



INVESTORS

NYSE GOVERNANCE SERVICES ANNOUNCES 2015 LEADERSHIP AWARD WINNERS

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NEW YORK--(BUSINESS WIRE)-- New York Stock Exchange Governance Services, a subsidiary of New York Stock Exchange (NYSE: ICE), today announced the winners and finalists of its 2nd annual Governance, Risk & Compliance Leadership Awards. The awards program recognizes exemplary leaders in governance, risk and compliance.

"NYSE Governance Services' Governance, Risk, and Compliance Leadership Awards underscore the role that corporate governance plays in shaping a company's success and a board's contribution to long-term value. The outstanding companies and individuals recognized by this year's awards program represent truly exemplary leadership in today's evolving GRC landscape," said Adam Sadowick, President, NYSE Governance Services.

2015 NYSE Governance Services Leadership Awards

Best Governance, Risk, and Compliance Program at Large-Cap Company: *Demonstrates that governance, risk, and compliance issues are top of mind. Solid policy and training methods are in place and assuring that industry and regulatory best practices permeate the organization.*

Winner: Hartford Financial Services Group (NYSE:HIG)

Finalists: Lockheed Martin (NYSE:LMT)

3M Company (NYSE:MMM)

Monsanto Company (NYSE:MON)

Best Governance, Risk, and Compliance Program at Small to Mid-Cap Company: *Demonstrates that governance, risk, and compliance issues are top of mind. Solid policy and training methods are in place, assuring that industry and regulatory best practice permeate the organization.*

Winner: AMN Healthcare Services Inc. (NYSE:AHS)

Finalists: Middlesex Water Company (NDAQ:MSEX)

CMS Energy (NYSE:CMS)

Freescale Semiconductor (NYSE:FSL)

Best In-House Legal Team for Corporate Governance at a Large Cap Company: *This top-notch legal team at a large-cap company has stood the test of time and has met every legal, ethical, and compliance challenge with the utmost integrity and know-how.*

Winner: PepsiCo, Inc. (NYSE:PEP)

Finalists: BMO Financial Group (NYSE:BMO)

Caterpillar (NYSE:CAT)

Best In-House Legal Team for Corporate Governance at a Small- to Mid-Cap Company: *This top-notch legal team at a small- to mid-cap company proved its worth by meeting every legal, ethical, and compliance challenge with exemplary standards of integrity and legal expertise.*

Winner: Atmel Corp. (NYSE:ATML)

Finalists: Atlas Air Worldwide Holdings Inc. (NDAQ:AAWW)

Layne Christensen Co. (NDAQ:LAYN)

Exemplary CD&A for Compensation Committee: *Mindful that expectations regarding transparency and full disclosure are constantly rising, this company produces a superior CD&A that satisfies the most demanding shareholder, providing clear rationale for all pay decisions and persuading shareholders that the company has instituted a pay model that is properly aligned with its unique strategic objectives.*

Winner: NorthWestern Corp (NYSE:NWE)
Finalists: AMN Healthcare Services Inc. (NYSE:AHS)
ManpowerGroup Inc. (NYSE:MAN)
Jack in the Box, Inc. (NDAQ:JACK)
Prudential Financial (NYSE:PRU)

Exemplary Shareholder Engagement: *Places a high value on shareholder relations by demonstrating a willingness to participate in meaningful, transparent dialogue with shareholders via accessible venues and channels. The efficacy of these endeavors will be reflected in a company that is able to successfully work through shareholder engagement challenges in a manner that satisfies all parties.*

Winner: PepsiCo Inc. (NYSE:PEP)
Finalists: Atlas Air Worldwide Holdings Inc. (NDAQ:AAWW)
McKesson Corporation (NYSE:MCK)

Best Board Diversity Initiative: *The winning board will have proven its strong commitment to implementing and carrying out a successful program that promotes a broad definition of diversity at the board level and serves as a beacon to other public companies.*

Winner: Navient Corp (NDAQ:NAVI)
Finalists: Macy's, Inc. (NYSE:M)
Voya Financial, Inc. (NYSE:VOYA)

Independent Lead Director of the Year: *The winner of this category will be a lead director who has clearly demonstrated an unwavering commitment to independence, integrity, and leadership in governance at the board level, both in times of challenges and in helping the company meet strategic opportunities.*

Winner: Donald J. Landry, Hersha Hospitality Trust (NYSE:HT)
Finalists: David Porteous, Huntington Bancshares Inc. (NYSE:HBAN)
Peter Browning, Acuity Brands, Inc. (NYSE:AYI)

Nonexecutive Chairman of the Year: *Nonexecutive board chair has a passion for advancing principles of good governance throughout the organization, the ability to objectively solve the most difficult boardroom challenges, and the experience to offer independent, sound guidance when the company faces both hurdles and opportunities.*

Winner: James Bradford, Cracker Barrel Old Country Store, Inc. (NDAQ:CBRL)
Finalists: Hugh Shelton, Red Hat Inc. (NYSE:RHT)
David LaVance, Jr., Hologic, Inc. (NDAQ:HOLX)

Eligible candidates included all publicly traded companies in the U.S., regardless of listed exchange. The award recipients were selected by an independent panel of judges, who bring a range of governance and compliance expertise to the program. Judges include:

- Mary Schapiro, 29th Chairperson, U.S. Securities and Exchange Commission
- Stephen Brown, Principal, The Edgerton Group; Former President, Society of Corporate Secretaries & Governance Professionals
- William Chandler III, Former Chancellor, Delaware Court of Chancery; Partner, Wilson Sonsini Goodrich & Rosati
- Veta Richardson, President & CEO, Association of Corporate Counsel
- Anne Sheehan, Director of Corporate Governance, California State Teachers' Retirement System
- F. Daniel Siciliano, Professor & Faculty Director, Arthur and Toni Rembe Rock Center for Corporate Governance
- Gretchen Winter, Executive Director, Center for Professional Responsibility in Business and Society, College of Business, University of Illinois at Urbana-Champaign

Award winners and finalists were honored at the Governance, Risk & Compliance Leadership Awards on Thursday, June 18, 2015 at the New York Stock Exchange. The event was sponsored by Center for Audit Quality, D.F. King, Diligent, Norton Rose Fulbright, PwC, The Second City Works, Semler Brossy, Spencer Stuart and Vintage.

About NYSE Governance Services

NYSE Governance Services is an integrated suite of resources for public and privately held companies worldwide seeking to create a leadership advantage through corporate governance, risk, ethics, and compliance practices. NYSE Governance Services leverages the expertise of Corpedia®, a leader in risk assessment and e-learning for ethics and compliance, and Corporate Board Member®, a trusted source on governance matters for company directors and C-level executives—both NYSE companies. NYSE Governance Services offers a range of training programs, advisory services, benchmarking analysis and scorecards, exclusive access to peer-to-peer events, and thought leadership on key governance topics for company directors and C-level executives. www.nyse.com/governance.

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Intercontinental Exchange

Media Contact:

Marissa Arnold, +1 212 656 2359

Marissa.arnold@nyse.com

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