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OMB No. 1124-0004; Expires July 31, 2023

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 FARA Unit in Washington, DC. Statements are also available online at the FARA 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 .32 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, FARA 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 Number
Teneo Strategy LLC	6698

3. Name of Foreign Principal
Salama bint Hamdan Al Nahyan Foundation

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. What is the date of the contract or agreement with the foreign principal? 02/15/2022

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

See Appendix for Response

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

Under the extended agreement, the registrant will continue to provide the same previously-disclosed organizational transformation consulting services disclosed in the Exhibits B for the foreign principal, and corresponding attachments, filed on February 17, 2021 and June 4, 2021. The registrant will also continue to provide the same previously-disclosed communications and media relations services described in the original Exhibit B filed for the foreign principal on June 8, 2020 as well as the Exhibit B filed for the foreign principal on February 17, 2021. Finally, the registrant will provide non-FARA registerable services in connection with a UAE domestic tracking survey for the Year of the 50th.

10. 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 response must include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials.

Under the extended agreement, the registrant may continue to provide the same counsel to the foreign principal regarding interactions with the media previously disclosed in the Exhibits B for the foreign principal, and corresponding attachments, filed on February 17, 2021 and June 4, 2021. The registrant's activities may also continue to include communications with members of the U.S. media as previously described in the Exhibit B filed for the foreign principal on June 8, 2020.

11. Prior to the date of registration[2] for this foreign principal has the registrant engaged in any registrable activities, such as political activities, for this foreign principal?

Yes ☐ No ☐ N/A - This statement is filed to update the registrant's agreement/contract with the foreign principal.

If yes, describe in full detail all such activities. The response should include, among other things, the relations, interests, and policies sought to be influenced and the means employed to achieve this purpose. If the registrant arranged, sponsored, or delivered speeches, lectures, social media, internet postings, or media broadcasts, give details as to dates, places of delivery, names of speakers, and subject matter. The response must also include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials.

Set forth below a general description of the registrant's activities, including political activities.

Set forth below in the required detail the registrant's political activities.

Date	Contact	Method	Purpose

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12. During the period beginning 60 days prior to the obligation to register[3] for this foreign principal, has the registrant received from the foreign principal, or from any other source, for or in the interests of the foreign principal, any contributions, income, money, or thing of value either as compensation, or for disbursement, or otherwise?

Yes ☐ No ☐ N/A - This statement is filed to update the registrant's agreement/contract with the foreign principal.

If yes, set forth below in the required detail an account of such monies or things of value.

Date Received	From Whom	Purpose	Amount/Thing of Value

13. During the period beginning 60 days prior to the obligation to register[4] for this foreign principal, has the registrant disbursed or expended monies in connection with activity on behalf of the foreign principal or transmitted monies to the foreign principal?

Yes ☐ No ☐ N/A - This statement is filed to update the registrant's agreement/contract with the foreign principal.

If yes, set forth below in the required detail and separately an account of such monies, including monies transmitted, if any.

Date	Recipient	Purpose	Amount

1 "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.

2,3,4 Pursuant to Section 2(a) of the Act, an agent must register within ten days of becoming an agent, and before acting as such.

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EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, 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	Printed Name	Signature
03/21/2022	Lawrence Carnevale	/s/Lawrence Carnevale

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EXECUTION

In accordance with 28 U.S.C. § 1746, and subject to the penalties of 18 U.S.C. § 1001 and 22 U.S.C. § 618, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this statement filed pursuant to the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, 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	Printed Name	Signature
3/18/22	LAWRENCE F. CARNEVALE	

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Appendix
Response to Item 8

Item 8: Describe fully the nature and method of performance of the above indicated agreement or understanding.

The registrant has revised its previously disclosed agreement with existing foreign principal the Salama bint Hamdan Al Nahyan Foundation to again extend the terms of a consulting project ("Transformation Services") disclosed in the Exhibits B for the foreign principal, and corresponding attachments, filed on February 17, 2021 and June 4, 2021. As described in the enclosed agreement, the Transformation Services project has been extended until March 31, 2022 and the foreign principal will continue to pay the registrant a monthly fee of $230,000 for this project. In addition, the foreign principal will continue to pay the base monthly retainer of $250,000 described in the original Exhibit B filed for the foreign principal on June 8, 2020, as well as the additional monthly retainer of $250,000 described in the Exhibit B filed for the foreign principal on February 17, 2021, until March 31, 2022. Finally, the registrant will provide non-FARA registerable services in connection with a UAE domestic tracking survey for the Year of the 50th for which the foreign principal will pay the registrant a one-time fee of $12,000.

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Teneo®

February 15, 2022

Attn: Angela Migally, Executive Director
Salama Bint Hamdan Al Nahyan Foundation
Al Mamoura A Building, Ground Floor
PO Box 62086, Abu Dhabi, United Arab Emirates

Re: **Amendment No. 6 to Engagement Letter dated April 12, 2020 (the "*Amd. No. 6*")**

We refer to that certain Engagement Letter, as amended, effective as of April 12, 2020 (the "***Agreement***"), between **Teneo Strategy LLC**, a Delaware limited liability company (the "***Consultant***"), and **Salama Bint Hamdan Al Nahyan Foundation**, a company organized under the laws of Abu Dhabi (the "***Company***"). Capitalized terms used herein but not otherwise defined shall have the meanings assigned to such terms in the Agreement.

The parties hereby agree to amend the Agreement, effective retroactively as of January 1, 2022, as follows:

1. The parties hereby agree to extend the Term and the Transformation Services term until March 31, 2022 (the "***Extended Period***");

2. In consideration for the Services and Transformation Services provided during the Extended Period, the Company shall continue to pay the Consultant the following monthly fees:
   - Base Monthly Retainer of $250,000;
   - Additional Monthly Retainer of $250,000; and
   - Transformation Retainer of $230,000.

3. Effective as of February 28, 2022 and until March 18, 2022, the Consultant shall provide the Company with the following additional services:
   - UAE domestic tracking survey for the Year of the 50th (the "***2022 Survey***").

4. In consideration for the 2022 Survey, the Company shall pay to the Consultant a one-time fee of $12,000, payable within 30 days of receipt of the invoice.

Except as modified herein, all terms and conditions of the Agreement shall remain in full force and effect. This Amd. No. 6 shall be governed under the laws of the State of New York, without regard to its conflict of law provisions and may be executed in counterpart and by facsimile.

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May it be known that the undersigned parties, for good and valuable consideration, the receipt and adequacy of which is acknowledged and agreed, accept and agree as of the date first written above:

Accepted and Agreed to:

SALAMA BINT HAMDAN AL NAHYAN FOUNDATION	**TENEO STRATEGY LLC**
Angela Migally	Tom O'Connor
Name	Name
Executive Director	CFO- Teneo Americas
Title	Title
Signature	Signature
March 17, 2022	03.17.2022
Date	Date

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