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U.S. Department of Justice
Washington, DC 20530

OMB No. 1124-0006; Expires April 30, 2017

# Exhibit A to Registration Statement Pursuant to the Foreign Agents Registration Act of 1938, as amended

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at http://www.fara.gov.

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.

| 1. Name and Address of Registrant | 2. Registration No. |
|---|---|
| Podesta Group, Inc. | 5926 |

| 3. Name of Foreign Principal | 4. Principal Address of Foreign Principal |
|---|---|
| European Centre for a Modern Ukraine | 14 Rue de la Science<br>1040 Brussels, Belgium |

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

- ☐ Government of a foreign country [1]
- ☐ Foreign political party
- ☒ Foreign or domestic organization: If either, check one of the following:
  - ☐ Partnership
  - ☐ Corporation
  - ☐ Association
  - ☐ Committee
  - ☐ Voluntary group
  - ☒ Other *(specify)* Non-governmental organization
- ☐ Individual-State nationality _____

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

a) Branch or agency represented by the registrant

b) Name and title of official with whom registrant deals

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

1 "Government of a foreign country," as defined in Section 1(e) of the Act, includes any person or group of persons exercising sovereign de facto or de jure political jurisdiction over any country, other than the United States, or over any part of such country, and includes any subdivision of any such group and any group or agency to which such sovereign de facto or de jure authority or functions are directly or indirectly delegated. Such term shall include any faction or body of insurgents within a country assuming to exercise governmental authority whether such faction or body of insurgents has or has not been recognized by the United States.



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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.

The European Centre for a Modern Ukraine is a non-governmental organization whose mission is to improve ties between Ukraine and Western countries by promoting the admission of Ukraine into the European Union and aligning with other Western institutions.

b) Is this foreign principal:

| | | |
|---|---|---|
| Supervised by a foreign government, foreign political party, or other foreign principal | Please see Question 9 below | 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.)*

Prior to engagement, Ina Kirsch, Executive Director of the European Centre for a Modern Ukraine, provided written certification to the Registrant that "none of the activities of the Centre are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a government of a foreign country or a foreign political party." Furthermore, Ms. Kirsch attested that the European Centre for a Modern Ukraine would immediately inform the Registrant should that representation no longer be true and correct. Neither Ms. Kirsch nor any representative of the European Centre for a Modern Ukraine ever informed the Registrant that the signed certification was no longer accurate. The Registrant has no direct knowledge of the European Centre for a Modern Ukraine's sources of funding. It was also represented to the Registrant that the European Centre for a Modern Ukraine was controlled by certain individual foreign principals who collectively controlled the Centre.

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.

**EXECUTION**

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

| Date of Exhibit A | Name and Title | Signature |
|---|---|---|
| 4-12-17 | Kimberley Fritts, CEO | |

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# 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. Compliance is accomplished by filing an electronic Exhibit B form at http://www.fara.gov.

Privacy Act Statement. The filing of this document is required for 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 the 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 .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 | 2. Registration No. |
|---|---|
| Podesta Group, Inc. | 5926 |

3. Name of Foreign Principal

European Centre for a Modern Ukraine

Check Appropriate Box:

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.

Please see attachment



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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.

Please see attachment

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.

Please see attachment

**EXECUTION**

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

| Date of Exhibit B | Name and Title | Signature |
|---|---|---|
| 4-12-17 | Kimberley Fritts, CEO | |

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.

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**ATTACHMENT A**

*(responses to Questions 7, 8, and 9)*

The Registrant was retained by the European Centre for a Modern Ukraine (ECFMU), a nongovernmental organization based in Brussels, to assist in advancing its mission of improving ties between Ukraine and the West, with an ultimate goal of Ukrainian admission into the European Union and closer alignment with other Western institutions. The Registrant provided government relations and public relations services within the Unites States and Europe to promote political and economic cooperation between Ukraine and the West.

The Registrant arranged meetings and media opportunities regarding Ukraine's Western integration for Ukrainian and European politicians and business leaders visiting the United States, including former Italian Prime Minister Romano Prodi, former Austrian Chancellor Alfred Gusenbauer, former Polish President and then-Special Envoy to Ukraine for the European Parliament Aleksander Kwasniewski, former Ukrainian President Viktor Yushchenko and other Ukrainian officials. The Registrant communicated with US think tanks, corporations, media outlets and government officials to discuss issues related to Ukraine's economic, electoral and legal systems. Government relations activities were disclosed by the Registrant pursuant to the Lobbying Disclosure Act and included outreach to officials within the US House of Representative, US Senate, Department of State, National Security Council, United States Trade Representative, and Overseas Private Investment Corporation.

Within Europe, the Registrant sought to arrange meetings for American politicians visiting European nations to promote improved relations between Ukraine and the West. At ECFMU's request, the Registrant provided information to ECFMU staff to help the organization build credibility among Ukrainian government officials and help persuade those officials to continue to move toward Western integration.

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# ENGAGEMENT AGREEMENT

Dated April 18, 2012

THIS ENGAGEMENT AGREEMENT ("Agreement") is effective this April 18, 2012, by and between the European Centre for a Modern Ukraine, ("Client") having its principal office located at 14 Rue de la Science, 1040 Brussels, Belgium, and the PODESTA GROUP, ("the Provider") having its principal office located at 1001 G Street, NW, Washington, DC 20001.

WHEREAS, Client wishes to have the Provider performing the services hereinafter referred to, and

WHEREAS, the Provider is willing to perform these services,

NOW THEREFORE THE PARTIES hereby agree as follows:

**Services**

The Provider shall perform services to assist the Client in strengthening its ties to various organizations in the United States. The Provider shall achieve objectives through a combination of policy and communications expertise, as well as other services that may be agreed by the Parties in writing, ("the Services").

**Term**

The Provider shall perform the Services during the period commencing on April 18, 2012 and continuing through the term, the date of termination, or any other period, as may be subsequently agreed by the parties in writing.

**Payment**

Client shall pay the Provider an amount mutually agreed by the parties, for services rendered, plus pre-approved expenses for travel. Client shall pay Provider by wire transfer in advance of each month, including the beginning of the term of this Agreement. The payment of the expenses shall be performed upon prior written consent of Client. Pre-approved expenses for each month period shall be invoiced and paid with the fees due for the following period.

**Client's Representative**

Client designates Ms. Ina Kirsch as its representative. The representative shall be responsible for the coordination of activities under this Agreement.

**Performance Standard**

The Provider undertakes to perform the Services with the highest standards of professional and ethical competence and integrity. Provider shall comply with the Foreign Agents Registration Act, and any other applicable United States laws.

**Confidentiality**

The Providers shall not, during the term of this Agreement and within two years after its expiration, disclose any proprietary or confidential information relating to the Services, this Agreement or ECFMU business or operations without the prior written consent of ECFMU.



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**Ownership of Material**

Any studies, reports, opinions or other material, or otherwise, prepared by the Provider for Client under the Agreement shall belong to and remain the property of Client. The Provider may retain a copy of such documents and software.

**Governing Law and Language**

The Agreement shall be governed by the laws of the District of Columbia and the United States of America, and the language of the Agreement shall be English.

**Termination**

Both Parties may terminate the Agreement with at least 60 days prior written notice to each other. Payment for services shall be made through the date of the termination.

**Amendment**

This Agreement may not be modified or amended except by an instrument in writing by the parties hereto.

For the European Centre for a Modern Ukraine

Name (print): Ina Kirsch

Date: 30.12.2012

For the Podesta Group

Name (print): ANTHONY T. PODESTA

Date: 18 April 2012



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**AGREEMENT**

In consideration of services to be rendered by the Podesta Group:

1. The European Centre for a Modern Ukraine ("the Centre") does represent and certify the following to be true and correct:

    a. The Centre is is "a partnership, association, corporation, organization, or other combination of persons organized under the laws of or having its principal place of business in a foreign country."

    b. None of the activities of the Centre are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a government of a foreign country or a foreign political party.

2. Should the representations made under Paragraph 1 no longer be true and correct, or should the facts underlying the representations change, the Centre agrees to inform the Podesta Group immediately.

**For the European Centre for a Modern Ukraine:**

Ms. Ina Kirsch, Executive Director

30.4.2012
Date

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