

**Rights and Obligations of Creatives in the Nigerian Entertainment
Industry: Focus on Music Recording Contracts**

Oyekanmi Olorunfemi Adewale
LCU/PG/001922

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Certification Page

This project entitled ‘Rights and Obligations of Creatives in the Nigerian Entertainment Industry: Focus on Music Recording Contracts’ was carried out by Olorunfemi Adewale OYEKANMI (LCU/PG/ 001922), in the Department of Private and Business Law, Faculty of Law, Lead City University Ibadan, Nigeria under my supervision.

Dr. Aderonke Adegbite

Date.

Supervisor

Dr. Oluyemisi Abimbola

Dean, Faculty of Law

Date.

Dedication

This research work is dedicated to my Mother, Prof. F.B Oyekanmi and my Siblings, Prince Adedeji, Adeolu and Adediji Oyekanmi.

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Abstract

Nigeria is richly endowed with creative talents. So far, there is an increased reward for creativity in different dimensions especially in the entertainment industry. This factor is necessitated by the fact that various nations of the world have come to realize the socioeconomic benefit of the industry and the internet has also been the key driver of this emerging market. However, there is a problem of “Creatives” having inadequate understanding of the provisions, obligations and rights which are stated in music record label contract. This predicament also affects their capacity to assess and settle for deals that favour them. In this regard, a lot of other issues arise from “creatives” inability to manifest and protect their own intellectual property. Also incidental to this problem, is the nonavailability of coherent frameworks, laws and institutions to guide them. Several studies have discussed typical issues on Contract and Entertainment. However, this research entitled: “Rights and Obligations of Creatives in the Nigerian Entertainment Industry: focus on Music Recording Contracts”. The specific Objectives of this research project are: to review the applicable laws relevant to music recording contract; the nature of the terms of a music recording contract; the status of third parties as regards music record label contracts ;and the laws protecting creatives in Nigeria and their impact on the Nigerian Entertainment Industry. In pursuit of the above, this research is a legal research that relies on qualitative methods of analysis. This research work affirms that the existing legal framework to protect music creatives in Nigeria is inadequate. This research therefore proposes a better structure for Nigerian intellectual property framework, through relevant laws that should be interpreted and managed by certified entertainment officials, including lawyers.

Key words: Creatives, Music, Recording Contracts, Intellectual Property, Entertainment Industry, Record Label, Artists.

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Bamgboye v. Reed (2004) EMLR (5) 61.	73
Beswick v Beswick [1968] AC 58, 72.	84
Carnegie v Waugh(1823) 1 LJ (OS) KB 89.	82
CFA v. Archibong(2020)LCN/14878(CA)	73
Darlington Borough Council v. Wiltshier Northern Ltd(1995) 1 WLR68.	80
Donoghue v Stevenson [1932] AC 562.	37
Drive Yourself Hire Co (London) Ltd v Strutt(1954) 1 QB 250.	81
Dunlop Pneumatic Tyre CO Ltd v Seljjiidge &CO Ltd(1915) AC 847.	83
Dutten v Poole(1678) 2 Lev 210; 83 ER 523.	83
Eg Tomlinsun v Gill (1756) Amb 330, 27 ER 221.	84
Esso Petroleum Co Ltd v. Harper's Garage (Stourport) Ltd.[1968] AC 269.	31
Gandy v Gandy(1885) 30 ChD 57, 69.	83
G Worldwide Entertainment v. AnidugbeUnreported Suit No: FHC/L/CS/1758/2017, Judgment of 30.11.2017 (Kuewumi, J).	114
Hadley v. Kemp (1999) EMLR 389 .	73
ICS Ltd v West Bromwich [1998] 1 WLR 896.	53
J Hornby's Case (1962) 78 LQR 228.	84
Les Affrikteurs Rkunis SA vLeopold Walford (London) Ltd[1919] AC 801	84
Martyn v Hind (1776) 2 Cowp 437,443; 98 ER 1174, 1177.	81
MCSN Ltd/Gte v. CDT Limited (2019)4 NWLR (Pt. 1661), 1 at 24A-C.	73

MCSN v. Compact Disk Technology(2018) 12 SC (Pt.1) 136.	89
Midland Silicones Ltd v Scruttons Ltd(1962) AC 446 (Lord Denning dissenting).	83
Phill\$ v Bateman (1 8 12) 16 East 356, 37 1; 104 ER 1124, 1129.	82
Re Engelbach [1924] 2 Ch 348	84
Smith and Snipes Hall Farm Ltd v River Douglas Catchment Board [1949] 2 KB 500.	83
Southern Water Authority v Carey (1985) 2 All ER 1077, 1083.	84
St Martins Corporation v Sir Robert McAlpine(1994) 1 AC 85.	85
Sunderland Marine Insurance CO v ‘kearney (1 85 1) 16 QB 925; 1 17 ER 1136.	84
Swain v Law Society [1983] 1 AC 598,611; and of Lord Goff in The Pioneer Container [1994]2 AC 324, 335.	84
Tweddle v Atkinson(1861) 1 B &S 393; 121 ER 762.	81
Vandepitte v Preferred Accident Insurance Corpn of New York [1933] AC 70.	84
White v. Jones [1995] 2 AC 207, 262-263.	84
Woodar Investment Developments Ltd v Wimpey Construction UK Ltd [1980] 1 WLR 277, 291, 297-298, 300.	84

Table of Statutes

Copyrights Act Cap C28 LFN 2004.

Patent and Design Act Cap P2 LFN 2004.

Trademarks Act Cap T13 LFN 2004.

Companies and Allied Matters Act CAMA 2020.

Companies Income Tax Act Cap C21 LFN 2004.

Personal Income Tax Act Cap P8 LFN 2004.

The Constitution of the Federal Republic of Nigeria 1999(as amended).

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