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

Privacy Act Statement. 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, D.C. 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. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average 1.5 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, Criminal 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.
Hill and Knowlton	3301

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

☐ To correct a deficiency in

☐ Initial Statement

☐ Supplemental Statement for the period ending _____

☒ Other purpose *(specify)* Register work on behalf of Flanders' Foreign Investment Office

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

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

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REGISTRATION UNIT

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

Exhibit(s) A, B, and Short Form Registration documents.

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 space is insufficient, a full insert page must be used.)*

This amendment is to register work on behalf of the Flanders' Foreign Investment Office, the details of which will be provided on the attached Exhibit(s) A, B, and Short Form Registration documents.

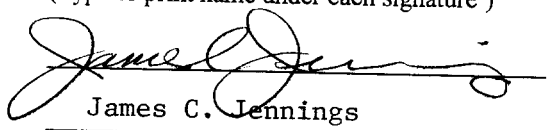
EXECUTION

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 the 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)

Dec. 23, 1997

(Type or print name under each signature[1])



James C. Jennings

1 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.

U.S. Department of Justice
Washington, DC 20530

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

OMB NO. 1105-0003

Privacy Act Statement. Every registration statement, short form registration, 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, D.C. 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. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

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, Criminal 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.

Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently.

1. Name and address of Registrant
Hill and Knowlton, Inc.
600 New Hampshire Ave., NW Suite 601 Washington, D.C. 20037

2. Registration No.
3301

2. Name of foreign principal
Flanders' Foreign Investment Office, Government of Flanders

4. Principal address of foreign principal
Leuvenseplein 4
1000 Brussels, Belgium

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

X Foreign government

☐ Foreign political party

☐ Foreign or domestic organization: If either, check one of the following:

☐ Partnership ☐ Committee

☐ Corporation ☐ Voluntary group

☐ Association ☐ Other *(specify)* _____

☐ Individual-State nationality _____

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

a) Branch or agency represented by the registrant. Government of Flanders

b) Name and title of official with whom registrant deals. Jean-Pierre Vandeloo, Managing Director

7. If the foreign principal is a foreign political party, state:

a) Principal address.

b) Name and title of official with whom registrant deals. N/A

c) Principal aim

Formerly OBD-67

FORM CRM-157
SEP. 1996

8. If the foreign principal is not a foreign government or a foreign political party,

N/A

a) State the nature of the business or activity of this foreign principal

b) Is this foreign principal

Supervised by a foreign government, foreign political party, or other foreign principal	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.)*

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.

N/A

Date of Exhibit	Name and Title	Signature
Dec. 23, 1997	James C. Jennings Ex. Managing Dir.	James C. Jennings

U.S. Department of Justice
Washington, DC 20530

Exhibit B
To Registration Statement
Pursuant to the Foreign Agents Registration Act of 1938, as amended

OMB NO. 1105-0007

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. One original and two legible photocopies of this form shall be filed for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Privacy Act Statement. Every registration statement, short form registration, 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, D.C. 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. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

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

3. Name of Foreign principal
Flanders' Foreign Investment Office, Government of Flanders

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Check Appropriate Boxes:

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 referenced 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 of understanding.

Hill and Knowlton will provide counsel and assistance regarding media relations for foreign principal.

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

See item 7

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.

N/A

Date of Exhibit B	Name and Title	Signature
Dec. 23, 1997	James C. Jennings Ex. Managing Dir.	James C. Jennings

Footnote: Political activity is 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 Untied 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 interests, policies, or relations of a government of a foreign county or a foreign political party.

U.S. Department of Justice
Washington, DC 20530

Short-Form Registration
Pursuant to the Foreign Agents Registration Act of 1938, as amended

OMB NO. 1105-0013

Each partner, officer, director, associate, employee, and agent of a registrant is required to file a short form registration statement unless he engages in no activities in furtherance of the interests of the registrant's foreign principal or unless the services he renders to the registrant are in a secretarial, clerical, or in a related or similar capacity.

Privacy Act Statement. Every registration statement, short form registration, 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, D.C. 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. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

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1. Name
Arthur C. Forster

2. Registration No.
3301

3. Resident Address(es)
122 Pittsford Way
New Providence, NJ 07974

4. Business Address(es)
Hill and Knowlton, Inc.
466 Lexington Ave., 3rd Floor
New York, New York 10017

5. Date and Place of Birth 6/13/45 -- Chicago, Ill.
Nationality US
Present Citizenship US

6. If present citizenship was not acquired by birth, indicate when, and how acquired.

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INTERNAL SECURITY SECTION

7. Occupation
Public Relations

8. What is the name and address of the primary registrant?
Name Hill and Knowlton
Address 600 New Hampshire Ave., NW
Suite 601
Washington, D.C. 20037

9. Indicate your connection with the primary registrant:
☐ partner ☐ director ☒ employee ☐ consultant
☐ officer ☐ associate ☐ agent ☐ subcontractor
☐ other *(specify)*_____

10. List every foreign principal to whom you will render services in support of the primary registrant.
Flanders' Foreign Investment Office, Government of Flanders

11. Describe separately and in detail all services which you will render to the foreign principal(s) listed in Item 10 either directly, or through the primary registrant listed in Item 8, and the date(s) of such services. (If space is insufficient, a full insert page must be used.)

Provide counsel and assistance regarding media relations.

12. Do any of the above described services include political activity as defined in Section 1(o) of the Act and in the footnote below?

Yes ☐ No ☒

If yes, describe separately and in detail such political activity.

N/A

13. The services described in Items 11 and 12 are to be rendered on a

☐ full time basis ☐ part time basis ☒ special basis

14. What compensation or thing of value have you received to date or will you receive for the above services?

Salary from Hill and Knowlton. Nothing received directly from foreign principal.

☐ Salary: Amount $_____ per _____ ☐ Commission at _____ % of _____

☐ Salary: Not based solely on services rendered to the foreign principal(s).

☐ Fee: Amount $_____ ☐ Other thing of value _____

15. During the period beginning 60 days prior to the date of your obligation to register to the time of filing this statement, did you make any contributions of money or other things of value from your own funds or possessions and on your own behalf in connection with any election to political office or in connection with any primary election, convention, or caucus held to select candidates for any political office.

Yes ☐ No ☒

If yes, furnish the following information:

Date	Amount of thing of value	Name of political organization	Name of candidate
N/A			

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirm(s) under penalty of perjury that he/she has read the information set forth in this 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.

22 Dec 1997 *(Date of Signature)*

Arthur C. Foster Jr. *(Signature)*

Footnote: Political activity is 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 interests, policies, or relations of a government of a foreign county or a foreign political party.

Flanders' Foreign Investment Office

Government of Flanders

Mr. Arthur C. Forster
Senior Managing Director
Hill & Knowlton
International public Relations/Public Affairs
466 Lexington Avenue
New York, NY 10017
USA

JPV/lk

Brussels, July 30, 1997

Dear Mr. Forster,

Re. : Purchase order for professional services for our promotional event in NYC on Sept. 11, 1997.

I refer to my request for proposal of last July 23 and your proposal to my office as per yesterday, July 28.
Herewith, we confirm to order following services from Hill and Knowlton as per your proposal of July 28, 1997.

The total price, all inclusive except taxes is : US$ 16,250

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CRIMINAL DIVISION

A. Develop, Coordinate and Manage Media Promotion Plan :

Hill and Knowlton will prepare a media relations program aimed at both achieving increased awareness in the U.S. business press of the benefits of investing in Flanders and obtaining reporting in Belgium on the Minister-President's efforts in New York.

B. One-On-One Interviews :

Hill and Knowlton will arrange interviews for the Minister-President with reporters for selected business publications and seek interviews with select broadcast reporters.

Leuvenseplein 8 1000 Brussels Belgium Tel. 32 2/507 38 52 Fax 32 2/507 38 51 E-mail: Flanders
j:\typwerk\jpv\newyork\bestfors

C. **Ring Opening Bell at New York Stock Exchange :**

Hill and Knowlton will seek to arrange an opportunity for the Minister-President to ring the opening bell at the New York Stock Exchange. This would also provide selected media representatives the chance to record the event on film and video.

D. **Invite Media to Attend September 11 Luncheon :**

Hill and Knowlton will identify a list of appropriate reporters to invite to the luncheon. We will make follow-up calls to those invited to urge their attendance.

E. **Press Kits :**

Hill and Knowlton will coordinate with the Flanders' Foreign Investment Office (FFIO) to develop background material and fact sheets to include in press kits to give to reporters with whom the Minister-President has one-on-one meetings and those media representatives who attend the luncheon.

F. **Arrange Photo Coverage and Seek Photo Distribution :**

Hill and Knowlton will retain a professional still photographer to capture key moments of the visit by the Minister-President and will seek distribution of photos from the luncheon by the major wire services.

G. **Monitor Media Coverage :**

Hill and Knowlton will monitor all media reports on the Minister-President's New York visit. Copies of all articles and broadcast reports will be sent to the FFIO.

H. **Courtesy Call/Photo Opportunity with Mayor Guiliani :**

Hill and Knowlton will seek to arrange a courtesy meeting between the Minister-President and New York City Mayor Guiliani on 10 or 11 September. As noted above, a photographer will be retained to document this, and other, events.

COSTS

A. **Professional Staff Costs for Media Program :**	**$ 12,500**
B. **Photographer Fees :**	**$ 2,500**
C. **Out-of-Pocket-Expenses (Administrative costs, fax, phone, etc.) :**	**$ 1,250**
TOTAL COST OF HILL AND KNOWLTON SERVICES :	**$ 16,250**

The invoices have to be drawn up in triplicate, signed personally with the following mention "Declared valid and incorruptible for the amount of ...", addressed to Mr. Jean-Pierre Vandeloo, Managing Director, Flanders' Foreign Investment Office, Leuvenseplein 4, 1000 Brussels, Belgium.

The payment will be made in accordance with the Statute Law of Belgium. If the invoices are not drawn up in accordance to these directives, we will not be able to pay.

Yours sincerely,

Jean-Pierre Vandeloo
Managing Director

j:\typwerk\jpv\newyork\bestfors

Arthur C. Forster
Senior Managing Director

HILL & KNOWLTON

Hill and Knowlton, Inc.
International Public Relations/Public Affairs
466 Lexington Avenue
New York, NY 10017
212 885-0442

July 28, 1997

Mr. Jean-Pierre Vandeloo
Managing Director
Flanders Foreign Investment Office
Government of Flanders
Leuvenseplein 4
B-1000 Brussels
Belgium

Dear Mr. Vandeloo:

We appreciate your 23 July letter of invitation to submit a proposal for the development and organization of a media relations program in support of the 10-11 September investment promotion visit to New York by Minister-President Luc Van den Brande. Provided below are descriptions and cost estimates of the services offered by Hill and Knowlton with respect to the requested media relations program.

PROFESSIONAL SERVICES

A. Develop, Coordinate and Manage Media Promotion Plan:

Hill and Knowlton will prepare a media relations program aimed at both achieving increased awareness in the U.S. business press of the benefits of investing in Flanders and obtaining reporting in Belgium on the Minister-President's efforts in New York.

B. One-On-One Interviews:

Hill and Knowlton will arrange interviews for the Minister-President with reporters for selected business publications and seek interviews with select broadcast reporters.

C. Ring Opening Bell at New York Stock Exchange:

Hill and Knowlton will seek to arrange an opportunity for the Minister-President to ring the opening bell at the New York Stock Exchange. This would also provide selected media representatives the chance to record the event on film and video.

D. Invite Media to Attend September 11 Luncheon:

Hill and Knowlton will identify a list of appropriate reporters to invite to the luncheon. We will make follow-up calls to those invited to urge their attendance.

E. Press Kits:

Hill and Knowlton will coordinate with the Flanders Foreign Investment Office (FFIO) to develop background material and fact sheets to include in press kits to give to reporters with whom the Minister-President has one-on-one meetings and those media representatives who attend the luncheon.

F. Arrange Photo Coverage and Seek Photo Distribution:

Hill and Knowlton will retain a professional still photographer to capture key moments of the visit by the Minister-President and will seek distribution of photos from the luncheon by the major wire services.

G. Monitor Media Coverage:

Hill and Knowlton will monitor all media reports on the Minister-President's New York visit. Copies of all articles and broadcast reports will be sent to the FFIO.

H. Courtesy Call/Photo Opportunity with Mayor Guiliani

Hill and Knowlton will seek to arrange a courtesy meeting between the Minister-President and New York City Mayor Guiliani on 10 or 11 September. As noted above, a photographer will be retained to document this, and other, events.

COSTS

A. Professional Staff Costs for Media Program:	**$12,500**
B. Photographer Fees:	**$ 2,500**
C. Out-of-Pocket Expenses (Administrative costs, fax, phone, etc.):	**$ 1,250**
TOTAL COST OF HILL AND KNOWLTON SERVICES:	**$16,250**

TERMS

Hill and Knowlton requests an advance payment of $4,875 upon signing a standard contract/purchase order for our services. Quadruple copies of the invoice for the remainder of the bill will be submitted after the September 11 luncheon, with payment due 30 days after the end of the month in which the invoice is sent.

We look forward to hearing from you about our proposal and would be most pleased to work with the FFIO in making the Minister-President's visit as effective and successful as possible. Please call me at 212-885-0442, or my colleague Tim Bennett at 212-885-0341, if you need to discuss any aspect of this proposal. I look forward to your response.

Sincerely,

Arthur C. Forster

Arthur C. Forster
Senior Managing Director