

**CERTIFICATE OF COMPLIANCE WITH NEW YORK PUBLIC PENSION  
FUND REFORM CODE OF CONDUCT**

Freeman Spogli & Co. (together with its affiliates, "Freeman Spogli") hereby certifies to each of the public pension funds listed on Appendix 1 (the "Public Pension Fund") as follows with respect to Freeman Spogli's compliance with the New York Attorney General's Public Pension Fund Reform Code of Conduct (the "Code of Conduct"). Capitalized terms used in this certificate and not defined herein will have the meanings given to them in the Code of Conduct.

1. Attached hereto as Exhibit A is a complete list of all Contributions required to be disclosed to the Public Pension Fund by Freeman Spogli pursuant to paragraphs 7(b) and 7(c) of the Code of Conduct.
2. Attached hereto as Exhibit B is the information required to be disclosed to the Public Pension Fund by Freeman Spogli pursuant to paragraph 8 of the Code of Conduct.
3. Freeman Spogli has adopted procedures reasonably designed to cause Freeman Spogli to comply with the Code of Conduct. Such procedures are in full force and effect and Freeman Spogli is in compliance therewith as of the date of this certificate.

Dated As of January 26, 2017  
FREEMAN SPOGLI & CO.

By: \_\_\_\_\_

Name: William M. Wardlaw

Title: Partner

## EXHIBIT A

Set forth below is a list of all contributions required to be disclosed pursuant to paragraph 7(b) and 7(c) of the Code of Conduct.

1. Bradford M. Freeman, Co-Chairman  
11100 Santa Monica Blvd., Suite 1900  
Los Angeles, CA 90025

<b>Date of the Contribution</b>	<b>Name and Title of Incumbent or Candidate, or Name of Political Party or Subdivision, or Name of Political Action Committee</b>	<b>Name of State or Local Government Office</b>	<b>Amount of Contribution</b>
2/24/2016	Doug Burgum	Governor – North Dakota	\$25,000
3/4/2016	Senator John McCain & Kelly Ayotte	U.S. Senate - AZ & NH	\$10,400
3/4/2016	Marco Rubio for President	-	\$2,700
3/15/2016	Lindsey Graham	U.S. Senate – South Carolina	\$2,700
3/24/2016	Liz Cheney	U.S. Representative - Wyoming	\$2,700
3/24/2016	Richard Burr	U.S. Senate - North Carolina	\$2,700
3/24/2016	Rob Portman	U.S. Senate - Ohio	\$2,700
3/24/2016	Pat Toomey	U.S. Senate - Pennsylvania	\$2,700
3/24/2026	Todd Young	U.S. Senate - Indiana	\$2,700
3/24/2016	Roy Blunt	U.S. Senate - Missouri	\$2,700
3/29/2016	Joni Ernst	U.S. Senate - Iowa	\$2,700
6/6/2016	Chuck Grassley	U.S. Senate - Iowa	\$5,400
6/7/2016	Andrew Heaney	U.S. House – Louisiana	\$2,700
6/7/2016	Chris Sununu for Governor	Governor - New Hampshire	\$1,000

6/23/2016	Todd Young	U.S. Senate - Indiana	\$2,700
6/27/2016	Paul Ryan	Speaker of the House	\$25,000
7/27/2016	Rob Portman	U.S. Senate - Ohio	\$2,700
8/26/2016	John Thune	U.S. Senate - South Dakota	\$2,700
9/23/2016	Ron Johnson	U.S. Senate - Wisconsin	\$2,700
9/29/2016	Richard Burr	U.S. Senate - North Carolina	\$2,700
10/06/2016	David Hadley	California Assembly	\$1,000
12/09/2016	Republican Governor's Association	-	\$25,000
12/09/2016	Gina Raimondo	Governor - Rhode Island	\$1,000
12/09/2016	Gina PAC	Governor - Rhode Island	\$1,000

2. William M. Wardlaw, Vice President and Secretary  
11100 Santa Monica Blvd., Suite 1900  
Los Angeles, CA 90025

<b>Date of the Contribution</b>	<b>Name and Title of Incumbent or Candidate, or Name of Political Party or Subdivision, or Name of Political Action Committee</b>	<b>Name of State or Local Government Office</b>	<b>Amount of Contribution</b>
April 7, 2016	Karo Torossian	Los Angeles City Council	\$700
April 11, 2016	Kathryn Barger	Los Angeles County Supervisor	\$500
May 2, 2016	Anthony Portantino	California State Senate	\$500
May 17, 2016	Michael Bennet	U.S. Senate from Colorado	\$1,000

June 22, 2016	Loretta Sanchez	U.S. Senate from California	\$2,700
August 17, 2016	Jimmy Panetta	U.S. Congressman from California	\$2,700
August 24, 2016	Hillary Clinton	U.S. President	\$2,700
September 27, 2016	Adam Schiff	U.S. Congressman from California	\$2,700
December 21, 2016	Mitch O'Farrell	Los Angeles City Council	\$700

3. Ronald P. Spogli, Co-Chairman  
11100 Santa Monica Blvd., Suite 1900  
Los Angeles, CA 90025

<b>Date of the Contribution</b>	<b>Name and Title of Incumbent or Candidate, or Name of Political Party or Subdivision, or Name of Political Action Committee</b>	<b>Name of State or Local Government Office</b>	<b>Amount of Contribution</b>
3/29/2016	Liz Cheney for Wyoming	U.S. House of Representatives - Wyoming	\$2,700
6/27/2016	Paul Ryan	Speaker of the House	\$25,000

4. James F. Simmons, Vice President and Treasurer  
11100 Santa Monica Blvd., Suite 1900  
Los Angeles, CA 90025

<b>Date of the Contribution</b>	<b>Name and Title of Incumbent or Candidate, or Name of Political Party or Subdivision, or Name of</b>	<b>Name of State or Local Government Office</b>	<b>Amount of Contribution</b>
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	<b>Political Action Committee</b>		
11/02/2016	Nick Melvoin	LAUSD School Board (Los Angeles, CA)	\$1,100

5. John M. Roth, Chief Executive Officer  
299 Park Avenue, 20<sup>th</sup> Floor  
New York, NY 10171

<b>Date of the Contribution</b>	<b>Name and Title of Incumbent or Candidate, or Name of Political Party or Subdivision, or Name of Political Action Committee</b>	<b>Name of State or Local Government Office</b>	<b>Amount of Contribution</b>
7/26/2016	Rob Portman	U.S. Senate - Ohio	\$5,400

6. Brad J. Brutocao, Vice President  
11100 Santa Monica Blvd., Suite 1900  
Los Angeles, CA 90025

<b>Date of the Contribution</b>	<b>Name and Title of Incumbent or Candidate, or Name of Political Party or Subdivision, or Name of Political Action Committee</b>	<b>Name of State or Local Government Office</b>	<b>Amount of Contribution</b>
8/17/2016	Rob Portman	U.S. Senate - Ohio	\$500

None of Todd W. Halloran, Jon D. Ralph, Benjamin D. Geiger, John Hwang, Christian B. Johnson and Lou Losorelli has made any political contribution in the prior calendar year.

## EXHIBIT B

Set forth below is the name and title of each Executive Officer of Freeman Spogli and Lou Losorelli. These individuals are responsible for communicating with Public Pension Funds.

<u>Name</u>	<u>Title</u>
Bradford M. Freeman	Co-Chairman
Ronald P. Spogli	Co-Chairman
John M. Roth	Chief Executive Officer
Jon D. Ralph	President and Chief Operating Officer
Brad J. Brutocao	Vice President
Benjamin D. Geiger	Vice President
Todd W. Halloran	Vice President
John Hwang	Vice President
Christian B. Johnson	Vice President
James F. Simmons	Vice President and Treasurer
William M. Wardlaw	Vice President and Secretary
Lou Losorelli	Chief Financial Officer

- (a) None of the above individuals is a current or former Official, Public Pension Official, Public Pension Fund Advisor, or Public Pension Plan Fiduciary or employee, advisor, or a Relative of any such person.
- (b) Most of the individuals listed above have met with, and made presentations to, Public Pension Fund Officials of the Public Pension Fund and the Public Pension Fund Advisor, if any, to the Public Pension Fund.
- (c) None of the individuals listed in the chart above has been registered as a Lobbyist with any state or the federal government in the past two years.
- (d) Freeman Spogli certifies that the information set forth above is accurate.

## APPENDIX 1

1. California State Teachers' Retirement System
2. Employees Retirement System of Georgia
3. Florida Retirement System Trust Fund
4. Kansas Public Employee Retirement System
5. New Mexico Investment Council
6. New York City Employees' Retirement System
7. New York City Fire Department Pension Fund
8. New York City Police Pension Fund
9. New York State Common Retirement Fund
10. Pension Reserves Investment Trust Fund
11. Public Employees Retirement System of Ohio
12. School Employees Retirement Board of Ohio
13. State of Connecticut Retirement Plans and Trust Funds
14. State Teachers Retirement System of Ohio
15. State Treasurer of the State of Michigan
16. Teachers' Retirement System of the City of New York