FORM OBD - 67
JAN 1977

UNITED STATES DEPARTMENT OF JUSTICE
WASHINGTON, D.C. 20530

OMB [illegible] 43-R0216
Approval expires Oct. 31, 1981

EXHIBIT A

TO REGISTRATION STATEMENT

Under the Foreign Agents Registration Act of 1938, as amended

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: Gray and Company
The Power House
3255 Grace Street, N.W.
Washington, D.C. 20007

2. Registration No.: 3301

3. Name of foreign principal: Fougerolle

4. Principal address of foreign principal: 3, Avenue Morane-Saulnier
78140 Velizy-Villacoublay
FRANCE

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

- ☐ 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 his nationality _____

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

a) Branch or agency represented by the registrant.

Not Applicable

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 the registrant deals.

c) Principal aim

Not Applicable

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

Construction, Engineering and Design

b) Is this foreign principal

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 whole 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 may be used.)

Fougerolle is a French stock-controlled corporation, operated by a Board of Directors accountable to the company's stockholders.

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.

See #9 above.

Date of Exhibit A	Name and Title	Signature
December 1, 1983	Neil C. Livingstone Senior Vice President	

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(Formerly DJ-304)

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UNITED STATES DEPARTMENT OF JUSTICE
Washington, D.C. 20530

EXHIBIT B

TO REGISTRATION STATEMENT
Under 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. 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
Gray and Company	Fougerolle

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.

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INTERNAL SECURITY
SECTION
REGISTRATION UNIT

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

Gray and Company will serve in a counselling position concerning foreign principal's marketing activities in Latin America and work to improve corporate image of foreign principal.

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

See #4/Exhibit B.

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.

See #4/Exhibit B.
In its work to improve corporate image, Gray and Company will write and place press releases with the print and broadcast media, and make media calls as appropriate.

Date of Exhibit B	Name and Title	Signature
December 1, 1983	Neil C. Livingstone Senior Vice President	Neil C. Livingstone

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.

GRAY AND COMPANY

NEIL C. LIVINGSTONE
SENIOR VICE PRESIDENT

November 4, 1983

Mr. Jean-Marie Lantran
Ingenieur Civil des Ponts et Chaussees
Direction des Operations Internationales
Fougerolle
3, Avenue Morane-Saulnier
78140 Velizy-Villacoublay
FRANCE

Dear Mr. Lantran:

Please let this serve as our letter of agreement by which Gray and Company will provide Fougerolle with public relations/public affairs counsel and services.

The fee for Gray and Company services will accrue on an hourly basis for officers and staff. These hourly charges will be assessed on a project-by-project basis every month as approved in advance by you. In addition to these staff expenses, Fougerolle agrees to pay a monthly retainer fee of $1,000.00 which is payable on the first day of each month.

Staff services charges are exclusive of out-of-pocket expenses to which a ten percent (10%) administrative handling fee will be added. Any unpaid invoice for a period of sixty (60) days will incur a carrying charge of two percent (2%) per month against the outstanding balance due.

Gray and Company cannot independently verify factual material supplied to it by Fougerolle or its surrogates and therefore Fougerolle will indemnify and hold harmless Gray and Company for any claim, loss, damage, expense or other legal liability based upon information, representation, reports, news releases or other material produced by the company for Fougerolle's use.

This agreement will commence on December 1, 1983, with either party having the right to terminate the agreement at any time after one year by providing thirty days' advance written notice.

GRAY AND COMPANY

Neil C. Livingstone

Accepted by: JM LANTRAN

DATE: 15/11/1983

NATIONAL PUBLIC RELATIONS / PUBLIC AFFAIRS
THE POWER HOUSE
WASHINGTON, D.C. 20007
202 333-7400