U.S. Department of Justice
Washington, DC 20530

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

OMB No. 1105-0004
Approval Expires Oct. 31, 1983

1. Name of Registrant	2. Registration No.
RUDER FINN & ROTMAN	1481

3. This amendment is filed to accomplish the following indicated purpose or purposes:

- ☐ To correct a deficiency in
  - ☐ Initial Statement
  - ☐ Supplemental Statement for _____
- ☐ To give notice of change in an exhibit previously filed.
- ☐ To give a 10-day notice of a change in information as required by Section 2(b) of the Act.
- XX Other purpose *(specify)* To register work to be done on behalf of the Board of Investment of the Government of Thailand

4. If this amendment requires the filing of a document or documents, please list-

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. If more space is needed, full size insert sheets may be used.

Ruder Finn & Rotman has been retained in conjunction with Arthur D. Little for Investment Analysis & Promotion project services to The Board of Investment of the Government of Thailand. Ruder Finn & Rotman responsibilities include Program Planning and Support, Promotion Materials, Promotion Campaign, and Publicity Campaign.

INTERNAL SECURITY SECTION REGISTRATION UNIT
SEP 3 10 53 AM '85
RECEIVED U.S. DEPARTMENT OF JUSTICE CRIMINAL DIVISION

The undersigned swear(s) or affirm(s) that he has *(they have)* read the information set forth in this amendment and that he is *(they are)* familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his *(their)* knowledge and belief.

Abraham A. Pintz

Treasurer

(Both copies of this amendment shall be signed and sworn to before a notary public or other person authorized to administer oaths by the agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions who are in the United States, if the registrant is an organization.)

Subscribed and sworn to before me at New York, New York

this 26th day of August, 19 85

Elizabeth Fishtein
(Notary or other officer)

My commission expires _____

ELIZABETH FISHTEIN
Notary Public, State of New York
No. 4718467
Qualified in New York County
Commission Expires March 30, 1986

U.S. Department of Justice
Washington, DC 20530

Exhibit A
To Registration Statement
Under the Foreign Agents Registration Act of 1938, as amended

OMB No. 1105-0003
Approval Expires Oct. 31, 1983

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 RUDER FINN & ROTMAN, INC.
110 East 59th Street
New York, New York 10022

2. Registration No. 1481

3. Name of foreign principal
THE BOARD OF INVESTMENT OF THE GOVERNMENT OF THAILAND

4. Principal address of foreign principal
Thai Farmers Bank Building
400 Phaholyothin Road
Bangkok, Thailand 10400

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

XX ☐ 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 his nationality _____

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

a) Branch or agency represented by the registrant. THE BOARD OF INVESTMENT

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

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

a) Principal address

b) Name and title of official with whom the 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

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CRIMINAL DIVISION

b) Is this foreign principal

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 whole 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 may 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

Date of Exhibit A	Name and Title	Signature
		Abraham P. Kenty

U.S. Department of Justice
Washington, DC 20530

Exhibit B
To Registration Statement
Under the Foreign Agents Registration Act of 1938, as amended

OMB No. 1105-0007
Approval Expires Oct. 31, 1983

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. This form shall be filed in duplicate for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

Name of Registrant	Name of Foreign Principal
RUDER FINN & ROTMAN, INC.	BOARD OF INVESTMENT OF THE GOVERNMENT OF THAILAND

Check Appropriate Boxes:

1. ☒ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach two copies of the contract to this exhibit.

2. ☐ There is no formal written contract between the registrant and foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach two copies of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.

3. ☐ The agreement or understanding between the registrant and 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 the expenses, if any, to be received.

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

As outlined in contract

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

As outlined in contract

6. 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.

Date of Exhibit B	Name and Title	Signature
		[illegible]

[1] Political activity as defined in Section 1(o) of the Act means the dissemination of political propaganda and any other activity which the person engaging therein believes will, or which he intends to, prevail upon, indoctrinate, convert, induce, persuade, or in any other 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.

September 7, 1984

USAID Sub-Division of the
Department of Technical
and Economic Cooperation
962 Krung Kasem Road
Bangkok 10100, Thailand

Attention: Mr. Apilas Osatananda
Director-General

Subject: Technical Assistance on Investment Analysis and Promotion Under Private Sector in Development Project

Gentlemen:

ADL Reference: 2-8497

Following discussions with your staff and that of the Office of the Board of Investment (BOI) in Bangkok during the period of August 22 through today, Arthur D. Little, Inc. is pleased to submit this cost proposal to provide technical assistance on Investment Analysis and Promotion.

Statement of Work

The main objective of our effort will be to provide assistance to the Office of the Board of Investment (BOI) in investment analysis and promotion. This is in support of the effort by the Government of Thailand to increase private sector investment in ventures which are primarily employment generating, export oriented, resource based, and located outside the Bangkok area.

The primary targets for investment promotion will be the private sectors in the United States and Thailand. The focus is to be on attracting investment from small- and medium-sized American firms and from the American financial sector.

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The effort is expected to supplement on-going activities of the BOI and to strengthen that institution's permanent capabilities and effectiveness in identifying and promoting local as well as foreign investment.

Arthur D. Little (ADL), in association with Ruder Finn and Rotman (RFR), and SGV-Na Thalang (SGV) will provide assistance in three broad task areas:

- Investment Planning;
- Data Base Development and Analysis; and
- Investment Promotion.

A technical proposal describing the scope of work and our technical approach was submitted to the Office of the Board of Investment on March 28, 1984. The scope of work idicated in that proposal was predicated upon a level of effort which is significantly higher than the one proposed herein. We will provide technical assistance to BOI in investment analysis and promotion consistant with the level of effort indicated in this proposal. Because this level of effort is less than that stipulated in our technical proposal of March 28, 1984 certain activities in identification of investment opportunities, development of a data base to use in investment promotion, and investment promotion shall be reduced accordingly. The distribution of contract resources between these activities shall be done so as to best achieve project objectives, consistent with financial and staffing commitments described herein. Specifically, Arthur D. Little, Inc. and its subcontractors shall provide technical assistance by a resident and non-resident experts, and support for three investment missions to the United States by BOI officials, including industry analysis, identification of contacts, promotion, and assistance in follow-up. It is recognized that the BOI seeks to conduct promotion activities to interest U.S. investors participating in the Young Presidents Organization (YPO) convention scheduled for early 1985 in Bangkok. Arthur D. Little and its subcontractors will assist the BOI in its YPO activities to the extent budgets permit. Unused YPO budgets will be available to support other contract activities.

Performance Period

The performance period for the work described in this proposal will be approximately twenty seven (27) months.

Consideration

We would expect to devote our best efforts to the performance of the proposed procurement under a cost-plus-a-fixed-fee (Term Type) contract at a total estimated price of U.S.$ 2,282,804. This proposal is predicated upon delivering a level-of-effort of approximately 23,600 person-hours (3,140 person-days) in the performance of the work.

The details comprising the total estimated price are furnished in the attached Cost Proposal.

Terms and Conditions

This proposal assumes that a contract will be entered into between the Government of Thailand and Arthur D. Little, Inc., and that mutually acceptable terms and conditions applicable to a United States Agency for Industrial Development (USAID) financed cost-plus-fixed-fee term type contract will be negotiated. Also, based upon USAID regulations, this proposal assumes that Arthur D. Little, Inc., its subcontractors and their employees and outside consultants who are not citizens of Thailand, shall be exempt from all taxes, fees, levies, duties or impositions imposed under the laws of Thailand with respect to all work and services to be performed under the proposed USAID financed contract.

Acceptance Period

This proposal will remain firm for a period of thirty (30) days from September 7, 1984. If you wish us to consider an extension of the acceptance period, please advise us in writing.

Government Furnished Property, Equipment, Data, Material

This proposal is based upon the Government of Thailand furnishing necessary office space, local telephone services, and counterpart investment officers in Thailand at no cost to Arthur D. Little, Inc.

Government Proposal Information

This cost proposal has been prepared in accordance with U.S. Government and particularly USAID cost proposal guidelines. Additional information concerning Arthur D. Little, Inc. and conditions pertaining to this proposal are contained in the attachment, Arthur D. Little, Inc. Government Proposal Information, which is made a part hereof.

Notice

The entire enclosure to this letter contains private commercial and financial information which is submitted to the Government of Thailand and USAID in confidence with the understanding that it will not, without the prior written consent of Arthur D. Little, Inc., be used or disclosed, other than for evaluation purposes and for negotiation of a contract with the Government of Thailand, and further, that under no circumstances will any cost or pricing data (other than total price) be released or disclosed in any manner to any parties other than the Government of Thailand and the U.S. Government.

Arthur D. Little, Inc. looks forward to undertaking this interesting assignment in your behalf. Any additional information about this proposal or the Company will be furnished promptly upon receipt of your request.

Very truly yours,

ARTHUR D. LITTLE, INC.

MATTHEW J. RING
Contracting Officer

Attachments
(Cost Proposal)
(Government Proposal Information)

COST PROPOSAL ENCLOSURE

NOTICE

THE ENTIRE ENCLOSURE TO THIS LETTER CONTAINS PRIVATE COMMERCIAL AND FINANCIAL INFORMATION WHICH IS SUBMITTED TO THE GOVERNMENT OF THAILAND IN CONFIDENCE WITH THE UNDERSTANDING THAT IT WILL NOT, WITHOUT THE PRIOR WRITTEN CONSENT OF ARTHUR D. LITTLE, INC., BE USED OR DISCLOSED, OTHER THAN FOR NEGOTIATION OF A CONTRACT, AND FURTHER, THAT UNDER NO CIRCUMSTANCES WILL ANY COST OR PRICING DATA (OTHER THAN TOTAL PRICE) BE RELEASED OR DISCLOSED IN ANY MANNER TO ANY THIRD PARTIES OTHER THAN THE U.S. GOVERNMENT OR THE THAI GOVERNMENT.

PRIOPRIETARY INFORMATION

COST PROPOSAL FOR
TECHNICAL ASSISTANCE ON INVESTMENT ANALYSIS
AND PROMOTION

Item	Cost Element		Total (U.S. Dollars)	See Note
1.	Material:			
	1.a Subcontract to Ruder Finn and Rotman	765,734		1
	1.b Subcontract to SGV-Na Thalang	131,368		2
	Total Materials		897,102	
2.	Material Overhead (@ 6.2% x Item 1)		55,620	
3.	Direct Labor:			
	3.a Non-resident	224,224		3
	3.b Resident	154,947		4
	Total Direct Labor		379,171	
4.	Labor Overhead:			
	4.a Base Operations (@ 97% x Item 3.a)	217,497		
	4.b Off-Premise (@ 52% x Item 3.b)	80,572		
	Total Labor Overhead		298,069	
5.	Other Direct Costs:			
	5.a Travel	146,182		5
	5.b Resident Allowance	72,167		6
	5.c Other Expenses	71,600		7
	Total Other Direct Costs		289,949	
6.	Subtotal		1,919,911	
7.	G&A (@ 21% of Items 3,4 and 5)		203,110	
8.	Total Estimated Cost		2,123,021	
9.	Fixed Fee		159,783	
10.	Total Estimated Cost-Plus-Fixed-Fee*		2,282,804	

* Includes following budget items:
- Personal Computers for BOI, $ 10,000, See Note 7
- Airfare for BOI officials, $ 18,369, See Note 5
- Project Support Services, $ 10,000, See Note 2
- YPO Activity support, $ 50,000, See Notes 1,2,7

Note 1

Subcontract to Ruder Finn and Rotman

Labor*

Classification	Billing Rate Per Hour	Estimated Level of Effort Hours	(Days)	Amount (U.S.$)
Chairman/President	220.80	630	(90)	$ 139,104
Senior Vice President - 1	172.80	630	(90)	108,864
Vice President - 7	97.92	630	(90)	61,690
Vice President - 8	81.60	1260	(180)	102,816
Account Executive - E	48.00	1260	(180)	60,480
Account Executive - F	48.00	1260	(180)	60,480
Support Staff - A	28.00	1400	(200)	39,200
Support Staff - B	24.00	1400	(200)	33,600
Total		(8470)	(1210)	$ 606,234

Expenses**

	Estimated Amount (U.S. Dollars)
Budget for YPO Activity	$ 22,000
Other Expenses:	
Audiovisual Materials	$ 12,000
Brochures, Profiles	12,000
Press Kit, Press Briefings, News Releases	15,000
Mission Events	12,000
Industry Trade Shows	6,000
Travel	25,000
Communications, Mailings, Postage, Messenger Service	37,500
Advertising	12,000
AMEX	6,000
Sub-total	$ 137,500
Total Expenses	$ 159,500
Total estimated labor and expenses	$ 765,734

* The billing rates shown are fixed for the 27 months contract period and represent the lowest rates charged by Ruder Finn and Rotman for commercial and government clients.

** Expenses shown have been estimated based on Ruder Finn and Rotman experience with materials of a similar nature and represent minimum out-of-pocket costs required for the proposed scope of work.

Note 2

Subcontract to SGV-Na Thalang & Co., Ltd.

Labor*

Classification	Billing Rate Per Day	Estimated Level of Effort Days	(Hours)	Amount (U.S.$)
Management Staff	365	120	(900)	$ 43,800
Consulting Staff	249	15	(112.5)	3,735
Consulting Staff	200	220	(1650)	44,000
Consulting Staff	188	100	(750)	18,800
Support Staff**		145	(1087.5)	
Total		600	(4500)	110,335

Expenses***

Budget for YPO Activity	$ 2,000
Other Out of Pocket Expenses	9,033
Logistical Support to Project	10,000
Total Expenses	21,033
Total estimated labor and expenses	$131,368

* The billing rates shown are fixed for the 27 months contract period and represent the lowest rates charged by SGV-Na Thalang & Co., Ltd. for commercial and government clients.

** Support staff cost included in billing rates of professional staff. Support staff include secretarial and clerical staff and research assistants. Support staff time for the project is estimated at approximately 25 percent of professional staff time.

*** Expenses

- Out of pocket expenses including YPO Activity estimated at 10 percent of professional services (U.S.$ 11,033) and include out of pocket expenses such as travel, communications and report reproduction.

- Logistical support to Arthur D. Little and Ruder Finn and Rotman estimated at U.S.$ 10,000 for the contract period to provide logistical support, for the Arthur D. Little resident and visiting Arthur D. Little and Ruder Finn and Rotman project personnel, such as the use of a company car for project business and use of office facilities and secretarial support.

Note 3

Arthur D. Little, Inc.
Direct Labor

Non-resident Personnel

Classification	Rate Per Hour	Estimated Hours	(Days)	Amount (U.S.$)
Supervisory Staff	38.03	200	(25)	$ 7,606
Principal Staff	30.77	200	(25)	6,154
Principal Staff	30.05	320	(40)	9,616
Principal Staff	28.85	1600	(200)	46,160
Principal Staff Associate	25.19	1600	(200)	40,304
Project Staff Associate	15.38	1600	(200)	24,608
Staff Specialist	10.00	1440	(180)	14,400
Total		6960	(870)	$148,848
Fringe Benefits/VacHol**				51,352
Anticipated Wage Increase***				24,024
Total non-resident direct labor cost				$224,224

* Rate/Hour - It is company practice to estimate labor costs on the basis of the actual salary of specific individuals (when known) contemplated to work on this program. The rate per hour figures used are based on actual salaries in effect on 07/11/84.

** Fringe benefits are charged as a direct cost. The estimated amount is based upon current rates for each staff member and, depending upon the extent of participation, may include such items as: social security, workmen's compensation, unemployment compensation insurance, memorial drive trust (retirement program), investment plan, travel insurance, long term disability insurance, life insurance, master medical insurance or harvard community health insurance and vacation and holiday time.

*** Anticipated wage increase - this amount is estimated to cover salary increases during the course of this assignment.

Note 4

Arthur D. Little, Inc.
Direct Labor

Resident Personnel

Classification	Rate Per Hour*	Estimated Hours	(Days)	Amount (U.S.$)
Principal Staff	30.05	3680	(460)	$ 110,584
Fringe Benefits/VacHol**				32,619
Anticipated Wage Increase***				11,743
Total				$ 154,946

* See Note 3 Non-resident Personnel.
** " "
*** " "

Note 5

Other Direct Costs

Travel

(1) Arthur D. Little, Inc. Staff $ 127,813

Estimated based on following travel schedule:

10	Boston/Bangkok roundtrips, 14 days
4	Boston/Bangkok roundtrips, 21 days
14	Boston/Chicago roundtrips, 2 days
6	Boston/Chicago roundtrips, 3 days
3	Boston/Chicago roundtrips, 7 days
12	Boston/Washington roundtrips, 2 days
12	Boston/Washington roundtrips, 3 days
36	Boston/Washington roundtrips, 1 days

Estimates include airfare, subsistance and local transportation. With the exception of Boston/Bangkok, other destinations are used as typical for estimating purposes and include proxies for internal Thailand travel. Travel expenses would be reimbursed at actual cost in accordance with Arthur D. Little established, generally applicable travel policy.

(2) BOI Staff $ 18,369

Estimated based on cost of 6 Bangkok/Boston roundtrip airfare for two BOI officials in three promotion missions.

Total Travel Expenses $ 146,182

Note 6

Other Direct Costs

Estimated Resident Expenses

(1)	Relocation and Repatriation		$ 8,190
	Estimate based on following items:		
	o Preparation -- visas, passports, medical	$ 690	
	o Interim living		
	- Relocation	$ 3,994	
	- Repatriation	$ 3,506	
(2)	Transportation		$ 9,788
	Estimate based on following items:		
	o Airfares	$ 8,739	
	o Local transportation	$ 60	
	o Excess baggage	$ 654	
	o Stopover, Boston/ Bangkok only	$ 335	
(3)	Moving and Storage of Effects		$ 10,000
	Estimate based on following items:		
	o Packing and Carting	$ 1,690	
	o Freight	$ 6,025	
	o Storage	$ 2,285	
(4)	Living Expenses, 24 months		$ 44,189
	Estimate based on following items:		
	o Premium (Diff.)	$12,500	
	o Housing	$15,929	
	o Transportation	$ 7,300	
	o Education of dependent child	$ 3,967	
	o Settling, Rest and Recouperation	$ 4,493	
Total Estimated Resident Expenses			$ 72,167

Note 7

Other Direct Costs

Other Expenses

(1) Materials and Supplies		$ 32,100
Estimate based on following items:		
o Two (2) personal computers for BOI	$ 10,000	
o Database inquiry, computer use	$ 12,000	
o Reproduction and Reports	$ 7,400	
o Miscellaneous expenses	$ 2,700	
(2) Communications, Postage, Mailing		$ 13,500
(3) Budget for YPO Activity		$ 26,000
Total Other Expenses		$ 71,600