U.S. Department of Justice
Washington, DC 20530

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

OMB No. 1105-0004
Approval Expires Oct. 31, 1986

| 1. Name of Registrant | 2. Registration No. |
|---|---|
| Hill and Knowlton, Inc. | 3301 |

3. This amendment is filed to accomplish the following indicated purpose or purposes:

☐ To correct a deficiency in

☐ Initial Statement

☐ Supplemental Statement for _____

☐ To give a 10-day notice of a change in information as required by Section 2(b) of the Act.

☐ Other purpose *(specify)* _____

☒ To give notice of change in an exhibit previously filed.

Electronic Industries Association of Korea - Exhibit B

4. If this amendment requires the filing of a document or documents, please list-

Additional Exhibit B for foreign principal (attached)

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. If more space is needed, full size insert sheets may be used.

Registrant has received additional assignment to be performed on behalf of the foreign principal as reflected in the attached new Exhibit B.

RECEIVED

The undersigned swear(s) or affirm(s) that he has *(they have)* read the information set forth in this amendment and that he is *(they are)* familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his *(their)* knowledge and belief.

Richard McElheny
Senior Vice President and ~~Group~~ Director -
Int'l. & Trade Policy Consulting

*(Both copies of this amendment shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)*

Subscribed and sworn to before me at Washington, DC

this 29th day of June, 19 87

*(Notary or other officer)*
Leigh Bundick

My commission expires ~~May 14, 1990.~~

U.S. Department of Justice
Washington, DC 20530

Exhibit B
To Registration Statement
*Under the Foreign Agents Registration Act of 1938, as amended*

OMB No. 1105-0007
Approval Expires Oct. 31, 1983

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. This form shall be filed in duplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

| Name of Registrant | Name of Foreign Principal |
|---|---|
| Hill and Knowlton, Inc. | Electronic Industries Association of Korea |

Check Appropriate Boxes:

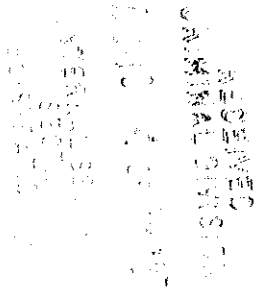
1. ☒ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach two copies of the contract to this exhibit.

2. ☐ There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach two copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.

3. ☐ The agreement or understanding between the registrant and 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 the expenses, if any, to be received.

4. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Registrant will provide assistance to the foreign principal concerning a trade mission beginning June 27, 1987 and continuing through July 17, 1987 with regard to existing Korean electronics industries delegations in addition to public affairs counsel. The total cost of this project is $41,250 (U.S.). All other terms of the original agreement dated 6/2/86 are to remain in full force and effect.



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

Refer to #4 on previous page.

6. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act?[1]
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.

Registrant may contact by telephone, written correspondence or personal visits appropriate representatives of the media, and officials of the Executive Branch and related federal agencies, and the Congress in representing the public relations/ public affairs interests of the foreign principal.

| Date of Exhibit B | Name and Title | Signature |
|---|---|---|
| June 29, 1987 | Richard McElheny<br>Sr. Vice President & Group Dir. - Intl. & Trade Policy Consulting | |

[1]Political activity as defined in Section 1(o) of the Act means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other 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.

ELECTRONIC INDUSTRIES ASSOCIATION OF KOREA

ELECTRONICS BLDG. 12TH FL.
648 YEOGSAM-DONG, KANGNAM-GU, SEOUL, KOREA
TEL: 555-6187 TELECOPIER: 555-6195 TELEX: EIAKS K 28999 CABLE: ELEXPASS SEOUL

June 19, 1987.

Public Affairs Counsel Agreement

Hill and Knowlton Inc ("H & K"), as successor by merger to Gray and Company Public Communications International, Inc. ("Gray and Company"), and Electronic Industries Association of Korea ("EIAK") hereby agree to amend the letter of agreement dated June 2, 1986 between Gray and Company and EIAK, effective October 22, 1986 through a merger with the JWT Group, Inc./Hill and Knowlton. This amended letter of agreement shall cover the following H & K activities:

In addition to the public relations counsel and services originally undertaken by Gray and Company, H & K will assist EIAK concerning a Trade Mission beginning June 27, 1987 and continuing through July 17, 1987, with regard to existing Korean electronics industries delegations in addition to public affairs counsel.

Charges for the services of H & K will be made as they are required to carry out the activities approved ~~as per the attachments.~~ The total cost for these additional services will be US$ 41,250.00, without any additional cost.

EIAK will pay H & K US$ 20,625.00 upon execution of this agreement, and agrees to pay the remaining balance of US$ 20,625.00 upon completion of the project, but no later than July 17, 1987.

Both parties acknowledge that various arrangements for the Trade Mission should be accurate and appropriate performance of duties is important factor to prevent the alleged failure which could be arising out of obligations given to the parties.

The instructions and directions issued by the EIAK to the Hill and Knowlton Inc. in the normal course of the execution of the respective obligations of the service agreement will be valid and in consideration of the mutual covenants and agreement contained herein, the parties hereto agree as above.

EIAK and H&K further agree that, except as modified above, all existing terms of the June 2, 1986 agreement between EIAK and Gray and Company shall remain in full force and effect.

Hill & Knowlton, Inc.

ELECTRONIC INDUSTRIES ASSOCIATION OF KOREA

ELECTRONICS BLDG. 12TH FL.
648 YEOGSAM-DONG, KANGNAM-GU, SEOUL, KOREA
TEL: 555-6107 TELECOPIER: 555-6105 TELEX: EIAKS K 28999 CABLE: ELEXPASS SEOUL

In witness whereof, the parties hereto have signed this amendment effective as of the date set forth above

Electronic Industries Association of Korea

By: Kwang BK Yoo
Kwang Jung Choi
Executive Vice Chairman

Hill and Knowlton, Inc.

By:
~~Richard L. McElhany~~
~~Group Director~~
~~International and~~
~~Trade Policy Consulting~~

Daniel J. Murphy
Vice Chairman
H&K/Washington Operations

Hill & Knowlton, Inc.