



**U.S. Department of Justice**

National Security Division

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Counterintelligence and Export Control Section

Washington, DC 20530

November 10, 2015

[addressee deleted]

Re: FARA Advisory Opinion for [text deleted]

Dear [name deleted]:

This responds to your letter of June 17, 2013, requesting an advisory opinion regarding the possible registration obligation of [US firm] under the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.* (FARA or the Act). [US firm], a law firm and government relations firm, represented [foreign company], a [foreign country] company, which attempted to buy [US company]. [US firm] was to provide legal and government relations services for [foreign company], and to help it navigate the Committee on Foreign Investment in the United States (CFIUS) process. By letter of December 3, 2012, we advised you that [US firm] then had an obligation to register under FARA, and we needed additional information about [US firm]'s representation of [foreign company] and the ownership and control of [foreign company].

We reviewed your supplemental letter of June 17, 2013, which supplied us with the answers about the ownership and control of [foreign company]. You stated in that letter that [foreign company] is 40% owned by the [foreign municipal government] and 60% owned by a holding company. The holding company is owned by two private [foreign country] citizens. The board of directors controls the corporate activities. The [foreign] municipal government determines two directors and private citizens of the [foreign country] control three of the directors. In addition, we note that [US firm] no longer represents [foreign company] in its plan to acquire [US company].

In your second letter, you identified [US company] as the U.S. company [foreign company] attempted to purchase, and described the decision-making process of [foreign company]'s board. Based upon your recent information and your representations that the Government of the [foreign country] neither owns nor controls [foreign company], we will not contest your request for an exemption for [US firm] under the Lobbying Disclosure Act exemption, 22 U.S.C. § 611(h).

If you have any questions, please contact [FARA Unit Attorney] at  
(202) 233-0776.

Sincerely,

Heather H. Hunt, Chief  
Registration Unit