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OMB No. 1124-0004; Expires May 31, 2020

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 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. Compliance is accomplished by filing an electronic Exhibit B form at https://www.fara.gov.

Privacy Act Statement. The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. 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. Statements are also available online at the Registration Unit's webpage: https://www.fara.gov. 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 in print and online at: https://www.fara.gov.

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, Counterintelligence and Export Control Section, National Security 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.
BCW LLC	6227

3. Name of Foreign Principal

Huawei Technologies Co. Ltd. (via BCW Asia Pacific)

Check Appropriate Box:

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.

This is a revised Exhibit B; to correct the Exhibit B previously filed.

The nature and the method of performance of the above-indicated agreement are set forth in the attached memorandum. Prior to memorializing the attached scope of work, BCW LLC commented on, but did not create or disseminate, a proposed advertisement for U.S. print media, which was published on February 28, 2019. In addition, BCW LLC commissioned a public opinion research project using polling and focus groups.

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

The nature and method of performance of the above-indicated agreement are set forth in the attached memorandum.

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.

Provide strategic communications advice related to ongoing U.S. governmental and media inquiries into Huawei Technologies Co. Ltd. Please see attached memorandum for additional information.

EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the 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.

Date of Exhibit B	Name and Title	Signature
May 13, 2020		/s/ Sharon Balkam

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.

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From: Tully, Trevor <Trevor.Tully@bcw-global.com>
Sent: Friday, March 8, 2019 12:31 AM
To: Balkam, Sharon
Cc: Przybyski, Pat; Manyam, Shaila; Stafford, Matt; Wan, Jorria
Subject: SOW for BCW DC
Attachments: Huawei - BCW DC SOW 022819 (final).pdf

Follow Up Flag: Follow up
Flag Status: Flagged

Dear BCW DC:

This email will serve as Intercompany Work Order to proceed with the scope of services as outlined in the attached document Huawei – BCW DC SOW 022819 (final) for a not to exceed budget of $160,000 for services commencing in February 2019.

All invoices must reference Client/Project Name, Requesting Office Client/Project Billing Code, Billing Period, Name of Requesting Office Client Leader & Financial Contact and must have a copy of this Work Order attached. Total invoiced must not exceed budget without an approved amendment to this Work Order.

Invoices should be issued to Burson-Marsteller (Hong Kong) Ltd (BFC code BCWHK).

Regards
Trevor

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MEMO

DATE: 28 February 2019
TO: BCW APAC Office
FROM: BCW DC Office
RE: Scope of Work

We are delighted to partner with you to support Huawei in the United States. Following is a scope of work for the purposes of outlining anticipated requests for strategic counsel and other activities to protect, defend and promote Huawei's reputation in the United States. In light of the special requirements associated with U.S. public-relations matters, all advice related to the U.S. market will be provided by personnel in BCW's U.S. offices. I have included an estimate of anticipated billable hours per task, to be billed at crisis rates, where relevant.

Please do not hesitate to contact me if you have any questions.

Deliverable	Supporting Elements
1. 10-Point US Strategic Plan	• Develop overall reputation strategy specific to US and issues. • Develop messaging strategy and editorial calendar in coordination with partners and global teams • Develop lists of targeted media, influencers, KOLs, business partners and advisory council members • Refinements and edits as requested **Total: $35,000**
2. Media Counsel and Recommendations	• Recommend strategy and media targets for briefs and Huawei campus trips • Provide strategic counsel and advice for media outreach initiatives in the United States, including campaign elements **Hours Per Month:** **Managing Partner/Senior Counsel: 1** **Senior Partner/MD: 2** **Partner/SD: 3** **AAE: 5**

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3. Research (conducted by PSB)	• Develop and deploy quick-turn opinion research to assess perceptions of Huawei and test initial messaging among audiences most relevant to issues facing Huawei • Two focus groups to develop insights and test and refine key messages • Final report with results, recommendations for next steps and key insights and briefing to clients • Integration of research findings into strategy, messaging and content, including coordinating with partners. **Total: $80,000**
4. Reputation Strategy Counsel	• Recommendations, strategy and consultation around actions taken by Huawei in the US, including but not limited to: legal actions, partnerships, outreach, influencer relations and partner relations. **Hours Per Month:** **Managing Partner/Senior Counsel: 2** **Senior Partner/MD: 3** **Partner/SD: 3**
5. Think Tank/KOL Counsel	• Identify and vet target key opinion leaders (KOL) most relevant to issues facing Huawei • Develop US-focused KOL strategy and recommend targets for outreach **Hours Per Month:** **Partner/SD: 1**
Account Strategy and Coordination	• Liaison with global teams, including Huawei leadership on KOL programs and other elements • Coordination and briefing calls/meetings as needed with partners and client • Account management, including coordination with Huawei on execution **Hours Per Month:** **Partner/SD: 1**

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