

U.S. Department of Justice

Washington, DC 20530

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 Alston & Bird LLP	2. Registration No. 5549
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3. Name of Foreign Principal Mer Security and Communication Systems, Ltd.	4. Principal Address of Foreign Principal 5 Hatzoref St. Holon 5885633 ISRAEL
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5. Indicate whether your foreign principal is one of the following:

- Government of a foreign country¹
- Foreign political party
- Foreign or domestic organization: If either, check one of the following:
- | | |
|---|--|
| <input type="checkbox"/> Partnership | <input type="checkbox"/> Committee |
| <input checked="" type="checkbox"/> Corporation | <input type="checkbox"/> Voluntary group |
| <input type="checkbox"/> Association | <input type="checkbox"/> Other (specify) _____ |
- 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.

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.

Strategic Communications and Consulting Services

b) Is this foreign principal:

- | | |
|---|---|
| Supervised by a foreign government, foreign political party, or other foreign principal | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |
| Owned by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> |
| Directed by a foreign government, foreign political party, or other foreign principal | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |
| Controlled by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> |
| Financed by a foreign government, foreign political party, or other foreign principal | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |
| Subsidized in part by a foreign government, foreign political party, or other foreign principal | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> |

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

Mer Security and Communication Systems has been retained by the Democratic Republic of the Congo to provide Strategic Communications and Consulting Services

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.

Mer Security and Communication Systems is a subsidiary of Mer Group, which is a holding company publicly traded on the Tel Aviv Stock Exchange. Its directors are Haim Mer, Itzhak Ben Bassat, Marian Cohen, and Nir Lempert.

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
May 10, 2017	Adam Biegel, Partner	/s/ Adam Biegel

eSigned

U.S. Department of Justice

Washington, DC 20530

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 Alston & Bird LLP	2. Registration No. 5549
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3. Name of Foreign Principal

Mer Security and Communication Systems, Ltd.

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.

See attached engagement letter

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

Registrant will advise Mer Security and Communication Systems on strategic communications, policy issues, and compliance with the Lobbying Disclosure Act and the Foreign Agents Registration Act related to Mer's exploratory work on the potential for international support of free and fair national elections and reforms to improve protections of human rights in the Democratic Republic of the Congo.

Specific tasks will include:

Advising Mer on policy issues regarding the appointment of a Presidential Special Envoy from the DROC to the United States and strategic planning related to the envoy's engagement in bilateral diplomacy with the United States;

Advising Mer on U.S. policy and political concerns regarding African security issues; and,

Providing legal counsel to Mer and its affiliates regarding legal compliance under the Foreign Agents Registration Act.

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.

See response to above question

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
May 10, 2017	Adam Biegel	/s/ Adam Biegel

eSigned

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.

April 19, 2017

**PRIVILEGED AND CONFIDENTIAL
VIA EMAIL**

Mr. Omer Laviv
General Manager
Mer Security and Communications
Systems, Ltd.
5 Hatzoref St.
Holon 5885633
ISRAEL

Re: **Advisory Services Engagement**

Dear Mr. Laviv:

We are pleased to engage with Mer Security and Communications Systems, Ltd. (Mer Security) to provide legal and advisory services to you in support of Mer Security's strategic communications project for the Government of the Democratic Republic of the Congo. The purpose of this letter is to confirm the terms of our engagement. We will advise Mer Security on strategic communications, policy issues, and lobbying/foreign agent registration requirements related to your exploratory work on the potential for international support of free and fair national elections and reforms to improve protections of human rights in the Democratic Republic of the Congo by the end of this year. I will be the attorney ultimately responsible to Mer Security, although we will have attorneys and other professionals assisting with this matter.

The attorney-client privilege, to the extent it may apply to certain communications related to this engagement, is an important subject that we raise with our clients at the outset of any new representation. As a matter of professional responsibility, we are required to preserve the confidences of our clients. This professional obligation and the legal privilege accorded attorney-client communication exist to encourage candid and complete communication between client and attorney. The attorney-client privilege can be lost if our written or oral communications are shared inappropriately with others, including, under certain circumstances, other employees or representatives of the Government of the Democratic Republic of the Congo. We should, therefore, discuss in advance any intention of yours to include others in our confidential relationship.

April 19, 2017

Page 2

During the course of this engagement, Alston & Bird LLP will work, under your coordination and direction, with other third-parties engaged by Mer Security in connection with your advisory work for the Government of the Democratic Republic of the Congo. We are prohibited by U.S. law from engaging with any persons or parties who subject to sanctions by the United States Government, and we will review any potential involvement with third parties on this project in accordance with our independent professional judgment. We note that any policy input from such third parties is not likely to be subject to attorney-client privilege that may in certain circumstances be established between Alston & Bird LLP and Mer Security.

As in any professional relationship where mutual trust and confidence are essential, it is appropriate for Mer Security or Alston & Bird to be able to terminate our engagement at any time by reasonable written notice. If our engagement is terminated, we understand that Mer Security will take whatever steps are necessary to evidence that we are free from any obligation to perform further services, and to pay us for any unpaid fees for services rendered and charges for related expenses and services rendered to the date of termination. For clients who are not regular, general clients of the firm, but who hire us as special counsel for a limited engagement, a condition of our acceptance of the engagement is an agreement that our acceptance of the limited engagement shall not preclude our firm from representing other clients in the future who may have adverse interests with respect to matters unrelated to the limited engagement. We consider our advisory work for Mer Security to fall into this category.

Scope of Work, Service and Fees

Subject to the conditions listed below, our team at Alston & Bird LLP will advise Mer Security on strategic communications, policy issues, and compliance with the Lobbying Disclosure Act and the Foreign Agents Registration Act related to Mer Security's efforts to securing free and fair elections in the Democratic Republic of the Congo by the end of 2017. Our advice and communications will be conducted through consultation with designated representatives of Mer Security, and in appropriate additional consultation with other outside advisors you have engaged or we understand will engage. The terms of our engagement do not include or anticipate our representation of, or advocacy for, the Government of the Democratic Republic of the Congo before the United States Government. It is our understanding that the terms of this engagement require our registration under the Foreign Agents Registration Act.

Our fees for these services are \$500,000 for a three month period commencing on May 1, 2017. This agreement shall automatically renew every three months unless terminated, provided that the parties have agreed in advance upon a particular set of goals and objectives to work toward during the following three-month period. A failure to agree upon such goals and objectives shall cause this engagement to terminate without the need for further performance by either party.

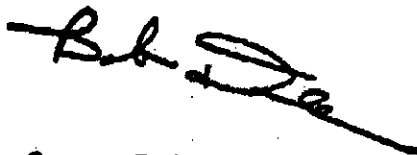
April 19, 2017
Page 3

During the initial three-month project, Alston & Bird will undertake the following tasks:

- Advise Mer Security on policy issues regarding the appointment of a Presidential Special Envoy from the DROC to the United States and strategic planning related to the envoy's engagement in bilateral diplomacy with the United States;
- Advise Mer Security on U.S. policy and political concerns regarding African security issues; and,
- Provide legal counsel to Mer Security and its affiliates regarding legal compliance as required under the Foreign Agents Registration Act.

Either party may terminate this engagement at any time. Fees will be paid prior to the commencement of each three month period, exclusive of related administrative expenses, which shall be billed on a monthly basis. If the terms of this letter are acceptable, I would appreciate your signing the enclosed copy and returning it to me. Of course, we would be glad to discuss any of the arrangements described in the letter with you.

Sincerely,

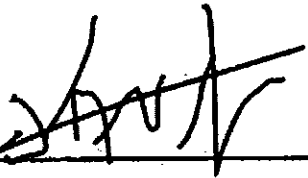


Senator Robert J. Dole
Alston & Bird, LLP

For Mer Security and Communication Systems Ltd.

April 19, 2017

Page 4


_____ Date:

Omer Laviv
General Manager
Mer Security and Communications Systems, Ltd.