



DIVISION OF
CORPORATION FINANCE

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

January 12, 2024

John Beckman
Hogan Lovells US LLP

Re: Equifax Inc. (the "Company")
Incoming letter dated January 11, 2024

Dear John Beckman:

This letter is in regard to your correspondence concerning the shareholder proposal (the "Proposal") submitted to the Company by The City of Philadelphia Public Employees Retirement System (the "Proponent") for inclusion in the Company's proxy materials for its upcoming annual meeting of security holders. Your letter indicates that the Proponent has withdrawn the Proposal and that the Company therefore withdraws its December 21, 2023 request for a no-action letter from the Division. Because the matter is now moot, we will have no further comment.

Copies of all of the correspondence related to this matter will be made available on our website at <https://www.sec.gov/corpfin/2023-2024-shareholder-proposals-no-action>.

Sincerely,

Rule 14a-8 Review Team

cc: Maureen O'Brien
Segal Marco Advisors

Rule 14a-8(e)(2)

VIA ONLINE SHAREHOLDER PROPOSAL PORTAL

December 21, 2023

U.S. Securities and Exchange Commission
Division of Corporation Finance
Office of Chief Counsel
100 F Street, N.E.
Washington, D.C. 20549
shareholderproposals@sec.gov

Re: Equifax Inc.
Shareholder Proposal of The City of Philadelphia Public Employees Retirement System

To the Staff of the Division of Corporation Finance:

We are submitting this letter on behalf of Equifax Inc. (the “*Company*”), pursuant to Rule 14a-8(j) under the Securities Exchange Act of 1934, as amended, to notify the Securities and Exchange Commission (the “*Commission*”) of the Company’s intention to exclude from its proxy materials (the “*2024 Proxy Materials*”) for its 2024 annual meeting of shareholders (“*2024 Annual Meeting*”) a shareholder proposal (the “*Proposal*”) submitted by The City of Philadelphia Public Employees Retirement System (the “*Proponent*”).

We also request confirmation that the staff of the Division of Corporation Finance (the “*Staff*”) will not recommend to the Commission that enforcement action be taken if the Company omits the Proposal from its 2024 Proxy Materials for the reasons discussed below.

This submission is being delivered via the Commission’s online shareholder proposal portal. In accordance with Rule 14a-8(j), a copy of this letter and its exhibits also are being sent to the Proponent. Rule 14a-8(k) and Staff Legal Bulletin No. 14D (Nov. 7, 2008) provide that a shareholder proponent is required to send the company a copy of any correspondence that the proponent elects to submit to the Commission or the Staff. Accordingly, the undersigned hereby informs the Proponent that, if the Proponent elects to submit additional correspondence to the Commission or the Staff relating to the Proposal, a copy of that correspondence should be furnished concurrently to the undersigned by email.

Pursuant to the guidance provided in Section F of Staff Legal Bulletin No. 14F (Oct. 18, 2011), we ask that the Staff provide its response to this request to the undersigned via e-mail at the address noted in the last paragraph of this letter.

The Company currently intends to file its 2024 Proxy Materials with the Commission more than 80 days after the date of this letter.

THE PROPOSAL

The Proposal sets forth the following resolution to be voted on by shareholders at the 2024 Annual Meeting:

RESOLVED that shareholders of Equifax urge the Board of Directors to oversee a third-party racial equity audit analyzing Equifax's adverse impacts on nonwhite stakeholders and communities of color, above and beyond legal and regulatory matters, and the steps Equifax is taking to mitigate such impacts. Input from civil rights organizations, employees, and customers should be considered in determining the specific matters to be analyzed. A report on the audit, prepared at reasonable cost and omitting confidential or proprietary information, should be publicly disclosed on the company's website.

A copy of the Proponent's submission, including the Proposal and supporting statement, is attached hereto as Exhibit A.

BASIS FOR EXCLUSION OF THE PROPOSAL

As discussed more fully below, the Company believes that it may omit the Proposal from its 2024 Proxy Materials pursuant to Rule 14a-8(e)(2) because the Proponent submitted the Proposal after the applicable deadline.

BACKGROUND

On November 27, 2023, the Proponent sent an email to John J. Kelley III, the Company's Executive Vice President, Chief Legal Officer and Corporate Secretary, which provided, "Please see attached Shareholder proposal, Custodial Verification will be sent separately." The only attachment to the email, however, was a cover letter purporting to transmit a shareholder proposal, but no proposal was included. The email communication and the cover letter attachment are attached hereto as Exhibit B.

Subsequently, on the same day, the Proponent emailed the Company a letter from Northern Trust Corporation, confirming the Proponent's continuous ownership of \$25,000 of Company common stock for at least one year as of close of business on November 21, 2023. The email communication and attachment are attached hereto as Exhibit C.

Later, and again on the same day, the Company received by postal mail the same cover letter sent earlier by email, this time accompanied by the Proposal. Proof of delivery and receipt is attached hereto as Exhibit D.

ANALYSIS

The Proposal May Be Excluded Pursuant to Rule 14a-8(e)(2) because the Proponent Submitted the Proposal After the Applicable Deadline

1. Background of Rule 14a-8(e)

Rule 14a-8(e) provides that in order to be eligible for inclusion in a company's proxy statement, a shareholder proposal must be submitted prior to the applicable deadline, which is typically set forth in a company's proxy statement for the prior year.

The Staff strictly construes the deadline for shareholder proposals under Rule 14a-8(e), permitting companies to exclude from proxy materials those proposals received at companies' principal executive offices after the deadline. *See, e.g., Etsy, Inc.* (avail. Apr. 19, 2022) (concurring with the exclusion of a proposal received one day after the submission deadline); *Walgreens Boots Alliance, Inc.* (avail. Oct. 12, 2021) (concurring with the exclusion of a proposal received two days after the submission deadline); *Hewlett Packard Enterprise Co.* (avail. Jan. 15, 2021) (concurring with the exclusion of a proposal received two days after the submission deadline); *DTE Energy Co. (Moore)* (avail. Dec. 18, 2018) (concurring with the exclusion of a proposal received two days after the submission deadline); *Verizon Communications, Inc.* (avail. Jan. 4, 2018) (concurring with the exclusion of a proposal received one day after the submission deadline); *Dean Foods Co.* (avail. Jan. 27, 2014) (concurring with the exclusion of a proposal received three days after the submission deadline); *PepsiCo, Inc.* (avail. Jan. 3, 2014) (same).

2. The Company Did Not Receive the Proposal Before the Properly Calculated and Disclosed Deadline for Submitting Shareholder Proposals for Inclusion in the Company's 2024 Proxy Materials

As required by Rule 14a-5(e), the Company included in its proxy statement for its 2023 Annual Meeting of Shareholders (the "**2023 Proxy Statement**") the deadline for submitting shareholder proposals, calculated in the manner prescribed in Rule 14a-8(e) and Staff Legal Bulletin No. 14 (July 13, 2001) ("**SLB 14**"). Specifically, the following disclosure appeared on page 130 of the 2023 Proxy Statement under the heading, in bold, "How do I recommend a director nominee or submit a proposal or director nominee for the 2024 Annual Meeting of Shareholders?":

Shareholders may also submit proposals and director nominations through our proxy access procedures for consideration at the 2024 Annual Meeting, including proposals submitted for inclusion in the Company's proxy materials for the 2024 Annual Meeting. Notice of such proposals or director nominations must be delivered to us no later than November 24, 2023 (and, in the case of a director nomination pursuant to proxy access, no earlier than October 25, 2023). The proposal or director nomination must satisfy the information and other requirements specified in our Bylaws and, if to be included in our proxy materials for the 2024 Annual Meeting, must comply with SEC Rule 14a-8 and other applicable rules and interpretations of the SEC.

Under Rule 14a-8(e)(2), the deadline for submitting a shareholder proposal for a company's regularly scheduled annual meeting is calculated in the following manner: “[t]he proposal must be received at the company’s principal executive offices not less than 120 calendar days before the date of the company’s proxy statement released to shareholders in connection with the previous year’s annual meeting.” Further, SLB 14 provides that a “company should calculate the deadline for submitting proposals” for the company’s regularly scheduled annual meeting “as follows: [(i)] start with the release date disclosed in the previous year’s proxy statement; [(ii)] increase the year by one; and [(iii)] count back 120 calendar days.” Consistent with this guidance, and as described on page 130 of the 2023 Proxy Statement, to calculate the deadline for receiving shareholder proposals submitted for the 2024 Annual Meeting, the Company (i) started with the release date of the 2023 Proxy Statement (i.e., March 23, 2023), (ii) increased the year by one (i.e., March 23, 2024), and then (iii) counted back 120 calendar days, with the result of a Friday, November 24, 2023 deadline (the “**Submission Deadline**”).

The Company properly disclosed in its 2023 Proxy Statement and properly calculated the Submission Deadline. However, as noted above and as shown in Exhibit D to this letter, the Company did not receive the Proposal until November 27, 2023, three days after the Submission Deadline.¹

Accordingly, the Proposal is excludable because it was submitted after the Submission Deadline in contravention of Rule 14a-8(e)(2).

¹ While the Proponent sent an email to the Company on November 21, 2023, purporting to submit the Proposal and a cover letter, the Proponent immediately recalled the email, thus withdrawing the proposal. The email communications are attached hereto as Exhibit E. The Proponent then submitted the Proposal on November 27, 2023 utilizing a revised cover letter.

CONCLUSION

For the reasons set forth above, the Company believes that the Proposal may be excluded under Rule 14a-8(e)(2). The Company respectfully requests the Staff's concurrence in the Company's view or, alternatively, confirmation that the Staff will not recommend any enforcement action to the Commission if the Company so excludes the Proposal from its 2024 Proxy Materials.

We would be happy to provide the Staff with any additional requested information and answer any questions related to this subject. Please do not hesitate to contact the undersigned at (202) 637-5464 or john.beckman@hoganlovells.com.

Sincerely,



John Beckman

Attachments

cc: John J. Kelley III, Equifax Inc.
Lisa M. Stockard, Equifax Inc.
Christopher DiFusco, The City of Philadelphia Public Employees Retirement System

Exhibit A

Copy of the Proposal

FedEx®

FROM:
Christopher DiFusco/lj (215) 496-7463
City of Philadelphia BOP
1500 John F. Kennedy Blvd
Suite 1705
Philadelphia PA 19102
US

SHIP DATE:
ACTWGT: 1
CAD: 2728
BILL

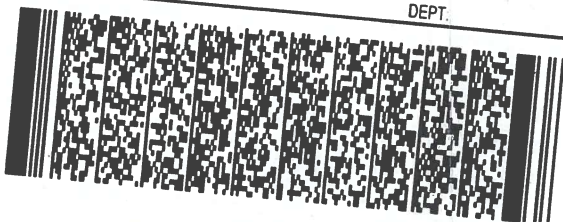
TO Corporate VP & Chief Legal Officer
Equifax, Inc.
1550 Peachtree Street, N.W.

Atlanta GA 30309
(215) 685-3480

INV:
PO:

REF:

DEPT:



0301 SAT 11/25 01:36 SM 1D29/182/1
EQUIFAX INC
1550 PEACHTREE ST NE
ATLANTA GA
(371) 11/25-11/26 30309-2402-30
CLOSED - 300
ETP: 1
583J5/00108011076386600077419213826

TRK# 7741 9213 8262

30309



Extremely Urgent

0301 MON 11/27/01:24 SM-1D29
EQUIFAX INC.
1550 PEACHTREE ST NE
ATLANTA GA
459-1034
30309-240
ETP: 8
SPPD: 92:V
963200196011076386600077419213826



BOARD OF PENSIONS
AND RETIREMENT

PHILADELPHIA PUBLIC EMPLOYEES
RETIREMENT SYSTEM

BOARD MEMBERS:
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CHARLES EDACHERIL
KRISTIN BRAY, Esq.
TUMAR ALEXANDER
MICHAEL ZACCAGNI
ROOSEVELT POPLAR
CAROL STUKES-BAYLOR, Vice-Chairperson
PAUL REED
BRIAN P. COUGHLIN

CHRISTOPHER R. DIFUSCO

Chief Investment Officer

November 21, 2023

Via regular mail and email: j.kelley@equifax.com

Corporate Vice President & Chief Legal Officer
Equifax Inc.
1550 Peachtree Street N.W.
Atlanta Georgia 30309

RE: Shareholder Proposal Submission for 2024 Stockholder's Meeting

Dear John J. Kelley III:

In my capacity as the Chief Investment Officer of The City of Philadelphia Public Employees Retirement System (the "Fund"), I write to give notice that pursuant to the 2023 proxy statement of Equifax, Inc. (the "Company"), the Fund intends to present the attached proposal (the "Proposal") at the 2024 annual meeting of shareholders (the "Annual Meeting"). The Fund requests that the Company include the Proposal in the Company's proxy statement for the Annual Meeting. Please note The City of Philadelphia Public Employees Retirement System is the lead filer on this proposal.

A letter from the Fund's custodian documenting the Fund's continuous ownership of the requisite amount of the Company's stock is being sent separately. The Fund also intends to continue its ownership of at least the minimum number of shares required by the SEC regulations through the date of the Annual Meeting. I represent that the Fund or its agent intends to appear in person or by proxy at the Annual Meeting to present the attached Proposal. I declare the Fund has no "material interest" other than that believed to be shared by stockholders of the Company generally.

Fund representatives are available to meet with the Company in person or via teleconference on the following dates: December 8, 2023 at 10am, December 11, 2023 at 10am or December 15, 2023 at 10am.

Representation – Important Notice

Please be advised that we will hereafter be using a representative regarding the management of this proposal. Please send a copy of any correspondence regarding this proposal including deficiency notices, no action requests or engagement scheduling to Maureen O'Brien, [REDACTED]

[REDACTED]. I authorize the representative to speak on my behalf, negotiate withdrawal of the proposal and engage with the company and its representatives.

Sincerely,

Christopher DiFusco
Chief Investment Officer
City of Philadelphia Board of Pensions and Retirement

RESOLVED that shareholders of Equifax urge the Board of Directors to oversee a third-party racial equity audit analyzing Equifax's adverse impacts on nonwhite stakeholders and communities of color, above and beyond legal and regulatory matters, and the steps Equifax is taking to mitigate such impacts. Input from civil rights organizations, employees, and customers should be considered in determining the specific matters to be analyzed. A report on the audit, prepared at reasonable cost and omitting confidential or proprietary information, should be publicly disclosed on the company's website.

SUPPORTING STATEMENT

Following the 2020 racial justice protests, Equifax signed on to the CEO Action for Diversity & Inclusion Pledge.¹ The company states that "at the core of the Equifax purpose is helping people to live their financial best."² As a major credit rating agency, Equifax plays a significant role in the development of wealth creation among communities of color beyond just its pledges. Approximately 54% of Black and 41% of Hispanic individuals have "no credit or a poor to fair credit score," according to a 2021 survey.³ Lack of credit history or a poor credit score directly impacts housing, qualifying for a car loan, and in some cases even securing a new job.

The ability to build credit depends on both credit scores and credit reports, which are furnished by credit ratings agencies like Equifax. The FICO score, the most common credit score, effectively incorporates centuries of racism and bias through its modeling. For example, 35%⁴ of a FICO score is based on payment history, a large component of which is on-time mortgage payments, but not rental payments.⁵ As of 2020, only 43.4% of Black Americans owned a home, suggesting the majority of Black Americans rent and would not see an improvement in their credit score despite paying rent on time.⁶ Further, although 41% of Vantage Score, a credit model developed by Equifax and other credit agencies, is based on timely rental payments,⁷ the score will only include such information if it is furnished to the credit agency.⁸

Black consumers may also be disproportionately impacted by credit report errors. In 2021, the Consumer Financial Protection Bureau ("CFPB") found consumers living in majority Black neighborhoods were twice as likely to have a dispute appear on their report compared to

¹ <https://www.ceoaction.com/ceos/?Sort=Alphabet&page=13>

² <https://www.equifax.com/newsroom/all-news/-/story/head-of-equifax-foundation-talks-financial-inclusion-with-authority-magazine/>

³ <https://www.cnn.com/2021/01/28/black-and-hispanic-americans-often-have-lower-credit-scores.html>

⁴ <https://www.myfico.com/credit-education/whats-in-your-credit-score>

⁵ <https://www.myfico.com/credit-education/credit-scores/payment-history>

⁶ <https://www.nar.realtor/newsroom/u-s-homeownership-rate-experiences-largest-annual-increase-on-record-though-black-homeownership-remains-lower-than-decade-ago>

⁷ <https://www.nerdwallet.com/article/finance/vantagescore-4-0>

⁸ <https://vantagescore.com/can-rent-and-utilities-improve-your-credit-scores/>

consumers living in white neighborhoods.⁹ Further, in October 2022, a House Subcommittee requested the CFPB investigate Equifax and its fellow credit agencies for possible violations of the Fair Credit Reporting Act and failing to follow up on consumer disputes.¹⁰ A third-party racial equity audit would assist in remedying the disparate impact of Equifax’s policies on communities of color and minimizing legal, regulatory, reputational and other material financial risks to shareholders.

⁹ <https://www.consumerfinance.gov/about-us/newsroom/cfpb-finds-credit-report-disputes-far-more-common-in-majority-black-and-hispanic-neighborhoods/>

¹⁰ <https://coronavirus.house.gov/news/press-releases/clyburn-cfpb-chopra-equifax-experian-Equifax>

Exhibit B

Copy of November 27, 2023 Communication and Cover Letter Attachment



J. Kelley <j.kelley@equifax.com>

[IE] RE: City of Philadelphia-Equifax

1 message

Kristyn Bair <[REDACTED]>
To: "j.kelley@equifax.com" <j.kelley@equifax.com>

Mon, Nov 27, 2023 at 9:18 AM

Good Afternoon,

Please see attached Shareholder proposal, Custodial Verification will be sent separately.

Thank you,

Kristyn Bair
City of Philadelphia Board of Pensions and Retirement Two Penn Center Plaza, 17th Floor
1500 John F. Kennedy Blvd.
Philadelphia, PA 19102
(p) [REDACTED]

 **Equifax Filed 11.21.23.pdf**
49K



**BOARD OF PENSIONS
AND RETIREMENT**

**PHILADELPHIA PUBLIC EMPLOYEES
RETIREMENT SYSTEM**

BOARD MEMBERS:
ROB DUBOW, Chairperson
CHARLES EDACHERIL
KRISTIN BRAY, Esq.
TUMAR ALEXANDER
MICHAEL ZACCAGNI
ROOSEVELT POPLAR
CAROL STUKES-BAYLOR, Vice-Chairperson
PAUL REED
BRIAN P. COUGHLIN

CHRISTOPHER R. DIFUSCO
Chief Investment Officer

November 21, 2023

Via regular mail and email: j.kelley@equifax.com

Corporate Vice President & Chief Legal Officer
Equifax Inc.
1550 Peachtree Street N.W.
Atlanta Georgia 30309

RE: Shareholder Proposal Submission for 2024 Stockholder's Meeting

Dear John J. Kelley III:

In my capacity as the Chief Investment Officer of The City of Philadelphia Public Employees Retirement System (the "Fund"), I write to give notice that pursuant to the 2023 proxy statement of Equifax, Inc. (the "Company"), the Fund intends to present the attached proposal (the "Proposal") at the 2024 annual meeting of shareholders (the "Annual Meeting"). The Fund requests that the Company include the Proposal in the Company's proxy statement for the Annual Meeting. Please note The City of Philadelphia Public Employees Retirement System is the lead filer on this proposal.

A letter from the Fund's custodian documenting the Fund's continuous ownership of the requisite amount of the Company's stock is being sent separately. The Fund also intends to continue its ownership of at least the minimum number of shares required by the SEC regulations through the date of the Annual Meeting. I represent that the Fund or its agent intends to appear in person or by proxy at the Annual Meeting to present the attached Proposal. I declare the Fund has no "material interest" other than that believed to be shared by stockholders of the Company generally.

Fund representatives are available to meet with the Company in person or via teleconference on the following dates: December 8, 2023 at 10am, December 11, 2023 at 10am or December 15, 2023 at 10am.

Representation – Important Notice

Please be advised that we will hereafter be using a representative regarding the management of this proposal. Please send a copy of any correspondence regarding this proposal including deficiency notices, no action requests or engagement scheduling to Maureen O'Brien, [REDACTED]

[REDACTED]. I authorize the representative to speak on my behalf, negotiate withdrawal of the proposal and engage with the company and its representatives.

Sincerely,

Christopher DiFusco
Chief Investment Officer
City of Philadelphia Board of Pensions and Retirement

Exhibit C

Copy of November 27, 2023 Communication and Proof of Ownership



J. Kelley <j.kelley@equifax.com>

[IE] RE: City of Philadelphia-Equifax

1 message

Kristyn Bair <[REDACTED]> Mon, Nov 27, 2023 at 10:11 AM
To: "j.kelley@equifax.com" <j.kelley@equifax.com>
Cc: James Cousounis <[REDACTED]>, "Maureen O'Brien ([REDACTED])" <[REDACTED]>, "Bernard J. Buckley" <[REDACTED]>

Good Morning,

Please see attached custodial verification on behalf of the City of Philadelphia Board of Pensions and Retirement.

Kristyn Bair
City of Philadelphia Board of Pensions and Retirement
Two Penn Center Plaza, 17th Floor
1500 John F. Kennedy Blvd.
Philadelphia, PA 19102
(p) [REDACTED]

-----Original Message-----

From: Kristyn Bair
Sent: Tuesday, November 21, 2023 2:07 PM
To: j.kelley@equifax.com
Cc: James Cousounis <[REDACTED]>; Maureen O'Brien ([REDACTED]) <[REDACTED]>; Bernard J. Buckley <[REDACTED]>
Subject: City of Philadelphia-Equifax

Good Afternoon,

Please see attached Shareholder proposal, Custodial Verification will be sent separately.

Thank you,

Kristyn Bair
City of Philadelphia Board of Pensions and Retirement Two Penn Center Plaza, 17th Floor
1500 John F. Kennedy Blvd.
Philadelphia, PA 19102
(p) [REDACTED]

 **Equifax_Custodial_Phila (002).docx**
39K

November 21st 2023

Via regular mail and email: j.kelley@equifax.com

John J. Kelley III
Corporate VP & Chief Legal Officer
Equifax Inc.
1550 Peachtree Street N.W.
Atlanta Georgia 30309

RE: Shareholder Proposal Submission for 2024 Stockholder's Meeting

Dear John J. Kelley III,

I write concerning a shareholder proposal (the "Proposal") submitted to Equifax Inc. (the "Company") by Philadelphia Public Employees Retirement Systems (the "Fund").

As custodian of Philadelphia Public Employees Retirement Systems, we are writing to report that as of the close of business on **November 21st 2023** the Fund held shares of Company stock in our account at Depository Trust Company and registered in its nominee name of Cede & Co.

Select one of three options below:

As of November 21, 2023 Philadelphia Public Employees Retirement Systems beneficially owned, and had beneficially owned continuously for at least one year, shares worth \$25,000 of Company common stock.

...

If there are any other questions or concerns regarding this matter, please feel free to contact me at [REDACTED] or [REDACTED]

Sincerely,

Scott A Adduci

Officer | Client Service Manager | Northern Trust

Exhibit D

Proof of Delivery and Receipt

FedEx® Tracking



SHOPRUNNER by FedEx. **BLACK FRIDAY IS HERE.**
 SAVE WITH THE BEST DEALS & GET EXCLUSIVE BENEFITS.

[SHOP NOW](#)

DELIVERED

Monday

11/27/23 at 11:41 AM

Signed for by: Signature not required

[↓ Obtain proof of delivery](#)

How was your delivery?



DELIVERY STATUS

Delivered



TRACKING ID

774192138262 [✎](#) [☆](#)

FROM

Philadelphia, PA US

WE HAVE YOUR PACKAGE

PHILADELPHIA, PA

11/22/23 12:52 PM

ON THE WAY

NORCROSS, GA

11/27/23 1:24 AM

OUT FOR DELIVERY

NORCROSS, GA

11/27/23 2:52 AM

DELIVERED

[↓ View travel history](#)

Want updates on this shipment? Enter your email and we will do the rest!

YOUR EMAIL

SUBMIT

MORE OPTIONS

Manage Delivery 

Shipment facts 

 Shipment overview

TRACKING NUMBER 774192138262

SHIP DATE  11/22/23

STANDARD TRANSIT  11/28/23

ACTUAL DELIVERY  11/27/23 at 11:41 AM

 Services

SERVICE FedEx Ground

TERMS Shipper

 Package details

WEIGHT 0.7 lbs / 0.32 kgs

TOTAL PIECES 1

PACKAGING Package

[↑ Back to top](#)

Travel history 

Ascending 

Tuesday, 11/21/23

- 5:36 PM
In FedEx possession
Package received after final location pickup has occurred. Scheduled for pickup next business day.
PHILADELPHIA, PA

Wednesday, 11/22/23

- 12:52 PM
Picked up
PHILADELPHIA, PA
- 5:39 PM
Arrived at FedEx location
PHILADELPHIA, PA
- 5:40 PM
Shipment arriving early
PHILADELPHIA, PA
- 9:07 PM
Left FedEx origin facility
PHILADELPHIA, PA

Thursday, 11/23/23

- 12:47 AM
Arrived at FedEx location
HAGERSTOWN, MD
- 5:46 AM
Departed FedEx location
HAGERSTOWN, MD
- 6:08 PM
On the way
KENNESAW, GA

Friday, 11/24/23

- 1:10 AM
Arrived at FedEx location
KENNESAW, GA
- 9:31 PM
Departed FedEx location
KENNESAW, GA
- 9:31 PM
Shipment arriving On-Time
KENNESAW, GA

- 4:50 AM
At local FedEx facility
NORCROSS, GA

Monday, 11/27/23

- 1:24 AM
At local FedEx facility
NORCROSS, GA
- 2:52 AM
On FedEx vehicle for delivery
NORCROSS, GA

- ☑ 11:41 AM
Delivered
Left in mail room. Signature Service not requested.
Atlanta, GA

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FOLLOW FEDEX

Exhibit E

Copy of Recalled Email Communication



J. Kelley <j.kelley@equifax.com>

[IE] City of Philadelphia-Equifax

1 message

Kristyn Bair <[REDACTED]>

Tue, Nov 21, 2023 at 2:06 PM

To: "j.kelley@equifax.com" <j.kelley@equifax.com>

Cc: James Cousounis <[REDACTED]>, "Maureen O'Brien ([REDACTED])" <[REDACTED]>, "Bernard J. Buckley" <[REDACTED]>

Good Afternoon,

Please see attached Shareholder proposal, Custodial Verification will be sent separately.

Thank you,

Kristyn Bair
City of Philadelphia Board of Pensions and Retirement
Two Penn Center Plaza, 17th Floor
1500 John F. Kennedy Blvd.
Philadelphia, PA 19102
(p) [REDACTED]

 **Equifax Filed 11.21.23.pdf**
80K



J. Kelley <j.kelley@equifax.com>

[IE] Recall: City of Philadelphia-Equifax

1 message

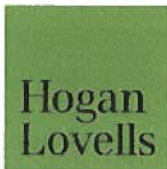
Kristyn Bair <[REDACTED]>

Tue, Nov 21, 2023 at 2:20 PM

To: "j.kelley@equifax.com" <j.kelley@equifax.com>

Cc: James Cousounis <[REDACTED]>, "Maureen O'Brien ([REDACTED])"
<[REDACTED]>, "Bernard J. Buckley" <[REDACTED]>

Kristyn Bair would like to recall the message, "City of Philadelphia-Equifax".



Hogan Lovells US LLP
Columbia Square
555 Thirteenth Street, NW
Washington, DC 20004
T +1 202 637 5600
F +1 202 637 5910
www.hoganlovells.com

January 11, 2024

VIA ONLINE SHAREHOLDER PROPOSAL PORTAL

Office of Chief Counsel
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Re: Equifax Inc.
Shareholder Proposal of The City of Philadelphia Public Employees Retirement System

Dear Ladies and Gentlemen:

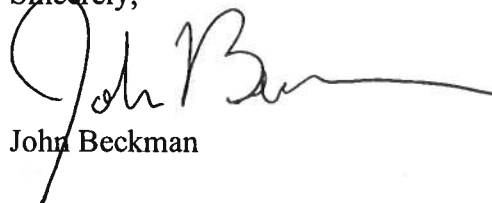
We previously submitted to the staff a letter, dated December 21, 2023, requesting the staff's concurrence that Equifax Inc. (the "**Company**") may exclude the shareholder proposal referenced above from the proxy materials for the Company's 2024 annual meeting of shareholders.

On January 10, 2024, the proponent emailed the Company to withdraw the proposal. A copy of the email correspondence is attached as Exhibit A. Because the proponent has withdrawn the proposal, the Company also hereby withdraws its request for a no-action letter relating to the proposal.

A copy of this letter is being provided simultaneously to the proponent.

If you have any questions or require additional information, please call me at (202) 637-5464.

Sincerely,



John Beckman

Enclosure

cc: John J. Kelley III, Equifax Inc.
Lisa M. Stockard, Equifax Inc.
Christopher DiFusco, The City of Philadelphia Public Employees Retirement System

Exhibit A

From: **O'Brien, Maureen** <[REDACTED]>
Date: Wed, Jan 10, 2024 at 9:07 PM
Subject: [IE] RE: Shareholder Proposal for Equifax Inc. 2024 Annual Meeting
To: Lisa Stockard <[REDACTED]>, [REDACTED] <[REDACTED]>, [REDACTED] <[REDACTED]>, [REDACTED] <[REDACTED]>
CC: J. Kelley <[REDACTED]>

Ms. Stockard,

Please note the proponent hereby withdraws the 14a-8 shareholder proposal submitted for inclusion in the 2024 proxy statement. We trust you will notify the SEC to alleviate the need for a decision on the request for no action.

Best regards,
Maureen

Maureen O'Brien (she/her/hers)

SVP of Corporate Governance, Engagement and Proxy Voting

Segal Marco Advisors

[REDACTED]
[REDACTED]

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are all members of the Segal family.