

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 <http://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: <http://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: <http://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, Counterespionage 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.

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|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------|---------------------------------|--------------------------------------|------------------------------------|-------------------------------------------------|------------------------------------------|--------------------------------------|---------------------------------------------------------|
| 1. Name and Address of Registrant Hill and Knowlton Strategies, LLC | | 2. Registration No. 3301 | | | | | | |
| 3. Name of Foreign Principal AgustaWestland S. P.A. | 4. Principal Address of Foreign Principal | | | | | | | |
| 5. Indicate whether your foreign principal is one of the following: | | | | | | | | |
| <input type="checkbox"/> Foreign government <input type="checkbox"/> Foreign political party <input checked="" type="checkbox"/> Foreign or domestic organization: If either, check one of the following: <table style="width: 100%; border: none;"> <tr> <td><input type="checkbox"/> Partnership</td> <td><input type="checkbox"/> Committee</td> </tr> <tr> <td><input checked="" type="checkbox"/> Corporation</td> <td><input type="checkbox"/> Voluntary group</td> </tr> <tr> <td><input type="checkbox"/> Association</td> <td><input type="checkbox"/> Other (<i>specify</i>) _____</td> </tr> </table> <input type="checkbox"/> Individual-State nationality _____ | | | <input type="checkbox"/> Partnership | <input type="checkbox"/> Committee | <input checked="" type="checkbox"/> Corporation | <input type="checkbox"/> Voluntary group | <input type="checkbox"/> Association | <input type="checkbox"/> Other (<i>specify</i>) _____ |
| <input type="checkbox"/> Partnership | <input type="checkbox"/> Committee | | | | | | | |
| <input checked="" type="checkbox"/> Corporation | <input type="checkbox"/> Voluntary group | | | | | | | |
| <input type="checkbox"/> Association | <input type="checkbox"/> Other (<i>specify</i>) _____ | | | | | | | |
| 6. If the foreign principal is a foreign government, state: | | | | | | | | |
| a) Branch or agency represented by the registrant | | | | | | | | |
| b) Name and title of official with whom registrant deals | | | | | | | | |
| 7. If the foreign principal is a foreign political party, state: | | | | | | | | |
| a) Principal address | | | | | | | | |
| b) Name and title of official with whom registrant deals | | | | | | | | |
| c) Principal aim | | | | | | | | |

Formerly CRM-157

FORM NSD-3
Revised 03/11

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.

AgustaWestland is an Anglo-Italian helicopter manufacturer owned by Italy's Finmeccanica, which is owned 30% by the Italian government. The company delivers to military and commercial operators. AgustaWestland operates globally in the vertical lift market through a number of joint ventures and collaborative programs with European and American helicopter primes where the company has leading or primary roles. There are also partnerships with a number of other aerospace and defense companies to deliver mutually beneficial programs.

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.)

AgustaWestland is an Anglo-Italian helicopter manufacturer owned by Italy's Finmeccanica. The "Società Finanziaria Meccanica Finmeccanica" was set up by the "Istituto per la Ricostruzione Industriale" (IRI) to manage State participation in the mechanical and ship-building industries which would be acquired by IRI during its first fifteen years of activity. Finmeccanica was given a clearly defined task and substantial resources to restructure important companies which would become the core of the mechanical industry for the next fifty years. In 2000, the state-ownership stake in Finmeccanica decreased with the offer on the Stock Exchange of almost all of IRI shares, for a value of more than €5 billion. Today, the Italian Ministry of the Economy holds approximately one third of the shares and the remaining part is in the market. The business lines, first organized as divisions, were grouped into operating companies, homogeneous and coherent with the international development strategy, leaving Finmeccanica the functions of strategic and industrial guidance and control. Agusta was established in 2000. AgustaWestland has launched joint ventures in Russia, India and Poland. The current strategy of the Group has, therefore, led to the concentration of activities in the core business, where each pillar is overseen by a single company (AgustaWestland for helicopters, Alenia Aermacchi for aeronautics, Selex ES for defense and security electronics). In summary, Finmeccanica today is a multi-domestic and multicultural group, with 68,000 employees.

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.

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 |
|-------------------|---------------------------------|------------------|
| April 05, 2013 | Dan Bartlett, President and CEO | /s/ Dan Bartlett |

eSigned

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 <http://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: <http://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: <http://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, Counterespionage 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 Hill and Knowlton Strategies, LLC | 2. Registration No. 3301 |
| 3. Name of Foreign Principal AgustaWestland S. P.A. | |

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.

The foreign agent is providing services to the foreign principal through its Italian affiliate company International Strategic Communications S.r.l. - Hill+Knowlton Strategies Division. Foreign agent has no contract with the foreign principal. This is an intercompany arrangement.

Michael Kontos, the sole US employee of the foreign agent providing services for this foreign entity, will serve as an advisor and consultant providing advice on positioning and communications within the US. No media outreach is expected at this time.

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

See response to Question 7.

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.

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 |
|-------------------|---------------------------------|------------------|
| April 05, 2013 | Dan Bartlett, President and CEO | /s/ Dan Bartlett |
| | | eSigned |

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.