

April 13, 2009

Mr. Bernard J. Knight, Jr.  
Acting General Counsel  
and Designated Agency Ethics Official  
U.S. Department of the Treasury  
1500 Pennsylvania Ave, NW  
Washington, DC 20220

Dear Mr. Knight:

The purpose of this letter is to inform you of the steps that I will take to avoid any actual or apparent conflicts of interest in the event that I am confirmed for the position of Deputy Secretary of the Treasury.

As required by 18 U.S.C. § 208(a), I will not participate personally and substantially in any particular matter that has a direct and predictable effect on my financial interests or those of any person whose interests are imputed to me, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2). I understand that the interests of the following persons are imputed to me: any spouse or minor child of mine; any general partner of a partnership in which I am a limited or general partner; any organization in which I serve as officer, director, trustee, general partner or employee; and any person or organization with which I am negotiating or have an arrangement concerning prospective employment.

I have resigned my position as President and Chief Operating Officer, Property & Casualty Operations, of the Hartford Financial Services Group, Inc. Upon confirmation, I will cash out of Hartford Financial Services Groups Inc.'s defined benefit pension plan and reinvest the cash into non-conflicting assets. Until then, I will not participate personally and substantially in any particular matter that has a direct and predictable effect on the ability or willingness of Hartford Financial to provide these contractual benefits, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1), or qualify for a regulatory exemption, pursuant to 18 U.S.C. § 208(b)(2).

I participate in a defined contribution retirement savings plan sponsored by Hartford Financial. Within that plan, I hold an interest in the Hartford Stock Fund, which holds only Hartford Financial stock. Following my confirmation, I will divest my interest in this fund at the earliest possible date. I will likely be able to divest this fund in April 2009. Until I am able to divest my interest in this fund, I will rely on the *de minimis* exemption under 5 C.F.R. § 2640.202. If the value of my interest in Hartford Financial increases and exceeds the *de minimis*

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threshold, I will not participate personally and substantially in the particular matter that has a direct and predictable effect on the financial interests of Hartford Financial, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1). I have divested all other financial interests in Hartford Financial; and, upon my departure from the company, I forfeited any outstanding, unvested incentive compensation. For a period of one year after my resignation, I also will not participate personally and substantially in any particular matter involving specific parties in which Hartford Financial is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

In February and March of 2009, I resigned from my unpaid positions at the following entities: University of Hartford; Appleseed Foundation; Goodspeed Musicals; Teach for America - Hartford CT; Institute for Civil Justice, Rand Corp; Partnership for Public Service; International Center for Research on Women; and American Institute for Chartered Property Casualty under writers. For a period of one year after my resignation from each of these entities, I will not participate personally and substantially in any particular matter involving specific parties in which that entity is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

Finally, I understand that as an appointee I am required to sign the Ethics Pledge (Exec. Order No. 13490) and that I will be bound by the requirements and restrictions therein in addition to the commitments that I have made in this any other ethics agreement.

Sincerely,



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