

NOV 1996

For Six Month Period Ending \_\_\_\_\_  
(Insert date)

**I - REGISTRANT**

1. (a) Name of Registrant  
Hill and Knowlton

(b) Registration No.  
3301

(c) Business Address(es) of Registrant  
600 New Hampshire Ave Suite 601  
Washington DC 20036

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

(a) If an individual:  
(1) Residence address Yes  No   
(2) Citizenship N/A 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.  
Refer to Attachment I (2c)

RECEIVED  
NOV 19 1996  
U.S. DEPARTMENT OF JUSTICE  
CRIMINAL DIVISION

**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

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, Criminal Division, Internal Security Section, U.S. Department of Justice, Washington, D.C. 20530.)

OB

---

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
------	----------	-----------------------

Refer to Attachment I (4a)

(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
------	-------------------	-------------	----------	--------------

Refer to Attachment I (4b)

---

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 his service.

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

If yes, furnish the following information:

Name	Position or connection	Date terminated
------	------------------------	-----------------

(c) 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

If yes, furnish the following information:

Name	Residence Address	Citizenship	Position	Date Assumed
------	-------------------	-------------	----------	--------------

---

6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(c) of the supplemental statement? Yes  No

N/A

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

**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:

*Name of foreign principal*

*Date of termination*

Refer to Attachment II (7)

---

8. Have you acquired any new foreign principal<sup>2</sup> during this 6 month reporting period?

Yes  No

If yes, furnish following information:

*Name and address of foreign principal*

*Date acquired*

Refer to Attachment II (8)

---

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

Refer to Attachment II (9)

---

10. **EXHIBITS A AND B**

(a) Have you filed for each of the newly acquired foreign principals in Item 8 the following:

Exhibit A <sup>3</sup>	Yes <input checked="" type="checkbox"/>	No <input type="checkbox"/>
Exhibit B <sup>4</sup>	Yes <input checked="" type="checkbox"/>	No <input type="checkbox"/>

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.

---

2 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.)

3 The Exhibit A, which is filed on form CRM-157 (Formerly OBD-67) sets forth the information required to be disclosed concerning each foreign principal.

4 The Exhibit B, which is filed on Form CRM-155 (Formerly OBD-65) 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, and 9 of this statement?                      Yes                       No

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

Refer to Attachment III (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.

N/A

---

13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals?                      Yes                       No

If yes, describe fully.

---

<sup>5</sup> The term "political activities" 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 a foreign country or a foreign political party.

IV - FINANCIAL INFORMATION

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.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies<sup>6</sup>

Date	From Whom	Purpose	Amount
------	-----------	---------	--------

Refer to Attachment IV (14a)

\_\_\_\_\_  
Total

(b) RECEIPTS - FUND RASING CAMPAIGN

During this 6 month reporting period, have you received, as part of a fund raising campaign<sup>7</sup>, any money on behalf of any foreign principal named in items 7, 8, and 9 of this statement? Yes  No

If yes, have you filed an Exhibit D to your registration? N/A Yes  No

If yes, indicate the date the Exhibit D was filed. Date \_\_\_\_\_

(c) RECEIPTS-THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value<sup>9</sup> other than money 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? Yes  No

If yes, furnish the following information:

Name of foreign principal	Date received	Description of thing of value	Purpose
------------------------------	------------------	----------------------------------	---------

<sup>6, 7</sup> A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. (See Rule 201(e).)  
<sup>8</sup> An Exhibit D, for which no printed form is provided, sets forth an account of money collected or received as a result of a fund raising campaign and transmitted for a foreign principal.  
<sup>9</sup> 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.

---

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 named in Items 7, 8, and 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.

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
------	---------	---------	--------

Refer to Attachment IV(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, and 9 of this statement?

Yes  No

If yes, furnish the following information:

Date disposed	Name of person to whom given	On behalf of what foreign principal	Description of thing of value	Purpose
---------------	------------------------------	-------------------------------------	-------------------------------	---------

**(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	Name of political organization	Name of candidate
------	--------------------------	--------------------------------	-------------------

V - INFORMATIONAL MATERIALS

16. 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, RESPOND TO THE REMAINING ITEMS IN SECTION V.

17. Identify each such foreign principal.

N/A

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

N/A

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

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 N/A  Magazine or newspaper articles  Motion picture films  Letters or telegrams
- Advertising campaigns  Press releases  Pamphlets or other publications  Lectures or speeches
- 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 N/A  Newspapers  Libraries
- Legislators  Editors  Educational institutions
- Government agencies  Civic groups or associations  Nationality groups
- Other (specify) \_\_\_\_\_

21. What language was used in the informational materials:

- English N/A  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

N/A

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act?

Yes  No

N/A

<sup>12</sup> 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 is exempt from registration.

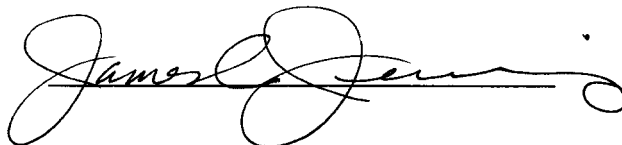
**VI--EXECUTION**

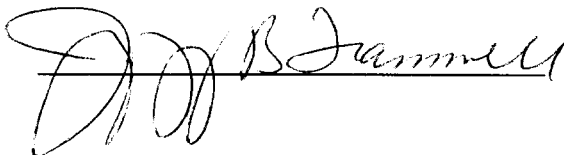
In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents 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)

(Type or print name under each signature<sup>13</sup>)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

  
\_\_\_\_\_

  
\_\_\_\_\_

13 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  
REGISTRATION UNIT  
CRIMINAL 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 (Political Propaganda - page 7 of Form CRM-154, formerly Form OBD-64 - Supplemental Statement):

Yes \_\_\_\_\_ or No xxx

(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:

Yes \_\_\_\_\_ or No xxx

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

Gary D Hymel  
Signature

12/10/96  
Date

Gary Hymel  
Please type or print name of signatory on the line above

Vice Chairman  
Title

RECEIVED  
CRIMINAL DIVISION  
DEC 20 1996  
P 3:31  
REGISTRATION UNIT

**ATTACHMENT I (2c)**

**1. Has there been a change in the information previously furnished in connection with the following**

**(b) (3) Branch Offices**                      Yes                       No

**2. Explain fully all changes, if any indicated in item 1.**

<b>New Offices</b>	<b>Address Changes</b>	<b>Offices Closed</b>
Hill and Knowlton Brazil Rua Andre Ampere, 34/8° andar 04562-080, Brooklin Novo Sao Paulo, S.P. BRAZIL	Hill and Knowlton Italy Corso Europa 13 20122 Milano ITALY	Hill and Knowlton Vienna Pubre/Hill and Knowlton Public Relations Ges.m.b.H. Neulinggasse 29 1020 Vienna AUSTRIA
Hill and Knowlton Latvia Vecpilsetas iela 12 Riga LV-1050 LATIVIA	Hill and Knowlton Hungary Kft. Madach ter 3 1075 Budapest HUNGARY	Hill and Knowlton Canada Ltd. 407 2nd Street S.W. Suite 420 Calgary, Alberta CANADA
Hill and Knowlton Sweden AB Skeppsbron 44, Box 2200 S-103 15 Stockholm SWEDEN	Hill and Knowlton (SEA) Pte. Ltd. International Public Relations/public Affairs 5 Temasek Boulevard #06-03 Suntec City Tower SINGAPORE 038985	
	Hill and Knowlton Kuala Lumpur 2nd Floor No. 45E Jalan Maarof Bangsar Baru 59100 Kuala Lumpur WEST MALAYSIA	

RECEIVED  
 DEPT. OF JUSTICE  
 OFFICE OF THE ATTORNEY GENERAL  
 96 DEC 20 13:31

**ATTACHMENT I (4a)**

**Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this six-month reporting period? Yes  No**

Name	Position	Date Connection Ended
Donna C. Peterman	Executive Managing Director	5/24/05

**ATTACHMENT I (4b)**

**Have any persons become partners, officers, directors of similar officials during this six-month reporting period?      Yes       No**

<b>Name &amp; Address</b>	<b>Citizenship</b>	<b>Position</b>	<b>Date Assumed</b>
Arthur Forster 122 Pittsford Way Providence, NJ 07974	USA	Senior Managing Director	5-20-96
Elizabeth Laphan 585 N. Rossmore Los Angeles, CA 90004	USA	Managing Director	5-13-96
James Friedman 9504 Starmont Road Bethesda, MD 20817	USA	Senior Managing Director	5-10-96
Ovidio Torres 238 West 4th Street New York, NY 10014	USA	Managing Director	6-10-96
Thomas Buckmaster 256 8th Street, NE Washington, DC 20003	USA	Chairman/Executive Managing Director	6-1-96
James Cox III 20 Britten Road Green Village, NJ 07935	USA	Senior Managing Director	7-8-96
S. Keith Burton 2697 Fox River Naperville, IL 60565	USA	Executive Managing Director	7-24-96
Robert Owens 11525 Hemingway Drive Reston, VA 22094	USA	Managing Director	7-24-96
Melvyn Ehrlich 30 Waterside Place New York, NY 10010	USA	Senior Managing Director	7-29-96
Richard Bonsall 3 Ormond Place Rye, NY 10580	USA	Senior Managing Director	8-1-96
Troy Taylor 3278 Wilshire Los Angeles, CA 80010	USA	Managing Director	8-13-96
Harlan Teller 2148 Lincolnwood Evanston, IL 60201	USA	Executive Managing Director	8-15-96
Geoffrey Smith 94 Main Street Ridgefield, CT 06877	USA	Managing Director	8-26-96

<b>Name &amp; Address</b>	<b>Citizenship</b>	<b>Position</b>	<b>Date Assumed</b>
Patrick McCann 9717 Days Farm Drive Vienna, VA 22182	US	Senior Managing Director	9-3-96
John Forehand 12216 Fleming Lane Bowie, MD 20715	USA	Managing Director	9-3-96
Jan Norton 1917 Coldwater Canyon Beverly Hills, CA 90210	USA	Senior Managing Director	9-16-96
Lawrence Hayes 131 E. 23rd Street New York, NY 10010	USA	Managing Director	9-18-96
*Gareth Edmondson-Jones 99 Battery Place New York, NY 10280	Australia	Managing Director	10-1-96
8Maria Papa 333 E 45th Street New York, NY 10017	USA	Managing Director	10-1-96
*Ben Boyd 10 W. 15th Street New York, NY 10011	USA	Managing Director	10-1-96
*Susan Cuscela 200 E. 71st Street New York, NY 10021	USA	Managing Director	10-1-96
*Paul Graves 204 W. 10th Street New York, NY 10014	USA	Managing Director	10-9-96
Kathryn Bushkin 6030 Oakdale McLean, VA 22101	USA	Senior Managing Director	10-15-96

*\*Denotes promotion to become partners, officers, directors or similar officials*

## ATTACHMENT II (7)

8. Has your connection with any foreign principal ended during this six month reporting period.

**PRINCIPAL**

**DATE TERMINATED**

ChinaChem	6/96
Fujisawa	6/96
Democratic party of Romania	10/96
Bombadier	9/96
Foothills Pipeline	7/96
Czech Electric	7/96

**ATTACHMENT II (8)**

9. Have you acquired any new foreign principal during this 6 month period.

Bombardier 6/96  
PO Box 6087  
Station Centre-Ville  
Montreal Quebec #3C369

Democratic Party of Romania 8/96  
70024 Bucuresti, Sector 1  
Aleea Modrogan nr. 1

State of Qatar 6/96  
4200 Wisconsin Avenue, NW  
Washington DC 20016

## **ATTACHMENT II (9)**

10. In addition to those named in Items 8 and 9, if any, list the foreign principals whom you continued to represent during the 6 month reporting period.

Hitachi, Ltd

Chief Odogwu

Trentino Tourism Board

Marubeni America Corporation

KLM

Mazda Motor Corporation

## ATTACHMENT III (11)

11. During this 6 month period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 8,9, and 10 of this statement?

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

### **KLM**

On Behalf of the foreign principal, registrant provided general public relations counsel with respect to relations with airlines, foreign and domestic. Registrant monitored news reports concerning client.

### **Mazda Motor Corporation**

On behalf of the foreign principal, registrant provided public relations counsel for product and corporate image support, and assisted in the distribution of new product information.

### **Fujisawa Pharmaceutical Company, Ltd**

On behalf of the foreign principal, registrant provided counsel regarding certain legislative and regulatory initiatives and developments of interest to foreign principal.

### **Marubeni America Corporation**

On behalf of the foreign principal, registrant provided counsel as to possible business investment opportunities, marketing and health care delivery and financing trends in the US that might have implications for the foreign principal's home market.

### **Hitachi, Ltd.**

Registrant monitored legislative, trade and regulatory issues of importance to the foreign principal.

### **Trentino Tourist Board**

On behalf of foreign principal, registrant provided counsel in the area of media relations and travel industry relations. The registrant conducted press visits and provided representation at travel media conferences and events.

## **ATTACHMENT II (11) (cont'd)**

### **S.I. Odogwu**

On behalf of foreign principal, registrant arranged meetings with the media and monitored and researched World Wide Web developments.

### **Democratic Party of Romania**

On behalf of foreign principal, registrant arranged and accompanied Romanian presidential candidate Petre Roman on visits with Members of Congress and arranged and accompanied Mr. Roman on meetings with the media.

### **State of Qatar**

On behalf of foreign principal, registrant advised representatives from Qatar on legislative and policy issues, media outreach and accompanied representative of the foreign principal on US visits.

### **Bombardier**

On behalf of foreign principal, registrant provided counsel regarding potential US markets for principal's product. The registrant counseled principal on media outreach and arranged press briefings.

Receipts -- Monies (14A)

During this six month period, have you received from any foreign principal named below, any contributions, income or money either as compensation or otherwise?

Marubeni America Corporation	27,410.71
Hitachi, Ltd	58,193.89
Koninklijke Luchtvaart Maatschappij, N.V. (KLM)	181,237.89
Toyo Kogyo, Ltd. (Mazda Motor Corporation)	1,086,125.89
Foothills Pipe Lines, Ltd.	0.00
Fujisawa Pharmaceutical Company, Ltd	17,039.73
Chief (Dr.) S.I. Odgwu	0.00
Czech Electric	0.00
Trentino Tourism Board	30,423.59
Chinachem Group	0.00
Bombardier	0.00
Qatar	0.00
Democratic Party of Romania	0.00
Total	1,400,431.70



