

REVISED

U.S. Department of Justice  
Washington, DC 20530

Exhibit B  
To Registration Statement  
Pursuant to the Foreign Agents Registration Act of 1938, an amended

OMB No. 1105-0007

INSTRUCTIONS: A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. One original and two legible photocopies of this form shall be filed for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, D.C. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the Administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant  SHANDWICK	2. Registration No.  4866
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3. Name of Foreign Principal  
  
HYDRO-QUEBEC

Check Appropriate Boxes:

- 4.  The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
- 5.  There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
- 6.  The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.

7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

PUBLIC RELATIONS SERVICES, INCLUDING

- PRESS RELEASES AND OTHER PRESS MATERIALS
- RESEARCH
- MEDIA MONITORING
- TRADE SHOWS

ONLY ON COMMERCIAL MATTERS

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8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

THESE PUBLIC RELATIONS ACTIVITIES ARE PURELY COMMERCIAL IN NATURE. THESE ACTIVITIES ARE EXEMPT FROM REGISTRATION PURSUANT TO SECTION 613(d)(1) OF FARA. ALL REGISTRABLE ACTIVITIES WERE TERMINATED ON 4/30/95

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes  No

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

N.A.

Date of Exhibit B 4/23/98	Name and Title ANDREE TREMBLAY SENIOR VICE PRESIDENT	Signature 
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Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political interests, policies, or relations of a government of a foreign country or a foreign political party.



**5. COMMUNICATION BETWEEN THE PARTIES:**

Any official communication between the parties must be conducted in writing between the following persons:

**HYDRO-QUÉBEC**

**CONSULTANT**

Name: Marie-Claire Durand  
 Title:  
 Address: 75, boul. René-Lévesque ouest, 19<sup>e</sup>  
 Montréal (Québec) H2Z 1A4  
 Telephone: (514) 289-5782  
 Fax: (514) 289-5773

Name: Andrée Tremblay  
 Title:  
 Address: 111, Fifth Avenue, 3<sup>rd</sup> Floor  
 New York, NY 10003 US  
 Telephone:  
 Fax:

**6. DOCUMENTS INCLUDED IN THIS CONTRACT (identified by [X])**

Special clauses

General clauses Revision of 95-06

- a) General clauses relating to professional services
- b) General clauses relating to the activities in the domain of **AD HOC**

**COMPLEMENTARY DOCUMENTS**

ANNEXES TO CONTRACT :	SUGGESTED FORMS & SAMPLE DOCUMENTS :
<input type="checkbox"/> .Declaration of status as independant worker <input type="checkbox"/> .Technical or study specification <input type="checkbox"/> .Drawings <input type="checkbox"/> .List of index, standards and guides <input type="checkbox"/> .Consultant's proposal of _____ <input type="checkbox"/> . <input type="checkbox"/> .	<input type="checkbox"/> .Enquiry report and analysis form <input type="checkbox"/> .Curriculum vitae form <input type="checkbox"/> .Sample estimate of work authorization <input type="checkbox"/> .Sample progress report <input type="checkbox"/> .Sample work authorization <input type="checkbox"/> .Sample invoice <input type="checkbox"/> .