



United States Department of State

Washington, D.C. 20520

July 16, 2025

Acting Director
U.S. Office of Government Ethics
250 E Street, SW
Suite 750
Washington DC, 20005

Dear. Acting Director:

The purpose of this letter is to forward the attached amendment to Mr. Christopher Landau's Ethics Agreement dated February 20, 2025. Mr. Landau explains in his letter dated July 11, 2025 that he will satisfy his divestiture obligations with regards to Premier Oaktree Special Situations Opportunity Fund III OnShore Feeder Fund III and Premier TPG Fund by gifting these funds to an irrevocable trust established for the benefit of his two adult children. The Trust will assume the capital commitments, and Mr. Landau will have no legal obligation to provide any support for the trust. Because one adult child is still dependent, Mr. Landau specifically commits to recusing from any particular matter involving specific parties that to his knowledge has a direct and predictable effect on the financial interest of the dependent, adult child, unless he is first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d). Further, the terms of the trust will prohibit the trustee from making any distributions from the trust to the dependent child.

As the Alternate Designed Agency Ethics official of the Department of State, I have reviewed the updated information contained in the supplements and amendment and based upon my review of these and the prior commitments made by Mr. Christopher Landau his previously transmitted Ethics Agreement, I continue to believe that Mr. Landau in compliance with applicable laws and regulations governing conflicts of interest.

Sincerely,

A handwritten signature in blue ink, appearing to read 'M. Green', followed by a long horizontal flourish.

Marcella M. Green

June 11, 2025

Steven F. Fabry
Deputy Legal Adviser and
Designated Agency Ethics Official
Department of State
2201 C. Street NW
Washington DC 20520

Dear Mr. Fabry:

The purpose of this letter is to amend my Ethics Agreement signed on February 20, 2025.

In Section 5 of my Ethics Agreement, I committed, among other things, to divesting my equity interest in and capital commitments to Premier Oaktree Special Situations Opportunity Fund III OnShore Feeder Fund III and Premier TPG Fund as soon as practicable but not later than 120 days after my confirmation. Consistent with that obligation, I will be divesting my equity interest in and capital commitments to the funds by gifting my interest in these funds to an irrevocable trust for the benefit of my two adult children, one of whom is still a dependent for federal income tax purposes. To clarify this divestiture plan, the first paragraph of Section 5 of my Ethics Agreement is deleted and replaced with the following:

I have an equity interest in and capital commitments to the following funds:

- Premier Oaktree Special Situations Opportunity Fund III OnShore Feeder Fund III
- Premier TPG Fund
- North Haven Capital Partners VIII

As soon as practicable but not later than 120 days after my confirmation, I will divest my interests in these funds, including my capital commitments. With regard to each of these funds, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interest of the fund or its underlying holdings until I have divested it and any capital commitment, 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 verified that I will be able to carry out the divestitures within the timeframe described above.

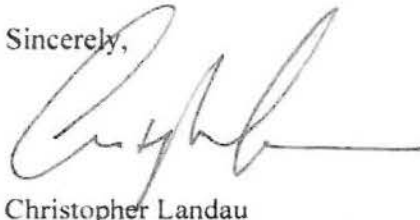
To accomplish my divestiture commitment with respect to Premier Oaktree Special Situations Opportunity Fund III OnShore Feeder Fund III and Premier TPG Fund, I will establish an irrevocable trust for the benefit of my two adult children, one of whom is still a dependent for federal income tax purposes. I will gift my equity interest in the two funds to the trust, and my capital commitment obligations to the funds will be assumed by the trust. I will ensure that the terms of the trust provide that the trustee will

be prohibited from making any distributions from the trust to my dependent child until she is no longer a dependent for federal income tax purposes. Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for as long as this child is a member of my household, I will not participate personally and substantially in any particular matter involving specific parties that to my knowledge has a direct and predictable effect on the financial interests of my dependent child, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

* * *

I have been advised that this amendment to my ethics agreement will be posted publicly, consistent with the public information law at 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 cursive script, appearing to read "C. Landau", with a long horizontal flourish extending to the right.

Christopher Landau

Mr. Richard C. Visek
Deputy Legal Adviser
Designated Agency Ethics Official
Office of the Legal Adviser
U.S. Department of State
Washington, D.C. 20520

Re: Ethics Undertakings

Dear Mr. Visek:

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 Deputy Secretary of the United States Department of State. It is my responsibility to understand and comply with commitments outlined in this agreement.

SECTION 1 – GENERAL COMMITMENTS

As required by the criminal conflicts of interest law at 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 particular 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 an officer, director, trustee, general partner, or employee; and
- Any person or organization with which I am negotiating or have an arrangement concerning prospective employment.

In the event that an actual or potential conflict of interest arises during my appointment, I will consult with an agency ethics official and take the measures necessary to resolve the conflict, such as recusal from the particular matter or divestiture of an asset.

I have managed accounts, and I will direct the account managers to obtain 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 for diversified mutual funds and unit investment trusts at 5 C.F.R. § 2640.201(a), obligations of the United States, or municipal bonds. I will monitor whether the account manager is following this direction regarding prior approval.

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I will receive a live ethics briefing from a member of the ethics office after my confirmation but not later than 15 days after my appointment pursuant to the ethics program regulation at 5 C.F.R. § 2638.305. Other than for the divesture of Premier Oaktree Special Situations Opportunity Fund III OnShore Feeder Fund III, Premier TPG Fund, and North Haven Capital Partners VIII, I will submit my Certification of Ethics Agreement Compliance documenting my compliance with this ethics agreement within 90 days of my confirmation. With respect to the three funds identified in the previous sentence, I will submit my Certification of Ethics Agreement Compliance documenting my compliance with this ethics agreement within 120 days of my confirmation.

I will not modify this ethics agreement without your approval and the approval of the U.S. Office of Government Ethics pursuant to the ethics agreement requirements contained in the financial disclosure regulation at 5 C.F.R. § 2634.803(a)(4).

SECTION 2 – ELLIS GEORGE LLP

Upon confirmation, I will resign from my salaried position with the law firm of Ellis George LLP. I will retain an interest in one contingency case being litigated by Ellis George LLP. An agency ethics official has advised me that the Department of State has reviewed the case and has determined that at this time, the United States is not a party to the case and does not have a direct and substantial interest in the case. Should Ellis George's clients ultimately prevail in the case, I am entitled to receive a portion of future recovery in this case based on a maximum set percentage set forth in an agreement with Ellis George LLP. I will not participate personally and substantially in any particular matter that I know will have a direct and predictable effect on the ability or willingness of the firm or any other counsel for plaintiff in this case, any clients involved in this case, or any of the opposing parties in this case, to make any payments related to the case, unless I first obtain a written waiver pursuant to 18 U.S.C. § 208(b)(1). In addition, in the event the U.S. Government becomes a party to the case or develops a direct and substantial interest in the case, I will immediately forfeit my interest in the case.

Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, for a period of one year after my resignation from Ellis George LLP or until any amounts owed by the firm have been paid or the contingency fee matter is otherwise concluded, whichever is later, I will not participate personally and substantially in any particular matter involving specific parties in which I know Ellis George LLP is a party or represents a party, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d). I also will not participate personally and substantially in any particular matter involving specific parties in which I know a former client of mine is a party or represents a party for a period of one year after I last provided service to that client, unless I am first authorized to participate, pursuant to 5 C.F.R. § 2635.502(d).

SECTION 3 – OTHER RESIGNATIONS

Upon confirmation, I will resign from my positions with the following entities:

- Advisory Board, Mexico Institute, Woodrow Wilson Center
- Advisory Board, Bienvenido.

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Pursuant to the impartiality regulation at 5 C.F.R. § 2635.502, 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 I know that any of these entities is a party or represents a party, unless I am first authorized to participate, pursuant to 5C.F.R. § 2635.502(d).

SECTION 4 – TRUSTEE POSITIONS

I will retain my positions as trustee of the Christopher Landau Family Trust (Maryland) and trustee of the Chistopher Landau Family Trust (Florida). I will not receive any fees for the services that I provide as a trustee during my appointment to the position of Deputy Secretary of State. 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 either of these trusts, 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).

SECTION 5 –PRIVATE INVESTMENT FUNDS

I have an equity interest in and capital commitments to the following funds:

- Premier Oaktree Special Situations Opportunity Fund III OnShore Feeder Fund III
- Premier TPG Fund
- North Haven Capital Partners VIII

As soon as practicable but not later than 120 days after my confirmation, I will divest my interests in these funds, including my capital commitments. With regard to each of these funds, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interest of the fund or its underlying holdings until I have divested it and any capital commitment, 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 verified that I will be able to carry out the divestitures within the timeframe described above.

You have advised me that at this time, I do not need to divest my interest in the following funds:

- Casdin Partners LP
- Blackstone Real Estate Partners Fund X
- Premier Oaktree Opportunities Fund XII
- Fortress Credit Opportunities Fund VI
- North Haven Net REIT
- Collier International Partners LP Fund IX

Because the likelihood that my duties will affect these entities and their known holdings is remote, the Department has determined that it is not necessary at this time for me to divest my interest in these entities. At this time, these funds do not pose any conflict. However, you have explained that there is a heightened risk of a conflict of interest if any of these funds are

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acquiring new holdings. I understand that I am personally responsible for avoiding conflicts of interest with respect to these funds and their holdings and I will monitor the information made available to me regarding these funds and consult as appropriate with the Office of the Legal Adviser for Ethics and Financial Disclosure at the Department of State. If in the future the known holdings of any of these funds are determined to pose a conflict with the performance of my official duties, then I may be directed to divest my interest in such fund(s), including any capital commitments. In that event, I will do so within 120 days of such direction. I have confirmed with my financial managers that this time frame is possible. With regard to each of these funds, I will not participate personally and substantially in any particular matter that to my knowledge has a direct and predictable effect on the financial interest of the fund or its underlying holdings, 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).

SECTION 6 – DIVESTITURES

I will divest my equity interests in the following entities as soon as practicable but not later than 90 days after my confirmation:

- Adidas
- Ally Financial
- Amazon
- Ambev SA
- Athene Holdings
- BAE Systems
- Bank of America
- Bangkok Bank
- Barrick Gold Corp
- Beckton, Dickinson and Co
- Berkely Groups Holdings
- Berkshire Hathaway
- Blackstone Inc.
- Brentage SE
- Builders FirstSource
- Bunge Global
- Compania Cervercias Unidas SA
- Danone Sponsored ADR
- Diageo PLC
- Diamondback Energy Inc.
- Enbridge Oil and Gas
- Equitable Holdings Inc.
- Fanuc Corporations
- Fomento Economico Mexicano
- Fuch SE
- Goldman Sachs

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- Haleone PLC
- Heineken NV
- Henkel
- Hongkong Land Holdings LTd
- Itau Unibanco Holdings
- Imperial Oil
- JP Morgan Chase and Co.
- Jardine Matheson Holdings Ltd
- Komatsu Ltd.
- Lloyds Banking Group PLC
- Legrand SA
- MS&AD Insurance Group Holdings
- Mastercard
- Meta Platforms Inc.
- Merck GaA
- Microsoft
- Mitsubishi Electric Inc.
- Nestle
- Newmont Corporation
- Nihon Kohden Corporation
- Nutrien Ltd
- Orkla ASA
- Pernod Ricard
- Power Corporation of Canada
- Prosus NV
- Reckitt Benckiser PLC
- Royalty Pharma
- SGS SA
- SMC Corporation
- Sanofi
- Secom Co
- Sodexo S.A.
- Sampo Holdings Inc.
- Shimano Inc
- Shell PLC
- Suzuki Motor Company
- Svenska Handelsbanken
- Taiwan Semiconductors
- Unilever
- Union Pacific Corp.
- Wells Fargo & Co
- Willis Tower Watson PLC
- Visa
- Wabtec

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- Wheaton Precious Metals Corp

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 verified that I will be able to carry out the divestitures within the timeframe described above.

I also will divest my interest in the Alerian MLP ETF and the WS MLP & Energy Infrastructure Institutional Fund as soon as practicable but not later than 90 days after my confirmation. Until I have completed this divestiture, 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 holding of either the Alerian MLP ETF or the WS MLP & Energy Infrastructure Institutional Fund that is invested in the sector in which the fund concentrates, 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 verified that I will be able to carry out the divestiture within the timeframe described above.

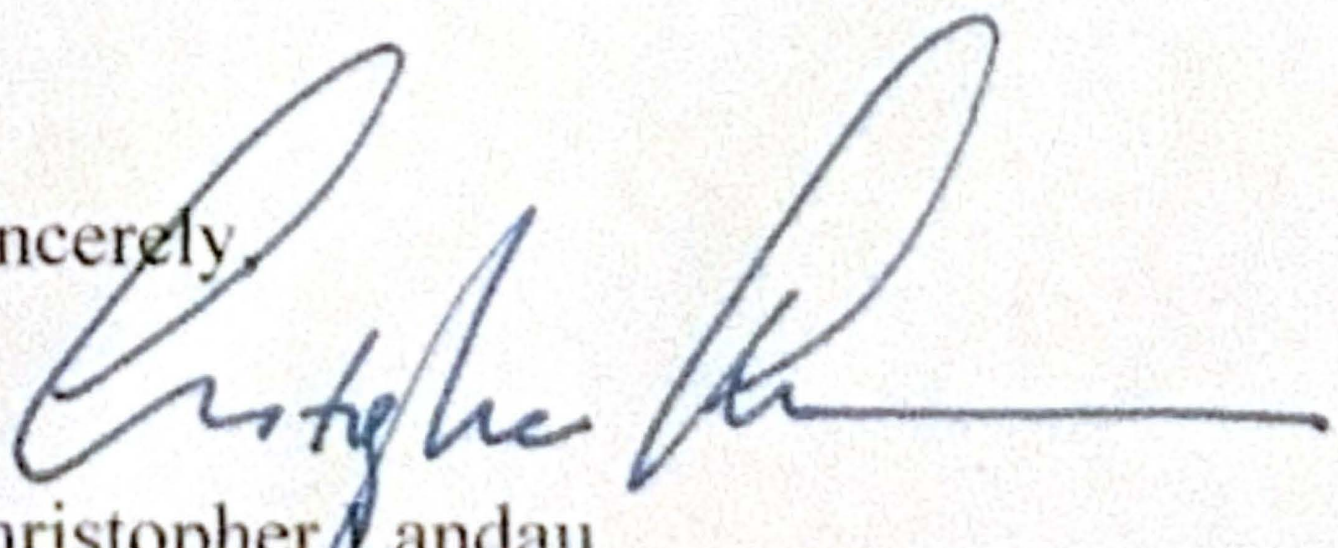
I understand that I may be eligible to request a Certificate of Divestiture for qualifying assets and that a Certificate of Divestiture is effective only if obtained prior to divestiture. Regardless of whether I receive a Certificate of Divestiture, I will ensure that all divestitures discussed in this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

I (including my spouse and dependent children if applicable) will not repurchase any asset I was required to divest without my consultation with my agency ethics official and the U.S. Office of Government Ethics.

SECTION 7 – PUBLIC POSTING

I have been advised that this ethics agreement and the Certification of Ethics Agreement Compliance will be posted publicly, consistent with the public information law at 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,


Christopher Landau

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