



**U.S. Department of Justice**

National Security Division

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Counterintelligence and Export Control Section

Washington, DC 20530

July 12, 2017

[addressee deleted]

Re: [text deleted]

Dear [name deleted]:

This is in reference to your e-mail message of June 16, 2017, in which you requested an advisory opinion pursuant to 28 C.F.R. § 5.2 regarding your possible obligation or exemption under the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.* (FARA or the Act), if you agree to serve as a U.S. board member of [US company], a U.S. subsidiary of [foreign country holding company], a holding company in [foreign country].

You stated in your email that [US company] provides a wide range of security solutions to government authorities and telecommunications providers. You disclosed that, as a member of the Board of [US company], your primary responsibilities would include protecting the U.S. Government's best interests and ensuring that [US company] meets all of the requirements of the Special Security Agreements required by the Defense Security Service. You further indicated that you would be one of four U.S. Board members with security clearances and that the four U.S. Board members would exclusively make all of the decisions concerning [US company] initiatives, plans or contract specifications with U.S. Government departments or agencies which require access to U.S. classified national defense information.

Based upon these representations, the activities of your company are commercial in nature and thus qualify for the exemption provided by Section 3(d)(1) of the Act for private and non-political activities in furtherance of the bona fide trade or commerce of a foreign principal so long as the activities are restricted to those stated in your letter. Please note that the question of obligation or exemption must be revisited as the nature of the activities changes. Therefore, if your relationship with any foreign entity changes in any way, you should contact this Unit immediately in order that we may reexamine whether you have an obligation to register under FARA at that time.

If you have any questions, please contact me or [name deleted] at 202-233-0776.

Sincerely,

Heather H. Hunt, Chief  
Registration Unit