

For Six Month Period Ending 31 JUL 1997  
(Insert date)

**I - REGISTRANT**

1. (a) Name of Registrant

**KWR International, Inc.**

(b) Registration No.

**5119**

(c) Business Address(es) of Registrant

**140 West End Avenue  
New York, New York 10023**

2. Has there been a change in the information previously furnished in connection with the following:

(a) If an individual:

(1) Residence address

Yes ☐

No ☒

(2) Citizenship

Yes ☐

No ☒

(3) Occupation

Yes ☐

No ☒

(b) If an organization:

(1) Name

Yes ☐

No ☒

(2) Ownership or control

Yes ☐

No ☒

(3) Branch offices

Yes ☐

No ☒

(c) Explain fully all changes, if any, indicated in items (a) and (b) above.

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**IF THE REGISTRANT IS AN INDIVIDUAL, OMIT RESPONSE TO ITEMS 3, 4, AND 5(a).**

3. If you have previously filed Exhibit C<sup>1</sup>, state whether any changes therein have occurred during this 6 month reporting period.

Yes ☐

No ☒

If yes, have you filed an amendment to the Exhibit C? Yes ☐

No ☐

If no, please attach the required amendment.

<sup>1</sup> The Exhibit C, for which no printed form is provided, consists of a true copy of the charter, articles of incorporation, association, and by laws of a registrant that is an organization. (a waiver of the requirement to file an Exhibit C may be obtained for good cause upon written application to the Assistant Attorney General, Criminal Division, Internal Security Section, U.S. Department of Justice, Washington, D.C. 20530.)

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4. (a) Have any persons ceased acting as partners, officers, directors or similar officials of the registrant during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information:

| Name | Position | Date Connection Ended |
|------|----------|-----------------------|
|------|----------|-----------------------|

- (b) Have any persons become partners, officers, directors or similar officials during this 6 month reporting period? Yes ☐ No ☒

If yes, furnish the following information:

| Name | Residence<br>Address | Citizenship | Position | Date<br>Assumed |
|------|----------------------|-------------|----------|-----------------|
|------|----------------------|-------------|----------|-----------------|

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5. (a) Has any person named in item 4(b) rendered services directly in furtherance of the interests of any foreign principal? Yes ☐ No ☒

If yes, identify each such person and describe his service.

- (b) Have any employee or individuals, who have filed a short form registration statement, terminated their employment or connection with the registrant during this 6 month reporting? Yes ☐ No ☒

If yes, furnish the following information:

| Name | Position or connection | Date terminated |
|------|------------------------|-----------------|
|------|------------------------|-----------------|

- (c) During this six month reporting period, has the registrant hired as employees or in any other capacity, any persons who rendered or will render services to the registrant directly in furtherance of the interests of any foreign principal(s) in other than a clerical or secretarial, or in a related or similar capacity? Yes ☐ No ☒

If yes, furnish the following information:

| Name | Residence<br>Address | Citizenship | Position | Date<br>Assumed |
|------|----------------------|-------------|----------|-----------------|
|------|----------------------|-------------|----------|-----------------|

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6. Have short form registration statements been filed by all of the persons named in Items 5(a) and 5(c) of the supplemental statement? Yes ☐ No ☒ NA

If no, list names of persons who have not filed the required statement.

**II - FOREIGN PRINCIPAL**

7. Has your connection with any foreign principal ended during this 6 month reporting period?

Yes ☐No ☒

If yes, furnish the following information:

*Name of foreign principal*

*Date of termination*

8. Have you acquired any new foreign principal<sup>2</sup> during this 6 month reporting period?

Yes ☐No ☒

If yes, furnish following information:

*Name and address of foreign principal*

*Date acquired*

9. In addition to those named in Items 7 and 8, if any, list foreign principals<sup>2</sup> whom you continued to represent during the 6 month reporting period.

JETRO New York, 1221 Avenue of the Americas, New York, NY

10. **EXHIBITS A AND B**

(a) Have you filed for each of the newly acquired foreign principals in Item 8 the following:

Exhibit A<sup>3</sup>Yes ☐No ☐Exhibit B<sup>4</sup>Yes ☐No ☐

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If no, please attach the required exhibit.

(b) Have there been any changes in the Exhibits A and B previously filed for any foreign principal whom you represented during this six month period?

Yes ☒No ☐

If yes, have you filed an amendment to these exhibits?

Yes ☒No ☐

If no, please attach the required amendment.

<sup>2</sup> The term "foreign principal" includes, in addition to those defined in section 1(b) of the Act, an individual organization 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. (See Rule 100(a) (9)). A registrant who represents more than one foreign principal is required to list in the statements he files under the Act only those principals for whom he is not entitled to claim exemption under Section 3 of the Act. (See Rule 208.)

<sup>3</sup> The Exhibit A, which is filed on form CRM-157 (Formerly OBD-67) sets forth the information required to be disclosed concerning each foreign principal.

<sup>4</sup> The Exhibit B, which is filed on Form CRM-155 (Formerly OBD-65) sets forth the information concerning the agreement or understanding between the registrant and the foreign principal.

## III - ACTIVITIES

11. During this 6 month reporting period, have you engaged in any activities for or rendered any services to any foreign principal named in Items 7, 8, and 9 of this statement? Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail your activities and services:

JETRO New York: general monitoring and counseling and production and dissemination of newsletters specified in previously submitted agreement (additional copy enclosed) Additional follow-up with media. Assisted in development of cable broadcast on Japanese economy on Asian American television in May 1997.

12. During this 6 month reporting period, have you on behalf of any foreign principal engaged in political activity<sup>5</sup> as defined below?

Yes ☒ No ☐

If yes, identify each such foreign principal and describe in full detail all such political activity, indicating, 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 or radio and TV broadcasts, give details as to dates, places, of delivery, names of speakers and subject matter.

JETRO New York: media relations efforts as specified above and in agreements. Appeared on panel in Asian American cable broadcast in May 1997.

13. In addition to the above described activities, if any, have you engaged in activity on your own behalf which benefits any or all of your foreign principals? Yes ☐ No ☐

If yes, describe fully.

Media monitoring and counsel

<sup>5</sup> The term "political activities" means any activity that 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 political or public interests, policies, or relations of a government of a foreign country or a foreign political party.

## IV - FINANCIAL INFORMATION

## 14. (a) RECEIPTS-MONIES

During this 6 month reporting period, have you received from any foreign principal named in Items 7, 8, and 9 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 otherwise? Yes ☒ No ☐

If no, explain why.

If yes, set forth below in the required detail and separately for each foreign principal an account of such monies<sup>6</sup>

| Date      | From Whom | Purpose                 | Amount   |
|-----------|-----------|-------------------------|----------|
| June 1997 | JETRO NY  | Focus: Japan Newsletter | \$15,000 |

\$15,000

Total

## (b) RECEIPTS - FUND RAISING CAMPAIGN

During this 6 month reporting period, have you received, as part of a fund raising campaign<sup>7</sup>, any money on behalf of any foreign principal named in items 7, 8, and 9 of this statement? Yes ☐ No ☒

If yes, have you filed an Exhibit D to your registration? Yes ☐ No ☒

If yes, indicate the date the Exhibit D was filed. Date \_\_\_\_\_

## (c) RECEIPTS-THINGS OF VALUE

During this 6 month reporting period, have you received any thing of value<sup>9</sup> other than money from any foreign principal named in Items 7, 8, and 9 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:

| Name of foreign principal | Date received | Description of thing of value | Purpose |
|---------------------------|---------------|-------------------------------|---------|
|---------------------------|---------------|-------------------------------|---------|

<sup>6, 7</sup> A registrant is required to file an Exhibit D if he collects or receives contributions, loans, money, or other things of value for a foreign principal, as part of a fund raising campaign. (See Rule 201(e).)

<sup>8</sup> An Exhibit D, for which no printed form is provided, sets forth an account of money collected or received as a result of a fund raising campaign and transmitted for a foreign principal.

<sup>9</sup> 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.

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

During this 6 month reporting period, have you

(1) disbursed or expended monies in connection with activity on behalf of any foreign named in Items 7, 8, and 9 of this statement? Yes ☒ No ☐(2) transmitted monies to any such foreign principal? Yes ☐ No ☒

If no, explain in full detail why there were no disbursements made on behalf of any foreign principal.

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

| Date | To Whom | Purpose | Amount |
|------|---------|---------|--------|
|------|---------|---------|--------|

Over this six month period, registrant has disbursed/expended:

|                           |                |
|---------------------------|----------------|
| Printing/Postage/Editing: | \$2,000        |
| Design Services           | \$1,300        |
| Clerical Support (est.)   | 500            |
| Wire Services             | 2,350          |
| Telephone (est.)          | 500            |
| Office/Misc. (est.)       | 500            |
| Registration Fee          | 305            |
|                           | <u>\$7,455</u> |

\$7,455

Total

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

During this 6 month reporting period, have you disposed of anything of value<sup>10</sup> other than money in furtherance of or in connection with activities on behalf of any foreign principal named in Items 7, 8, and 9 of this statement?

Yes ☐No ☒

If yes, furnish the following information:

| Date disposed | Name of person to whom given | On behalf of what foreign principal | Description of thing of value | Purpose |
|---------------|------------------------------|-------------------------------------|-------------------------------|---------|
|---------------|------------------------------|-------------------------------------|-------------------------------|---------|

**(c) DISBURSEMENTS-POLITICAL CONTRIBUTIONS**

During this 6 month reporting period, have you from your own funds and on your own behalf either directly or through any other person, made any contributions of money or other things of value<sup>11</sup> in connection with an election to any political office, or in connection with any primary election, convention, or caucus held to select candidates for political office?

Yes ☐No ☒

If yes, furnish the following information:

| Date | Amount or thing of value | Name of political organization | Name of candidate |
|------|--------------------------|--------------------------------|-------------------|
|------|--------------------------|--------------------------------|-------------------|

10, 11 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.

**V - INFORMATIONAL MATERIALS**

16. During this 6 month reporting period, did you prepare, disseminate or cause to be disseminated any informational materials<sup>12</sup>?  
 Yes ☒ No ☐

IF YES, RESPOND TO THE REMAINING ITEMS IN SECTION V.

17. Identify each such foreign principal.

JETRO New York

18. During this 6 month reporting period, has any foreign principal established a budget or allocated a specified sum of money to finance your activities in preparing or disseminating informational materials?  
 Yes ☒ No ☐

If yes, identify each such foreign principal, specify amount, and indicate for what period of time.

JETRO New York, \$35,000 until March 1998

19. During this 6 month reporting period, did your activities in preparing, disseminating or causing the dissemination of informational materials include the use of any of the following:

- ☒ Radio or TV broadcasts  
☒ Magazine or newspaper articles  
☐ Motion picture films  
☒ Letters or telegrams  
☐ Advertising campaigns  
☒ Press releases  
☒ Pamphlets or other publications  
☒ Lectures or speeches  
☒ Other (specify) interviews

20. During this 6 month reporting period, did you disseminate or cause to be disseminated informational materials among any of the following groups:

- ☐ Public Officials  
☒ Newspapers  
☐ Libraries  
☐ Legislators  
☒ Editors  
☒ Educational institutions  
☐ Government agencies  
☐ Civic groups or associations  
☐ Nationality groups  
☒ Other (specify) general media and opinion leaders (e.g. trade associations, analysts, etc.)

21. What language was used in the informational materials:

- ☒ English  
☐ Other (specify) \_\_\_\_\_

22. Did you file with the Registration Unit, U.S. Department of Justice a copy of each item of such informational materials disseminated or caused to be disseminated during this 6 month reporting period? Yes ☒ No ☐

23. Did you label each item of such informational materials with the statement required by Section 4(b) of the Act? Yes ☒ No ☐

12 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, 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.

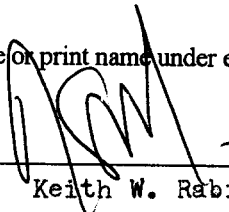
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**VI--EXECUTION**

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

7/27/97

(Type or print name under each signature<sup>13</sup>)  
Keith W. Rabin, President

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<sup>13</sup> 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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140 West End Avenue, 9th Floor • New York, New York 10023  
Phone: 212-799-4294 • Fax: 212-799-0517 • E-mail: kwrintl@kwrintl.com

## **Agreement between JETRO & KWRI to Produce Three Focus: Japan Newsletters**

The following sets forth the agreement made as of June 3, 1997 between the Japan External Trade Organization NY ("JETRO") and KWR International, Inc. ("KWRI") to produce a series of three Focus: Japan newsletters dealing with targeted issues of importance. It is understood our agreement consists of the following:

### **1) Objectives:**

- A) To issue three one-two page newsletters to support greater awareness in the United States of initiatives targeted by the Japanese government; and
- B) To assist JETRO in managing media activity and to support a more comprehensive communications program in the United States.

**2) Methodology:** To complete the objectives outlined above, KWRI will coordinate with JETRO to:

- evaluate and edit materials to incorporate into a newsletter format;
- make necessary revisions and additions to existing mailing lists;
- obtain final approvals and undertake the production and distribution of each newsletter to a mailing list of approximately 1000 individuals;
- design a text-only version of each newsletter for targeted dissemination by e-mail and distribution over the PR or Business newswire;
- provide a minimum level of counsel and assistance to JETRO to help service requests from the media and other relevant individuals; and
- prepare a final memorandum analyzing the results of this project.

**3) Level of Effort:** KWRI's primary responsibility will be to develop and to disseminate three newsletters. KWRI will also provide a minimum level of counsel and support to help JETRO in its efforts to initiate, and to effectively respond to, media contacts generated through this effort.

**4) Project Team:** This project will be undertaken by a team under the direction of Keith Rabin, President of KWRI, a consulting firm specializing in research, trade, investment and business development for a diverse range of public- and private-sector clients.

**5) In-Kind Services:** This project will entail regular interaction between KWRI and JETRO. JETRO will assist KWRI in obtaining approvals and in identifying and making contact with organizations and individuals that can be helpful to this project.

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CRI/IS/RESEARCH UNIT

9757-35121

**Focus: Japan Newsletter Agreement between JETRO & KWRI (Page 2 of 2)**

This will likely include locating JETRO officials and other relevant individuals who can act as spokespeople to respond to media inquiries. The Director of Public Affairs of JETRO will act as a counterpart to coordinate with KWRI throughout the course of this project.

**6) Budget:** The project outlined above will require a total budget of US\$35,000. This figure includes all professional fees and out-of-pocket expenses related to the editing, design, production and dissemination of the three newsletters. It does not include JETRO letterhead and envelopes which will be supplied by JETRO for mailing purposes.

Any additional expenses will be budgeted separately and will be incurred subject to JETRO's prior written approval.

**7) Payment Schedule and Information:** Payment for this project will be made as follows:

- \$15,000 upon endorsement of this contract;
- \$10,000 upon the mailing of the second newsletter; and
- \$10,000 upon the mailing of the third newsletter.

Payments will be made to KWRI by check or wire transfer.

**8) Conclusion:** This represents the entire agreement between JETRO and KWRI and may not be changed, nor may any of its provisions be waived, unless agreed upon in writing by both parties.

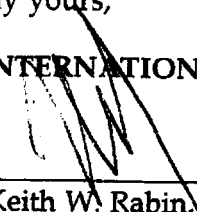
If this agreement is in accordance with our previous discussions, please indicate JETRO's agreement at the conclusion of this document with the appropriate signature, and return a signed copy to KWRI with your check for the initial \$17,500 payment.

KWRI thanks JETRO for the opportunity to undertake this important project.

Sincerely yours,

KWR INTERNATIONAL, INC.

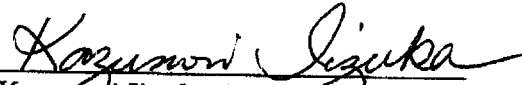
By:

  
Keith W. Rabin, President

Agreed to:

JAPAN EXTERNAL TRADE ORGANIZATION NY

By:

  
Kazumori Iizuka, President