

WRITERS' GUILD-INDUSTRY HEALTH FUND
TRUST AGREEMENT

FOURTH AMENDMENT

THIS AMENDMENT is made by the Trustees of the Writers' Guild-Industry Health Fund Trust Agreement and amends the Writers' Guild-Industry Health Fund Trust Agreement as hereinafter set forth.

W I T N E S S E T H

WHEREAS, Section 5 of Article VIII provides that the Writers' Guild-Industry Health Fund Trust Agreement (the "Trust") may be amended by a vote of three-fourths of the Trustees present and voting at a meeting at which a quorum is present;

WHEREAS, it is desired to amend the Trust; and

NOW, THEREFORE, in consideration of the premises, it is mutually understood and agreed that the Trust shall be amended as follows:

ARTICLE I, SECTION 2

The following new Section 2 (e) is added:

(e) With respect to Writers who are the subject of an agreement dated October 3, 2003 between DreamWorks Animation, LLC; International Alliance of Theatrical Stage Employees, Moving Picture Technicians, Artists and Allied Crafts of the United States, its Territories and Canada, AFL-CIO, CLC; and the Animation Guild and Affiliated Optical Electronic and Graphic Arts, IATSE Local 839, Dream Works Animation, LLC shall be a Producer; provided that a written instrument satisfactory to the Trustees is executed in accordance with Section 4(b) of Article V. Notwithstanding anything herein to the contrary and notwithstanding the fact that DreamWorks has not entered into a Collective Bargaining Agreement, while and to the extent DreamWorks is an Employer, DreamWorks shall be treated as if it were subject to the Collective Bargaining Agreement between the Unions and members of the same controlled group as DreamWorks (*e.g.*, DreamWorks Films, DreamWorks Television and DreamWorks Dramatic Television).

ARTICLE I, SECTION 5

Section 5 is amended to read as follows:

Section 5. Writers. The term "Writers" as used herein shall mean the persons who are employed by Producers to render writing services in the broadcasting and motion picture industries within the jurisdiction of WGA and who are covered by the terms of any of the collective bargaining agreements described in Section 2 of this Article. The term "Writers" shall also include a person who is employed by WGA, by the Health Fund Office, by the Producer-Writers Guild of America Pension Plan Office, or by the Interguild Federal Credit Union. The term "Writers" shall also include an employee who is a "writer" subject to the agreement dated October 3, 2003 between DreamWorks Animation, LLC ("DreamWorks"); International Alliance of Theatrical Stage Employees, Moving Picture Technicians, Artists and Allied Crafts of the United States, its Territories and Canada, AFL-CIO, CLC; and the Animation Guild and Affiliated Optical Electronic and Graphic Arts, IATSE local 839, provided, however, that the employee makes an irrevocable written election to participate in the Plan. The election must be made within 30 days from the date of adoption of this amendment, or from the employee's date of hire. A DreamWorks employee who makes a timely election shall become a Writer on January 1, 2004, or, if later, the employee's date of hire.

In WITNESS WHEREOF, the Trustees have executed this Amendment this 22nd day of June 2004.

UNION TRUSTEES

EMPLOYER TRUSTEES