

U.S. Department of Justice  
Washington, DC 20530

OMB No. 1124-0002; Expires April 30, 2017

**Supplemental Statement**  
**Pursuant to the Foreign Agents Registration Act of 1938, as amended**

For Six Month Period Ending Oct. 31, 2015

(Insert date)

**I - REGISTRANT**

1. (a) Name of Registrant (b) Registration No.  
APCO Worldwide Inc. 6291

(c) Business Address(es) of Registrant

700 12th St. N.W.  
Suite 800  
Washington, D.C. 20005

2. Has there been a change in the information previously furnished in connection with the following?

- (a) If an individual: *N/A*
  - (1) Residence address(es) Yes  No
  - (2) Citizenship Yes  No
  - (3) Occupation Yes  No
- (b) If an organization:
  - (1) Name Yes  No
  - (2) Ownership or control Yes  No
  - (3) Branch offices Yes  No

(c) Explain fully all changes, if any, indicated in Items (a) and (b) above.

See Attachment 2

**IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, AND 5(a).**

3. If you have previously filed Exhibit C<sup>1</sup>, state whether any changes therein have occurred during this 6 month reporting period.

Yes  No

If yes, have you filed an amendment to the Exhibit C? Yes  No  *N/A*

If no, please attach the required amendment. *N/A*

<sup>1</sup> The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, and by laws of a registrant that is an organization. (A waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, National Security Division, U.S. Department of Justice, Washington, DC 20530.)

4. (a) Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period?

Yes  No

If yes, furnish the following information:

Name	Position	Date Connection Ended
N/A		

(b) Have any persons become partners, officers, directors or similar officials during this 6 month reporting period?

Yes  No

If yes, furnish the following information:

Name	Residence Address	Citizenship	Position	Date Assumed
N/A				

5. (a) Has any person named in Item 4(b) rendered services directly in furtherance of the interests of any foreign principal?

Yes  No

If yes, identify each such person and describe the service rendered.

N/A

(b) During this six month reporting period, has the registrant hired as employees or in any other capacity, any persons who rendered or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical or secretarial, or in a related or similar capacity? Yes  No

Name	Residence Address	Citizenship	Position	Date Assumed
N/A				

(c) Have any employees or individuals, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting period? Yes  No

If yes, furnish the following information:

Name	Position or Connection	Date Terminated
N/A		

(d) Have any employees or individuals, who have filed a short form registration statement, terminated their connection with any foreign principal during this 6 month reporting period? Yes  No

If yes, furnish the following information:

Name	Position or Connection	Foreign Principal	Date Terminated
See Attachment 5D			

6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(b) of the supplemental statement?

Yes  No

If no, list names of persons who have not filed the required statement.

N/A

## II - FOREIGN PRINCIPAL

7. Has your connection with any foreign principal ended during this 6 month reporting period? Yes  No   
If yes, furnish the following information:

Foreign Principal	Date of Termination
Eurasian Natural Resources Corporation Limited	May 30, 2015
Government of Ukraine	July 31, 2015

8. Have you acquired any new foreign principal(s)<sup>2</sup> during this 6 month reporting period? Yes  No   
If yes, furnish the following information:

Name and Address of Foreign Principal(s)	Date Acquired
Eurasian Natural Resources Corporation Limited 16 St. James's Street, London, SW1A, 1ER, United Kingdom	April 1, 2015
Government of Ukraine 12/2 M. Hrushevskoho str., Kyiv, 01008	June 22, 2015
Ministry of Finance of Ukraine 12/2 M. Hrushevskoho str., Kyiv, 01008	March 1, 2015

9. In addition to those named in Items 7 and 8, if any, list foreign principal(s)<sup>2</sup> whom you continued to represent during the 6 month reporting period.

N/A

10. (a) Have you filed exhibits for the newly acquired foreign principal(s), if any, listed in Item 8?

Exhibit A<sup>3</sup> Yes  No   
Exhibit B<sup>4</sup> Yes  No

If no, please attach the required exhibit.

- (b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period? Yes  No

If yes, have you filed an amendment to these exhibits? Yes  No

If no, please attach the required amendment.

<sup>2</sup> The term "foreign principal" includes, in addition to those defined in Section 1(b) of the Act, an individual organization any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual. (See Rule 100(a) (9)). A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

<sup>3</sup> The Exhibit A, which is filed on Form NSD-3, sets forth the information required to be disclosed concerning each foreign principal.

<sup>4</sup> The Exhibit B, which is filed on Form NSD-4, sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

III - ACTIVITIES

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, or 9 of this statement? Yes  No

If yes, identify each foreign principal and describe in full detail your activities and services:

See Attachment 11

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity<sup>5</sup> as defined below? Yes  No

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places of delivery, names of speakers and subject matter.

See Attachment 12

13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits your foreign principal(s)? Yes  No

If yes, describe fully.

N/A

<sup>5</sup> "Political activity," as defined in Section 1(o) of the Act, means any activity that 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 political or public interests, policies, or relations of a government of a foreign country or a foreign political party.



15. (a) **DISBURSEMENTS-MONIES**

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 7, 8, or 9 of this statement? Yes  No

(2) transmitted monies to any such foreign principal? Yes  No

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal.

N/A

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

Date	To Whom	Purpose	Amount
See Attachment 15A			

\_\_\_\_\_  
Total

(b) **DISBURSEMENTS-THINGS OF VALUE**

During this 6 month reporting period, have you disposed of anything of value<sup>10</sup> other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, or 9 of this statement?

Yes  No

If yes, furnish the following information:

Date	Recipient	Foreign Principal	Thing of Value	Purpose
N/A				

VALUE

During this 6 month reporting period, have you disposed of anything of value<sup>10</sup> other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, or 9 of this statement?

Yes  No

(c) **DISBURSEMENTS-POLITICAL CONTRIBUTIONS**

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value<sup>11</sup> in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes  No

If yes, furnish the following information:

Date	Amount or Thing of Value	Political Organization or Candidate	Location of Event
*See Attachment 15C			

10, 11 Things of value include but are not limited to gifts, interest free loans, expense free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks," and the like.

V - INFORMATIONAL MATERIALS

16. (a) During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any informational materials?<sup>12</sup>  
 Yes  No

If Yes, go to Item 17.

(b) If you answered No to Item 16(a), do you disseminate any material in connection with your registration? *N/A*  
 Yes  No

If Yes, please forward the materials disseminated during the six month period to the Registration Unit for review.

17. Identify each such foreign principal.

Ministry of Finance of Ukraine

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating informational materials? Yes  No

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

N/A

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following:

- Radio or TV broadcasts
- Magazine or newspaper
- Motion picture films
- Letters or telegrams
- Advertising campaigns
- Press releases
- Pamphlets or other publications
- Lectures or speeches
- Other (specify) \_\_\_\_\_

Electronic Communications

- Email
- Website URL(s): \_\_\_\_\_
- Social media websites URL(s): \_\_\_\_\_
- Other (specify) \_\_\_\_\_

20. During this 6 month reporting period, did you disseminate or cause to be disseminated informational materials among any of the following groups:

- Public officials
- Newspapers
- Libraries
- Legislators
- Editors
- Educational institutions
- Government agencies
- Civic groups or associations
- Nationality groups
- Other (specify) TV networks, wire services, and magazines

21. What language was used in the informational materials:

- English
- Other (specify) \_\_\_\_\_

22. Did you file with the Registration Unit, U.S. Department of Justice a copy of each item of such informational materials disseminated or caused to be disseminated during this 6 month reporting period? Yes  No

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act? Yes  No

12 The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.

VI - EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

(Print or type name under each signature or provide electronic signature<sup>13</sup>)

11/23/15

Terry W. Judd  
Terry W. Judd

<sup>13</sup> This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

UNITED STATES DEPARTMENT OF JUSTICE  
FARA REGISTRATION UNIT  
NATIONAL SECURITY DIVISION  
WASHINGTON, D.C. 20530

**NOTICE**

Please answer the following questions and return this sheet in triplicate with your Supplemental Statement:

1. Is your answer to Item 16 of Section V (Informational Materials – page 8 of Form NSD-2, formerly Form CRM-154 Supplemental Statement):

YES X or NO \_\_\_\_\_

(If your answer to question 1 is “yes” do not answer question 2 of this form.)

2. Do you disseminate any material in connection with your registration: N/A

YES \_\_\_\_\_ or NO \_\_\_\_\_

(If your answer to question 2 is “yes” please forward for our review copies of all material including: films, film catalogs, posters, brochures, press releases, etc. which you have disseminated during the past six months.)

Terry W. Judd  
Signature

11-23-15  
Date

Terry W. Judd  
Please type or print name of  
Signatory on the line above

Senior Director  
Title



U.S. Department of Justice

National Security Division

Washington, DC 20530

SECTION B

In addition to those persons listed in Section A, list below all current employees rendering services directly on behalf of the foreign principals(s) who have not filed short-form registration statements. (Do not list clerks, secretaries, typists or employees in a similar or related capacity). If there is some question as to whether an employee has an obligation to file a short-form, please address a letter to the Registration Unit describing the activities and connection with the foreign principal. N/A

Name	Function	Date Hired

Signature: *Gregory W. Feld* Date: 11-23-15  
 Title: Senior Director

**ATTACHMENT 2**

2. Has there been a change in the information previously furnished in connection with the following:

(a) If an individual: N/A

- |                       |         |        |
|-----------------------|---------|--------|
| (1) Residence address | Yes [ ] | No [ ] |
| (2) Citizenship       | Yes [ ] | No [ ] |
| (3) Occupation        | Yes [ ] | No [ ] |

(b) If an organization:

- |                          |           |          |
|--------------------------|-----------|----------|
| (1) Name                 | Yes [ ]   | No [ X ] |
| (2) Ownership or control | Yes [ ]   | No [ X ] |
| (3) Branch offices       | Yes [ X ] | No [ ]   |

(c) Explain fully all changes, if any, indicated in items (a) and (b) above.

Attached is a complete list of the registrant's branch and affiliated offices.

**APCO Worldwide  
Office Contact Information**

**NORTH AMERICA**

**Legal Name: APCO Worldwide Inc.**

(Global Headquarters)

700 12<sup>th</sup> Street, N.W.

Suite 800

Washington, DC 20005

Phone: 202.778.1000

Fax: 202.778.1092

**Legal Name: APCO Worldwide Inc.**

(Chicago)

30 South Wacker Drive

Suite 1270

Chicago, IL 60606

Phone: 312.440.8686

Fax: 312.440.7373

**Legal Name: APCO Worldwide Inc.**

(New York City)

360 Park Avenue South

11th Floor

New York, NY 10010

Phone: 212.300.1800

Fax: 212.300.1819

**Legal Name: StrawberryFrog LLC**

(New York)

60 Madison Avenue

Penthouse

New York, NY 10010

Phone: 1.212.366.0500

Fax: 1.212.366.0521

**Legal Name: APCO Worldwide Limited**

(Ottawa)

c/o Gowling Lafleur Henderson LLP

Suite 2600, 160 Elgin Street

Ottawa, ON K1P 1C3 Canada

Phone: 613.233.1781

Fax: 613.788.3424

**APCO Worldwide  
Office Contact Information**

**Legal Name: APCO Worldwide Inc.**  
(Raleigh-Durham)  
2501 Blue Ridge Road, #470  
Raleigh, NC 27607  
Phone: 919.782.2370  
Fax: 919.573.6170

**Legal Name: APCO Worldwide Inc.**  
(Sacramento)  
1201 K Street  
Suite 1200  
Sacramento, CA 95814  
Phone: 916.554.3400  
Fax: 916.554.3434

**Legal Name: APCO Worldwide Inc.**  
(San Francisco)  
455 Market Street, Suite 2240  
San Francisco, CA 94105  
Phone: 415.500.3309  
Fax:

**Legal Name: APCO Worldwide Inc.**  
(Seattle)  
520 Pike Street  
Suite 1001  
Seattle, WA 98101-1385  
Phone: 206.224.4340  
Fax: 206.224.4344

**Legal Name: APCO Insight LLC**  
(Washington, DC)  
700 12<sup>th</sup> Street, N.W.  
Suite 800  
Washington, DC 20005  
Phone: 202.778.1000  
Fax: 202.778.1092

**Legal Name: Ellipse Strategy Group Inc.**  
(Washington, DC)  
700 12<sup>th</sup> Street, N.W.  
Suite 800  
Washington, DC 20005  
Phone: 202.778.1000  
Fax: 202.778.1092

**APCO Worldwide  
Office Contact Information**

**GREATER CHINA/SOUTHEAST ASIA**

**Legal Name: APCO Worldwide Limited**

(Bangkok)

Prima Sathorn Building

2 Naradhiwas Rajanagarindra Road

Yannawa, Sathorn

Bangkok 10120

Thailand

Phone: ++65 6735.3077

**Legal Name: APCO (Beijing) Consulting Company Limited**

(Beijing)

Suite 903, Tower C, Office Park

No.5 Jinhua South Street

Chaoyang District

Beijing 100020

China

Phone: +86.10.6505.5127

Fax: +86.10.6505.5257

**Legal Name: APCO Worldwide Limited (Representative Office)**

(Hanoi)

Room 205

8 Tran Hung Dao Street

Hoan Kiem District

Hanoi 10000

Vietnam

Phone: + 84.4.39334026

Fax: + 84.4.39334027

**Legal Name: APCO Worldwide Limited**

(Hong Kong)

Principal Office:

19/F, Cambridge House

Taikoo Place

979 King's Road, Quarry Bay

Hong Kong

Phone: +852.2866.2313

Fax: +852.2866.1917

**APCO Worldwide  
Office Contact Information**

**Legal Name: PT APCO Worldwide**

(Jakarta)  
Equity Tower, 35th Floor  
Jl. Jend. Sudirman, Kav. 52-53 (SCBD)  
Jakarta 12190  
Indonesia  
Phone: +62 21 2927 7815

**Legal Name: APCO Worldwide GK**

(Japan)  
3F Metlife Kabutocho Bldg.  
5-1 Nihonbashi Kabutocho, Chuo-ku,  
Tokyo 103-0026  
Phone: +81-3-6861-7597

**Legal Name: APCO Worldwide Sdn. Bhd.**

(Malaysia)  
c/o B&M Consultancy Services  
Level 21, Suite 21.01  
The Gardens South Tower  
Mid Valley City, Lingkaran Syed Putra  
59200 Kuala Lumpur  
Malaysia

**Legal Name: APCO Worldwide Holdings Limited**

(Mauritius)  
Ebene Esplanade  
24 Cybercity  
Ebene  
Mauritius  
Phone: + 230 401 2300  
Fax: +230 401 2301

**Legal Name: APCO (Beijing) Consulting Company Limited (Branch Office)**

(Shanghai)  
Unit 301-303, Platinum Tower  
233 Tai Cang Road  
Shanghai 200021  
China  
Phone: +86.10.6505.5127  
Fax:

**APCO Worldwide  
Office Contact Information**

**Legal Name: APCO Worldwide Advisory Services Pte. Limited**  
(Singapore)  
137 Market Street #16-01  
Singapore 048943  
Phone: +65.6922.0555  
Fax: +65.6922.0556

**EUROPE/IMEA**

**Legal Name: APCO Worldwide FZ-LLC**  
(Abu Dhabi)  
Park Rotana Office Complex  
5-08, 5th Floor Khalifa Park  
Abu Dhabi  
United Arab Emirates  
Phone: +971.2.491.7226

**Legal Name: APCO Worldwide Netherlands B.V.**  
(Amsterdam)  
Prins Bernhardplein 200  
1097 JB Amsterdam  
The Netherlands

**Legal Name: APCO Worldwide Netherlands Holding B.V.**  
(Amsterdam)  
Prins Bernhardplein 200  
1097 JB Amsterdam  
The Netherlands

**Legal Name: APCO Worldwide GmbH**  
(Berlin)  
Französische Strasse 24  
10117 Berlin  
Germany  
Phone: +49.30.59.000.2010  
Fax: +49.30.59.000.2020

**APCO Worldwide  
Office Contact Information**

**Legal Name: APCO Worldwide S.A.**

(Brussels)  
47 Rue Montoyer, 5th Floor  
1000 Brussels  
Belgium  
Phone: +32.2.645.9811  
Fax: +32.2.645.9812

**Legal Name: APCO Worldwide FZ-LLC**

(Dubai)  
104, Block B, Office Park Building  
Dubai Internet City  
PO Box 500746  
Dubai, UAE  
Phone: +97.140.3613595  
Fax: +97.15.8989810

**Legal Name: APCO Worldwide SA**

(Geneva)  
c/o Stauffer & Associates  
Attn: Fidele Joye, LL.M. Avocat  
rue du General-Dufour 15  
1204 Geneva  
Switzerland  
Phone: +41.21.32128.22  
Fax: +41.21.321.20.95

**Legal Name: APCO Worldwide Danışmanlık Ticaret Limited Şirketi**

(Istanbul)  
Kurucesme Mahallesi Muallim Naci Caddesi  
93/95 B Block Floor:2  
34345 Kurucesme Istanbul  
Turkey  
Phone: +90 212 263 1003

**Legal Name: APCO Worldwide (Proprietary) Limited**

(Johannesburg)  
c/o Garth Blackbeard  
Finpay  
198 Meyer Street  
Wierda Park  
Centurion 0157  
South Africa  
Phone: +012.654.9227  
Fax: +086.656.6321

**APCO Worldwide  
Office Contact Information**

**Legal Name: APCO Worldwide Limited**

(London)  
90 Long Acre  
London, WC2E 9RA  
United Kingdom  
Phone: +44.207.526.3600  
Fax: +44.207.526.3699

**Legal Name: APCO Worldwide Sarl (Branch Office)**

(Lyon)  
93 rue de la Villette  
69003 Lyon  
France  
Phone: +33.4.20.10.26.19

**Legal Name: APCO Worldwide Inc. (Branch & Rep Office)**

(Moscow)  
7th Floor, bld. 1, 40/2 Prechistenka Street  
Moscow 119034  
Russia  
Phone: +7.495.937.5525

**Legal Name: APCO Worldwide (India) Private Limited (Branch)**

(Mumbai)  
C-815, 215 Atrium  
Andheri-Kurla Road  
Andheri (E)  
Mumbai 400 059  
India  
Phone: +91.22.4030.9380  
Fax: +91.22.4030.9199

**Legal Name: Famous Innovations (f/k/a StrawberryFrog India Private Limited)**

(Mumbai)  
Rose Cottage Complex  
Behind ITC Hotel, Dr. S S Rao Road  
Parel, Mumbai - 400012  
India  
Phone: +91 9820071512

**APCO Worldwide  
Office Contact Information**

**Legal Name: APCO Worldwide (India) Private Limited**

(New Delhi)  
1005, 10th Floor, Kailash Building  
26, Kasturba Gandhi Marg  
Connaught Place  
New Delhi 110001  
India  
Phone: +91 11 4605.7766  
Fax: +91 11 4152.8415

**Legal Name: APCO Worldwide Sarl**

(Paris)  
12 bis, rue Kepler  
75016 Paris  
France  
Phone: +33.1.44.94.8666  
Fax: +33.1.44.94.8668

**Legal Name: APCO Worldwide LLC**

(Qatar)  
Bay Tower II, 7th floor, Office #708  
The Gate, West Bay  
PO Box 14023, Doha  
Qatar  
Phone: +974.4496.7260

**Legal Name: APCO Worldwide S.r.l.**

(Rome)  
Via Condotti 61/A  
00187 Rome  
Italy  
Phone: +39.06.697.6661  
Fax: +39.06.679.239

**Legal Name: APCO Worldwide Inc. Branch in Georgia**

(Tbilisi)  
32/34 Kazbegi Blind-Alley  
Vake-Saburtalo District  
Tbilisi  
Georgia

**APCO Worldwide  
Office Contact Information**

**Legal Name: APCO Worldwide Ltd.**

(Tel Aviv)

Bet Zamir

22a Raoul Wallenberg Street

Ramat-Hahayal 69719

Tel Aviv

Israel

Phone: +972.3.766.2600

Fax: +972.3.648.0243

**Legal Name: APCO Worldwide Sp. Z.o.o.**

(Warsaw)

Ul. Prusa 2

Warsaw 00-493

Poland

## ATTACHMENT 5D

5. Have any employees or individuals, who have filed a short form registration statement, terminated their connection with any foreign principal during this 6 month reporting period?

Yes  No

If yes, furnish the following information:

Name	Position or Connection	Foreign Principal	Date Terminated
Jonathan Gregory	Employee	Eurasian Natural Resources Corporation	5/30/2015
Don Bonker	Employee	Eurasian Natural Resources Corporation	5/30/2015
Cliff Stearns	Employee	Eurasian Natural Resources Corporation	5/30/2015
Margery Kraus	Employee	Eurasian Natural Resources Corporation	5/30/2015
Graham Ackerman	Employee	Government of Ukraine	7/31/2015
Richard King	Employee	Government of Ukraine	7/31/2015
Thomas Eymond-Laritz	Employee	Government of Ukraine	7/31/2015
Alison Patch	Employee	Government of Ukraine	7/31/2015

**ATTACHMENT 11**

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, and 9 of this statement?

Yes [ X ] No [ ]

If yes, identify each such foreign principal and describe in full detail your activities and services:

***Eurasian Natural Resources Corporation***

The Registrant provided government relations services, strategic communications services, and strategic advice and counsel for the foreign principal in the United States to promote positive relations between the United States and the Republic of Kazakhstan. See also the response to Question 12.

***Ministry of Finance of Ukraine***

The Registrant provided media relations services, strategic communications services, social media services, and strategic advice and counsel for the foreign principal in the United States to promote the restructuring of Government of Ukraine's sovereign debt. See also the response to Question 12.

***Government of Ukraine***

The Registrant provided media relations services, strategic communications services, and strategic advice and counsel for the foreign principal in the United States to promote the US-Ukraine Business Forum held in July of 2015 in the United States and to promote positive relations between the Government of Ukraine and the United States. See also the response to Question 12.

**ATTACHMENT 12**

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity as defined below?

Yes [ X ]                      No [ ]

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, among other things, the relations, interests and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored or delivered speeches, lectures or radio and TV broadcasts, give details as to dates, places of delivery, names of speakers and subject matter.

***Eurasian Natural Resources Corporation***

The Registrant met with Sarah Drake, Deputy Chief of Staff for Senator Roger Wicker on April 10<sup>th</sup>, 2015; Congressman Ed Whitfield on April 16<sup>th</sup>, 2015; Congressman Robert Aderholt on April 16<sup>th</sup>, 2015; Congressman Ed Royce on April 16<sup>th</sup>, 2015; Congressman Eliot Engel on April 16<sup>th</sup>, 2015; Senator Roger Wicker on April 16<sup>th</sup>, 2015; and Senator Ben Cardin on April 16<sup>th</sup>, 2015; in each case to promote positive relations between the United States and the Republic of Kazakhstan.

The Registrant contacted by e-mail Meghan Medley, Deputy Legislative Director for Congressman Robert Aderholt on April 21<sup>st</sup>, 2015, April 24<sup>th</sup>, 2015, and April 29<sup>th</sup>, 2015 to promote positive relations between the United States and the Republic of Kazakhstan.

The Registrant arranged a meeting with the Center for a New American Security in April of 2015 to promote positive relations between the United States and the Republic of Kazakhstan.

***Ministry of Finance of Ukraine***

The Registrant contacted by e-mail the Chicago Tribune on March 10, 2015 and March 19, 2015; Washington Post on March 12, 2015 and April 15, 2015; National Public Radio on March 15, 2015; New York Times on March 16, 2015; MSNBC on March 19, 2015; CNN on April 16, 2015, June 9, 2015, and October 1, 2015 – October 10, 2015; Politico on June 3, 2015 – June 2015; The Hill on June 3, 2015 – June 10, 2015; Financial Times on June 3, 2015 – June 10, 2015, June 12, 2015, June 29, 2015, July 10, 2015, July 15, 2015, July 16, 2015, August 13, 2015, August 14, 2015, September 25, 2015, October 1, 2015 – October 10, 2015, October 15, 2015, and October 20, 2015; USA Today on June 3, 2015 – June 10, 2015; June 12, 2015, June 29, 2015, July 10, 2015, July 16, 2015, September 25, 2015, October 15, 2015, and October 20, 2015; Bloomberg on June 3, 2015 – June 10, 2015, June 12, 2015, June 29, 2015, July 10, 2015, July 16, 2015, September 25, 2015, October 15, 2015, and October 20, 2015; Reuters on June 3, 2015 – June 10, 2015, June 12, 2015, June 29, 2015, July 10, 2015, July 16, 2015, September 25,

2015, October 6, 2015, October 15, 2015, and October 20, 2015; Wall Street Journal on March 14, 2015, April 10, 2015 – April 14, 2015, June 3, 2015 – June 10, 2015, June 12, 2015, June 29, 2015, July 10, 2015, July 16, 2015, August 27, 2015, September 25, 2015, October 1, 2015 – October 8, 2015, October 15, 2015, and October 20, 2015; CNBC on March 12, 2015, March 19, 2015, March 20, 2015, April 2, 2015, April 13, 2015; June 6, 2015, June 12, 2015, June 29, 2015, July 5, 2015, July 10, 2015, July 16, 2015, August 10, 2015, August 26, 2015, August 27, 2015, September 25, 2015, October 7, 2015, October 15, 2015, and October 20, 2015; Foreign Policy on June 3, 2015 – June 10, 2015, June 12, 2015, June 29, 2015, July 10, 2015, July 16, 2015, September 25, 2015, October 15, 2015, and October 20, 2015; in each case to promote the restructuring of the Government of Ukraine's sovereign debt.

The Registrant contacted by phone CNBC on March 12, 2015 March 19, 2015, April 2, 2015, April 13, 2015, August 26, 2015, and August 27, 2015; the Wall Street Journal on August 27, 2015 and October 1, 2015 – October 8, 2015; the Financial Times on October 1, 2015 – October 8, 2015; CNN on October 1, 2015 – October 8, 2015 in each case to promote the restructuring of the Government of Ukraine's sovereign debt.

The Registrant arranged interviews in March, April, June, August, and October of 2015 in the United States on behalf of the foreign principal with the Wall Street Journal, Washington Post, New York Times, National Public Radio, Voice of America, CNBC, MSNBC, Reuters, Chicago Tribune, CNN, CNBC, Financial Times, USA Today, Bloomberg, and Foreign Policy, in each case for the purpose of promoting the restructuring of the Government of Ukraine's sovereign debt.

The Registrant provided assistance and support in connection the foreign principal's participation in events in March, April, and October of 2015 in the United States with Brookings Institution, Council on Foreign Relations, Atlantic Council, Bertelsmann Foundation, and Peterson Institute, in each case for the purpose of promoting the restructuring of Government of Ukraine's sovereign debt.

The Registrant drafted content for the social media channels of the foreign principal. The Registrant distributed press releases by the foreign principal within the United States to the Financial Times, USA Today, Bloomberg, Reuters, Wall Street Journal, CNBC, and Foreign Policy. Copies of these press releases are attached.

### *Government of Ukraine*

The Registrant contacted by e-mail the New York Times on July 8, 2015 – July 13, 2015; CCTV on July 8, 2015 – July 13, 2015; Forbes on July 8, 2015 – July 13, 2015; Foreign Policy on July 8, 2015 – July 13, 2015, CNBC on July 8, 2015 – July 13, 2015; Wall Street Journal on July 8, 2015 – July 13, 2015; Buzzfeed on July 8, 2015 – July 13, 2015; Bloomberg on July 8, 2015 – July 13, 2015; CNN on July 8, 2015 – July 13, 2015; Financial Times on July 8, 2015 – July 13, 2015; Associated Press on July 13, 2015; in each case to promote the US-Ukraine Business Forum held in July of 2015 in the United States and to promote positive relations between the Government of Ukraine and the United States.

The Registrant contacted by phone the New York Times on July 8, 2015 – July 13, 2015; CCTV on July 8, 2015 – July 13, 2015; Forbes on July 8, 2015 – July 13, 2015; Foreign Policy on July 8, 2015 – July 13, 2015; CNBC on July 8, 2015 – July 13, 2015; Wall Street Journal on July 8, 2015 – July 13, 2015; Buzzfeed on July 8, 2015 – July 13, 2015; Bloomberg on July 8, 2015 – July 13, 2015; CNN on July 8, 2015 – July 13, 2015; Financial Times on July 8, 2015 – July 13, 2015; Associated Press on July 13, 2015; in each case to promote the US-Ukraine Business Forum held in July of 2015 in the United States and to promote positive relations between the Government of Ukraine and the United States.

The Registrant arranged interviews on July 13, 2015 for the foreign principal with the New York Times, CCTV, Forbes, Foreign Policy, CNBC, Wall Street Journal, Buzzfeed, Bloomberg, CNN, Associated Press, and Financial Times; in each case to promote the US-Ukraine Business Forum held in July of 2015 in the United States and to promote positive relations between the Government of Ukraine and the United States. The Registrant placed an op-ed on behalf of the foreign principal in Forbes in July of 2015.

**ATTACHMENT 14A**

14. (a) **RECEIPTS -- MONIES**

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, and 9 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income or money either as compensation or otherwise?

Yes  No

If no, explain why.

N/A

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies.

Date	From Whom	Purpose	Amount
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SEE ATTACHED

FARA Report  
Payments Received

<u>DATE</u>	<u>FROM WHOM</u>	<u>PURPOSE</u>	<u>AMOUNT</u>
9/8/2015	Communication for Change (as payor for services for the Government of Ukraine) Eurasian Natural Resources	For Professional Services Rendered	35,000.00
5/4/2015	Corporation Limited	For Professional Services Rendered	150,000.00
<b>Total Receipts</b>			<b>185,000.00</b>

ATTACHMENT 15A

15. (a) DISBURSEMENTS -- MONIES

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign principal named in Items 7, 8, and 9 of this statement?

Yes [ X ] No [ ]

(2) transmitted monies to any such foreign principal?

Yes [ ] No [ X ]

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal.

N/A

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies, including monies transmitted, if any, to each foreign principal.

Date	To Whom	Purpose	Amount
------	---------	---------	--------

SEE ATTACHED

Foreign Agent Report  
Expenses

	Local Trans.	Meals	Office Expenses	Travel	Other	Notes
<b>Ministry of Finance of Ukraine</b>						
<u>Date</u>	<u>To Whom:</u>					
03/03/15	146.32					2
03/15/15	17.00					2
03/15/15			52.85			4
03/15/15		54.92				3
03/16/15			2.47			4
03/16/15	31.00					2
03/16/15			1,398.29			4
03/16/15		66.86				3
03/17/15	21.00					2
03/17/15		24.90				3
03/17/15			22.57			4
03/18/15	10.00					2
03/20/15				399.39		2
03/23/15	143.38					2
03/27/15			225.26			4
03/30/15	181.29					2
03/30/15				38.02		2
03/30/15		23.91				3
03/30/15					8.27	7
4/6/2015	40.17					2
4/9/2015			1,010.72			4
4/13/2015		28.20				3
4/13/2015	11.80					2
4/13/2015				17.18		2
4/13/2015	14.00					2
4/14/2015	44.00					2
4/14/2015			12.07			3
4/16/2015	25.00					2
4/16/2015		28.20				3
4/17/2015		13.75				3
4/17/2015	132.00					2
4/20/2015			1,083.94			4
4/23/2015	772.00					2
4/23/2015				1,219.58		2
4/24/2015			238.92			4
4/30/2015			77.10			1
5/15/2015					15.76	4
5/18/2015			171.14			1
5/22/2015				375.46		2
5/22/2015	347.00					2
5/31/2015					58.86	4
10/30/2015	220.28					2
<b>Total: Ukraine Ministry of Finance</b>	<b>8,824.83</b>					

**Eurasian Natural Resources Corporation Limited**

<u>Date</u>	<u>To Whom:</u>					
04/04/15		39.00				3
04/08/15			0.20			4
04/15/15			270.00			4
04/16/15		99.50				3
05/06/15					643.66	5
05/26/15					35,000.00	6
05/31/15					643.66	5
05/31/15					35,000.00	6
<b>Total: Eurasian Natural Resources Corporation Limited</b>	<b>71,696.02</b>					

**NOTES:**

1. Aggregate phone, BlackBerry, and other telecommunication charges in connection with services in the U.S. on behalf of the foreign principal.
2. Travel costs in connection with services in the U.S. on behalf of the foreign principals
3. Working meals in connection with services in the U.S. on behalf of the foreign principals.
4. Photocopying, delivery, and duplication costs in connection with services in the U.S. on behalf of the foreign principals.
5. Translation costs in connection with services in the U.S. on behalf of the foreign principal.
6. Consulting costs in connection with services in the U.S. on behalf of the foreign principal.
7. Currency conversion costs in connection with the services in the U.S. on behalf of the foreign principal.

## ATTACHMENT 15C

15. During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes  No \*

If yes, furnish the following information: N/A

\*However, as detailed below, certain individuals who filed a Short Form Registration Statement made political contributions during the 6 month reporting period.

Short Form Registrant	Date	Amount	Recipient
Cliff Stearns	4/9/2015	\$500.00	Salmon for Congress
Cliff Stearns	6/10/2015	\$1,000.00	Walden for Congress
Cliff Stearns	6/23/2015	\$500.00	Friends of Kelly Ayotte
Cliff Stearns	7/14/2015	\$500.00	Leslie Dougher Campaign
Cliff Stearns	8/9/2015	\$500.00	Mary Thomas for Congress
Cliff Stearns	9/28/2015	\$1,000.00	Rubio for President
Cliff Stearns	10/21/2015	\$500.00	Carlos Lopez-Cantera
Margery Kraus	6/30/2015	\$1,000.00	Kathleen Matthews for Congress
Don Bonker	8/30/2015	\$500.00	People for Derek Kilmer

20 October



**MINISTRY OF FINANCE OF UKRAINE**

**Ministry of Finance welcomes the decision of S&P to upgrade Ukraine**

The Ministry of Finance welcomes the decision of S&P to upgrade Ukraine's sovereign long-term and short-term ratings to 'B-' and 'B' respectively.

This is a direct and positive effect of the approval of Ukraine's restructuring by holders of 13 out of 14 series of Ukraine's Eurobonds at the meetings of bondholders held on 14 October 2015.

This represents the first step in the return of Ukraine to international capital markets and will facilitate financing by international financial institutions and export credit agencies. It will also facilitate international financing of Ukrainian companies and banks.

15 October



**MINISTRY OF FINANCE OF UKRAINE**

**Ministry of Finance statement on the outcome of the votes on the series of sovereign and sovereign guaranteed bonds**

The Ministry of Finance is pleased to announce that on 14 October 2015 all sovereign and sovereign guaranteed bonds, with the exception of the December 2015 US \$3bn bond, passed an Extraordinary Resolution approving the proposed restructuring.

Settlement of the exchange offer for the 13 series of bonds which yesterday approved their respective Extraordinary Resolutions would result in the restructuring of c.US \$15bn of Ukraine's external debt, achieve a 20% debt reduction for Ukraine (c.US \$3bn) and allow Ukraine to avoid paying any of the previously scheduled US \$8.5bn of principal falling due under such bonds during the next four years.

This success represents the outcome of seven months of intensive work of all Ukrainian authorities, coordinated by the Ministry of Finance, to convince Ukraine's bondholders of the necessity of a debt restructuring. All Ukraine's partners supported the debt restructuring.

An adjourned bondholder meeting will be held in London on 29 October 2015 in relation to the December 2015 bond as the quorum was not reached at the initial meeting held today. At this meeting the holders of this bond – today the only holdouts – will have a final opportunity to join all of Ukraine's other external bondholders in supporting Ukraine's debt restructuring.

As provided in the Exchange Offer Memorandum of the debt operation, a final decision on settlement of the entire exchange operation will be taken by the Ministry of Finance immediately following the adjourned meeting. If the decision is taken to proceed, it is anticipated that settlement will occur and new securities will be delivered to bondholders mid November 2015.

25 September



**MINISTRY OF FINANCE OF UKRAINE**

**Next stage of debt restructuring: Cabinet of Ministers of Ukraine launches exchange offer to creditors for Ukraine's sovereign bonds and sovereign guaranteed bonds**

The Cabinet of Ministers of Ukraine has published the terms of its exchange offer to holders of Ukraine's sovereign bonds and sovereign guaranteed bonds, the details of which can be found in the Exchange Offer Memorandum ("EOM").

As per the terms agreed between the Government of Ukraine and the Ad Hoc Creditors' Committee on 27 August 2015, Ukraine's sovereign bonds and sovereign guaranteed bonds are to be exchanged for new sovereign bonds as well as sovereign GDP-linked securities to be issued by Ukraine.

The EOM also includes a letter of support from the Managing Director of the IMF, Christine Lagarde, requesting bondholders to accept Ukraine's exchange offer: "Active participation of all holders of Ukrainian Eurobonds in the debt restructuring deal is crucial, since Ukraine is missing funds under the mentioned programme to serve its debts on the current terms. Jointly with the Government of Ukraine and the Special creditors' committee I am asking all creditors to accept the debt restructuring offer of Ukraine".

Minister of Finance, Natalie Jaresko also said: "The support of all holders of Ukrainian Eurobonds for our exchange offer will enable us to complete the debt restructuring deal achieved in the end of August with our biggest creditors. As the President of Ukraine and the Prime Minister of Ukraine pointed out and as clearly stated in the documents, no single creditor is going to receive terms more favorable than those offered by us now".

Bondholder meetings for each series of bonds to approve the exchange offer will be held in London on 14 October 2015.

The electronic voting deadline to cast votes for the 14 October 2015 bondholder meetings is 12 October 2015 starting from 10:00 am GMT.

Should the necessary quorum and sufficient majority be reached at the 14 October 2015 bondholder meetings, completion of the exchange offer is expected by 27 October 2015.

A downloadable copy of the EOM can be found at <http://sites.dfkingltd.com/ukraine>

16 July



**MINISTRY OF FINANCE OF UKRAINE**

**JOINT PRESS RELEASE OF MINISTRY OF FINANCE AND AD HOC CREDITORS COMMITTEE**

July 16 - Ukraine and the ad hoc creditors committee make progress at direct talks in Washington DC

A meeting to discuss Ukraine's proposed debt operation took place in Washington DC on 15 July 2015 between a Ukrainian delegation headed by the Minister of Finance of Ukraine, Natalie Jaresko, and members of Ukraine's ad hoc creditors committee. The meeting built upon progress made in technical discussions over the last two weeks, including at the tripartite meeting with IMF participation on 30 June and on the conference call between the parties last week.

Further progress was made at the meeting on a number of substantive issues and the parties have agreed to focus their attention on narrowing the gaps.

Additional meetings between the two sides have been scheduled next week, with the common aim of finalizing the terms of Ukraine's debt operation as soon as possible.

10 July



**MINISTRY OF FINANCE OF UKRAINE**

**JOINT PRESS RELEASE OF MINISTRY OF FINANCE OF UKRAINE AND AD HOC CREDITORS  
COMMITTEE**

The Ukrainian delegation led by Vitaly Lisovenko, Special Envoy for State Debt Negotiation, and the ad hoc creditors' committee held a conference call today to discuss a number of aspects of the forthcoming debt operation. Discussions are expected to continue in Washington DC next Wednesday, 15 July 2015, with the participation of the Ukrainian Minister of Finance, Natalie Jaresko.

The parties reiterated their common aim to finalise the terms of Ukraine's debt operation as soon as possible.

29 June



**MINISTRY OF FINANCE OF UKRAINE**

**Ministry of Finance statement on negotiations with the ad hoc Creditors  
Committee**

The Ministry of Finance regrets that for the last three months the members of the ad hoc Creditors Committee have consistently refused to enter direct negotiations with Ukraine under standard confidentiality terms. Concerns about the impact of receiving confidential information on their trading activities has been used as an excuse not to meet with the Ukrainian representatives, including Minister Jaresko, to negotiate the terms of a debt operation that meets the three targets in Ukraine's IMF program.

In addition, and despite previous statements to the contrary, the proposal by the ad hoc Creditors Committee does not meet the three criteria agreed with the IMF. That proposal includes utilizing \$8 billion from the international reserves of the National Bank of Ukraine for no consideration. This measure has been strongly rejected by the IMF in their statement of 12 June 2015.

The Minister has repeatedly stated her desire to meet with the Committee and enter into direct negotiations. The Minister once again calls upon the Committee to seek a collaborative solution with the Ukrainian authorities as soon as possible. If the Committee enters into confidentiality agreements, the Minister remains ready to meet with the Committee without preconditions. The Minister looks forward to bridging the current differences and at last starting direct negotiations.

12 June



**MINISTRY OF FINANCE OF UKRAINE**

**Ministry of Finance welcomes the successful negotiations on Oschadbank's External Debt**

The Ministry of Finance welcomes the successful conclusion of the negotiations between Oschadbank and its Ad-Hoc Creditors' Committee for the reprofiling of its two Eurobonds maturing in 2016 and 2018 and its Subordinated Loan maturing in 2017, totaling US\$1.3 billion.

The results of the negotiations are fully in line with the objectives of the IMF-supported program and demonstrate Ukraine's commitment to finding collaborative and good faith outcomes in the framework of its ongoing debt restructuring negotiations. We call on Oschadbank creditors to support the proposed terms during the forthcoming consent solicitation process that will start in the coming days.

The reprofiling of the two Oschadbank Eurobonds and Subordinated Loan maturing in 2017 will contribute to the first target of the IMF supported program. As agreed with the IMF, the Government has engaged in negotiations with international commercial creditors as part of its debt operation to achieve the three following goals:

- 1) Generate US\$15.3 billion savings in public sector financing during the four-year IMF program
- 2) Bring the public and publicly guaranteed debt/GDP ratio under 71% of GDP by 2020
- 3) Keep the budget's gross financing needs at an average of 10% of GDP in 2019-2025; maximum of 12% of GDP in any given year

This agreement will result in total savings to Ukraine's balance of payments of US\$1.3 billion for the 2015-2018 period. It follows the similarly successful reprofiling of Ukreximbank's Eurobonds on 26 May, which also contributed to the first of the IMF-agreed targets.

We look forward to continuing negotiations with the debtholders of other instruments included in the perimeter of Ukraine's debt operation. The Ministry of Finance underlines that the sovereign debt restructuring will also need to reduce debt levels and debt service to meet the three IMF-agreed targets.