

Ms. Ruth M.S. Vetter
Alternate Designated Agency Ethics Official
Office of the General Counsel
Department of Defense
Washington, DC 20301

APR 12 2018

Dear Ms. Vetter:

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 Assistant Secretary of Defense (Strategy, Plans, and Capabilities).

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 will divest my interests in the entities identified in Attachment A within 90 days of my confirmation. With regard to each of these entities, 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 entity until I have divested it, 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 have previously resigned from my position with The Bryce Michael Anderson Memorial Foundation. My spouse currently serves as an officer of The Bryce Michael Anderson Memorial Foundation. For a period of one year after my resignation or for as long as my spouse continues to hold a position as officer or director, whichever is later, I will not participate personally and substantially in any particular matter involving specific parties in which I know The Bryce Michael Anderson Memorial 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 retain my positions as Trustee of Family Trust #2, Family Trust #3, Family Trust #4, Family Trust #5 and Family Trust #6. I will not receive any fees for the services that I provide as a Trustee during my appointment to the position of Assistant Secretary of Defense (Strategy, Plans, and Capabilities). 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 any of these entities, 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 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.

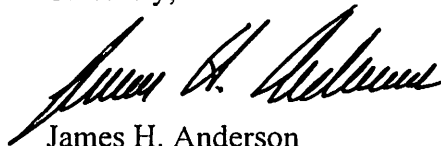
If I have a managed account or otherwise use the services of an investment professional during my appointment, I will ensure that the account manager or investment professional obtains my prior approval on a case-by-case basis for the purchase of any assets other than cash, cash equivalents, investment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

I will meet in person with the appropriate senior Department of Defense ethics official during the first week of my service in the position of Assistant Secretary of Defense (Strategy, Plans, and Capabilities) in order to complete the initial ethics briefing required under 5 C.F.R. § 2638.305. Within 90 days of my confirmation, I will document my compliance with this ethics agreement by notifying the appropriate senior Department of Defense ethics official in writing when I have completed the steps described in this ethics agreement.

I understand that as an appointee I will be 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,

A handwritten signature in black ink, appearing to read "James H. Anderson", is written over a horizontal line.

James H. Anderson

Attachment A

3D Systems Corp
Microsoft Corporation - Common Stock
Exxon Mobil Corp
Royal Dutch Shell ADR
Verizon Communications Inc
Intel Corporation - Common Stock
Illinois Tool Works Inc
Corning Inc
RPM International Inc
3M Co
IBM
PG&E Corporation
Xylem Inc
Sysco Corp
Eaton Corp, plc
Air Products and Chemicals Inc
Alphabet, Inc (including CL A and CL C)
Amazon.com, Inc.
Bank of America Corp
Caterpillar Inc
Chevron Corp
Walt Disney Co
Exelon Corp
Hershey Foods Corp (now The Hershey Company)
PPG Industries Inc
PepsiCo Inc
Pfizer Inc
United Technologies Corp
AT&T Inc
Johnson & Johnson
General Electric Co
Total SA ADR