

Guidance for the submission of General Correspondence requests for the amendment of existing ITAR authorizations due to U.S. Entity Name/Address and/or Registration Code Changes. This web notice updates the original guidance dated June 21, 2011 by simplifying the authorization matrix/spreadsheets, adding a time restriction for amending the GC and clarifying who may submit the GC. DDTC will entertain industry comments after implementation of this update. The point of contact is [Pete Walker, walkerwp@state.gov, 202-663-2806.](mailto:walkerwp@state.gov)

Pursuant to §122.4, a registrant must notify the Directorate of Defense Trade Controls (DDTC) of all material changes to their registration file. Material changes include restructuring, merger/acquisitions and/or registration code consolidations, and combinations thereof. Per §122.4(c)(3), the licenses affected by these changes must be identified to DDTC via a spreadsheet/matrix attached to a General Correspondence letter. Any license not identified will be considered invalid. See pages two and three for more information regarding the spreadsheet/matrix. Per §122.4(c)(4), affected agreements require an executed amendment for a U.S. entity name change within 60 days of notification. Any agreements not so amended will be considered invalid.

The use of a GC request is applicable regardless of the number of authorizations involved and covers approval for both DSP licenses and agreements. Timing: The GC request should be submitted within 60 days after the Office of Defense Trade Controls Compliance (DTCC) approval or acknowledgement of the change.

DDTC will entertain amendments to name/address or registration code change General Correspondence up to 180 days after the date of the approved GC. DDTC will review, on a case-by-case basis, amendments to GCs that fall outside the 180 day time frame, however, DDTC's general policy will be return such amendments without action. If the GC amendment is returned without action, the applicant will be required to individually replace any remaining licenses, and amend any agreements pursuant to 124.1(c).

Registrant Requesting Name or Registration Code Changes

The registrant notifying DDTC of the change is responsible for submitting a GC for U.S. entity name and/or registration code changes. All requests for the transfer of licenses and agreements must include the following documentation:

- 1) A letter identifying the requested changes;
- 2) A §126.13 certification letter;
- 3) A copy of the DTCC's letter acknowledging the requested change(s), if issued, and;
- 4) A matrix/spreadsheet containing the authorizations to be transferred.

For mergers/acquisitions, the GC must originate from the acquiring party. Requests originating from the acquiree will likely be returned without action. The GC request must contain a subject line clearly indicating that the GC will amend export authorizations as a result of a corporate restructuring, merger/acquisition and/or registration code consolidation or any combination thereof. The request must provide a concise description of the proposed transaction, in particular the acquiror and acquiree's registrant codes (i.e., the "before and after" registration codes.) The request must reference the submitted documentation and, if applicable, provide an attached DTCC approval letter.

The GC request must also include the following statement for the amendment of agreements as a result of mergers and acquisitions: "Modifications to the existing agreements submitted as part of this letter are specifically limited to a change to the registration code and/or to the U.S. entity name as a result of an approved merger or acquisition, and are signed by the new U.S. entity, the former U.S. licensor and the foreign licensee(s). Any other modifications will be requested through a proposed amendment in accordance with §124.1(c) or (d)." If no executed amendment is required (such as registration code change only) then this statement is not necessary.

The spreadsheet/matrix of authorizations to be transferred must include all existing and pending authorizations. Only those authorizations identified in the list will be amended. Any authorization not included will be considered invalid and a new authorization must be obtained.

The spreadsheet/matrix must include the following information for each authorization:

- 1) License or agreement number; (Note: §122.4(c)(3) states that registrants shall advise DDTC of all approvals on which unshipped balances will be shipped under the surviving registration code. However, registrants should also consider referencing exhausted licenses in order to retain access to such licenses in DTrade;)
- 2) Disposition of authorization (Approved or Pending Approval);
- 3) Date of Authorization Expiration;
- 4) New registration number and/or company name (if applicable), and;

5) State Y or N if an executed amendment is required (for agreements only.)

For expeditious review, the applicant should filter the spreadsheet as follows:
registration #/new name/existing authorizations/pending authorizations.

Agreements

DDTC will annotate affected agreements within its database. If the applicant solely wishes to change the registration code, they need only submit a GC request. If the U.S. entity's name changes, the applicant must upload a cover letter and an executed "minor" amendment, as defined by §124.1(d), into the DTrade case file. For paper agreements, those agreements not issued electronically via DTrade, applicants must send the two documents via separate cover. In both instances, the applicant must cite the GC case number in the body of the cover letter. Please note that DDTC must approve, via the electronic amendment process, any amendment making a substantive change as defined by §124.1(c). If approved, DDTC's response will include an annotated spreadsheet/matrix identifying any authorizations not amended.

Third Parties Affected by Change

A "third-party" is a U.S. entity other than the license holder who has submitted the GC request. Third party licenses affected by a U.S. entity name change do not require a DSP amendment for the affected DSP license. The DDTC issued web notice will serve as approval for the change, and the license holder should attach the notice to the affected license.

Third party agreements affected by a U.S. entity name change require the agreement holder to amend the agreement. The executed amendment will serve as a minor amendment per §124.1(d). The agreement holder must upload the re-executed agreement (signed only by the affected party/ies) and upload it to the relevant DTrade case. Applicants with a pending agreement or amendment must notify the respective DDTC Agreement or Licensing Officer of the upload of a revised executed agreement.

For Company Address Changes Only:

In the event there is a change to the U.S. registrant's address (i.e., address change only – no change in company name or registration code,) the U.S. registrant must still notify DDTC of the address change via a GC noting the change

in address. For an address change GC, the registrant must submit the following:

- 1) A letter identifying the requested changes to the company address;
- 2) A §126.13 certification letter, and;
- 3) A copy of the DTCC's letter acknowledging the requested change(s), if issued.

In this scenario, DDTC does not require a matrix/spreadsheet identifying authorizations that require an amendment.

DDTC will issue an acknowledgement letter to the U.S. registrant regarding the address change and issue a web notice to alert U.S. applicants of the address change and provide guidance.