

Privacy Act Statement. 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, D.C. 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. Finally, the Attorney General intends, at the earliest possible opportunity, to make these public documents available on the Internet on the Department of Justice World Wide Web site.

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, Criminal 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.

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 <del>R. STAN</del> BUTTERFIELD CARTER & ASSOC; 1010 PENNSYLVANIA AVE., S.E. WASHINGTON D.C. 20003	2. Registration No. 5398
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3. Name of foreign principal BNFL PLC <del>RIFE</del> (BRITISH NUCLEAR FUELS)	4. Principal address of foreign principal RISLEY, WARRINGTON, CHESHIRE, WA3 6AS, UNITED KINGDOM
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5. Indicate whether your foreign principal is one of the following:

Foreign government

Foreign political party

Foreign or domestic organization: If either, check one of the following:

<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 (specify) _____

Individual-State nationality \_\_\_\_\_

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

a) Branch or agency represented by the registrant. N/A

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. N/A

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

NUCLEAR FUEL CYCLE SERVICES

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

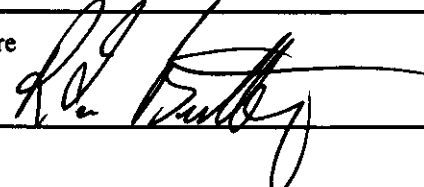
Financed by a foreign government, foreign political party, or other foreign principal Yes  No

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.)

BNFL plc IS OWNED 100% BY THE GOVERNMENT OF THE UK. IT OPERATES AS A PUBLIC LIMITED COMPANY (PLC), ALONG THE LINES OF OTHER BRITISH CORPORATIONS NOT OWNED BY THE UK GOVERNMENT.

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.

Date of Exhibit A	Name and Title	Signature
21 JAN '03	R. IAN BUTTERFIELD PARTNER	

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. One original and two legible photocopies of this form shall be filed for each foreign principal named in the registration statement and must be signed by or on behalf of the registrant.

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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, Criminal 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 <b>BUTTERFIELD CARTER AND ASSOCIATES</b>	2. Registration No. <b>5398</b>	CRM/ISS REGISTRATION UNIT 2003 JAN 31 AM 8:16
3. Name of Foreign Principal <b>BRITISH NUCLEAR FUELS, plc</b>		

Check Appropriate Boxes:

- 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.

**BUTTERFIELD CARTER AND ASSOCIATES WILL ADVISE BNFL plc ON PUBLIC POLICY MATTERS ARISING FROM ITS INTERNATIONAL SHIPMENT OF HIGH LEVEL WASTE (HLW) AND MIXED OXIDE FUEL (MOX).**

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

BUTTERFIELD CARTER AND ASSOCIATES WILL ADVISE BNFL ON ITS DEALINGS WITH THE PRINT AND ELECTRONIC MEDIA IN COUNTRIES INTERESTED IN ITS ~~SEA~~ INTERNATIONAL SHIPMENTS OF HIGH LEVEL NUCLEAR WASTE (HLW) AND MIXED OXIDE FUEL (MOX) IT WILL MONITOR U.S. POLICY REGARDING THESE SHIPMENTS BUT IT WILL NOT ATTEMPT TO INFLUENCE THAT POLICY.

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.

Date of Exhibit B 21 JAN 03	Name and Title R. IAN BUTTERFIELD PARTNER	Signature 
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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 interests, policies, or relations of a government of a foreign country or a foreign political party.



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Your ref:  
Our ref: mlm009.let

21 January 2003

Dear *Mr. Carter,*

**Public/Government Relations in USA**

Further to our telephone conversations, please accept this letter as an agreement between BNFL and Butterfield Carter and Associates.

Commencing 1 December 2002, Butterfield Carter and Associates will monitor and advise BNFL on all public policy matters in the US relating to sea shipments of HLW and MOX fuel between Europe and Japan.

This agreement will run until BNFL advises you that it has been terminated.

Yours sincerely

Malcolm L. Miller  
Head of International Transport

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Awarded to BNFL Transport, Risley

Registered in England no. 1002607  
Registered office:  
Risley Warrington Cheshire WA3 6AS