

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 <https://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 FARA Unit in Washington, DC. Statements are also available online at the FARA Unit's webpage: <https://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: <https://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .22 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, FARA Unit, Counterintelligence and Export Control 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 McKinsey & Company, Inc. International	2. Registration Number 6852
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3. Primary Address of Registrant
711 Third Avenue, 4th Floor, New York, NY 10017

4. Name of Foreign Principal Saudi Council of Economic and Development Affairs (CEDA)	5. Address of Foreign Principal CEDA Riyadh SAUDI ARABIA
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6. Country/Region Represented
SAUDI ARABIA

7. Indicate whether the foreign principal is one of the following:

Government of a foreign country¹

Foreign political party

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

<input type="checkbox"/> Partnership	<input type="checkbox"/> Committee
<input type="checkbox"/> Corporation	<input type="checkbox"/> Voluntary group
<input type="checkbox"/> Association	<input type="checkbox"/> Other (<i>specify</i>) _____

Individual-State nationality _____

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

a) Branch or agency represented by the registrant
Saudi Council of Economic and Development Affairs

b) Name and title of official with whom registrant engages
Muhammed Al Jasser, Sr. Advisor to Saudi Government (at the time)

¹ "Government of a foreign country," as defined in Section 1(e) of the Act, includes any person or group of persons exercising sovereign de facto or de jure political jurisdiction over any country, other than the United States, or over any part of such country, and includes any subdivision of any such group and any group or agency to which such sovereign de facto or de jure authority or functions are directly or indirectly delegated. Such term shall include any faction or body of insurgents within a country assuming to exercise governmental authority whether such faction or body of insurgents has or has not been recognized by the United States.

9. If the foreign principal is a foreign political party, state:

- a) Name and title of official with whom registrant engages

- b) Aim, mission or objective of foreign political party

10. 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.

b) Is this foreign principal:

- | | | |
|---|------------------------------|-----------------------------|
| Supervised by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| Owned by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| Directed by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| Controlled by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| Financed by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> | No <input type="checkbox"/> |
| Subsidized in part by a foreign government, foreign political party, or other foreign principal | Yes <input type="checkbox"/> | No <input type="checkbox"/> |

11. Explain fully all items answered "Yes" in Item 10(b).

12. 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, 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

08/05/2020

Elizabeth C. Duffy

Elizabeth C. Duffy

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 <https://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 FARA Unit in Washington, DC. Statements are also available online at the FARA Unit's webpage: <https://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: <https://www.fara.gov>.

Public Reporting Burden. Public reporting burden for this collection of information is estimated to average .32 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, FARA Unit, Counterintelligence and Export Control 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 McKinsey & Company, Inc. International	2. Registration Number 6852
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3. Name of Foreign Principal
 Saudi Council of Economic and Development Affairs (CEDA)

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. What is the date of the contract or agreement with the foreign principal? 01/08/2017
- 8. Describe fully the nature and method of performance of the above indicated agreement or understanding.

McKinsey & Company, Inc. International (McKinsey) was engaged at the direction of the Saudi Council of Economic and Development Affairs (CEDA) in 2015 to assist in setting up the Strategic Partnership Office (SPO) (which later became the Saudi Center for International Strategic Partnerships), an entity whose purpose would be to help manage and improve Saudi Arabia's relationships with numerous countries around the world. Because the SPO was not yet established as a separate entity and did not have its own budget, it was agreed that the Saudi Arabian Oil Company (Saudi Aramco) would pay certain costs associated with the SPO's design and provide personnel to support the SPO's development leading to the execution of a purchase order on January 8, 2017 that served as the basis for payment in full of McKinsey's fees. McKinsey's work on the project was carried out at the direction of a committee of ministers appointed by CEDA.

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

See Appendix for Response

10. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act¹.

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. The response must include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials.

See Question 9.

11. Prior to the date of registration² for this foreign principal has the registrant engaged in any registrable activities, such as political activities, for this foreign principal?

Yes No

If yes, describe in full detail all such activities. The response should include, 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, social media, internet postings, or media broadcasts, give details as to dates, places of delivery, names of speakers, and subject matter. The response must also include, but not be limited to, activities involving lobbying, promotion, perception management, public relations, economic development, and preparation and dissemination of informational materials.

Set forth below a general description of the registrant's activities, including political activities.

See Appendix for Response

Set forth below in the required detail the registrant's political activities.

Date	Contact	Method	Purpose
			No Political Activity Contacts to Report

12. During the period beginning 60 days prior to the obligation to register³ for this foreign principal, has the registrant received from the foreign principal, or from any other source, for or in the interests of the foreign principal, any contributions, income, money, or thing of value either as compensation, or for disbursement, or otherwise?

Yes No

If yes, set forth below in the required detail an account of such monies or things of value.

Date Received	From Whom	Purpose	Amount/Thing of Value
06/01/2017	Saudi Arabian Oil Company	Consulting services (on behalf of the Saudi Council of Economic and Development Affairs)	\$4,799,160.00

\$4,799,160.00

13. During the period beginning 60 days prior to the obligation to register⁴ for this foreign principal, has the registrant disbursed or expended monies in connection with activity on behalf of the foreign principal or transmitted monies to the foreign principal?

Yes No

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

Date	Recipient	Purpose	Amount
06/30/2016	Various service providers	Travel and Lodging (approximate figures for time period 12/10/2015 through 06/30/2016)	\$668,228.00
06/30/2016	Various service providers	Meals and Entertainment (approximate figures for time period 12/10/2015 through 06/30/2016)	\$37,733.00
06/30/2016	Various service providers	Office Services/Supplies (approximate figures for time period 12/10/2015 through 06/30/2016)	\$38,533.00
06/30/2016	Various service providers	Misc./Other (approximate figures for time period 12/10/2015 through 06/30/2016)	\$75,765.00

¹ "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.

^{2,3,4} Pursuant to Section 2(a) of the Act, an agent must register within ten days of becoming an agent, and before acting as such.

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
08/10/2020	Elizabeth C. Duffy	/s/Elizabeth C. Duffy
_____	_____	_____
_____	_____	_____
_____	_____	_____

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

08/05/2020

Elizabeth C. Duffy

Elizabeth C. Duffy

Appendix Response to Item 9

Item 9: Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

McKinsey & Company, Inc. International (McKinsey) aided the committee appointed by CEDA in a project in respect of the US-Saudi partnership. The project involved: conducting market testing of various sectors of the Saudi economy and analyzing and exploring investment opportunities in Saudi Arabia (building on previous work done for SAGIA); commissioning a third-party public opinion survey of American attitudes towards Saudi Arabia; preparing Saudi officials for engagement with certain US private and public sector counterparts in Saudi Arabia; and assisting in arranging and supporting meetings in the United States in February 2016 and June 2016 between Saudi officials and think tanks and/or corporations in various sectors including finance and technology, in order to explore potential investment opportunities in Saudi Arabia. Additionally, McKinsey helped launch the Strategic Partnership Office, which later became the Saudi Center for International Strategic Partnerships. This office was set up to assist Saudi Arabia in developing its partnerships with countries around the world, including the United States. McKinsey did not set up or attend any meetings between Saudi government officials and U.S. government officials.

Appendix
Response to Item 11-Desc

See Question 9.

McKinsey & Company, Inc. International (McKinsey) ended its work on this project on June 30, 2016 and did not serve as an agent of the foreign principal following this date.

Saudi Arabian Oil Company CONTRACT RELEASE PURCHASE ORDER

AWARD DETAILS:

CONTRACT NO.: 6600027453		REL. PO No.: 6510808459	VER NO.: 0	TITLE OF THIS WORK Management Consulting Contracts	
PLANT NO.: AM02	REQUISITIONER:		START DATE: 03/01/2016	DATE TO BE COMPLETED: 06/01/2016	
COST CENTER NO.: 504500 SPL EXP PUB SVCS PRO		PRICING METHOD: LS - Lump sum		Document Date: 12/26/2016	
PURCHASING GROUP: 796 Org Cnslt Dept		INITIATOR: Khalid Almarshadi	TEL. NO.: +966 13 873-4566	FAX NO.:	

PO Approval:

<p>PROPONENT DEPARTMENT / DIVISION AND ADDRESS</p> <p>Company Saudi Arabian Oil Company PO Box 0 DHAHRAN 31311 SAUDI ARABIA</p> <p>Nasser Abdulrazaq Al Nafisee CONTRACT SIGNATORY APPROVAL</p> <p>VP Corporate Affairs JOB TITLE</p>	<p>Cost Center 504500</p> <p>TELEPHONE NO.</p> <p>01/08/2017 DATE</p> <p>227058 EMPLOYEE NUMBER</p>	<p>CONTRACTOR NAME AND ADDRESS</p> <p>BRANCH OF MCKINSEY AND COMPANY INC INTERNATIONAL PO Box 91086 RIYADH 01 11633 SAUDI ARABIA</p> <p>VENDOR ID NO. 10044082</p> <p>TELEPHONE No. 011 211 8101</p> <p>_____ AUTHORIZED SIGNATURE</p> <p>_____ DATE</p>
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CERTIFICATION OF WORK PERFORMED - I certify that I have personally inspected the work described below and it has been performed satisfactorily.

_____ SIGNATURE	_____ DATE	_____ JOB TITLE	_____ EMPLOYEE NUMBER
_____ SIGNATURE	_____ DATE	_____ JOB TITLE	_____ EMPLOYEE NUMBER

WORK TO BE PERFORMED:

- # Overall integration and program management, including public sentiment analyses in the US and guidance for the activation of the partnership
- # Establishment of governance mechanisms, specifically the launch of the US Saudi Partnership Office.
- # Market testing the following sectors: mining, health, ICT, manufacturing, education (vocational), transport, retail, tourism (tbd), utilities (tbd)
- # Developing packages of incentives, enablers, and regulations to support each sector opportunity
- # Collect and detail ideas for social programs
- # Support MOFA, MOD, and RC in defining the aspiration for the political and security aspects of the relationship

ITEM	SERVICE NUMBER	DESCRIPTION	ORDER QTY.	UNIT	PER	PRICE/UNIT	NET VALUE
00001		Management Consulting Contracts					
		GRAND TOTAL:		SAR		18,000,000.00	