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 <u>https://www.fara.gov</u>.

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	2. Registration Number
Warner Norcross + Judd	7261

3. Primary Address of Registrant

150 Ottawa Ave NW, Suite 1500, Grand Rapids, MI 49503

4. Name of Foreign Principal Gotion, Inc.	5. Address of Foreign Principal 48660 Kato Rd. Fremont, CA 94538
6. Country/Region Represented CHINA	
 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 or Partnership Corporation Association Individual-State nationality 	

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

a) Branch or agency represented by the registrant

b) Name and title of official with whom registrant engages

^{1 &}quot;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. Innovation and manufacture of Battery Management System, Vehicle Control System, Powertrain Control System, Battery Materials, Electric Vehicles, EV electronics system, and Electrolytes

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 🗷

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.

Gotion Inc. is wholly owned and controlled by by Hefei Gotion High-Tech Power Energy Co., Ltd

Date	Printed Name	Signature
04/21/2023	Madelaine C. Lane	/s/Madelaine C. Lane

Date	Printed Name	Signature
4/21/2023	Madelaine Lane	Mle
/ /		

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 2. Registration Num Warner Norcross + Judd 7261	ber
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3. Name of Foreign Principal Gotion, Inc.

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? 01/12/2023

8. Describe fully the nature and method of performance of the above indicated agreement or understanding.

The registrant agreed to represent Gotion, Inc., in connection with a proposed battery component manufacturing facility in Big Rapids, Michigan.

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

The registrant engages in legal representation on behalf of the foreign principal including counseling on business matters, real estate acquisition, and local, state and federal regulatory compliance. Additionally, the registrant engages in and proposes to engage in providing advice on legal matters and policy related matters to the foreign principal. Such assistance includes and will include contact with various levels of government officials.

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 Appendix for Response

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 🗆

Contact

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 the tabular input

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

Date See Appendix for Response Method

Purpose

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	Amour	nt/Thing of Value
02/28/2023- 02/28/2023	Gotion, Inc.	Payment for legal services rendered	\$	51,769.50

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

Yes 🗌 No 🗷

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

Date

Recipient

Purpose

Amount/Thing of Value

51,769.50

\$

Total

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.

^{1 &}quot;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.

Date	Printed Name	Signature
04/21/2023	Madelaine C. Lane	/s/Madelaine C. Lane

Date	Printed Name	Signature
4/21/2023	Madelaine Lane	Mle
/ /		

Appendix Response to Item 10

Item 10: Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(0) of the Act. 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.

Communication by email, text, and phone with members of the Michigan executive and legislative branches on legal and policy-related matters related to the foreign principal's proposed battery project in Mecosta County. Additionally, communication by email and/or phone with the Mecosta County Board of Commissioners regarding legal and policy concerns with the proposed battery plant including economic incentives, and rezoning.

Prepare and file applications for rezoning, attend information gathering meetings with county officials, and attend public hearings related to rezoning arguments and local development agreements .

All forms of communication with departments and agencies of the State of Michigan related to wetland permitting application. Negotiations with department the Departments of the State of Michigan related to wetland permitting application.

Performing real estate acquisitions and due diligence including reviewing titles, survey, environmental reports and construction contracts related to the proposed battery project in Mecosta County.

Appendix Response to Item 11-Detail

Date	Contact	Method	Purpose
01/03/2023	Quentin Messer (CEO and president MEDC), Dan Eichinger (Acting director EGLE), Aaron Keatley (Chief deputy director EGLE), Jerrod Sanders (Assistant Director EGLE), Stacy Bowerman (Senior Vice President Business Development MEDC), Jeremy Webb (Managing Director MEDC), Terri Fitzpatrick (Executive Vice President, Chief Real Estate and Global Attraction Officer MEDC)	Meeting	Discussion regarding proposed battery plant
01/12/2023	Quentin Messer (CEO and president MEDC), Dan Eichinger (Acting director EGLE), Aaron Keatley (Chief deputy director EGLE), Jerrod Sanders (Assistant Director EGLE), Stacy Bowerman (Senior Vice President Business Development MEDC), Jeremy Webb (Managing Director MEDC), Terri Fitzpatrick (Executive Vice President, Chief Real Estate and Global Attraction Officer MEDC)	Teleconference	Discussion regarding Big Rapids site alternatives and wetlands issues
01/17/2023	Jerrod Sanders (Assistant Director EGLE)	Teleconference	Discuss wetlands issue
01/17/2023	Jerrod Sanders (Assistant Director EGLE)	Teleconference	Discuss wetlands issue
01/30/2023	Quentin Messer (CEO and president MEDC), Dan Eichinger (Acting director EGLE), Aaron Keatley (Chief deputy director EGLE), Jerrod Sanders (Assistant Director EGLE), Stacy Bowerman (Senior Vice President Business Development MEDC), Jeremy Webb (Managing Director MEDC), Terri Fitzpatrick (Executive Vice President, Chief Real Estate and Global Attraction Officer MEDC)	Teleconference	Discussion regarding draft alternatives analysis and wetlands issues

Date	Contact	Method	Purpose
02/10/2023	Quentin Messer (CEO and president MEDC), Dan Eichinger (Acting director EGLE), Aaron Keatley (Chief deputy director EGLE), Jerrod Sanders (Assistant Director EGLE), Stacy Bowerman (Senior Vice President Business Development MEDC), Jeremy Webb (Managing Director MEDC), Terri Fitzpatrick (Executive Vice President, Chief Real Estate and Global Attraction Officer MEDC)	Teleconference	Discuss wetlands issue
02/16/2023	Quentin Messer (CEO and president MEDC), Dan Eichinger (Acting director EGLE), Aaron Keatley (Chief deputy director EGLE), Jerrod Sanders (Assistant Director EGLE), Stacy Bowerman (Senior Vice President Business Development MEDC), Jeremy Webb (Managing Director MEDC), Terri Fitzpatrick (Executive Vice President, Chief Real Estate and Global Attraction Officer MEDC)	Teleconference	Discuss wetlands issue
02/17/2023	Quentin Messer (CEO and president MEDC), Dan Eichinger (Acting director EGLE), Aaron Keatley (Chief deputy director EGLE), Jerrod Sanders (Assistant Director EGLE), Stacy Bowerman (Senior Vice President Business Development MEDC), Jeremy Webb (Managing Director MEDC), Terri Fitzpatrick (Executive Vice President, Chief Real Estate and Global Attraction Officer MEDC)	Teleconference	Discussion regarding final site plan and wetlands issues
02/27/2023	Linda Asciutto (Senior Vice President & General Counsel MEDC)	Teleconference	Follow up meeting with MEDC regarding incentive agreements
02/27/2023	Linda Asciutto (Senior Vice President & General Counsel MEDC)	Teleconference	Follow up meeting with MEDC regarding incentive agreements
03/22/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application
03/22/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application
03/23/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application
03/23/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application
03/24/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application
03/24/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application
03/28/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning

Date	Contact	Method	Purpose	
03/28/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning	
03/30/2023	Paul Bullock Controller/Administrator at Mecosta County, Annette Cole Director Mecosta County Building & Zoning, Green Township Supervisor Jim Chapman	Meeting	Discuss rezoning application	
03/30/2023	Jim Chapmen Green Township Town Supervisor & Paul Bullock Controller/Administrator at Mecosta County	Meeting	Introductions with officials	
03/30/2023	Jim Chapmen Green Township Town Supervisor & Paul Bullock Controller/Administrator at Mecosta County	Meeting	Introductions with officials	
03/30/2023	Paul Bullock Controller/Administrator at Mecosta County, Annette Cole Director Mecosta County Building & Zoning, Green Township Supervisor Jim Chapman	Meeting	Discuss rezoning application	
04/06/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application	
04/06/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application	
04/07/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application	
04/07/2023	Annette Cole Director Mecosta County Building & Zoning	Email	Discuss rezoning pre-application	
04/12/2023	Jen Flood	Email	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Jen Flood	Email	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Curtis Hertel	Text and Phone	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Bri Egan	Text	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Senator Sarah Anthony	Text	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Andy Solan	Text	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Kristi James	Text and Phone	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Kristi James	Text and Phone	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Andy Solan	Text	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Senator Sarah Anthony	Text	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Bri Egan	Text	Gather background on concerns raised during Senate Appropriations hearing	
04/12/2023	Curtis Hertel	Text and Phone	Gather background on concerns raised during Senate Appropriations hearing	
04/13/2023	Andy Solan	Phone	Gather background on concerns raised during Senate Appropriations hearing	
04/13/2023	Andy Solan	Phone	Gather background on concerns raised during Senate Appropriations hearing	



January 12, 2023

Via Email (c.thelen@gotion.com)

Mr. Chuck Thelen Vice President Gotion, Inc. 48660 Kato Road Fremont, California 94538

Re: Attorney-Client Engagement

Dear Chuck:

You have asked us to represent Gotion, Inc. ("Gotion"), in connection with negotiating agreements with The Right Place ("Right Place") for incentives received in connection with your proposed battery component manufacturing facility in Big Rapids, Michigan (the "Matter"). As we have discussed, however, our firm represents Right Place in connection with other, unrelated matters. Accordingly, your request that we represent Gotion in the Matter creates certain conflicts of interest which must be considered and waived before we may proceed with the representation.

The Rules of Professional Conduct that govern our activities as lawyers generally prohibit us from representing a client if the representation of that client would be directly adverse to another client, or if the representation of that client might be materially limited by our responsibilities to another client or a third person, or by our own interests. We are permitted to undertake such representation, however, if we reasonably believe that neither the representation nor the relationship with the clients would be adversely affected, and if each client consents after consultation.

After consultation with you and full consideration of the Matter, we do not believe that our representation of Right Place on other matters will adversely affect our firm's representation of Gotion in this Matter or our relationship with Gotion as a valued client of our firm. Accordingly, we seek your waiver of any conflicts of interest that may arise as a result of this work. We understand that Right Place will be represented by other counsel in connection with the Matter.

The Rules of Professional Conduct also require us to keep confidential any information that is gained in the course of our professional relationship which the client has requested be kept confidential or the disclosure of which could be detrimental to the client, unless the client has consented to our disclosing this information. This includes both information that is protected by the attorney-client privilege and information gained in the course of representing the client which

Mr. Chuck Thelen January 12, 2023 Page 2

may be sensitive or detrimental to the client. Thus, our representation of both Right Place and Gotion may cause us to possess confidential information relating to each of you that we will be unable to share with the other, even though it may be material to the Matter. By signing this letter, you agree that we may keep such information regarding Right Place confidential and not disclose it to Gotion. In like fashion, we will continue to safeguard confidential information we have received from Gotion and will not use it in any way that is adverse to Gotion or disclose it to Right Place.

If you have any questions that you would like me to answer prior to reaching a decision on this issue, please let me know. In deciding whether to consent, Gotion should consider how our representation of Right Place as described above could or might affect it. For example, we may be unable to represent Gotion in a future dispute or litigation with Right Place. This is an important decision, and we suggest that Gotion consider consulting independent counsel to assist you in deciding whether to consent. There is no requirement to do so, however, and whether to consult such counsel is your decision.

If Gotion wishes to consent to our representation as described above, please sign below where indicated and return the signed letter to me by email, facsimile, or by mailing a copy to me.

Thank you for your attention and assistance with this request.

Very truly yours,

Matthew D. Johnso

MDJ/jab

Gotion, Inc., understands and has considered the conflicts of interest described above, waives any such conflicts, and consents to the representation set forth above.

GOTION, INC.

Charles N. Thelen Bv

Chuck Thelen Vice President

Date: 1/20/2023

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