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5 Attorneys for Defendant  
Imaad Shah Zuberi

8 UNITED STATES DISTRICT COURT  
9 CENTRAL DISTRICT OF CALIFORNIA

11 United States of America,  
12 Plaintiff,

13 v.

14 Imaad Shah Zuberi,  
15 Defendant.

Case No. 2:19-cr-00642-VAP  
No. 2:20-cr-00155-VAP

**PROFFER OF ATTORNEY  
DAVID A. WARRINGTON**

Judge: Hon. Virginia A. Phillips

16  
17 I, David A. Warrington, declare and state as follows:

18 1. I am an attorney at law licensed to practice in the Commonwealth of  
19 Virginia. I am Of Counsel with the Kutak Rock, LLP law firm. I am admitted pro  
20 hac vice in this case and counsel of record for Defendant Imaad Shah Zuberi in this  
21 matter. I was retained to represent the Defendant on issues in the case pertaining to  
22 the Foreign Agent Registration Act (“FARA”), 22 U.S.C. § 611, et seq., and Federal  
23 Campaign Finance Act (“FECA”), 52 U.S.C. § 30101 et seq. I have firsthand  
24 knowledge of and am familiar with the Plea Agreement and facts pertaining to the  
25 FARA and FECA issues in the case.

26 2. According to the Plea Agreement:

27 Defendant agrees to satisfy any and all obligations under  
28 FARA prior to sentencing, including registering for any  
and all activity, past or present, that requires registration

1 under FARA and amending any deficiencies in the existing  
2 FARA filings.

3 (Dkt. 5, ¶ 4).

4 3. To trigger a FARA registration obligation, one must act “at the order,  
5 request, or under the direction or control” of a “foreign principal” to influence any  
6 agency or official of the Government of the United States or the public within the  
7 United States in the interests of a “foreign principal.” 22 U.S.C. § 611. A “foreign  
8 principal” is a foreign government, political party, or individual not a citizen of, or a  
9 corporation or other legal entity organized under the laws of, or with its principle  
10 place of business in, a foreign country. 22 U.S.C. § 611(b).

11 4. Activities that are commercial in nature and do not involve seeking to  
12 influence the United States Government or public are exempt from FARA. 22 U.S.C.  
13 § 613(d) (exempting bona fide commercial and trade activity from FARA’s reporting  
14 obligations). Activities undertaken at the request of the United States are also exempt  
15 from FARA. *See* Advisory Letter from Brandon L. Van Grack, Chief, U.S. Dep’t of  
16 Justice, Nat’l Sec. Div., FARA Unit to [Name Deleted] (Mar. 18, 2020),  
17 <https://www.justice.gov/nsd-fara/page/file/1287621/download> (activities undertaken  
18 at the request of the United States government, its officials or agencies, are not  
19 covered by FARA).

20 5. In the government’s opposition to Mr. Zuberi’s motion to extend his  
21 reporting date, the prosecution asserts, without explanation or support, that Zuberi  
22 “has not filed FARA registrations as required by both statute and the terms of his plea  
23 agreement.” Dkt. No. 5 at 5. As a matter of fact and law, there are no other FARA  
24 registrations for which Mr. Zuberi is responsible.

25 6. Zuberi pled guilty to only one FARA violation regarding his work with  
26 the Government of Sri Lanka. According to the pre-indictment information and  
27 factual basis filed with the Plea Agreement, Zuberi filed a FARA registration for his  
28 work on behalf of the government of Sri Lanka but failed to adequately disclose

1 federal campaign contributions that he made in the reporting period prior to the filing  
2 of his registration and failed to adequately disclose what he was paid for his FARA  
3 governed activities for Sri Lanka. Given that Sri Lanka failed to pay Zuberi for the  
4 part of his work with Sri Lanka that was governed by FARA, there is no additional  
5 information with which to supplement his already filed Sri Lanka FARA supplement.

6 7. To the extent the prosecutor is referring to his claim in sentencing  
7 proceedings that certain federal-candidate contributions reported to have been made  
8 by others were really from Mr. Zuberi and should be disclosed in a supplemental  
9 FARA filing with regard to the Sri Lanka registration, Mr. Zuberi contested that  
10 claim. The Court made no findings resolving it or identifying specific contributions  
11 that were Zuberi's rather than contributions by the individuals reported in the FEC  
12 filings. Mr. Zuberi maintains this position and cannot attest to the veracity of any  
13 FARA supplement taking credit for contributions he did not make. If Zuberi were to  
14 file an amended FARA registration for Sri Lanka to include contributions he believes  
15 are not actually his, simply to satisfy AUSA O'Brien's allegations, he would be  
16 knowingly filing a false FARA registration. Such an attestation would be another  
17 crime. Thus, Mr. Zuberi has no additional FARA obligations with regard to Sri  
18 Lanka.

19 8. Apart from Sri Lanka, AUSA O'Brien advanced several additional  
20 allegations of unmet FARA obligations in the government's sentencing briefings  
21 pertaining to Zuberi's commercial work in Bahrain, Turkey, Libya, Ukraine and  
22 Qatar. Because of the superficial nature of the allegations regarding the other  
23 purported unmet FARA obligations advanced by AUSA O'Brien and limitations on  
24 the sentencing briefings, Zuberi was never able to fully address the lack of merit of  
25 those allegations pertaining to Bahrain, Turkey, Libya, Ukraine and Qatar.

26 9. Mr. Zuberi did not plead guilty to any violations with regard to AUSA  
27 O'Brien's additional allegations, and no such violations exist. The Court did not find  
28 otherwise at sentencing.

1           10. No violations exist because Mr. Zuberi’s work in those countries was  
2 commercial in nature, involving economic development and business activities in  
3 those countries and Mr. Zuberi’s substantial efforts to bring American companies to  
4 those countries to do business. That work did not involve influencing the United  
5 States government or public within the meaning of FARA. As such, those  
6 commercial and trade activities are exempt from any FARA registration obligations.  
7 22 U.S.C. § 613(d).

8           11. With regard to Qatar, and to some extent Libya, Mr. Zuberi’s activities  
9 that AUSA O’Brien advanced as the basis for these purported additional FARA  
10 registration obligations were activities Mr. Zuberi undertook at the direction of the  
11 executive branch of the United States government or high-level elected officials in  
12 the legislative branch. These activities are also exempt from FARA registration for  
13 that reason. *See* Advisory Letter from Van Grack to [Name Deleted], *supra* ¶ 4.

14           Executed this 19th day of April, 2021, in Centreville, Virginia.

15           Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the  
16 foregoing is true and correct.

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By:   
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