

SIDELETTER NO. 31

As of July 1, 2008;
Revised as of July 1, 2014

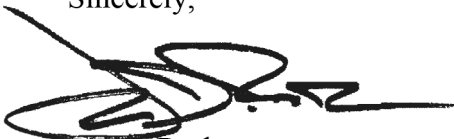
Ms. Carol A. Lombardini
Alliance of Motion Picture and Television Producers, Inc.
15301 Ventura Boulevard, Building E
Sherman Oaks, California 91403-5885

Re: Geographic Scope Committee

Dear Ms. Lombardini:

During the negotiations for the 2014 Basic Agreement and FLTTA, the DGA discussed its concerns regarding the geographic scope of the Basic Agreement. Following negotiations, the parties will establish a Geographic Scope Committee for the purpose of discussing issues related to work performed by non-U.S. resident Directors outside the United States and Canada on theatrical motion pictures with the Committee to meet no later than October 1, 2014. The Employers also agree to conduct individual company meetings at the request of the DGA, with such meetings to occur within a reasonable time after the DGA's request and to be attended by the president of production and/or senior executives who are responsible for the selection of Directors employed on theatrical motion pictures and senior labor relations executives.

Sincerely,

A handwritten signature in black ink, appearing to read "Jay D. Roth", with a long horizontal flourish extending to the right.

Jay D. Roth
National Executive Director

ACCEPTED AND AGREED:

A handwritten signature in black ink, appearing to read "Carol A. Lombardini", with a long horizontal flourish extending to the right.

Carol A. Lombardini