

Privacy Act Statement. The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. 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, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov/>. 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 in print and online at: <http://www.fara.gov/>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .49 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, Counterespionage Section, National Security 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.

*Furnish this exhibit for EACH foreign principal listed in an initial statement
and for EACH additional foreign principal acquired subsequently.*

1. Name and address of registrant Podesta Group, Inc., 1001 G Street NW, Suite 900 East, Washington, DC 20001		2. Registration No. 5926
3. Name of foreign principal Embassy of Japan	4. Principal address of foreign principal 2520 Massachusetts Avenue NW, Washington, DC 20008	

5. Indicate whether your foreign principal is one of the following:

- Foreign government
- Foreign political party
- Foreign or domestic organization: If either, check one of the following:
 - Partnership
 - Corporation
 - Association
 - Committee
 - Voluntary group
 - Other (specify): _____
- Individual-State nationality _____

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6. If the foreign principal is a foreign government, state:

- a) Branch or agency represented by the registrant
Embassy of Japan
- b) Name and title of official with whom registrant deals
Motohiko Kato, Minister and Head of Chancery, Embassy of Japan

7. If the foreign principal is a foreign political party, state:

- a) Principal address
- b) Name and title of official with whom registrant deals
- c) Principal aim

8. If the foreign principal is not a foreign government or a foreign political party,

a) State the nature of the business or activity of this foreign principal.

b) Is this foreign principal

Supervised by a foreign government, foreign political party, or other foreign principal

Yes No

Owned by a foreign government, foreign political party, or other foreign principal

Yes No

Directed by a foreign government, foreign political party, or other foreign principal

Yes No

Controlled by a foreign government, foreign political party, or other foreign principal

Yes No

Financed by a foreign government, foreign political party, or other foreign principal

Yes No

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes No

9. Explain fully all items answered "Yes" in Item 8(b). *(If additional space is needed, a full insert page must be used.)*

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10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

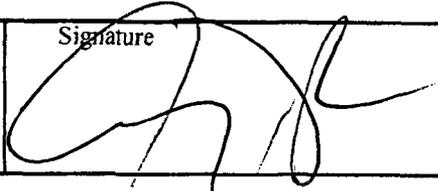
Date of Exhibit A	Name and Title	Signature
9/14/09	Anthony T. Podesta, President	

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

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.

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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, Counterespionage Section, National Security 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 Podesta Group, Inc	2. Registration No. 5926
3. Name of Foreign Principal Embassy of Japan	

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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 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 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.

Podesta Group, Inc will provide lobbying and consulting services to the Embassy of Japan at the direction of the Minister and Head of Chancery or his designee.

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

Research and analyze issue of concern to the principal; counsel to the principal on U.S. policies of concern, activities in Congress and the Executive branch, and developments on the U.S. political scene generally; and maintain contact, as necessary, with Members of Congress and their staff and Executive branch officials.

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.

All of the activities listed in Item 8 will be undertaken in order to communicate information to the principal as well as to communicate information about the principal and its issues of concern to interested persons in the public sector. At the request of principal, meetings with Members of Congress and their staff, as well as with Executive branch officials may be arranged.

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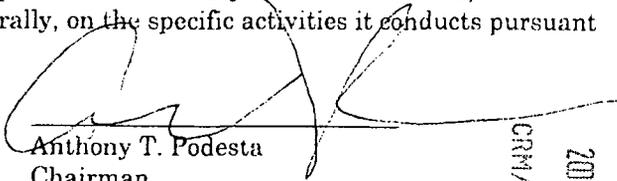
Date of Exhibit B 9/14/09	Name and Title Anthony T. Podesta, President	Signature 
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Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any 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 or public interests, policies, or relations of a government of a foreign country or a foreign political party.

**AGREEMENT TO PROVIDE
LOBBYING AND CONSULTING SERVICES**

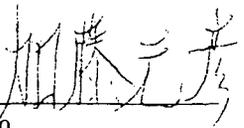
This agreement summarizes the terms by which Minister and Head of Chancery of the Embassy of Japan (Embassy), Motohiko Kato, on behalf of the Embassy, engages the Podesta Group (Podesta), of 1001 G Street, NW, Suite 900 East, Washington, DC 20001, for lobbying and consulting services in connection with legislation and federal government policy matters of possible interest to the Embassy of Japan (this matter):

- **Period of engagement.** The Embassy's engagement of Podesta in this matter shall be deemed to have begun on September 1, 2009, and shall terminate on March 31, 2010, renewable by written agreement between the Embassy and Podesta. During this period, or at any time thereafter, either the Embassy or Podesta may terminate this engagement upon 30 days' written notice.
- **Fees.** The Embassy agrees to pay Podesta \$15,000 per month for all services performed pursuant to this agreement. Upon prior notice to, and approval by, the Embassy, extraordinary expenditures undertaken by Podesta in connection with its services pursuant to this agreement will be reimbursed by the Embassy. Podesta will bill the Embassy on a monthly basis, and the Embassy agrees to pay such bills within thirty days of their receipt. In the event that either the Embassy or Podesta concludes that the volume of the work involved has changed significantly, and that such change is likely to endure for several months, it may recommend that the fee amount be reconsidered to reflect such change in volume. Under such circumstances, the party receiving such a request will consider it in good faith and determine whether a change is warranted.
- **Reports on Activities.** Podesta agrees to provide the Embassy with a substantive, confidential monthly report, in writing or orally, on the specific activities it conducts pursuant to this agreement.



Anthony T. Podesta
Chairman
Podesta Group

Date: 8/30/09

Accepted by: 

Motohiko Kato

Minister and Head of Chancery
Embassy of Japan

Date: 8/27/09

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