

Trends in Investor Communications

Addressing Key ESG Topics Effectively



Addressing Key ESG Topics Effectively

The collective matters relating to environmental and social practices, and the governing of such subjects has become the primary focus of most engagements with institutional investors across all industries. This thought piece explores some of these key themes and highlights a few practitioners that are taking an effective approach.

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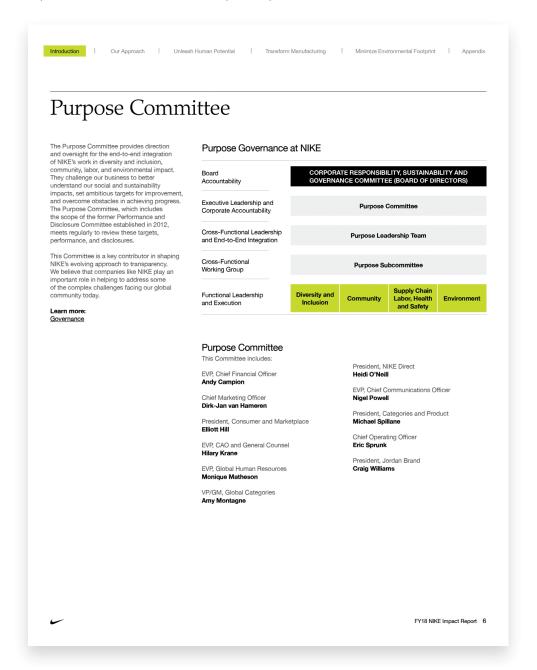


Governance

Investors are increasingly interested in the role that corporate boards and executives play in the oversight of material ESG matters. On one hand the notion of climate closely aligns with risk. On the other, ESG should be a fundamental building block to the strategy of a purpose-led organization. Whether approaching the subject as a risk or a strategic opportunity, ESG belongs under the remit of a Board committee or as the sole focus of an ESG dedicated committee.

Nike

Nike's disclosure on Board, leadership and employee level governance of ESG leaves little room for doubt of their commitment to being *a* responsible corporate citizen on a global scale. At the Board level, the Corporate Responsibility, Sustainability and Governance Committee is responsible for board level accountability. They are also fairly unique in their disclosure of the "Purpose Committee", the group composted of members of the executive leadership team responsible for providing "direction and oversight for the end-to-end integration of NIKE's work in diversity and inclusion, community, labor, and environmental impact". Learn more in Nike's 2018 Impact Report.







Citi

The disclosure for Citi's "citizenship governance" is well done and ties nicely to the proxy statement. The Board committee graphic does an effective job of tying material subjects back to the specific areas of committee oversight. Citi also has an internal "Environmental and Social Advisory Council" composed of executives from various internal departments. Learn more in Citi's 2018 Global Citizenship Report.



Citizenship Governance at Citi

Good governance is a fundamental principle at Citi, and we work to ensure that we are at the leading edge of best practices. We strive to maintain the highest standards of ethical conduct: Reporting results with accuracy and transparency and maintaining full compliance with the laws, rules and regulations that govern Citi's businesses.

Corporate Governance

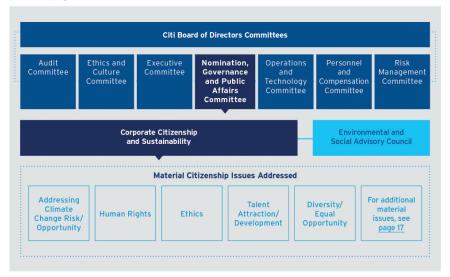
Our governance structures, policies and processes serve employee, client and community needs and promote a culture of accountability and ethical conduct across our firm. Information about Citi's corporate governance is publicly available on our website.

Our Board of Directors aims to have at least two-thirds of its members as independent directors. Currently, 87 percent of the Board is independent. Additionally, the Chair of the Board is a nonexecutive independent director. The standing committees of our Board of Directors are:

- · Audi
- · Ethics and Culture
- Executive
- Nomination, Governance and Public Affairs
- Operations and Technology
- Personnel and Compensation
- · Risk Management

All Board committees play a role in providing oversight of our efforts to ensure responsible business practices. For example, the Personnel and Compensation Committee reviews all compensation programs, including incentive compensation, so that they do not, among other things, encourage imprudent risk taking. The Nomination, Governance and Public Affairs Committee oversees Citi's global citizenship and sustainability activities and performance. Our Ethics and Culture Committee reflects our commitment to promote a strong culture of ethical conduct. To review the responsibilities of each of the committees of our Board of Directors, see our Board charters.

Citizenship Governance



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Executive Compensation

In order to better align the ESG performance of the company with the expectations of investors, some companies have linked executive compensation with various ESG targets and goals. By tying compensation to strategic ESG outcomes, the financial benefit and motivation of the individual manager aligns with the long-term strategy to create and protect sustainable value.

Intel

Under the Integrated Strategy, Governance, and Ethics section of their 2018 CSR Report, Intel outlines the role of executive and employee compensation to corporate responsibility factors. Their formula for determining the Annual Performance Bonus (APB) is based on both absolute and relative financial performance and achievement of certain operational goals. In 2018, these included metrics on diversity and inclusion, while past years have included carbon emissions and recycling. Their 2018 Proxy Statement goes into detail about the Board's oversight responsibilities and compensation practices.



intel.com/responsibility

Our Business

Supply Chain

Diversity

Social Impact

Appendix



INTEGRATED STRATEGY, GOVERNANCE, AND ETHICS

Embedding Corporate Responsibility

We believe that our integrated approach to financial matters, corporate governance, and corporate responsibility drives increased accountability, improves decision making, and ultimately creates long-term value.

We also believe that embedding corporate responsibility across the company is the most effective management approach. We have established cross-functional Management Review Committees (MRCs) consisting of senior executives who manage corporate responsibility and sustainability activities across the organization. Our global Corporate Responsibility Office acts as an internal adviser to the business groups and MRCs to drive strategic alignment and incorporate external stakeholder input

Intel Guidelines and Policies on Strategic **Corporate Responsibility Issues**

Intel Values Intel Code of Conduct

Intel Anti-Slavery and Human Trafficking Statement Intel RBA Commitment Lette

Intel Climate Change Policy

Intel Political Accountability Guidelines

Intel Responsible Minerals Sourcing Policy Intel Corporate Accessibility Policy

ACCESS DOCUMENTS AT:

INTEGRATED VALUE FRAMEWORK

Risk Management

License to Operate and Governance

- Regulatory risk
- (e.g., environmental) · Community engagement
- · Supply chain

Operations Cost Savings and

- · Operational efficiency Management quality
- Employee engagement

Brand

- Reputation and Goodwill Differentiation
- Trusted partner
- Goodwill

Revenue

- Growth and Innovation
- Market expansion
- · Product innovation
- · New customer needs

Embedding corporate responsibility and sustainability into our business and decision-making creates value for Intel in four main ways. It helps us: reduce risk and protect our license to operate, improve the efficiency and effectiveness of our operations, protect and build brand value, and drive revenue growth through innovation and identification of market opportunities.

into decision processes. Many Intel business groups have established teams dedicated to corporate responsibility issues, or conduct due diligence and implement policies and procedures for specific issues. Read more about the oversight and management of all areas of Corporate Responsibility in each section of this report and on the Report Builder website.

We have developed CSR-related guidelines and policies that take into account the concept of shared value and frameworks such as the United Nations Global Compact, International Labor Standards, OECD Guidelines for Multinational Enterprises, and the United Nations Sustainable Development Goals (SDGs), We have outlined how our strategies support the SDGs in Sustainable Development Goals" later in this section

Linking Compensation to Corporate Responsibility Factors

Since 2008, we have linked a portion of our executive and employee compensation to corporate responsibility factors in our Annual Performance Bonus (APB). The formula for determining APB payouts is based on both absolute and relative financial performance and the achievement of certain operational goals. In 2018, the operational

goals component included metrics related to our diversity and inclusion objectives. Previous metrics have focused on areas such as carbon emissions and recycling. For more information, see our 2019 Proxy Stat

Investor Outreach

During 2018, our integrated outreach team, led by our Investor Relations group, Corporate Responsibility office, and Corporate Secretary's office-and including representatives from other business groups as neededmet to discuss a wide range of issues, including environmental, social, and governance (ESG) topics with investors representing an aggregate of at least 50% of our outstanding shares. We believe that our approach to engaging openly with our investors on topics such as financial issues, corporate governance. executive compensation, and corporate responsibility drives increased corporate accountability, improves decision making, and ultimately creates long-term value

We also continued to further integrate corporate responsibility information into our 2018 Annual Report on Fo 10-K, 2019 Proxy Statement, and Investor Relations website and to align with external reporting frameworks in response to investor feedback.





PG&E

In PG&E's 2018 Corporate Responsibility and Sustainability Report, they include a section titled *Creating Incentives* which discusses their Short-Term Incentive Plan (STIP). It includes a breakdown of which performance measures determine compensation, with safety accounting for 50%. Their report includes several interesting governance-related components that are not typically seen in reports of this kind. For one, there are several charts that break down the specific oversight responsibilities for both the Board and its committees. The oversight roles of the specific committees are explained thoroughly throughout the report. This detailed level of disclosure is important for investors to understand the extent to which the Board is actively engaging with ESG issues.

Short-Term Incentive Plan – Performance Measures

Measure	2017 Weight
Safety ¹	50%
Customer ²	25%
Financial ³	25%

- Based on four subcomponents: nuclear operations safety, electric operations safety, gas operations safety and employee safety.
- 2. Based on two subcomponents: customer satisfaction and electric reliability.
- 3. Based on PG&E Corporation's earnings

Creating Incentives

PG&E's Short-Term Incentive Plan (STIP) reinforces PG&E's sustainability commitment by rewarding eligible employees for achieving specific goals crucial to our success. In 2017, we continued to tie compensation closely to safety, with public and workforce safety measures determining 50 percent of management's annual at-risk performance-based cash compensation. Financial performance and customer service each represented an additional 25 percent.

For more details on the specific measures and targets for our 2017 and 2018 STIPs, as well as our 2017 results, please see page 50 of the 2018 PG&E Corporation and Pacific Gas and Electric Company Joint Proxy Statement.

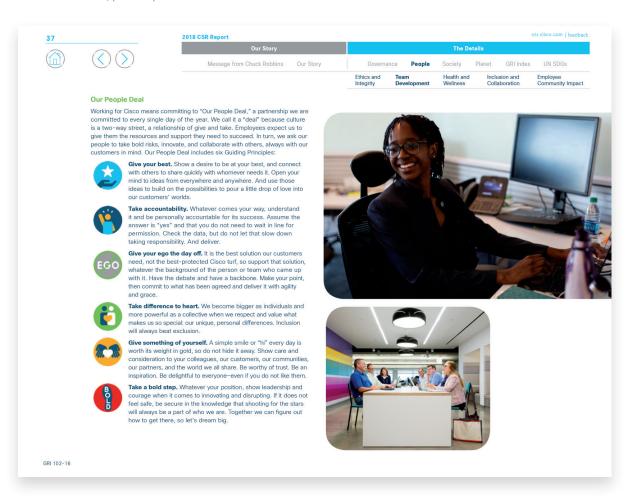


In addition to sustainability and governance, investors have become increasingly focused on human capital management (HCM). Though these people and culture specific risks are harder to quantify and measure, investors are interested in knowing the extent to which companies manage and invest in their people, and the results of those investments.

Cisco

Cisco consistently ranks highly when it comes to Green Companies and strong ESG reporting. Their comprehensive 2018 Corporate Social Responsibility Report spanning over 179 pages with a thorough "People" section covering the topics of ethics, team development, wellness, inclusion, and community impact. Cisco's commitment to its employees is exemplified by their "People Deal" – the two-way promise the company makes to its employees and what Cisco asks in return. The purpose if to create a conscious culture based on mutual understanding, accountability, and innovation that favors a team mentality over the individual. Cisco also actively listens and engages with each of its employees through weekly check-ins, surveys, and open streams of communication.

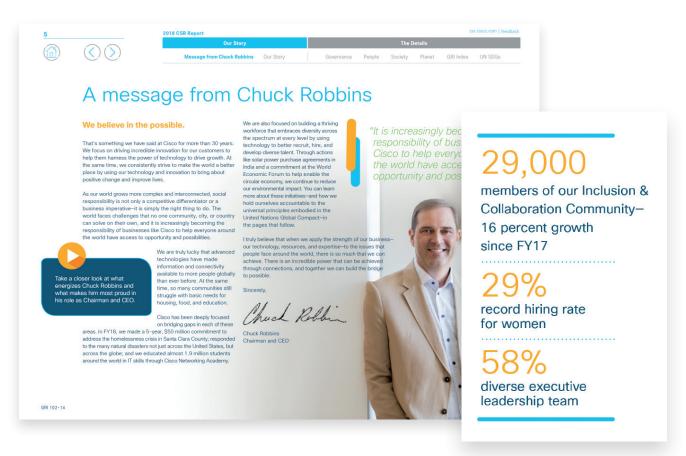
OUR PEOPLE DEAL, (PAGE 37)







In the letter from the CEO, Chuck Robbins writes, "We are focused on building a thriving workforce that embraces diversity across the spectrum at every level by using technology to better recruit, hire, and develop diverse talent." Cisco is consistently seeking to identify, attract, develop, promote, and retain a diverse and talented workforce. Their report shows a graphic breakdown of their Executive Leadership Team, which is 58% diverse in terms of gender and ethnicity. They also provide diversity statistics for seven other metrics, including the Board.



Health & Wellness is also embedded in the culture of Cisco. Through onsite health events, mindfulness programs, generous benefits and paid time-off, and occupational safety programs, Cisco is continually fostering a safe, supportive, and healthy work environment. They recognize that their most important stakeholders are actually their employees. By putting employees first, they are in turn taking care of their customers and thus their shareholders. This model of employee-first culture is deeply engrained throughout the company's strategy and CSR report, and one that more companies should consider implementing.

MAKING MENTAL HEALTH A PRIORITY, (PAGE 46)





Communicating Environmental Goals and Progress

Climate Change is a real and imminent threat, and it is now standard practice for companies to disclose how they are addressing these risks and specific actions they are taking to mitigate impact. It is important for companies to not only identify their ESG goals, but clearly communicate their progress. This helps to inform stakeholders while holding companies accountable to their commitments. These goals should be specific and measurable.

Through the materiality assessment process, and/or engagement with stakeholders, companies are able to establish strategic priorities. This information should inform changes to the business strategy, goals, and engagement and disclosure practices. Many reporting companies will also align their internal goals with those of the UN Sustainability Development Goals (SDGs) in an effort to contribute progress towards the priorities of the global business community and governments. When used effectively, they can help investors to quantify and compare SDG performance in order to make more informed decisions.

Unilever

Unilever demonstrates the opportunities presented by prioritizing sustainability within the corporate strategy. Through the creation of the Sustainable Living Plan (USLP), a blueprint for sustainable growth, their objectives align with and support the SDGs, and are underpinned by specific targets. Their **Sustainable Living Report** shows where the strongest connections are and where they are making the largest contributions.

To track and disclose their progress, Unilever publishes a **3-Year Summary of Progress** as well as an annual **Sustainable Living Plan**. This document outlines each of their USLP pillars and clearly communicates the goals related to each. For transparency, it notes the target year, the unit of measure, and tracks the progress made from 2016-2018. On their website, they have also outlined their specific contributions to each of the SDGs.

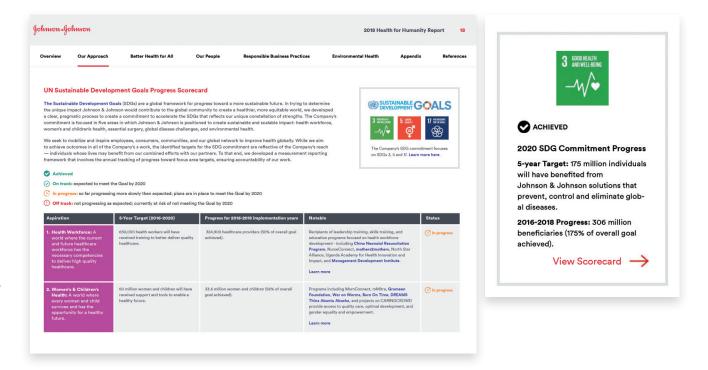




Johnson & Johnson

Similarly, Johnson & Johnson develops their own ESG goals to complement those set forth by the United Nations. Their SDG commitment focuses on five areas in which the company is uniquely positioned to create sustainable and measurable impact: Health Workforce, Women's and Children's Health, Essential Surgery, Global Disease Challenges, and Environmental Health

They released their **Health for Humanity 2020 Goals**, which are aligned with the company's purpose and reflect the Key Performance Indicators (KPIs) of their citizenship and sustainability approach. They have processes in place to measure and track their growth, and they report their progress annually.



Their Health for Humanity Report profiles the progress made towards their 2020 goals and commitments to support the UNSDGs. The report includes a "Progress Scorecard" for their own 2020 goals, as well as the five key areas of the UNSDGs they focus on. These scorecards help to outline the progress they have made and the current status towards achieving their goals.



Purpose

Purpose is also a market differentiator for companies. While financial and non-financial reporting has traditionally focused on measurable data, companies are increasingly including more abstract measures such as purpose and culture that benefit the interests of long-term shareholders. Investors are seeking greater authenticity when it comes to ESG concerns and are rewarding companies that focus on shared value creation.

In Larry Fink's 2019 Letter to CEOs, he reiterates and expands on many of the ideas presented in his 2018 letter. He refers to purpose as a company's "fundamental reason for being" and states, "Purpose is not the sole pursuit of profits but the animating force for achieving them." Fink stresses the importance of long-term value over short-term financial results while also noting that a strong guiding purpose will ultimately lead to greater profits.

PepsiCo

For PepsiCo, purpose is deeply rooted into every aspect of their **Sustainability Report**, which is aptly titled "Performance with Purpose." Beyond just the report name, Performance with a Purpose, or PwP, is also their philosophy – striving to advance sustainability and profitability jointly. This message is shared effectively throughout the entirety of their report. In the letter from former CEO Indra Nooyi, she outlines what purpose means to PepsiCo as a company and how it guides their actions. Purpose is also linked directly to their ESG goals through their 2025 Performance with Purpose Agenda.







Allstate

Allstate identifies itself as a "purpose-driven company, powered by purpose-driven people." They have a section dedicated to "Our Shared Purpose" which defines what it means to be an "Allstater". They include six guiding Leadership Principles that are at the core of their purpose. In alignment with Fink's ideas, Allstate also links their purpose to their financial performance recognizing that, "providing our people an opportunity to pursue their purpose contributes to our combined prosperity." The message embedded throughout their **entire report** is clear: as a purposeful organization, Allstate operates with care in a way that meaningfully impacts their customers, their employees, and their investors.



BUSINESS PROFILE 8 PUBLIC POLICY 11

MATERIALITY & STAKEHOLDER 17 ENGAGEMENT

Our Shared Purpose is our guide to what it means to be an Allstater. At its heart are six Leadership Principles that define the behaviors we all need to embrace to be successful. We built these principles on the belief that every Allstater is a leader and can be a force for good for our customers, communities, society and the world.

We live our values every day. Our values represent who we are and how we conduct ourselves — not just as employees, but as people, leaders, decision



Gender Pay Equality

Even in 2019, women and people of color continue to be paid less than their Caucasian male counterparts. In the United States, the ratio of women to men's median income for full time earnings is 81%. At the current rate, women will not receive pay parity until 2059.*

As this topic takes center stage (consider the **US Women's Soccer Team**), companies are also considering how to mitigate risk - reputational, legal, financial, and regulatory. As a result, stakeholders are asking companies to report their goals and data on pay (in)equality.



Arjuna Capital and Proxy Impact published a 2019 Gender Pay Scorecard, which ranks companies on quantitative disclosures and goals to close the gender pay gap. This data revealed that over half of the world's largest companies failed to pay women and minorities fairly. They determined that the first step to closing the gender pay gap is for companies to analyze their current pay structures and disclose it.

Equal pay is about more than fairness - it's also good business. Studies show that equal pay will not only help bolster the economy, it will also strengthen single family homes, lower the poverty rate for working women, and make businesses more competitive. Transparency on the topic provides investors with baseline metrics to understand broad pay equity of a company. Investors view pay gap disclosures as indicators of improved diversity, and with it all the performance benefits that diversity brings.



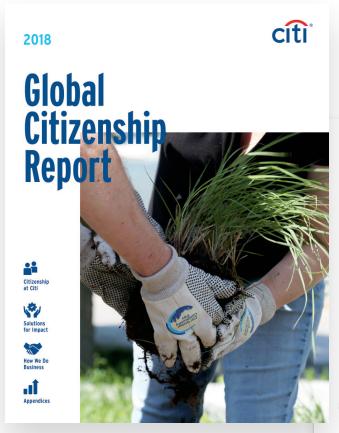




Citi

In 2019, Citi became the first company in the world to disclose its unadjusted pay gaps between men and women globally, and its median US minority pay gap. While their adjusted numbers indicate that women are paid 99% of what men are paid, the unadjusted or "raw" figures (not adjusted for factors such as job function, level and geography) reveal that the median pay for women globally is 71% that of men.

Citi has made it clear that they are taking proactive steps to close their pay gap. In their 2018 Global Citizenship Report they articulated that they will increase female representation at the assistant vice president to managing director role by at least 40% globally by 2021. Hopefully Citi's unprecedented level of transparency will inspire more companies to follow suit.



Representation Goals

In 2018, while working to understand these pay gaps, we implemented representation goals that aim to increase the diversity across the firm. At a minimum, by 2021, we plan to increase representation of women in assistant vice president to managing director level roles to at least 40 percent globally, up from 37 percent currently, and to boost the representation of black employees in those same roles in the U.S. to at least 8 percent, up from 6 percent currently.

The new representation goals are not an end state; they are a starting point to drive progress and help us in our efforts to recruit, retain and promote diverse talent. Senior leaders at Citi were involved in the development of the goals and are now measured on their progress against these goals, just as they are for other business priorities.

"When we set our business priorities, we focus heavily on the balance of our business – the importance of not being overly reliant on any one product or geography and the benefits of that diversification to strong and consistent financial performance. We think about our people in much the same way.

To be a healthy, high-performing organization, we need a well-balanced team that is representative of the places where we operate, in every part of the world. It's simply smart business."

- Michael L. Corbat, CEO



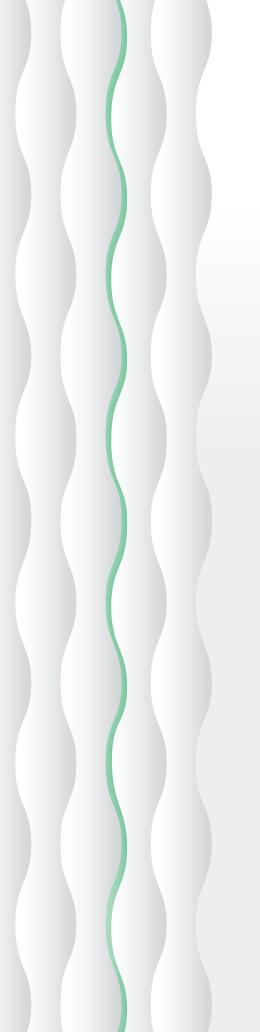
Pfizer

Pfizer is also taking action to close the gender pay gap. They have hired an outside firm to examine their global workforce regarding gender and have committed to reporting their global median pay gap by the end of 2019.

Pfizer UK released a **2018 Gender Pay Gap Report**. In this report they provide data on gender pay and bonus gaps, now required in the UK. They also outline six actions they are taking to help achieve greater gender balance, including supporting female leaders and designing flexible jobs in order to attract and retain top talent.







About Argyle

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Our experienced and passionate team is composed of attorneys, designers, project managers, thinkers and web developers. We collaborate together around a process that encompasses drafting, editing, designing and publishing across all digital and print channels.

We are thrilled that communications prepared by Argyle have contributed to trustful relationships between our clients and their readers, whether investors, employees or other stakeholders.

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