Political Activity and Lobbying Report 2012

Transparency is a critical part of the relationships we have with our government partners and the taxpayers we ultimately serve, as well as our shareholders, and we are committed to transparency regarding our government relations and political efforts. In addition to complying with applicable disclosure laws, CCA is going a step further to produce this annual report, which we believe will bring further clarity to our activities. We believe it is the right thing to do for our business, our partners and our shareholders.

CCA’s political and government relations activities are designed to educate federal, state and local officials on the benefits of partnership corrections, CCA’s ability to assist them in meeting their corrections needs and our track record of success. Our company does not, under longstanding policy, lobby for or against policies or legislation that would determine the basis for an individual’s incarceration or detention.
Overview

Corporate funds are used to make political contributions where allowed by law and where management has determined that such contributions will be an effective use of the funds. CCA also sponsors a political action committee (CCA PAC) that makes contributions to federal candidates and to candidates in certain jurisdictions where contributions with corporate funds are not allowed.

CCA's political contributions and lobbying activities are subject to robust oversight, approval and compliance procedures. Political contributions using corporate funds require approval by our Chief Executive Officer, Chief Development Officer or a Vice President Partnership Relations and, for compliance purposes, the Office of General Counsel.

Government relations engagements and expenditures require Vice President-level or above approval. The Office of General Counsel and external compliance experts provide support for the company's reporting and other compliance obligations, as well as periodic compliance training for internal partnership development personnel and contract government relations professionals.

The Nominating and Governance Committee of CCA's Board of Directors provides Board-level oversight of the Company's political and government relations activities and compliance procedures. Compliance policies and procedures are addressed in CCA's Code of Ethics and Business Conduct and in greater detail in our “Government Relations” policy *.

CCA's government relations activities are focused on government actions (legislative, regulatory and executive) that impact the construction and operation of privately operated prisons and detention facilities. The disclosures in the lobbying reports filed by the company under the Federal Lobbying Disclosure Act of 1995, as amended by the Honest Leadership and Open Government Act of 2007 (“LDA”), are representative of the types of matters on which the company lobbies. As stated in CCA's most recent LDA report,** and as a matter of longstanding corporate policy and practice, CCA does not lobby for or against policies or legislation that would determine the basis for an individual's incarceration or detention.

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* [http://phx.corporate-ir.net/ExternalFile?item=UGFeZS5SUQ9NJExMjNyQ2hpGRJRD0tMXxUeXBIPTM=&t=1](http://phx.corporate-ir.net/ExternalFile?item=UGFeZS5SUQ9NJExMjNyQ2hpGRJRD0tMXxUeXBIPTM=&t=1)

### Table A-1: Political Contributions

#### Totals by Source of Funds

<table>
<thead>
<tr>
<th>Source of Funds</th>
<th>Amount</th>
</tr>
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<tbody>
<tr>
<td>Combined - Corporate and CCA PAC</td>
<td>$956,135.86</td>
</tr>
<tr>
<td>Corporate</td>
<td>$773,275.86</td>
</tr>
<tr>
<td>CCA PAC</td>
<td>$182,860.00</td>
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#### Totals by Recipient Category (Source in Parenthesis)

<table>
<thead>
<tr>
<th>Recipient Category</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Federal Candidates, Parties &amp; Committees (CCA PAC)</td>
<td>$177,100</td>
</tr>
<tr>
<td>State Candidates, Parties &amp; Committees (Combined)</td>
<td>$407,960</td>
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<tr>
<td>National 527 (Corporate)</td>
<td>$366,500</td>
</tr>
<tr>
<td>Local Candidates (Corporate)</td>
<td>$4,575.86</td>
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### Table A-2: State-wise Political Activity

<table>
<thead>
<tr>
<th>State</th>
<th>Type</th>
<th>CCA-PAC</th>
<th>CCA</th>
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<td>AL</td>
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<td>AL</td>
<td>Total</td>
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<tr>
<td>CA</td>
<td>Candidate</td>
<td>9,500</td>
<td>72,000</td>
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<td>Total</td>
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<td>Political Party</td>
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<td></td>
<td>Ballot Measure</td>
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<tr>
<td>CO</td>
<td>Political Committee</td>
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<td>Total</td>
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## Political Contributions (continued)

Table A-2 (continued)

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<th>State</th>
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<td>Candidate</td>
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<td>Political Committee</td>
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<td>SC Total</td>
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<td>Candidate (Local)</td>
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<td>Political Party</td>
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<td></td>
<td>TN Total</td>
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<td>Political Committee</td>
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<td>TX Total</td>
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<td>VT Total</td>
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<td>WI</td>
<td>Candidate</td>
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<td></td>
<td>WI Total</td>
<td>3,500</td>
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</tr>
<tr>
<td></td>
<td>National Parties</td>
<td>30,000</td>
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<tr>
<td></td>
<td>National 527’s</td>
<td>366,500</td>
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</tr>
<tr>
<td></td>
<td>GRAND TOTAL</td>
<td>182,860</td>
<td>773,276</td>
</tr>
</tbody>
</table>
527 Organizations

CCA contributed to the following national 527 organizations in 2012:

- Democratic Governors Association
- Republican Governors Association
- Republican State Leadership Committee

The aggregate total of contributions to these organizations is included in the summary data listed above.

Additional information regarding recipient candidate and political committees, as well as the laws, rules and regulations applicable to political contributions by corporations and corporate affiliated political action committees, is available publicly through Internet sites maintained by the relevant Federal (i.e., the Federal Election Commission and Internal Revenue Service websites, www.fec.gov and www.irs.gov) and state agencies (e.g., www.sos.ca.gov).

Lobbying Information

CCA retains the services of consultant government relations professionals in jurisdictions where it does or may in the future do business. CCA employees also register as lobbyists in jurisdictions where their activities meet the statutory definition. The list below shows CCA’s consultant registered lobbyists in 2012 by jurisdiction.

Table B-1

<table>
<thead>
<tr>
<th>Jurisdiction</th>
<th>Firm Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>Federal</td>
<td>Akin Gump Strauss Hauer &amp; Feld LLP</td>
</tr>
<tr>
<td></td>
<td>Mehlman Vogel Castagnetti, Inc.</td>
</tr>
<tr>
<td></td>
<td>McBee Strategic Consulting, LLC</td>
</tr>
<tr>
<td>Alabama</td>
<td>Capitol Resources LLC</td>
</tr>
<tr>
<td>Arizona</td>
<td>Policy Development Group Inc.</td>
</tr>
<tr>
<td></td>
<td>Molera Alvarez LLC</td>
</tr>
<tr>
<td></td>
<td>Highground Inc. *</td>
</tr>
<tr>
<td>Arkansas</td>
<td>The Capitol Group *</td>
</tr>
<tr>
<td>California</td>
<td>Capitol Advocacy</td>
</tr>
<tr>
<td>Colorado</td>
<td>Brownstein Hyatt Farber Schreck, LLP</td>
</tr>
<tr>
<td></td>
<td>Christiansen Corporate Resources</td>
</tr>
<tr>
<td>Connecticut</td>
<td>The O'Leary Group *</td>
</tr>
<tr>
<td>Florida</td>
<td>Smith, Bryan &amp; Myers</td>
</tr>
<tr>
<td>Georgia</td>
<td>McKenna Long &amp; Akridge LLP</td>
</tr>
<tr>
<td></td>
<td>Piedmont Public Affairs</td>
</tr>
<tr>
<td>Hawaii</td>
<td>Capitol Consultants of Hawaii LLP *</td>
</tr>
<tr>
<td>Idaho</td>
<td>Lobby Idaho, LLC</td>
</tr>
<tr>
<td>Indiana</td>
<td>Barnes &amp; Thornburg LLP</td>
</tr>
<tr>
<td>Illinois</td>
<td>Dorgan-McPike &amp; Associates</td>
</tr>
<tr>
<td>Kentucky</td>
<td>MML&amp;K Government Solutions</td>
</tr>
<tr>
<td>Louisiana</td>
<td>Haynie &amp; Associates</td>
</tr>
<tr>
<td>Maine</td>
<td>Michtell *</td>
</tr>
<tr>
<td>Tardy</td>
<td>Hill Capitol Strategies</td>
</tr>
<tr>
<td>Minnesota</td>
<td>Buddy, Medlin &amp; Associates *</td>
</tr>
<tr>
<td>Mississippi</td>
<td>Capitol Resources LLC</td>
</tr>
<tr>
<td>Montana</td>
<td>Anderson, Baker &amp; Swanson PLLC</td>
</tr>
<tr>
<td>New Hampshire</td>
<td>Rath, Young &amp; Pignatelli PC</td>
</tr>
<tr>
<td>New Jersey</td>
<td>Princeton Public Affairs Group *</td>
</tr>
<tr>
<td>New Mexico</td>
<td>Edwin Mahr</td>
</tr>
<tr>
<td>Ohio</td>
<td>The Credo Company</td>
</tr>
<tr>
<td>Oklahoma</td>
<td>Fried Kipatrick Guinn LLC</td>
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<td></td>
<td>Scott Adkins Consulting, Inc.</td>
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<tr>
<td>Tennessee</td>
<td>Johnson Poss Government Relations</td>
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<tr>
<td>Texas</td>
<td>The Texas Lobby Group</td>
</tr>
<tr>
<td>Vermont</td>
<td>McLean, Meehan &amp; Rice LLC</td>
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<td>Washington</td>
<td>Bogard &amp; Johnson LLC</td>
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<td>West Virginia</td>
<td>Capitol Advocates</td>
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<td>Wisconsin</td>
<td>The Welch Group *</td>
</tr>
<tr>
<td>District of Columbia</td>
<td>Group 360, LLC</td>
</tr>
<tr>
<td>Los Angeles County</td>
<td>Ek &amp; Ek</td>
</tr>
</tbody>
</table>

* Firm with which CCA no longer contracts for government relations services.
CCA's contracts with its outside government relations professionals contain strict conflict of interest clauses that permit CCA to terminate the relationship if the professional or his or her firm engages in activities that conflict with CCA’s commitment not to lobby for or against policies or legislation that would determine the basis for an individual’s incarceration or detention.

**Reported Lobbying-Related Expenses**

In 2012, CCA and its consultant lobbyists reported approximately $2.6 million in fees and other expenditures relating to lobbying on behalf of CCA at the Federal, state and local levels. This amount includes fees paid to consultant lobbyists (see Fees for Direct Lobbying, below), compensation paid to CCA employees who engage in lobbying or lobbying-related activities and lobbying-related expenses (such as travel expenses), as required by applicable Federal, state and local rules regarding lobbying disclosure. Of this amount, $970,000 was attributable to Federal lobbying-related activities and the remainder ($1.6 million) to state and local activities. None of this amount related to “grassroots lobbying” communications (communications directed to the general public that refer to specific legislation or regulation, reflects a view on such legislation or regulation or encourages the recipient to take action with respect to such legislation or regulation).

**Fees for Direct Lobbying**

In 2012, CCA paid an aggregate amount of approximately $1.6 million to consultant government relations professionals for direct lobbying (as defined in Internal Revenue Code (IRC)162(e)). Of that amount, $0.8 million was for lobbying at the Federal level and $0.8 million was for lobbying at the state and local levels.

**Trade and Membership Associations, Chambers of Commerce and Other Groups**

CCA, its facilities and employees also are members of certain trade and membership associations, chambers of commerce and other groups. Below is a list of such organizations to which CCA paid dues or fees of $25,000 or more in 2012, of which a portion were not tax deductible as a result of being used by the organization for lobbying purposes:

<table>
<thead>
<tr>
<th>Trade Association, Membership Association &amp; Chamber</th>
<th>Total Paid</th>
<th>% Non-Deductible for Lobbying</th>
<th>Non-Deductible Portion for Lobbying</th>
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</thead>
<tbody>
<tr>
<td>Florida Chamber of Commerce</td>
<td>$75,000</td>
<td>est. 35%</td>
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<td>US Chamber of Commerce</td>
<td>$25,000</td>
<td>55%</td>
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<td>Combined Other State &amp; Local Chambers of Commerce</td>
<td>$66,500</td>
<td>est. 10%</td>
<td>$6,650</td>
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<td><strong>TOTAL</strong></td>
<td><strong>$166,500</strong></td>
<td><strong>est. 10%</strong></td>
<td><strong>$46,650</strong></td>
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</table>
CCA contributes or pays dues to other tax exempt organizations that engage in advocacy or educational efforts on behalf of their constituencies. CCA has not been made aware that any dues paid by CCA are used for lobbying or other political activities. For example, CCA supported the National and Southern Governors Associations in 2012. CCA did not contribute $25,000 or more to any such organization in 2012.

In 2012, CCA was not a member of any partnership corrections-related or similar trade association that engages in political activities on behalf of its members. Many CCA employees are members of the American Correctional Association (“ACA”), which is a 501(c)(3) charitable organization. CCA also pays audit and accreditation related fees to the ACA. 501(c)(3) organizations are subject to strict limitations on political activities, and CCA has not been made aware that any dues or fees paid by CCA or its member employees are used for lobbying. In connection with the company’s conversion to a real estate investment trust beginning in fiscal year 2013, CCA has become a member of NAREIT, the National Association of Real Estate Investment Trusts.

CCA is not currently a member of the American Legislative Exchange Council (“ALEC”) or any similar organization that writes and endorses model legislation, and neither the company nor any of its employees has been a member of ALEC since 2010. For additional background, visit: [http://thecca360.com](http://thecca360.com).

This report is not a supplement to any other report filed or required to be filed by the company with any governmental agency. To the extent the report contains information about CCA-PAC, it is not intended as a solicitation for contributions to CCA-PAC from any person. The report has not been audited and the company undertakes no obligation to issue any updates or corrections.