



Trends in Investor Communications

A Benchmark of
Sustainability Communications
in 2019 Proxy Statements

Introduction

Asset managers including BlackRock, Fidelity, State Street and Vanguard, and public pension funds including CalPERS, CalSTRS and the NY State Comptroller are publicly advocating for greater corporate ESG accountability. In turn, corporations are responding to investor interest by producing stand-alone sustainability reports, and in addition, by publishing sustainability communications across their corporate websites, annual reports and proxy statements.

“Sustainability” is an umbrella term which covers Environmental, Social and Governance, corporate responsibility, and other topics of interest to investors including diversity and inclusion, and human capital management. From proxy statements, investors expect to learn how boards oversee ESG risk, and how management “manages” ESG risk and opportunity to protect and enhance shareholder value. In addition, a number of companies also present “ESG Highlights” (often including some high-level talking points from the most recent sustainability report).

In This Thought Piece

To understand what sustainability information the largest companies in America are disclosing in their proxy statements, we took a look at how the Dow 30 and the Fortune 50 combined (61* companies in total), communicated sustainability information in their most recent proxy statements.

* Fortune 50 companies Fannie Mae, Freddie Mac and State Farm Insurance did not publish proxy statements in 2018 or 2019

Companies Included In Our Benchmark

Companies in the Dow 30



Learn more and sign up at add.argyleteam.com

Sustainability in Letters from Leadership



Alphabet

LETTER FROM JOHN HENNESSY, CHAIRMAN OF THE BOARD

🔗 https://abc.xyz/investor/static/pdf/2019_alphabet_proxy_statement.pdf?cache=3ed6a89



Of course, as the benefits of technology spread to many more people, we know that we have a deep and growing responsibility to ensure that technology benefits society as a whole. We're committed to supporting our users, employees, and shareholders, by always acting responsibly, inclusively, and fairly.

Our Board takes seriously its leadership and oversight role in these areas. Recent years have seen broader discussions around the role of companies in promoting diversity and sustainability. These are issues we are deeply committed to as a Board and as a company.

Our Board receives frequent updates from management, monitors progress, scrutinizes the company's policies, and carefully considers these complex issues with the attention and focus that they warrant. In recent years, we've tackled these issues in important and meaningful ways. Just a few examples:

- **Employee Policies and Workplace Culture** - In the last year, Google has made significant changes to its policies and practices, including improved information on how it handles workplace conduct concerns; providing employees with more control over their experiences through the reporting and investigations process; no longer requiring arbitration for employment disputes; significant work to improve diversity, equity, and inclusion, and increasing transparency about its progress in achieving better outcomes in representation, hiring, retention, and compensation.
- **Sustainability** - Our sustainability program focuses on developing services that improve the lives of as many people as possible while operating in an environmentally sustainable way. Google is a world leader in renewable energy investment and use. In addition, we publish an annual Responsible Supply Chain Report and Environmental Report that chart the significant progress we have made in this area.
- **Ongoing Monitoring of Societal Impact** - In 2018, Google made significant investments in content across its properties, to combat the threat of electoral interference, such as Grow with Google— an initiative to help people develop the skills they need to thrive in the future. Google is committed to a rigorous process of responsible decision-making in emerging areas of technology.

These important topics will continue to evolve, and so will our approach. We will continue to move forward with the focus and attention that these challenges demand.

Corporate Social Responsibility

CVS Health is committed to helping people on their path to better health across the country, and this is evident in our commitment of \$100 million to the *Building Healthier Communities* initiative announced earlier this year. In collaboration with the CVS Health Foundation and the Aetna Foundation, we will invest \$20 million annually over five years to partner with local communities and to help support a wide range of initiatives and non-profit organizations. Under this initiative, CVS Health and its affiliates will join forces with organizations that have missions to improve local access to affordable quality care and to impact public health challenges. Through this new initiative, we will strengthen our local and community engagement and further improve the health of our neighborhoods. Some of the highlights of this program as well as other initiatives can be found inside the back cover of this proxy statement.

CVS Health

LETTER FROM DAVID DORMAN, CHAIRMAN OF THE BOARD, AND LARRY MERLO, CEO (PAGE 1)

🔗 <https://d18rn0p25nwr6d.cloudfront.net/CIK-0000064803/d66341f8-6c31-4f4f-99d2-c7e4738b413c.pdf>



McDonald's

LETTER FROM ENRIQUE HERNANDEZ JR., CHAIRMAN OF THE BOARD (PAGE 3)

https://corporate.mcdonalds.com/content/dam/gwscorp/investor-relations-content/annual-shareholders-meeting/McDonalds_Corporation_2019_Annual_Shareholders_Meeting.pdf

Expectations continue to rise among consumers, employees and other stakeholders for businesses to define success beyond long-term growth and profitability.

Scale for Good. A year ago, we shared our vision for responsible leadership to address challenges in a way that upholds the trust customers and other stakeholders place in McDonald's. Since then, as the pace of change and complexity of the challenges have continued to grow, so has our resolve to make a difference for our customers, our employees and our communities.

McDonald's operates on a scale unlike any other restaurant company. With our Scale for Good initiative, McDonald's made a series of bold pledges last year that defined how we are using our resources and influence to contribute to the greater good.

From offering new, balanced options in our classic Happy Meals, reducing greenhouse gas emissions and recycling more to influencing responsible and sustainable beef production practices, we are taking on complex challenges that demand innovative solutions and collective action. We know we have the responsibility and opportunity to take bold action and embrace this opportunity to drive meaningful progress by collaborating with millions of customers, employees, franchisees and suppliers.

However, we believe our greatest opportunity for impact may be with the commitments we have made to change the lives of employees at McDonald's and other workers around the world. "We're a people business and we never forget it," was a saying of Fred Turner, a leader and a true McDonald's visionary, that is inscribed on the entrance floor of our new headquarters in Chicago. We take pride in living up to this ideal by striving to take care of the McDonald's crew and restaurant managers, who do an outstanding job of taking care of our customers. Archways to Opportunity has provided assistance to over 33,000 restaurant employees to help them earn a high school diploma or go to college. With the Youth Opportunity initiative within Scale for Good, our commitment to helping young people will extend beyond working with restaurant employees. We're supporting organizations in Chicago and around the world that provide job readiness training and apprenticeship programs to reduce barriers to employment for young people.

Our strategy continues to be guided by our purpose-led approach, focusing on managing the business responsibly through our long-term sustainability goals

We have delivered strong performance by embracing a sense of purpose. Under my predecessor's leadership, Performance with Purpose became a cornerstone of PepsiCo, guiding our strategy and enabling us to transform our business in a way that is sustainable and consistent with our values. We are proud of the progress we have made and equally excited about the continued evolution of our purpose agenda.

With this in mind, Winning with Purpose will elevate our sustainability agenda by continuing to integrate our purpose agenda into our business strategy and doing even more for the planet and our people.

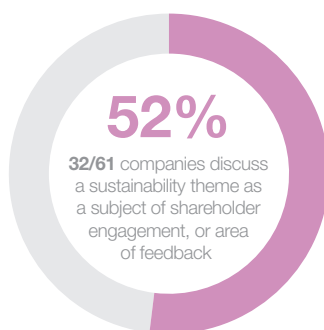
Winning with Purpose acknowledges PepsiCo's leadership in integrating sustainability with strategy for more than a decade and conveys our belief that sustainability can be an even-greater contributor to our success in the marketplace. In this next chapter, we aim to build a more-sustainable food system, by intensifying our efforts in agricultural practices, packaging and water, in addition to continuing to increase the appeal of our portfolio by reducing added sugars, sodium and saturated fats, and adding more positive ingredients.

PepsiCo

LETTER FROM RAMON LAGUARTA, CHAIRMAN OF THE BOARD AND CEO (PAGE 1)

https://www.pepsico.com/docs/album/annual-reports/2019-proxy-statement.pdf?sfvrsn=39db6929_2

Sustainability as a Topic of Shareholder Engagement



American Express

UNDER "CORPORATE GOVERNANCE", "THE POWERFUL BACKING OF AMERICAN EXPRESS: CORPORATE SOCIAL RESPONSIBILITY" (PAGE 35)

<https://ir.americanexpress.com/Cache/1500118573.PDF?O=PDF&T=&Y=&D=&FID=1500118573&iid=102700>

➔ Strategic CSR Engagement

Our strategy begins by identifying our key stakeholders, then engaging with them to understand the Environmental Social and Governance (ESG) issues that matter to them, and the impact those issues have on our business. We have identified eight key stakeholder groups based on their impact on our business activities:

- | | |
|--|--|
| 1 Shareholders (including socially responsible investors); | 5 Suppliers; |
| 2 Colleagues; | 6 Community and nongovernmental organizations; |
| 3 Customers: Card Members, Businesses and Merchants; | 7 Sustainability research firms; and |
| 4 Government and regulators; | 8 Other financial institutions |

Our continued engagement with these stakeholders helps ensure we are meeting their expectations and advancing our efforts to operate responsibly.

Goldman Sachs

UNDER "SHAREHOLDER ENGAGEMENT" (PAGE 34)

<https://www.goldmansachs.com/investor-relations/financials/current/proxy-statements/2019-proxy-statement-pdf.pdf>

Depth of Engagement

We continued to conduct year-round, proactive engagement on corporate governance matters in 2018.

- Targeted outreach to top 200 shareholders ahead of 2018 Annual Meeting
- IR met with shareholders representing more than 40% of Common Stock outstanding during 2018
- Lead Director and/or Compensation Committee Chair met with 20 investors in 2018, representing approximately 30% of Common Stock outstanding

2018 engagement covered:



Our Board's Public Responsibilities Committee has primary oversight of the firm's approach to ESG, which includes reviewing key ESG-related policies such as our Environmental Policy Framework and our annual ESG Report. Other ESG matters are also reviewed by the full Board or its other Committees as part of their respective mandates.

Travelers

UNDER "EXECUTIVE COMPENSATION", "SHAREHOLDER ENGAGEMENT" (PAGE 50)

<http://investor.travelers.com/Cache/397404812.pdf>

Shareholder Engagement

Management has had numerous conversations with investors about compensation and governance practices, and management has reported on those conversations to the Compensation Committee. Specifically, as described in "Shareholder Engagement" on page 19 of this Proxy Statement, during 2018, management contacted our largest shareholders and received feedback from beneficial owners of shares aggregating more than 40% of our outstanding shares. After considering our conversations with investors, in which shareholders were generally supportive of our compensation programs, as well as conversations with proxy advisory firms and the results of the shareholder advisory vote on executive compensation in 2018, where more than 84% of the shares voting "FOR" or "AGAINST" at the meeting voted in favor of the compensation paid to our named executive officers, the Compensation Committee concluded that our executive compensation programs are performing as intended and, consistent with the advice of its independent compensation consultant, determined not to make changes to the core structure of our executive compensation programs.

OUTREACH

During 2018, management contacted our largest shareholders.

TOPICS DISCUSSED

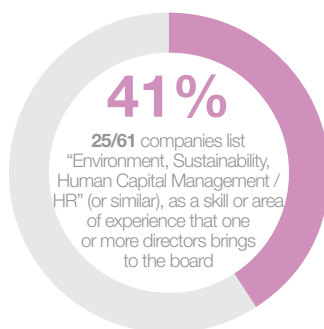
Key topics included:

- ✓ Executive compensation
- ✓ Board tenure, diversity, and structure
- ✓ Workforce Diversity
- ✓ Gender pay equity
- ✓ Climate change

COMMUNICATION WITH THE BOARD

The Corporate Secretary – who participates in shareholder engagement – shares feedback with the Nominating and Governance Committee and the Compensation Committee, and this feedback is reported to the entire board by the Chairs of these committees.

Director Skills Around Sustainability



American Express

DIRECTOR BIOGRAPHY EXAMPLE (PAGE 12)

<https://ir.americanexpress.com/Cache/1500118573.PDF?O=PDF&T=&Y=&D=&FID=1500118573&iid=102700>

	Anne Lauvergeon Chairman and CEO, A.L.P.	Director since 2013 Independent Age 59
American Express Committees • Audit and Compliance • Public Responsibility	Career Highlights • Chairman and CEO of A.L.P., a private French advisory company • Chairman of Sigfox, a French start-up that operates a network dedicated exclusively to the internet of things • Former Partner and Managing Director of Efficiency Capital, an advisory firm that funds technology and natural resources investments • Former Advisor for Economic International Affairs to the French Presidency and Deputy Chief of Staff	
Other Public Directorships • Suez • Koç Holding • Sigfox	Specific qualifications, experience, skills and expertise: • Core business, operations and management • Deep business experience in Europe • Government experience • Public policy experience in sustainability • Public company governance	
Other Public Directorships in the past five years • Airbus Group • Rio Tinto plc • Total S.A. • Vodafone Group Plc.	Select Professional and Community Contributions • Member, United Nations Global Compact Board • Executive Committee Member, World Business Council for Sustainable Development • Chair, Innovation 2030 Commission (France)	

The Coca-Cola Company

PROXY SUMMARY (PAGE 17)

<https://www.coca-colacompany.com/content/dam/journey/us/en/private/fileassets/pdf/2019/annual-shareholders-meeting/2019-Proxy-Statement.pdf>

ALL DIRECTOR NOMINEES EXHIBIT:

- ▶ High integrity
- ▶ An appreciation of multiple cultures
- ▶ A commitment to sustainability and social issues
- ▶ Innovative thinking
- ▶ A proven record of success
- ▶ Knowledge of corporate governance requirements and practices

FedEx

SKILLS MATRIX (PAGE 18)

[http://s1.q4cdn.com/714383399/files/doc_downloads/2018/FedEx-Corporation-2018-Proxy-Statement-\(web-ready-pdf\).pdf](http://s1.q4cdn.com/714383399/files/doc_downloads/2018/FedEx-Corporation-2018-Proxy-Statement-(web-ready-pdf).pdf)

SUMMARY OF DIRECTOR EXPERIENCE, QUALIFICATIONS, ATTRIBUTES AND SKILLS

	SMITH	EDWARDSON	ELLISON	GRIFFITH	INGLIS	JABAL	JACKSON	MARTIN	RAMO	SCHWAB	STEINER	WALSH
TRANSPORTATION INDUSTRY EXPERIENCE is a positive attribute as it greatly increases a director's understanding of our business operations and its management.	●	●	●	○	●	○	○	●	○	○	●	○
INTERNATIONAL EXPERIENCE is beneficial given our continued capitalization on increasing globalization and the resulting expansion of customer access to goods, services and information.	●	●	○	○	●	○	●	○	●	●	○	●
FINANCIAL EXPERTISE is important given our use of financial targets as measures of success and the importance of accurate financial reporting and robust internal auditing.	○	●	○	○	○	●	●	●	○	○	●	●
MARKETING EXPERTISE is valuable because we emphasize promoting and protecting the FedEx brand, one of our most important assets.	○	○	●	●	○	○	○	●	○	○	○	●
TECHNOLOGICAL EXPERTISE is beneficial because attracting and retaining customers and competing effectively depend in part upon the sophistication and reliability of our technology.	○	●	○	●	●	●	●	○	○	○	○	○
ENERGY EXPERTISE is important as we are committed to protecting the environment and have initiatives underway to reduce our energy use and minimize our environmental impact.	●	○	○	○	○	○	●	●	○	○	●	○
GOVERNMENT EXPERIENCE is useful in our highly regulated industry as we work constructively with governments around the world.	○	○	○	○	●	○	●	●	○	●	○	●
LEADERSHIP EXPERIENCE is critical because we want directors with the experience and confidence to capably advise our executive management team on a wide range of issues.	●	●	●	●	●	●	●	●	●	●	●	●

PepsiCo

DIRECTOR BIOGRAPHY EXAMPLE (PAGE 17)

🔗 https://www.pepsico.com/docs/album/annual-reports/2019-proxy-statement.pdf?sfvrsn=39db6929_2

Daniel Vasella, MD

Director Since: 2002

Age: 65

Daniel Vasella, MD, served as Chairman of Novartis AG, a global innovative healthcare solutions company, from 1999 to 2013 and as Chief Executive Officer of Novartis AG from 1996 to January 2010. From 1992 to 1996, Dr. Vasella held the positions of Chief Executive Officer, Chief Operating Officer, Senior Vice President and Head of Worldwide Development and Head of Corporate Marketing at Sandoz Pharma Ltd. He also served at Sandoz Pharmaceuticals Corporation from 1988 to 1992. Dr. Vasella is currently working as a coach to senior executives. He is also a member of several non-profit organizations, including as a trustee of the Carnegie Endowment for International Peace.

Other Public Company Directorships:

- Current: American Express Company
- Previous (During Past 5 Years): XBiotech Inc. (until January 2018)

Independent Committee Memberships:

- Compensation
- Nominating and Corporate Governance **CHAIR**



Skills and Qualifications

Dr. Vasella brings to our Board of Directors his expertise in the areas of nutrition and health and wellness, topics of importance to PepsiCo, as well as his leadership experience and global perspectives, which he obtained through his former role as Chairman and Chief Executive Officer of Novartis. Through his leadership of Novartis and his public company director experience, he also offers to PepsiCo extensive business, corporate governance, operations, management and marketing skills, as well as human capital management and talent development, succession planning and experience developing corporate strategy. In addition, he contributes his knowledge of and experience with regulatory matters developed through his role leading a highly regulated, global business in rapidly changing markets.

Travelers

DIRECTOR BIOGRAPHY EXAMPLE (PAGE 4)

🔗 <http://investor.travelers.com/Cache/397404812.pdf>



Alan L. Beller

Background

Mr. Beller, 69, is Senior Counsel of the law firm of Cleary Gottlieb Steen & Hamilton LLP ("Cleary"), based in the New York City office. Mr. Beller joined Cleary in 1976 and was a partner in the firm from 1984 through 2001. From 2002 to 2006, he served as the Director of the Division of Corporation Finance of the SEC and as Senior Counselor to the SEC. He returned to Cleary in August 2006 and was a partner in the firm until 2014 when he became Senior Counsel.

Other Board Service

Mr. Beller is a member of the Board of Trustees of the IFRS Foundation and the Board of Directors of the Sustainability Accounting Standards Board ("SASB") Foundation.

Nomination Considerations

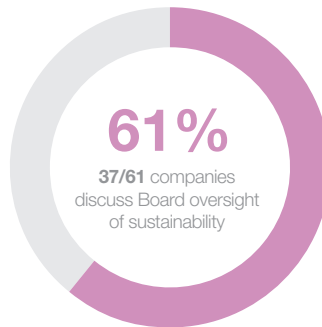
The Board and the Nominating and Governance Committee considered in particular Mr. Beller's senior-level public service and his significant experience and expertise in the areas of law, risk management oversight and corporate governance. In addition, the Committee considered Mr. Beller's significant experience and expertise with respect to financial reporting, financial accounting, auditing and audit committee matters and their regulation and his increased expertise in the area of sustainability governance and disclosure.

Director since 2007

Committees:
Audit
Risk



Board Oversight of Sustainability



Chevron

UNDER "CORPORATE GOVERNANCE"(PAGE 22)

<https://www.chevron.com/-/media/shared-media/documents/chevron-proxy-statement-2019.pdf>

➡ board oversight of sustainability

Chevron operates using four environmental principles that define how we develop energy in an environmentally responsible manner; include environmental impact in decision making, reduce our environmental footprint, operate responsibly, and steward our sites. A description of these principles can be found at www.chevron.com/corporate-responsibility/environment. The Board of Directors, and the Public Policy Committee in particular, provide oversight and guidance on environmental matters in connection with Chevron's projects and operations and are regularly briefed by professionals whose focus is on environmental protection and stewardship. Members of the Board regularly visit Chevron operations across the globe and discuss

environmental matters specific and relevant to these locations. Significant environmental and process safety issues are reviewed by the Board to ensure compliance with the Company's rigorous processes. The Public Policy Committee assists the Board in identifying, evaluating, and monitoring public policy trends and environmental issues that could impact the Company's business activities and performance. It also reviews and makes recommendations for Chevron's strategies related to corporate responsibility and reputation management. The Board of Directors and the Public Policy Committee regularly receive reports of stockholder engagements related to sustainability and incorporate these into the direction they provide to management.

FedEx

UNDER "CORPORATE GOVERNANCE MATTERS", "THE BOARD'S ROLE AND RESPONSIBILITIES" (PAGE 22)

[http://s1.q4cdn.com/714383399/files/doc_downloads/2018/FedEx-Corporation-2018-Proxy-Statement-\(web-ready-pdf\).pdf](http://s1.q4cdn.com/714383399/files/doc_downloads/2018/FedEx-Corporation-2018-Proxy-Statement-(web-ready-pdf).pdf)

➡ Board Oversight of Sustainability and Corporate Social Responsibility Matters

FedEx is well recognized as a leader, not only in the transportation industry and for technological innovation, but also in global corporate social responsibility ("CSR"). We understand that a sustainable global business is tied to our global citizenship, and we are committed to connecting the world responsibly and resourcefully.

The FedEx Enterprise Sustainability Council is responsible for setting and implementing our company-wide sustainability strategy and is chaired by our Chief Sustainability Officer. The Chief Sustainability Officer also oversees the company-wide implementation of our environmental management system and reviews performance on an annual basis. The Chief Sustainability Officer gives periodic presentations to the full Board on our sustainability programs.

FedEx is committed to actively supporting the communities we serve worldwide through the strategic investment of our people, resources and network. We provide financial contributions, in-kind charitable shipping services and volunteer efforts by our team members to help a variety of non-profit organizations achieve their goals and make a measurable impact on the world.

FedEx publishes a global CSR report describing how we think about our responsibilities in the area of global CSR that includes important goals and metrics demonstrating our commitment to fulfilling these responsibilities. Our 2018 Global Citizenship Report is available at <http://csr.fedex.com>.

Committee Oversight of Sustainability



Citigroup

MULTIPLE COMMITTEES (PAGE 13)

<https://www.citigroup.com/citi/investor/quarterly/2019/ar19p.pdf>

➔ Citizenship and Sustainability Governance at Citi

Three Board-level committees have oversight responsibility for citizenship and sustainability-related activities and report to the full Board on these topics. Management organizations provide strategic guidance and senior-level review on citizenship and sustainability topics.

Board of Directors			Senior Management
Nomination, Governance and Public Affairs Committee Oversees citizenship and sustainability programs and company policies and procedures that impact citizenship and sustainability, including climate change, human rights and other issues; reviews engagement with major external stakeholders; and provides oversight of business practices	Ethics and Culture Committee Oversees senior management's efforts to reinforce and enhance a culture of ethics throughout the firm	Risk Management Committee Reviews Citi's risk appetite framework, including reputational risk appetite, and reviews and approves key risk policies, including those focused on environmental and social risk	- Environmental and Social Advisory Council - Citizenship, Corporate Sustainability, and Environmental and Social Risk Management teams - Business Practices Committees



General Motors

GOVERNANCE AND CORPORATE RESPONSIBILITY COMMITTEE (PAGE 27)

<https://investor.gm.com/static-files/82b3e2cf-b3ae-4419-9692-b2267d05b127>

GOVERNANCE AND CORPORATE RESPONSIBILITY



Members: Patricia F. Russo (Chair), Joseph Jimenez, and Carol M. Stephenson

Meetings held in 2018: 4

**Patricia F. Russo,
Chair**

Key Responsibilities

- ▶ Reviews the Company's corporate governance framework, including all significant governance policies and procedures;
- ▶ Oversees Company policies and strategies related to corporate responsibility, sustainability, and political contributions and lobbying activities;
- ▶ Reviews the appropriate composition of the Board and recommends director nominees;
- ▶ Oversees the self-evaluation process of the Board and Committees;
- ▶ Recommends compensation of non-employee directors to the Board; and
- ▶ Reviews and approves related party transactions and any potential Board conflicts of interest, as applicable.

RECENT ACTIVITIES AND KEY FOCUS AREAS

- ▶ Continued Board succession planning and refreshment with the recruitment of Ms. Miscik and Mr. Bush
- ▶ Managed Director-Shareholder Engagement Policy, which facilitated important feedback to the Board
- ▶ Maintained focus on ESG strategy to improve GM's third-party rankings and performance
- ▶ Expanded oversight of lobbying activities as part of the annual review of U.S. political expenditures

Effective May 10, 2019, the Governance and Corporate Responsibility Committee members will be Ms. Russo (Chair), Ms. Mendillo, Mr. Solso, and Ms. Stephenson.

Lowe's

SUSTAINABILITY COMMITTEE (PAGE 24)

<https://lowes.gcs-web.com/static-files/e4c31ba5-4f74-454a-8f62-7041291ce4fb>

Sustainability Committee



- Oversees sustainability and environmental matters.
- Assists the Board with the Company's enterprise risk management system by identifying, evaluating and monitoring sustainability and environmental trends, issues, risks and concerns.
- Reviews the Company's compliance with policies, programs and practices with regard to sustainability, environmental and related social responsibility issues and impacts to support the sustainable growth of the Company.
- Monitors the Company's performance against relevant external sustainability indices and reviews the Company's annual Corporate Social Responsibility Report.
- Reviews and makes recommendations to the Board regarding responses to stockholder proposals encompassing matters overseen by the Committee.
- Reports regularly to the Board.

Nike

CORPORATE RESPONSIBILITY, SUSTAINABILITY & GOVERNANCE COMMITTEE (PAGE 15)

➡ https://materials.proxyvote.com/Approved/654106/20180720/NPS_367571/images/NIKE-Proxy2018.pdf

➡ The Corporate Responsibility, Sustainability & Governance Committee consolidated the prior Nominating & Corporate Governance Committee and the Corporate Responsibility & Sustainability Committee. The Corporate Responsibility, Sustainability & Governance Committee identifies individuals qualified to become Board members, recommends director nominees for election at each annual shareholder meeting, and develops and recommends corporate governance guidelines and standards for business conduct and ethics. The Corporate Responsibility, Sustainability & Governance Committee also reviews significant strategies, activities and policies regarding sustainability (including labor practices), community impact and charitable activities, and makes recommendations regarding the same to the Board. The Corporate Responsibility, Sustainability & Governance Committee also oversees the annual self-evaluations of the Board and its committees and makes recommendations to the Board concerning the structure and membership of the other Board committees. The Board has determined that each member of the Corporate Responsibility, Sustainability & Governance Committee meets all independence requirements applicable to nominating/corporate governance committees under the NYSE listing standards.

Walmart

NOMINATING AND GOVERNANCE COMMITTEE (PAGE 26)

➡ [https://s2.q4cdn.com/056532643/files/doc_financials/2019/annual/348234\(1\)_20_Walmart_NPS_WR.pdf](https://s2.q4cdn.com/056532643/files/doc_financials/2019/annual/348234(1)_20_Walmart_NPS_WR.pdf)



Nominating and Governance Committee

5 meetings during fiscal 2019

Primary Responsibilities

- Oversees corporate governance issues and makes recommendations to the Board
- Identifies, evaluates, and recommends candidates for nomination to the Board
- Reviews and makes recommendations to the Board regarding director independence
- ➡ • Reviews and advises management on social, community, and sustainability initiatives, as well as legislative affairs and public policy engagement

3

Members

Tom Horton, Chair

Carla Harris

Steve Reinemund



All three members have global or international business experience



Two members have finance, accounting or reporting experience



All three members have senior leadership experience



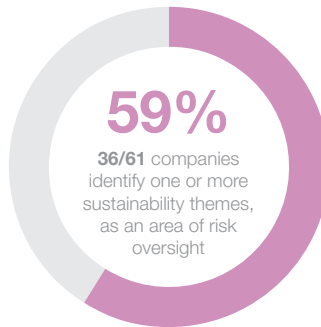
Two members have regulatory, legal, or risk management experience



One member has marketing or brand management experience

* **Independence:** The Board has determined that each member of the NGC is independent as defined by the NYSE Listed Company Rules.

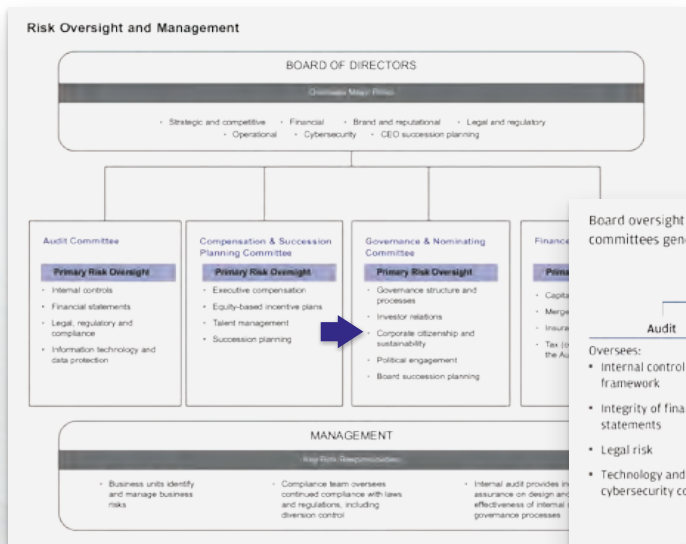
Sustainability as an Area of Risk Oversight



AmerisourceBergen

UNDER "CORPORATE GOVERNANCE AND RELATED MATTERS" (PAGE 26)

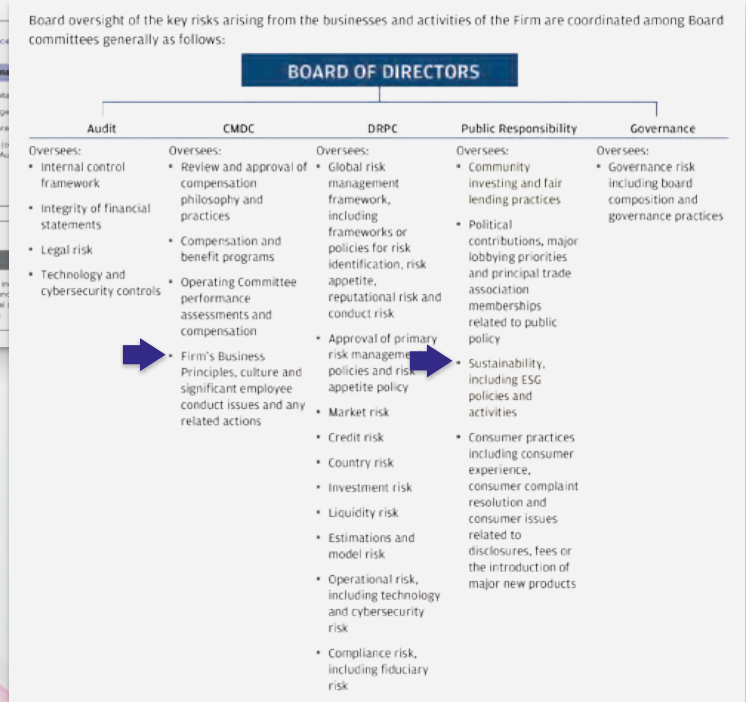
➔ <http://investor.amerisourcebergen.com/static-files/02ba20c3-700f-4e25-a9e4-b2757e91642b>



JPMorgan Chase

UNDER "CORPORATE GOVERNANCE", "BOARD OVERSIGHT OF THE BUSINESS AND AFFAIRS OF THE FIRM" (PAGE 30)

➔ <https://www.jpmorganchase.com/corporate/investor-relations/document/proxy-statement2019.pdf>



Travelers

UNDER “CORPORATE GOVERNANCE”, “BOARD’S ROLE IN RISK MANAGEMENT” (PAGE 17)

<http://investor.travelers.com/Cache/397404812.pdf>

Oversight of Corporate Strategy and Sustainability and Allocation of Risk Oversight				
The Board works with management to set the short-term and long-term strategic objectives of the Company and to monitor progress on those objectives. In setting and monitoring strategy, the Board, along with management, considers the risks and opportunities that impact the long-term sustainability of the Company's business model and whether the strategy is consistent with the Company's risk appetite. The Board regularly reviews the Company's progress with respect to its strategic goals, the risks that could impact the long-term sustainability of our business and the related opportunities that could enhance the Company's long-term sustainability. The Board oversees these efforts in part through its various committees based on each Committee's responsibilities and expertise.				
The Board has allocated and delegated risk oversight responsibility to various committees of the Board in accordance with the following principles:				
The Audit Committee is responsible for: ● Oversight of risks related to integrity of financial statements, including oversight of financial reporting principles and policies and internal controls. ● Oversight of the process for establishing insurance reserves. ● Risks related to regulatory and compliance matters generally.	The Risk Committee is responsible for: ● Oversight responsibility generally for our Enterprise Risk Management activities. ● Oversight of risks related to business operations, including insurance underwriting and claims; reinsurance; catastrophe risk and the impact of changing climate conditions; credit risk in insurance operations; information technology, including cyber security. ● Business continuity plans.	The Compensation Committee is responsible for: ● Oversight of risks related to compensation programs, including formulation, administration and regulatory compliance with respect to compensation matters.	The Investment and Capital Markets Committee is responsible for: ● Oversight of risks in the Company's investment portfolio (including valuation and credit risks), capital structure, financing arrangements and liquidity.	The Nominating and Governance Committee is responsible for: ● Oversight of risks related to corporate governance matters, including succession planning, director independence and related person transactions. ● Oversight of the Company's workforce diversity and inclusion efforts, public policy initiatives and community relations.
Each committee is also responsible for monitoring reputational risk to the extent arising out of its area of responsibility.				

United Technologies

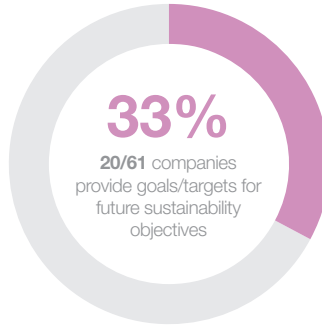
UNDER “CORPORATE GOVERNANCE”, “HOW WE MANAGE RISK” (PAGE 21)

https://www.utc.com/-/media/project/united-technologies/utc/files/investors/annual-reports-and-proxy-statements/2019_utc_proxy.pdf?la=en&hash=22A2101058D82098A99041DE82B357C7

The Board's Role in Risk Management				
The full Board is responsible for the oversight of UTC's risk management process and structure, while the Audit Committee oversees UTC's overall policies and practices for enterprise risk management. In addition, responsibility for the oversight of specific risk categories is allocated among the Board and its committees as follows:				
BOARD RISK OVERSIGHT: AREAS OF RESPONSIBILITY				
Full Board of Directors • Risk management program • Major strategies and business objectives • Most significant risks, such as major litigation • Succession planning • Government relations	Audit Committee • Financial • Operational • Compliance • Reputational • Strategic • Cybersecurity	Committee on Governance and Public Policy • Corporate governance • Director candidate review • Conflicts of interest • Director independence • Environment • Safety • Equal employment opportunity • Public policy issues	Compensation Committee • Compensation and benefits policies, practices and plans • Incentive plan performance metrics and goals • Compensation levels for senior leaders • Compensation plan design • Executive retention	Finance Committee • Capital structure • Financing • Pensions • Capital transactions • Foreign exchange, interest rates and raw material prices



Sustainability Goals/Targets



3M

UNDER "CORPORATE GOVERNANCE AT 3M", "CORPORATE GOVERNANCE OVERVIEW" (PAGE 26)

https://s2.q4cdn.com/974527301/files/doc_financials/2018/Q4/27/2019_3M_Company_Proxy.PDF

Environmental Stewardship and Sustainability

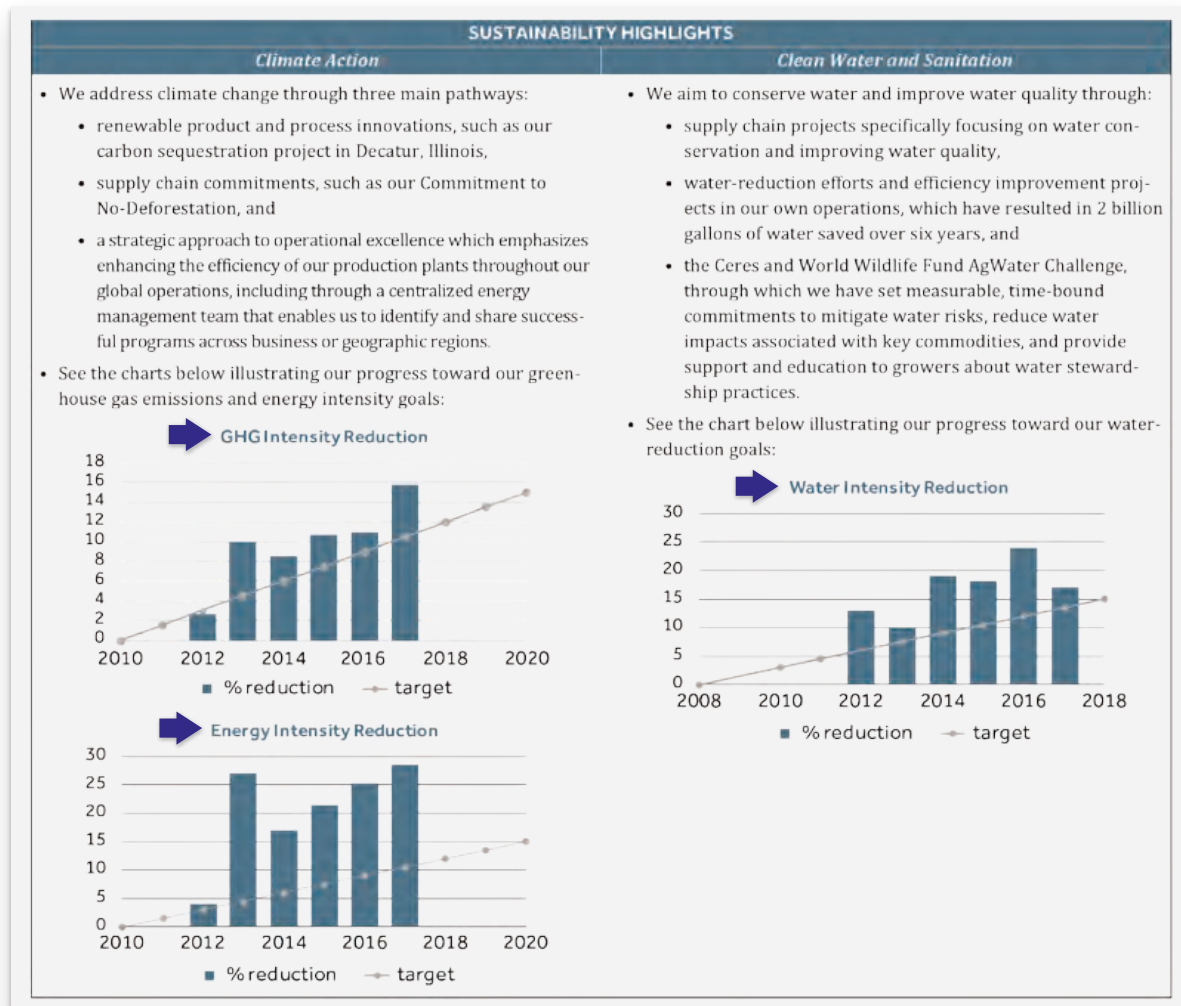
Long-standing commitment to environmental stewardship and sustainability.

- 2025 Sustainability Goals for raw materials, water, and energy and climate, including increasing wind and solar renewable energy to 25 percent of total electricity use by 2025.
- Our Sustainability Report and 2025 Sustainability Goals are available on our website at www.3M.com, under About 3M — Sustainability.
- In December 2018, 3M announced that starting in 2019 every new product will be required to have a Sustainability Value Commitment that builds on 3M's history of creating products that emphasize reuse, recycling, and reduced resource use for 3M's operations and for our customers.
- As of March 1, 2019, 3M's global headquarters in St. Paul – which is home to our largest employee base – will be powered by 100% renewable energy. We are also committing to move our entire global operations to 100% renewable energy, with an interim target of 50% by 2025. As part of this initiative 3M will be joining RE100, an influential group of companies committed to 100% renewable energy.

Archer Daniels Midland

UNDER "BOARD LEADERSHIP AND OVERSIGHT", "SUSTAINABILITY AND CORPORATE RESPONSIBILITY" (PAGE 14)

<https://assets.adm.com/Investors/Shareholder-Reports/2018/ADM-Annual-Report-Letter-to-Stockholders-2019-Proxy-Statement-and-2018-Form-10-K-final-.pdf.PDF>





Caterpillar

UNDER "DIRECTORS & GOVERNANCE" (PAGE 22)

<http://s7d2.scene7.com/is/content/Caterpillar/CM20190430-df25a-0fe26>

SUSTAINABILITY

Caterpillar has set aspirational goals for its operations and product stewardship. We believe these standards affirm our determination to lead our industry to a more sustainable future. You can track our progress toward achieving these goals by visiting our website www.caterpillar.com/sustainability.



The Coca-Cola Company

LETTER FROM JAMES QUINCEY, CEO (PAGE 7)

https://www.sec.gov/Archives/edgar/data/21344/000120677419000735/ko_courtesy-pdf.pdf

You were personally involved in the introduction of the Company's packaging initiative, World Without Waste. Why is this important to the business? What progress was made during the campaign's first year?

Stakeholders now expect more from us and all businesses. They want us to help find solutions and make a measurable and meaningful difference in the world. Investors at all levels continue to be interested in sustainability.

World Without Waste is important to our Company. Our goal is to help collect and recycle a bottle or can for each one we sell by 2030. We also aim to make our packaging 100% recyclable by 2025 and to use 50% recycled material in our bottles and cans by 2030.

The first year of the strategy yielded strong results. Today, 87% of our packaging globally is recyclable. Some of our markets are using more than 25% recycled material in bottles and cans. Four countries are already selling a plastic bottle made from 100% recycled material. Internally, we are rapidly scaling our knowledge and skills to meet the challenge.

In December 2018, we announced that we will allow other companies, including competitors, to access our PlantBottle technology.

We believe a World Without Waste is possible. We are actively choosing to make a difference.

Microsoft

UNDER "PROXY SUMMARY" (PAGE 6)

<https://view.officeapps.live.com/op/view.aspx?src=https://query.prod.cms.rt.microsoft.com/cms/api/am/binary/RE2GkFE>

Corporate social responsibility

Our approach to corporate social responsibility

At Microsoft, we work to conduct our business in ways that are principled, transparent, and accountable to key stakeholders. We believe doing so generates long-term value. We focus our efforts where we can have the most positive impact on our business and society, including issues related to environmental sustainability, trust, and culture and human capital. As a reflection of the importance of these matters, we assign oversight responsibility for corporate social responsibility to the Regulatory and Public Policy Committee of the Board, who works with management to review our policies, programs, and performance.

Beyond the corporate social responsibility highlights below, we invite you to explore the wide range of Microsoft Environmental, Social, and Governance ("ESG") reporting and data available at www.microsoft.com/transparency.

➔ **Environmental sustainability**

Energy use and its relationship to climate change are important areas of focus for us. We strive to improve our own carbon footprint while also providing solutions that enable our customers to reduce their energy use and enhance organizational resiliency in the face of climate change.

75% — Microsoft pledged to reduce carbon emissions from our operations 75% by 2030

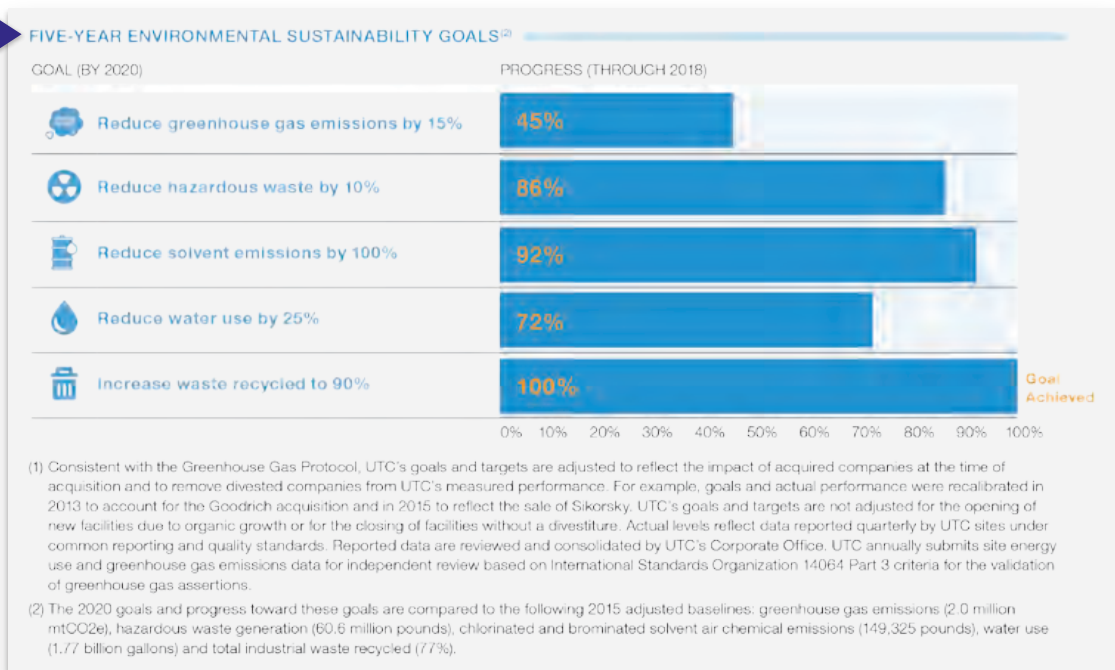
93% — Microsoft cloud services can cut energy use up to 93% compared to traditional enterprise datacenters

1.4 gigawatts of green power — Since 2015, Microsoft has directly purchased a total of nearly 1.4 gigawatts of electricity from new wind and solar projects

United Technologies

UNDER "CORPORATE RESPONSIBILITY", "CORPORATE SUSTAINABILITY" (PAGE 24)

https://www.utc.com/-/media/project/united-technologies/utc/files/investors/annual-reports-and-proxy-statements/2019_utc_proxy.pdf?la=en&hash=22A2101058D82098A99041DE82B357C7





Sustainability Achievements



CVS Health

INSIDE BACK COVER

<https://d18rn0p25nwr6d.cloudfront.net/CIK-0000064803/d66341f8-6c31-4f4f-99d2-c7e4738b413c.pdf>

Better Health, Better Community, Better World

2018 CSR Achievements



Building Healthier Communities

Access to Health Care \$100 million

New philanthropic commitment: to make community health and wellness central to our charge for a better world by supporting initiatives and nonprofits across three categories: improving local access to affordable quality care; impacting public health challenges; and partnering with local communities on the most pressing health issues

80,000/\$5 million

reached 80,000 people in underserved communities with free health screenings, delivering more than \$5 million free health services

Charitable Giving and Disaster Relief \$100+ million

provided in charitable giving through the CVS Health Foundation, corporate grants, in-kind gifts, employee giving and fundraising, and other community investments

Tobacco

228 schools

including 34 Historically Black Colleges and Universities, awarded grants as part of the Tobacco-Free Generation Campus Initiative

9 million youth

reached through programs, partnerships and strategic investments to provide smoking cessation and prevention messaging

Prescription Drug Programs About 450,000

students reached with prescription drug abuse education through Pharmacists Teach; 9,800 presentations in 48 states, DC and Puerto Rico

217+ metric tons

of unwanted medications collected in our safe medication disposal program through more than 1,650 total locations in 2018

Provided grants to 12 more community health centers

to support increased access to medication-assisted treatment and other recovery services



Leading and Inspiring Growth

\$5.3 million

in value of employee volunteer hours provided to communities

15,000

colleagues hired with military experience and employed more than 4,000 military spouses since 2015

Supplier Diversity

- 38,000 jobs supported
- \$532 million in wages
- \$5.8 billion contributed to the U.S. economy



Protecting Our Planet

Emissions Reductions 2 million

Science-based emissions reduction target approved by the Science Based Targets initiative

CVS Health colleagues, in partnership with the Ocean Conservancy & the International Coastal Cleanup removed 2 million+ cigarette butts from shorelines around the country

115 million yards

of receipt paper saved by delivering more than 99 million digital CVS Pharmacy receipts in 2018

Environment, Social and Governance (ESG)

How We Work

GE delivers innovative solutions and services to provide essential infrastructure for the world. We work with the highest integrity, a compliance culture and respect for human rights while also improving the impact of our technology and environmental footprint. Our advanced technology improves lives and offers our customers world class, efficient solutions to power communities, improve the healthcare ecosystem, and transport people across the globe.

ESG Framework

GOVERNANCE

The Governance Committee oversees GE's ESG program.

CLIMATE

We believe that GE is uniquely positioned to contribute to efforts to reduce greenhouse gas emissions. As the company that has led the way in innovation for over a century, GE can deliver technology for the world to meet the emissions reduction targets called for by the 2015 Paris Agreement and achieve the long-term goal of sustainable development. With a global installed base of almost 70,000 aircraft engines, more than 7,000 gas turbines, more than 40,000 onshore wind turbines and more than 4 million healthcare systems, GE products and services improve lives, protect the environment, and give our customers world class and efficient solutions. We also lead by example—reducing our greenhouse emissions by 27% and water use by 25% since 2011—as part of our longstanding commitment to environmental stewardship, human rights, and a culture of integrity and compliance.

Our innovative solutions help countries achieve their carbon reduction goals:



GE9x Engine

The GE9X jet engine will power Boeing's long-range 777X and be the largest aircraft engine ever produced. It is designed to generate 10% less CO₂ greenhouse gas emissions and 45% less smog-causing emissions than the GE90-115B engine it replaces.



Reservoir Energy Storage

GE's Reservoir is a flexible, compact energy storage platform for the grid. As clean but variable power sources like wind and solar start to become a larger part of the energy matrix, energy storage can help keep the grid in balance and increase power availability. The fundamental building block for the platform is the 1.2-megawatt, 4 megawatt-hour Reservoir storage unit, which enables up to 15% longer battery lifecycle than previous systems and holds enough energy to provide power to a community of 120 homes for an entire day.



Haliade-X Offshore Wind Turbine

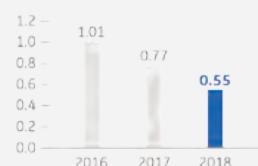
The Haliade-X 12-megawatt turbine will be capable of powering 16,000 homes and producing 67 gigawatt-hours per year, based on wind conditions of a typical German North Sea site. That represents 45% more energy than any other offshore wind turbine available today.

ENVIRONMENT, HEALTH & SAFETY (EHS)

EHS excellence is fundamental to who we are, and we are committed to protecting our people, our communities and the GE brand. We hold ourselves to the same high expectations and standards everywhere we work, and we assess the EHS impacts of our businesses globally before, during and after operations. We will report our 2018 greenhouse gas and water reduction progress in the second quarter of 2019 on GE's ESG webpages (see "Helpful Resources" on page 67).

KEY INDICATORS

INJURY & ILLNESS INCIDENT RATE^(a)



^(a) Based on 100 employees working 200,000 hours annually.

REPORTABLE ENVIRONMENTAL EVENTS^(b)



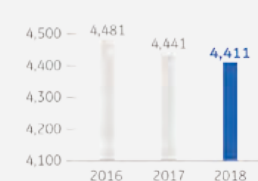
^(b) All reportable environmental events, including spills, releases, air and wastewater exceedances.

COMPLIANCE & INTEGRITY

Effective compliance depends on culture and leadership. We view our reputation for integrity and compliance as a competitive and recruiting advantage, and we expect our leaders from the top down to create a culture of compliance. We are committed to an open reporting environment in which employees are encouraged to promptly raise concerns without fear of retaliation. Our integrity policy, The Spirit & The Letter, details the expectations of everyone who works for or represents GE, in specific areas such as improper payments, working with governments, competition law, international trade compliance, cybersecurity and privacy and fair employment practices.

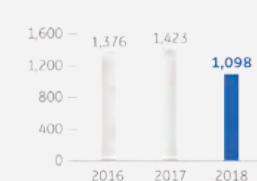
KEY INDICATORS

OPEN REPORTING POLICY CONCERNS REPORTED



^(a) Actions in response to closed matters through January 2019. Actions correspond to year in which concern was reported, not necessarily year action was taken.

DISCIPLINARY ACTIONS IN RESPONSE^(a)



We view the number of concerns reported through our internal open reporting program (including, in some circumstances, increases in the number of concerns reported) as one of the best indicators of the GE culture of integrity. When employees report integrity concerns, they make GE stronger and help prevent small issues from becoming problems.



Walmart

UNDER "FISCAL 2019 HIGHLIGHTS", "STRATEGY AND PERFORMANCE" (PAGE 4)

🔗 [https://s2.q4cdn.com/056532643/files/doc_financials/2019/annual/348234\(1\)_20_Walmart_NPS_WR.pdf](https://s2.q4cdn.com/056532643/files/doc_financials/2019/annual/348234(1)_20_Walmart_NPS_WR.pdf)

Strategy and Performance

Walmart delivered strong performance in fiscal 2019 with the best comp sales in 10 years from our core Walmart U.S. business, took strategic actions to position the International business for growth, and continued solid momentum in comp sales and membership income at Sam's Club. Our transformational omni-channel strategy leverages unique assets including physical stores, supply chain and rapidly growing eCommerce capabilities to serve customers in all the ways they want to shop with the goal of providing solid returns to shareholders. The four key areas of focus to drive continued success are:

- Make every day easier for busy families
- Sharpen culture and become more digital
- Operate with discipline
- Make trust a competitive advantage

Our Strategy

Make every day easier for busy families

- Price and value
- Be great merchants
- Easy, fast, friendly, and fun experience

Sharpen culture and become more digital

- Invest in/empower associates
- Create a high-performance culture
- Strengthen diversity and inclusion
- High-performance digital enterprise

Operate with discipline

- Strong, efficient growth
- Consistent operating discipline
- Strategic capital allocation

Make trust a competitive advantage

- Model excellence in global compliance and ethics
- Lead on social and environmental issues
- Contribute to the communities where we operate

Key Accomplishments

Continued **incremental price investments** for customers in the U.S. and certain international markets

Strengthened assortment by elevating the quality of **private brands** and adding thousands of **new brands** to Walmart.com

Accelerated innovation by introducing **same-day grocery delivery**, expanding **online grocery pickup** in the U.S. and international markets, and completing the acquisition of **Flipkart** in India

Increased starting hourly wage in the U.S. to **\$11/hour** and paid nearly **\$800 million in bonuses** to hourly Walmart U.S. store associates

Invested in our associates through expanded **maternity and parental leave** and a new **adoption benefit**

Expanded to nearly **200 Walmart Academies** with more than **450,000 associates** completing the Academy training program

Continued to slow new store openings and **prioritize growth from comp sales and eCommerce**

Implemented **cost transformation initiatives** across the business. Walmart U.S. physical stores **leveraged expenses** all four quarters

Hired over 200,000 veterans over the past five years in the U.S.

Introduced a benefit for associates to earn a **college degree at accredited universities for \$1 a day**

Continued to **divert waste** in our operations

Achieved goal of providing **4 billion meals globally** to those in need over the past five years

Sustainability Topics

Philanthropy/Employee Giving/Volunteerism



AT&T

UNDER "CORPORATE SOCIAL RESPONSIBILITY" (PAGE 32)

<https://investors.att.com/~media/Files/A/ATT-IR/financial-reports/annual-reports/2018/2019-notice-of-annual-meeting-and-proxy-statement.pdf>



COMMUNITY ENGAGEMENT

AT&T employees donated \$29 million to more than 30,000 charities in 2018 to help make our communities stronger and have pledged to give \$27.8 million in 2019. Our culture of giving provides resources to support employees' charitable interests through AT&T Foundation grants, resulting in an additional \$4.4 million in 2018. Employees also donated time in their communities, volunteering more than 1 million hours valued at more than \$25 million.



Boeing

UNDER "CORPORATE GOVERNANCE", "ENVIRONMENTAL STEWARDSHIP AND GLOBAL ENGAGEMENT (PAGE 18)

<http://d18rn0p25nwr6d.cloudfront.net/CIK-0000012927/5763b62e-f10f-4777-a857-5b87b9e4469a.pdf>

Boeing Global Engagement

More than
\$1 BILLION
(\$1.7B to be exact)
in Boeing community
investments over the last 10 years.

291
GRANTS
targeting
STEM and
workforce
development programs

In 2018:
More than
\$55M
in charitable grants to:
443 nonprofits in 47 countries
Includes
\$13M
in support of
veterans programs

Boeing
employees
have contributed
more than
\$190M+
to charitable causes
over the last 5 years

Through purposeful community investments, employee engagement, and thoughtful advocacy efforts, Boeing and its employees support innovative partnerships and programs that align with our strategic objectives, create value, and help build better communities worldwide. First, we are committed to helping children and youth achieve their potential through educational enrichment and support programs that promote academic success, independence, and economic sustainability. Second, through hiring and employment programs as well as grants and volunteer activities, we help armed forces veterans and their families' transition successfully into civilian life. Third, we believe that maintaining a local focus and flexibility to respond to local needs is vital to Boeing's charitable investment and employee engagement strategy. As a result, we focus our expertise and employee volunteerism on issues that are of importance to each site and region of the world our company operates. For additional information, and to see how Boeing and its employees give their time, talent and resources in communities around the world, visit www.boeing.com/principles/global-engagement-summary.page and download our most recent Global Engagement Portfolio.

Citigroup

UNDER "ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) HIGHLIGHTS" (PAGE 15)

<https://www.citigroup.com/citi/investor/quarterly/2019/ar19p.pdf>

Citizenship Performance Highlights – 2018

Provided more than
\$6 BILLION in loans for
AFFORDABLE HOUSING
PROJECTS in the U.S.

Citi **CHARITABLE GIVING**
TOTALS \$76 MILLION
in support of local communities
around the globe

First in the industry to
DISCLOSE A GENDER
PAY GAP among global
workforce; see page 76 of this
Proxy Statement for further
information

Engaged **100,000 CITI**
VOLUNTEERS in projects in
more than 450 cities across
90 countries as part of annual
day of service, **GLOBAL**
COMMUNITY DAY

Citi Foundation invested
\$78 MILLION, including
\$49 MILLION globally to
tackle youth unemployment
through **PATHWAYS TO**
PROGRESS initiative

Set **REPRESENTATION**
GOALS for Black talent in the
U.S. and female talent globally
to increase representation
ACROSS ALL LEVELS OF
THE FIRM by 2021

Phillips 66

INSIDE FRONT COVER

<http://d18rn0p25nwr6d.cloudfront.net/CIK-0001534701/96c91ce3-6dfe-4a74-8df9-c74f2c6ae2de.pdf>

Supporting Literacy in the Communities Where We Work and Live



For nearly six years, Phillips 66 and the Barbara Bush Houston Literacy Foundation have shared a vision:

Improve lives through the power of literacy.

Weeks before her passing, the former first lady challenged her foundation to find a way to transform a local library into a place where children and their families could bond through reading.

In partnership with Phillips 66, the foundation presented the Harris County Public Library system with a \$200,000 donation in June 2018 to fund Family Place Libraries at eight Houston-area branches.

"Phillips 66 is truly a point of light for other businesses to follow," said Julie Baker Finck, president of the Barbara Bush Houston Literacy Foundation. "It has been a critical partner since the foundation was formed by the Bush family, and its support has led to the creation of several signature literacy programs that have already increased literacy rates among children in our city."

Family Place Libraries are part of a nationwide initiative to transform spaces within libraries into community centers for literacy, with special focus on early-childhood development. In addition to a dedicated physical space, the libraries and staff benefit from specialized training and programs geared toward toddlers and their parents.

"We are delighted to honor the legacy of Barbara Bush and pay tribute to her in such a special way," said Phillips 66 Chairman and CEO Greg Garland, who also serves on the foundation's board of directors.

Phillips 66 has donated nearly \$3.5 million since the foundation's inception in 2013, and employee volunteers have contributed many hours reading to area schoolchildren.

Bush believed literacy could empower people to succeed. The Barbara Bush Houston Literacy Foundation was established by Neil and Maria Bush, the former first couple's son and daughter-in-law, to advance her literacy legacy in the nation's fourth-largest city.

Houston ranked 70th in literacy among more than 80 of the most populous U.S. cities in a recent survey, and the foundation estimates that 60 percent of area children entering kindergarten each year lack requisite reading skills.

Bush did not live to see the Family Place Libraries realized, dying April 17, 2018, at home in Houston at 92. Her husband of 73 years, former President George H. W. Bush, died November 30.

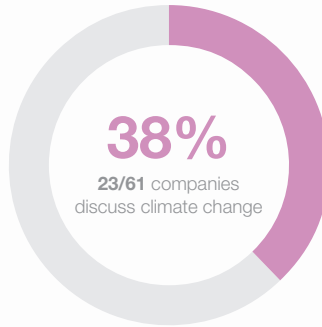
Her vision, however, lives on.

"Barbara Bush provided clear vision and strong leadership for literacy," Garland said. "We must be sure to uphold her vision across Houston and the United States."





Climate Change



AT&T

UNDER "CORPORATE SOCIAL RESPONSIBILITY" (PAGE 31)

<https://investors.att.com/~media/Files/A/ATT-IR/financial-reports/annual-reports/2018/2019-notice-of-annual-meeting-and-proxy-statement.pdf>



Environment

AT&T is demonstrating corporate leadership on climate change by setting strong goals and taking purposeful action in and outside our company.



CLIMATE CHANGE

On top of our continuous improvements in network energy efficiency, last year we signed agreements to purchase 820MW of wind power annually, making AT&T one of the largest corporate purchasers of renewable energy in the U.S. In 2019, we plan to build on our leadership in renewable energy as well as take steps to improve our company's climate resiliency.



AT&T's wind projects are expected to reduce greenhouse gas emissions equivalent to taking more than 530,000 cars off the road or providing electricity for more than 372,000 homes per year.



CUSTOMER SOLUTIONS

AT&T has a goal to enable carbon savings 10x the footprint of our own operations by 2025. We will reach that goal by enhancing the efficiency of our network and delivering sustainable customer solutions. To highlight progress on how our customers are using our technology to reduce carbon emissions, we are developing a portfolio of 10x Case Studies, available at att.com/10x.



OPERATIONAL IMPACTS

Striving to better manage our operational impacts, including energy, water and waste, is a key focus. We are taking proactive measures to reduce our footprint and be a better steward of the environment.

In 2018 we set a goal to achieve "zero waste"¹ at 100 AT&T facilities – including our AT&T Global Headquarters in Dallas – by the end of 2020. This includes strategies to reduce waste and increase recycling and composting, with a goal of diverting 90% or more of our waste from landfills.



Ford Motor Company

UNDER "PROXY SUMMARY", "ENVIRONMENTAL, SOCIAL AND GOVERNANCE" (PAGE 9)

➔ <http://d18rn0p25nwr6d.cloudfront.net/CIK-0000037996/fc090df3-ae9d-4abc-91ca-8401174474da.pdf>

ENVIRONMENTAL, SOCIAL, AND GOVERNANCE

For Ford, the commitment to create a better world is as strong as ever before. We apply our global reach and resources to bring about positive impact, provide trusted mobility and drive human progress. Each June, we release our Sustainability Report, which details our performance and progress toward our sustainability and corporate responsibility goals. Some of our highlights in our 2017-2018 report are the following:



Reaffirmed our commitment to address climate change by delivering CO₂ reductions consistent with the Paris Accord



We completed our first formal human rights saliency assessment in line with the UN Guiding Principles Reporting Framework and are taking steps to develop action plans to manage and remediate issues identified, and expand reporting on them



We are investing \$11 billion to put hybrid and fully electric vehicles models on the road by 2022, as well as responsible development of the self-driving car



Through our supply chain initiative, the Partnership for A Cleaner Environment (PACE), we shared our best practice examples with 50 suppliers, to minimize our overall environmental impact



In 2017, we achieved our carbon dioxide manufacturing emissions reduction goal eight years ahead of schedule, reducing our global CO₂ emissions from manufacturing operations by 30% per vehicle produced



In 2017, \$63 million of charitable donations were made through the Ford Motor Company Fund. More than 237,000 volunteering hours were donated by current and retired employees across more than 1,700 community projects in 40 countries

We listen to shareholder feedback and make changes necessary to address concerns

McDonald's

UNDER "BOARD AND GOVERNANCE MATTERS", "RESPONSIBLE LEADERSHIP" (PAGE 34)

➔ https://corporate.mcdonalds.com/content/dam/gwscorp/investor-relations-content/annual-shareholders-meeting/McDonalds_Corporation_2019_Annual_Shareholders_Meeting.pdf

2018 Scale for Good Highlights include:



BEEF SUSTAINABILITY

Our 2020 vision, reflected by our goals, is to lead a global movement for beef sustainability designed to accelerate industry progress, share knowledge and tools, promote flagship farmers, pioneer new practices and conserve forests in regions with identified deforestation risks where beef is produced. Our recent announcement of our beef antibiotics policy is one example of how we continue to work with suppliers and producers to demonstrate beef sustainability leadership.



PACKAGING AND RECYCLING

We expanded our global goals for sustainable guest packaging and increasing restaurant recycling. By 2025, our goal is that 100% of our guest packaging will come from renewable, recycled or certified sources. By 2025, our goal is to recycle guest packaging in 100% of McDonald's restaurants. We understand that recycling infrastructure, regulations and consumer behaviors vary from city to city and country to country, but we plan to be part of the solution and help influence powerful change.



COMMITMENT TO FAMILIES

We established global Happy Meal goals designed to offer more balanced meals, simplify ingredients, and provide a variety of offerings from recommended food groups. We are also helping to inspire a passion for reading through the distribution of books in our Happy Meal Readers Book Program, and through continuing our long-standing support to the Ronald McDonald House Charities.



CLIMATE ACTION

We became the first global restaurant company to address climate change by setting a 2030 target approved by the Science Based Targets initiative (SBTi). The Company's target involves collaboration with franchisees and suppliers to reduce greenhouse gas emissions from McDonald's restaurants, offices and supply chain. We participated in the Global Climate Action Summit (GCAS) in San Francisco, one of the largest climate conferences in 2018, which helped to raise awareness and drive cross-sector action on climate change. Also, the Company's new global headquarters in Chicago achieved LEED Platinum certification, which is the highest level of LEED for its building category and includes close proximity to public transportation, electric vehicle charging stations, green roofing systems, indoor bike storage, a sustainable cooling tower chemical management program and high-efficiency base building filtration.



YOUTH OPPORTUNITY

We launched a new initiative called Youth Opportunity, with a global goal to reduce barriers to employment for young people by 2025, through pre-employment job readiness training, employment opportunities and workplace development programs. As part of this goal, McDonald's also joined the Global Initiative on Decent Jobs for Youth, a United Nations-led, multi-stakeholder initiative, to help accelerate efforts to tackle the youth employment challenge.

For more information and progress highlights on the Scale for Good platform, see the Company's website at: <http://corporate.mcdonalds.com/content/corpmcd/scale-for-good/using-our-scale-for-good.html>.



Prudential

FIRST PAGES OF PROXY STATEMENT (PAGE 3)

<http://www3.prudential.com/annualreport/report2019/proxy/images/Prudential-Proxy2019.pdf>

Environment

GLOBAL ENVIRONMENTAL COMMITMENT

- Advancing toward a global commitment with quantitative & qualitative targets
- Global emissions data third-party-verified by Lloyd's Register Quality Assurance

CLIMATE CHANGE

- CDP score increased from C to B in 2018
- Business continuation plans outline recovery strategy for natural disasters
- Task Force on Climate-Related Financial Disclosure's (TCFD's) voluntary recommendations supporter

GREEN INVESTMENTS

- Green programs constituted 29% of PGIM Real Estate Finance's FHA/agency multifamily originations
- PGIM Fixed Income's green bond market value totaled \$1.54 billion as of December 31, 2018

United Technologies

UNDER "CORPORATE RESPONSIBILITY", "CORPORATE SUSTAINABILITY" (PAGE 24)

https://www.utc.com/-/media/project/united-technologies/utc/files/investors/annual-reports-and-proxy-statements/2019_utc_proxy.pdf?la=en&hash=22A2101058D82098A99041DE82B357C7

2018 Recognition for Sustainability Practices

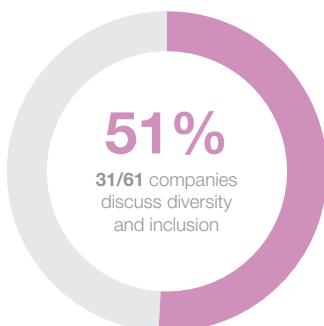


CDP (formerly the Carbon Disclosure Project)

The CDP rated UTC as a "leadership company" with an A- rating for our actions and performance to reduce greenhouse gas emissions and mitigate climate change.

We are committed to a targeted reduction in environmental impacts, regardless of business growth.

Diversity and Inclusion



Apple

UNDER "APPLE VALUES" (PAGE 5)

<http://d18rn0p25nwr6d.cloudfront.net/CIK-0000320193/a8df81df-3da2-4fcf-ac99-9579fc963fb3.pdf>



➔ Inclusion and Diversity apple.com/diversity

The strength of our innovation depends on a diverse workforce that is a reflection of the world around us.

We're deeply committed to hiring and promoting more inclusively, fostering a culture that allows people to do their life's best work, compensating equally, and working to create more access and opportunities.

As we continue to grow, we're striving to better represent the communities we're a part of and to help break down historical barriers in the tech industry.

AT&T

UNDER "CORPORATE SOCIAL RESPONSIBILITY" (PAGE 32)

<https://investors.att.com/~media/Files/A/ATT-IR/financial-reports/annual-reports/2018/2019-notice-of-annual-meeting-and-proxy-statement.pdf>



DIVERSITY AND INCLUSION

Our efforts to create a culture in which all employees can learn and grow are led by the Chairman's Diversity Council and our Chief Diversity Officer.

AT&T U.S. workforce diversity:



AT&T's 24 Employee Resource Groups and Employee Networks help advance our professional development and represent cultures, genders, generations, veterans, individuals with disabilities, and members of the LGBTQ+ community. Our ERG and EN membership totals more than 133,000. Additionally, in 2018 WarnerMedia announced a new Diversity & Inclusion Policy that is an industry-pioneering commitment to give more opportunities to more

women and people of color – both in front of and behind the cameras. This is aided by WarnerMedia's OneFifty initiative, a platform that disrupts the way content is developed and places diverse storytellers in the spotlight.

Procter & Gamble

UNDER "CORPORATE GOVERNANCE" (PAGES 22 AND 23)

<http://www.pginvestor.com/Cache/1001242163.PDF?O=PDF&T=&Y=&D=&FID=1001242163&iid=4004124>

Diversity & Inclusion: "Everyone Valued, Everyone Included, Everyone Performing at Their Peak"

P&G is a company that believes in diversity and inclusion. The more we understand people, their needs and challenges, the better we can delight them with our products and services. And while diversity is essential in all we do, we believe inclusion changes the game. Every day we strive to get the full value of our diversity through inclusion—fostering an environment where P&G people can be their best, full and authentic selves in the workplace. But our job does not end there—our belief and commitment extends beyond P&G's walls. We are driving action on the world stage to make a meaningful difference, and we care deeply about our impact, always striving to make the world a little bit better through our actions, including:

- In 2017, the Company joined the CEO Action for Diversity & Inclusion, the largest CEO-driven business commitment to advance diversity and inclusion in the workplace. P&G is a member of the Initiative's Steering Committee.
- With ads like "The Talk" and "Love Over Bias," we are shining the light on bias that limits human potential and on the need to look beyond the things that divide us.

Gender Equality: "#WeSeeEqual"

We support the development of diverse talent throughout P&G, including women at all levels, across all regions, through wide-ranging learning and career development programs, including:

- The Women's Accelerator Program and Athena in Action™ initiatives targeting high-potential women across all functions at critical points in their careers to help them develop the skills necessary for success in senior-level roles.
- The Latina SOAR program targeting our Latina women and focusing on the uniqueness of Hispanic women's leadership.
- In partnership with Catalyst, MARC (Men Advocating Real Change) training that helps men understand and fulfill the role they can play to help achieve gender equality inside and outside of P&G.
- In conjunction with International Women's Day 2018, we hosted #WeSeeEqual forums at numerous P&G sites around the world, calling attention to gender bias and helping to bust common myths that hold women back in the workplace.

United Technologies

UNDER "CORPORATE GOVERNANCE", "CORPORATE CITIZENSHIP" (PAGE 25)

https://www.utc.com/-/media/project/united-technologies/utc/files/investors/annual-reports-and-proxy-statements/2019_utc_proxy.pdf?la=en&hash=22A2101058D82098A99041DE82B357C7

Corporate Citizenship

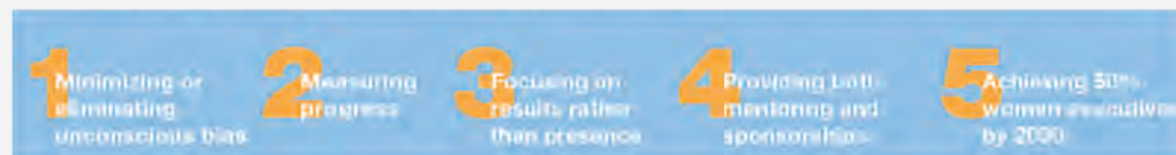
UTC takes great pride in building a diverse work environment, supporting lifelong employee learning, and contributing to charitable and community causes. In the same way that we set the highest standards for our business operations, we apply the highest corporate responsibility standards and rigorous performance measurements to these efforts.

UTC's Commitment to Diversity and Inclusion

We are committed to creating a diverse, inclusive workforce and nurturing an environment where all employees can be themselves and share ideas openly. Our efforts focus on advancing gender parity, encouraging employee-led engagement and enhancing opportunities for professionals who want to return to work after voluntary time away.

Advancing Gender Parity

UTC is committed to the advancement of women in leadership positions. In 2017, we joined the Paradigm for Parity ("P4P") coalition and put this commitment into action by adopting the P4P five-point roadmap shown below. As a signatory to P4P, we set a goal to achieve 50% women in leadership roles by 2030. Several activities currently underway are advancing our efforts towards achieving our goal, including our Inclusive Leaders Curriculum training for managers and other employees. We also recognize that sponsorship is important to career advancement so we provide a framework for high-performing women to have that support and visibility.



Employee Engagement

We support and encourage our employees to join Employee Resource Groups ("ERGs"), which foster advocacy, professional development, education and mentoring, along with community outreach. We support nine global ERGs (African-American, Asian-American, Disability, Generational, Hispanic-American, LGBTQ Pride, Military Veterans, Professional and Women) with more than 100 chapters and an estimated 5,000 members.

Opportunities to Re-enter the Workforce

We understand that returning to work after a career break can be challenging. The UTC Re-Empower Program, launched in 2017, eases this transition by helping professionals bring their knowledge, experience and creativity back to the workforce after voluntary time off. This program offers on-the-job experience, career guidance and mentoring over a 16-week period.

Diversity and Inclusion

Visa is committed to cultivating a diverse and inclusive environment that supports the development and advancement of all. We foster a feeling of connectedness in the workplace, support diversity of background, experience and thought, support important initiatives like Equal Pay and actively work to eliminate unconscious biases that hold us all back.

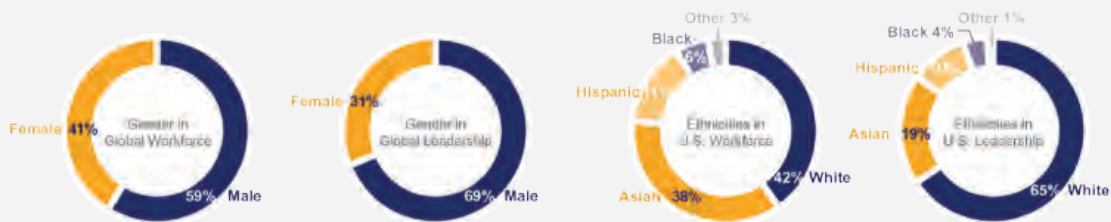
Our workforce must reflect diversity to understand how to tailor our products and services to meet those demands and expectations. With that mission in mind, Visa's approach to diversity and inclusion involves three key areas of focus:

- **People First:** Our goal at Visa is to attract, develop and retain a workforce that is reflective of the business and communities we support. We are looking for teams that bring diversity of thought, experience and backgrounds to the table at every level.
- **Environment Is Key:** We are focused on fostering an inclusive organizational environment that celebrates differences and encourages unique perspectives.
- **Leaders Can Make a Difference:** We are promoting cultural agility among all Visa leaders to maximize workforce engagement and ensure a more robust talent pipeline and leadership alignment and engagement.

These goals will help us harness the innovative potential of an inherently diverse workforce. At the same time, they will help drive our business initiatives.

Workforce Demographics

Visa tracks, measures and evaluates our workforce representation and impact as part of our strategic business imperative to build a diverse and inclusive organization. We are committed to reporting our workforce demographics annually.



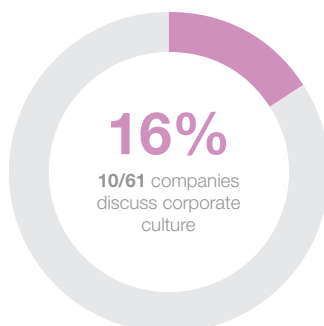
*Notes:

- Data as of September 30, 2018.
- Ethnicities in U.S. Leadership percentages do not equal 100% due to rounding.
- Leadership: Defined as VP and above.
- Others: American Indian/Alaska Native, Native Hawaiian/Other Pacific Islander and two or more races. Ethnicity data does not include undeclared and blanks.

We regularly review our compensation practices and conduct thorough analyses to ensure alignment with our commitment to pay equity.

For more information, please see our 2017 Corporate Responsibility & Sustainability Report.

Corporate Culture



Bank of America

UNDER “CORPORATE GOVERNANCE”, “BOARD OVERSIGHT OF RISK” (PAGE 23)

http://media.corporate-ir.net/media_files/IROL/71/71595/BOAML_2019_Proxy.pdf

Conduct and Culture

Our Board and its committees play a key role in oversight of our culture, setting the “tone at the top” and holding management accountable for its maintenance of high ethical standards and effective policies and practices to protect our reputation, assets, and business. Our Board and its committees do this in a number of ways, including by:

- focusing on the character, integrity, and qualifications of their respective members, and their respective leadership structures and composition;
- overseeing management’s identification, measurement, monitoring, and control of our material risks, including compliance risk and conduct risk;
- regularly requesting and receiving briefings from senior conduct risk;
- holding management accountable for the timely escalation of conduct risk;
- overseeing our incentive plan design and governance process to ensure compensation outcomes.

Prudential

INSIDE FRONT COVER

<http://www3.prudential.com/annualreport/report2019/proxy/images/Prudential-Proxy2019.pdf>

PRUDENTIAL'S ENVIRONMENTAL, SOCIAL AND GOVERNANCE FRAMEWORK

Prudential's integrated ESG framework builds on our 140-year tradition of creating financial opportunities for individuals, families, institutions and communities.



“Our culture is one of our best assets. I would distill our culture down to our values, our practices and our people. It is a competitive advantage, and vital to the creation and protection of Prudential's long-term value.”

Thomas J. Baltimore, Prudential Lead Independent Director



The Home Depot

UNDER "CORPORATE GOVERNANCE" (PAGE 6)

https://ir.homedepot.com/~media/Files/H/HomeDepot-IR/2019_Proxy_Updates/Final%202019%20Proxy%20Statement_vF.PDF

COMPANY CULTURE: DOING THE RIGHT THING

The Home Depot has a strong commitment to ethics and integrity, and we are a values- and culture-centric business. Our values are present in the way we do business and are more formally codified in the Company's Business Code of Conduct and Ethics. These values and our culture are also reflected in our 2018 Responsibility Report, which can be found on our website at <https://corporate.homedepot.com/responsibility>.

Inverted Pyramid and Values Wheel

The Company's culture is based on our servant leadership philosophy represented by the inverted pyramid, which puts primary importance on our customers and our associates by positioning them at the top, with senior management at the base in a support role. We bring our culture to life through our core values, values that serve as the foundation of our business and the guiding principles behind the decisions we make every single day. We believe our culture helps set us apart and provides a distinct competitive advantage for The Home Depot.



We empower our associates to deliver a superior customer experience, and excellent customer service and embody The Home Depot values. We routinely through associate surveys, which are done on an annual or more frequent basis for our associate performance reviews. Our officers and other leaders all to build and strengthen our culture and to help it support the organizational One Home Depot experience. These programs include training on collaboration, inclusiveness, sexual harassment prevention, unconscious bias, and the Board and its committees provide oversight and guidance to support the corporate culture to our Company.

What kind of culture are you working to create at Verizon as the new CEO?

Culture is everything to me. When people love what they do and the place they work, their best ideas come to life to improve our organization, our services, and our world. I want people to be encouraged to take risks, to try new things, and to be willing to fail – and that comes from a strong culture. I travel around the world and try to meet with employees everywhere I go. I will stop by a Verizon store and ask our team what they want from their company, and they often tell me the same things. They want to be able to try new things and experiment to make their jobs and the customer experience better. They want leadership that understands that there is no one size fits all and that what works in one location may not work in another. And most importantly, they tell me that they want opportunity to shape their careers and to remain part of this exciting company's journey as we all work together to change the world.

Encouraging that culture and the leadership that it requires is my number one internal priority. I want both new and experienced leaders to support their people and to expand their expertise by trying new things, and I want employees to know that we have their backs. And we will give it 100% effort and attention. That too is culture, and I see it as imperative to our company's success.

Verizon

LETTER FROM HANS VESTBERG, CEO

<https://www.verizon.com/about/sites/default/files/2019-Proxy-Statement.pdf>

Human Capital Management



GE

UNDER "GOVERNANCE" (PAGE 29)

https://www.ge.com/investor-relations/sites/default/files/GE_Proxy2019.pdf

➔ HUMAN CAPITAL MANAGEMENT

Human capital management and succession planning, including diversity and inclusion initiatives, are key to GE's success. We need great ideas, innovation and leadership to stay current and relevant. GE is an equal opportunity employer, and we are committed to making employment decisions without regard to race, color, religion, national or ethnic origin, sex, sexual orientation, gender identity or expression, age, disability, protected veteran status or other characteristics protected by law. We seek to retain our employees through competitive compensation, benefits and challenging work experiences with increasing levels of responsibility.

In June 2018, we announced our plan to make our businesses the center of our operations and reduce corporate headquarters to focus on strategy and execution, capital allocation, talent development and governance. As part of that transition, we are seeking to find the right balance of skills and manpower both inside the company and sourced from third-parties.

Attracting and retaining key talent is a high priority for our Board. These efforts include assessing the allocation of talent across the company, better accountability, and better alignment of compensation. This period of transition presents challenges, but we believe these changes will empower our people, reduce complexity and increase employee satisfaction.



JPMorgan Chase

UNDER "EXECUTIVE COMPENSATION" (PAGE 47)

🔗 <https://www.jpmorganchase.com/corporate/investor-relations/document/proxy-statement2019.pdf>

IV. Investing in our people

Our employees' effectiveness, career development and ability to adapt to a changing landscape enables continued delivery of sustained shareholder value. We believe the most effective workforce is a diverse workforce, and as such, we maintain Firmwide inclusion and diversity initiatives to attract and retain the highest quality talent. In order to attract and retain diverse employees, we believe in providing well-paid jobs with strong benefits and wellness programs.

Diversity

Diversity and inclusion are of strategic importance to the Firm. We are committed to a culture of openness and meritocracy and believe in giving all individuals an opportunity to succeed. We believe diversity with an inclusive environment fosters innovation, creativity and productivity, which is critical to our success, and we are deeply committed to hiring and retaining employees from different backgrounds, experiences and locations.

We continue to invest significant time and effort toward executing diversity and inclusion best practices Firmwide. Our Business Resource Groups ("BRGs") are communities of employees who voluntarily work together to advance the Firm's priorities and its position in the global marketplace by leveraging the unique perspectives of their members. We have ten BRGs globally, with over 91,000 employees participating from all LOBs. In addition to BRGs, we have developed other diversity and inclusion strategies such as:

Women on the Move ("WOTM")	- WOTM is a global, Firmwide effort designed to support women in their personal and professional lives. - The initiative was expanded in 2018 to empower female employees, clients and consumers to build their careers, grow their businesses and improve their financial health. - An executive was appointed to serve as a dedicated leader for the expanded initiative. - The third annual Women on the Move Leadership Day took place in 2018 with nearly 2,000 attendees.
Advancing Black Leaders ("ABL") & Advancing Black Pathways ("ABP")	- ABL is a Firmwide commitment to increasing representation of black talent across all businesses. - In 2018, we saw meaningful headcount growth in black senior management and increased representation of black interns in our incoming 2019 Class. - In February 2019, we launched ABP to provide more support for black people in their pursuit of educational, career, business and personal/financial success and appointed an executive to serve as a dedicated leader for the initiative.
Office of Disability Inclusion ("ODI")	- ODI is dedicated to providing globally consistent standards and processes to better accommodate employees with disabilities. - Launched the MyAccessibility team to fulfill requests for technology and physical accommodations for employees with disabilities. - Instituted the Firm's first global Disability Inclusion Standards to provide managers and resources to recruit, hire and advance people with disabilities. - Hired over 1,100 people with disabilities globally in 2018.
Military and Veterans Affairs Programs	- The Office of Military & Veterans Affairs drives Firmwide initiatives to position veterans, their families for long-term, post-military success. - Hired over 1,200 U.S. veterans in 2018. - Continued our acclimation and development initiatives to support veterans' transitions and financial services industry and appointed a new executive to lead the organization.

Tracking our progress

We are proud of the external recognition we received in 2018, some of which is listed below:

- 100% rating on the Corporate Equality Index (Human Rights Campaign) and a top score of 100 on the Equality Index survey (Disability: IN and American Association of People with Disabilities)
- 50 Best Companies for Diversity by Black Enterprise
- Top Company for Multicultural Women by Working Mother Magazine
- Best for Vets Employer by the Military Times
- Best Practice for Promoting Asian Pacific American Women by the Asia Society

PepsiCo

UNDER "CORPORATE GOVERNANCE" (PAGES 32/33)

🔗 https://www.pepsico.com/docs/album/annual-reports/2019-proxy-statement.pdf?sfvrsn=39db6929_2

The Board's Role in Human Capital Management and Talent Development

The Board believes that human capital management and talent development are vital to PepsiCo's continued success. Our Board's involvement in leadership development and succession planning is systematic and ongoing, and the Board provides input on important decisions in each of these areas. The Board has primary responsibility for succession planning for the CEO and oversight of other executive officer positions. The Nominating and Corporate Governance Committee oversees the development of the process and protocols regarding succession plans for the CEO, and annually reviews and updates these protocols to reflect input from Board members. To assist the Board, the CEO annually provides the Board with an assessment of senior managers and their potential to succeed to the position of CEO, developed in consultation with the Presiding Director and the Chair of the Nominating and Corporate Governance Committee. The Board meets regularly with high-potential executives, both in small group and one-on-one settings.

As a result of our robust succession planning process, led by our Presiding Director and the Chair of the Nominating and Corporate Governance Committee, the Board appointed Ramon Laguarta as PepsiCo's CEO effective October 3, 2018 and, subsequently, Chairman of the Board effective February 1, 2019, succeeding Indra K. Nooyi in both roles. The appointment of Mr. Laguarta reinforces the Board's belief in the strength of our leadership team. All CEO appointments over PepsiCo's history have been from within the organization, a testament to PepsiCo's strong bench of talent and succession planning.

Beyond leadership development, our Board is continuously focused on developing an inclusive and respectful work environment where our employees across the entire workforce are empowered to speak with truth and candor, raise concerns and implement new ideas in the best interests of the business. The Board and its applicable Committees regularly engage with employees at all levels of the organization, including through periodic visits to PepsiCo's operations to provide oversight on a broad range of human capital management topics, including corporate culture, diversity and inclusion, pay equity, health and safety, training and development and compensation and benefits. Employee feedback is considered in designing and evaluating employee programs and benefits and in monitoring current practices for potential areas of improvement.

Walmart

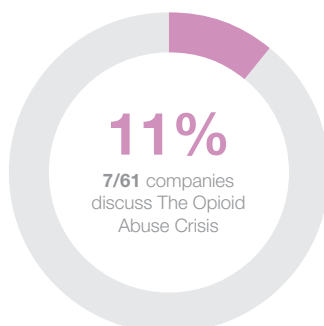
UNDER "CORPORATE GOVERNANCE" (PAGE 31)

🔗 [https://s2.q4cdn.com/056532643/files/doc_financials/2019/annual/348234\(1\)_20_Walmart_NPS_WR.pdf](https://s2.q4cdn.com/056532643/files/doc_financials/2019/annual/348234(1)_20_Walmart_NPS_WR.pdf)

Board's Oversight of Culture and Human Capital Management

Our human capital management and talent development efforts go well beyond the senior management level. We believe that retail can be a powerful engine for economic mobility, and we are committed to a respectful, rewarding, diverse and inclusive work environment that allows our associates to develop the skills they need for success. The Board and the CMDC provide oversight and guidance on workforce development, compensation, benefits, recruiting and retention, and culture, diversity and inclusion. We continue to invest in our associates' wages and training, and recently enhanced our leave and paid-time-off benefits. We believe that these actions have resulted in a more engaged and effective workforce that is better equipped to serve our customers in today's rapidly changing retail environment.

The Opioid Abuse Crisis



CVS Health

UNDER "PROXY SUMMARY" (PAGE 8)

<https://d18rn0p25nwr6d.cloudfront.net/CIK-0000064803/d66341f8-6c31-4f4f-99d2-c7e4738b413c.pdf>

What we heard	Our response
How has the skill set of the Board been supplemented following the Aetna Transaction?	We added four members of the Aetna board to our Board of Directors, supplementing the depth of our Board's knowledge of the health care industry, consumer products and brand management, international business operations and medical technology with their deep knowledge of Aetna's business and complementary expertise and new perspectives. Please see their biographies on pages 10-17.
How have the responsibilities of your Board Committees changed in light of operational and industry changes?	We added a new Investment and Finance Committee to oversee our investment portfolio, changed the name of the Patient Safety and Clinical Quality Committee to the Medical Affairs Committee to reflect the expanded work of the Committee, and shifted responsibilities among the various Committees, including delegating oversight of our policies, practices and risks related to cybersecurity and data and information security governance to the Nominating and Corporate Governance Committee, whose members possess expertise in those subjects. Please see the Committee descriptions on pages 24-31.
➔ How is CVS Health addressing the opioid abuse crisis that is facing the U.S.?	We believe we are part of the solution to the opioid abuse crisis. CVS Health is dedicated to helping communities address and prevent opioid abuse. The Company has a range of programs aimed at addressing various aspects of the issues regarding opioids, including safe medication disposal units, pharmacist counseling, enhanced utilization management through our PBM, our youth education program, <i>Pharmacists Teach</i> , and making opioid overdose reversal medication widely and more easily available. Please see the new opioid response page on our website at http://www.cvshealth.com/OpioidResponse .
How have you improved your executive compensation program?	We made a number of changes to simplify our program and improve transparency, and we received positive feedback from our stockholders. We have denominated the long-term incentive program in performance stock units (PSUs) that are subject to a two-year holding period after settlement, and replaced time-vested restricted stock units with PSUs, increasing the performance-based component of our long-term incentive programs as well as the portion of our equity grants that is subject to a holding period. Please see the Compensation Discussion and Analysis on pages 38-62.

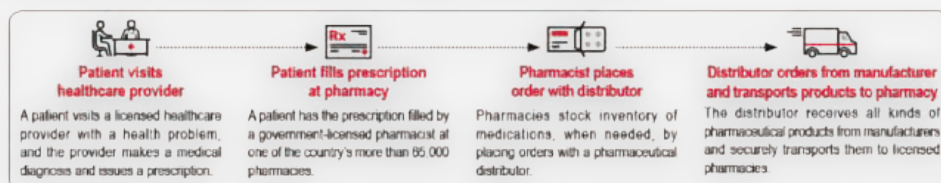


Cardinal Health

UNDER "PROXY SUMMARY", "ADDRESSING THE OPIOID CRISIS" (PAGE 8)

<http://d18rnOp25nwr6d.cloudfront.net/CIK-0000721371/06f1e0d1-0525-406d-b316-c6e0dbf05fe6.pdf>

Role in Pharmaceutical Supply Chain and Supply Chain Integrity



Anti-diversion Program

We distribute all types of medications, including those used to treat high blood pressure, diabetes and cancer, as well as those used to treat acute and chronic pain. With respect to opioid pain medications, we are industry leaders in implementing state-of-the-art controls to combat the diversion of these medications from legitimate uses. Our program includes advanced analytics, technology and on-the-ground deployment of investigators to evaluate our pharmacy customers, scrutinize their orders and block and report orders that do not meet our strict anti-diversion criteria. We continuously improve our program, while remaining committed to our critical role in supplying pharmacies the medications that they need for their patients.



Knowing our customers

We use a multi-factor process to evaluate pharmacies before they become our customer, including taking steps to understand their business and historical prescription drug ordering patterns.



Electronic monitoring and analytics

Every order for a controlled substance passes through our order monitoring system, which tracks the order against statistical benchmarks for signs of potential diversion. If an order is deemed suspicious, it is canceled and reported to the DEA and applicable state regulators.



Site visits

We have a team of experienced investigators, including former DEA and state investigators, who regularly conduct customer site visits, both announced and unannounced.



Management Committee

We have a committee of senior anti-diversion and regulatory experts and supply chain integrity staff that meets regularly to evaluate customers with large-volume orders of controlled substances.

McKesson

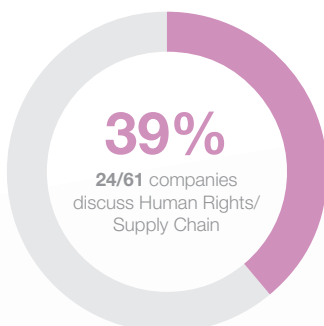
LETTER FROM EDWARD A. MUELLER, LEAD INDEPENDENT DIRECTOR

https://investor.mckesson.com/sites/mckesson.investorhq.businesswire.com/files/report/file/2018_Proxy_Statement.pdf

Committing to Fight the Opioid Epidemic

McKesson is **deeply concerned by the impact the opioid epidemic is having on families and communities** across the U.S., and this issue is top of mind for the Board of Directors. In response to a shareholder request, the Board formed an **independent Special Review Committee** (the "SRC") to investigate senior management's and the Board's oversight of compliance with the Company's legal and regulatory obligations relating to the distribution of opioids. While the investigation revealed a strong culture that encouraged ethical and compliant conduct, as led by management and reinforced by the Board, the SRC offered recommendations in the interest of further strengthening our compliance framework. On the basis of these recommendations, the Board enhanced oversight procedures related to opioid distribution, the Controlled Substance Monitoring Program, and the pending lawsuits and investigations. In March 2018, the Company also announced **a series of new initiatives to help fight the opioid epidemic**, including the formation of a foundation dedicated to combating the crisis. The Company contributed \$100 million to the new foundation as part of McKesson's ongoing mission of delivering better care for patients. The Company's new initiatives will provide additional tools to fight abuse, such as leveraging data and analytics to flag at-risk patients and fast-tracking distribution of new, non-opioid pain medications. We believe this investment and the Company's continued actions can have a positive impact, particularly when done in collaboration with others in the healthcare industry, government policymakers, administrators and regulators.

Human Rights/Supply Chain



Amazon

IN RESPONSE TO A SHAREHOLDER PROPOSAL (PAGE 31)

<https://ir.aboutamazon.com/static-files/35fa4e12-78bd-40bc-a700-59eea3dbd23b>

- As part of our Shipment Zero goal, we will continue to use our scale and the feedback customers share with us to enable and encourage suppliers up and down our supply chain to reduce their own environmental impact, just as we have done with programs like Ship in Own Container and Frustration Free Packaging. Amazon Day, a service that enables customers to get all of their packages delivered together, in fewer boxes whenever possible, on the day that works best for them, is also part of our initiative to help achieve Shipment Zero. In its testing phase with a select group of Prime members, Amazon Day has already reduced packaging by tens of thousands of boxes, a number that will only continue to grow as a result of the program being available to Prime members in the United States.¹⁴

GE

UNDER "GOVERNANCE" (PAGE 29)

https://www.ge.com/investor-relations/sites/default/files/GE_Proxy2019.pdf

➡ HUMAN RIGHTS & SUPPLY CHAIN

GE is proud to be a leader in promoting respect and support for human rights across our operations—from our supply chain to our products. We were among the first global brands to publish a Statement of Principles on Human Rights. We have been an active member of the UN Global Compact, the world's leading corporate sustainability initiative, for over a decade. GE also co-founded the Global Business Initiative on Human Rights, a forum for multinationals to openly discuss human rights challenges and leverage best practices. At GE, we collaborate in search of practical ways to address some of the world's most complex human rights challenges. We drive better outcomes through our partnership with suppliers, peers, and other stakeholders. In particular, we are committed to efforts to prevent forced labor where we operate, including through an extensive global supply chain audit program and collaboration with global associations. Suppliers are critical partners in GE's value chain. As a global company, our supply chain includes locations where environmental, health, safety, labor, human rights, and other practices could be problematic. Our Supplier Integrity Guide governs all facets of our relationships with suppliers and includes specific prohibitions against forced, prison or indentured labor and against subjecting workers to any form of compulsion, coercion or human trafficking.

Walgreens Boots Alliance

UNDER "CORPORATE GOVERNANCE", "ADDITIONAL TOPICS OF INTEREST", "SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY" (PAGE 30)

https://s1.q4cdn.com/343380161/files/doc_financials/annual/2018/WBA-2018-Proxy-Statement-Final.pdf

COMMUNITY

- ✓ Support the health, wellbeing and vitality of the communities we serve
- ✓ Enable young people to achieve their potential wherever they are in the world
- ✓ Develop and mobilize our resources and partnerships in the fight against cancer

WORKPLACE

- ✓ Proactively support the personal health and wellbeing of our employees
- ✓ To deliver our commitment to equal opportunities for everyone across our employment practices, policies and procedures
- ✓ Continuously improve our robust approach to health and safety, actively caring for our employees and customers, throughout the Company

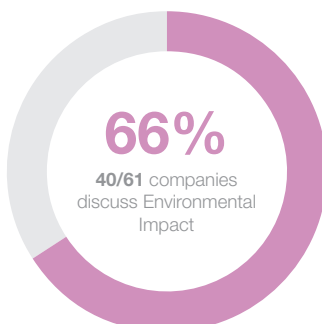
MARKETPLACE

- ✓ Create a global process that enables transparency of ingredients and their traceability for the exclusive consumer retail product brands that we sell
- ✓ Continue to drive ethical sourcing practices, protecting human rights across our supply chain
- ✓ Work collaboratively with a global network of key external organizations engaging in issues that carry the greatest social relevance to the markets and in the communities we serve

ENVIRONMENT

- ✓ Reduce our energy consumption and emissions on a comparable basis¹ as defined by the Greenhouse Gas Protocol
- ✓ Reduce the waste we create, on a comparable basis¹, and contribute to the drive for increasingly circular economies through increased re-use and recycling
- ✓ Develop plans to help achieve zero net deforestation by 2020, collaborating with other organizations in a global initiative

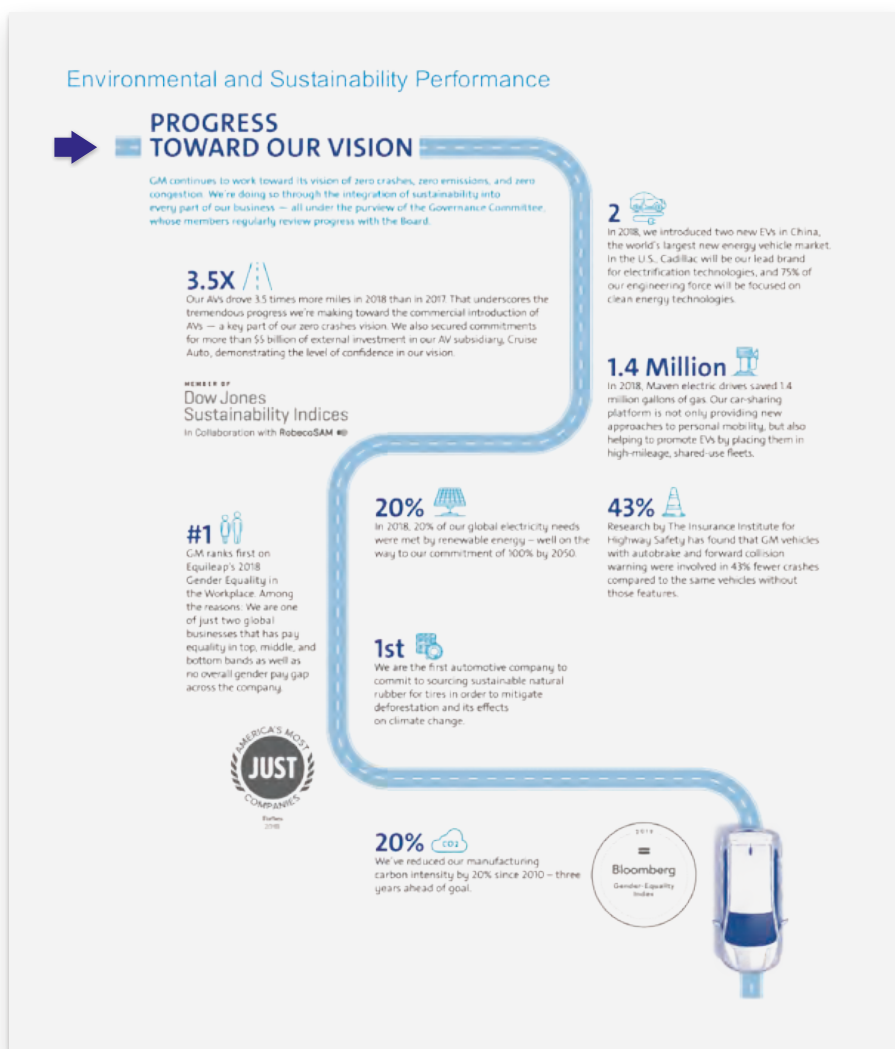
Environmental Impact



General Motors

PROXY SUMMARY (PAGE 7)

<https://investor.gm.com/static-files/82b3e2cf-b3ae-4419-9692-b2267d05b127>



The Coca-Cola Company

UNDER "CORPORATE GOVERNANCE", "ADDITIONAL GOVERNANCE MATTERS" (PAGE 34)

🔗 <https://www.coca-colacompany.com/content/dam/journey/us/en/private/fileassets/pdf/2019/annual-shareholders-meeting/2019-Proxy-Statement.pdf>



SUSTAINABILITY

In everything we do, we aim to strengthen the foundations of our business and the communities we serve so all can thrive long into the future. We recognize that the sustainability of our business is directly linked to the sustainability of the communities we call home. Each decision our Company makes is a chance for us to do the right thing. Our approach to sustainability is guided by our vision to create shared opportunity and make a positive difference in the world. Working collaboratively with our bottling partners and stakeholders at every stage of our value chain, we look to integrate sustainability into our everyday actions. We share best practices and knowledge across the Coca-Cola system to build business resiliency and better manage water resources. From ingredient sourcing to packaging recovery, we strive to create shared opportunity through growth in every corner of the world, with an ongoing focus on enabling the economic empowerment of women along the way.



As the world's largest nonalcoholic beverage company, we have a responsibility to use water as respectfully and efficiently as possible. We are continuously looking for ways to reduce water use in our operations, while treating our wastewater to the highest standards. Food and beverage packaging is an important part of our modern lives, yet the world has a packaging problem, which we have a responsibility to help solve. By investing in our planet and our packaging, we can help make the world's packaging problem a thing of the past.

The Public Issues and Diversity Review Committee reviews the nature and scope of the Company's sustainability goals and the Company's progress toward achieving those goals. The Board and the Public Issues and Diversity Review Committee also receive periodic reports from the Chief Sustainability Officer, and others as required, related to the accomplishment of the Company's sustainability goals. See **page 32** for more information about the Public Issues and Diversity Review Committee.

In addition, our pay-for-performance philosophy awards executives in a way that motivates them to operate the Company's business in a profitable and sustainable manner.

To learn more about the Company's sustainability efforts, including our comprehensive sustainability commitments, please view our current Sustainability Report on the Company's website, by visiting www.coca-colacompany.com/sustainability.

Kroger's

LETTER FROM RODNEY MCMULLEN, CHAIRMAN AND CEO

🔗 <http://ir.kroger.com/Cache/1500120785.PDF?O=PDF&T=&Y=&D=&FID=1500120785&iid=4004136>

Live Our Purpose

Increasingly, customers, associates and investors are choosing to shop with, work for and invest in companies that are purpose driven and making the world a better place. At Kroger, our Purpose is to Feed the Human Spirit. And while we live our purpose in large ways and small every day across our stores, manufacturing plants, distribution facilities and offices, one of the most innovative ways we Feed the Human Spirit is through our social impact plan, Zero Hunger | Zero Waste.

136 years in the grocery business have taught us a few things about people and about food. We know that meals matter. Families that share meals together have children who do better in all aspects of their lives. Yet there is a fundamental absurdity in the U.S. food system – 40% of the food produced here goes to waste, while 1 in 8 Americans struggle with hunger. In fact, 1 in 6 children go hungry every day. That just doesn't make sense.

We believe we can address this absurdity – perhaps better than anyone.

Zero Hunger | Zero Waste aims to end hunger in the places we call home and eliminate waste across the company by 2025.

In 2018, we celebrated several milestones on our journey. Kroger donated more than 316 million meals in food and funds to feed hungry families. That's more than 100 million pounds of nutritious food directed to local Feeding America food banks, and enough to feed nearly 80,000 food insecure people for a whole year. Our teams increased recycling by nearly 20% across the company, bringing total waste diversion to 76% as we work toward zero waste-to-landfill.



Also, in 2018 Kroger became the first major U.S. retailer to commit to phasing out single-use plastic grocery bags and transition to more sustainable options to better protect the planet. And we were thrilled to be recognized on Fortune magazine's Change the World 2018 list for using Kroger's scale for good – engaging our business to solve society's most complex issues – through Zero Hunger | Zero Waste.

We welcome you to join us on our journey, too. You can follow along at www.thekrogerco.com or [#zerohungerzerowaste](https://zerohungerzerowaste.com).

* * *

External Guidelines and Frameworks

UN Sustainable Development Goals



Bank of America

UNDER “RESPONSIBLE GROWTH” (PAGE 30)

http://media.corporate-ir.net/media_files/IROL/71/71595/BOAML_2019_Proxy.pdf

Deploying Capital for Sustainable Growth

One important aspect of our ESG focus is how we can help mobilize participants across the financial system to increase the flow of capital to address the major global challenges broadly articulated by the **United Nations Sustainable Development Goals (SDGs)**. We refer to our efforts as **Capital Deployment**—how we contribute to the global need for sustainable finance through our own business activities and by developing innovative partnerships and financial structures. This enterprise-wide initiative is designed to unlock and provide the necessary financing to address major global and local challenges such as affordable housing, sustainable energy, clean water and sanitation, education, and healthcare. In 2018 alone we deployed more than \$50 billion in capital to address these issues.

Highlights of our Capital Deployment work in 2018 include:

- **Environmental Business Commitment:** Deployed \$21.5 billion in capital to support low-carbon, sustainable business activities through lending, investing, capital raising, advisory services, and developing financial solutions for clients around the world, as part of our Environmental Business Commitment to deploy \$125 billion by 2025. Since 2013, we have delivered nearly \$105 billion towards this goal.
- **Community Development Banking:** Provided more than \$4.7 billion in loans, tax credit equity investments, and other real estate development solutions to help build strong communities, including affordable housing, charter schools, and economic development across the United States.
- **Community Development Financial Institutions (CDFIs):** Deployed \$1.5 billion in capital to support CDFIs, which include 255 CDFIs, also known as local loan funds, throughout the U.S. to finance affordable housing, small business facilities.
- **Blended Finance Catalyst Pool:** In November 2018, launched support deals that would ordinarily fall outside the scope of our business, which can drive significant leverage and impact.
- **Philanthropy:** Advanced economic mobility in local communities through philanthropic capital from the Bank of America Charitable Foundation.

(1) Company goals are aspirational and not guarantees or promises that all goals will be achieved. All goals are estimates and may be based on assumptions or developing strategies. All goals are not incorporated herein and are not part of this proxy statement.

Citigroup

UNDER “ENVIRONMENTAL, SOCIAL AND GOVERNANCE (ESG) HIGHLIGHTS” (PAGE 15)

<https://www.citigroup.com/citi/investor/quarterly/2019/ar19p.pdf>

The UN Sustainable Development Goals: Citi Priorities

The United Nations Sustainable Development Goals (SDGs) are a set of 17 global development goals for 2030. While our activities have an impact on all of the goals, Citi is focused on seven SDGs where our core business and key initiatives can have the greatest impact. We highlight those efforts in our external reporting, including in our annual Global Citizenship Report and in a standalone report, entitled *Banking on 2030: Citi & the Sustainable Development Goals*.



www.citigroup.com



What's new?

We continue to enhance our governance, compensation, and sustainability practices and disclosures. Among many other items, since last year IBM has:

- Continued our commitment to active Board refreshment and Board diversity with the elections of Dr. Martha Pollack and Admiral Michelle Howard to the Board
- Evolved our Annual Incentive Program by introducing total IBM revenue as one of the metrics starting in 2019
- Added an in-depth discussion of our approach to sustainability, with a focus on IBM's contributions to the U.N.'s Sustainable Development Goals

UNDER "CORPORATE GOVERNANCE",
"IBM'S APPROACH TO CORPORATE
RESPONSIBILITY & SUSTAINABILITY"
(PAGE 25)

➔ https://www.ibm.com/annualreport/assets/downloads/IBM_Proxy_2019.pdf

U.N. Sustainable Development Goals: IBM's Contributions

Adopted in 2015, the 17 U.N. Sustainable Development Goals (SDGs) establish a framework to build an inclusive and sustainable world and provide an opportunity for IBM to build upon its collaboration with stakeholders from a cross section of communities, governments, and the social sector. IBM is uniquely positioned to contribute towards the achievement of the 17 SDGs through the proactive management of the Company's internal operations and supply chain, corporate citizenship programs, diversity and inclusion practices, and most importantly, the IBM products, solutions, and services that IBM offers to clients.

Products, Services & Solutions



IBM's products, services, and solutions enable clients to conserve natural resources, reduce the environmental impacts associated with their operations, and make informed decisions that drive improved sustainability.

For example, at IBM we believe in the power of blockchain for social good:

- **The Plastic Bank** is using IBM Blockchain to help more than 1 billion people living in areas of high poverty and plastic pollution to collect and trade that waste for digital tokens to purchase useful goods, including food and water.
- **IBM Food Trust™** uses blockchain technology to connect growers, processors, distributors, and retailers, creating a trusted and shared record of food supply chain data.

Workplace Diversity and Inclusion



IBM's workforce diversity and inclusion programs are helping to promote gender equality. Programs such as Tech Re-Entry, Business Resource Groups, and Constituency Councils are creating an equal opportunity workforce that celebrates diversity, inclusion, and innovation.

Environmental Programs



IBM operations align with the U.N. SDGs, ranging from programs to conserve energy, water, and other resources; to its commitments to source renewable energy; to the way we design our products to be reused, recycled, and disposed of properly at the end of their useful lives; to preventing pollution from our operations.

IBM is also contributing to the U.N. SDGs through its global environmental management system, product stewardship, energy conservation, climate protection, pollution prevention, and product recycling efforts.

Supply Chain



IBM addresses the environmental and social responsibility aspects of the Company's global supply chain, which includes more than 13,000 members.

Initiatives include the responsible sourcing of packaging materials, conducting environmental supplier audits, fostering supplier diversity, and applying the Responsible Business Alliance (RBA) Supplier Code of Conduct.

Corporate Citizenship



Through an integrated portfolio of programs, IBM's corporate citizenship initiatives are contributing to the 17 U.N. SDGs by applying IBM technology and talent to create innovative solutions for education, economic development, environmental sustainability, healthcare, and more.

Programs, including Corporate Service Corps (CSC), IBM Volunteers, Impact Grants, Teacher Advisor with Watson, IBM Health Corps, and Pathways in Technology Early College High Schools (P-TECH), are advocating for cultural, geographic, and gender equality and providing opportunities for women and those from low-income backgrounds to participate in education and the global economy.

A comprehensive look at IBM's contributions to the U.N. Sustainable Development Goals can be found at https://www.ibm.com/ibm/environment/news/ibm_unsdgs_2019.pdf

Merck

UNDER "CORPORATE GOVERNANCE", "COMMITMENT TO CORPORATE RESPONSIBILITY" (PAGE 26)

https://s21.q4cdn.com/488056881/files/doc_financials/2018/2019_Merck_Proxy_Statement.pdf

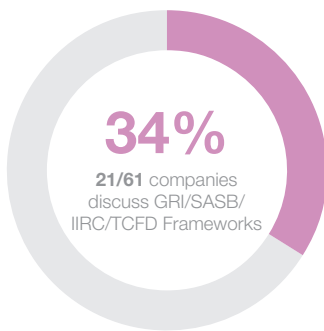
➔ SUSTAINABLE DEVELOPMENT GOALS

The Sustainable Development Goals (SDGs) represent the international community's aspirations for improving the lives of all people by 2030. We are committed to helping achieve the SDGs adopted by the United Nations (UN) in 2015 to help end poverty, protect the environment and ensure prosperity. The UN has called for broad-based support of the SDGs, including the private sector, and we are committed to helping facilitate the private sector's engagement by identifying ways to contribute to societal needs while achieving our company's business objectives.



While all of the SDGs are essential to foster sustainable development, Good Health and Well Being (SDG 3) is at the core of our mission to save and improve lives. In addition, our commitment to help achieve the SDGs focuses on seven additional areas in which Merck is uniquely positioned to create sustainable impact.

GRI/SASB/IIRC/TCFD Frameworks



Intel

UNDER "OUR CAPITAL" (PAGE 39)

🔗 https://s21.q4cdn.com/600692695/files/doc_financials/2018/Annual/2019-Proxy.pdf

OUR CAPITAL

In line with the International Integrated Reporting Council's six capitals concept, we have outlined how we deploy our transformation strategy in ways that reflect our corporate values, delight our customers, and create value for our stockholders.

FINANCIAL CAPITAL

Our financial capital allocation strategy focuses on building stockholder value. We do this by first investing in growing our capabilities. We then look to supplement and strengthen our capabilities through acquisitions and investments. And finally, we provide the return realized by these investments to our stockholders.

CASH FROM OPERATING ACTIVITIES \$B

Year	Capital Investment	Free Cash Flow
2014	\$10.1	\$20.4
2015	\$7.3	\$19.0
2016	\$9.6	\$21.8
2017	\$11.8	\$22.1
2018	\$15.2	\$29.4

OUR FINANCIAL CAPITAL ALLOCATION DECISIONS ARE DRIVEN BY THREE PRIORITIES

INVEST IN THE BUSINESS

Our first priority is to invest in R&D and capital spending to strengthen our competitive position. We shifted our R&D focus as we transformed to a data-centric company, while efficiently maintaining our investment at approximately 20% of revenue. Our capital investment in logic (silicon wafer manufacturing of our platform products) and memory both increased in 2018 as we looked to improve supply of platform products and continued to ramp production capacity in our memory fab (Fab 68). We obtained customer prepayments of over \$1.6 billion in 2018 and \$1.1 billion in 2017, which helped to offset our investment in memory.

ACQUIRE AND INTEGRATE

Our second financial capital allocation priority is to invest in companies around the world that will complement our strategic objectives and stimulate growth of data-centric opportunities. We look for acquisitions that further leverage and strengthen our capital and R&D investments. In 2018, we completed various small acquisitions, while leveraging Altera and Movidius to partner with customers and expand the markets we serve. Mobileye achieved record revenue, various design wins, and announced the ability to retrofit existing vehicles to deliver full autonomy. Intel Capital investments also support our strategic objectives.

RETURN CASH TO STOCKHOLDERS

Our third financial capital allocation priority is to return cash to our stockholders. We achieve this through share repurchases. In 2018, we paid \$5.5 billion and increased our quarterly dividends by 10% from \$0.75 to \$0.83. In 2017, we repurchased \$10.7 billion of shares, and have a total of \$1.1 billion of diluted shares outstanding.

R&D AND CAPITAL INVESTMENTS \$B

Year	R&D	Logic	Memory
2014	\$21.6	\$19.5	\$22.3
2015	\$21.6	\$19.5	\$22.3
2016	\$21.6	\$19.5	\$22.3
2017	\$21.6	\$19.5	\$22.3
2018	\$21.6	\$19.5	\$22.3

ACQUISITIONS

Year	# of Acquisitions	Total Spend \$B
2014	8	\$0.9
2015	8	\$0.9
2016	12	\$15.5
2017	3	\$14.5
2018	5	\$0.2

CASH TO STOCKHOLDERS

Year	Dividends Per Share	Share Repurchases \$B
2018	\$1.20	\$5.5
2017	\$1.0775	\$10.7
2016	\$1.04	\$10.7

INTELLECTUAL CAPITAL

RESEARCH AND DEVELOPMENT

Every year we make a significant investment in R&D, as it is a critical factor in achieving our strategic objectives to make the world's best semiconductors, lead the AI and autonomous revolution, and provide leading end-to-end platform solutions. Successful R&D efforts can lead to new products and technologies, or improvements to existing ones, which we seek to protect through our IP rights. We may augment our R&D initiatives by investing in or acquiring companies or entering into R&D agreements with other companies, as well as by directly purchasing or licensing technology.

We have increased our investments in R&D in each of the last five years and intensified our focus on key priorities in product technology while exiting non-core businesses, such as our divestiture of Wind River Systems, Inc. (Wind River) during 2018.

PRODUCT TECHNOLOGY

We are focusing our R&D activities on six areas of engineering to advance our product capabilities. Our goal is to improve user experiences and value at the pace of Moore's Law through advances in performance, power, cost, connectivity, security features, form factor, and other features with each new generation of products.

Process technology. While development of next-generation manufacturing processes remains a critical and fundamental area of research, we are also pursuing innovations in packaging technology to enable new approaches to chip design. In 2018, we announced a new 3D packaging technology called "Foveros" that allows for stacking of logic chips, enabling products where input/output (I/O), static random-access memory (SRAM), and power delivery circuits can be fabricated in a base die and high-performance logic "chipslets" can be stacked on top. Together with our Embedded Multi-die Interconnect Bridge (EMIB) technology, advanced packaging allows for new hybrid chip designs that can "mix and match" different technology IP blocks, which may be manufactured on different process nodes, into a single system-in-package, enabling new design flexibility and new device form factors.

Architecture. We are designing products for four major computing architectures—scalar (CPU products), vector (graphics processing unit (GPU) products), matrix (AI accelerator products), and spatial (field-programmable gate array (FPGA) products)—as we move toward a model of providing multiple "xPU" compute platforms for a more diverse era of computing. In 2018, we announced "Sunny Cove," our next-generation CPU microarchitecture, with architectural extensions designed for special-purpose computing tasks such as AI and cryptography, among other features. We are also continuing development on our first discrete GPU.

Memory. With our Intel® 3D NAND and Intel® Optane™ technologies, we are developing products to disrupt the memory and storage hierarchy. We are shipping our Intel® Optane™ DC Persistent Memory, which combines memory-like performance with the larger capacity and persistence of storage, bringing more data closer to the CPU to help improve processing of big data sets like those used in AI and large databases. Our QLC 3D NAND technology allows users to move more data from hard disks to solid-state drives (SSDs), giving them faster access to their data.

Interconnect. We have a broad portfolio of interconnect solutions, ranging from silicon to the data center to wireless. Our silicon photonics technology integrates lasers into silicon to create high-speed optical connections that can help remove networking bottlenecks in the data center. We are driving the 5G transition by offering products that communications service providers use to transform their networks for 5G, as well as through development of 5G modems.

Security technologies. We have made significant investments in security technologies, and built-in security features are integrated into our design process and roadmap. In the first half of 2018, we created the Intel Product Assurance and Security Group to serve as a center for security research across our products and businesses, not only to address the security issues of today, but also to monitor the evolving threat landscape and seek to continuously improve our product security in the years ahead.

Software. Software plays a critical role in unlocking the performance potential of our hardware products. Our vision is to unify our software abstractions across all of our xPU platforms. We are developing a project called OneAPI to simplify programming for developers across our CPU, GPU, FPGA, AI and other accelerator products, providing a unified portfolio of developer tools for mapping software to the hardware that can best accelerate the code.

IP RIGHTS

We own and develop significant IP and related IP rights around the world that relate to our products, services, R&D, and other activities and assets. Our IP portfolio includes patents, copyrights, trade secrets, trademarks, maskwork, and other rights. We actively seek to protect our global IP rights and to deter unauthorized use of our IP and other assets. For a detailed discussion of our IP rights, see "Intellectual Property Rights and Licensing" in our 2018 Annual Report on Form 10-K.

Stacked Chips
Base Chipset
Base Chipset
Foveros 3D packaging technology

¹ See "Non-GAAP Financial Measures" in Appendix A.

2019 PROXY STATEMENT | Our Capital

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Our Capital | 2019 PROXY STATEMENT

MANUFACTURED CAPITAL

We are an integrated device manufacturer (IDM). Unlike many other semiconductor companies, we primarily design and manufacture our products in our own manufacturing facilities. We see our in-house manufacturing as one of our most critical forms of capital and an important advantage.

MANUFACTURING PROCESS TECHNOLOGY

We continue to develop new generations of manufacturing process technology as we seek to realize the benefits from Moore's Law, a law of economics predicted by Intel's co-founder Gordon Moore more than 50 years ago. Realizing Moore's Law has economic benefits as we are able to either reduce a chip's cost as we shrink its size or increase functionality and performance while maintaining the same cost with higher density. This makes possible the innovation of new products with higher performance while balancing power efficiency, cost, and size to meet customers' needs.

As of the end of 2018, our platform products were manufactured on 10nm wafers, with the majority manufactured using 14nm process node, and we are currently ramping our next-generation 10nm process node. We have lengthened our ultra 14nm process to meet an annual cadence of product introductions while developing 10nm process technology. Over the course of our 14nm process generation, we have achieved significant product performance improvement. We expect the trend of utilizing a process node for multiple years of products to continue as we ramp 10nm.

With our 10nm process technology, we are striving for an aggressive density improvement target, beyond the density scale delivered with 14nm. We have experienced challenges associated with 10nm development and implementation, and aimed in 2018 that volume production on our 10nm products would be delayed from the second half of 2018 into 2019. We made progress on improving 10nm yields in 2018, and we continue to expect volume client systems on retail shelves for the 2019 holiday season, with data center products to follow in 2020.

FACTORY NETWORK AND SUPPLY CHAIN

The map marks our manufacturing facilities and their primary functions, as well as the countries where we have a significant R&D or sales and marketing presence.

Approximately half of our wafer manufacturing is conducted within the U.S. We ramp our factories for new process technologies. We continued to ramp the 10nm process node in our Oregon and Israel locations and to expand our memory fab, Fab 68. Memory investments represented approximately 20% of total capital spending for 2018.

Our manufacturing facilities are primarily used for silicon wafer manufacturing of our platform and memory products. These facilities are built following a "copy right" methodology, whereby new process technologies are transferred directly to central development fab to each manufacturing facility. This enables fast ramp of the operation as well as better quality control. These wafer fabs operate in a network of manufacturing facilities integrated as one factory to provide the most flexible supply capacity, allowing us to better analyze our production costs and adapt to changes in capacity needs.

We use a multi-source strategy for our memory business to enable a robust and flexible supply chain. Throughout 2018, we increased the memory capacity in Fab 68, where we ramped 1D NAND production. In addition, we have a supplemental long-term agreement with Micron Technology, Inc. (Micron), as well as capacity from our joint venture, IM Flash Technologies, LLC (IM Flash), in Lehi, Utah. In January 2019, Micron called our interest in IMFT. The IMFT agreement provides for supply for up to year after the close of the transaction.

We use third-party foundries to manufacture wafers for certain components and leverage subcontractors to augment capacity for assembly and test in addition to our in-house manufacturing, primarily for chips and adjacent products.

Intel | 2019 PROXY STATEMENT | Our Capital

HUMAN CAPITAL

Given the highly technical nature of our business, our success depends on our ability to attract and retain talented and skilled employees to create the technology of the future and delight our customers. Our global workforce of 101,450 is highly educated, with approximately 85% of our people working in technical roles. We invest in creating a diverse, inclusive, and safe work environment where our employees can deliver their workplace best every day. This environment fosters a rich and powerful culture that allows us to make a profound impact on the world.

All employees are responsible for upholding the Intel Values, Intel Code of Conduct, and Intel Global Human Rights Principles, which form the foundation of our policies and practices. We also place value on providing a wide range of opportunities to support the ongoing career development of employees. For over a decade, we have tracked and publicly reported on key human capital metrics, including workforce demographics, diversity and inclusion data, turnover, and training data.

DIVERSITY AND INCLUSION

Building an inclusive workforce, industry, and ecosystem is critical to helping us drive our business forward. We committed \$300 million to advance diversity and inclusion in our workforce and in the technology industry, and met our goal to achieve full representation of women and underrepresented minorities in our U.S. workforce in 2018—two years ahead of schedule. We have a long-standing commitment to inclusive workplace policies. For example, to help ensure employee concerns are openly and transparently resolved, Intel does not seek arbitration of sexual harassment and other employment claims.

GROWTH AND DEVELOPMENT

We invest significant resources to develop the talent needed to keep the company at the forefront of innovation and make Intel an employer of choice. We deliver training annually and provide rotational assignment opportunities. During 2017 and 2018, we trained our managers in inclusive management practices. Over the past five years, our underrepresented voluntary turnover rate has been below 5%.

COMMUNICATION AND ENGAGEMENT

Our success depends on employees understanding how their work contributes to the company's overall strategy. We use a variety of channels to facilitate open and direct communication, including open forums with executives, quarterly Organizational Health Polls, and engagement through more than 30 different employee resource groups, including the Women at Intel Network, the Network of Intel African American Employees, the Intel Latino Network, and others.

COMPENSATION AND BENEFITS

We strive to provide pay, benefits, and services that help meet the varying needs of our employees. Our generous total rewards package includes market-competitive pay, broad-based stock grants and bonuses, a popular Employee Stock Purchase Plan, healthcare and retirement benefits, paid time off, flexible work schedules, sabbaticals, family assistance, and on-site services. For more than a decade, we've performed an annual compensation analysis in the U.S. to ensure pay equity by gender and race/ethnicity. In 2018, we began globalizing our analytics and recently announced that we've achieved gender pay equity globally.

HEALTH, SAFETY, AND WELLNESS

Our ultimate goal is to achieve zero serious injuries through continued investment in and focus on our core safety programs and injury-reduction initiatives. We provide access to a variety of innovative, flexible, and convenient employee health and wellness programs, including on-site health centers.

"In 2018, we met our U.S. diversity and inclusion goal—two years ahead of schedule. We are proud of our progress but not satisfied. We view diversity and inclusion as a business imperative that drives innovation and future growth. Every voice matters."

—Barbara Whye, Intel's Chief Diversity and Inclusion Officer and Vice President of Human Resources



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Our Capital | 2019 PROXY STATEMENT | Intel

SOCIAL AND RELATIONSHIP CAPITAL

We are committed to operating with transparency, and through open and direct communication, we work to develop trust relationships with all stakeholders, including employees, customers, suppliers, governments, and communities. We also ask our employees to give back to the communities where we operate and engage them in corporate responsibility and sustain initiatives. Our commitment to stakeholder collaboration and investments in social impact initiatives, including support for United Nations Sustainable Development Goals, has resulted in our reputation as a leading corporate citizen, which has created value for Intel in terms of social license to operate and a positive operating environment. Each year, we receive third-party recognitions for our corporate responsibility leadership and ethical business practices. In 2018, recognitions included the 2018 Change the World List, Entrepreneur's World's Most Ethical Companies, and Forbes/Just Capital's America's Most "Just" Companies.

ECONOMIC IMPACT

The health of our company and local economies depend on continued investments in innovation. We provide high-skill, high-paying jobs at Intel and in the communities where we operate. We also provide significant economic impact through direct consumer spending by our employees, and tax revenue. Many of these are manufacturing and R&D jobs located in our own domestic and international facilities. In addition, we make sizable capital investments and provide leadership in public-private partnerships to spur economic growth and innovation.

SOCIAL IMPACT

We are at the forefront of new technologies—such as AI, autonomous driving, and 5G wireless broadband—that are increasingly being used to empower individuals, companies, and governments around the world to solve major societal challenges. Simultaneously, we are empowering people through education and advancing social impact initiatives, helping us build trust with key external stakeholders and support the interests of our employees. Through the Intel® She Will Connect program, we have collaborated with global and local partners to empower millions of women and girls through technology skills training. Our employees actively share their expertise and skills through technology-related volunteer initiatives, and over the past 10 years have contributed more than 10 million hours of service in the communities where we operate. In celebration of our 50th anniversary, we set a goal to have 50,000 employees donate 1 million volunteer hours during 2018. We exceeded the goal with more than 68,000 employees contributing approximately 1.5 million hours.

SUPPLY CHAIN RESPONSIBILITY

Actively managing our supply chain creates business value for Intel and our customers by helping us reduce risks, improve product quality, achieve environmental and social goals, and raise the overall performance of our suppliers. Over the past five years, we have completed more than 500 supplier audits using the Responsible Business Alliance Code of Conduct standard, have expanded training and capacity-building programs with our suppliers. We actively collaborate with others and lead initiatives on key issues such as advancing responsible minerals sourcing, addressing risks of forced and bonded labor, and improving transparency around climate and water impacts in the global electronics supply chain. We also continue to work our goal of reaching \$1 billion in annual spending with diverse-owned suppliers by 2020, and are investing in programs to new career pathways into the technology industry.

NATURAL CAPITAL

Driving to the lowest environmental footprint possible helps us achieve efficiency, lower costs, and respond to the needs of customers and community stakeholders. We invest in conservation projects and set company-wide environmental targets, seeking to drive reductions in greenhouse gas emissions, energy use, water use, and waste generation. We focus on building energy efficiency into our products to help our customers lower their own emissions and energy costs. We also collaborate with policymakers and other stakeholders to identify opportunities to apply technology to environmental challenges such as air change and water conservation.

CLIMATE AND ENERGY

We focus on reducing our own direct climate "footprint" and over the past two decades have reduced our direct emissions, electricity generated emissions. We also continue to be one of the largest voluntary corporate purchasers of green power. In 2012, we have invested more than \$200 million in energy conservation projects in our global operations, resulting in cost savings of more than 4 billion kilowatt hours and cost savings of approximately \$500 million through the end of 2018. We

focus on increasing our "handprint"—the ways in which Intel technologies can help others reduce their footprints—and collaborate on shaping public policy responses to climate change, both at the international level and in the countries and regions where we operate.

GREENER BUILDINGS

Our engineers have long incorporated green design standards and concepts into the new construction and renovation of our facilities. We continue to be on track to meet our goal to design all new buildings to a minimum Leadership in Energy and Environmental Design (LEED) Gold certification, and to date have achieved LEED certification for more than 11 million square feet, or approximately 26% of our total operational space. The Internet of Things is also expanding opportunities in the area of green buildings, including smart building energy management systems. Working with ecosystem partners, we are advancing solutions in this area, as well as incorporating these technologies into our own green building strategies. For example, one of our newest buildings, an office building in Bangalore, India that received LEED Platinum certification, is equipped with more than 9,000 sensors and has 50% lower energy demand compared to most traditional office buildings in the area.

WASTE MANAGEMENT AND RECYCLING

In each of the past five years, we have recycled more than 84% of the non-hazardous waste generated in our global operations, and continue to work toward our 2020 goals of recycling 90% of our non-hazardous waste and sending zero hazardous waste to landfills. Our aim is to continue to invest in reducing the amount of waste we generate while increasing the amount recycled.

WATER STEWARDSHIP

Water is essential to the semiconductor manufacturing process. We use ultrapure water to remove impurities from our silicon wafers, and we use industrial and reclaimed water to run our manufacturing facility systems. Over the last two decades, our sustainable water management efforts and partnerships have enabled us to conserve billions of gallons of water and we return approximately 80% of our water back to our communities. In 2018, we continued to make progress toward our goal to restore 100% of our global water use by 2025 through funding collaborative community-based projects that will restore water in amounts equivalent to what our business consumes.

SUPPLIER ENVIRONMENTAL IMPACT

We also partner with our suppliers to manage their environmental impact, which in turn reduces our own environmental impact, lowers supply chain risk, and can decrease costs. In 2018, we again attained a Leadership "A" rating on Supplier Engagement from CDP (formerly the Carbon Disclosure Project, which evaluates global companies on their environmental disclosures) for our work to encourage our suppliers to increase the level of transparency on their climate and water footprints.

Intel | 2019 PROXY STATEMENT | Our Capital

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Our Capital | 2019 PROXY STATEMENT | Intel

Marathon Petroleum

UNDER "CORPORATE GOVERNANCE", "CORPORATE CITIZENSHIP" (PAGE 10)

<http://ir.marathonpetroleum.com/Cache/397118253.pdf>

Perspectives on Climate-Related Scenarios



Millions of people rely on us for the fuels and other products that make their lives better every day, and our shareholders rely on us to be good stewards of their investment. To meet these expectations, the Board of Directors and our executive leadership team anticipate and prepare for a variety of risks to our business. This report, modeled on the disclosures recommended by the Financial Stability Board's Task Force on Climate-related Financial Disclosures, provides a detailed look at the Board's risk management oversight, climate-related scenario analyses, asset optimization and portfolio management, and concludes that we are well positioned to remain successful into the future.

Pfizer

UNDER "GOVERNANCE", "CORPORATE RESPONSIBILITY AND SUSTAINABILITY" (PAGE 32)

https://s21.q4cdn.com/317678438/files/doc_financials/interactive_proxy/2019-2/images/Pfizer-Proxy2019.pdf

Reporting on Our Progress

We understand that our investors and other stakeholders may be interested in evaluating Pfizer's performance on a broader level to include financial, social and environmental perspectives. We provide information on Pfizer's activities in the following areas:

- Access to Medicines
- Colleague Safety
- Environmental Sustainability Goals
- Supply Chain Environmental Sustainability Goal
- Culture and Employee Engagement/Retention
- United Nations Sustainable Development Goals
- Manufacturing and Supply Chain
- Governance and Ethics



Additionally, we continue to evaluate our overall approach to non-financial reporting, including reference to several existing, globally recognized external frameworks. These include the Global Reporting Initiative (GRI) and the International Integrated Reporting Council (IIRC).

Please view Pfizer's 2018 Annual Review at www.pfizer.com/annual for further information about the company's corporate responsibility and sustainability efforts. Please note that our 2018 Annual Review is not a part of our proxy solicitation materials.

Valero Energy

UNDER "CLIMATE CHANGE DISCLOSURE" (PAGE 10)

<http://www.investorvalero.com/static-files/45545cf4-e285-46bc-a57a-034f5e304a44>



In 2017 the Financial Stability Board's Task Force on Climate-related Financial Disclosure (TCFD) issued its recommendations on reporting climate-related financial information. In September 2018, Valero published its climate report—under Board oversight led by the Nominating/Governance and Public Policy Committee—that is aligned with the main principles outlined in the recommendations of the TCFD. The report is published on our website at www.valero.com > About Valero > Corporate Responsibility > Climate-Related Risks and Opportunities.

Per the Board's Nominating/Governance and Public Policy Committee charter, the committee reviews and discusses with management, at least annually, Valero's strategy and performance in assessing and responding to climate-related risks and opportunities.

Walgreens Boots Alliance

UNDER "CORPORATE GOVERNANCE", ADDITIONAL TOPICS OF INTEREST", "SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY" (PAGE 30)

🔗 https://s1.q4cdn.com/343380161/files/doc_financials/annual/2018/WBA-2018-Proxy-Statement-Final.pdf

We have enhanced our disclosure of sustainability and CSR progress, most recently through the publication of our Corporate Social Responsibility Report 2017 (the "2017 CSR Report"). The 2017 CSR Report details our CSR initiatives and accomplishments, including how our 12 CSR goals are mapped to one or multiple of the United Nations Sustainable Development Goals. The 2017 CSR Report was prepared to be in accordance with the GRI Standards: Core option. In the report we provide disclosure on priority CSR issues based on consultation with stakeholders to determine where we have the greatest economic, environmental and social impacts. We expect further alignment between our disclosure and the GRI Standards to be included in our next Corporate Social Responsibility Report, which we expect to publish in January 2019.

In order to help enhance the credibility and transparency of our CSR-related data, we engaged Deloitte & Touche LLP ("Deloitte"), our independent registered public accounting firm, to conduct a review of selected indicators within our 2017 CSR Report in accordance with attestation standards established by the American Institute of Certified Public Accountants. Their assurance report can be found in the 2017 CSR Report.

Wells Fargo

UNDER "OUR COMMITMENT TO CORPORATE CITIZENSHIP" (PAGE 8)

🔗 <https://www08.wellsfargomedia.com/assets/pdf/about/investor-relations/annual-reports/2019-proxy-statement.pdf>

Corporate citizenship is included among our Company's Vision, Values & Goals

We understand our role as a community partner and the positive impact we can have on society, local, and global economies, and the environment. We strive to be the financial services leader in corporate citizenship by making positive contributions to every community we serve — through our products and services, operations and culture, and our philanthropy. A strong, thriving economy is good for our communities, our business, and our shareholders.

The Corporate Responsibility Committee of our Board of Directors has primary oversight for Wells Fargo's policies, programs, and strategies regarding significant corporate citizenship matters and our relationship with stakeholders as outlined in the committee's charter. Three key priorities guide our strategy:

Diversity and social inclusion

Help ensure that all people feel valued and respected and have equal access to resources, services, products, and opportunities to succeed

Economic empowerment

Strengthen financial self-sufficiency and economic opportunities in underserved communities

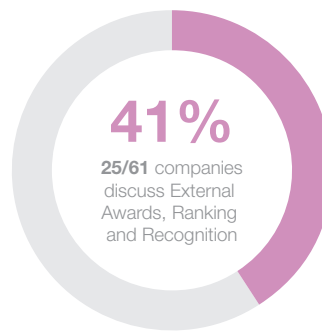
Environmental sustainability

Accelerate the transition to a low-carbon economy and help reduce the impacts of climate change on our communities

For each of our three key priorities, we have made commitments to be accomplished by 2020. We are committed to being transparent with key stakeholders about our progress and performance, and disclose our progress annually through our Corporate Responsibility Report prepared in accordance with Global Reporting Initiative (GRI) Standards Sustainability Reporting Guidelines. Learn more at <https://www.wellsfargo.com/about/corporate-responsibility/goals-and-reporting/>.



External Awards, Ranking and Recognition



CVS Health

UNDER, "COMPENSATION DISCUSSION AND ANALYSIS", "DETAILED PROGRAM DISCUSSION" (PAGE 44)

<https://d18rn0p25nwr6d.cloudfront.net/CIK-0000064803/d66341f8-6c31-4f4f-99d2-c7e4738b413c.pdf>

- We have made significant investments in our colleagues by raising the minimum starting wage enterprise-wide and offering paid family leave for all new parents, both effective April 1, 2018. We also increased pay ranges and rates for many of our retail hourly employees effective July 1, 2018, and we did not increase employee health plan premiums for the 2018-2019 plan year despite a 5% increase in costs, indicative of our commitment to ensuring access to affordable health care.
- Our holistic approach to leveraging diversity within our talent pipeline, talent development, leadership accountability and supplier diversity initiatives, earned us a spot on the DiversityInc Top 50 Companies for Diversity list in 2018.
- We are a proud member of the Billion Dollar Roundtable, an organization that recognizes and supports corporations that achieve \$1 billion in annual spending on diverse- and women-owned suppliers.
- We achieved a 100% score on The Disability Equality Index, a joint initiative of the American Association of People with Disabilities and the US Business Leadership Network for our commitment to recruiting and retaining talent from the differently-abled community and our utilization of companies owned by differently-abled suppliers.
- We achieved a perfect score for the fourth consecutive year on the 2018 Corporate Equality Index, a national benchmarking survey and report on corporate policies and practices related to LGBTQ workplace equality administered by the Human Rights Campaign Foundation.

Inside Back Cover



Awards & Recognition

100 Best Corporate Citizens, 2018 (#26)
Corporate Responsibility Magazine

Sustainability Index Dow-Jones, 6th
straight year

Civic 50 - List of 50 most community-minded
companies in the U.S. Points of Light Institute,
for the second year in a row

America's Greenest Companies (#39)
Newsweek's Green Rankings

Learning Elite Silver Finalist (#27)
Chief Learning Officer magazine *Health* for
continuously improving the learning and
development for our organization
and industry

Corporate Equality Index
Human Rights Campaign Achieved 100%
score for fifth consecutive year

World's Most Admired Companies (#35)
Fortune Magazine

Top 50 Companies for Diversity
DiversityInc

100% Disability Equality Index Score
(second year in a row)-Best Places to
Work List

American Association of People
with Disabilities and US Business
Leadership Network

Billion Dollar Roundtable
Joined group that is spending
more than \$1 billion annually with
diverse suppliers

**#10 Top Companies for
Supplier Diversity**
Recognized by DiversityInc for our focus
on expanding our engagement of minority
and women-owned businesses in our
supply chain

MetLife

UNDER, "PROXY SUMMARY" (PAGE 6)

https://s23.q4cdn.com/579645270/files/doc_financials/proxy/2019/2019-Proxy-Statement.pdf

Corporate Responsibility

Our notable achievements during the year included:

- We paid approximately \$48 billion in claims and benefits to policyholders, demonstrating the vital role we play in the social safety net.
- We committed \$7 billion to Responsible Investments around the world on behalf of MetLife and its institutional investor clients. These are included as part of Total Assets Under Management in the impact and affordable housing investments, green investments, infrastructure investments, and municipal bonds categories.
- MetLife Foundation fulfilled its five-year commitment to provide \$200 million in grants to improve financial inclusion worldwide, and is expanding its focus to financial health.
- We were named to the Dow Jones Sustainability Index (North America) for the third year in a row.
- We were named among America's 100 Most JUST Companies by JUST Capital and Forbes for the first time. The list recognizes high-performing U.S. companies on the issues that Americans define as priorities for good corporate behavior.
- We received a grade of "A minus" from CDP (formerly the Carbon Disclosure Project) for reporting and management of climate issues, placing MetLife in the top quartile "Leadership" category.
- We announced a \$10 million Workforce of the Future Development Fund to deliver learning programs to our employees focused on digital skills, innovation and collaboration.
- We created a new sustainability function to bring a strategic and coordinated approach to the Company's efforts, and appointed a Chief Sustainability Officer to lead that function and report periodically to the Board.

Prudential

INSIDE FRONT COVER

<http://www3.prudential.com/annualreport/report2019/proxy/images/Prudential-Proxy2019.pdf>

Gender Equality
 Named to Bloomberg's Gender Equality Index

Low-Risk
 Sustainalytics ESG Risk Rating

1 Environment, Social, and Governance
 ISS QualityScore

A ESG Rating
 MSCI
B CDP Score

United Technologies

INSIDE BACK COVER

https://www.utc.com/-/media/project/united-technologies/utc/files/investors/annual-reports-and-proxy-statements/2019_utc_proxy.pdf?la=en&hash=22A2101058D82098A99041DE82B357C7

2018 Company Awards

All-American Executive Team: Among the Most Honored Companies in the Aerospace and Defense Electronics Sector

Top 10 Companies Millennials Are Most Likely to Work For

Among America's Best Large Company Employers

Among the World's Most Admired Companies

Among the World's Most Ethical Companies

Among America's Best Employers for Women

Among Best Places to Work for Employment Diversity Inclusion



UPS

IN RESPONSE TO A SHAREHOLDER PROPOSAL (PAGE 65)

<http://www.investors.ups.com/static-files/ebd9e6af-a743-4c2a-bfa2-e7f0e22bdf3f>

UPS is widely recognized for its sustainability practices.

UPS is committed to sustainable business practices and transparent sustainability reporting. We published our first Corporate Sustainability Report in 2003, and we continue to lead the way with the adoption of new sustainability reporting standards. Our strategy for driving sustainability improvements is explained in great detail in our Corporate Sustainability Report (www.ups.com/sustainabilityreport). And we have been repeatedly recognized for our sustainability leadership, including the following:

- ➡ Listed on the Dow Jones Sustainability World Index for the sixth consecutive year and the Dow Jones Sustainability North America Index for the 14th straight year;
- Barron's annual list of the 100 most sustainable companies ranked UPS as No. 5 in the industrials segment and 18th overall;
- Highlighted as a global leader for corporate climate action efforts by the CDP (formerly known as the Carbon Disclosure Project) by being listed on the CDP Climate Change "A" List;
- Recognized by Forbes and JUST Capital's annual "JUST 100" list for social responsibility for the third consecutive year;
- Chosen by CR Magazine as one of "100 Best Corporate Citizens" for the ninth consecutive year; and
- Named to the "Civic 50" for the fifth time for being one of the most community-minded companies in the nation.

Where to Find More Information About Sustainability



FedEx

INSIDE FRONT COVER

🔗 [http://s1.q4cdn.com/714383399/files/doc_downloads/2018/FedEx-Corporation-2018-Proxy-Statement-\(web-ready-pdf\).pdf](http://s1.q4cdn.com/714383399/files/doc_downloads/2018/FedEx-Corporation-2018-Proxy-Statement-(web-ready-pdf).pdf)



Learn more about FedEx



2018 Annual Report*
<http://investors.fedex.com/financial-information/annual-reports/default.aspx>



2018 Global Citizenship Report*
<http://csr.fedex.com>



GE

INSIDE BACK COVER

➔ https://www.ge.com/investor-relations/sites/default/files/GE_Proxy2019.pdf

Helpful Resources

ANNUAL MEETING

Proxy & supplemental materials	www.ge.com/proxy
Online voting for registered holders & RSP participants	www.proxyvote.com/
Online voting for beneficial owners	www.proxyvote.com/
Questions regarding admission	www.ge.com/investor-relations/overview
Webcast	www.ge.com/investor-relations/events-reports
SEC website on proxy matters	www.sec.gov/spotlight/proxymatters.shtml
Electronic delivery of future proxy materials	www.ge.com/investor-relations/individual-investors
Information for GE RSP Participants	www.oneHR.ge.com

BOARD OF DIRECTORS

GE Board	www.ge.com/investor-relations/governance/board-of-directors
Board committees	www.ge.com/investor-relations/governance/board-of-directors
Audit Committee Charter	www.ge.com/sites/default/files/AC_charter.pdf
Compensation Committee Charter	www.ge.com/sites/default/files/MDCS_charter.pdf
Finance Committee Charter	https://www.ge.com/investor-relations/sites/default/files/FCAC_charter.pdf
Governance Committee Charter	www.ge.com/sites/default/files/GPAC_charter.pdf
Communicating concerns to directors	www.ge.com/investor-relations/governance/board-of-directors
Director independence	www.ge.com/investor-relations/governance/board-of-directors

FINANCIAL REPORTING

Annual report	www.ge.com/annualreport
Earnings & financial reports	www.ge.com/investor-relations/events-reports
Forward-looking statements	www.ge.com/investor-relations/important-forward-looking-statement-information

GE

Corporate website	www.ge.com
Leaders	www.ge.com/company/leadership/executives.html
Investor Relations	www.ge.com/investor-relations/overview
Ombudsperson process	www.ge.com/investor-relations/governance/board-of-directors#contact-board
Sustainability/ESG Information	www.ge.com/sustainability

GOVERNANCE DOCUMENTS

By-laws	www.ge.com/investor-relations/bylaws
Certificate of Incorporation	www.ge.com/investor-relations/certofinc
Code of conduct set forth in The Spirit & The Letter	www.ge.com/investor-relations/codeofconduct
Governance Principles	www.ge.com/investor-relations/governanceprinciples

ACRONYMS USED

BHGE	Baker Hughes, a GE company
CFOA	Cash From Operating Activities
DSUs	Deferred Stock Units
EPS	Earnings Per Share
FINRA	Financial Industry Regulatory Authority
GAAP	Generally Accepted Accounting Principles
IRS	Internal Revenue Service
LTIP	Long-Term Incentive Plan
LTPAs	Long-Term Performance Awards
M&A	Mergers & Acquisitions
NYSE	New York Stock Exchange
PCAOB	Public Company Accounting Oversight Board
PSUs	Performance Share Units
ROTC	Return On Total Capital
RSP	GE Retirement Savings Plan
RSUs	Restricted Stock Units
S&P	Standard & Poor's
SEC	Securities and Exchange Commission
TSR	Total Shareholder Return

Web links throughout this document are provided for convenience only, and the content on the referenced websites does not constitute a part of this proxy statement.

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Front Cover: Our team at the Additive Customer Experience Center in Pennsylvania discusses the next step in the additive manufacturing process of removing a build from an Electron Beam Melting (EBM) 3D-printer and moving it into a Powder Recovery System. This system salvages unused metal powder, reduces waste, and prevents crosscontamination.

Pictured from left to right: Bryan Bossong, Jessica Gonzalez, and Ed (G) Rowley, GE Additive



Back Cover: In South Carolina we're manufacturing 7HA heavy duty gas turbines to deliver flexible, efficient, and reliable power to millions of people around the world.



The manufacturing facility that produced this report is an EPA GreenPower Partner that is powered by renewable energy generated by GE wind turbines

PepsiCo

UNDER "CORPORATE GOVERNANCE", "SHAREHOLDER ENGAGEMENT" (PAGE 34)

➔ https://www.pepsico.com/docs/album/annual-reports/2019-proxy-statement.pdf?sfvrsn=39db6929_2

For example, as a result of collaboration with our shareholders and other stakeholders in recent years:

- The Board approved amendments, and is recommending shareholder approval, of our Articles of Incorporation to eliminate supermajority voting standards (See Proxy Item No. 4 in this Proxy Statement).
- The Board amended our Corporate Governance Guidelines to:
 - highlight the Board's focus on diversity, by explicitly stating its commitment to actively seeking out highly qualified women and minority candidates, as well as candidates with diverse backgrounds, skills and experiences, to include in the pool from which Board nominees are chosen;
 - underscore the Board's involvement in human capital management and talent development, by adding those experiences to the list of attributes sought for individual directors; and
 - specify the Board's oversight role with respect to sustainability, an integral part of the Company's business strategy.
- The Board also refined the roles of its Committees by establishing a Public Policy and Sustainability Committee in 2017 to assist the Board in providing more focused oversight over PepsiCo's policies, programs and related risks that concern key public policy and sustainability matters.
- We announced our 2025 sustainability goals that are designed to build on our progress and broaden our efforts in a way that responds to changing consumer and societal needs. We also enhanced our disclosure of the Company's sustainability progress by issuing our annual Sustainability Report and replacing a separate annual Global Reporting Initiative Report with a web-based, interactive environmental, social and governance ("ESG") reporting platform, which we are periodically updating with information about PepsiCo's policies, programs, governance and performance against the 2025 goals.
- ➔ • We published a report available at www.pepsico.com/docs/album/2019-sustainability-report.pdf, that describes the substantial steps PepsiCo has taken over more than a decade to improve recycling in the U.S. and to advance our long-term approach to sustainable packaging for our food and beverage products.
- The Board implemented a proxy access right for shareholders.
- Taking into account the strong support demonstrated by our shareholders and feedback during individual meetings with shareholders, the Compensation Committee implemented several changes to the long-term incentive program in 2016, while determining to maintain the core structure of our overall executive compensation program.

IN RESPONSE TO A SHAREHOLDER PROPOSAL (PAGE 80)

Our Board of Directors recommends that shareholders vote "AGAINST" this proposal.

PepsiCo has robust programs and policies to address concerns about pesticide use by farmers. Given our publicly available reporting on the responsible use of pesticides and our sustainability initiatives and goals, we believe the reporting called for in this proposal is neither necessary nor a good use of Company resources.

PepsiCo maintains robust policies and programs that promote sustainable agriculture as well as food safety and quality, an important aspect of which is the responsible use of pesticides. The Board believes that the reporting called for in this proposal is neither necessary nor a good use of Company resources given PepsiCo's demonstrated leadership in the field of sustainable agriculture and robust public disclosures on sustainable agricultural practices, including information about compliance by growers with the Company's Integrated Pest Management ("IPM") program, which the Company believes reduces the use of pesticides in its supply chain.

➔ IPM is designed to reduce risks to human health and the environment from the use of pesticides, and the program specifically mandates using pesticide control methods only when necessary and targeting only the pests that can harm crops. Because implementing such practices helps minimize the need for pesticides and the amount of pesticides used, we track compliance with the IPM program as a means to gauge our progress in reducing the use of pesticides in our supply chain. In 2018, growers in the Company's supply chain improved their IPM compliance from 55% to 66% globally, and growers in the U.S. achieved nearly 100% compliance. These IPM compliance measures are disclosed in the PepsiCo Statement on Pesticides (the "Pesticides Statement", available at www.pepsico.com/sustainability/pesticides/), and show the measurable progress we have made toward minimizing the use of pesticides in the Company's supply chain, thus addressing the purpose of this proposal.

Promoting food safety and quality are core to PepsiCo's values and business. Moreover, they are issues that we regularly discuss with shareholders; in fact, PepsiCo's shareholders overwhelmingly rejected shareholder proposals regarding pesticide use in 2017, 2016 and 2015, which received support from less than 10%, 9% and 8%, respectively, of votes cast.



Target

UNDER "GENERAL INFORMATION ABOUT CORPORATE GOVERNANCE AND THE BOARD OF DIRECTORS" (PAGE 14)

🔗 <https://iwisdom.com/tgt-2019/wp-content/uploads/sites/343/2019/04/2019-Proxy-Statement-Bookmarked.pdf>

Corporate responsibility and reputation

Target recognizes that environmental, social and governance issues are of increasing importance to many investors. We have a longstanding dedication to improving the communities where we operate, and since 1946 we have donated 5 percent of our profit to those communities. We know that working together with our team members, guests, suppliers and communities creates better outcomes on issues that matter to us all. Corporate responsibility is an enterprise-wide commitment informed by and integrated into our business strategy.

The Board has delegated oversight responsibility over Target's corporate responsibility matters to the Nominating & Governance Committee. The Vice President of Corporate Responsibility and the Corporate Responsibility team work with functional leaders across the company to determine strategies, policies and goals related to corporate responsibility and sustainability and regularly report to and seek input from the Nominating & Governance Committee on those matters, including review of the annual Corporate Responsibility Report.

We publish an annual Corporate Responsibility Report in accordance with the Global Reporting Initiative Standards as a framework to report on environmental, social and governance performance issues most important to our business stakeholders. Our most recent report, published in July 2018, covers a variety of environmental, social and governance issues, including responsible sourcing practices, diversity and inclusion, sustainable products, environmental management and policies, stakeholder engagement, and community investment. Through our annual Corporate Responsibility Reports, we set goals and targets and report our progress. A copy of our most recent Corporate Responsibility Report is available on our company website at <https://corporate.target.com/corporate-responsibility/goals-reporting>, as described in Question 14 "How may I access or receive the proxy materials, other periodic filings, key corporate governance documents and other information?" on page 72.

UPS

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UNDER "CORPORATE GOVERNANCE", "SUSTAINABILITY" (PAGE 19)

🔗 <http://www.investors.ups.com/static-files/ebd9e6af-a743-4c2a-bfa2-e7f0e22bdf3f>

Sustainability

We are one of the world's largest private employers. We serve millions of customers around the world, we operate in more than 220 countries and territories, and many investors include our shares in their portfolios. Our success depends on economic stability, global trade and a society that welcomes opportunity. We understand the importance of acting responsibly as a business, an employer and a corporate citizen.

Engagement on sustainability issues is important to our stakeholders. Our board delegates authority for day-to-day management of economic, environmental, and social topics to UPS management. The board oversees economic, environmental and social issues and is in touch with stakeholder concerns through a number of processes. For example, the board is regularly briefed on issues of concern for customers, unions, employees, retirees and investors. Furthermore, the board oversees all efforts by UPS management to develop our values, strategies and policies related to economic, environmental, and social impacts.

UPS was among the first Fortune 100 companies to appoint a chief sustainability officer. Our chief sustainability officer regularly reports to the board regarding sustainability strategies, priorities, goals, and performance. In addition, members of the board review the contents of our sustainability report each year and provide feedback to the Company.

Economic, environmental and social risks are part of our comprehensive enterprise risk management program. The board reviews the effectiveness of our risk management and due diligence processes related to economic, environmental, and social topics. In addition, the board actively considers economic, environmental and social issues in connection with the board's involvement in UPS's strategic planning process.

Each year we publish a corporate sustainability report showcasing the aspirations, achievements and challenges of our commitment to balancing the social, economic and environmental aspects of our business. The report is available at www.sustainability.ups.com.

About Argyle

We are a creative communications firm offering end-to-end, in-house execution capabilities.

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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