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

1. Name of Registrant	2. Registration No.
Japan Network Group, Inc. **1325 Avenue of the Americas, 8th Floor** **New York, NY 10019**	**4490**

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.

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

Exhibit A and B on behalf of the JNG Shareholders Group

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.

The Japan Network Group, Inc. hereby terminates prior Exhibits A and B filed on behalf of the shareholders of JNG. These prior Exhibits were filed with the original Registration Statement on March 7, 1991 and with the Supplemental Statement for September 30, 1991. Concurrently with this Amendment, JNG is filing Exhibit A and B on behalf of the JNG Shareholders Group, an informal group composed of the Japanese and U.S. shareholders of JNG.

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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.

Takao Yonayama, President

(All 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 335 Madison Ave, NY NY 10017

this 9th day of December ,19 94

Karen B. Sendyk
(Notary or other officer)

My commission expires August 13, 1994

KAREN B. SENDYK
Notary Public, State of New York
No. 4970662
Qualified in Bronx County
Commission Expires August 13, 19 94

*U.S. GPO: 1991-300-811/49217

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
Japan Network Group, Inc. ("JNG")
1325 Avenue of the Americas, 8th Floor
New York, New York 10019

2. Registration No.
4490

3. Name of foreign principal
JNG Shareholders Group

4. Principal address of foreign principal
See Attached

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) **Informal shareholders group**

☐ 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 JNG Shareholders Group is an informal group composed of the Japanese and U.S. shareholders of JNG. The JNG Shareholders Group selects the Broard of Directors and oversees the activities of JNG.

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.)*

N/A

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.

KAREN B. SENDYK
Notary Public, State of New York
No. 4970662
Qualified in Bronx County
Commission Expires August 13, 1994

Karen B. Sendyk

Date of Exhibit A	Name and Title	Signature
Dec. 9 '93	**Takao Yonayama, President**	T. Yonayama

ATTACHMENT TO EXHIBIT A

Name of foreign principal: JNG Shareholders Group

Composition of foreign principal and addresses of shareholders:

JNG Shareholders Group
(shareholders as of September 30, 1993)

	Common Stock	
	Shares ('000)	Percentage
ITOCHU International Inc. 335 Madison Avenue, New York, N.Y.	2,290	11.12%
ITOCHU Corporation Tokyo, Japan	1,527	7.42%
Media International Corp. Tokyo, Japan	3,540	17.20%
NHK Enterprises (Japan) Tokyo, Japan	250	1.21%
NHK Enterprises USA Inc. 1177 Avenue of the Americas, 33rd Fl. New York, N.Y.	27	0.13%
Japan Airlines Tokyo Japan	2,400	11.66%
Dai-Iche Kangyo Bank, Ltd. Tokyo, Japan	960	4.66%
Sumitomo Bank, Ltd. Tokyo, Japan	960	4.66%
Fuji Bank, Ltd. Tokyo, Japan	720	3.50%
Sakura Bank, Ltd. Tokyo, Japan	720	3.50%
Sanwa Bank, Ltd. Tokyo, Japan	720	3.50%
Industrial Bank of Japan, Ltd. Tokyo, Japan	720	3.50%
Long-Term Credit Bank of Japan, Ltd. Tokyo, Japan	720	3.50%

Bank of Tokyo, Ltd. Tokyo, Japan	720	3.50%
Mitsubishi Bank, Ltd. Tokyo, Japan	720	3.50%
KDD, Ltd. Tokyo, Japan	720	3.50%
Yasuda Fire & Marine Insurance Co., Ltd. Tokyo, Japan	500	2.43%
Marubeni Corp. Tokyo, Japan	484	2.35%
JHC Co., Ltd. Tokyo, Japan	300	1.46%
OCS America, Inc. 5 E. 44th St, New York, N.Y.	300	1.46%
Asahi Mutual Life Insurance Co. Tokyo, Japan	300	1.46%
Tokyo Dome Corporation Tokyo, Japan	300	1.46%
Seiyu, Ltd. Tokyo, Japan	248	1.20%
Japan Travel Bureau Tokyo, Japan	126	0.61%
T.P. Oceania Pty., Ltd. Tokyo, Japan	74	0.36%
Dai-Iche Mutual Life Insurance Co. Tokyo, Japan	100	0.49%
Capital Cities/ABC Video Enterprises, Inc. 77 W. 66th St., New York, N.Y.	100	0.49%
Tokyo T.V. Broadcasting Corp. 100 Valley Dr., Brisbane, CA	20	0.10%
Asahi Homecast Corp. 2793 E. Foothill Blvd., Pasedena, CA	20	0.10%

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Exhibit B
To Registration Statement

OMB No. 1105-0007
Approval Expires Nov. 30, 1993

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 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 General 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
Japan Network Group, Inc.	**JNG Shareholders Group**

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. [X] 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.

Japan Network Group, Inc. is a corporation engaged in the rebroadcasting of Japanese language T.V. The goal of the corporation is to earn a profit for its shareholders, which are represented by the JNG Shareholders Group.

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

Japan Network Group, Inc. sells programming to Primestar, a major DBS provider. The corporation earns income by selling advertising and from subscription fees.

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

See response to Question 4.

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.

Japan Network Group, Inc. does not believe that rebroadcasting Japanese language news, entertainment, documentary or sports programming is a political activity. JNG does not seek to influence specific opinions or policies in the United States, but rather seeks to earn a profit from its commercial activities. Nevertheless, JNG is registered because the Justice Department may view the rebroadcasting of foreign news and documentaries as constituting political activity within the meaning of Section 1(o) of the Act.

KAREN B. SENDYK
Notary Public, State of New York
No. 4970662
Qualified in Bronx County
Commission Expires August 13, 1994

Karen B. Sendyk

Date of Exhibit B	Name and Title	Signature
xDec. 9 '93	Takao Yoneyama, President	T. Yoneyama

[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.

*U.S. GPO: 1992-312-332/61638