U.S. Department of Justice
Washington, DC 20530

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

OMB No. 1105-0003

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	2. Registration No.
Verner, Liipfert, Bernhard, McPherson and Hand, Chartered	3712

3. Name of foreign principal	4. Principal address of foreign principal
Institute of International Bankers	299 Park Avenue, 38th Floor New York New York 10171

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) Institute composed of U.S. operations of international banks

☐ Individual—State his 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 the registrant deals.

c) Principal aim

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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
The principal is an institute comprised of U.S. operations (subsidiaries, branches, and other U.S. offices) of international banks. The institute was formed in the U.S. for the purpose of keeping its members informed as to U.S. legislative and regulatory developments that may affect them, either directly or through their parent organizations. The institute assists its members in formulating and communicating common positions with respect to these developments to financial and business organizations and to Congress and interested executive agencies.

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.)*

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.

Date of Exhibit A	Name and Title	Signature
Mar. 25, 1991	Berl Bernhard, Chairman Michael S. Roberts, President	Michael J. Roberts

EXHIBIT A

Attachment No. 1:

Question 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.

Response: The principal is a membership organization controlled by its members, U.S. operations of international banks. The members are listed in a roster which is kept current from time to time and which is available upon request from the registrant. The officers and trustees manage the institute and currently consist of the following:

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OFFICERS

CHAIRMAN
Pierre de Weck
Executive Vice President North America
Union Bank of Switzerland
Tel: 212-715-3303

EXECUTIVE DIRECTOR AND GENERAL COUNSEL
Lawrence R. Uhlick
Institute of International Bankers
Tel: 212-421-1611

VICE CHAIRMEN

Minoru Eda
Managing Director
& General Manager
The Sanwa Bank, Ltd.
Tel: 212-339-6104

Jean-Claude Gruffat
Senior Vice President & General Manager
North America
Banque Indosuez
Tel: 212-408-5905

Allyn W. Keiser
Executive Vice President
Corporate Bank, U.S.A.
Canadian Imperial Bank of Commerce
Tel: 212-856-4007

SECRETARY

James M. Stewart
General Manager
Den Danske Bank
Tel: 212-984-8410

TREASURER
C. Harrison Smith
Vice President - Agent
Bancomer, S.N.C.
Tel: 212-759-7600

CHAIRMAN OF LEGISLATIVE & REGULATORY COMMITTEE

David E. Bodner
Executive Vice President & General Manager
Bank Julius Baer
212-297-3737

IMMEDIATE PAST CHAIRMAN

John A. Kerslake
Chief Executive Officer, North America
Head Office North America
Barclays Bank Plc
Tel: 212-412-4033

TRUSTEES

Francisco Alcon
Senior Vice President
Banco Hispano Americano
Tel: 212-486-8170

John Carr
Senior Executive Vice President, U.S.A.
The Hongkong and Shanghai Banking Corporation Limited
Tel: 212-658-5173

Gerard Decourcelle
General Manager & Chief Executive Officer
U.S. Eastern Group
Banque Nationale de Paris
Tel: 212-415-9600

L. Arthur English
Senior Vice President
The Toronto Dominion Bank
Tel: 212-468-0610

Anthony Franco
Executive Vice President & General Manager
Banca Popolare di Milano
Tel: 212-758-5040

Colin J. Hood
President
National Westminster Bank Plc
Tel: 212-602-4000

Yoshio Ienaka
Director & General Manager
The Sumitomo Bank, Ltd.
Tel: 212-553-0250

Isamu Koike
Director & General Manager
The Industrial Bank of Japan, Ltd.
Tel: 212-309-6400

Ricardo Lima
Executive Director
Unibanco
Tel: 212-832-1700

Peter Modeen
Executive Vice President & General Manager
Kansallis-Osake-Pankki
Tel: 212-972-4545

George Y. Nasra
General Manager
National Bank of Kuwait, S.A.K.
Tel: 212-303-9804

Chulatip Nitibhon
Senior Vice President & General Manager
Siam Commercial Bank
Tel: 212-344-4101

H. Jürgen Schlichting
Senior Vice President & General Manager
Westdeutsche Landesbank Girozentrale
Tel: 212-852-6001

Dr. Zalman Segal
Vice Chairman & Chief Executive Officer
Bank Leumi Le Israel Group
Tel: 212-382-4400

Winfried Spaeh
Senior General Manager & Chief Executive Officer, U.S.A.
Dresdner Bank AG
Tel: 212-574-0186

Detlev Staecker
Executive Vice President & General Manager
Deutsche Bank AG
Tel: 212-474-8024

Dr. Gerard J.M. Vlak
Executive Vice President & Chief Financial Officer
ABN AMRO North America, Inc.
Tel: 212-503-2866

Anthony J. Walton
Executive Vice President & General Manager
Westpac Banking Corporation
Tel: 212-551-2701

Willi Wittwer
Executive Vice President & Head of U.S. Operations
Swiss Bank Corporation
Tel: 212-574-3482

Wang Xuebing
General Manager
Bank of China
Tel: 212-935-3101

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 Nov. 30, 1993

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 triplicate 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 statement, supplemental statement, exhibit, amendment, dissemination report, copy of political propaganda 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 is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of such documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. Finally, the Attorney Genreral transmits an annual report to the Congress on the Administration of the Act which lists the names of all agents and the nature, sources and content of the political propaganda disseminated or distributed by them. This report is available to the public.

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, Criminal Division, U.S. Department of Justice, Washington, D.C. 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, D.C. 20503.

Name of Registrant	Name of Foreign Principal
Verner, Liipfert, Bernhard, McPherson and Hand, Chartered	Institute of International Bankers

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 three 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 three 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 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 the expenses, if any, to be received.

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

The registrant will perform the services described in the attached correspondence and below by rendering professional, consulting, and legal services to the principal.

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

The registrant will assist in keeping institute members informed as to legislative and regulatory developments that affect their U.S. operations, either directly or indirectly, and will assist in the development of common positions and the communication of those positions to financial and business organizations and policymakers.

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.

The performance of professional, consulting, and legal services for the institute may include the communication of proposals in both oral and written form to Congress and interested executive agencies.

Date of Exhibit B	Name and Title	Signature
Nov. 25, 1991	Berl Bernhard, Chairman Michael J. Roberts, President	

[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.

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INSTITUTE OF INTERNATIONAL BANKERS

299 PARK AVENUE, 38TH FLOOR, NEW YORK, N.Y. 10171

TELEPHONE: (212) 421-1611

FACSIMILE: (212) 421-1119

LAWRENCE R. UHLICK
EXECUTIVE DIRECTOR AND COUNSEL

October 31, 1991

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Rosemary Freeman
Verner, Liipfert, Bernhard, McPherson and Hand
901- 15th Street, N.W.
Washington, D.C. 20005-1982

Dear Ms. Freeman:

Following up on our conversations, I am writing to confirm that the Institute would like to engage Verner, Liipfert, Bernhard, McPherson and Hand to assist it in legislative representation on issues of concern to its members in connection with the financial modernization legislation currently under consideration in Congress. In consultation with the Institute, such representation will involve presentation of Institute positions and concerns to key members of Congress and the Executive branch.

As compensation for such services, the Institute will pay $15,000 per month for the months of November and December. In addition, the Institute will reimburse you for all normal and reasonable expenses and disbursements, including copying, express deliveries, long distance telephone, travel, etc. Billings will be made monthly.

I hope the foregoing is acceptable to you and that you will so indicate by signing and returning the additional copy of this letter which I have enclosed.

With best regards.

Sincerely,

Accepted this 21 day of November, 1991.

Verner, Liipfert, Bernhard, McPherson and Hand

By Rosemary Freeman
Rosemary Freeman

The Institute, founded in 1966, is an association of banking organizations operating in the United States with headquarters in over 55 countries.