

July 12, 2017

Ms. Cary K. Williams
Assistant General Counsel
Designated Agency Ethics Official
Board of Governors of the Federal Reserve System
Washington, D.C. 20551

Dear Ms. Williams:

The purpose of this letter is to describe the steps that I will take to avoid any actual or apparent conflict of interest in the event that I am confirmed for the position of Governor and Vice Chairman for Supervision of the Board of Governors of the Federal Reserve System.

As required by 18 U.S.C. § 208(a), I will not participate personally and substantially in any particular matter in which I know that I have a financial interest directly and predictably affected by the matter, or in which I know that a person whose interests are imputed to me has a financial interest directly and predictably affected by the matter, 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 resigned as a partner of the Carlyle Group in 2013. I have interests in Carlyle Holdings and the following Carlyle Group investment funds: TCG Financial Services Investment Holdings, LP; TCG Financial Services Investment Holdings II, LP; TCG Venture Investment Holdings III, LP; Carlyle Asia Partners Coinvestment LP; Carlyle Global Financial Services Partners Coinvestment, LP; and Carlyle Global Financial Service Partners II Coinvestment, LP. After confirmation but before I assume the duties of the position of Federal Reserve Governor, I will divest my interest in Carlyle Holdings and my interests in the Carlyle Group investment funds — with the exception of my interest in TCW Group, Inc., if the retention of this interest can be completed in a manner that complies with the Ethics in Government Act, Federal Reserve Act, and all applicable regulations and policies — including carried profits interest, back to the Carlyle Group based on the most recent valuation and will receive a fixed payment from the Carlyle Group covering this divestiture and the distribution of my escrow accounts.

After confirmation, but before I assume the duties of the position of Federal Reserve Governor, I will exchange my interest in Cynosure Brand Group I, LLC, a single asset vehicle which owns shares of Brand Group Holdings, a bank holding company, through an in-kind transfer for equally valued interests that do not pose a conflict with my responsibilities as a Federal Reserve Governor and are not prohibited under the Federal Reserve Act or Federal

Reserve regulations and policies. I will also divest my carried interest in Brand Group Holdings in exchange for no consideration.

As a result of her interest in Eccles Investment LLC, my spouse has an indirect interest in Corsair Financial Services Capital Partners III, an investment fund that currently holds interests in CapStar Financial Holdings, Inc., a bank holding company. After confirmation but before I assume the duties of the position of Federal Reserve Governor, Eccles Investment LLC will transfer its interest in Corsair Financial Services Capital Partners III to a separate holding vehicle, and my spouse will exchange her interest in that holding vehicle for equally valued interests that do not pose a conflict with my responsibilities as a Federal Reserve Governor and are not prohibited under the Federal Reserve Act or Federal Reserve regulations and policies.

After confirmation but before I assume the duties of the position of Federal Reserve Governor, my family's trusts will divest their interests in Wells Fargo and I will divest my interests in Wells Fargo, U.S. Bancorp, JP Morgan Chase & Co., People's United Financial, and M&T Bank Corp.

I understand that I may be eligible to request a Certificate of Divestiture for qualifying assets, and that a Certificate of Divestiture is effective only if obtained prior to divestiture. Regardless of whether I receive a Certificate of Divestiture, I will ensure that all divestitures discussed in this agreement occur within the agreed upon timeframes and that all proceeds are invested in non-conflicting assets.

After confirmation, I will repay my lines of credit with Wells Fargo and Morgan Stanley. Until these loans are repaid, I will not participate in any supervisory matters in which Wells Fargo or Morgan Stanley or their affiliates are a party, unless I receive a written waiver pursuant to 5 C.F.R. § 6801.107(c).

After confirmation, but before I assume the duties of the position of Federal Reserve Governor, I will resign from my positions with Cynosure Management, LLC; Cynosure Advisors, LLC; Cynosure Brand Group I, LLC; Cynosure Savant Holdings I, LLC; Fenway Summer Ventures, LP; U.S. Chamber of Commerce; Financial Industry Regulatory Authority; Baltic American Freedom Foundation; Center for Financial Stability; and the Financial Services Volunteer Corps. For a period of one year after my resignation from these entities, I will not participate personally and substantially in any particular matter involving specific parties in which I know that one of these entities is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

My spouse will continue to have a financial interest in Cynosure Management, LLC and Cynosure Advisors, LLC. In addition, I will continue to have a carried profits interest in Avalon Advisors, LLC, GPS Hospitality Holding Company LLC, Savant Capital Management, LLC, EPIS, LLC, investment vehicles advised by Cynosure Management or affiliates of Cynosure Management. Accordingly, for as long as I own these interests, I will not participate personally

and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interests of the entities, unless I first obtain a written waiver, pursuant to 18 U.S.C. § 208(b)(1).

If I have a managed account or otherwise use the services of an investment professional during my appointment, I will ensure that the account manager or investment professional obtains my prior approval on a case-by-case basis for the purchase of any assets other than cash, cash equivalents, investment funds that qualify for the exemption at 5 C.F.R. § 2640.201(a), or municipal bonds.

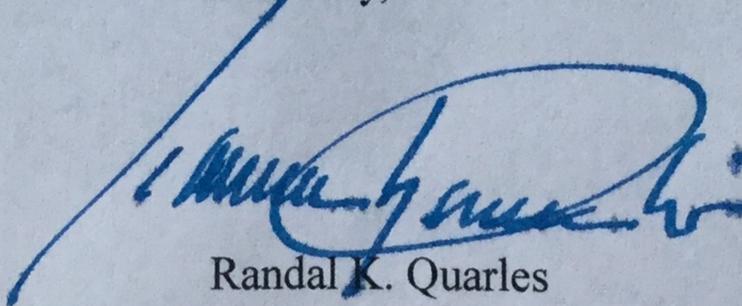
My spouse is employed by the Marriner S. Eccles Foundation. I will not participate personally and substantially in any particular matter involving specific parties in which I know that the Marriner S. Eccles Foundation is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

I will meet in person with a Federal Reserve System ethics official during the first week of my service in the position of Federal Reserve Governor in order to complete the initial ethics briefing required under 5 C.F.R. § 2638.305. If circumstances do not permit a first-week meeting, I will meet with a Federal Reserve System ethics official not later than 15 days after my appointment as required under 5 C.F.R. § 2638.305. Within 90 days of my confirmation, I will also document my compliance with this ethics agreement by notifying you in writing when I have completed the steps described in this ethics agreement.

I understand that as an appointee I am required to sign the Ethics Pledge (Exec. Order No. 13770) and that I will be bound by the requirements and restrictions therein in addition to the commitments I have made in this ethics agreement.

I have been advised that this ethics agreement will be posted publicly, consistent with 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics with ethics agreements of other Presidential nominees who file public financial disclosure reports.

Sincerely,



Randal K. Quarles

September 5, 2017

Ms. Cary K. Williams
Assistant General Counsel
Designated Agency Ethics Official
Board of Governors of the Federal Reserve System
Washington, D.C. 20551

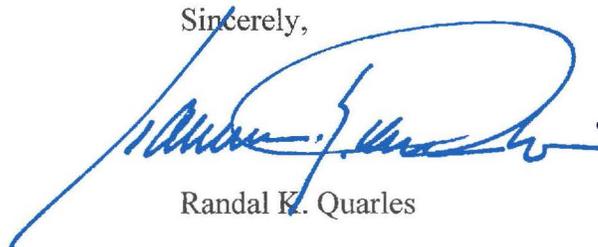
Dear Ms. Williams:

The purpose of this letter is to supplement my ethics agreement signed on July 12, 2017 to provide updated information on the manner in which I plan to divest certain holdings. As such, I am amending the third paragraph on the first page of my ethics agreement to read:

I resigned as a partner of the Carlyle Group in 2013. I have interests in Carlyle Holdings and the following Carlyle Group investment funds: TCG Financial Services Investment Holdings, LP; TCG Financial Services Investment Holdings II, LP; TCG Venture Investment Holdings III, LP; Carlyle Asia Partners Coinvestment LP; Carlyle Global Financial Services Partners Coinvestment, LP; and Carlyle Global Financial Service Partners II Coinvestment, LP. After confirmation but before I assume the duties of the position of Federal Reserve Governor, I will divest my interest in Carlyle Holdings and my interests in the Carlyle Group investment funds — with the exception of my interest in TCW Group, Inc., if the retention of this interest can be completed in a manner that complies with the Ethics in Government Act, Federal Reserve Act, and all applicable regulations and policies — including carried profits interest. I will sell my interest in Carlyle Holdings in the open market for cash and will transfer my remaining interests in Carlyle Group investment funds either (i) back to the Carlyle Group based on a discount from the most recent valuation, receiving a fixed payment from the Carlyle Group covering this divestiture, or (ii) to a third party in exchange for equally valued interests that do not pose a conflict with my responsibilities as a Federal Reserve Governor and are not prohibited under the Federal Reserve Act or Federal Reserve regulations and policies.

I have been advised that this supplement to my ethics agreement will be posted publicly, consistent with 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics with ethics agreements of other Presidential nominees who file public financial disclosure reports.

Sincerely,



Randal K. Quarles

October 13, 2017

Cary Williams
Assistant General Counsel and
Designated Agency Ethics Official
Board of Governors of the Federal Reserve System
20th Street & Constitution Avenue, NW.
Washington, DC 20551

Dear Ms. Williams:

The purpose of this letter is to supplement my ethics agreement signed on July 12, 2017, and amended on September 5, 2017. In a separate document, I also am supplementing my public financial disclosure report (278e) dated June 1, 2017, by reporting my interest in the Carlyle Global Partners Master Coinvestment Cayman LP and the Carlyle Global Partners Master Coinvestment LP. I am also amending my report by correcting the names of the following funds: CAP III Co-Investment LP formerly reported as Carlyle Asia Partners Coinvestment LP; CGFSP Coinvestment, LP formerly reported as Carlyle Global Financial Services Partners Coinvestment, LP; and CGFSP Coinvestment II, LP formerly reported as Carlyle Global Financial Services Partners II Coinvestment, LP.

As my counsel and counsel for Carlyle prepared the legal documents for the transfers needed to effect the divestitures required under my ethics agreement, I learned for the first time that Carlyle had effected my coinvestment through two intermediate partnerships of which I was unaware. Carlyle did not report these partnerships in their regular quarterly reports to me, because they are merely pass-through vehicles for my substantive holdings with no other assets and no economic effect. Therefore, I am supplementing my Form 278e by adding the following assets: Carlyle Global Partners Master Coinvestment Cayman LP and Carlyle Global Partners Master Coinvestment LP.

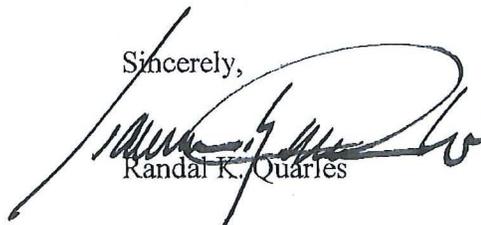
In addition, Carlyle used certain names to report the results of the funds that I reported on my Form 278e, and those names differed from the legal names of the funds. As a result, I am amending the Form 278e filed earlier to reflect the legal names of the partnership.

I also am amending my ethics agreement, as amended on September 5, 2017, to include the following:

Before I assume the duties of the position of Federal Reserve Governor, I will divest my interests in Carlyle Global Partners Master Coinvestment Cayman LP, Carlyle Global Partners Master Coinvestment LP, CAP III Co-Investment LP, CGFSP Coinvestment, LP, and CGFSP Coinvestment II, LP.

I have been advised that this supplement to my ethics agreement will be posted publicly, consistent with 5 U.S.C. § 552, on the website of the U.S. Office of Government Ethics with ethics agreements of other Presidential nominees who file public financial disclosure reports.

Sincerely,

A handwritten signature in black ink, appearing to read "Randal K. Quarles", written over the printed name.

Randal K. Quarles