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OMB No. 1124-0001; Expires July 31, 2023

U.S. Department of Justice
Washington, DC 20530

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

I--REGISTRANT

1. Name of Registrant

OCP North America, Inc.

2. Registration Number (To be assigned by the FARA Unit)

6873

3. Primary Business Address

1370 Sixth Avenue, 32nd Floor, New York City, NY 10019

4. If the registrant is an individual, furnish the following information:

(a) Residence address(es)

(b) Nationality

(c) Year of birth

(d) Present citizenship

(e) If present citizenship not acquired by birth, state when, where and how acquired

(f) Occupation

5. If the registrant is not an individual, furnish the following information:

(a) Type of organization: Committee ☐ Association ☐ Partnership ☐ Voluntary group ☐
Corporation ☒ Other *(specify)* _____

(b) Date and place of organization 01/30/2019, Delaware

(c) Name of responsible individual (e.g., officer, director or partner) Kerry McNamara

(d) Other business address(es), if any, including locations of branch or local offices 1600 Utica Avenue South, St. Louis Park, MN 55416
1875 K Street NW, 5th floor, Washington, DC 20006

(e) If a membership organization, provide number of members

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(f) List all partners, officers, directors or persons performing the functions of an officer or director of the registrant.

Name	Residence Address	Citizenship	Position
Marouane Ameziane		MOROCCO	Director
Mohamed Belhoussain		MOROCCO	Director
Ghislane Guedira		MOROCCO	Director
Faris Derrij		MOROCCO	Director
Hicham El Habti		MOROCCO	Director
Ayoub Mamdouh		MOROCCO	Director
Kerry McNamara		UNITED STATES	Chief Executive Officer
Richard Mackinson		UNITED STATES	Vice President, Finance and Administration

(g) Which of the above named persons renders services directly in furtherance of the interests of any of the foreign principals?

Name	Foreign Principal(s)	Services
Kerry McNamara	OCP S.A.	Coordinate and direct public relations campaign regarding countervailing duty investigations by the U.S. government into phosphate fertilizer imports.

(h) Describe the nature of the registrant's regular business or activity.

OCP North America markets and sells a range of phosphate-based fertilizers in the United States and Canada and provides a variety of project management and research services for the OCP Group.

(i) Give a complete description of the ownership and control structure of the registrant.

OCP North America is 100% owned by OCP S.A.

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6. List all individuals, other than those listed in Item 5(g), who render services or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical, secretarial, or in a related or similar capacity.

Name	Residence Address	Foreign Principal(s)	Services
Kevin Kimm		OCP S.A.	Coordinate and direct public relations campaign regarding countervailing duty investigations by the U.S. government into phosphate fertilizer imports.
Mehdi El Khatib Al Mahfoudi		OCP S.A.	Coordinate and direct public relations campaign regarding countervailing duty investigations by the U.S. government into phosphate fertilizer imports.

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II--FOREIGN PRINCIPAL

7. List every foreign principal[1] for whom the registrant is acting or has agreed to act.

Foreign Principal	Foreign Principal Address
OCP S.A.	2-4, Rue Al Abtal, Hay Erraha Casablanca MOROCCO 20200

III--ACTIVITIES

8. In addition to the activities described in any Exhibit B to this statement, will the registrant engage or is the registrant engaging now in activity or rendering services on its own behalf which benefits any or all of its foreign principals?

Yes ☒ No ☐

If yes, describe fully.

Foreign Principal	Activities/Services
OCP S.A.	The activities described in this registration statement and to be conducted pursuant to this registration will benefit OCP S.A.

IV--FINANCIAL INFORMATION

9. (a) **RECEIPTS-MONIES**

During the period beginning 60 days prior to the date of the registrant's obligation to register[2] under FARA, has the registrant received from any foreign principal named in Item 7 of this statement, or from any other source, for or in the interests of any such foreign principal, any contributions, income, or money either as compensation, or for disbursement or otherwise?

Yes ☒ No ☐

If yes, set forth below in the required detail and separately for each such foreign principal an account of such monies.[3]

Foreign Principal	Date Received	From Whom	Purpose	Amount
OCP S.A.	09/03/2020	OCP S.A.	Profit share adjustment	$ 5,444.19
OCP S.A.	09/03/2020	OCP S.A.	Profit share adjustment	$ 3,409.98
OCP S.A.	09/15/2020	OCP S.A.	Consulting and project management services	$ 389,828.88

$ 398,683.04

1 The term "foreign principal," as defined in Section 1(b) of the Act, includes a foreign government, foreign political party, foreign organization, foreign individual and, for the purpose of registration, an organization or an individual any of whose activities are directly or indirectly supervised, directed, controlled, financed, or subsidized in whole or in major part by a foreign government, foreign political party, foreign organization or foreign individual.

2 An agent must register within 10 days of becoming an agent, and before acting as such.

3 A registrant is required to file an Exhibit D if he collects or receives contributions, loans, monies, or other things of value for a foreign principal, as part of a fundraising campaign. There is no printed form for this exhibit. (See Rule 201(e), 28 C.F.R. § 5.201(e)).

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(b) **RECEIPTS-THINGS OF VALUE**

During the period beginning 60 days prior to the date of the registrant's obligation to register[4] under FARA, has the registrant received anything of value[5] other than money, from any foreign principal named in Item 7 of this statement, or from any other source, for or in the interests of any such foreign principal?

Yes ☐ No ☒

If yes, furnish the following information:

Foreign Principal	Date Received	From Whom	Purpose	Thing of Value

10. (a) **DISBURSEMENTS-MONIES**

During the period beginning 60 days prior to the date of the registrant's obligation to register[6] under FARA, has the registrant disbursed or expended monies in connection with activity on behalf of any foreign principal named in Item 7 of this statement or transmitted monies to any such foreign principal?

Yes ☐ No ☒

If yes, set forth below in the required detail and separately for each such foreign principal named including monies transmitted, if any, to each foreign principal.

Foreign Principal	Date	Recipient	Purpose	Amount

(b) **DISBURSEMENTS-THINGS OF VALUE**

During the period beginning 60 days prior to the date of the registrant's obligation to register[7] under FARA, has the registrant disposed of any thing of value[8] other than money in furtherance of or in connection with its activities on behalf of any foreign principal named in Item 7 of this statement? Yes ☐ No ☒

If yes, furnish the following information:

Foreign Principal	Date	Recipient	Purpose	Thing of Value

(c) **DISBURSEMENTS-POLITICAL CONTRIBUTIONS**

During the period beginning 60 days prior to the date of the registrant's obligation to register[9] under FARA, has the registrant (or any short form registrant) made any contribution of money or other thing of value from its own funds and on its own behalf in connection with an election to any political office or in connection with any primary election, convention, or caucus held to select candidates for any political office? Yes ☐ No ☒

If yes, furnish the following information:

Date	Donor	Political Organization/Candidate	Method	Amount/Thing of Value

4, 6, 7 and 9 See Footnote 2, on page 3.

5 and 8 Things of value include but are not limited to gifts, interest-free loans, expense-free travel, favored stock purchases, exclusive rights, favored treatment over competitors, "kickbacks", and the like.

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V--INFORMATIONAL MATERIALS[10]

11. Prior to the time of filing this statement,[11] has the registrant prepared, disseminated, or caused to be disseminated, any informational materials on behalf of any foreign principal listed in Item 7 of this statement?

Yes ☐ No ☒

If yes, identify each foreign principal and attach the informational materials.

Foreign Principal	Informational Materials Attached	Type

12. (a) Will the activities of the registrant on behalf of any foreign principal include the preparation or dissemination of informational materials?

Yes ☒ No ☐

(b) If yes, identify each foreign principal and respond to the remaining items in this section.

OCP S.A.

13. Has a budget been established or specified sum of money allocated to finance the registrant's activities in preparing or disseminating informational materials? Yes ☐ No ☒

If yes, identify each foreign principal, and specify the period of time and the amount.

Foreign Principal	Period of Time	Amount

14. Will any individuals or organizations, including public relations firms or publicity agents, participate in the preparation or dissemination of such informational materials?

Yes ☒ No ☐

If yes, furnish the names and addresses of such individuals or organizations.

Name	Address	Foreign Principal(s)
See Appendix for Response		

15. Activities in preparing or disseminating informational materials will include the use of the following:

☐ Magazine or newspaper ☐ Advertising campaigns ☒ Press releases ☒ Pamphlets or other publications
☐ Lectures or speeches ☐ Radio or TV broadcasts ☐ Motion picture films ☒ Letters or telegrams
☐ Email
☒ Website URL(s): ocpna.com
☒ Social Media website URL(s): https://www.linkedin.com/company/ocpna
☐ Other *(specify)* _____

10 The term informational materials includes any oral, visual, graphic, written, or pictorial information or matter of any kind, including that published by means of advertising, books, periodicals, newspapers, lectures, broadcasts, motion pictures, electronic communications, or any means or instrumentality of interstate or foreign commerce or otherwise. Informational materials disseminated by an agent of a foreign principal as part of an activity in itself exempt from registration, or an activity which by itself would not require registration, need not be filed pursuant to Section 4(b) of the Act.

11 See Footnote 2, on page 3.

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16. Informational materials will be disseminated among the following groups:

- [x] Public officials
- [x] Legislators
- [x] Government agencies
- [x] Newspapers
- [x] Editors
- [x] Civic groups or associations
- [ ] Libraries
- [ ] Educational groups
- [ ] Nationality groups
- [x] Other *(specify)* fertilizer and agricultural industries

17. Indicate the language to be used in the informational materials:

- [x] English
- [ ] Other *(specify)* _____

VI--EXHIBITS AND ATTACHMENTS

18. (a) The following described exhibits shall be filed with a Registration Statement:

Exhibit A- This exhibit, which is filed on Form NSD-3, sets forth the information required to be disclosed concerning each foreign principal named in Item 6.

Exhibit B- This exhibit, which is filed on Form NSD-4, sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

(b) An Exhibit C shall be filed when applicable. This exhibit, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, constitution, and bylaws of a registrant that is an organization. A waiver of the requirement to file an Exhibit C may be obtained for good cause shown upon written application to the Assistant Attorney General, National Security Division, U.S. Department of Justice, Washington, DC 20530. (See Rule 201(c) and (d)).

(c) An Exhibit D shall be filed when applicable. This exhibit, for which no printed form is provided, sets forth an account of money collected or received as a result of a fundraising campaign and transmitted for a foreign principal. (See Rule 201 (e)).

VII--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 [12]
10/07/2020	Kerry McNamara	/s/Kerry McNamara

12 This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

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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
10/5/20	KERRY MCNAMARA	

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Appendix
Response to Item 14

Item 14: Will any individuals or organizations, including public relations firms or publicity agents, participate in the preparation or dissemination of such informational materials? If yes, furnish the names and addresses of such individuals or organizations.

Name	Address	Foreign Principal(s)
FleishmanHillard	200 N. Broadway St. Louis, MO 63102	OCP S.A.
CCO Communications	200 Park Ave, Suite 405 Minneapolis, MN 55415	OCP S.A.
Cornerstone Government Affairs	800 Maine Avenue, SW Washington, DC 20024	OCP S.A.

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