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.

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, DC. 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.

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
Development Counselors, Int'l
461 PARK AVE SOUTH
NEW YORK, NY 10016

2. Registration No.
4777

3. Name of foreign principal
Korea Trade-Investment Promotion Agency

4. Principal address of foreign principal
300-9, Yomgok-dong, Seocho-gu, SEOUL, KOREA

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

☑ 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

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

a) Branch or agency represented by the registrant.
MINISTER OF COMMERCE, INDUSTRY AND ENERGY

b) Name and title of official with whom registrant deals.
MR. JAE HYO KIM, PRES. FOR NORTH AMERICA

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

a) Principal address.

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

c) Principal aim.

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

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.

Date of Exhibit A	Name and Title	Signature
10/21/04	CARRIE NEPO, Controller	Carrie Nepo

U.S. Department of Justice
Washington, DC 20530

Exhibit B
To Registration Statement
Pursuant to 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 the 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 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, DC. 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.

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, 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.
Development Counsellors Int. 461 PARK AVE S New York, NY 10016	4777

3. Name of Foreign Principal

Korea Trade - Investment promotion Agency

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 reference 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 or understanding.

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

Prospect development / Qualification Program designed to meet the needs of the economic development industry. The process is designed to qualify target companies and identify key decision makers directly involved with expansion decisions.
Promote KOTRA's specific location advantages and set up Meetings at the company location

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.

Date of Exhibit B	Name and Title	Signature
10/21/04	CARRIE WEPO Controller	Carrie Wepo

Footnote: Political activity as 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 or public interests, policies, or relations of a government of a foreign country or a foreign political party.

Development Counsellors International 461 Park Avenue South, New York, NY 10016
Phone (212) 725-0707 Fax: (212) 656-9975 E-mail econdev@dc-intl.com / Website: www.aboutdci.com

Revised June 23, 2004

Mr. Shin Kang, Esq.
KOTRA (Korea Trade-Investment Promotion Agency), NY
460 Park Avenue, Suite 402
New York, NY 10022

RE: A Prospect Development/Qualification (PDQ) Program for the Korea Trade-Investment Promotion Agency (KOTRA): Letter of Agreement July 1 – Dec 31, 2004

Dear Mr. Kang,

Based upon the recent meeting at our offices here in New York, Development Counsellors International (DCI) and its partner Whittaker Associates are pleased to present the following proposal. This document is intended to serve as a letter of agreement outlining a Prospect Development/Qualification (PDQ) program, budget, and timeframe. We look forward to the possibility of renewing this contract in the year ahead, and bringing KOTRA face to face with a number of qualified prospects that fall within your target industries.

OVERVIEW:

KOTRA has a lengthy history promoting trade within North America. But the agency's work in investment attraction is relatively new and in search of "best practices" to secure a higher-level of investment from US companies.

As outlined within the materials which you shared, Korea has strong advantages over other Asian competitors. Communicating these benefits to key corporate executives involved in the site selection process (as well as their advisors) is critical to KOTRA's success.

The PDQ process (developed jointly by DCI and Whittaker Associates) is uniquely designed to address this issue. As we discussed, the PDQ program is a service whereby KOTRA can target both geographic markets and specific industry segments to identify companies that are exhibiting behaviors predictive of a site location need. The process is designed to qualify target companies and identify the key decision-makers in a company who will be directly involved with expansion decisions. We will then promote KOTRA's specific location advantages to the prospect and set up meetings at the company location.

The program is focused on bringing KOTRA "face-to-face" with decision-making executives and their advisors considering investment projects in the next 24 months.

ELEMENTS OF A SIX-STEP PROCESS:

Our efforts would focus on but not be limited to KOTRA's target industries: auto parts, semiconductor & electronics, IT, biotech, wireless, display (LCD and others). We understand your geography is focused on companies in the Northeastern United States. The key steps include:

- Early-stage, "predictive model" to identify a relatively-small number of companies within KOTRA's community's target industries who are exhibiting external changes that frequently forecast a site-location need. DCI and Whittaker will work closely KOTRA at this stage, and then KOTRA will give final approval before moving forward with the list.
- Preliminary telephone call to target companies to identify the right company executive(s) with site selection responsibility.
- Advance letter/package, which effectively communicates the "unique selling proposition" to the prospective investor in a highly, personalized manner – The Ambassador to Korea might be a potential high level signitor for this communication.
- Setting "face-to-face" meetings with key executives and their advisors.
- Diligent telephone follow-up with senior company executives to determine future projects and explore a potential "match" with the client community.
- Preparing KOTRA for these meetings with advance research and briefing materials.

Essentially, the process is designed to "bring a horse to water." KOTRA will be provided with access to an on-line database, which provides "real time" information on individual campaign progress. Following completion of a calling program, a "close-out report" provides detailed background on telephone interaction with each company.

KEY BENEFITS:

- Smart, rifle-shot approach to lead generation (focusing limited resources on "best bet" prospects)
- Brings KOTRA "face-to-face" with target companies
- Frees KOTRA staff from hated "cold calling" responsibilities
- Measurable and trackable results via online database
- Work is completed by experienced professionals who deal exclusively with economic development prospecting
- Use of proven techniques to initiate contacts and nurture positive business relationships

THE COST:

Here is our proposed budget for a six-month program, which would identify and qualify 200 "best bet" leads:

Six-month PDQ Program Based on Cost/Each to 100 Leads/Quarter	
Development profile conducted by Whittaker Associates	$ 2,500
Leads provided by Whittaker Associates (200/leads x $50/lead)	$ 10,000
Calling phase managed by DCI ($4000/month x 5 months)	$ 20,000
Communication/calling costs ($200/month x 6 months)	$ 1,200
Online lead tracker ($100/month x 5 months)	$ 500
TOTAL:	**$ 34,200**

PROJECTED RETURN ON INVESTMENT:

We specialize in bringing our clients face-to-face with prospective investors. Teaming with research specialist agency, Whittaker Associates, we jointly developed a "Prospect Development/Qualification" (PDQ) Program to meet the needs of the economic development industry. Successful client experiences include direct prospecting work for a broad range of international entities including the Government of Spain, Flanders Foreign Investment Office, Costa Rican Investment Board; Geneva Department De L'Economie Publique; New Town of Glenrothes, Scotland; Sophia Antipolis Industrial Park, France; Government of South Australia; North of England; One Northeast; Invest in Sweden and the Botswana Economic Development Corporation.

Based on the results from the above list of clients, we would anticipate the following results:

- Total Number of "Best Bet" Prospects Identified 200
- "Decisions" (Meaningful, Telephone Dialogues with Senior Executives within Target Companies) 130
- Qualified Leads (Project Identified within the next 24 months) 10-12
- Face-to-Face Appointment Arranged with Qualified Leads 6-8

TIMING:

This process will begin upon acceptance of this agreement starting July 1, 2004, for a term of six months with the anticipation of an annual contract for the calendar year 2005.

CANCELLATION CLAUSE:

KOTRA, may cancel this agreement, for any reason whatsoever upon 30 days written notice.

BILLING:

DCI professional fees for this program are outlined in page 3 chart and will be billed on the following basis:

Development Phase
$2,500 -- Development profile will be billed upon receipt of signed agreement
$5,000 per quarter -- Upon delivery of leads from Whittaker Associates in groups of 100

Calling Phase
$4,000 per month -- Calling phase for 5 months commencing on the 2rd month of the contract

Ongoing Contract Expense
$ 200 per month - Communication / calling costs for 6 months
$ 100 per month - Online lead tracker for 5 month commencing on the 2rd month of the contract

Client payment is requested within 15 days of billing.

On a more personal note, we feel that this is a great beginning for an excellent working relationship that is being established with KOTRA! We are eager to share our knowledge of KOTRA's business advantages with prospects that may have an interest in an expansion or relocation.

All of us at DCI and Whittaker take great pride in working with the KOTRA team. We look forward to our work with you in 2004!

Sincerely,

Andrew T. Levine
President

Dariann J. Rose
Director, PDQ, Division

Accepted By: J. H Min

06/18/2004
Date

KOTRA (Korea Trade-Investment Promotion Agency)