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OMB No. 1124-0006; Expires May 31, 2020

U.S. Department of Justice

Washington, DC 20530

Exhibit A to Registration Statement Pursuant to the Foreign Agents Registration Act of 1938, as amended

INSTRUCTIONS. Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at https://www.fara.gov.

Privacy Act Statement. The filing of this document is required by 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 this 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 .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, 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 and Address of Registrant	2. Registration No.
Vanguard Africa	6411

3. Name of Foreign Principal	4. Principal Address of Foreign Principal
Eddy Oketch	Migori Town P.O. Box 940-40400 Suna - Migori

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

- ☐ Government of a foreign country [1]
- ☐ 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

N/A

b) Name and title of official with whom registrant deals

N/A

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

a) Principal address

N/A

b) Name and title of official with whom registrant deals Eddy Oketch

c) Principal aim To partner with Mr. Oketch and his campaign to raise awareness on the need for free, fair and transparent elections in Kenya, as well as to "protect the vote."

1 "Government of a foreign country," as defined in Section 1(e) of the Act, includes any person or group of persons exercising sovereign de facto or de jure political jurisdiction over any country, other than the United States, or over any part of such country, and includes any subdivision of any such group and any group or agency to which such sovereign de facto or de jure authority or functions are directly or indirectly delegated. Such term shall include any faction or body of insurgents within a country assuming to exercise governmental authority whether such faction or body of insurgents has or has not been recognized by the United States.

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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.

Eddy Oketch is an independent candidate for senate in Migori County, Kenya, contesting in the country's general elections to be held on August 8, 2017.

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.)*

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.

N/A

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 A 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 A	Name and Title	Signature
	Jeffrey Smith Executive Director, Vanguard Africa	Jeffrey Smith

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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.
Vanguard Africa	6411

3. Name of Foreign Principal

Eddy Oketch

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.

Vanguard Africa has partnered with Mr. Eddy Oketch and his campaign to principally highlight the importance of the August 8, 2017 general elections in Kenya; namely, the need to have a free, fair and transparent electoral process that ensures the integrity of the vote. We also partnered with Mr. Oketch to advance discussions in Kenya, and elsewhere in Africa, around the need for democracy building and support to young, inspiring and ethical political candidates. The methods we used to accomplish these objectives primarily related to media outreach and personal introductions to both local and international media professionals to highlight his personal and political journey, as well as his commitment to good governance and ethical leadership. We also directly advised the campaign on a "protect the vote" strategy in Migori County and established processes to ensure an accurate vote tally.

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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.

Vanguard Africa has partnered with Mr. Eddy Oketch and his campaign to highlight the the importance of his senate campaign in the context of Kenya's general elections, as well as to boost his profile due to the personal threats and intimidation he received during the course of his campaign in Migori County.

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.

On behalf of the Eddy Oketch for Senate campaign, Vanguard Africa agreed to three key deliverables:

1. Coordinate international and local coverage of the Migori County Senate election

2. Connect Mr. Oketch and his campaign with media professionals to produce opportunities that would spotlight his campaign and personal journey*

3. Partner in developing a strategy to both capture and publicize voting results in Migori County as part of a "Protect the Vote" campaign

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
	Jeffrey Smith Executive Director, Vanguard Africa	Jeffrey Smith

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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Vanguard Africa

7 July 2017

Strategy and Key Deliverables

During the course of this proposed project in Migori County, Kenya – upon signature of this MoU to election day on 8 August – Vanguard Africa will lead on public advocacy that pertain to the campaign for free, fair and transparent elections in Migori County. Vanguard Africa will leverage its pre-existing media, advocacy and NGO network to help raise the profile of Eddy Oketch and the wider issue of free and fair elections in Migori County.

Vanguard Africa will strategically engage with reporters, journalists and media professionals to spotlight and raise key issues facing the electorate in Migori County. We will continue to connect reporters with Eddy Oketch, his surrogates, and activists in our network to provide local commentary on the issues that truly matter to the voting public.

Budget

To undertake the outlined activities, Vanguard Africa will require an up front and one-time payment of $5,000 USD (five thousand).

Key Deliverables

- Coordinate international and local coverage of the Migori County Senate elections (pre- & during)
- Connect Eddy Oketch and his campaign with relevant media professionals to produce at least three impactful media opportunities that spotlight Eddy Oketch's political journey
- Partner in developing strategy to capture and publicize precinct/voting center results in Migori County

Complete Agreement

This Agreement is the complete agreement of the parties and supersedes any previous agreements, whether written or oral, between the parties. No agreement or understanding, oral or written, in any way modifies the terms and conditions set forth herein, unless noted as an addendum to this contract, dated after this contract, and signed by the President of Vanguard Africa.

Since we will be acting at your direction, you agree to indemnify and hold Vanguard Africa and our agents harmless with respect to any claims or actions for discovery. You also agree to indemnify and hold us and our agents harmless with respect to any claims or actions for libel, slander, defamation, copyright infringement, idea misappropriation or invasion of rights of privacy arising out of our consultation and/or any materials or information supplied by you where we have acted in good faith and in accordance with your instructions; it being understood and agreed that this

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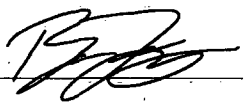
indemnity shall not extend to any claims or actions for libel, slander, defamation, copyright infringement, idea misappropriation or invasion of rights of privacy where we have acted contrary to your instructions or otherwise have acted with gross negligence.

Any action or break of this Agreement, for enforcement of this Agreement, or for any cause of action purported to arise out of this Agreement can be commenced in the American Arbitration Association (AAA) in the District of Columbia. Each party agrees that the District of Columbia is the proper forum for the commencement of any legal action by any party to the Agreement.

Vanguard Africa looks forward to helping achieve success in the lead up to Kenya's momentous election on 8 August, namely Mr. Oketch and his campaign for senate in Migori County. Please sign this agreement and return by email at your earliest convenience. Dedicated work on this project will immediately being upon receipt of signature and the predetermined fees into our bank account.

Sincerely,
Vanguard Africa

I have read the above letter and accept the terms and the conditions set forth herein.

Signature: 
7 July 2017
Bruce Fryer
President, Vanguard Africa

Signature: John Sankara
7 July 2017
John Sankara
Eddy Oketch for Senate Campaign

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