

2023

Aargauische Pensionskasse Ausübung der Stimmrechte in Nordamerika

Inhalt

- 1 **Zusammenfassung der analysierten Generalversammlungen**
 - 1.1 Zusammenfassung der Ethos Stimmempfehlungen
 - 1.2 Ethos Stimmempfehlungen nach Themenkategorien
- 2 **Ethos Stimmempfehlungen: Übersicht**
- 3 **Stimmbereichte pro Unternehmen**

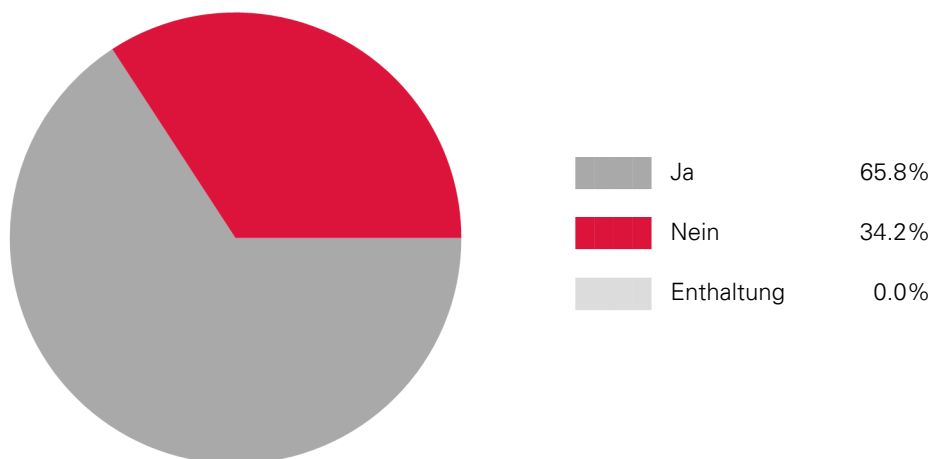
Kontakt

Vincent Kaufmann, Direktor
Aurora Mouturat-Sorensen, Head Proxy Voting and Swiss ESG & Engagement
Fanny Ebener, Senior Proxy Voting Manager
Romain Perruchoud, Senior Proxy Voting Manager
Ethos - Postfach 1051 - 1211 Genf 26
T +41 (0)22 716 15 55 - F +41 (0)22 716 15 56 - www.ethosfund.ch

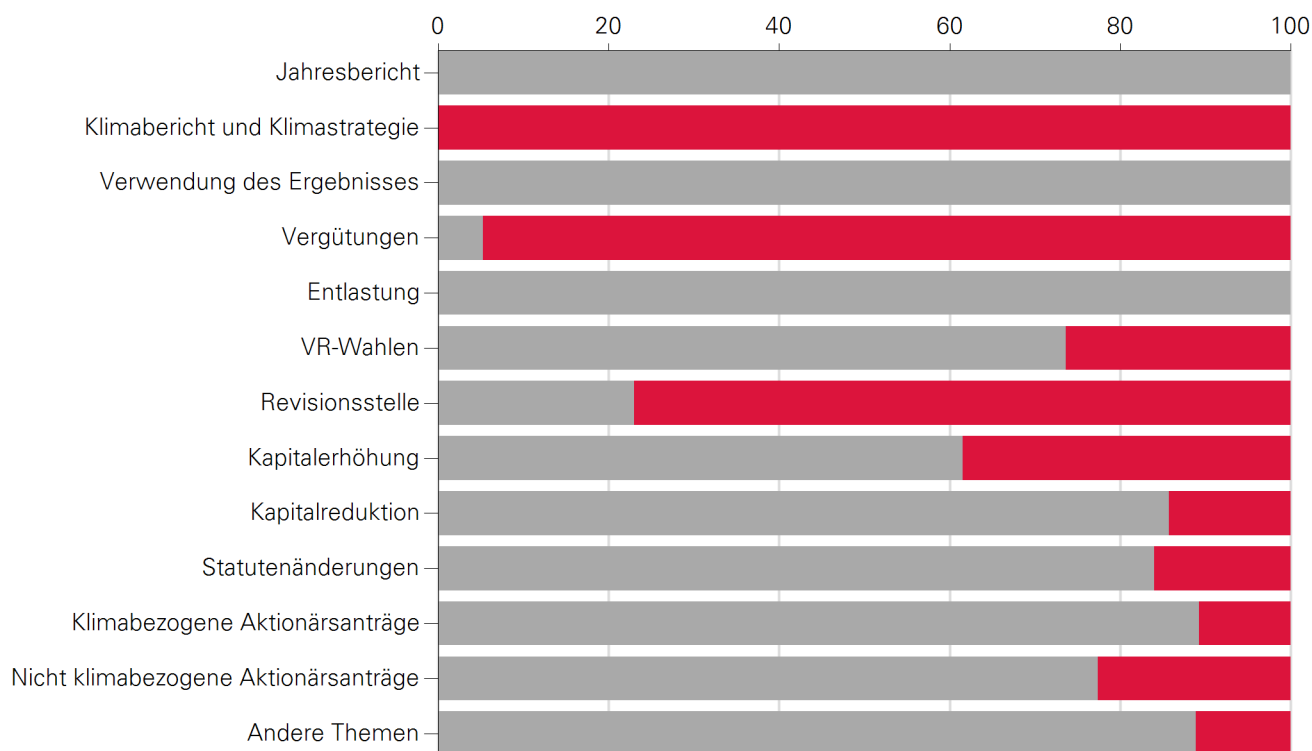
1 Zusammenfassung der analysierten Generalversammlungen

Art der Generalversammlungen	Anzahl Versammlungen	Total	Anzahl Anträge		
			Ja	Nein	Enthaltung
Ordentliche Generalversammlungen	181	2833	1863	970	0
Ausserordentliche Generalversammlungen	1	4	4	0	0
Total	182	2837	1867	970	0

1.1 Zusammenfassung der Ethos Stimmempfehlungen



1.2 Ethos Stimmempfehlungen nach Themenkategorien



	■ Angenommene Anträge		■ Abgelehnte Anträge		■ Enthaltungen		Anzahl Anträge
	Anzahl	Prozent	Anzahl	Prozent	Anzahl	Prozent	
Jahresbericht	6	100.0%	0	0.0%	0	0.0%	6
Klimabericht und Klimastrategie	0	0.0%	2	100.0%	0	0.0%	2
Verwendung des Ergebnisses	3	100.0%	0	0.0%	0	0.0%	3
Vergütungen	12	5.3%	215	94.7%	0	0.0%	227
Entlastung	3	100.0%	0	0.0%	0	0.0%	3
VR-Wahlen	1441	73.6%	517	26.4%	0	0.0%	1958
Revisionsstelle	43	23.0%	144	77.0%	0	0.0%	187
Kapitalerhöhung	8	61.5%	5	38.5%	0	0.0%	13
Kapitalreduktion	6	85.7%	1	14.3%	0	0.0%	7
Statutenänderungen	21	84.0%	4	16.0%	0	0.0%	25
Klimabezogene Aktionärsanträge	58	89.2%	7	10.8%	0	0.0%	65
Nicht klimabezogene Aktionärsanträge	250	77.4%	73	22.6%	0	0.0%	323
Andere Themen	16	88.9%	2	11.1%	0	0.0%	18

2 Ethos Stimmempfehlungen: Übersicht

Art der Generalversammlung (Typ)

- OGV Ordentliche Generalversammlungen
- AGV Ausserordentliche Generalversammlungen

Abstimmungen

- ✓ Dafür
- ◐ Teilweise dafür
- ✗ Dagegen
- ✕ Enthaltung

Unternehmen	Datum	Typ	Jahresbericht	Klimabericht und Klimastrategie	Verwendung des Ergebnisses	Vergütungen	Entlastung	VR-Wahlen	Revisionsstelle	Kapitalerhöhung	Kapitalreduktion	Statutenänderungen	Klimabezogene Aktionärsanträge	Nicht klimabezogene Aktionärsanträge	Andere Themen
Abbott Laboratories	28.04.2023	OGV				✗		◐	✓				✓		
Abbvie	05.05.2023	OGV				✗		✓	✓			✓	✓		
Accenture	01.02.2023	OGV				✗		◐	✗	✓					✓
Activision Blizzard	21.06.2023	OGV				✓		◐	✓				✓		
Adobe	20.04.2023	OGV				✗		◐	✗				✓		
Advanced Micro Devices	18.05.2023	OGV				✗		◐	✗						
AFLAC	01.05.2023	OGV				✗		◐	✗						
Agilent Technologies	15.03.2023	OGV				✗		◐	✗			✓			
Alphabet	02.06.2023	OGV				✗		◐	✗				✓	◐	
Altria	18.05.2023	OGV				✗		◐	✗				✓		
Amazon.com	24.05.2023	OGV				✗		◐	✗				✓	◐	
American Express Company	02.05.2023	OGV				✗		◐	✓				✓		
American International Group	10.05.2023	OGV				✗		◐	✗				✓		
American Tower	24.05.2023	OGV				✗		◐	✗						
Amgen	19.05.2023	OGV				✗		◐	✗						
Amphenol	18.05.2023	OGV				✗		◐	✗				✓		
Analog Devices	08.03.2023	OGV				✗		◐	✗						
Aon	16.06.2023	OGV				✗		◐	✗						✓
Apple	10.03.2023	OGV				✗		◐	✓					◐	
Applied Materials	09.03.2023	OGV				✗		◐	✓				✓		
Archer Daniels Midland	04.05.2023	OGV				✗		◐	✗				✓		
Arthur J. Gallagher & Co.	09.05.2023	OGV				✗		◐	✗						✓

Unternehmen	Datum	Typ	Jahresbericht	Klimabericht und Klimastrategie	Verwendung des Ergebnisses	Vergütungen	Entlastung	VR-Wahlen	Revisionsstelle	Kapitalerhöhung	Kapitalreduktion	Statutenänderungen	Klimabezogene Aktionärsanträge	Nicht klimabezogene Aktionärsanträge	Andere Themen
AT&T	18.05.2023	OGV				✗		✓	✗					🟡	
Autodesk	21.06.2023	OGV				✗		🟡	✗						
Automatic Data Processing	08.11.2023	OGV				✗		🟡	✗						
Autozone	20.12.2023	OGV				✗		🟡	✗						
Bank of America	25.04.2023	OGV				✗		🟡	✗				✓	✓	
Bank of Montréal	18.04.2023	OGV				✗		🟡	✗				✗	✓	
Bank of Nova Scotia	04.04.2023	OGV				✗		🟡	✗				✓	✓	
Becton Dickinson	24.01.2023	OGV				✗		🟡	✗					✓	
Berkshire Hathaway	06.05.2023	OGV				✗		🟡					✓	🟡	
Biogen	14.06.2023	OGV				✗		🟡	✗						
BlackRock	24.05.2023	OGV				✗		🟡	✗				✓	✗	
Boeing	18.04.2023	OGV				✗		🟡	✗				✓	🟡	
Booking Holdings	06.06.2023	OGV				✗		✓	✗					✓	
Boston Scientific	04.05.2023	OGV				✗		🟡	✗						
Bristol-Myers Squibb	02.05.2023	OGV				✗		🟡	✗					🟡	
Broadcom	03.04.2023	OGV				✗		✓	✓						
Brookfield Corp	09.06.2023	OGV				✗		🟡	✗			✗		✓	
Cadence Design Systems	04.05.2023	OGV				✗		🟡	✓					✗	
Canadian National Railway	25.04.2023	OGV	✗			✗		✓	✗						
Canadian Pacific Kansas City	15.06.2023	OGV	✗			✗		✓	✓						
Caterpillar	14.06.2023	OGV				✗		🟡	✗				✓	🟡	
Centene	10.05.2023	OGV				✗		🟡	✓					✓	
Charles Schwab Corp.	18.05.2023	OGV				✗		🟡	✗					🟡	
Charter Communications	25.04.2023	OGV				✗		🟡	✗					✓	
Chevron	31.05.2023	OGV				✗		🟡	✗				🟡	🟡	
Chubb	17.05.2023	OGV	✓		✓	🟡	✓	🟡	🟡		✓	🟡	✓	✓	🟡
Cigna	26.04.2023	OGV				✗		🟡	✗			✓		✓	
Cintas	24.10.2023	OGV				✗		🟡	✗				✓	✓	
Cisco Systems	06.12.2023	OGV				✗		🟡	✗					✓	
Citigroup	25.04.2023	OGV				✗		🟡	✗				✓	✓	
CME Group	04.05.2023	OGV				✗		🟡	✗						

Unternehmen	Datum	Typ	Jahresbericht	Klimabericht und Klimastrategie	Verwendung des Ergebnisses	Vergütungen	Entlastung	VR-Wahlen	Revisionsstelle	Kapitalerhöhung	Kapitalreduktion	Statutenänderungen	Klimabezogene Aktionärsanträge	Nicht klimabezogene Aktionärsanträge	Andere Themen
Coca-Cola	25.04.2023	OGV				✗		🟡	✗					🟡	
Colgate-Palmolive	12.05.2023	OGV				✗		🟡	✗					🟡	
Comcast	07.06.2023	OGV				🟡		🟡	✗				✔	🟡	
ConocoPhillips	16.05.2023	OGV				✗		🟡	✗					🟡	✔
Corteva	21.04.2023	OGV				✗		🟡	✔						
Costco Wholesale	19.01.2023	OGV				✗		🟡	✗					✔	
Crown Castle International	17.05.2023	OGV				✗		🟡	✔			✔			
CSX Corp	10.05.2023	OGV				✗		🟡	✗						
CVS Health	18.05.2023	OGV				✗		🟡	✔					🟡	
Danaher	09.05.2023	OGV				✗		🟡	✗					✔	
Deere & Co.	22.02.2023	OGV				✗		🟡	✗					✔	
DexCom	18.05.2023	OGV				✗		✔	✗					✔	
Dollar General	31.05.2023	OGV				✗		🟡	✗					🟡	
Edwards Lifesciences	11.05.2023	OGV				✗		🟡	✗			✔		✗	
Elevance Health	10.05.2023	OGV				✗		✔	✗					✔	
Eli Lilly	01.05.2023	OGV				✗		🟡	✗			✔		🟡	
Emerson Electric	07.02.2023	OGV				✗		✔	✗						
Enbridge	03.05.2023	OGV				✗		🟡	✗	✗			✔	✔	
EOG Resources	24.05.2023	OGV				✗		🟡	✗						
Equinix	25.05.2023	OGV				✗		🟡	✗					✔	
Estée Lauder Companies	17.11.2023	OGV				✗		🟡	✔						
Exxon Mobil	31.05.2023	OGV				✗		🟡	✗				🟡	🟡	
FedEx Corporation	21.09.2023	OGV				✗		🟡	✗				✔	✔	
Fidelity National Information Services	24.05.2023	OGV				✗		🟡	✔						
Fiserv	17.05.2023	OGV				✗		🟡	✗					✔	
Ford Motors	11.05.2023	OGV				✗		🟡	✗					🟡	
Freeport McMoRan	06.06.2023	OGV				✗		🟡	✗						
General Dynamics	03.05.2023	OGV				✗		🟡	✗			✔		✔	
General Electric	03.05.2023	OGV				✔		🟡	✔				🟡	🟡	
General Mills	26.09.2023	OGV				✗		🟡	✗			✔		✔	
General Motors	20.06.2023	OGV				✗		🟡	✔				✔	✗	

Unternehmen	Datum	Typ	Jahresbericht	Klimabericht und Klimastrategie	Verwendung des Ergebnisses	Vergütungen	Entlastung	VR-Wahlen	Revisionsstelle	Kapitalerhöhung	Kapitalreduktion	Statutenänderungen	Klimabezogene Aktionärsanträge	Nicht klimabezogene Aktionärsanträge	Andere Themen
Gilead Sciences	03.05.2023	OGV				🟡		🟡	✗					🟡	
Goldman Sachs Group	26.04.2023	OGV				✗		🟡	✗				✔️	🟡	
HCA Healthcare	19.04.2023	OGV				🟡		🟡	✗					✔️	
Hess Corp	17.05.2023	OGV				✗		🟡	✗						
Home Depot	18.05.2023	OGV				✗		🟡	✗					🟡	
Honeywell International	19.05.2023	OGV				✗		🟡	✔️					✔️	
Humana Inc.	20.04.2023	OGV				✗		🟡	✗						
IBM	25.04.2023	OGV				✗		🟡	✗					🟡	
Intel	11.05.2023	OGV				✗		🟡	✗					🟡	
IntercontinentalExchange	19.05.2023	OGV				✗		🟡	✗					✗	
Intuit	19.01.2023	OGV				🟡		✔️	✗						
Intuitive Surgical	27.04.2023	OGV				✗		🟡	✔️					✔️	
IQVIA Holdings	18.04.2023	OGV				✗		✔️	✗			✔️		✔️	
Johnson & Johnson	27.04.2023	OGV				✗		🟡	✗					✔️	
Johnson Controls	08.03.2023	OGV				✗		🟡	🟡	✔️	✔️				✔️
JPMorgan Chase	16.05.2023	OGV				✗		🟡	✗				✔️	🟡	
Kimberly Clark	20.04.2023	OGV				✗		🟡	✗						
KLA	01.11.2023	OGV				✗		🟡	✗						
L3Harris Technologies	21.04.2023	OGV				✗		🟡	✗					✔️	
Lam Research	07.11.2023	OGV				✗		🟡	✗						
Linde Plc	18.01.2023	AGV										✔️			✔️
	24.07.2023	OGV				✗		🟡	🟡			✔️			
Lowe's Companies	26.05.2023	OGV				✗		🟡	✗					✔️	
Marathon Petroleum	26.04.2023	OGV				✗		🟡	✔️			🟡	✔️	🟡	
Marriott International	12.05.2023	OGV				✗		🟡	✗					🟡	
Marsh & McLennan	18.05.2023	OGV				✗		🟡	✗						
Mastercard	27.06.2023	OGV				🟡		🟡	✗					🟡	
McDonald's	25.05.2023	OGV				✗		🟡	✗					🟡	
McKesson Corp	21.07.2023	OGV				✗		🟡	✗					✔️	
Merck	23.05.2023	OGV				✗		🟡	✗					🟡	
Meta Platforms	31.05.2023	OGV						🟡	✗			✔️		🟡	
MetLife	20.06.2023	OGV				✗		🟡	✗						

Unternehmen	Datum	Typ	Jahresbericht	Klimabericht und Klimastrategie	Verwendung des Ergebnisses	Vergütungen	Entlastung	VR-Wahlen	Revisionsstelle	Kapitalerhöhung	Kapitalreduktion	Statutenänderungen	Klimabezogene Aktionärsanträge	Nicht klimabezogene Aktionärsanträge	Andere Themen
Micron Technology	12.01.2023	OGV				✗		🟡	✗						
Microsoft	07.12.2023	OGV				✗		🟡	✗				✔	🟡	
Moderna	03.05.2023	OGV				✗		🟡	✗					✔	
Mondelez International	17.05.2023	OGV				✗		🟡	✗					🟡	
Monster Beverage	22.06.2023	OGV				✗		🟡	✔	✗					✔
Motorola Solutions	16.05.2023	OGV				✗		🟡	✔						
Netflix	01.06.2023	OGV				✗		🟡	✔				✔	🟡	
NextEra Energy	18.05.2023	OGV				✗		🟡	✗					✔	
Nike	12.09.2023	OGV				✗		🟡	✗					✔	
Norfolk Southern	11.05.2023	OGV				✗		🟡	✗					✔	
Northrop Grumman	17.05.2023	OGV				✗		🟡	✗			✔		✔	
Nutrien	10.05.2023	OGV				✗		🟡	✔						
Nvidia	22.06.2023	OGV				✗		🟡	✔						
NXP Semiconductors	24.05.2023	OGV	✔			✗	✔	🟡	✔	✔	🟡				
Occidental Petroleum	05.05.2023	OGV				✗		🟡	✗					✗	
Oracle	15.11.2023	OGV				✗		🟡	✗					✔	
O'Reilly Automotive	18.05.2023	OGV				✗		🟡	✗					✔	
PayPal	24.05.2023	OGV				✗		🟡	✗					🟡	
PepsiCo	03.05.2023	OGV				✗		🟡	✗				✗	🟡	
Pfizer	27.04.2023	OGV				✗		🟡	✗					✔	
Philip Morris International	03.05.2023	OGV				✗		✔	✔					✔	
Pioneer Natural Resources	25.05.2023	OGV				✗		🟡	✗						
PNC Financial Services Group	26.04.2023	OGV				✗		🟡	✔						
Procter & Gamble	10.10.2023	OGV				✗		🟡	✗					🟡	
Progressive Corp	12.05.2023	OGV				✗		🟡	✗						
Prologis	04.05.2023	OGV				✗		🟡	✗						
Public Storage	02.05.2023	OGV				✗		🟡	✗				✔		
Qualcomm	08.03.2023	OGV				✗		🟡	✗						
Realty Income	23.05.2023	OGV				✗		🟡	✗						
Regeneron Pharmaceutical	09.06.2023	OGV				✗		🟡	✗					✔	
Roper Technologies	13.06.2023	OGV				✗		🟡	✗			✔			

Unternehmen	Datum	Typ	Jahresbericht	Klimabericht und Klimastrategie	Verwendung des Ergebnisses	Vergütungen	Entlastung	VR-Wahlen	Revisionsstelle	Kapitalerhöhung	Kapitalreduktion	Statutenänderungen	Klimabezogene Aktionärsanträge	Nicht klimabezogene Aktionärsanträge	Andere Themen
Ross Stores	17.05.2023	OGV				✗		🟡	✗						
Royal Bank of Canada	05.04.2023	OGV				✗		🟡	✔	✔			✔	✔	
RTX	02.05.2023	OGV				✗		🟡	✗			🟡	✔	✔	
S&P Global	03.05.2023	OGV				✗		✔	✗						
Salesforce.com	08.06.2023	OGV				✗		🟡	✗					✗	
Sempra	12.05.2023	OGV				✗		🟡	✗	✗		✔		✔	
ServiceNow	01.06.2023	OGV				✗		🟡	✔						
Sherwin-Williams	19.04.2023	OGV				✗		🟡	✗						
Shopify	27.06.2023	OGV				✗		✔	✔						
Synopsys	12.04.2023	OGV				✗		🟡	✗					✔	
Target	14.06.2023	OGV				✗		🟡	✗					✔	
TC Energy	02.05.2023	OGV				✗		🟡	✗						
TE Connectivity	15.03.2023	OGV	✔	✔		🟡	✔	🟡	✔	✗	✔				🟡
Tesla	16.05.2023	OGV				✗		🟡	✔					✔	
Texas Instruments	27.04.2023	OGV				🟡		🟡	✗					✔	
Thermo Fisher Scientific	24.05.2023	OGV				🟡		🟡	✗						
TJX	06.06.2023	OGV				✗		🟡	✗					✔	
T-Mobile US	16.06.2023	OGV				🟡		🟡	✔						
Toronto-Dominion Bank	20.04.2023	OGV				✗		🟡	✔				🟡	✔	
Trane Technologies	01.06.2023	OGV				✗		🟡	✗	🟡					✔
Travelers Companies	24.05.2023	OGV				✗		🟡	✗				✔	✔	
Truist Financial Corp	25.04.2023	OGV				✗		🟡	✗					✔	
U.S. Bancorp	18.04.2023	OGV				✗		🟡	✗						
Uber Technologies	08.05.2023	OGV				✗		🟡	✔					✔	
Union Pacific	18.05.2023	OGV				✗		🟡	✗					🟡	
United Parcel Service	04.05.2023	OGV				✗		🟡	✗				✔	🟡	
UnitedHealth	05.06.2023	OGV				✗		🟡	✗					✔	
Valero Energy	09.05.2023	OGV				✗		🟡	✔				✔	✔	
Verizon Communications	11.05.2023	OGV				✗		🟡	✗					🟡	
Vertex Pharmaceuticals	17.05.2023	OGV				✗		🟡	✗						
Walmart	31.05.2023	OGV				✗		🟡	✗					🟡	
Walt Disney	03.04.2023	OGV				✗		✔	✗					🟡	

Unternehmen	Datum	Typ	Jahresbericht	Klimabericht und Klimastrategie	Verwendung des Ergebnisses	Vergütungen	Entlastung	VR-Wahlen	Revisionsstelle	Kapitalerhöhung	Kapitalreduktion	Statutenänderungen	Klimabezogene Aktionärsanträge	Nicht klimabezogene Aktionärsanträge	Andere Themen
Wells Fargo	25.04.2023	OGV				✗		🟡	✗				✓	✓	
Williams Companies Inc	25.04.2023	OGV				✗		✓	✗						
Zoetis	18.05.2023	OGV				✗		✓	✓			✓		✓	

3 Stimmberichte pro Unternehmen

Abbott Laboratories

28.04.2023

OGV

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Dr. med. Robert J. Alpern	DAFÜR	DAFÜR	
1.2	Elect Ms. Claire Babineaux-Fontenot	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.3	Re-elect Dr. Sally E. Blount	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Robert B. Ford	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.5	Re-elect Ms. Paola Gonzalez	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Michelle A. Kumbier	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Darren W. McDew	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Nancy McKinstry	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.9	Elect Mr. Michael G. O'Grady	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Michael F. Roman	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Daniel J. Starks	DAFÜR	DAFÜR	
1.12	Re-elect Mr. John G. Stratton	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
2.	Re-election of the auditor	DAFÜR	DAFÜR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
6.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
7.	Shareholder resolution: Disclose lobbying contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
8.	Shareholder resolution: Adopt Policy to Include Legal and Compliance Costs in Incentive Compensation Metrics	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.

No.	Traktanden	Board	Ethos	
1	Elections of Class II directors			
1.1	Re-elect Dr. med. Robert J. Alpern	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Melody Meyer	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Frederick H. Waddell	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	DAFÜR	
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Eliminate Supermajority Vote Requirement	DAFÜR	DAFÜR	
5	Shareholder resolution: Simple Majority Vote	DAGEGEN	● DAFÜR	The proposal aims at improving shareholder rights.
6	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
7	Shareholder resolution: Disclose Lobbying contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
8	Shareholder resolution: Impact of Extended Patent Exclusivities on Product Access Report	DAGEGEN	● DAFÜR	The proposal would demonstrate the commitment of the company to expanding patient access to its products.

No.	Traktanden	Board	Ethos	
1.	Elections to the Board of Directors			
1.1.	Re-elect Mr. Jaime Ardila	DAFÜR	● DAGEGEN	Non independent director sitting on the audit committee, which is not line with Irish market practice.
1.2.	Re-elect Ms. Nancy McKinstry	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.3.	Re-elect Ms. Beth E. Mooney	DAFÜR	DAFÜR	
1.4.	Re-elect Mr. Gilles Pélisson	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
1.5.	Re-elect Prof. Paula A. Price	DAFÜR	● DAGEGEN	Non independent director sitting on the audit committee, which is not line with Irish market practice.
1.6.	Re-elect Dr. Venkata Murthy Renduchintala	DAFÜR	DAFÜR	
1.7.	Re-elect Mr. Arun Sarin	DAFÜR	DAFÜR	
1.8.	Re-elect Ms. Julie Sweet	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.9.	Re-elect Ms. Tracey T. Travis	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
2.	Approve, in a non-binding vote, the compensation of named executive officers	DAFÜR	● DAGEGEN	Excessive total remuneration. Excessive variable remuneration.
3.	Approve, in a non-binding vote, the frequency of future non-binding votes to approve the compensation of named executive officers	EIN JAHR	EIN JAHR	
4.	Ratify, in a non-binding vote, the appointment of KPMG as auditor and authorise, in a binding vote, the Audit Committee to determine KPMG's remuneration	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Directors' authority to allot shares under Irish law	DAFÜR	DAFÜR	
6.	Grant the Board the authority to opt-out of pre-emption rights under Irish law	DAFÜR	DAFÜR	
7.	Determine the price range at which the Company can re-allot shares that it acquires as treasury shares under Irish law	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Ms. Reveta F. Bowers	DAFÜR	DAFÜR	
1b	Re-elect Ms. Kerry Carr	DAFÜR	DAFÜR	
1c	Re-elect Mr. Robert J. Corti	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d	Re-elect Mr. Brian Kelly	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1e	Re-elect Mr. Robert A. Kotick	DAFÜR	DAFÜR	
1f	Re-elect Mr. Barry Meyer	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1g	Re-elect Mr. Robert Morgado	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h	Re-elect Mr. Peter Nolan	DAFÜR	DAFÜR	
1i	Re-elect Ms. Dawn Ostroff	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	DAFÜR	
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	DAFÜR	
5	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
6	Shareholder resolution: Adopt Policy on Freedom of Association and Collective Bargaining	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
7	Shareholder resolution: Report on Prevention of Harassment and Discrimination in the Workplace	ZURÜCK-GEZOGEN	● DAFÜR	The shareholder proposal was withdrawn by the proponent nine days prior to the AGM. Ethos initially recommended to vote FOR for the following reason: Enhanced disclosure on social issues.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Dr. iur. Amy L. Banse	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Brett Biggs	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Melanie Boulden	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Frank A. Calderoni	DAFÜR	DAFÜR	
1.e	Re-elect Ms. Laura B. Desmond	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.f	Re-elect Mr. Shantanu Narayen	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.g	Re-elect Mr. Spencer Neumann	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Kathleen Oberg	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Dheeraj Pandey	DAFÜR	DAFÜR	
1.j	Re-elect Mr. David A. Ricks	DAFÜR	DAFÜR	
1.k	Re-elect Mr. Daniel L. Rosensweig	DAFÜR	DAFÜR	
1.l	Re-elect Dr. John E. Warnock	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
2	To approve the amendment of the 2019 Equity Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines. An important part of the variable remuneration is based on continued employment only.
3	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
4	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
5	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
6	Shareholder resolution: Eliminating discrimination through inclusive hiring	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Nora M. Denzel	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Mark Durcan	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Michael P. Gregoire	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Joseph A. Householder	DAFÜR	DAFÜR	
1e.	Re-elect Mr. John W. Marren	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Jon A. Olson	DAFÜR	DAFÜR	
1g.	Re-elect Dr. Lisa T. Su	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1h.	Re-elect Mr. Abhi Y. Talwalkar	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1i.	Re-elect Ms. Elizabeth W. Vanderslice	DAFÜR	DAFÜR	
2.	To approve 2023 Equity Incentive Plan	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
4.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
5.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Daniel P. Amos	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.b	Re-elect Mr. W. Paul Bowers	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Arthur R. Collins	DAFÜR	DAFÜR	
1.d	Elect Prof. Miwako Hosoda	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Thomas J. Kenny	DAFÜR	DAFÜR	
1.f	Re-elect Ms. Georgette D. Kiser	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.g	Re-elect Ms. Karole F. Lloyd	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Nobuchika Mori	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Joseph L. Moskowitz	DAFÜR	DAFÜR	
1.j	Re-elect Prof. Dr. Barbara K. Rimer	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.k	Re-elect Prof. Katherine T. Rohrer	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.1	Re-elect Ms. Heidi Kunz	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.2	Re-elect Ms. Sue H. Rataj	DAFÜR	DAFÜR
1.3	Re-elect Dr. George A. Scangos	DAFÜR	● DAGEGEN The director is 75 years old, which exceeds guidelines.
1.4	Re-elect Mr. Dow Wilson	DAFÜR	DAFÜR
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
4	Approve amendments to bylaws: Call Special Shareholder Meetings	DAFÜR	DAFÜR
5.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Larry Page	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Sergey Brin	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Sundar Pichai	DAFÜR	● DAGEGEN	Executive director. The board is not sufficiently independent.
1.d	Re-elect Dr. John L. Hennessy	DAFÜR	● DAGEGEN	Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Re-elect Dr. Frances H. Arnold	DAFÜR	DAFÜR	
1.f	Elect Mr. R. Martin Chavez	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.g	Re-elect Mr. L. John Doerr	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.h	Re-elect Mr. Roger W. Ferguson Jr.	DAFÜR	DAFÜR	
1.i	Re-elect Ms. Ann Mather	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines. Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent.
1.j	Re-elect Mr. K. Ram Shriram	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.k	Re-elect Ms. Robin L. Washington	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	To approve the amendment of the 2021 Stock Plan	DAFÜR	● DAGEGEN	Potential excessive awards with no individual cap for executives under this remuneration plan.
4	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
5	Advisory vote on say on pay frequency	DREI JAHRE	● EIN JAHR	Ethos strongly support the right of shareholders to address pay-related concerns on an annual basis.
6	Shareholder resolution: Disclose lobbying contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
7	Shareholder resolution: Congruency Report of Partnerships with Globalist Organizations	DAGEGEN	DAGEGEN	
8	Shareholder resolution: Climate Lobbying Report	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying practices if aligned with the Paris Agreement.
9	Shareholder resolution: Report on reproductive rights and data privacy	DAGEGEN	● DAFÜR	Protecting customer privacy is crucial for maintaining a good reputation and building trust with customers.
10	Shareholder resolution: Report Regarding a Human Rights Assessment of Data Center Siting	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.

No.	Traktanden	Board	Ethos	
11	Shareholder resolution: Publish Independent Human Rights Impact Assessment of Targeted Ad Technology and Practices	DAGEGEN	● DAFÜR	Transparent assessment is essential to enable the company to better address and prevent adverse human rights impacts linked to targeted ads.
12	Shareholder resolution: Disclose More Quantitative and Qualitative Information on Algorithmic Systems	DAGEGEN	● DAFÜR	Enhanced disclosure to understand how algorithmic systems can lead to discriminatory and other harmful outcomes.
13	Shareholder resolution: Report on Alignment of YouTube Policies With Online Safety Regulations	DAGEGEN	● DAFÜR	Online safety is extremely important.
14	Shareholder resolution: Report on Content Governance and Censorship	DAGEGEN	DAGEGEN	
15	Shareholder resolution: Commission Independent Assessment of Effectiveness of Audit and Compliance Committee	DAGEGEN	● DAFÜR	The proposal improves risk oversight by the board.
16	Shareholder resolution: Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	DAGEGEN	● DAFÜR	The proposal aims at improving shareholder rights.
17	Shareholder resolution: Adopt Share Retention Policy For Senior Executives	DAGEGEN	DAGEGEN	
18	Shareholder resolution: Approve Recapitalisation Plan for all Stock to Have One-vote per Share	DAGEGEN	● DAFÜR	Multiple share structures are not in the best interest of shareholders, as they create a disproportionate control of one group of shareholders regardless of their participation in the company's equity.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Ian L.T. Clarke	DAFÜR	DAFÜR	
1b.	Re-elect Ms. Marjorie M. Connelly	DAFÜR	DAFÜR	
1c.	Re-elect Mr. R. Matt Davis	DAFÜR	DAFÜR	
1d.	Re-elect Mr. William F. Gifford Jr.	DAFÜR	DAFÜR	
1e.	Elect Mr. Jacinto J. Hernandez	DAFÜR	DAFÜR	
1f.	Re-elect Ms. Debra J. Kelly-Ennis	DAFÜR	DAFÜR	
1g.	Re-elect Ms. Kathryn B. McQuade	DAFÜR	DAFÜR	
1h.	Re-elect Mr. George Muñoz	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Dr. Nabil Y. Sakkab	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1j.	Re-elect Ms. Virginia E. Shanks	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Ellen R. Strahlman	DAFÜR	DAFÜR	
1l.	Re-elect Mr. M. Max Yzaguirre	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Report on Congruency of Political Spending with Company Values and Priorities	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
6.	Shareholder resolution: Report on Third-Party Civil Rights Audit	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Jeffrey P. Bezos	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Andrew R. Jassy	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Keith B. Alexander	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Edith W. Cooper	DAFÜR	DAFÜR	
1.e	Re-elect Ms. Jamie S. Gorelick	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Daniel P. Huttenlocher	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Judith A. McGrath	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Indra K. Nooyi	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Jonathan J. Rubinstein	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Patricia Q. Stonesifer	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.k	Re-elect Mr. Wendell P. Weeks	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	To approve the amendment of the 1997 Stock Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards. No individual caps are disclosed.
6	Shareholder resolution: Report on Retirement Plan Options	DAGEGEN	● DAFÜR	Enhanced disclosure on how the company's retirement plans contribute to climate change mitigation.
7	Shareholder resolution: Report on Customer Due Diligence	DAGEGEN	● DAFÜR	Enhanced disclosure on social issues.
8	Shareholder resolution: Report on Content and Product removal/restrictions	DAGEGEN	● DAFÜR	This report would demonstrate to shareholders how the the risks associated with content and product restrictions are addressed.
9	Shareholder resolution: Report on Government Take-Down Requests	DAGEGEN	DAGEGEN	
10	Shareholder resolution: Report on Just Transition	DAGEGEN	● DAFÜR	Enhanced disclosure on how the company addresses the social and economic impacts linked to its climate change strategy.
11	Shareholder resolution: Publish a Tax Transparency Report	DAGEGEN	● DAFÜR	Enhanced disclosure on the tax practices of the company.
12	Shareholder resolution: Report on Climate Lobbying	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
13	Shareholder resolution: Gender and Racial Pay Equity Report	DAGEGEN	● DAFÜR	The proposal aims at promoting gender equality, ethnic diversity and at preventing discrimination.
14	Shareholder resolution: Report on Cost/Benefit Analysis of Diversity, Equity and Inclusion Programs	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
15	Shareholder resolution: Allow shareholders to nominate directors	DAGEGEN	● DAFÜR	Enhanced disclosure on board nomination process.
16	Shareholder resolution: Additional Report on Freedom of Association	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
17	Shareholder resolution: Consider CEO pay ratio in executive remuneration	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
18	Shareholder resolution: Report on Animal Welfare Standards	DAGEGEN	● DAFÜR	The proposal addresses potential abuses linked to animal cruelty, which is in the interests of all stakeholders.
19	Shareholder resolution: Establish a Public Policy Committee	DAGEGEN	● DAFÜR	The proposal strengthens the monitoring of human rights risks and ESG issues by the board.
20	Shareholder resolution: Alternative Director Candidate Policy	DAGEGEN	● DAFÜR	Employees on boards contribute to a company's long-term sustainability.
21	Shareholder resolution: Commission a Third Party Audit on Working Conditions	DAGEGEN	● DAFÜR	The resolution aims at improving safety in the workplace.
22	Shareholder resolution: Report on Efforts to Reduce Plastic Use	DAGEGEN	● DAFÜR	The report would be useful to evaluate opportunities for dramatically reducing the amount of plastics used in the company's packaging.
23	Shareholder resolution: Report on Risks Associated with Use of Rekognition	DAGEGEN	● DAFÜR	Enhanced disclosure on potential human rights violations linked to the company's facial recognition technology.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a.	Re-elect Mr. Thomas J. Baltimore Jr.	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1b.	Re-elect Mr. John J. Brennan	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Peter Chernin	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d.	Elect Dr. iur. Walter J. Clayton III	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Ralph de la Vega	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Theodore J. Leonsis	DAFÜR	DAFÜR	
1g.	Elect Ms. Deborah P. Majoras	DAFÜR	DAFÜR	
1h.	Re-elect Ms. Karen L. Parkhill	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Charles E. Phillips Jr.	DAFÜR	DAFÜR	
1j.	Re-elect Ms. Lynn A. Pike	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Stephen J. Squeri	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1l.	Re-elect Dr. med. Daniel L. Vasella	DAFÜR	DAFÜR	
1m.	Re-elect Ms. Lisa W. Wardell	DAFÜR	DAFÜR	
1n.	Re-elect Mr. Christopher D. Young	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	DAFÜR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. Excessive total remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
6.	Shareholder resolution: Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalising Abortion Access	DAGEGEN	● DAFÜR	Protecting customer privacy is crucial for maintaining a good reputation and building trust with customers.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Elect Ms. Paola Bergamaschi	DAFÜR	DAFÜR	
1b	Re-elect Mr. James Cole Jr.	DAFÜR	DAFÜR	
1c	Re-elect Mr. W. Don Cornwell	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1d	Re-elect Ms. Linda A. Mills	DAFÜR	DAFÜR	
1e	Elect Ms. Diana M. Murphy	DAFÜR	DAFÜR	
1f	Re-elect Mr. Peter R. Porrino	DAFÜR	DAFÜR	
1g	Re-elect Mr. John G. Rice	DAFÜR	DAFÜR	
1h	Re-elect Ms. Therese M. Vaughan	DAFÜR	DAFÜR	
1i	Elect Ms. Vanessa A. Wittman	DAFÜR	DAFÜR	
1j	Re-elect Mr. Peter Zaffino	DAFÜR	● DAGEGEN	Combined chairman and CEO.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration.
3	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
4	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Thomas A. Bartlett	DAFÜR	DAFÜR	
1b.	Re-elect Ms. Kelly C. Chambliss	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Teresa H. Clarke	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Raymond P. Dolan	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1e.	Re-elect Mr. Kenneth R. Frank	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Robert D. Hormats	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1g.	Re-elect Ms. Grace D. Lieblein	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Craig Macnab	DAFÜR	DAFÜR	
1i.	Re-elect Ms. JoAnn A. Reed	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1j.	Re-elect Ms. Pamela D.A. Reeve	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1k.	Re-elect Mr. Bruce L. Tanner	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Samme L. Thompson	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. Wanda M. Austin	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Robert A. Bradway	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1c.	Elect Mr. Dr. med. Michael V. Drake	DAFÜR	● DAGEGEN	Non independent director (various reasons). The board is not sufficiently independent. The director is over 70 years old, which exceeds guidelines for new nominees.
1d.	Re-elect Dr. Brian J. Druker	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Robert A. Eckert	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Greg C. Garland	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Charles M. Holley Jr.	DAFÜR	DAFÜR	
1h.	Re-elect Dr. S. Omar Ishrak	DAFÜR	DAFÜR	
1i.	Re-elect Prof. Dr. Tyler Jacks	DAFÜR	DAFÜR	
1j.	Re-elect Ms. Ellen J. Kullman	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Amy E. Miles	DAFÜR	DAFÜR	
1l.	Re-elect Dr. Ronald D. Sugar	DAFÜR	● DAGEGEN	Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent. The director is over 75 years old, which exceeds guidelines.
1m.	Re-elect Prof. Dr. R. Sanders Williams	DAFÜR	● DAGEGEN	Non independent director (various reasons). The board is not sufficiently independent. The director is over 75 years old, which exceeds guidelines.
2.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Ms. Nancy A. Altobello	DAFÜR	DAFÜR	
1.2	Re-elect Mr. David P. Falck	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Edward G. Jepsen	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.4	Re-elect Ms. Rita S. Lane	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Robert A. Livingston	DAFÜR	DAFÜR	
1.6	Re-elect Dr. Martin H. Loeffler	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.7	Re-elect Dr. iur. R. Adam Norwitt	DAFÜR	DAFÜR	
1.8	Elect Dr. Prahlad Singh	DAFÜR	DAFÜR	
1.9	Re-elect Ms. Anne Clarke Wolff	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Vincent T. Roche	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.b	Re-elect Mr. James A. Champy	DAFÜR	● DAGEGEN	<p>Non-independent chairman of the nomination committee. The independence of this committee is insufficient.</p> <p>Non independent lead director, which is not best practice.</p> <p>The director is over 75 years old and has been sitting on the board for over 16 years, which exceed guidelines.</p>
1.c	Elect Mr. André Andonian	DAFÜR	DAFÜR	
1.d	Re-elect Prof. Dr. Anantha P. Chandrakasan	DAFÜR	DAFÜR	
1.e	Re-elect Dr. Edward H. Frank	DAFÜR	DAFÜR	
1.f	Re-elect Prof. Dr. Laurie H. Glimcher	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Karen Golz	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Mercedes Johnson	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Kenton J. Sicchitano	DAFÜR	● DAGEGEN	<p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.j	Re-elect Mr. Ray Stata	DAFÜR	● DAGEGEN	<p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.k	Re-elect Ms. Susie Wee	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
	Elections of directors			
1.1	Re-elect Mr. Lester B. Knight	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient.
1.2	Re-elect Mr. Gregory C. Case	DAFÜR	● DAGEGEN	Executive director. The board is not sufficiently independent.
1.3	Re-elect Mr. Jin-Yong Cai	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Jeffrey C. Campbell	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.5	Re-elect Mr. Fulvio Conti	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.6	Re-elect Ms. Cheryl A. Francis	DAFÜR	DAFÜR	
1.7	Elect Ms. Adriana Karaboutis	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.8	Re-elect Mr. Richard C. Notebaert	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.9	Re-elect Ms. Gloria Santona	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.10	Elect Ms. Sarah E. Smith	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Byron O. Spruell	DAFÜR	DAFÜR	
1.12	Re-elect Dr. Carolyn Y. Woo	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration. Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of Ernst & Young as auditors	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Re-election of Ernst & Young Chartered Accountants as auditors (Irish Law)	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
6	Authorize the Board to Fix Remuneration of Auditors (Irish Law)	DAFÜR	DAFÜR	
7	To approve the amendment of the Aon 2011 Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. James A. Bell	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.b	Re-elect Mr. Timothy D. Cook	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Al Gore	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.d	Re-elect Mr. Alex Gorsky	DAFÜR	DAFÜR	
1.e	Re-elect Ms. Andrea Jung	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. Chairman of the remuneration committee. We have serious concerns over remuneration and there is no say-on-pay.
1.f	Re-elect Dr. Arthur D. Levinson	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.g	Re-elect Ms. Monica C. Lozano	DAFÜR	DAFÜR	
1.h	Re-elect Dr. Ronald D. Sugar	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.i	Re-elect Ms. Susan L. Wagner	DAFÜR	● DAGEGEN	Chairman of the nomination committee. The composition of the board is unsatisfactory.
2	Re-election of the auditor	DAFÜR	DAFÜR	
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Civil Rights and Non-Discrimination Audit Proposal	DAGEGEN	DAGEGEN	
6	Shareholder resolution: Communist China Audit	DAGEGEN	DAGEGEN	
7	Shareholder resolution: Board Policy Establishing an Engagement Process with Proponents to Shareholder Proposals	DAGEGEN	● DAFÜR	The proposal aims at improving the dialogue between the company and its external shareholders.
8	Shareholder resolution: Report on Racial and Gender Pay Gaps	DAGEGEN	● DAFÜR	Enhanced disclosure on gender equality and ethnic diversity.
9	Shareholder resolution: Proxy Access Amendments	DAGEGEN	● DAFÜR	Permitting shareholders to nominate board members gives shareholders more power to shape the board make up.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Ms. Rani Borkar	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Judy Bruner	DAFÜR	DAFÜR	
1.3	Re-elect Dr. Xun (Eric) Chen	DAFÜR	DAFÜR	
1.4	Re-elect Dr. Aart J. de Geus	DAFÜR	● DAGEGEN	The director has been sitting on the board for 16 years, which exceeds guidelines.
1.5	Re-elect Mr. Gary E. Dickerson	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Thomas J. Iannotti	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.7	Re-elect Mr. Alexander A. Karsner	DAFÜR	DAFÜR	
1.8	Elect Mr. Kevin P. March	DAFÜR	DAFÜR	
1.9	Re-elect Ms. Yvonne McGill	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Scott A. McGregor	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	DAFÜR	
5	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
6	Shareholder resolution: Executive Compensation Program and Policy	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.

No.	Traktanden	Board	Ethos
	Elections of directors		
1a.	Re-elect Mr. Michael S. Burke	DAFÜR	DAFÜR
1b.	Re-elect Mr. Theodore Colbert	DAFÜR	DAFÜR
1c.	Re-elect Mr. James C. Collins Jr.	DAFÜR	DAFÜR
1d.	Re-elect Mr. Terrell K. Crews	DAFÜR	DAFÜR
1e.	Elect Dr. Ellen de Brabander	DAFÜR	DAFÜR
1f.	Re-elect Ms. Suzan F. Harrison	DAFÜR	DAFÜR
1g.	Re-elect Mr. Juan R. Luciano	DAFÜR	● DAGEGEN Combined chairman and CEO.
1h.	Re-elect Mr. Patrick J. Moore	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Ms. Debra A. Sandler	DAFÜR	DAFÜR
1j.	Re-elect Ms. Lei Zhang Schlitz	DAFÜR	DAFÜR
1k.	Re-elect Mr. Kelvin R. Westbrook	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
2.	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
5.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR An independent chairman can ensure independent oversight of management.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Sherry S. Barrat	DAFÜR	DAFÜR	
1.b	Re-elect Mr. William L. Bax	DAFÜR	● DAGEGEN	<p>Non-independent chairman of the risk committee. The independence of this committee is insufficient.</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.c	Re-elect Ms. Teresa H. Clarke	DAFÜR	DAFÜR	
1.d	Re-elect Mr. D. John Coldman	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.e	Re-elect Mr. Patrick J. Gallagher	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.f	Re-elect Mr. David S. Johnson	DAFÜR	● DAGEGEN	<p>Non independent lead director, which is not best practice.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.g	Re-elect Mr. Christopher C. Miskel	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Ralph J. Nicoletti	DAFÜR	DAFÜR	
1.i	Re-elect Dr. Norman L. Rosenthal	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Scott T. Ford	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Glenn H. Hutchins	DAFÜR	DAFÜR	
1.3	Re-elect Mr. William E. Kennard	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Stephen J. Luczo	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Michael B. McCallister	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Beth E. Mooney	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Matthew K. Rose	DAFÜR	DAFÜR	
1.8	Re-elect Mr. John T. Stankey	DAFÜR	DAFÜR	
1.9	Re-elect Ms. Cynthia B. Taylor	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Luis A. Ubinas	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration. Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	
6.	Shareholder resolution: Racial equity audit	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.a	Re-elect Dr. Andrew Anagnost	DAFÜR	DAFÜR
1.b	Re-elect Ms. Karen Blasing	DAFÜR	DAFÜR
1.c	Re-elect Mr. Reid French	DAFÜR	DAFÜR
1.d	Re-elect Dr. Ayanna M. Howard	DAFÜR	DAFÜR
1.e	Re-elect Mr. Blake J. Irving	DAFÜR	DAFÜR
1.f	Re-elect Ms. Mary T. McDowell	DAFÜR	DAFÜR
1.g	Re-elect Mr. Stephen Milligan	DAFÜR	DAFÜR
1.h	Re-elect Ms. Lorrie M. Norrington	DAFÜR	● DAGEGEN Non-independent chairman of the nomination committee. The independence of this committee is insufficient.
1.i	Re-elect Ms. Betsy Rafael	DAFÜR	DAFÜR
1.j	Elect Mr. Rami Rahim	DAFÜR	DAFÜR
1.k	Re-elect Mr. Stacy J. Smith	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
2	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1.a	Re-elect Mr. Peter Bisson	DAFÜR	DAFÜR
1.b	Elect Ms. Maria Black	DAFÜR	DAFÜR
1.c	Re-elect Mr. David V. Goeckeler	DAFÜR	DAFÜR
1.d	Re-elect Ms. Linnie M. Haynesworth	DAFÜR	DAFÜR
1.e	Re-elect Mr. John P. Jones	DAFÜR	<p>● DAGEGEN</p> <p>Non independent lead director, which is not best practice.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.f	Re-elect Ms. Francine S. Katsoudas	DAFÜR	DAFÜR
1.g	Re-elect Ms. Nazzic S. Keene	DAFÜR	DAFÜR
1.h	Re-elect Mr. Thomas J. Lynch	DAFÜR	DAFÜR
1.i	Re-elect Mr. Scott F. Powers	DAFÜR	DAFÜR
1.j	Re-elect Mr. William J. Ready	DAFÜR	<p>● DAGEGEN</p> <p>Concerns over the director's time commitments.</p>
1.k	Re-elect Mr. Carlos A. Rodriguez	DAFÜR	DAFÜR
1.l	Re-elect Ms. Sandra S. Wijnberg	DAFÜR	DAFÜR
2.	Advisory vote on executive remuneration	DAFÜR	<p>● DAGEGEN</p> <p>Excessive variable remuneration.</p> <p>An important part of the variable remuneration is based on continued employment only.</p>
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
4.	Re-election of the auditor	DAFÜR	<p>● DAGEGEN</p> <p>The auditor's long tenure raises independence concerns.</p>

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Michael A. George	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Linda A. Goodspeed	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Earl J. Graves Jr.	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.4	Re-elect Mr. Enderson Guimaraes	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Brian Hannasch	DAFÜR	DAFÜR	
1.6	Re-elect Mr. D. Bryan Jordan	DAFÜR	DAFÜR	
1.7	Re-elect Ms. Gale V. King	DAFÜR	DAFÜR	
1.8	Re-elect Mr. George R. Mrkonic Jr.	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.9	Re-elect Mr. William C. Rhodes III	DAFÜR	DAFÜR	
1.10	Re-elect Ms. Jill A. Soltau	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Sharon L. Allen	DAFÜR	DAFÜR	
1.b	Elect Mr. Jose E. Almeida	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Frank P. Bramble, Sr.	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines. The director is over 75 years old, which exceeds guidelines.
1.d	Re-elect Mr. Pierre J. P. de Weck	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Arnold W. Donald	DAFÜR	DAFÜR	
1.f	Re-elect Ms. Linda P. Hudson	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Monica C. Lozano	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.h	Re-elect Mr. Brian T. Moynihan	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.i	Re-elect Mr. Lionel L. Nowell III	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Denise L. Ramos	DAFÜR	DAFÜR	
1.k	Re-elect Mr. Clayton S. Rose	DAFÜR	DAFÜR	
1.l	Re-elect Mr. Michael D. White	DAFÜR	DAFÜR	
1.m	Re-elect Mr. Thomas D. Woods	DAFÜR	DAFÜR	
1.n	Re-elect Prof. Dr. Maria T. Zuber	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	To approve the amendment of the Corporation Equity Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
6	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
7	Shareholder resolution: Termination pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
8	Shareholder resolution: Greenhouse Gas Reduction Targets	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
9	Shareholder resolution: Report on transition planning	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
10	Shareholder resolution: Adoption of policy to cease financing new fossil fuel supplies	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
11	Shareholder resolution: Racial Equity Audit	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Ms. Janice M. Babiak	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Sophie Brochu	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Craig W. Broderick	DAFÜR	DAFÜR	
1.4	Re-elect Mr. George A. Cope	DAFÜR	● ZURÜCK-BEHALTEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.5	Re-elect Mr. Stephen Dent	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Christine A. Edwards	DAFÜR	DAFÜR	
1.7	Re-elect Prof. Dr. oec. Martin S. Eichenbaum	DAFÜR	DAFÜR	
1.8	Re-elect Mr. David E. Harquail	DAFÜR	DAFÜR	
1.9	Re-elect Ms. Linda S. Huber	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Eric R. La Flèche	DAFÜR	DAFÜR	
1.11	Re-elect Ms. Lorraine Mitchelmore	DAFÜR	DAFÜR	
1.12	Re-elect Ms. Madhu Ranganathan	DAFÜR	● ZURÜCK-BEHALTEN	Concerns over the director's time commitments.
1.13	Re-elect Mr. Darryl White	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● ZURÜCK-BEHALTEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
A	Shareholder resolution: Advisory Vote on Environmental Policies	DAGEGEN	● DAFÜR	A vote on environmental policies would improve the company's transparency and accountability on climate change and environmental objectives.
B	Shareholder resolution: Continue to Invest in and Finance the Canadian Oil and Gas Sector	DAGEGEN	DAGEGEN	
C	Shareholder resolution: Publish a Third-Party Racial Equity Audit	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Ms. Nora A. Aufreiter	DAFÜR	DAFÜR	
1.2	Re-elect Dr. oec. Guillermo E. Babatz	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Scott B. Bonham	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Daniel (Don) H. Callahan	DAFÜR	DAFÜR	
1.5	Elect Mr. Dave. W. Dowrich	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Lynn K. Patterson	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Michael D. Penner	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Una M. Power	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Aaron W. Regent	DAFÜR	● ZURÜCK-BEHALTEN	Concerns over the director's time commitments.
1.10	Re-elect Mr. Calin Rovinescu	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Scott L Thomson	DAFÜR	DAFÜR	
1.12	Re-elect Ms. Benita M. Warmbold	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● ZURÜCK-BEHALTEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Shareholder resolution: Advisory Vote on Environmental Policies	DAGEGEN	● DAFÜR	A vote on environmental policies would improve the company's transparency and accountability on climate change and environmental objectives.
5	Shareholder resolution: Report on Client Net-Zero Transition Plans in Relation to Bank's 2030 Emissions Reduction and Net-Zero Goals	DAGEGEN	● DAFÜR	The resolution asks the bank to finance the transition to a low carbon economy.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Elect Mr. William M. Brown	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Catherine M. Burzik	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Carrie L. Byington	DAFÜR	DAFÜR	
1.4	Re-elect Mr. R. Andrew Eckert	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Claire M. Fraser	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Jeffrey W. Henderson	DAFÜR	● DAGEGEN	Non-independent chairman of the audit committee. The independence of this committee is insufficient.
1.7	Re-elect Mr. Christopher Jones	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. Chairman of the nomination committee. The composition of the board is unsatisfactory.
1.8	Re-elect Mr. Marshall O. Larsen	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.9	Re-elect Mr. Thomas E. Polen	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.10	Re-elect Mr. Timothy M. Ring	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Bertram L. Scott	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 20 years, which exceeds guidelines.
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	To approve the amendment to the 2004 Employee and Director Equity Based Compensation Plan	DAFÜR	● DAGEGEN	The potential dilution is excessive.
6	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. Warren E. Buffett	DAFÜR	● ZURÜCK-BEHALTEN	<p>Combined chairman and CEO. The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p> <p>Chairman of the board and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.</p>
1.2	Re-elect Mr. Charles T. Munger	DAFÜR	● ZURÜCK-BEHALTEN	<p>Non independent director (business connections with the company). The board is not sufficiently independent.</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.3	Re-elect Mr. Gregory E. Abel	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Howard G. Buffett	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Susan A. Buffett	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Stephen B. Burke	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Kenneth Irvine Chenault	DAFÜR	DAFÜR	
1.8	Re-elect Mr. Christopher C. Davis	DAFÜR	DAFÜR	
1.9	Re-elect Ms. Susan L. Decker	DAFÜR	● ZURÜCK-BEHALTEN	<p>Non independent lead director, which is not best practice.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.10	Re-elect Ms. Charlotte Guyman	DAFÜR	● ZURÜCK-BEHALTEN	<p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.11	Re-elect Mr. Ajit Jain	DAFÜR	DAFÜR	
1.12	Elect Mr. Thomas S. Murphy Jr.	DAFÜR	DAFÜR	
1.13	Re-elect Mr. Ronald L. Olson	DAFÜR	● ZURÜCK-BEHALTEN	<p>Non independent director (business connections with the company). The board is not sufficiently independent.</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.14	Re-elect Mr. Wallace R. Weitz	DAFÜR	DAFÜR	
1.15	Re-elect Ms. Meryl B. Witmer	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	<p>Remuneration structure and the discretionary bonuses are not considered best practice.</p>
3.	Advisory vote on say on pay frequency	DREI JAHRE	● EIN JAHR	<p>Ethos strongly support the right of shareholders to address pay-related concerns on an annual basis.</p>

No.	Traktanden	Board	Ethos	
4.	Shareholder resolution: Report on Physical and Transitional Climate-Related Risks and Opportunities	DAGEGEN	● DAFÜR	Enhanced disclosure on environmental issues.
5.	Shareholder resolution: Report on Audit Committee's Oversight on Climate Risks and Disclosures	DAGEGEN	● DAFÜR	As the risks related to climate change and the energy transition proliferate, this oversight is critical to ensure that these risks are being appropriately overseen.
6.	Shareholder resolution: Report If and How Company Will Measure, Disclose and Reduce GHG Emissions	DAGEGEN	● DAFÜR	The resolution is in line with the long-term interests of the majority of the company's stakeholders.
7.	Shareholder resolution: Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	DAGEGEN	● DAFÜR	We support corporate policies aiming to promote gender equality and ethnic diversity.
8.	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	
9.	Shareholder resolution: Encourage Senior Management Commitment to Avoid Political Speech	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. Alexander J. Denner	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient.
1b.	Re-elect Ms. Caroline D. Dorsa	DAFÜR	● DAGEGEN	Non-independent chairman of the audit committee. The independence of this committee is insufficient.
1c.	Re-elect Ms. Maria C. Freire	DAFÜR	DAFÜR	
1d.	Re-elect Mr. William A. Hawkins	DAFÜR	DAFÜR	
1e.	Re-elect Mr. William D. Jones	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Jesus B. Mantas	DAFÜR	DAFÜR	
1g.	Re-elect Dr. Richard C. Mulligan	DAFÜR	DAFÜR	
1h.	Re-elect Dr. Eric K. Rowinsky	DAFÜR	DAFÜR	
1i.	Re-elect Dr. Stephen A. Sherwin	DAFÜR	DAFÜR	
1j.	Elect Mr. Christopher Viehbacher	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a.	Re-elect Mr. Bader M. Al Saad	DAFÜR	DAFÜR	
1b.	Re-elect Ms. Pamela Daley	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Laurence D. Fink	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1d.	Re-elect Mr. William E. Ford	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Fabrizio Freda	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Murry S. Gerber	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1g.	Re-elect Ms. Margaret (Peggy) L. Johnson	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Robert S. Kapito	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Ms. Cheryl D. Mills	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Gordon M. Nixon	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Kristin C. Peck	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Charles H. Robbins	DAFÜR	DAFÜR	
1m.	Re-elect Mr. Marco Antonio Slim Domit	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1n.	Re-elect Mr. Hans Vestberg	DAFÜR	DAFÜR	
1o.	Re-elect Ms. Susan L. Wagner	DAFÜR	DAFÜR	
1p.	Re-elect Mr. Mark Wilson	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Civil rights, non-discrimination and returns to merit audit	DAGEGEN	DAGEGEN	
6.	Shareholder resolution: Production of a report on Blackrock's ability to "engineer decarbonization in the real economy"	DAGEGEN	● DAFÜR	We strongly support enhanced transparency and action towards climate change mitigation to protect future retirees pensions.
7.	Shareholder resolution: Impact report for climate-related human risks of iShares U.S. Aerospace and Defense Exchange-Traded Fund	DAGEGEN	● DAFÜR	The resolution is in line with the long-term interests of the majority of the company's stakeholders.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Mr. Robert A. Bradway	DAFÜR	DAFÜR	
1b	Re-elect Mr. David L. Calhoun	DAFÜR	DAFÜR	
1c	Re-elect Ms. Lynne M. Doughtie	DAFÜR	DAFÜR	
1d	Elect Mr. David L. Gitlin	DAFÜR	DAFÜR	
1e	Re-elect Ms. Lynn J. Good	DAFÜR	DAFÜR	
1f	Re-elect Ms. Stayce D. Harris	DAFÜR	DAFÜR	
1g	Re-elect Mr. Akhil Johri	DAFÜR	DAFÜR	
1h	Re-elect Mr. David L. Joyce	DAFÜR	DAFÜR	
1i	Re-elect Mr. Lawrence W. Kellner	DAFÜR	DAFÜR	
1j	Re-elect Mr. Steven M. Mollenkopf	DAFÜR	DAFÜR	
1k	Re-elect Mr. John M. Richardson	DAFÜR	DAFÜR	
1l	Elect Ms. Sabrina Soussan	DAFÜR	DAFÜR	
1m	Re-elect Mr. Ronald A. Williams	DAFÜR	● DAGEGEN	Chairman of the board and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	The variable remuneration is not subject to challenging long-term performance conditions. Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	To approve the 2023 Incentive Stock Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
5	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
6	Shareholder resolution: Report on Risks Related to Operations in China	DAGEGEN	DAGEGEN	
7	Shareholder resolution: Report on Lobbying Activities	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
8	Shareholder resolution: Report on Climate Lobbying	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
9	Shareholder resolution: Pay Equity Disclosure	DAGEGEN	● DAFÜR	Enhanced disclosure on gender equality and ethnic diversity.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. Glenn D. Fogel	DAFÜR	DAFÜR	
1.2	Re-elect Dr. Mirian M. Graddick-Weir	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Wei Hopeman	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Robert J. Mylod Jr.	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Charles H. Noski	DAFÜR	DAFÜR	
1.6	Elect Mr. Joseph (Larry) Quinlan	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Nicholas J. Read	DAFÜR	DAFÜR	
1.8	Re-elect Mr. Thomas E. Rothman	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Sumit Singh	DAFÜR	DAFÜR	
1.10	Re-elect Ms. Lynn Vojvodich Radakovich	DAFÜR	DAFÜR	
1.11	Re-elect Ms. Vanessa A. Wittman	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Nelda Janine Connors	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Charles J. Dockendorff	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Yoshiaki Fujimori	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.d	Re-elect Mr. Edward J. Ludwig	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Michael F. Mahoney	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.f	Re-elect Mr. David J. Roux	DAFÜR	DAFÜR	
1.g	Re-elect Mr. John E. Sununu	DAFÜR	DAFÜR	
1.h	Re-elect Mr. David S. Wichmann	DAFÜR	DAFÜR	
1.i	Re-elect Ms. Ellen M. Zane	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Peter J. Arduini	DAFÜR	DAFÜR	
1b.	Elect Prof. Dr. Deepak L. Bhatt	DAFÜR	DAFÜR	
1c.	Re-elect Dr. Giovanni Caforio	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1d.	Re-elect Dr. Julia A. Haller	DAFÜR	DAFÜR	
1e.	Re-elect Prof. Dr. Manuel Hidalgo Medina	DAFÜR	DAFÜR	
1f.	Re-elect Prof. Paula A. Price	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Derica W. Rice	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Theodore R. Samuels	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Gerald L. Storch	DAFÜR	DAFÜR	
1j.	Re-elect Dr. Karen H. Vousden	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Phyllis R. Yale	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services.
5.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
6.	Shareholder resolution: Workplace Non-Discrimination Audit	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Diane M. Bryant	DAFÜR	DAFÜR	
1.b	Re-elect Ms. Gayla J. Delly	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Raul J. Fernandez	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Eddy Hartenstein	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Check Kian Low	DAFÜR	DAFÜR	
1.f	Re-elect Ms. Justine F. Page	DAFÜR	DAFÜR	
1.g	Re-elect Dr. Henry S. Samuelli	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Hock E. Tan	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Harry L. You	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	DAFÜR	
3	To approve the amendment of the 2012 Stock Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards with no individual cap for executives under this remuneration plan.
4	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration.
5	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1.	Approve Decrease in Size of Board from Sixteen to Fourteen	DAFÜR	● DAGEGEN	The number proposed is not adequate for the size of the company.
2.	Elections of directors (Class A Shares)			
2.1	Re-elect Ms. M. Elyse Allan	DAFÜR	DAFÜR	
2.2	Re-elect Ms. Angela F. Braly	DAFÜR	DAFÜR	
2.3	Re-elect Ms. Janice Fukakusa	DAFÜR	DAFÜR	
2.4	Re-elect Ms. Maureen Kempstone Darkes	DAFÜR	● ZURÜCK-BEHALTEN	Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent. The director is over 75 years old, which exceeds guidelines.
2.5	Re-elect Mr. Frank J. McKenna	DAFÜR	● ZURÜCK-BEHALTEN	Concerns over the director's time commitments. The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
2.6	Re-elect Ms. Hutham S. Olayan	DAFÜR	DAFÜR	
2.7	Re-elect Ms. Diana L. Taylor	DAFÜR	DAFÜR	
3.	Re-election of the auditor and fix their remuneration	DAFÜR	● ZURÜCK-BEHALTEN	The auditor's long tenure raises independence concerns.
4.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
5.	Amend Escrowed Stock Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
6.	Approve BNRE Restricted Stock Plan	DAFÜR	● DAGEGEN	The individual cap is excessive.
7.	Shareholder resolution: Report on Tax Transparency	DAGEGEN	● DAFÜR	Enhance disclosure of the company's tax practices.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Mark W. Adams	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Ita M. Brennan	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.3	Re-elect Mr. Lewis Chew	DAFÜR	DAFÜR	
1.4	Re-elect Dr. Anirudh Devgan	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Mary Louise Krakauer	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Julia Liuson	DAFÜR	DAFÜR	
1.7	Re-elect Dr. James D. Plummer	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.8	Re-elect Dr. Alberto Sangiovanni-Vincentelli	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.9	Re-elect Dr. John B. Shoven	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.10	Re-elect Mr. Young Sohn	DAFÜR	DAFÜR	
2	To approve the amendment of the Omnibus Equity Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Re-election of the auditor	DAFÜR	DAFÜR	
6	Shareholder resolution: Remove One-Year Holding Period Requirement to Call Special Meeting	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos
1	Elections of directors		
1a	Re-elect Ms. Shauneen Bruder	DAFÜR	DAFÜR
1b	Re-elect Ms. Jo-ann dePass Olsovsky	DAFÜR	DAFÜR
1c	Re-elect Mr. David Freeman	DAFÜR	DAFÜR
1d	Re-elect Ms. Denise Gray	DAFÜR	DAFÜR
1e	Re-elect Mr. Justin Marshall Howell	DAFÜR	DAFÜR
1f	Re-elect Ms. Susan C. Jones	DAFÜR	DAFÜR
1g	Re-elect Mr. Robert Knight	DAFÜR	DAFÜR
1h	Elect Mr. Michel Letellier	DAFÜR	DAFÜR
1i	Re-elect Ms. Margaret A. McKenzie	DAFÜR	DAFÜR
1j	Elect Mr. Al Monaco	DAFÜR	DAFÜR
1k	Re-elect Ms. Tracy Robinson	DAFÜR	DAFÜR
2	Re-election of the auditor	DAFÜR	<p>● ZURÜCK-BEHALTEN</p> <p>The auditor's long tenure raises independence concerns.</p>
3	Advisory vote on executive remuneration	DAFÜR	<p>● DAGEGEN</p> <p>Excessive variable remuneration.</p>
4	Advisory vote on Climate Action Report	DAFÜR	<p>● DAGEGEN</p> <p>The company has not set CO2e emission reduction targets consistent with limiting the global temperature increase to 1.5°.</p>

No.	Traktanden	Board	Ethos
1.	Re-election of the auditor	DAFÜR	DAFÜR
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
3.	Advisory vote on climate change approach	DAFÜR	● DAGEGEN The company has not set CO2e emission reduction targets consistent with limiting the global temperature increase to 1.5°.
4.	Elections of directors		
4.1	Re-elect Mr. John Baird	DAFÜR	DAFÜR
4.2	Re-elect Ms. Isabelle Courville	DAFÜR	DAFÜR
4.3	Re-elect Mr. Keith E. Creel	DAFÜR	DAFÜR
4.4	Re-elect Ms. Gillian (Jill) H. Denham	DAFÜR	DAFÜR
4.5	Elect Mr. Antonio Garza	DAFÜR	DAFÜR
4.6	Elect Mr. David Garza-Santos	DAFÜR	DAFÜR
4.7	Re-elect Dr. iur. Edward Hamberger	DAFÜR	DAFÜR
4.8	Elect Ms. Janet H. Kennedy	DAFÜR	DAFÜR
4.9	Elect Mr. Henry J. Maier	DAFÜR	DAFÜR
4.10	Re-elect Mr. Matthew H. Paull	DAFÜR	DAFÜR
4.11	Re-elect Ms. Jane L. Peverett	DAFÜR	DAFÜR
4.12	Re-elect Ms. Andrea Robertson	DAFÜR	DAFÜR
4.13	Re-elect Mr. Gordon T. Trafton	DAFÜR	DAFÜR

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Ms. Kelly A. Ayotte	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.2	Re-elect Mr. David L. Calhoun	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Daniel M. Dickinson	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.4	Elect Mr. James C. Fish Jr.	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Gerald Johnson	DAFÜR	DAFÜR	
1.6	Re-elect Mr. David W. MacLennan	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.7	Elect Ms. Judith F. Marks	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Debra L. Reed-Klages	DAFÜR	DAFÜR	
1.9	Re-elect Prof. Susan C. Schwab	DAFÜR	DAFÜR	
1.10	Re-elect Mr. D. James Umpleby III	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.11	Re-elect Mr. Rayford Wilkins Jr.	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	To approve the 2023 Long-Term Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
6.	Shareholder resolution: Report on Corporate Climate Lobbying in Line with Paris Agreement	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
7.	Shareholder resolution: Disclose lobbying contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
8.	Shareholder resolution: Report on Activities in Conflict-Affected Areas	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
9.	Shareholder resolution: Civil Rights, Non-Discrimination and Returns to Merit Audit	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Jessica L. Blume	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Kenneth A. Burdick	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Christopher J. Coughlin	DAFÜR	DAFÜR	
1d.	Re-elect Mr. James H. Dallas	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Wayne S. DeVeydt	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Frederick H. Eppinger	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1g.	Elect Mr. Monte E. Ford	DAFÜR	DAFÜR	
1h.	Re-elect Ms. Sarah M. London	DAFÜR	DAFÜR	
1i.	Re-elect Ms. Lori J. Robinson	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Theodore R. Samuels	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	DAFÜR	
5.	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
6.	Shareholder resolution: Report on Maternal Morbidity Reduction Metrics in Executive Remuneration	DAGEGEN	● DAFÜR	Including maternal morbidity metrics in executive bonuses aligns company success with improved health outcomes.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Marianne C. Brown	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Frank C. Herringer	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.c	Re-elect Ms. Gerri Martin-Flickinger	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Todd M. Ricketts	DAFÜR	● DAGEGEN	Non independent director (representative of an important shareholder). The number of important shareholder representatives on the board is sufficient and the board lacks independence.
1.e	Elect Ms. Carolyn Schwab-Pomerantz	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Gender and Racial Pay Equity Report	DAGEGEN	● DAFÜR	The proposal aims at promoting gender equality, ethnic diversity and at preventing discrimination.
6	Shareholder resolution: Report on Risks Related to Discrimination Against Individuals Including Political Views	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Mr. W. Lance Conn	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1b	Re-elect Ms. Kim C. Goodman	DAFÜR	DAFÜR	
1c	Re-elect Dr. iur. Craig A. Jacobson	DAFÜR	DAFÜR	
1d	Re-elect Mr. Gregory B. Maffei	DAFÜR	● DAGEGEN	Non independent director (representative of an important shareholder). The board is not sufficiently independent. Concerns over the director's time commitments.
1e	Re-elect Mr. John D. Markley, Jr.	DAFÜR	● DAGEGEN	Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent. Non-independent chairman of the nomination committee. The independence of this committee is insufficient.
1f	Re-elect Mr. David C. Merritt	DAFÜR	● DAGEGEN	Non-independent chairman of the audit committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1g	Re-elect Mr. James E. Meyer	DAFÜR	DAFÜR	
1h	Re-elect Mr. Steven A. Miron	DAFÜR	● DAGEGEN	Representative of an important shareholder who is sufficiently represented on the board. Concerns over the director's time commitments.
1i	Re-elect Mr. Balan Nair	DAFÜR	● DAGEGEN	Representative of an important shareholder who is sufficiently represented on the board. Concerns over the director's time commitments.
1j	Re-elect Mr. Michael A. Newhouse	DAFÜR	DAFÜR	
1k	Re-elect Mr. Mauricio Ramos	DAFÜR	DAFÜR	
1l	Re-elect Mr. Thomas M. Rutledge	DAFÜR	● DAGEGEN	Non independent director (former executive). The board is not sufficiently independent.
1m	Re-elect Mr. Eric L. Zinterhofer	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration. Excessive variable remuneration.
3	Advisory vote on say on pay frequency	DREI JAHRE	● EIN JAHR	Ethos strongly support the right of shareholders to address pay-related concerns on an annual basis.
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Disclose lobbying activities	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. Wanda M. Austin	DAFÜR	DAFÜR	
1b.	Re-elect Mr. John B. Frank	DAFÜR	DAFÜR	
1c.	Re-elect Dr. Alice P. Gast	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Enrique Hernandez Jr.	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1e.	Re-elect Ms. Marillyn A. Hewson	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Jon M. Huntsman Jr.	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Charles W. Moorman IV	DAFÜR	DAFÜR	
1h.	Re-elect Dr. oec. Dambisa F. Moyo	DAFÜR	DAFÜR	
1i.	Re-elect Ms. Debra L. Reed-Klages	DAFÜR	DAFÜR	
1j.	Re-elect Mr. D. James Umpleby III	DAFÜR	DAFÜR	
1k.	Elect Ms. Cynthia J. Warner	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Michael K. Wirth	DAFÜR	● DAGEGEN	Combined chairman and CEO.
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Rescind Scope 3 GHG Reduction Proposal at the 2021 AGM	DAGEGEN	DAGEGEN	
6.	Shareholder resolution: Greenhouse Gas Reduction Targets	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
7.	Shareholder resolution: Recalculate GHG Emissions Baseline to Exclude Emissions from Material Divestitures	DAGEGEN	● DAFÜR	The proposed disclosure of a recalculated emissions baseline will provide transparency in emissions reporting.
8.	Shareholder resolution: Establish Board Committee on Decarbonisation Risk	DAGEGEN	DAGEGEN	
9.	Shareholder resolution: Report on Social Impact From Plant Closure or Energy Transition	DAGEGEN	● DAFÜR	The report will mitigate the impact of future plant closings on workers.
10.	Shareholder resolution: Racial Equity Report	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.
11.	Shareholder resolution: Publish a Tax Transparency Report	DAGEGEN	● DAFÜR	Enhanced disclosure on the tax practices of the company.

No.	Traktanden	Board	Ethos	
12.	Shareholder resolution: Independent chairman	DAGEGEN	• DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1	Genehmigung des Jahresberichts, der Jahresrechnung und der Konzernrechnung	DAFÜR	DAFÜR	
2.1	Verwendung des Bilanzgewinns	DAFÜR	DAFÜR	
2.2	Ausschüttung einer Dividende aus der Reserve aus Kapitaleinlagen	DAFÜR	DAFÜR	
3	Entlastung der Mitglieder des Verwaltungsrats	DAFÜR	DAFÜR	
4.1	Wiederwahl von PricewaterhouseCoopers als Revisionsstelle	DAFÜR	● DAGEGEN	Die Mandatsdauer der externen Revisionsstelle beträgt 38 Jahre, was Ethos' Limite übersteigt.
4.2	Wiederwahl von PricewaterhouseCoopers LLP (US) für United States Securities Law reporting	DAFÜR	● DAGEGEN	Die Mandatsdauer der externen Revisionsstelle beträgt 38 Jahre, was Ethos' Limite übersteigt.
4.3	Wiederwahl von BDO als Spezialrevisionsstelle	DAFÜR	DAFÜR	
5	Wahlen in den Verwaltungsrat			
5.1	Wiederwahl von Herrn Evan G. Greenberg	DAFÜR	● DAGEGEN	Er ist gleichzeitig dauerhaftes Mitglied der Geschäftsleitung (CEO).
5.2	Wiederwahl von Herrn Michael P. Connors	DAFÜR	DAFÜR	
5.3	Wiederwahl von Herrn Michael G. Atieh	DAFÜR	● DAGEGEN	Er ist seit 32 Jahren Mitglied des Verwaltungsrats, was Ethos' Limite übersteigt.
5.4	Wiederwahl von Frau Kathy Bonanno	DAFÜR	DAFÜR	
5.5	Neuwahl von Frau Nancy K. Buese	DAFÜR	DAFÜR	
5.6	Wiederwahl von Frau Sheila P. Burke	DAFÜR	DAFÜR	
5.7	Neuwahl von Herrn Michael L. Corbat	DAFÜR	DAFÜR	
5.8	Wiederwahl von Herrn Robert J. Hugin	DAFÜR	DAFÜR	
5.9	Wiederwahl von Herrn Robert W. Scully	DAFÜR	DAFÜR	
5.10	Wiederwahl von Herrn Theodore E. Shasta	DAFÜR	DAFÜR	
5.11	Wiederwahl von Herrn David Sidwell	DAFÜR	DAFÜR	
5.12	Wiederwahl von Herrn Olivier Steimer	DAFÜR	DAFÜR	
5.13	Wiederwahl von Frau Frances Fragos Townsend	DAFÜR	● DAGEGEN	Sie übt zu viele Verwaltungsratsmandate aus.
6	Wiederwahl von Herrn Evan G. Greenberg als Verwaltungsratspräsident	DAFÜR	● DAGEGEN	Herr Greenberg wurde von Ethos nicht in den Verwaltungsrat gewählt. Deshalb kann Ethos Herr Greenberg auch nicht als Verwaltungsratspräsidenten bestätigen.
7	Wahlen in den Vergütungsausschuss			

No.	Traktanden	Board	Ethos	
7.1	Wiederwahl von Herrn Michael P. Connors als Mitglied des Vergütungsausschusses	DAFÜR	DAFÜR	
7.2	Neuwahl von Herrn David Sidwell als Mitglied des Vergütungsausschusses	DAFÜR	DAFÜR	
7.3	Wiederwahl von Frau Frances Fragos Townsend als Mitglied des Vergütungsausschusses	DAFÜR	● DAGEGEN	Frau Townsend wurde von Ethos nicht in den Verwaltungsrat gewählt. Deshalb kann Ethos Frau Townsend auch nicht als Mitglied des Ausschusses bestätigen.
8	Wiederwahl von Homburger AG als unabhängigen Stimmrechtsvertreter	DAFÜR	DAFÜR	
9.1	Statutenänderung: Gebündelte Artikel	DAFÜR	DAFÜR	
9.2	Statutenänderung: Kündigungsfrist	DAFÜR	● DAGEGEN	Mehrere Statutenänderungen werden gebündelt beantragt, wobei die negative Auswirkung überwiegt.
10.1	Kapitalherabsetzung durch Vernichtung von zurückgekauften Aktien	DAFÜR	DAFÜR	
10.2	Kapitalherabsetzung durch Nennwertreduzierung	DAFÜR	DAFÜR	
11.1	Verbindliche prospektive Abstimmung über die gesamte Vergütung des Verwaltungsrats	DAFÜR	DAFÜR	
11.2	Verbindliche prospektive Abstimmung über die gesamte Vergütung der Geschäftsleitung	DAFÜR	● DAGEGEN	Die gelieferten Informationen sind ungenügend. Der Maximalbetrag, welcher letztlich ausbezahlt werden könnte, ist erheblich höher als der an der Generalversammlung beantragte Betrag. Die Struktur der Vergütung genügt den Richtlinien von Ethos nicht.
11.3	Konsultativabstimmung über den Schweizer Vergütungsbericht	DAFÜR	● DAGEGEN	Der Vergütungsbericht genügt den Richtlinien von Ethos nicht.
12	Konsultativabstimmung über die Vergütung der Geschäftsleitung	DAFÜR	● DAGEGEN	Der Vergütungsbericht genügt den Richtlinien von Ethos nicht.
13	Konsultativabstimmung über die Häufigkeit der Abstimmung über die Vergütungen	EIN JAHR	EIN JAHR	
14	Aktionärsantrag: Ziele für die Reduzierung von Treibhausgasemissionen	DAGEGEN	● DAFÜR	Der Aktionärsantrag steht im Einklang mit den Zielen des Pariser Abkommens
15	Aktionärsantrag: Menschenrechte im Underwriting-Prozess	DAGEGEN	● DAFÜR	Der Antrag zielt darauf ab, die Praktiken des Unternehmens im Bereich Sozialverantwortung zu verbessern.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Mr. David M. Cordani	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1b	Re-elect Mr. William J. DeLaney	DAFÜR	DAFÜR	
1c	Re-elect Mr. Eric J. Foss	DAFÜR	DAFÜR	
1d	Re-elect Dr. Elder Granger	DAFÜR	DAFÜR	
1e	Re-elect Ms. Neesha Hathi	DAFÜR	DAFÜR	
1f	Re-elect Mr. George Kurian	DAFÜR	DAFÜR	
1g	Re-elect Ms. Kathleen M. Mazarella	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1h	Re-elect Prof. Dr. Mark B. McClellan	DAFÜR	DAFÜR	
1i	Re-elect Ms. Kimberly A. Ross	DAFÜR	DAFÜR	
1j	Re-elect Mr. Eric C. Wiseman	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
1k	Re-elect Ms. Donna F. Zarcone	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	DAFÜR	DAFÜR	
6	Shareholder resolution: Special Shareholder Meeting Improvement	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
7	Shareholder resolution: Disclose political contributions	ZURÜCK-GEZOGEN	● DAFÜR	The shareholder proposal was withdrawn by the proponent two days prior to the AGM. Ethos initially recommended to vote FOR for the following reason: Enhanced disclosure on political donations.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.a	Re-elect Mr. Gerald S. Adolph	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.b	Re-elect Mr. John F. Barrett	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Melanie W. Barstad	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Karen L. Carnahan	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Robert E. Coletti	DAFÜR	● DAGEGEN	Representative of an important shareholder who is sufficiently represented on the board.
1.f	Re-elect Mr. Scott D. Farmer	DAFÜR	DAFÜR	
1.g	Elect Mr. Martin Mucci	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Joseph Scaminace	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. Non independent lead director, which is not best practice.
1.i	Re-elect Mr. Todd M. Schneider	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Ronald W. Tysoe	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Report on effectiveness of diversity, equity, and inclusion efforts	DAGEGEN	● DAFÜR	Enhanced disclosure on gender equality and ethnic diversity.
6.	Shareholder resolution: Adopt near and long-term science-based GHG emissions reduction targets aligned with Paris Agreement goal	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a	Re-elect Mr. Wesley G. Bush	DAFÜR	DAFÜR	
1b	Re-elect Mr. Michael D. Capellas	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1c	Re-elect Mr. Mark S. Garrett	DAFÜR	DAFÜR	
1d	Re-elect Mr. John D. Harris II	DAFÜR	DAFÜR	
1e	Re-elect Dr. Kristina M. Johnson	DAFÜR	DAFÜR	
1f	Re-elect Ms. Sarah Rae Murphy	DAFÜR	DAFÜR	
1g	Re-elect Mr. Charles H. Robbins	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1h	Elect Mr. Daniel H. Schulman	DAFÜR	DAFÜR	
1i	Re-elect Ms. Marianna Tessel	DAFÜR	DAFÜR	
2.	To approve the amendment of the Stock Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
6.	Shareholder resolution: Report on tax transparency set forth in the Global Reporting Initiative's tax standard	DAGEGEN	● DAFÜR	Enhanced disclosure on the tax practices of the company.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Ellen Costello	DAFÜR	DAFÜR	
1.b	Re-elect Ms. Grace E. Dailey	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Barbara J. Desoer	DAFÜR	DAFÜR	
1.d	Re-elect Mr. John C. Dugan	DAFÜR	DAFÜR	
1.e	Re-elect Ms. Jane N. Fraser	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Duncan P. Hennes	DAFÜR	DAFÜR	
1.g	Re-elect Prof. Dr. Peter B. Henry	DAFÜR	DAFÜR	
1.h	Re-elect Ms. S. Leslie Ireland	DAFÜR	DAFÜR	
1.i	Re-elect Ms. Renée J. James	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.j	Re-elect Mr. Gary M. Reiner	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.k	Re-elect Ms. Diana L. Taylor	DAFÜR	DAFÜR	
1.l	Re-elect Mr. James S. Turley	DAFÜR	DAFÜR	
1.m	Elect Mr. Casper von Koskull	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	To approve additional shares for the Citigroup 2019 Stock Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
5	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
6	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
7	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
8	Shareholder resolution: Report on Respecting Indigenous Peoples' Rights	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
9	Shareholder resolution: Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	DAGEGEN	● DAFÜR	The resolution asks the bank to finance the transition to a low carbon economy.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Terrence A. Duffy	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1b.	Elect Ms. Kathryn Benesh	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Timothy S. Bitsberger	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Charles P. Carey	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1e.	Re-elect Mr. Bryan T. Durkin	DAFÜR	DAFÜR	
1f.	Elect Mr. Harold Ford Jr.	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Martin J. Gepsman	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h.	Re-elect Mr. Larry G. Gerdes	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Mr. Daniel R. Glickman	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines. The director is over 75 years old, which exceeds guidelines.
1j.	Re-elect Mr. Daniel G. Kaye	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Phyllis M. Lockett	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent. Non-independent chairman of the nomination committee. The independence of this committee is insufficient.
1l.	Re-elect Prof. Deborah J. Lucas	DAFÜR	DAFÜR	
1m.	Re-elect Ms. Terry L. Savage	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1n.	Re-elect Ms. Rahael Seifu	DAFÜR	DAFÜR	
1o.	Re-elect Mr. William R. Shepard	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1p.	Re-elect Mr. Howard J. Siegel	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.

No.	Traktanden	Board	Ethos	
1q.	Re-elect Mr. Dennis A. Suskind	DAFÜR	● DAGEGEN	<p>Non-independent chairman of the risk committee. The independence of this committee is insufficient.</p> <p>The director is over 75 years old, which exceeds guidelines.</p>
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	<p>Excessive variable remuneration.</p> <p>An important part of the variable remuneration is not subject to challenging long-term performance conditions.</p>
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Herb A. Allen III	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Marc Bolland	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Ana Patricia Botín-Sanz de Sautuola y O'Shea	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Christopher C. Davis	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Barry Diller	DAFÜR	● DAGEGEN	Concerns over the director's time commitments. The director is over 75 years old and has been sitting on the board for over 16 years, which both exceed guidelines.
1.6	Elect Ms. Carolyn N. Everson	DAFÜR	DAFÜR	
1.7	Re-elect Dr. Helene D. Gayle	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Alexis M. Herman	DAFÜR	● DAGEGEN	The director is over 75 years old and has been sitting on the board for over 16 years, which both exceed guidelines. Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.9	Re-elect Ms. Maria Elena Lagomasino	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. Non independent lead director, which is not best practice.
1.10	Elect Ms. Amity Millhiser	DAFÜR	DAFÜR	
1.11	Re-elect Mr. James Quincey	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.12	Re-elect Ms. Caroline J. Tsay	DAFÜR	DAFÜR	
1.13	Re-elect Mr. David B. Weinberg	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Audit of the Company's Impact on Nonwhite Stakeholders	DAGEGEN	● DAFÜR	Enhanced disclosure to improve racial equity.
6	Shareholder resolution: Global Transparency Report	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
7	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
8	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos
9	Shareholder resolution: Report on Risks from State Policies Restricting Reproductive Rights	DAGEGEN	<ul style="list-style-type: none"> ● DAFÜR <p>Reproductive rights is a very important matter for employees and the company 's healthcare coverage plans and company-paid benefits do not directly address this issue.</p>

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. John P. Bilbrey	DAFÜR	DAFÜR	
1.b	Re-elect Mr. John T. Cahill	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.c	Elect Mr. Steve Cahillane	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Lisa M. Edwards	DAFÜR	DAFÜR	
1.e	Re-elect Dr. C. Martin Harris	DAFÜR	DAFÜR	
1.f	Re-elect Ms. Martina Hund-Mejean	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Kimberly A. Nelson	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Lorrie M. Norrington	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.i	Re-elect Mr. Michael B. Polk	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.j	Re-elect Mr. Stephen I. Sadove	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.k	Re-elect Mr. Noel R. Wallace	DAFÜR	● DAGEGEN	Combined chairman and CEO.
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	An independent chairman can ensure independent oversight of management.
6	Shareholder resolution: Adopt Share Retention Policy For Senior Executives	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. Kenneth J. Bacon	DAFÜR	● ZURÜCK-BEHALTEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.2	Elect Mr. Thomas J. Baltimore Jr.	DAFÜR	● ZURÜCK-BEHALTEN	Concerns over the director's time commitments.
1.3	Re-elect Ms. Madeline S. Bell	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Edward D. Breen	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Gerald L. Hassell	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Jeffrey A. Honickman	DAFÜR	● ZURÜCK-BEHALTEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.7	Re-elect Ms. Maritza G. Montiel	DAFÜR	DAFÜR	
1.8	Re-elect Mr. Asuka Nakahara	DAFÜR	DAFÜR	
1.9	Re-elect Mr. David C. Novak	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Brian L. Roberts	DAFÜR	● ZURÜCK-BEHALTEN	Combined chairman and CEO. The director has been sitting on the board for over 16 years, which exceeds guidelines.
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	To approve the new 2023 Omnibus Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
4.	To approve the 2002 Employee Stock Purchase Plan	DAFÜR	DAFÜR	
5.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
6.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
7.	Shareholder resolution: Racial Equity Audit	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.
8.	Shareholder resolution: To report on climate risk in default retirement plan options	DAGEGEN	● DAFÜR	Enhanced disclosure on how the company's retirement plans contribute to climate change mitigation.
9.	Shareholder resolution: Greenhouse Gas Reduction Targets	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
10.	Shareholder resolution: Report on Congruency of Political Spending with Company Values and Priorities	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
11.	Shareholder resolution: To report on business in China	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Elect Mr. Dennis V. Arriola	DAFÜR	DAFÜR	
1.b	Re-elect Prof. Jody Freeman	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.c	Re-elect Ms. Gay Huey Evans, CBE	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Jeffrey A. Joerres	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Ryan M. Lance	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.f	Re-elect Mr. Timothy A. Leach	DAFÜR	DAFÜR	
1.g	Re-elect Mr. William H. McRaven	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Sharmila Mulligan	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Eric D. Mullins	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Arjun N. Murti	DAFÜR	DAFÜR	
1.k	Re-elect Mr. Robert A. Niblock	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
1.l	Re-elect Mr. David T. Seaton	DAFÜR	DAFÜR	
1.m	Re-elect Mr. R. A. Walker	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Provide Right to Call Special Shareholder Meetings	DAFÜR	DAFÜR	
6	To approve the amendment of the 2023 Omnibus Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
7	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
8	Shareholder resolution: Adopt Share Retention Policy For Senior Executives	DAGEGEN	● DAFÜR	Mandatory equity ownership for executives promotes accountability and encourages them to create long-term value.
9	Shareholder resolution: Report on Tax Transparency	DAGEGEN	● DAFÜR	The report would increase transparency about the company's tax practices.
10	Shareholder resolution: Disclose lobbying contributions	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.a	Re-elect Mr. Lamberto Andreotti	DAFÜR	DAFÜR
1.b	Re-elect Dr. Klaus Engel	DAFÜR	DAFÜR
1.c	Re-elect Mr. David C. Everitt	DAFÜR	DAFÜR
1.d	Re-elect Ms. Janet P. Giesselman	DAFÜR	DAFÜR
1.e	Re-elect Ms. Karen H. Grimes	DAFÜR	DAFÜR
1.f	Re-elect Mr. Michael O. Johanns	DAFÜR	DAFÜR
1.g	Re-elect Ms. Rebecca B. Liebert	DAFÜR	DAFÜR
1.h	Re-elect Mr. Marcos M. Lutz	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
1.i	Re-elect Mr. Charles V. Magro	DAFÜR	DAFÜR
1.j	Re-elect Ms. Nayaki R. Nayyar	DAFÜR	DAFÜR
1.k	Re-elect Mr. Gregory R. Page	DAFÜR	DAFÜR
1.l	Re-elect Mr. Kerry J. Preete	DAFÜR	DAFÜR
1.m	Re-elect Mr. Patrick J. Ward	DAFÜR	DAFÜR
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Re-election of the auditor	DAFÜR	DAFÜR

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Susan L. Decker	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.b	Re-elect Mr. Kenneth D. Denman	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Richard A. Galanti	DAFÜR	● DAGEGEN	Executive director. The board is not sufficiently independent.
1.d	Re-elect Mr. Hamilton E. James	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Re-elect Mr. W. Craig Jelinek	DAFÜR	DAFÜR	
1.f	Re-elect Ms. Sally Jewell	DAFÜR	DAFÜR	
1.g	Re-elect Mr. Charles T. Munger	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.h	Re-elect Mr. Jeffrey S. Raikes	DAFÜR	DAFÜR	
1.i	Re-elect Mr. John W. Stanton	DAFÜR	DAFÜR	
1.j	Elect Mr. Ron M. Vachris	DAFÜR	● DAGEGEN	Executive director. The board is not sufficiently independent.
1.k	Re-elect Ms. Mary Agnes Wilderotter	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Report on risks and costs by enacted or proposed state policies restricting reproductive rights	DAGEGEN	● DAFÜR	Reproductive rights is a very important matter for employees and the company 's healthcare cover does not directly address this issue for part-time employees.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. P. Robert Bartolo	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Jay A. Brown	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Cindy Christy	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d.	Re-elect Mr. Ari Q. Fitzgerald	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1e.	Re-elect Dr. Andrea J. Goldsmith	DAFÜR	DAFÜR	
1f.	Re-elect Ms. Tammy K. Jones	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Anthony J. Melone	DAFÜR	DAFÜR	
1h.	Re-elect Mr. W. Benjamin Moreland	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Mr. Kevin A. Stephens	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Matthew Thornton III	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	DAFÜR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4.	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos
1	Elections of directors		
1a	Re-elect Ms. Donna M. Alvarado	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1b	Re-elect Mr. Thomas P. Bostick	DAFÜR	DAFÜR
1c	Re-elect Mr. Steven T. Halverson	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d	Re-elect Mr. Paul C. Hilal	DAFÜR	DAFÜR
1e	Elect Mr. Joseph R. Hinrichs	DAFÜR	DAFÜR
1f	Re-elect Mr. David M. Moffett	DAFÜR	DAFÜR
1g	Re-elect Ms. Linda H. Riefler	DAFÜR	DAFÜR
1h	Re-elect Ms. Suzanne M. Vautrinot	DAFÜR	DAFÜR
1i	Re-elect Mr. James L. Wainscott	DAFÜR	DAFÜR
1j	Re-elect Mr. J. Steven Whisler	DAFÜR	DAFÜR
1k	Re-elect Mr. John J. Zillmer	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
2	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Fernando Aguirre	DAFÜR	DAFÜR	
1.b	Elect Mr. Ph.D Jeffrey R. Balsler	DAFÜR	DAFÜR	
1.c	Re-elect Mr. C. David Brown II	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.d	Re-elect Ms. Alecia A. DeCoudreaux	DAFÜR	DAFÜR	
1.e	Re-elect Ms. Nancy-Ann M. DeParle	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Roger N. Farah	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Anne M. Finucane	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Edward J. Ludwig	DAFÜR	DAFÜR	
1.i	Re-elect Ms. Karen S. Lynch	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Jean-Pierre Millon	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.k	Re-elect Ms. Mary L. Schapiro	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	DAFÜR	
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Adopt a Paid Sick Leave Policy	DAGEGEN	● DAFÜR	Paid sick leave is one of the fundamental workplace rights of an employee.
6	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
7	Shareholder resolution: Require Shareholder Approval of Certain Provisions Related to Director Nominations	DAGEGEN	● DAFÜR	Enhanced disclosure on board nomination process.
8	Shareholder resolution: Commission Third Party Assessment on Company's Commitment to Freedom of Association and Collective Bargaining Rights	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
9	Shareholder resolution: Adopt Policy Prohibiting Directors from Simultaneously Sitting on the Board of Directors of Any Other Company	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Rainer M. Blair	DAFÜR	DAFÜR	
1.b	Elect Mr. Feroz Dewan	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Linda Filler	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.d	Re-elect Ms. Teri L. List	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Walter G. Lohr Jr.	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.f	Re-elect Dr. Jessica L. Mega	DAFÜR	DAFÜR	
1.g	Re-elect Mr. Mitchell P. Rales	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Steven M. Rales	DAFÜR	DAFÜR	
1.i	Re-elect Dr. Pardis C. Sabeti	DAFÜR	DAFÜR	
1.j	Re-elect Mr. A. Shane Sanders	DAFÜR	DAFÜR	
1.k	Re-elect Mr. John T. Schwieters	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.l	Re-elect Mr. Alan G. Spoon	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.m	Re-elect Prof. Dr. Raymond C. Stevens	DAFÜR	DAFÜR	
1.n	Re-elect Dr. med. Elias A. Zerhouni	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	An independent chairman can ensure independent oversight of management.
6	Shareholder resolution: report on Effectiveness of the company's diversity, equity and inclusion efforts	DAGEGEN	● DAFÜR	Enhanced disclosure on gender equality and ethnic diversity.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Leanne G. Caret	DAFÜR	DAFÜR	
1.b	Re-elect Ms. Tamra A. Erwin	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Alan C. Heuberger	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Charles O. Holliday, Jr	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director is over 75 years old, which exceeds guidelines.
1.e	Re-elect Mr. Michael O. Johanns	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Clayton M. Jones	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.g	Re-elect Mr. John C. May	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.h	Re-elect Mr. Gregory R. Page	DAFÜR	● DAGEGEN	Non independent director (various reasons). The board is not sufficiently independent.
1.i	Re-elect Ms. Sherry M. Smith	DAFÜR	● DAGEGEN	Non-independent chairman of the audit committee. The independence of this committee is insufficient.
1.j	Re-elect Mr. Dmitri L. Stockton	DAFÜR	DAFÜR	
1.k	Re-elect Ms. Sheila G. Talton	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Steven R. Altman	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Richard A. Collins	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Karen Dahut	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Mark G. Foletta	DAFÜR	DAFÜR	
1.5	Re-elect Prof. Dr. Barbara E. Kahn	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Kyle Malady	DAFÜR	DAFÜR	
1.7	Re-elect Dr. med. Eric J. Topol	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Gender and Racial Pay Equity Report	DAGEGEN	● DAFÜR	The proposal aims at promoting gender equality, ethnic diversity and at preventing discrimination.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Warren F. Bryant	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1b.	Re-elect Mr. Michael M. Calbert	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1c.	Elect Ms. Ana M. Chadwick	DAFÜR	DAFÜR	
1d.	Re-elect Ms. Patricia D. Fili-Krushel	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Timothy I. McGuire	DAFÜR	DAFÜR	
1f.	Elect Mr. Jeffrey C. Owen	DAFÜR	DAFÜR	
1g.	Re-elect Ms. Debra A. Sandler	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Ralph E. Santana	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Todd J. Vasos	DAFÜR	● DAGEGEN	Former CEO has a consultancy agreement until 2025.
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns. On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services.
5.	Shareholder resolution: Cage-free eggs progress disclosure	DAGEGEN	● DAFÜR	Animal welfare is crucial for animals that are raised for the purpose of providing food.
6.	Shareholder resolution: Remove the one-year holding period requirement to call a special shareholder meeting	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Worker safety and well-being audit and report	DAGEGEN	● DAFÜR	We support corporate policies aiming at improving safety in the workplace.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Kieran T. Gallahue	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Leslie S. Heisz	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Paul A. LaViolette	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Steven R. Loranger	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Martha H. Marsh	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.6	Re-elect Mr. Michael A. Mussallem	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.7	Re-elect Ms. Ramona Sequeira	DAFÜR	DAFÜR	
1.8	Re-elect Mr. Nicholas J. Valeriani	DAFÜR	DAFÜR	
1.9	Elect Mr. Bernard J. Zovighian	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	DAFÜR	DAFÜR	
6	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Ms. Gail K. Boudreaux	DAFÜR	DAFÜR	
1.2	Re-elect Mr. R. Kerry Clark	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Robert L. Dixon Jr.	DAFÜR	DAFÜR	
1.4	Elect Ms. Deanna D. Strable	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
6	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. med. William G. Kaelin, Jr.	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1b.	Re-elect Mr. David A. Ricks	DAFÜR	● DAGEGEN	Executive director. The board is not sufficiently independent.
1c.	Re-elect Dr. med. Marschall S. Runge	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1d.	Re-elect Ms. Karen Walker	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Amend the Company's Articles of Incorporation to Eliminate the Classified Board Structure	DAFÜR	DAFÜR	
6.	Amend the Company's Articles of Incorporation to Eliminate Supermajority Voting Provisions	DAFÜR	DAFÜR	
7.	Shareholder resolution: Publish an Annual Report Disclosing Lobbying Activities	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
8.	Shareholder resolution: Eliminate Supermajority Voting Requirements	DAGEGEN	DAGEGEN	
9.	Shareholder resolution: Impact of Extended Patent Exclusivities on Product Access Report	DAGEGEN	● DAFÜR	The proposal would demonstrate the commitment of the company to expanding patient access to its products.
10.	Shareholder resolution: Report on Risks of Supporting Abortion	DAGEGEN	DAGEGEN	
11.	Shareholder resolution: Disclose Lobbying Activities and Alignment with Public Policy Positions and Statements	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
12.	Shareholder resolution: Report on Effectiveness of the Company's Diversity, Equity, and Inclusion Efforts	DAGEGEN	● DAFÜR	Enhanced disclosure on gender equality and ethnic diversity.
13.	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Martin S. Craighead	DAFÜR	DAFÜR	
1.b	Re-elect Ms. Gloria Flach	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Matthew S. Levatich	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. Mayank (Mike) M. Ashar	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Gaurdie E. Banister	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Pamela L. Carter	DAFÜR	DAFÜR	
1.4	Re-elect Ms. Susan M. Cunningham	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.5	Re-elect Mr. Gregory L. Ebel	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Jason B. Few	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.7	Re-elect Ms. Teresa S. Madden	DAFÜR	DAFÜR	
1.8	Re-elect Dr. Stephen S. Poloz	DAFÜR	DAFÜR	
1.9	Re-elect Ms. Jane S. Rowe	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Dan C. Tutcher	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.11	Re-elect Mr. Steven W. Williams	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● ZURÜCK-BEHALTEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	To approve, modify and renew the shareholder rights plan	DAFÜR	● DAGEGEN	Anti-takeover provision not in line with the long-term interests of the majority of the company's stakeholders.
5	Shareholder resolution: Disclose lobbying contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
6	Shareholder resolution: Disclose the Company's Scope 3 Emissions	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1a.	Re-elect Ms. Janet F. Clark	DAFÜR	DAFÜR
1b.	Re-elect Mr. Charles R. Crisp	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1c.	Re-elect Mr. Robert P. Daniels	DAFÜR	DAFÜR
1d.	Elect Ms. Lynn A. Dugle	DAFÜR	DAFÜR
1e.	Re-elect Mr. C. Christopher Gaut	DAFÜR	DAFÜR
1f.	Re-elect Mr. Michael T. Kerr	DAFÜR	DAFÜR
1g.	Re-elect Ms. Julie J. Robertson	DAFÜR	DAFÜR
1h.	Re-elect Mr. Donald F. Textor	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Mr. Ezra Y. Yacob	DAFÜR	● DAGEGEN Combined chairman and CEO.
2.	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Nanci E. Caldwell	DAFÜR	DAFÜR	
1b.	Re-elect Ms. Adaire Fox-Martin	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Ron Guerrier	ZURÜCK-GEZOGEN	● DAFÜR	Mr. Guerrier announced a few days prior to the AGM that he would not stand to re-election.
1d.	Re-elect Mr. Gary Hromadko	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1e.	Re-elect Mr. Charles Meyers	DAFÜR	DAFÜR	
1f.	Elect Mr. Thomas Olinger	DAFÜR	DAFÜR	
1g.	Re-elect Prof. Christopher Paisley	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h.	Elect Mr. Jeetu Patel	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1i.	Re-elect Ms. Sandra Rivera	DAFÜR	DAFÜR	
1j.	Elect Ms. Fidelma Russo	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1k.	Re-elect Mr. Peter Van Camp	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1a	Re-elect Ms. Charlene Barshefsky	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director will reach 75 during her next term, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1b	Re-elect Ms. Angela Wei Dong	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Concerns over the director's time commitments.</p>
1c	Re-elect Mr. Fabrizio Freda	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Executive director. The board is not sufficiently independent.</p>
1d	Elect Mr. Gary M. Lauder	DAFÜR	DAFÜR
1e	Re-elect Ms. Jane E. Lauder	DAFÜR	DAFÜR
2.	Re-election of the auditor	DAFÜR	DAFÜR
3.	Advisory vote on executive remuneration	DAFÜR	<ul style="list-style-type: none"> ● DAGEGEN <p>Excessive variable remuneration.</p> <p>An important part of the variable remuneration is not subject to challenging long-term performance conditions.</p>
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. Michael J. Angelakis	DAFÜR	DAFÜR	
1.2	Re-elect Dr. Susan K. Avery	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.3	Re-elect Ms. Angela F. Braly	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Gregory J. Goff	DAFÜR	DAFÜR	
1.5	Elect Mr. John D. Harris II	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Kaisa H. Hietala	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Joseph L. Hooley	DAFÜR	DAFÜR	
1.8	Re-elect Mr. Steven A. Kandarian	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Alexander A. Karsner	DAFÜR	DAFÜR	
1.10	Elect Mr. Lawrence W. Kellner	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Jeffrey W. Ubben	DAFÜR	DAFÜR	
1.12	Re-elect Mr. Darren W. Woods	DAFÜR	● DAGEGEN	Combined chairman and CEO.
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Establish Board Committee on Decarbonisation Risk	DAGEGEN	DAGEGEN	
6.	Shareholder resolution: Reduce Executive Stock Holding Period	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Report on Carbon Capture and Storage	DAGEGEN	DAGEGEN	
8.	Shareholder resolution: Report on Methane Emission Disclosure Reliability	DAGEGEN	● DAFÜR	Enhanced disclosure on methane emissions.
9.	Shareholder resolution: Adopt Medium-Term Scope 3 GHG Reduction Target	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
10.	Shareholder resolution: Issue a Report on Worst-Case Impacts of Oil Spills from Operations Offshore of Guyana	DAGEGEN	● DAFÜR	We support corporate policies aiming to prevent environmental risks.
11.	Shareholder resolution: Recalculate GHG Emissions Baseline to Exclude Emissions from Material Divestitures	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.

No.	Traktanden	Board	Ethos	
12.	Shareholder resolution: Report on Asset Retirement Obligations Under IEA NZE Scenario	DAGEGEN	● DAFÜR	The report would allow shareholders to assess the financial impact associated with the energy transition.
13.	Shareholder resolution: Commission Audited Report on Reduced Plastics Demand	DAGEGEN	● DAFÜR	The report would be useful to evaluate opportunities to shift the company's business model from virgin to recycled plastics.
14.	Shareholder resolution: Litigation Disclosure Beyond Legal and Accounting Requirements	DAGEGEN	● DAFÜR	An actuarial assessment will allow shareholders to evaluate the potential cumulative risk to Exxon Mobil from current environment-related litigation.
15.	Shareholder resolution: Publish a Tax Transparency Report	DAGEGEN	● DAFÜR	Enhanced disclosure on the tax practices of the company.
16.	Shareholder resolution: Report on Social Impact From Plant Closure or Energy Transition	DAGEGEN	● DAFÜR	The report will mitigate the impact of future plant closings on workers.
17.	Shareholder resolution: Report on Benefits and Risks of Commitment to Not Develop Projects in the Arctic	ZURÜCK-GEZOGEN	ZURÜCK-GEZOGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Marvin R. Ellison	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Stephen E. Gorman	DAFÜR	● DAGEGEN	Non independent director (representative of an important shareholder). The board is not sufficiently independent.
1.c	Re-elect Ms. Susan Patricia Griffith	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Amy B. Lane	DAFÜR	● DAGEGEN	Non independent director (representative of an important shareholder). The board is not sufficiently independent.
1.e	Re-elect Mr. R. Brad Martin	DAFÜR	● DAGEGEN	Non-independent chairman of the audit committee. The independence of this committee is insufficient.
1.f	Re-elect Vice Admiral Nancy A. Norton	DAFÜR	DAFÜR	
1.g	Re-elect Mr. Frederick P. Perpall	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Joshua C. Ramo	DAFÜR	DAFÜR	
1.i	Re-elect Prof. Susan C. Schwab	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Frederick W. Smith	DAFÜR	DAFÜR	
1.k	Re-elect Mr. David P. Steiner	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. Non independent lead director, which is not best practice.
1.l	Re-elect Mr. Rajesh Subramaniam	DAFÜR	● DAGEGEN	Executive director (CEO). The board is not sufficiently independent.
1.m	Re-elect Mr. Paul S. Walsh	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. Concerns over the director's time commitments. The director has been sitting on the board for over 16 years, which exceeds guidelines.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	The variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Amend clawback policy	DAGEGEN	● DAFÜR	The proposal would improve the coverage of the clawback policy and enhance transparency, which is in line with the interests of the shareholders.
6	Shareholder resolution: Publish a report on just transition	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
7	Shareholder resolution: Paid sick leave disclosure	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.

No.	Traktanden	Board	Ethos	
8	Shareholder resolution: Report climate risk from retirement plan options	DAGEGEN	● DAFÜR	Enhanced disclosure on how the company's retirement plans contribute to climate change mitigation.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.a	Elect Mr. Lee Adrean	DAFÜR	● DAGEGEN The director is over 70 years old, which exceeds guidelines for new nominees.
1.b	Re-elect Ms. Ellen R. Alemany	DAFÜR	DAFÜR
1.c	Elect Mr. Mark Benjamin	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
1.d	Re-elect Mr. Vijay D'Silva	DAFÜR	DAFÜR
1.e	Elect Ms. Stephanie Ferris	DAFÜR	DAFÜR
1.f	Re-elect Dr. oec. Jeffrey A. Goldstein	DAFÜR	DAFÜR
1.g	Re-elect Ms. Lisa A. Hook	DAFÜR	DAFÜR
1.h	Re-elect Mr. Kenneth T. Lamneck	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
1.i	Re-elect Mr. Gary L. Lauer	DAFÜR	DAFÜR
1.j	Re-elect Ms. Louise M. Parent	DAFÜR	DAFÜR
1.k	Re-elect Mr. Brian T. Shea	DAFÜR	DAFÜR
1.l	Re-elect Mr. James B. Stallings Jr.	DAFÜR	DAFÜR
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
4	Re-election of the auditor	DAFÜR	DAFÜR

No.	Traktanden	Board	Ethos	
Elections of directors				
1.1	Re-elect Mr. Frank J. Bisignano	DAFÜR	● ZURÜCK-BEHALTEN	Combined chairman and CEO.
1.2	Re-elect Mr. Henrique De Castro	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Harry F. DiSimone	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Dylan G. Haggart	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Wafaa Mamilli	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Heidi G. Miller	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Doyle R. Simons	DAFÜR	● ZURÜCK-BEHALTEN	Non independent lead director, which is not best practice.
1.8	Re-elect Mr. Kevin M. Warren	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Kimberly A. Casiano	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.b	Re-elect Ms. Alexandra Ford English	DAFÜR	● DAGEGEN	Representative of an important shareholder who is sufficiently represented on the board.
1.c	Re-elect Mr. James D. Farley Jr.	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Henry Ford III	DAFÜR	DAFÜR	
1.e	Re-elect Mr. William Clay Ford Jr.	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines. Representative of an important shareholder who is sufficiently represented on the board.
1.f	Re-elect Mr. William W. Helman IV	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.g	Re-elect Mr. Jon M. Huntsman Jr.	DAFÜR	DAFÜR	
1.h	Re-elect Mr. William E. Kennard	DAFÜR	DAFÜR	
1.i	Re-elect Mr. John C. May	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Beth E. Mooney	DAFÜR	DAFÜR	
1.k	Re-elect Ms. Lynn Vojvodich Radakovich	DAFÜR	DAFÜR	
1.l	Re-elect Mr. John Lawson Thornton	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.m	Re-elect Mr. John B. Veihmeyer	DAFÜR	DAFÜR	
1.n	Re-elect Mr. John S. Weinberg	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	To approve the amendment of the 2023 Long-Term Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
6	Shareholder resolution: Give Each Share An Equal Vote	DAGEGEN	● DAFÜR	Dual share structures are not in the best interest of shareholders, as they create a disproportionate control of one group of shareholders regardless of their participation in the company's equity.
7	Shareholder resolution: Child Labour Audit	DAGEGEN	DAGEGEN	
8	Shareholder resolution: Report on Animal Testing Practices	DAGEGEN	● DAFÜR	The proposal addresses potential abuses linked to animal cruelty, which is in the interests of all stakeholders

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. David P. Abney	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Richard C. Adkerson	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.3	Re-elect Ms. Marcela E. Donadio	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Robert W. Dudley	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Hugh Grant	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Lydia H. Kennard	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Ryan M. Lance	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Sara Grootwassink Lewis	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Dustan E. McCoy	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.10	Elect Ms. Kathleen L. Quirk	DAFÜR	DAFÜR	
1.11	Re-elect Mr. John J. Stephens	DAFÜR	DAFÜR	
1.12	Re-elect Ms. Frances Fragos Townsend	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Elect Mr. Richard D. Clarke	DAFÜR	DAFÜR	
1.b	Re-elect Mr. James S. Crown	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.c	Re-elect Mr. Rudy F. deLeon	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Cecil D. Haney	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Mark M. Malcolm	DAFÜR	DAFÜR	
1.f	Re-elect Mr. James N. Mattis	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Phebe N. Novakovic	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.h	Re-elect Mr. C. Howard Nye	DAFÜR	DAFÜR	
1.i	Re-elect Ms. Catherine B. Reynolds	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Laura J. Schumacher	DAFÜR	DAFÜR	
1.k	Re-elect Mr. Robert K. Steel	DAFÜR	DAFÜR	
1.l	Re-elect Mr. John G. Stratton	DAFÜR	DAFÜR	
1.m	Re-elect Mr. Sir Peter A. Wall	DAFÜR	DAFÜR	
2	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	DAFÜR	DAFÜR	
3	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
4	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
5	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
6	Shareholder resolution: Report on Human Rights Risk Assessment	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
7	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Stephen F. Angel	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Sébastien Bazin	DAFÜR	DAFÜR	
1c.	Re-elect Mr. H. Lawrence Culp Jr.	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1d.	Re-elect Mr. Edward P. Garden	DAFÜR	DAFÜR	
1e.	Re-elect Ms. Isabella D. Goren	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Thomas W. Horton	DAFÜR	DAFÜR	
1g.	Re-elect Ms. Catherine Lesjak	DAFÜR	DAFÜR	
1h.	Elect Mr. Darren W. McDew	DAFÜR	DAFÜR	
1i.	Re-elect Ms. Paula Rosput Reynolds	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1j.	Elect Ms. Jessica Uhl	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	DAFÜR	
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	DAFÜR	
5.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	An independent chairman can ensure independent oversight of management.
6.	Shareholder resolution: Sale of the Company	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Fiduciary Carbon-Emission Relevance Report	DAGEGEN	DAGEGEN	
8.	Shareholder resolution: Assess Energy-Related Asset Resilience	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1a.	Re-elect Mr. R. Kerry Clark	DAFÜR	DAFÜR
1b.	Re-elect Ms. C. Kim Goodwin	DAFÜR	DAFÜR
1c.	Re-elect Mr. Jeffrey L. Harmening	DAFÜR	● DAGEGEN Combined chairman and CEO.
1d.	Re-elect Ms. Maria G. Henry	DAFÜR	DAFÜR
1e.	Re-elect Ms. Jo Ann Jenkins	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
1f.	Re-elect Ms. Elizabeth C. Lempres	DAFÜR	DAFÜR
1g.	Re-elect Ms. Diane L. Neal	DAFÜR	DAFÜR
1h.	Re-elect Mr. Steve Odland	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Ms. Maria A. Sastre	DAFÜR	DAFÜR
1j.	Re-elect Mr. Eric D. Sprunk	DAFÜR	DAFÜR
1k.	Re-elect Mr. Jorge A. Uribe	DAFÜR	DAFÜR
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
4.	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
5.	Advisory vote on right to call a special meeting at a 25% ownership threshold	DAFÜR	DAFÜR
6.	Shareholder resolution: call special shareholder meetings	DAGEGEN	● DAFÜR The proposed threshold would enhance the right of shareholders to call a special meeting.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Mary T. Barra	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1b.	Re-elect Mr. Aneel Bhusri	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Wesley G. Bush	DAFÜR	DAFÜR	
1d.	Elect Ms. Joanne C. Crevoiserat	DAFÜR	DAFÜR	
1e.	Re-elect Ms. Linda R. Gooden	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Joseph Jimenez	DAFÜR	DAFÜR	
1g.	Elect Mr. Jonathan (Jon) McNeill	DAFÜR	DAFÜR	
1h.	Re-elect Ms. Judith A. Miscik	DAFÜR	DAFÜR	
1i.	Re-elect Ms. Patricia F. Russo	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1j.	Re-elect Mr. Thomas M. Schoewe	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Mark A. Tatum	DAFÜR	DAFÜR	
1l.	Elect Dr. Jan E. Tighe	DAFÜR	DAFÜR	
1m.	Re-elect Mr. Devin N. Wenig	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	DAFÜR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	To approve the amendment of the 2020 Long-Term Incentive Plan	DAFÜR	● DAGEGEN	Excessive discretion of the remuneration committee in determining the performance criteria. Potential excessive awards.
5.	Shareholder resolution: Report on the company's operations in China	DAGEGEN	DAGEGEN	
6.	Shareholder resolution: Allow shareholders to act by written consent	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Sustainable materials procurement targets	DAGEGEN	● DAFÜR	The resolution is in line with the long-term interests of the majority of the company's stakeholders.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. Jacqueline K. Barton	DAFÜR	DAFÜR	
1b.	Re-elect Dr. Jefferey A. Bluestone	DAFÜR	DAFÜR	
1c.	Re-elect Dr. med. Sandra J. Horning	DAFÜR	● DAGEGEN	The director is 75 years old, which exceeds guidelines.
1d.	Re-elect Ms. Kelly A. Kramer	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Kevin E. Lofton	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Harish Manwani	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1g.	Re-elect Mr. Daniel O'Day	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1h.	Re-elect Mr. Javier J. Rodriguez	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Anthony Welters	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	To approve the Employee Stock Purchase Plan	DAFÜR	DAFÜR	
6.	Shareholder resolution: Require More Director Nominations Than Open Seats	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	DAGEGEN	
8.	Shareholder resolution: Impact of Extended Patent Exclusivities on Product Access Report	DAGEGEN	● DAFÜR	The proposal would demonstrate the commitment of the company to expanding patient access to its products.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Ms. Michele Burns	DAFÜR	DAFÜR	
1b	Re-elect Mr. Mark Flaherty	DAFÜR	DAFÜR	
1c	Re-elect Ms. Kimberley Harris	DAFÜR	DAFÜR	
1d	Elect Mr. Kevin R. Johnson	DAFÜR	DAFÜR	
1e	Re-elect Ms. Ellen J. Kullman	DAFÜR	DAFÜR	
1f	Re-elect Mr. Lakshmi N. Mittal	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1g	Re-elect Mr. Adebayo O. Ogunlesi	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. Concerns over the director's time commitments.
1h	Re-elect Mr. Peter Oppenheimer	DAFÜR	DAFÜR	
1i	Re-elect Mr. David M. Solomon	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1j	Re-elect Dr. Jan E. Tighe	DAFÜR	DAFÜR	
1k	Re-elect Ms. Jessica Uhl	DAFÜR	DAFÜR	
1l	Re-elect Mr. David A. Viniar	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Report on Lobbying	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
6	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
7	Shareholder resolution: Chinese Congruency of Certain ETFs	DAGEGEN	DAGEGEN	
8	Shareholder resolution: Racial Equity Report	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.
9	Shareholder resolution: Adopt a policy to phase out fossil fuel-related lending and underwriting activities	DAGEGEN	● DAFÜR	The resolution asks the bank to finance the transition to a low carbon economy.
10	Shareholder resolution: Greenhouse Gas Reduction Targets associated with Lending and Underwriting	DAGEGEN	● DAFÜR	The resolution would demonstrate to shareholders how the company plans to address climate change.
11	Shareholder resolution: Climate Transition Report	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
12	Shareholder resolution: Report on Pay Equity	DAGEGEN	● DAFÜR	The proposal aims at promoting gender equality, ethnic diversity and at preventing discrimination.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Thomas F. Frist III	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Samuel N. Hazen	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Meg G. Crofton	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Robert J. Dennis	DAFÜR	DAFÜR	
1.e	Re-elect Ms. Nancy-Ann M. DeParle	DAFÜR	DAFÜR	
1.f	Re-elect Mr. William R. Frist	DAFÜR	DAFÜR	
1.g	Re-elect Mr. Hugh F. Johnston	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.h	Re-elect Mr. Michael W. Michelson	DAFÜR	DAFÜR	
1.i	Re-elect Dr. med. Wayne J. Riley	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Andrea B. Smith	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	To approve the 2023 Employee Stock Purchase Plan	DAFÜR	DAFÜR	
4	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
5	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
6	Shareholder resolution: Amend patient safety and quality of care committee charter	DAGEGEN	● DAFÜR	We support corporate policies aiming to deliver safe patient care with adequate staffing levels.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.a	Re-elect Mr. Terrence J. Checki	DAFÜR	● DAGEGEN The director is over 75 years old, which exceeds guidelines.
1.b	Re-elect Mr. Leonard S. Coleman	DAFÜR	DAFÜR
1.c	Re-elect Ms. Lisa Glatch	DAFÜR	DAFÜR
1.d	Re-elect Mr. John B. Hess	DAFÜR	DAFÜR
1.e	Re-elect Ms. Edith E. Holiday	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.f	Re-elect Mr. Marc S. Lipschultz	DAFÜR	DAFÜR
1.g	Re-elect Mr. Raymond J. McGuire	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
1.h	Re-elect Mr. David McManus	DAFÜR	DAFÜR
1.i	Re-elect Mr. Kevin O. Meyers	DAFÜR	DAFÜR
1.j	Re-elect Ms. Karyn F. Ovelmen	DAFÜR	DAFÜR
1.k	Re-elect Mr. James H. Quigley	DAFÜR	DAFÜR
1.l	Re-elect Mr. William G. Schrader	DAFÜR	DAFÜR
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
4	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Gerard J. Arpey	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Ari Bousbib	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines. Non-independent director and the board size is excessive.
1.c	Re-elect Mr. Jeffery H. Boyd	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Gregory D. Brenneman	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Re-elect Mr. J. Frank Brown	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Albert P. Carey	DAFÜR	DAFÜR	
1.g	Re-elect Mr. Edward P. Decker	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.h	Re-elect Ms. Linda R. Gooden	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Wayne M. Hewett	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Manuel Kadre	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.k	Re-elect Ms. Stephanie C. Linnartz	DAFÜR	DAFÜR	
1.l	Re-elect Ms. Paula Santilli	DAFÜR	DAFÜR	
1.m	Re-elect Ms. Caryn Seidman-Becker	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Allow shareholders to act by written consent	DAGEGEN	DAGEGEN	
6	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	
7	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
8	Shareholder resolution: Rescission of 2022 Racial Equity Audit Proposal	DAGEGEN	DAGEGEN	
9	Shareholder resolution: Encourage Senior Management Commitment to Avoid Political Speech	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1A	Re-elect Mr. Darius Adamczyk	DAFÜR	● DAGEGEN	Executive chairman. The board is not sufficiently independent.
1B	Re-elect Mr. Duncan B. Angove	DAFÜR	DAFÜR	
1C	Re-elect Mr. William S. Ayer	DAFÜR	DAFÜR	
1D	Re-elect Mr. Kevin Burke	DAFÜR	● DAGEGEN	Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent.
1E	Re-elect Mr. D. Scott Davis	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1F	Re-elect Ms. Deborah Flint	DAFÜR	DAFÜR	
1G	Elect Mr. Vimal Kapur	DAFÜR	DAFÜR	
1H	Re-elect Ms. Rose Lee	DAFÜR	DAFÜR	
1I	Re-elect Ms. Grace D. Lieblein	DAFÜR	DAFÜR	
1J	Re-elect Ms. Robin L. Washington	DAFÜR	DAFÜR	
1K	Elect Mr. Robin Watson	DAFÜR	DAFÜR	
2.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Re-election of the auditor	DAFÜR	DAFÜR	
5.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	An independent chairman can ensure independent oversight of management.
6.	Shareholder resolution: Environmental and Health Impact Report	DAGEGEN	● DAFÜR	Enhanced disclosure on environmental issues.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Dr. med. Raquel C. Bono	DAFÜR	DAFÜR	
1b	Re-elect Mr. Bruce D. Broussard	DAFÜR	DAFÜR	
1c	Re-elect Mr. Frank A. D'Amelio	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d	Re-elect Dr. med. David T. Feinberg	DAFÜR	DAFÜR	
1e	Re-elect Dr. med. Wayne A.I. Frederick	DAFÜR	DAFÜR	
1f	Re-elect Mr. John W. Garratt	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1g	Re-elect Mr. Kurt J. Hilzinger	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h	Re-elect Ms. Karen W. Katz	DAFÜR	DAFÜR	
1i	Re-elect Ms. Marcy S. Klevorn	DAFÜR	DAFÜR	
1j	Re-elect Mr. William J. McDonald	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1k	Re-elect Mr. Jorge S. Mesquita	DAFÜR	DAFÜR	
1l	Elect Mr. Brad D. Smith	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Thomas Buberl	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1b.	Re-elect Mr. David N. Farr	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Alex Gorsky	DAFÜR	DAFÜR	
1d.	Re-elect Prof. Michelle J. Howard	DAFÜR	DAFÜR	
1e.	Re-elect Dr. Arvind Krishna	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1f.	Re-elect Mr. Andrew N. Liveris	DAFÜR	● DAGEGEN	Chairman of the nomination committee. The representation of women on the board is insufficient.
1g.	Re-elect Mr. Frederick William McNabb III	DAFÜR	DAFÜR	
1h.	Re-elect Dr. Martha E. Pollack	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Joseph R. Swedish	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Peter R. Voser	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Frederick H. Waddell	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Alfred W. Zollar	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Independent Board Chairman	DAGEGEN	● DAFÜR	An independent chairman can ensure independent oversight of management.
6.	Shareholder resolution: Public Report on Lobbying Activities	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
7.	Shareholder resolution: Public Report on Congruency in China Business Operations and ESG Activities	DAGEGEN	DAGEGEN	
8.	Shareholder resolution: Public Report on Harassment and Discrimination Prevention Efforts	DAGEGEN	● DAFÜR	This report would demonstrate to shareholders how the the risks associated with the use of concealment clauses are addressed.

No.	Traktanden	Board	Ethos	
	Elections of directors			
1a	Re-elect Mr. Patrick P. Gelsinger	DAFÜR	DAFÜR	
1b	Re-elect Mr. James J. Goetz	DAFÜR	DAFÜR	
1c	Re-elect Dr. Andrea J. Goldsmith	DAFÜR	DAFÜR	
1d	Re-elect Ms. Alyssa H. Henry	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1e	Re-elect Dr. S. Omar Ishrak	DAFÜR	DAFÜR	
1f	Re-elect Dr. Risa Lavizzo-Mourey	DAFÜR	DAFÜR	
1g	Re-elect Dr. Tsu-Jae King Liu	DAFÜR	DAFÜR	
1h	Elect Ms. Barbara G. Novick	DAFÜR	DAFÜR	
1i	Re-elect Mr. Gregory D. Smith	DAFÜR	DAFÜR	
1j	Elect Mr. Lip-Bu Tan	DAFÜR	DAFÜR	
1k	Re-elect Mr. Dion J. Weisler	DAFÜR	DAFÜR	
1l	Re-elect Mr. Frank D. Yeary	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	To approve the amendment of the 2006 Equity Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
5	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
6	Shareholder resolution: Adopt Share Retention Policy For Senior Executives	DAGEGEN	● DAFÜR	The proposal aims at better aligning executives interests with those of the shareholders.
7	Shareholder resolution: Publish Third Party Review of Intel's China Business ESG Congruence	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Sharon Y. Bowen	DAFÜR	DAFÜR	
1.b	Re-elect Ms. Shantella E. Cooper	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Duriya M. Farooqui	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Lord William Jefferson Hague	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Mark F. Mulhern	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Thomas E. Noonan	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Caroline L. Silver	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Jeffrey C. Sprecher	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.i	Re-elect Ms. Judith A. Sprieser	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.j	Re-elect Ms. Martha A. Tirinnanzi	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.a	Re-elect Ms. Eve Burton	DAFÜR	DAFÜR
1.b	Re-elect Mr. Scott D. Cook	DAFÜR	DAFÜR
1.c	Re-elect Mr. Richard L. Dalzell	DAFÜR	DAFÜR
1.d	Re-elect Mr. Sasan K. Goodarzi	DAFÜR	DAFÜR
1.e	Re-elect Ms. Deborah Liu	DAFÜR	DAFÜR
1.f	Re-elect Ms. Tekedra Mawakana	DAFÜR	DAFÜR
1.g	Re-elect Ms. Suzanne Nora Johnson	DAFÜR	DAFÜR
1.h	Re-elect Mr. Thomas Szkutak	DAFÜR	DAFÜR
1.i	Re-elect Mr. Raul Vazquez	DAFÜR	DAFÜR
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
3	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
4	To approve the amended and restated Employee Stock Purchase Plan	DAFÜR	DAFÜR

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1a.	Re-elect Dr. Craig H. Barratt	DAFÜR	DAFÜR
1b.	Re-elect Mr. Joseph C. Beery	DAFÜR	DAFÜR
1c.	Re-elect Dr. Gary S. Guthart	DAFÜR	DAFÜR
1d.	Re-elect Ms. Amal M. Johnson	DAFÜR	DAFÜR
1e.	Re-elect Dr. Don R. Kania	DAFÜR	DAFÜR
1f.	Re-elect Dr. Amy L. Ladd	DAFÜR	DAFÜR
1g.	Re-elect Mr. Keith R. Leonard Jr.	DAFÜR	DAFÜR
1h.	Re-elect Dr. Alan J. Levy	DAFÜR	<p>● DAGEGEN</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1i.	Re-elect Ms. Jami Dover Nachtsheim	DAFÜR	DAFÜR
1j.	Re-elect Dr. med. Monica P. Reed	DAFÜR	DAFÜR
1k.	Re-elect Mr. Mark J. Rubash	DAFÜR	<p>● DAGEGEN</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
2.	Advisory vote on executive remuneration	DAFÜR	<p>● DAGEGEN</p> <p>Excessive variable remuneration.</p> <p>An important part of the variable remuneration is not subject to challenging long-term performance conditions.</p>
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
4.	Re-election of the auditor	DAFÜR	DAFÜR
5.	Shareholder resolution: Pay Equity Disclosure	DAGEGEN	<p>● DAFÜR</p> <p>Enhanced disclosure on gender equality and ethnic diversity.</p>

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Ms. Carol Burt	DAFÜR	DAFÜR	
1b	Re-elect Ms. Colleen A. Goggins	DAFÜR	DAFÜR	
1c	Re-elect Ms. Sheila A. Stamps	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration. Excessive variable remuneration.
3	Call a Special Meeting at 25% Threshold	DAFÜR	DAFÜR	
4	Shareholder resolution: Call a Special Meeting at 10% Threshold	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
5	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
6	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Mr. Darius Adamczyk	DAFÜR	DAFÜR	
1b	Re-elect Prof. Dr. Mary C. Beckerle	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1c	Re-elect Mr. D. Scott Davis	DAFÜR	DAFÜR	
1d	Re-elect Prof. Dr. Jennifer A. Doudna	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1e	Re-elect Mr. Joaquin Duato	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1f	Re-elect Ms. Marillyn A. Hewson	DAFÜR	DAFÜR	
1g	Elect Dr. Paula A. Johnson	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1h	Re-elect Mr. Hubert Joly	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1j	Re-elect Prof. Dr. Mark B. McClellan	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1k	Re-elect Ms. Anne M. Mulcahy	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. Non independent lead director, which is not best practice.
1l	Re-elect Mr. Mark A. Weinberger	DAFÜR	DAFÜR	
1m	Re-elect Dr. med. Nadja Y. West	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Federal Securities Laws Mandatory Arbitration Bylaw	ZURÜCK-GEZOGEN	ZURÜCK-GEZOGEN	
6	Shareholder resolution: Vaccine Pricing Report	DAGEGEN	● DAFÜR	The proposal aims at improving the company's responsible business practices especially with regard to ensuring a safe and affordable COVID-19 vaccine.
7	Shareholder resolution: Executive Remuneration Adjustment Policy	ZURÜCK-GEZOGEN	● DAFÜR	The shareholder proposal was withdrawn by the proponent eight days prior to the AGM. Ethos initially recommended to vote FOR for the following reason: The proposal aims at improving the remuneration policy.
8	Shareholder resolution: Impact of Extended Patent Exclusivities on Product Access	DAGEGEN	● DAFÜR	The proposal would demonstrate the commitment of the company to expanding patient access to its products.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.a	Re-elect Ms. Jean Blackwell	DAFÜR	DAFÜR
1.b	Re-elect Mr. Pierre Cohade	DAFÜR	DAFÜR
1.c	Re-elect Mr. Michael E. Daniels	DAFÜR	DAFÜR
1.d	Re-elect Mr. W. Roy Dunbar	DAFÜR	DAFÜR
1.e	Re-elect Ms. Gretchen R. Haggerty	DAFÜR	DAFÜR
1.f	Elect Dr. Ayesha Khanna	DAFÜR	DAFÜR
1.g	Re-elect Ms. Simone Menne	DAFÜR	DAFÜR
1.h	Re-elect Mr. George R. Oliver	DAFÜR	● DAGEGEN Combined chairman and CEO.
1.i	Re-elect Mr. Jürgen Tinggren	DAFÜR	DAFÜR
1.j	Re-elect Mr. Mark Vergnano	DAFÜR	DAFÜR
1.k	Re-elect Mr. John D. Young	DAFÜR	DAFÜR
2.a	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
2.b	Authorise the audit committee to fix the remuneration of the auditors	DAFÜR	DAFÜR
3	Authorise market purchases of company shares	DAFÜR	DAFÜR
4	Determine the price range the company can re-allot treasury shares	DAFÜR	DAFÜR
5	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
6	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
7	Authorisation for directors to allot shares	DAFÜR	DAFÜR
8	Authorisation for directors to allot shares without pre-emptive rights	DAFÜR	DAFÜR

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Linda B. Bammann	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Stephen B. Burke	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines. Non independent lead director, which is not best practice.
1.c	Re-elect Mr. Todd A. Combs	DAFÜR	DAFÜR	
1.d	Re-elect Mr. James S. Crown	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Elect Ms. Alicia Boler Davis	DAFÜR	DAFÜR	
1.f	Re-elect Mr. James Dimon	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.g	Re-elect Mr. Timothy P. Flynn	DAFÜR	DAFÜR	
1.h	Elect Mr. Alex Gorsky	DAFÜR	DAFÜR	
1.i	Re-elect Ms. Mellody Hobson	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Michael A. Neal	DAFÜR	DAFÜR	
1.k	Re-elect Ms. Phebe N. Novakovic	DAFÜR	DAFÜR	
1.l	Re-elect Ms. Virginia M. Rometty	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
6	Shareholder resolution: Adopt Time-Bound Policy to Phase Out Underwriting and Lending for New Fossil Fuel Development	DAGEGEN	● DAFÜR	The resolution asks the bank to finance the transition to a low carbon economy.
7	Shareholder resolution: Animal welfare impact and risk	DAGEGEN	● DAFÜR	Board's oversight on this issue can raise awareness on material animal welfare risks.
8	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
9	Shareholder resolution: Report on climate transition planning	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
10	Shareholder resolution: Report on ensuring respect for civil liberties	DAGEGEN	DAGEGEN	
11	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
12	Shareholder resolution: Absolute GHG Reduction Goals	DAGEGEN	● DAFÜR	The resolution is in line with the long-term interests of the majority of the company's stakeholders.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.1	Re-elect Ms. Sylvia M. Burwell	DAFÜR	DAFÜR
1.2	Re-elect Mr. John W. Culver	DAFÜR	DAFÜR
1.3	Re-elect Mr. Michael D. Hsu	DAFÜR	● DAGEGEN Combined chairman and CEO.
1.4	Re-elect Dr. Mae C. Jemison	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.5	Re-elect Mr. S. Todd Maclin	DAFÜR	DAFÜR
1.6	Re-elect Ms. Deirdre Mahlan	DAFÜR	DAFÜR
1.7	Re-elect Ms. Sherilyn S. McCoy	DAFÜR	DAFÜR
1.8	Re-elect Ms. Christa S. Quarles	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
1.9	Re-elect Mr. Jaime A. Ramirez	DAFÜR	DAFÜR
1.10	Re-elect Ms. Dunia A. Shive	DAFÜR	DAFÜR
1.11	Re-elect Mr. Mark T. Smucker	DAFÜR	DAFÜR
1.12	Re-elect Mr. Michael D. White	DAFÜR	DAFÜR
2	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. Robert M. Calderoni	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.2	Re-elect Ms. Jeneanne Hanley	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Emiko Higashi	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Kevin J. Kennedy	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.5	Elect Mr. Michael R. McMullen	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Gary B. Moore	DAFÜR	DAFÜR	
1.7	Re-elect Ms. Marie E. Myers	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.8	Re-elect Mr. Victor Peng	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Robert A. Rango	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Richard P. Wallace	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Approve the 2023 Incentive Award Plan	DAFÜR	● DAGEGEN	Potential excessive awards.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Ms. Sallie B. Bailey	DAFÜR	DAFÜR	
1b	Re-elect Mr. Peter W. Chiarelli	DAFÜR	DAFÜR	
1c	Re-elect Mr. Thomas A. Dattilo	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d	Re-elect Mr. Roger B. Fradin	DAFÜR	DAFÜR	
1e	Elect Ms. Joanna L. Geraghty	DAFÜR	DAFÜR	
1f	Re-elect Mr. Harry B. Harris Jr.	DAFÜR	DAFÜR	
1g	Re-elect Mr. Lewis Hay III	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h	Re-elect Mr. Christopher E. Kubasik	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1i	Re-elect Ms. Rita S. Lane	DAFÜR	DAFÜR	
1j	Re-elect Mr. Robert B. Millard	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1k	Elect Mr. Edward A. Rice Jr.	DAFÜR	DAFÜR	
1l	Elect Ms. Christina L. Zamarro	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Transparency in regard to Lobbying	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.a	Re-elect Mr. Sohail U. Ahmed	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Timothy M. Archer	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Eric K. Brandt	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Michael R. Cannon	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient.
1.e	Elect Mr. John M. Dineen	DAFÜR	DAFÜR	
1.f	Elect Dr. Ho Kyu Kang	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Bethany J. Mayer	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.h	Re-elect Ms. Jyoti K. Mehra	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Abhijit Y. Talwalkar	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.j	Re-elect Dr. Lih-Shyng Rick Tsai	DAFÜR	DAFÜR	
1.k	Re-elect Ms. Leslie F. Varon	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos
	Court meeting		
C.1	Approve Scheme of Arrangement	DAFÜR	DAFÜR
	Extraordinary general meeting		
E.1	Approve Scheme of Arrangement	DAFÜR	DAFÜR
E.2	Amend Articles of Association	DAFÜR	DAFÜR
E.3	Approve Common Draft Terms of Merger	DAFÜR	DAFÜR

No.	Traktanden	Board	Ethos	
Elections to the board of directors				
1a	Re-elect Mr. Stephen F. Angel	DAFÜR	● DAGEGEN	Non independent chairman (former CEO), which is not best practice.
1b	Re-elect Mr. Sanjiv Lamba	DAFÜR	DAFÜR	
1c	Re-elect Prof. DDr. Ann-Kristin Achleitner	DAFÜR	● DAGEGEN	Non independent director sitting on the remuneration committee, which is not best practice.
1d	Re-elect Dr. Thomas Enders	DAFÜR	DAFÜR	
1e	Elect Mr. Hugh Grant	DAFÜR	DAFÜR	
1f	Re-elect Mr. Joe Kaeser	DAFÜR	DAFÜR	
1g	Re-elect Dr. Victoria E. Ossadnik	DAFÜR	DAFÜR	
1h	Re-elect Prof. Dr. Martin H. Richenhagen	DAFÜR	● DAGEGEN	Chairman of the audit committee and the tenure of the external auditors significantly exceeds market practice.
1i	Re-elect Mr. Alberto Weisser	DAFÜR	DAFÜR	
1j	Re-elect Mr. Robert L. Wood	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
2a	Re-appoint PricewaterhouseCoopers as auditors (advisory vote)	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
2b	Auditor's remuneration (advisory vote)	DAFÜR	DAFÜR	
3	Advisory vote on the named executive officers' compensation under US law)	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Amendments to Linde's Memorandum and Articles of Association	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Ralph (Raul) Alvarez	DAFÜR	DAFÜR	
1.2	Re-elect Mr. David H. Batchelder	DAFÜR	DAFÜR	
1.3	Elect Mr. Scott H. Baxter	DAFÜR	DAFÜR	
1.4	Re-elect Ms. Sandra B. Cochran	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Laurie Z. Douglas	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Richard W. Dreiling	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Marvin R. Ellison	DAFÜR	● ZURÜCK-BEHALTEN	Combined chairman and CEO.
1.8	Re-elect Mr. Daniel J. Heinrich	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Brian C. Rogers	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Bertram L. Scott	DAFÜR	DAFÜR	
1.11	Re-elect Ms. Colleen Taylor	DAFÜR	DAFÜR	
1.12	Re-elect Ms. Mary Beth West	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. J. Michael Stice	DAFÜR	DAFÜR	
1.b	Re-elect Mr. John P. Surma	DAFÜR	● DAGEGEN	<p>Non-independent chairman of the nomination committee. The independence of this committee is insufficient.</p> <p>Chairman of the board and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.</p>
1.c	Re-elect Ms. Susan Tomasky	DAFÜR	DAFÜR	
1.d	Elect Ms. Toni Townes-Whitley	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	DAFÜR	
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	<p>Excessive variable remuneration.</p> <p>An important part of the variable remuneration is based on continued employment only.</p>
4	Declassify the board of directors	DAFÜR	DAFÜR	
5	Eliminate Supermajority Provisions	DAFÜR	DAFÜR	
6	Increase the Maximum Size of the Board of Directors	DAFÜR	● DAGEGEN	The proposed board size is excessive.
7	Shareholder resolution: Introduce simple majority voting	DAGEGEN	DAGEGEN	
8	Shareholder resolution: Amend Clawback Provisions	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
9	Shareholder resolution: Report on Just Transition	DAGEGEN	● DAFÜR	Enhanced disclosure on how the company addresses the social and economic impacts linked to its climate change strategy.
10	Shareholder resolution: Audited Report on Asset Retirement Obligations	DAGEGEN	● DAFÜR	Information is crucial for investors to assess the true risk-adjusted value of their investment

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Anthony G. Capuano	DAFÜR	DAFÜR	
1b.	Re-elect Ms. Isabella D. Goren	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Deborah Marriot Harrison	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Federick A. Henderson	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Eric Hippeau	DAFÜR	DAFÜR	
1f.	Elect Ms. Lauren R. Hobart	DAFÜR	DAFÜR	
1g.	Re-elect Ms. Debra L. Lee	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h.	Re-elect Mr. Aylwin B. Lewis	DAFÜR	DAFÜR	
1i.	Re-elect Mr. David S. Marriott	DAFÜR	DAFÜR	
1j.	Re-elect Ms. Margaret M. McCarthy	DAFÜR	DAFÜR	
1k.	Elect Mr. Grant F. Reid	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Horacio D. Rozanski	DAFÜR	DAFÜR	
1m.	Re-elect Prof. Susan C. Schwab	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	To approve the amendment of the 2023 Stock and Cash Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
6.	Shareholder resolution: Publish a Congruency Report of Partnerships with Globalist Organization	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Report on Gender/Racial Pay Gap	DAGEGEN	● DAFÜR	We support corporate policies aiming to promote gender equality and ethnic diversity.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Anthony K. Anderson	DAFÜR	DAFÜR	
1.b	Elect Mr. John Q. Doyle	DAFÜR	DAFÜR	
1.c	Re-elect Dr. Hafize Gaye Erkan	DAFÜR	DAFÜR	
1.d	Re-elect Dr. Óscar Fanjul Martin	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Re-elect Mr. H. Edward Hanway	DAFÜR	DAFÜR	
1.f	Elect Dr. Judith Hartmann	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Deborah C. Hopkins	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Tamara Ingram, OBE	DAFÜR	DAFÜR	
1.i	Re-elect Ms. Jane H. Lute	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Stephen A. Mills	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient.
1.k	Re-elect Mr. Bruce P. Nolop	DAFÜR	DAFÜR	
1.l	Re-elect Mr. Morton O. Schapiro	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.m	Re-elect Mr. Lloyd M. Yates	DAFÜR	DAFÜR	
1.n	Elect Mr. Ray G. Young	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. Merit E. Janow	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Candido Bracher	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Richard K. Davis	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Julius M. Genachowski	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1e.	Re-elect Mr. Choon Phong Goh	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Oki Matsumoto	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Michael Miebach	DAFÜR	DAFÜR	
1h.	Re-elect Prof. Dr. Youngme E. Moon	DAFÜR	DAFÜR	
1i.	Re-elect Ms. Rima Qureshi	DAFÜR	DAFÜR	
1j.	Re-elect Ms. Gabrielle Sulzberger	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Harit Talwar	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Lance Uggla	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	To approve the Employee Stock Purchase Plan	DAFÜR	DAFÜR	
5.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
6.	Shareholder resolution: Report on on ensuring respect for civil liberties	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Report on New Merchant Category Code for Gun and Ammunition Stores	DAGEGEN	● DAFÜR	Enhanced disclosure on risks attached to purchasing guns.
8.	Shareholder resolution: Report on Lobbying Disclosure	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
9.	Shareholder resolution: stockholders approve advance notice bylaw amendments	DAGEGEN	● DAFÜR	The proposal aims at improving the company's corporate governance.
10.	Shareholder resolution: Report on Cost-Benefit Analysis of Diversity and Inclusion Efforts	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Elect Mr. Anthony G. Capuano	DAFÜR	DAFÜR	
1.b	Elect Mr. Kareem Daniel	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Lloyd H. Dean	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Catherine Engelbert	DAFÜR	DAFÜR	
1.e	Re-elect Ms. Margaret H. Georgiadis	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Enrique Hernandez Jr.	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.g	Re-elect Mr. Christopher Kempczinski	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Richard H. Lenny	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.i	Re-elect Mr. John Mulligan	DAFÜR	DAFÜR	
1.j	Elect Ms. Jennifer Taubert	DAFÜR	DAFÜR	
1.k	Re-elect Mr. Paul S. Walsh	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.l	Elect Ms. Amy Weaver	DAFÜR	DAFÜR	
1.m	Re-elect Mr. Miles D. White	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Adoption of Antibiotics Policy (1)	DAGEGEN	● DAFÜR	A policy would help determine how the company deals with antibiotics in its supply chain.
6	Shareholder resolution: Adoption of Antibiotics Policy (2)	DAGEGEN	● DAFÜR	The policy would help determine the company's priorities and how it deals with antimicrobial resistance in its supply chain.
7	Shareholder resolution: Annual Report on Communist China	DAGEGEN	DAGEGEN	
8	Shareholder resolution: Civil Rights and Returns to Merit Audit	DAGEGEN	DAGEGEN	
9	Shareholder resolution: Disclose lobbying contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
10	Shareholder resolution: Annual Report on Global Political Influence	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
11	Shareholder resolution: Poultry Welfare Disclosure	DAGEGEN	● DAFÜR	Enhanced disclosure on the protection of animals and their welfare.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Dr. Richard H. Carmona	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Dominic J. Caruso	DAFÜR	DAFÜR	
1.c	Re-elect Mr. W. Roy Dunbar	DAFÜR	DAFÜR	
1.d	Re-elect Mr. James H. Hinton	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Donald (Don) R. Knauss	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Bradley E. Lerman	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Linda P. Mantia	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Maria Martinez	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.i	Re-elect Ms. Susan R. Salka	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Brian S. Tyler	DAFÜR	DAFÜR	
1.k	Re-elect Ms. Kathleen Wilson-Thompson	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration. Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Douglas M. Baker Jr.	DAFÜR	DAFÜR	
1.b	Re-elect Ms. Mary Ellen Coe	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Pamela J. Craig	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Robert M. Davis	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.e	Re-elect Mr. Thomas H. Glocer	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.f	Re-elect Dr. Risa Lavizzo-Mourey	DAFÜR	DAFÜR	
1.g	Re-elect Mr. Stephen L. Mayo	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Paul B. Rothman	DAFÜR	DAFÜR	
1.i	Re-elect Ms. Patricia F. Russo	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines. Non-independent director and the board size is excessive.
1.j	Re-elect Prof. Dr. Christine E. Seidman	DAFÜR	DAFÜR	
1.k	Re-elect Mr. Inge G. Thulin	DAFÜR	DAFÜR	
1.l	Re-elect Ms. Kathy J. Warden	DAFÜR	DAFÜR	
1.m	Re-elect Mr. Peter C. Wendell	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Regarding Business Operations in China	DAGEGEN	DAGEGEN	
6	Shareholder resolution: Access to COVID-19 Products	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.
7	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
8	Shareholder resolution: Report on Impact of Extended Patent Exclusivities on Product Access	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.
9	Shareholder resolution: Congruency Report of Partnerships with Globalist Organisations	DAGEGEN	DAGEGEN	
10	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Ms. Peggy Alford	DAFÜR	● ZURÜCK-BEHALTEN	Non-independent chairman of the nomination and remuneration committee. The independence of this committee is insufficient. Concerns over the director's time commitments.
1.2	Re-elect Mr. Marc L. Andreessen	DAFÜR	● ZURÜCK-BEHALTEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1.3	Re-elect Mr. Andrew W. Houston	DAFÜR	● ZURÜCK-BEHALTEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1.4	Re-elect Ms. Nancy Killefer	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Robert M. Kimmitt	DAFÜR	● ZURÜCK-BEHALTEN	Non independent lead director, which is not best practice. The director is over 75 years old, which exceeds guidelines.
1.6	Re-elect Ms. Sheryl K. Sandberg	DAFÜR	● ZURÜCK-BEHALTEN	Non independent director (former executive). The board is not sufficiently independent.
1.7	Re-elect Ms. Tracey T. Travis	DAFÜR	● ZURÜCK-BEHALTEN	Non-independent chairman of the audit committee. The independence of this committee is insufficient. Concerns over the director's time commitments.
1.8	Re-elect Mr. Tony Xu	DAFÜR	● ZURÜCK-BEHALTEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1.9	Re-elect Mr. Mark Zuckerberg	DAFÜR	● ZURÜCK-BEHALTEN	Combined chairman and CEO.
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services.
3.	Shareholder resolution: Report on Government Take-Down Requests	DAGEGEN	DAGEGEN	
4.	Shareholder resolution: Approve Recapitalisation Plan for all Stock to Have One-vote per Share	DAGEGEN	● DAFÜR	Dual share structures are not in the best interest of shareholders, as they create a disproportionate control of one group of shareholders regardless of their participation in the company's equity
5.	Shareholder resolution: Report on Human Rights Impact Assessment of Targeted Advertising	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
6.	Shareholder resolution: Report on Lobbying Payments and Policy	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
7.	Shareholder resolution: Report on Allegations of Political Entanglement and Content Management Biases in India	DAGEGEN	● DAFÜR	Facebook's influence on religious violence highlights the need for transparency in tackling hate speech and ensuring user safety.
8.	Shareholder resolution: Report on Framework to Assess Company Lobbying Alignment with Climate Goals	DAGEGEN	● DAFÜR	Enhanced disclosure on company lobbying alignment with climate goals.

No.	Traktanden	Board	Ethos	
9.	Shareholder resolution: Report on Data Privacy regarding Reproductive Healthcare	DAGEGEN	● DAFÜR	Enhanced disclosure on reliance of law enforcement on digital consumer data raises concerns about user privacy particularly in sensitive areas such as abortion.
10.	Shareholder resolution: Report on Enforcement of Community Standards and User Content	DAGEGEN	● DAFÜR	The resolution aims at preventing discrimination and violence.
11.	Shareholder resolution: Report on Child Safety and Harm Reduction	DAGEGEN	● DAFÜR	The proposal aims at improving child safety and reducing harm to children on the company's platforms.
12.	Shareholder resolution: Report on Executive Pay Calibration to Externalized Costs	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
13.	Shareholder resolution: Commission Independent Review of Audit & Risk Oversight Committee	DAGEGEN	● DAFÜR	Shareholders need a comprehensive understanding of how the company is addressing risks related to data privacy.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Cheryl W. Grisé	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1b.	Re-elect Mr. Carlos M. Gutierrez	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Carla A. Harris	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Gerald L. Hassell	DAFÜR	DAFÜR	
1e.	Re-elect Mr. David L. Herzog	DAFÜR	DAFÜR	
1f.	Re-elect Dr. R. Glenn Hubbard	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1g.	Elect Mr. Jeh C. Johnson	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Edward J. Kelly III	DAFÜR	DAFÜR	
1i.	Re-elect Mr. William E. Kennard	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Michel A. Khalaf	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Catherine R. Kinney	DAFÜR	DAFÜR	
1l.	Re-elect Ms. Diana L. McKenzie	DAFÜR	DAFÜR	
1m.	Re-elect Ms. Denise M. Morrison	DAFÜR	DAFÜR	
1n.	Re-elect Mr. Mark A. Weinberger	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.a	Re-elect Mr. Richard M. Beyer	DAFÜR	● DAGEGEN The director is over 75 years old, which exceeds guidelines.
1.b	Re-elect Ms. Lynn A. Dugle	DAFÜR	DAFÜR
1.c	Re-elect Mr. Steven J. Gomo	DAFÜR	DAFÜR
1.d	Re-elect Ms. Linnie M. Haynesworth	DAFÜR	DAFÜR
1.e	Re-elect Ms. Mary P. McCarthy	DAFÜR	DAFÜR
1.f	Re-elect Mr. Sanjay Mehrotra	DAFÜR	DAFÜR
1.g	Re-elect Mr. Robert E. Switz	DAFÜR	● DAGEGEN The director is over 75 years old, which exceeds guidelines.
1.h	Re-elect Ms. MaryAnn Wright	DAFÜR	DAFÜR
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
3	To approve the amendment and restatement of the Equity Incentive Plan	DAFÜR	● DAGEGEN Excessive discretion of the remuneration committee in determining the performance criteria. Potential excessive awards.
4	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Reid G. Hoffman	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Hugh F. Johnston	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.3	Re-elect Ms. Teri L. List	DAFÜR	DAFÜR	
1.4	Elect Ms. Catherine MacGregor	DAFÜR	DAFÜR	
1.5	Elect Mr. Mark A. L. Mason	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Satya Nadella	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.7	Re-elect Ms. Sandra E. Peterson	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Penny S. Pritzker	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Carlos A. Rodriguez	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Charles W. Scharf	DAFÜR	DAFÜR	
1.11	Re-elect Mr. John W. Stanton	DAFÜR	DAFÜR	
1.12	Re-elect Dame Emma N. Walmsley	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Report on gender-based compensation and benefits inequities	DAGEGEN	DAGEGEN	
6	Shareholder resolution: Report on risks of omitting viewpoint and ideological diversity from EEO policy	DAGEGEN	DAGEGEN	
7	Shareholder resolution: Report on government take down requests	DAGEGEN	DAGEGEN	
8	Shareholder resolution: Report on risks of weapons development	DAGEGEN	● DAFÜR	Enhanced transparency on a controversial sector.
9	Shareholder resolution: Report on climate risk in retirement plan options	DAGEGEN	● DAFÜR	Enhanced disclosure on the environmental impact of the employee retirement funds.
10	Shareholder resolution: Publish a tax transparency report	DAGEGEN	● DAFÜR	Enhanced disclosure on the tax practices of the company.
11	Shareholder resolution: Report on risks of operating in countries with significant human rights concerns	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights practices of the company.
12	Shareholder resolution: Disclose third-party political contributions	DAGEGEN	DAGEGEN	
13	Shareholder resolution: Report on risks related to artificial intelligence generated misinformation and disinformation	DAGEGEN	● DAFÜR	Enhanced disclosure on artificial intelligence concerns.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Stephen Berenson	DAFÜR	DAFÜR	
1.2	Re-elect Dr. med. Sandra J. Horning	DAFÜR	● ZURÜCK-BEHALTEN	The director is 75 years old, which exceeds guidelines.
1.3	Re-elect Mr. Paul Sagan	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3.	Re-election of the auditor	DAFÜR	● DAGEGEN	On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services.
4.	Shareholder Resolution: Report on the Feasibility of Transferring Intellectual Property	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Lewis W.K. Booth	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1b.	Re-elect Mr. Charles E. Bunch	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Ertharin Cousin	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Jorge S. Mesquita	DAFÜR	DAFÜR	
1e.	Elect Ms. Anidita Mukherjee	DAFÜR	DAFÜR	
1f.	Re-elect Ms. Jane Hamilton Nielsen	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Patrick T. Siewert	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Michael A. Todman	DAFÜR	DAFÜR	
1i.	Re-elect Dr. Dirk Van de Put	DAFÜR	● DAGEGEN	Combined chairman and CEO.
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	
6.	Shareholder resolution: Publish annual benchmarks for achieving company's 2023 cage-free egg goal	DAGEGEN	● DAFÜR	Animal welfare is crucial for farm animals used for food.
7.	Shareholder resolution: Adopt public targets to eradicate child labour in cocoa supply chain	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights regarding child labour.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. Rodney C. Sacks	DAFÜR	● ZURÜCK-BEHALTEN	Combined chairman and CEO.
1.2	Re-elect Mr. Hilton H. Schlosberg	DAFÜR	● ZURÜCK-BEHALTEN	Combined chairman and CEO.
1.3	Re-elect Mr. Mark J. Hall	DAFÜR	● ZURÜCK-BEHALTEN	Executive director. The number of executives on the board exceeds market practice.
1.4	Re-elect Ms. Ana Demel	DAFÜR	DAFÜR	
1.5	Re-elect Mr. James L. Dinkins	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Gary P. Fayard	DAFÜR	DAFÜR	
1.7	Re-elect Ms. Tiffany M. Hall	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Jeanne P. Jackson	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Steven G. Pizula	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Mark S. Vidergauz	DAFÜR	● ZURÜCK-BEHALTEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
2.	Election of Ernst & Young as new external auditor	DAFÜR	DAFÜR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Increase Authorized Common Stock	DAFÜR	● DAGEGEN	The increase in the authorized capital by 400% is excessive.
6.	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Gregory O. Brown	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1b.	Re-elect Mr. Kenneth D. Denman	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Egon P. Durban	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1d.	Re-elect Dr. Ayanna M. Howard	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Clayton M. Jones	DAFÜR	DAFÜR	
1f.	Re-elect Ms. Judy C. Lewent	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1g.	Re-elect Mr. Gregory K. Mondre	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Joseph M. Tucci	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
2.	Re-election of the auditor	DAFÜR	DAFÜR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. Mathias Döpfner	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Reed Hastings	DAFÜR	● ZURÜCK-BEHALTEN	Executive chairman. The board is not sufficiently independent.
1c.	Re-elect Mr. Jay C. Hoag	DAFÜR	● ZURÜCK-BEHALTEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d.	Re-elect Mr. Ted Sarandos	DAFÜR	● ZURÜCK-BEHALTEN	Executive director. The board is not sufficiently independent.
2.	Re-election of the auditor	DAFÜR	DAFÜR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
6.	Shareholder resolution: Adopt Policy Prohibiting Directors from Simultaneously Sitting on the Board of Directors of Any Other Company	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Report on Retirement Plan Options	DAGEGEN	● DAFÜR	Enhanced disclosure on how the company's retirement plans contribute to climate change mitigation.
8.	Shareholder resolution: Policy on Freedom of Association	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Elect Ms. Nicole S. Arnaboldi	DAFÜR	DAFÜR	
1.b	Re-elect Ms. Sherry S. Barrat	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.c	Re-elect Mr. James L. Camaren	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.d	Re-elect Dr. Kenneth B. Dunn	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Naren K. Gursahaney	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Kirk S. Hachigian	DAFÜR	DAFÜR	
1.g	Re-elect Mr. John W. Ketchum	DAFÜR	● DAGEGEN	Combined chairman and CEO. Chairman of the board and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.h	Re-elect Ms. Amy B. Lane	DAFÜR	DAFÜR	
1.i	Re-elect Mr. David L. Porges	DAFÜR	DAFÜR	
1.j	Elect Ms. Dev Stahlkopf	DAFÜR	DAFÜR	
1.k	Re-elect Mr. John A. Stall	DAFÜR	DAFÜR	
1.l	Re-elect Mr. Darryl L. Wilson	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive total remuneration. Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Disclosure of board skills and diversity matrix	DAGEGEN	● DAFÜR	Enhanced disclosure on board members' skills.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Cathleen A. Benko	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Alan B. Graf Jr.	DAFÜR	● ZURÜCK-BEHALTEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.c	Re-elect Mr. John W. Rogers Jr.	DAFÜR	DAFÜR	
1.d	Elect Mr. Robert H. Swan	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Gender and Racial Pay Equity Report	DAGEGEN	● DAFÜR	Enhanced disclosure on gender equality.
6	Shareholder resolution: Supply Chain Management Report	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Thomas D. Bell Jr.	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Mitchell E. Daniels	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Marcela E. Donadio	DAFÜR	DAFÜR	
1d.	Re-elect Mr. John C. Huffard Jr.	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Christopher T. Jones	DAFÜR	DAFÜR	
1f.	Re-elect Mr. T. Colm Kelleher	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Steven F. Leer	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h.	Re-elect Mr. Michael D. Lockhart	DAFÜR	● DAGEGEN	Chairman of the safety committee and has failed in his oversight of the company with regard to important safety matters.
1i.	Re-elect Ms. Amy E. Miles	DAFÜR	● DAGEGEN	Chairwoman of the board who is responsible for the board's unsatisfactory supervision of the company's management with regard to important ESG matters.
1j.	Re-elect Mr. Claude Mongeau	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Jennifer F. Scanlon	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Alan H. Shaw	DAFÜR	● DAGEGEN	The CEO has failed in his leadership of the company with regard to important ESG matters.
1m.	Re-elect Mr. John R. Thompson	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Ms. Kathy J. Warden	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.2	Re-elect Mr. David P. Abney	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Marianne C. Brown	DAFÜR	DAFÜR	
1.4	Re-elect Ms. Ann Marie Fudge	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Madeleine A. Kleiner	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
1.6	Elect Dr. Arvind Krishna	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1.7	Re-elect Mr. Graham N. Robinson	DAFÜR	DAFÜR	
1.8	Elect Ms. Kimberly A. Ross	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Gary Roughead	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Thomas M. Schoewe	DAFÜR	DAFÜR	
1.11	Re-elect Mr. James S. Turley	DAFÜR	DAFÜR	
1.12	Re-elect Mr. Mark A. Welsh III	DAFÜR	DAFÜR	
1.13	Elect Ms. Mary Winston	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Management Proposal to Reduce Threshold to Request Special Meeting	DAFÜR	DAFÜR	
6.	Shareholder resolution: Annually Conduct an Evaluation and Issue a Report Describing the Alignment of the Company's Political Activities With Its Human Rights Policy	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
7.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1.1	Re-elect Mr. Christopher M. Burley	DAFÜR	DAFÜR
1.2	Re-elect Ms. Maura J. Clark	DAFÜR	DAFÜR
1.3	Re-elect Mr. Russell K. Girling	DAFÜR	DAFÜR
1.4	Re-elect Mr. Michael J. Hennigan	DAFÜR	DAFÜR
1.5	Re-elect Ms. Miranda C. Hubbs	DAFÜR	DAFÜR
1.6	Re-elect Mr. Raj S. Kushwaha	DAFÜR	DAFÜR
1.7	Re-elect Ms. Alice D. Laberge	DAFÜR	DAFÜR
1.8	Re-elect Ms. Consuelo E. Madere	DAFÜR	DAFÜR
1.9	Re-elect Mr. Keith G. Martell	DAFÜR	DAFÜR
1.10	Re-elect Mr. Aaron W. Regent	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
1.11	Elect Mr. Ken A. Seitz	DAFÜR	DAFÜR
1.12	Re-elect Mr. Nelson Silva	DAFÜR	DAFÜR
2.	Re-election of the auditor	DAFÜR	DAFÜR
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Robert K. Burgess	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Tench Coxe	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1c.	Re-elect Dr. John O. Dabiri	DAFÜR	DAFÜR	
1d.	Re-elect Dr. Persis S. Drell	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Jen-Hsun Huang	DAFÜR	DAFÜR	
1f.	Re-elect Ms. Dawn Hudson	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Harvey C. Jones	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h.	Re-elect Mr. Michael G. McCaffery	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Stephen C. Neal	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Mark L. Perry	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1k.	Re-elect Mr. A. Brooke Seawell	DAFÜR	● DAGEGEN	Non-independent chairman of the audit committee. The independence of this committee is insufficient. The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1l.	Re-elect Dr. Aarti Shah	DAFÜR	DAFÜR	
1m.	Re-elect Mr. Mark A. Stevens	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos
1.	Adoption of the financial statements	DAFÜR	DAFÜR
2.	Discharge of board of directors	DAFÜR	DAFÜR
3.	Composition of the board of directors		
3a.	Re-elect Mr. Kurt Sievers	DAFÜR	DAFÜR
3b.	Re-elect Ms. Annette Clayton	DAFÜR	● DAGEGEN Concerns over the director's time commitments.
3c.	Re-elect Mr. Anthony Foxx	DAFÜR	DAFÜR
3d.	Re-elect Mr. Chunyuan Gu	DAFÜR	DAFÜR
3e.	Re-elect Ms. Lena Olving	DAFÜR	DAFÜR
3f.	Re-elect Ms. Julie Southern	DAFÜR	DAFÜR
3g.	Re-elect Ms. Jasmin Staiblin	DAFÜR	DAFÜR
3h.	Re-elect Mr. Gregory L. Summe	DAFÜR	DAFÜR
3i.	Re-elect Mr. Karl-Henrik Sundström	DAFÜR	DAFÜR
3j.	Elect Mr. Moshe Gavrielov	DAFÜR	DAFÜR
4.	Authorisation to issue shares	DAFÜR	DAFÜR
5.	Authorisation to restrict or exclude pre-emptive rights	DAFÜR	DAFÜR
6.	Authorisation to repurchase own shares	DAFÜR	● DAGEGEN The amount to be repurchased exceeds 10% of the share capital.
7.	Reduce share capital via cancellation of shares	DAFÜR	DAFÜR
8.	Election of auditor	DAFÜR	DAFÜR
9.	Approve remuneration report	DAFÜR	● DAGEGEN Excessive variable remuneration.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Vicky Bailey	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Andrew Gould	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1c.	Re-elect Mr. Carlos M. Gutierrez	DAFÜR	DAFÜR	
1d.	Re-elect Ms. Vicki A. Hollub	DAFÜR	DAFÜR	
1e.	Re-elect Mr. William R. Klesse	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1f.	Re-elect Mr. Jack B. Moore	DAFÜR	DAFÜR	
1g.	Elect Ms. Claire O'Neill	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Avedick B. Poladian	DAFÜR	DAFÜR	
1i.	Elect Mr. Ken Robinson	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Robert M. Shearer	DAFÜR	DAFÜR	
2.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.1	Re-elect Ms. Awo Ablo	DAFÜR	DAFÜR
1.2	Re-elect Mr. Jeffrey S. Berg	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.3	Re-elect Dr. Michael J. Boskin	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Non-independent chairman of the audit committee. The independence of this committee is insufficient.</p> <p>Non independent lead director, which is not best practice.</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.4	Re-elect Ms. Safra A. Catz	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Executive director. The board is not sufficiently independent.</p>
1.5	Re-elect Mr. Bruce R. Chizen	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Non independent director (board membership exceeding time limit for independence). The board is not sufficiently independent.</p> <p>Concerns over the director's time commitments.</p> <p>Chairman of the nomination committee. The composition of the board is unsatisfactory.</p>
1.6	Re-elect Mr. George H. Conrades	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>The director is over 75 years old, which exceeds guidelines.</p>
1.7	Re-elect Mr. Lawrence J. Ellison	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Executive chairman. The board is not sufficiently independent.</p> <p>Chairman of the board and the composition of the board is very unsatisfactory.</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.8	Re-elect Ms. Rona A. Fairhead	DAFÜR	DAFÜR
1.9	Re-elect Mr. Jeffrey O. Henley	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Executive director. The board is not sufficiently independent.</p> <p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.10	Re-elect Ms. Renée J. James	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN <p>Non independent director (business connections with the company). The board is not sufficiently independent.</p> <p>Concerns over the director's time commitments.</p>

No.	Traktanden	Board	Ethos
1.11	Re-elect Mr. Charles W. Moorman IV	DAFÜR	DAFÜR
1.12	Re-elect Mr. Leon E. Panetta	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN The director is over 75 years old, which exceeds guidelines.
1.13	Re-elect Mr. William G. Parrett	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN The director is over 75 years old, which exceeds guidelines.
1.14	Re-elect Ms. Naomi O. Seligman	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.15	Re-elect Dr. Vishal Sikka	DAFÜR	<ul style="list-style-type: none"> ● ZURÜCK-BEHALTEN Non independent director according to the company. The board is not sufficiently independent.
2	Advisory vote on executive remuneration	DAFÜR	<ul style="list-style-type: none"> ● DAGEGEN Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
4	To approve the amendment of the Omnibus Incentive Plan	DAFÜR	<ul style="list-style-type: none"> ● DAGEGEN Excessive discretion of the remuneration committee in determining the performance criteria. Potential excessive awards.
5	Re-election of the auditor	DAFÜR	<ul style="list-style-type: none"> ● DAGEGEN The auditor's long tenure raises independence concerns.
6	Shareholder resolution: Gender and Racial Pay Equity Report	DAGEGEN	<ul style="list-style-type: none"> ● DAFÜR Enhanced disclosure on gender equality and ethnic diversity.
7	Shareholder resolution: Independent chairman	DAGEGEN	<ul style="list-style-type: none"> ● DAFÜR The proposal aims at improving the company's corporate governance and the board overall independence.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. David E. O'Reilly	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Larry O'Reilly	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1c.	Re-elect Mr. Greg Henslee	DAFÜR	● DAGEGEN	Executive chairman. The board is not sufficiently independent.
1d.	Re-elect Mr. Jay D. Burchfield	DAFÜR	● DAGEGEN	The director is over 75 years old and has been sitting on the board for over 16 years, which both exceeds guidelines. Non independent lead director, which is not best practice.
1e.	Re-elect Mr. Thomas T. Hendrickson	DAFÜR	DAFÜR	
1f.	Re-elect Mr. John R. Murphy	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1g.	Re-elect Ms. Dana M. Perlman	DAFÜR	DAFÜR	
1h.	Re-elect Ms. Maria A. Sastre	DAFÜR	DAFÜR	
1i.	Re-elect Ms. Andrea M. Weiss	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Fred Whitfield	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	An independent chairman can ensure independent oversight of management.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Rodney C. Adkins	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Jonathan Christodoro	DAFÜR	DAFÜR	
1c.	Re-elect Mr. John J. Donahoe	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1d.	Re-elect Mr. David W. Dorman	DAFÜR	DAFÜR	
1e.	Re-elect Ms. Belinda J. Johnson	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Enrique Lores	DAFÜR	DAFÜR	
1g.	Re-elect Ms. Gail J. McGovern	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1h.	Re-elect Ms. Deborah M. Messemer	DAFÜR	DAFÜR	
1i.	Re-elect Mr. David M. Moffett	DAFÜR	DAFÜR	
1j.	Re-elect Ms. Ann M. Sarnoff	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Daniel H. Schulman	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Frank D. Yeary	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	To approve the amendment of the 2015 Equity Incentive Award Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Provision of services in conflict zones	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
6.	Shareholder resolution: Reproductive rights and data privacy	DAGEGEN	● DAFÜR	Protecting customer privacy is crucial for maintaining a good reputation and building trust with customers.
7.	Shareholder resolution: PayPal transparency reports	ZURÜCK-GEZOGEN	ZURÜCK-GEZOGEN	
8.	Shareholder resolution: Report on ensuring respect for civil liberties	DAGEGEN	DAGEGEN	
9.	Shareholder resolution: Adopt majority vote standard for director elections	DAGEGEN	● DAFÜR	Majority voting aligns with corporate governance best practice.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Segun Agbaje	DAFÜR	DAFÜR	
1b.	Elect Ms. Jennifer Bailey	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Cesar Conde	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. Concerns over the director's time commitments.
1d.	Re-elect Mr. Ian M. Cook	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
1e.	Re-elect Ms. Edith W. Cooper	DAFÜR	DAFÜR	
1f.	Elect Ms. Susan M. Diamond	DAFÜR	DAFÜR	
1g.	Re-elect Ms. Dina Dublon	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h.	Re-elect Ms. Michelle Gass	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Ramon L. Laguarta	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1j.	Re-elect Mr. Sir Dave Lewis	DAFÜR	DAFÜR	
1k.	Re-elect Prof. Dr. David C. Page	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Robert C. Pohlad	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient.
1m.	Re-elect Dr. med. Daniel L. Vasella	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1n.	Re-elect Mr. Darren Walker	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1o.	Re-elect Mr. Alberto Weisser	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	
6.	Shareholder resolution: Global Transparency Report	DAGEGEN	● DAFÜR	Enhanced disclosure on lobbying expenses.
7.	Shareholder resolution: Report on Impacts of Reproductive Healthcare Legislation	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.
8.	Shareholder resolution: Congruency Report on Net-Zero Emissions Policies	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Mr. Ronald E. Blaylock	DAFÜR	DAFÜR	
1.2	Re-elect Dr. Albert Bourla	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.3	Re-elect Dr. Susan D. Desmond-Hellmann	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Joseph J. Echevarria	DAFÜR	● DAGEGEN	Non-independent chairman of the corporate governance committee. The independence of this committee is insufficient.
1.5	Re-elect Dr. Scott Gottlieb	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1.6	Re-elect Prof. Dr. Helen H. Hobbs	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1.7	Re-elect Dr. Susan Hockfield	DAFÜR	DAFÜR	
1.8	Re-elect Dr. Dan R. Littman	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1.9	Re-elect Mr. Shantanu Narayen	DAFÜR	DAFÜR	
1.10	Re-elect Ms. Suzanne Nora Johnson	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.11	Re-elect Mr. James Quincey	DAFÜR	DAFÜR	
1.12	Re-elect Mr. James C. Smith	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
6	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	An independent chairman can ensure independent oversight of management.
7	Shareholder resolution: Report on Transfer of Intellectual Property to Potential COVID-19 Manufacturers	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.
8	Shareholder resolution: Impact of Extended Patent Exclusivities on Product Access Report	DAGEGEN	● DAFÜR	The proposal would demonstrate the commitment of the company to expanding patient access to its products.
9	Shareholder resolution: Political Contributions Congruency Report	DAGEGEN	● DAFÜR	The company should align its public values and policies with its political expenditures and contributions.

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1a.	Re-elect Mr. Brant Bonin Bough	DAFÜR	DAFÜR
1b.	Re-elect Mr. Andre Calantzopoulos	DAFÜR	DAFÜR
1c.	Re-elect Mr. Michel Combes	DAFÜR	DAFÜR
1d.	Re-elect Dr. Juan José Daboub	DAFÜR	DAFÜR
1e.	Re-elect Mr. Werner Geissler	DAFÜR	DAFÜR
1f.	Re-elect Ms. Lisa A. Hook	DAFÜR	DAFÜR
1g.	Re-elect Mr. Jun Makihara	DAFÜR	DAFÜR
1h.	Re-elect Ms. Kalpana Morparia	DAFÜR	DAFÜR
1i.	Re-elect Mr. Jacek Olczak	DAFÜR	DAFÜR
1j.	Re-elect Mr. Robert B. Polet	DAFÜR	DAFÜR
1k.	Re-elect Ms. Dessi Temperley	DAFÜR	DAFÜR
1l.	Re-elect Mr. Shlomo Yanai	DAFÜR	DAFÜR
2.	Advisory vote on executive remuneration	DAFÜR	<p>● DAGEGEN Excessive variable remuneration.</p> <p>An important part of the variable remuneration is based on continued employment only.</p>
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
4.	Re-election of the auditor	DAFÜR	DAFÜR
5.	Shareholder resolution: Make Nicotine Level Information Available to Customers and Begin Reducing Nicoting Levels	DAGEGEN	<p>● DAFÜR The proposal aims at encouraging corporate social responsibility.</p>

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1a.	Re-elect Mr. A. R. Alameddine	DAFÜR	● DAGEGEN The director is over 75 years old, which exceeds guidelines.
1b.	Re-elect Ms. Lori G. Billingsley	DAFÜR	DAFÜR
1c.	Re-elect Mr. Edison C. Buchanan	DAFÜR	● DAGEGEN The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d.	Elect Mr. Richard P. Dealy	DAFÜR	DAFÜR
1e.	Re-elect Ms. Maria S. Dreyfus	DAFÜR	DAFÜR
1f.	Re-elect Mr. Matthew M. Gallagher	DAFÜR	DAFÜR
1g.	Re-elect Mr. Phillip A. Gobe	DAFÜR	DAFÜR
1h.	Re-elect Ms. Stacy P. Methvin	DAFÜR	DAFÜR
1i.	Re-elect Mr. Royce W. Mitchell	DAFÜR	DAFÜR
1j.	Re-elect Mr. Scott D. Sheffield	DAFÜR	DAFÜR
1k.	Re-elect Mr. J. Kenneth Thompson	DAFÜR	DAFÜR
1l.	Re-elect Ms. Phoebe A. Wood	DAFÜR	DAFÜR
2.	Re-election of the auditor	DAFÜR	● DAGEGEN The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1a.	Re-elect Mr. Joseph Alvarado	DAFÜR	DAFÜR
1b.	Re-elect Ms. Debra A. Cafaro	DAFÜR	DAFÜR
1c.	Re-elect Ms. Marjorie Rodgers Cheshire	DAFÜR	DAFÜR
1d.	Re-elect Mr. William S. Demchak	DAFÜR	● DAGEGEN Combined chairman and CEO.
1e.	Re-elect Mr. Andrew T. Feldstein	DAFÜR	DAFÜR
1f.	Re-elect Mr. Richard J. Harshman	DAFÜR	DAFÜR
1g.	Re-elect Mr. Daniel R. Hesse	DAFÜR	DAFÜR
1h.	Elect Dr. Renu Khator	DAFÜR	DAFÜR
1i.	Re-elect Ms. Linda R. Medler	DAFÜR	DAFÜR
1j.	Re-elect Mr. Robert A. Niblock	DAFÜR	DAFÜR
1k.	Re-elect Mr. Martin Pfinsgraff	DAFÜR	DAFÜR
1l.	Re-elect Mr. Bryan S. Salesky	DAFÜR	DAFÜR
1m.	Re-elect Ms. Toni Townes-Whitley	DAFÜR	DAFÜR
2	Re-election of the auditor	DAFÜR	DAFÜR
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. B. Marc Allen	DAFÜR	DAFÜR	
1.b	Elect Mr. Brett Biggs	DAFÜR	DAFÜR	
1.c	Elect Ms. Sheila Bonini	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Angela F. Braly	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.e	Re-elect Ms. Amy L. Chang	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Joseph Jimenez	DAFÜR	DAFÜR	
1.g	Re-elect Mr. Christopher Kempczinski	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Debra L. Lee	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Terry J. Lundgren	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Christine M. McCarthy	DAFÜR	DAFÜR	
1.k	Re-elect Mr. Jon R. Moeller	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.l	Elect Mr. Robert J. Portman	DAFÜR	DAFÜR	
1.m	Re-elect Mr. Rajesh Subramaniam	DAFÜR	DAFÜR	
1.n	Re-elect Ms. Patricia A. Woertz	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Civil rights audit of reverse discrimination	DAGEGEN	DAGEGEN	
6	Shareholder resolution: Report on operations in China	DAGEGEN	DAGEGEN	
7	Shareholder resolution: Fair elections	DAGEGEN	● DAFÜR	The proposal aims at improving the company's corporate governance.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Elect Ms. Danelle M. Barrett	DAFÜR	DAFÜR	
1b	Re-elect Mr. Philip Bleser	DAFÜR	DAFÜR	
1c	Re-elect Mr. Stuart B. Burgdoerfer	DAFÜR	DAFÜR	
1d	Re-elect Ms. Pamela J. Craig	DAFÜR	DAFÜR	
1e	Re-elect Mr. Charles A. Davis	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1f	Re-elect Mr. Roger N. Farah	DAFÜR	DAFÜR	
1g	Re-elect Ms. Lawton Fitt	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient.
1h	Re-elect Ms. Susan Patricia Griffith	DAFÜR	DAFÜR	
1i	Re-elect Mr. Devin C. Johnson	DAFÜR	DAFÜR	
1j	Re-elect Mr. Jeffrey D. Kelly	DAFÜR	DAFÜR	
1k	Re-elect Ms. Barbara R. Snyder	DAFÜR	DAFÜR	
1l	Re-elect Ms. Kahina Van Dyke	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Hamid R. Moghadam	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.b	Re-elect Ms. Cristina G. Bitá	DAFÜR	DAFÜR	
1.c	Elect Mr. James B. Connor	DAFÜR	DAFÜR	
1.d	Re-elect Mr. George L. Fotiades	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Re-elect Ms. Lydia H. Kennard	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.f	Re-elect Mr. Irving F. Lyons III	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.g	Re-elect Ms. Avid Modjtabai	DAFÜR	DAFÜR	
1.h	Re-elect Mr. David P. O'Connor	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Olivier Piani	DAFÜR	DAFÜR	
1.j	Re-elect Dr. Jeffrey L. Skelton	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.k	Re-elect Mr. Carl B. Webb	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Ronald L. Havner, Jr.	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1b.	Re-elect Ms. Tamara Hughes Gustavson	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Leslie S. Heisz	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Shankh S. Mitra	DAFÜR	DAFÜR	
1e.	Re-elect Mr. David J. Neithercut	DAFÜR	DAFÜR	
1f.	Re-elect Ms. Rebecca L. Owen	DAFÜR	DAFÜR	
1g.	Re-elect Ms. Kristy M. Pipes	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Avedick B. Poladian	DAFÜR	DAFÜR	
1i.	Re-elect Mr. John Reyes	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Joseph D. Russell Jr.	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Tariq M. Shaukat	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Ronald P. Spogli	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1m.	Re-elect Mr. Paul S. Williams	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Greenhouse Gas Reduction Targets	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Re-elect Ms. Sylvia Acevedo	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Cristiano Amon	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Mark Fields	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Jeffrey W. Henderson	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Gregory Johnson	DAFÜR	DAFÜR	
1.6	Re-elect Ms. Ann M. Livermore	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Mark D McLaughlin	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Jamie S. Miller	DAFÜR	DAFÜR	
1.9	Re-elect Dr. Irene B. Rosenfeld	DAFÜR	DAFÜR	
1.10	Re-elect Mr. Neil Smit	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Jean-Pascal Tricoire	DAFÜR	DAFÜR	
1.12	Re-elect Mr. Anthony J. Vinciquerra	DAFÜR	● ZURÜCK-BEHALTEN	Concerns over the director's time commitments.
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	To approve the 2023 Long-Term Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
4	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Priscilla Almodovar	DAFÜR	DAFÜR	
1b.	Re-elect Ms. Jacqueline Brady	DAFÜR	DAFÜR	
1c.	Re-elect Ms. A. Larry Chapman	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1d.	Re-elect Mr. Reginald H. Gilyard	DAFÜR	DAFÜR	
1e.	Re-elect Ms. Mary Hogan Preusse	DAFÜR	DAFÜR	
1f.	Re-elect Dr. iur. Priya Cherian Huskins	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1g.	Re-elect Mr. Gerardo I. Lopez	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Michael D McKee	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Dr. iur. Gregory T. McLaughlin	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1j.	Re-elect Mr. Ronald L. Merriman	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1k.	Re-elect Mr. Sumit Roy	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. Joseph L. Goldstein	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1b.	Re-elect Ms. Christine A. Poon	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. Non independent lead director, which is not best practice.
1c.	Elect Dr. Craig B. Thompson	DAFÜR	● DAGEGEN	The director is over 70 years old, which exceeds guidelines for new nominees.
1d.	Re-elect Dr. Huda Y. Zoghbi	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Report on impact of extended patent exclusivities on product access	DAGEGEN	● DAFÜR	The proposal would demonstrate the commitment of the company to expanding patient access to its products.

No.	Traktanden	Board	Ethos	
	Elections of directors			
1.1	Re-elect Ms. Shellye L. Archambeau	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Amy Woods Brinkley	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Irene M. Esteves	DAFÜR	DAFÜR	
1.4	Re-elect Mr. L. Neil Hunn	DAFÜR	DAFÜR	
1.5	Re-elect Mr. Robert D. Johnson	DAFÜR	● DAGEGEN	<p>The director is over 75 years old, which exceeds guidelines.</p> <p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p>
1.6	Re-elect Mr. Thomas P. Joyce Jr.	DAFÜR	DAFÜR	
1.7	Re-elect Ms. Laura G. Thatcher	DAFÜR	DAFÜR	
1.8	Re-elect Mr. Richard F. Wallman	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.9	Re-elect Mr. Christopher Wright	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	<p>Excessive variable remuneration.</p> <p>An important part of the variable remuneration is not subject to challenging long-term performance conditions.</p>
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. K. Gunnar Bjorklund	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.b	Re-elect Mr. Michael J. Bush	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.c	Elect Mr. Edward G. Cannizzaro	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Sharon D. Garrett	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Re-elect Mr. Michael J. Hartshorn	DAFÜR	● DAGEGEN	Executive director. The board is not sufficiently independent.
1.f	Re-elect Mr. Stephen Milligan	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Patricia H. Mueller	DAFÜR	DAFÜR	
1.h	Re-elect Mr. George P. Orban	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.i	Re-elect Ms. Larree M. Renda	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Barbara Rentler	DAFÜR	DAFÜR	
1.k	Re-elect Ms. Doniel N. Sutton	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.1	Elect Mr. Mirko Bibic	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Andrew A. Chisholm	DAFÜR	DAFÜR	
1.3	Re-elect Ms. Jacynthe Côté	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Toos N. Daruvala	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Cynthia Devine	DAFÜR	● ZURÜCK-BEHALTEN	Concerns over the director's time commitments.
1.6	Re-elect Ms. Roberta L. Jamieson	DAFÜR	DAFÜR	
1.7	Re-elect Mr. David I. McKay	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Maryann Turcke	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Thierry Vandal	DAFÜR	DAFÜR	
1.10	Re-elect Ms. Bridget A. van Kralingen	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Frank Vettese	DAFÜR	DAFÜR	
1.12	Re-elect Mr. Jeffery Yabuki	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	DAFÜR	
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	To approve the amendment of the Stock Option Plan	DAFÜR	● DAGEGEN	Potential excessive awards with no individual cap for executives under this remuneration plan.
5	Increase Maximum Aggregate Consideration Limit of First Preferred Shares	DAFÜR	DAFÜR	
A	Shareholder resolution: Policy Guidelines for Sensitive Sectors and Activities	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
B	Shareholder resolution: Human Rights Position Statement of Indigenous Peoples	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
C	Shareholder resolution: Publish a Third-Party Racial Equity Audit	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.
D	Shareholder resolution: Report on 2030 Absolute Greenhouse Gas Reduction Goal	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
E	Shareholder resolution: Policy for a Time-Bound Phaseout of the Bank's Lending and Underwriting for Projects and Companies Engaging in Fossil Fuel Exploration	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
F	Shareholder resolution: Disclose the CEO Compensation to Median Worker Pay Ratio on an Annual Basis	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
G	Shareholder resolution: Advisory Vote on Environmental Policies	DAGEGEN	● DAFÜR	A vote on environmental policies would improve the company's transparency and accountability on climate change and environmental objectives.
H	Shareholder resolution: Reporting Circular Economy Loans	DAGEGEN	● DAFÜR	Enhanced disclosure on how the bank is financing the transition to a low carbon economy.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Tracy A. Atkinson	DAFÜR	DAFÜR	
1b.	Elect Ms. Leanne G. Caret	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Bernard A. Harris Jr.	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Gregory J. Hayes	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1e.	Re-elect Mr. George R. Oliver	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Robert K. Ortberg	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Dinesh C. Paliwal	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1h.	Re-elect Prof. Ellen M. Pawlikowski	DAFÜR	DAFÜR	
1i.	Re-elect Ms. Denise L. Ramos	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Fredric G. Reynolds	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Brian C. Rogers	DAFÜR	DAFÜR	
1l.	Re-elect Mr. James A. Winnefeld Jr.	DAFÜR	DAFÜR	
1m.	Re-elect Mr. Robert O. Work	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns. On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services.
5.	Approve an Amendment to the Restated Certificate of Incorporation to Repeal Article Ninth	DAFÜR	● DAGEGEN	An affirmative vote of two-thirds of the majority of the outstanding capital (>50%) would better protect the strategic future of a company.
6.	Amend Certificate of Incorporation to Limit the Liability of Certain Officers	DAFÜR	DAFÜR	
7.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.
8.	Shareholder resolution: Greenhouse Gas Reduction Plan	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.1	Re-elect Mr. Marco Alverà	DAFÜR	DAFÜR
1.2	Re-elect Mr. Jacques Esculier	DAFÜR	DAFÜR
1.3	Re-elect Ms. Gay Huey Evans	DAFÜR	DAFÜR
1.4	Re-elect Mr. William D. Green	DAFÜR	DAFÜR
1.5	Re-elect Ms. Stephanie C. Hill	DAFÜR	DAFÜR
1.6	Re-elect Ms. Rebecca Jacoby	DAFÜR	DAFÜR
1.7	Re-elect Mr. Robert P. Kelly	DAFÜR	DAFÜR
1.8	Re-elect Mr. Ian Livingston	DAFÜR	DAFÜR
1.9	Re-elect Ms. Deborah D. McWhinney	DAFÜR	DAFÜR
1.10	Re-elect Ms. Maria R. Morris	DAFÜR	DAFÜR
1.11	Re-elect Mr. Douglas L. Peterson	DAFÜR	DAFÜR
1.12	Re-elect Mr. Richard E. Thornburgh	DAFÜR	DAFÜR
1.13	Re-elect Dr. Gregory Washington	DAFÜR	DAFÜR
2	Advisory vote on executive remuneration	DAFÜR	<p>● DAGEGEN Excessive variable remuneration.</p> <p>An important part of the variable remuneration is based on continued employment only.</p>
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR
4	Re-election of the auditor	DAFÜR	<p>● DAGEGEN The auditor's long tenure raises independence concerns.</p>

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Marc Benioff	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1b.	Re-elect Ms. Laura Alber	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Craig Conway	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1d.	Elect Mr. Arnold W. Donald	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Parker Harris	DAFÜR	DAFÜR	
1f.	Re-elect Ms. Neelie Kroes	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1g.	Elect Mr. Sachin Mehra	DAFÜR	DAFÜR	
1h.	Elect Mr. Mason G Morfit	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Oscar Munoz	DAFÜR	DAFÜR	
1j.	Re-elect Mr. John V. Roos	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Robin L. Washington	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Maynard G. Webb	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1m.	Re-elect Ms. Susan Wojcicki	DAFÜR	DAFÜR	
2.	To approve the amendment of the 2013 Equity Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
3.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
4.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
5.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
6.	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	
7.	Shareholder resolution: Policy to forbid all company directors from sitting on any other boards	DAGEGEN	DAGEGEN	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Dr. Andrés Conesa	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Pablo A. Ferrero	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Jeffrey W. Martin	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.d	Re-elect Ms. Bethany J. Mayer	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Michael N. Mears	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Jack T. Taylor	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Cynthia L. Walker	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Cynthia J. Warner	DAFÜR	DAFÜR	
1.i	Re-elect Mr. James C. Yardley	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Increase Authorized Common Stock	DAFÜR	● DAGEGEN	The increase in the authorised capital is excessive.
6	Change Company Name to Sempra	DAFÜR	DAFÜR	
7	Amend Articles of Incorporation	DAFÜR	DAFÜR	
8	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a.	Re-elect Ms. Susan L. Bostrom	DAFÜR	DAFÜR	
1b.	Re-elect Ms. Teresa Briggs	DAFÜR	DAFÜR	
1c.	Re-elect Mr. Jonathan C. Chadwick	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Paul E. Chamberlain	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Lawrence J. Jackson Jr.	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Frederic B. Luddy	DAFÜR	DAFÜR	
1g.	Re-elect Mr. William R. McDermott	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1h.	Re-elect Mr. Jeffrey A. Miller	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient. Non independent lead director, which is not best practice.
1i.	Re-elect Mr. Joseph (Larry) Quinlan	DAFÜR	DAFÜR	
1j.	Re-elect Dr. Anita M. Sands	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3.	Re-election of the auditor	DAFÜR	DAFÜR	
4.	To approve the amendment of the Equity Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
5.	Elect Ms. Deborah Black	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Kerrii B. Anderson	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Arthur F. Anton	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.c	Re-elect Mr. Jeff M. Fettig	DAFÜR	DAFÜR	
1.d	Re-elect Mr. John G. Morikis	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.e	Re-elect Ms. Christine A. Poon	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Aaron M. Powell	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Marta R. Stewart	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Michael H. Thaman	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Matthew Thornton III	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos
	Elections of directors		
1A	Re-elect Mr. Tobias Lütke	DAFÜR	DAFÜR
1B	Re-elect Mr. Robert G. Ashe	DAFÜR	DAFÜR
1C	Re-elect Ms. Gail F. Goodman	DAFÜR	DAFÜR
1D	Re-elect Ms. Colleen Johnston	DAFÜR	DAFÜR
1E	Re-elect Mr. Jeremy Levine	DAFÜR	DAFÜR
1F	Elect Mr. Toby Shannan	DAFÜR	DAFÜR
1G	Re-elect Ms. Fidji Simo	DAFÜR	DAFÜR
1H	Elect Mr. Bret Taylor	DAFÜR	DAFÜR
2	Re-election of the auditor	DAFÜR	DAFÜR
3	Advisory vote on executive remuneration	DAFÜR	<p>● DAGEGEN Excessive total remuneration.</p> <p>Excessive variable remuneration.</p>

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Dr. Aart J. de Geus	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.b	Elect Mr. Luis Borgen	DAFÜR	DAFÜR	
1.c	Elect Mr. Marc N. Casper	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Janice D. Chaffin	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Bruce R. Chizen	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.f	Re-elect Ms. Mercedes Johnson	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Jeannine P. Sargent	DAFÜR	DAFÜR	
1.h	Re-elect Mr. John G. Schwarz	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.i	Re-elect Mr. Roy Vallee	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines. Non independent lead director, which is not best practice.
2	To approve the 2006 Employee Equity Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
5	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
6	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. David P. Abney	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Douglas M. Baker Jr.	DAFÜR	DAFÜR	
1c.	Re-elect Mr. George S. Barrett	DAFÜR	DAFÜR	
1d.	Re-elect Ms. Gail K. Boudreaux	DAFÜR	DAFÜR	
1e.	Re-elect Mr. Brian C. Cornell	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1f.	Re-elect Mr. Robert L. Edwards	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Donald (Don) R. Knauss	DAFÜR	DAFÜR	
1h.	Re-elect Ms. Christine A. Leahy	DAFÜR	DAFÜR	
1i.	Re-elect Ms. Monica C. Lozano	DAFÜR	DAFÜR	
1j.	Elect Ms. Grace Puma	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Derica W. Rice	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1l.	Re-elect Mr. Dmitri L. Stockton	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Elect Ms. Cheryl F. Campbell	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Michael R. Culbert	DAFÜR	DAFÜR	
1.3	Re-elect Mr. William D. Johnson	DAFÜR	DAFÜR	
1.4	Re-elect Ms. Susan C. Jones	DAFÜR	DAFÜR	
1.5	Re-elect Mr. John E. Lowe	DAFÜR	DAFÜR	
1.6	Re-elect Mr. David MacNaughton	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.7	Re-elect Mr. François L. Poirier	DAFÜR	DAFÜR	
1.8	Re-elect Ms. Una M. Power	DAFÜR	DAFÜR	
1.9	Re-elect Ms. Mary Pat Salomone	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.10	Re-elect Dr. Indira V. Samarasekera	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Siim A. Vanaselja	DAFÜR	DAFÜR	
1.12	Re-elect Mr. Thierry Vandal	DAFÜR	DAFÜR	
1.13	Re-elect Mr. Dheeraj Verma	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● ZURÜCK-BEHALTEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.

No.	Traktanden	Board	Ethos	
1	Wahlen in den Verwaltungsrat			
1.a	Neuwahl von Herrn Jean-Pierre Clamadieu	DAFÜR	DAFÜR	
1.b	Wiederwahl von Herrn Terrence R. Curtin	DAFÜR	● DAGEGEN	Er ist gleichzeitig dauerhaftes Mitglied der Geschäftsleitung (CEO).
1.c	Wiederwahl von Herrn Carol A. Davidson	DAFÜR	DAFÜR	
1.d	Wiederwahl von Frau Lynn A. Dugle	DAFÜR	DAFÜR	
1.e	Wiederwahl von Herrn Dr. William A. Jeffrey	DAFÜR	DAFÜR	
1.f	Wiederwahl von Frau Syaru Shirley Lin	DAFÜR	DAFÜR	
1.g	Wiederwahl von Herrn Thomas J. Lynch	DAFÜR	● DAGEGEN	Er ist seit 16 Jahren Mitglied des Verwaltungsrats, was Ethos' Limite übersteigt.
1.h	Wiederwahl von Herrn Heath A. Mitts	DAFÜR	● DAGEGEN	Er ist gleichzeitig dauerhaftes Mitglied der Geschäftsleitung (CFO).
1.i	Wiederwahl von Herrn Abhijit Y. Talwalkar	DAFÜR	● DAGEGEN	Er übt zu viele Verwaltungsmandate aus.
1.j	Wiederwahl von Herrn Mark C. Trudeau	DAFÜR	DAFÜR	
1.k	Wiederwahl von Frau Dawn C. Willoughby	DAFÜR	DAFÜR	
1.l	Wiederwahl von Frau Laura H. Wright	DAFÜR	DAFÜR	
2	Wiederwahl von Herrn Thomas J. Lynch als Verwaltungsratspräsident	DAFÜR	● DAGEGEN	Herr Lynch wurde von Ethos nicht in den Verwaltungsrat gewählt. Deshalb kann Ethos Herr Lynch auch nicht als Verwaltungsratspräsidenten bestätigen.
3	Wahlen in den Vergütungsausschuss			
3.a	Wiederwahl von Herrn Abhijit Y. Talwalkar als Mitglied des Vergütungsausschusses	DAFÜR	● DAGEGEN	Herr Talwalkar wurde von Ethos nicht in den Verwaltungsrat gewählt. Deshalb kann Ethos Herr Talwalkar auch nicht als Mitglied des Ausschusses bestätigen.
3.b	Wiederwahl von Herrn Mark C. Trudeau als Mitglied des Vergütungsausschusses	DAFÜR	DAFÜR	
3.c	Wiederwahl von Frau Dawn C. Willoughby als Mitglied des Vergütungsausschusses	DAFÜR	DAFÜR	
4	Wiederwahl von Herrn Dr. René Schwarzenbach als unabhängigen Stimmrechtsvertreter	DAFÜR	DAFÜR	
5	Genehmigung des Jahresberichts, der Jahresrechnung und der Konzernrechnung			
5.1	Genehmigung des Jahresberichts 2021/22 (ausgenommen der Vergütungsbericht und die Jahres- und Konzernrechnung)	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
5.2	Genehmigung der Jahresrechnung 2021/22	DAFÜR	DAFÜR	
5.3	Genehmigung der Konzernrechnung 2021/22	DAFÜR	DAFÜR	
6	Entlastung der Mitglieder des Verwaltungsrats und der Geschäftsleitung	DAFÜR	DAFÜR	
7.1	Wiederwahl von Deloitte & Touche LLP als Revisionsstelle	DAFÜR	DAFÜR	
7.2	Wiederwahl von Deloitte AG als Schweizer Prüfer	DAFÜR	DAFÜR	
7.3	Wiederwahl von PricewaterhouseCoopers AG als spezieller Prüfer	DAFÜR	DAFÜR	
8	Konsultativabstimmung über die Vergütung der Geschäftsleitung (US-Recht)	DAFÜR	● DAGEGEN	Der Zusammenhang zwischen Vergütung und Performance ist nicht gegeben. Die Vergütungsstruktur genügt den Richtlinien von Ethos nicht.
9	Konsultativabstimmung über die Häufigkeit des "say on pay" (US-Recht)	EIN JAHR	EIN JAHR	
10	Konsultativabstimmung über den Vergütungsbericht (schweizerisches Recht)	DAFÜR	● DAGEGEN	Der Zusammenhang zwischen Vergütung und Performance ist nicht gegeben. Die Vergütungsstruktur genügt den Richtlinien von Ethos nicht.
11	Verbindliche prospektive Abstimmung über die gesamte Vergütung der Geschäftsleitung	DAFÜR	● DAGEGEN	Die gelieferten Informationen sind ungenügend. Mit dem maximalen Gesamtbetrag könnten erheblich höhere Vergütungen gezahlt werden, als dies bei vergleichbaren Unternehmen der Fall ist. Der Maximalbetrag, welcher letztlich ausbezahlt werden könnte, ist erheblich höher als der an der Generalversammlung beantragte Betrag. Die Struktur der Vergütung genügt den Richtlinien von Ethos nicht. Der Vergütungsausschuss oder der Verwaltungsrat verfügt über einen zu grossen Ermessensspielraum bei den Zuteilungen.
12	Verbindliche prospektive Abstimmung über die gesamte Vergütung des Verwaltungsrats	DAFÜR	DAFÜR	
13	Verwendung des Bilanzgewinns	DAFÜR	DAFÜR	
14	Genehmigung der Ausschüttung einer Dividende aus der Kapitaleinlagereserve	DAFÜR	DAFÜR	
15	Genehmigung eines Aktienrückkaufprogramms	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos
16	Kapitalherabsetzung durch Vernichtung von zurückgekauften Aktien	DAFÜR	DAFÜR
17	Schaffung eines Kapitalbands	DAFÜR	<p>● DAGEGEN</p> <p>Die Ermächtigung ermöglicht eine Kapitalerhöhung ohne Bezugsrecht von mehr als 10 Prozent des bereits ausgegebenen Kapitals.</p> <p>Die Ermächtigung ermöglicht eine Kapitalherabsetzung von mehr als 5 Prozent des bereits ausgegebenen Kapitals, ohne ausreichende Begründung.</p>

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Mr. Elon Musk	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Robyn Denholm	DAFÜR	● DAGEGEN	Chairwoman of the audit committee and the company has a pledging policy which might pose a risk to outside shareholders.
1.3	Elect Mr. Jeffrey B. Straubel	DAFÜR	● DAGEGEN	Non independent director (former executive). The board is not sufficiently independent.
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	The information provided is insufficient. Excessive variable remuneration.
3.	Advisory vote on say on pay frequency	DREI JAHRE	● EIN JAHR	We strongly support the right of shareholders to address pay-related concerns on an annual basis.
4.	Re-election of the auditor	DAFÜR	DAFÜR	
5.	Shareholder resolution: Report on Key-Person Risk and Efforts to Ameliorate It	DAGEGEN	● DAFÜR	A publicly-disclosed report on Tesla's Key-Person Risk is justified.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Mark A. Blinn	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Todd M. Bluedorn	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Janet F. Clark	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Carrie S. Cox	DAFÜR	● DAGEGEN	Concerns over the director's time commitments. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Re-elect Mr. Martin S. Craighead	DAFÜR	DAFÜR	
1.f	Elect Mr. Curtis C. Farmer	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Jean M. Hobby	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Haviv Ilan	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Ronald D. Kirk	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Pamela H. Patsley	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.k	Re-elect Mr. Robert E. Sanchez	DAFÜR	DAFÜR	
1.l	Re-elect Mr. Richard K. Templeton	DAFÜR	● DAGEGEN	Combined chairman and CEO.
2	To approve the Employee 2014 Stock Purchase Plan	DAFÜR	DAFÜR	
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
5	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
6	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.
7	Shareholder resolution: Report on Due Diligence Efforts to Trace End-User Misuse of Company Products	DAGEGEN	● DAFÜR	Enhanced disclosure on corporate social responsibility.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Marc N. Casper	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.b	Re-elect Mr. Nelson J. Chai	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Ruby R. Chandy	DAFÜR	DAFÜR	
1.d	Re-elect Prof. Dr. C. Martin Harris	DAFÜR	DAFÜR	
1.e	Re-elect Prof. Dr. Tyler Jacks	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1.f	Re-elect Ms. R. Alexandra Keith	DAFÜR	DAFÜR	
1.g	Re-elect Mr. James C. Mullen	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1.h	Re-elect Mr. Lars Rebien Sørensen	DAFÜR	● DAGEGEN	Non-independent chairman of the nomination committee. The independence of this committee is insufficient. Concerns over the director's time commitments.
1.i	Re-elect Dr. Debora L. Spar	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Scott M. Sperling	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.k	Re-elect Mr. Dion J. Weisler	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns. On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services.
5	To approve the amendment of the Omnibus Incentive Plan	DAFÜR	● DAGEGEN	Potential excessive awards.
6	To approve the Employee Stock Purchase Plan	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. José B. Alvarez	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1b.	Re-elect Mr. Alan M. Bennett	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1c.	Re-elect Ms. Rosemary T. Berkery	DAFÜR	DAFÜR	
1d.	Re-elect Mr. David T. Ching	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1e.	Re-elect Ms. C. Kim Goodwin	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Ernie Herrman	DAFÜR	● DAGEGEN	Executive director. The board is not sufficiently independent.
1g.	Re-elect Ms. Amy B. Lane	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1h.	Re-elect Ms. Carol Meyrowitz	DAFÜR	● DAGEGEN	Executive chairman. The board is not sufficiently independent. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Ms. Jackwyn L. Nemerov	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Report on Third-Party Assessment of Human Rights Due Diligence in Supply Chain	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights, specifically of child workers in the company's supply chain.
6.	Shareholder resolution: Report on Risk from Supplier Misclassification of Supplier's Employees	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights, particularly the misclassification of employees as independent contractors.
7.	Shareholder resolution: Adopt a Paid Sick Leave Policy for All Employees	DAGEGEN	● DAFÜR	Paid sick leave is one of the fundamental workplace rights of an employee.

No.	Traktanden	Board	Ethos
1.	Elections of directors		
1.1	Elect Mr. André Almeida	DAFÜR	● ZURÜCK-BEHALTEN Non independent director (representative of an important shareholder). The number of important shareholder representatives on the board is sufficient and the board lacks independence.
1.2	Re-elect Mr. Marcelo Claire	DAFÜR	DAFÜR
1.3	Re-elect Dr. Srikant M. Datar	DAFÜR	DAFÜR
1.4	Elect Mr. Srinii Gopalan	DAFÜR	DAFÜR
1.5	Re-elect Mr. Timotheus Höttges	DAFÜR	DAFÜR
1.6	Re-elect Mr. Christian P. Illek	DAFÜR	DAFÜR
1.7	Re-elect Dr. Raphael Kübler	DAFÜR	DAFÜR
1.8	Re-elect Mr. Thorsten Langheim	DAFÜR	DAFÜR
1.9	Re-elect Ms. Dominique Leroy	DAFÜR	DAFÜR
1.10	Re-elect Ms. Letitia A. Long	DAFÜR	DAFÜR
1.11	Re-elect Mr. G. Michael Sievert	DAFÜR	● ZURÜCK-BEHALTEN Executive director. The board is not sufficiently independent.
1.12	Re-elect Ms. Teresa A. Taylor	DAFÜR	DAFÜR
1.13	Re-elect Mr. Kelvin R. Westbrook	DAFÜR	● ZURÜCK-BEHALTEN Non independent director (representative of an important shareholder). The number of important shareholder representatives on the board is sufficient and the board lacks independence. Non-independent chairman of the remuneration committee. The independence of this committee is insufficient.
2.	Re-election of the auditor	DAFÜR	DAFÜR
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	DREI JAHRE	● EIN JAHR Ethos strongly support the right of shareholders to address pay-related concerns on an annual basis.
5.	To approve the amendment of the 2023 Incentive Award Plan	DAFÜR	● DAGEGEN Potential excessive awards.
6.	To approve the amendment of the 2014 Employee Stock Purchase Plan	DAFÜR	DAFÜR

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Ms. Cherie Brant	DAFÜR	DAFÜR	
1b	Re-elect Ms. Amy Woods Brinkley	DAFÜR	● ZURÜCK-BEHALTEN	Non-independent director. The board size is excessive.
1c	Re-elect Mr. Brian C. Ferguson	DAFÜR	DAFÜR	
1d	Re-elect Ms. Colleen A. Goggins	DAFÜR	DAFÜR	
1e	Re-elect Mr. David E. Kepler	DAFÜR	DAFÜR	
1f	Re-elect Mr. Brian M. Levitt	DAFÜR	● ZURÜCK-BEHALTEN	The director is over 75 years old, which exceeds guidelines.
1g	Re-elect Dr. h.c. Alan N. MacGibbon	DAFÜR	DAFÜR	
1h	Re-elect Ms. Karen E. Maidment	DAFÜR	DAFÜR	
1i	Re-elect Mr. Bharat B. Masrani	DAFÜR	DAFÜR	
1j	Re-elect Mr. Claude Mongeau	DAFÜR	DAFÜR	
1k	Re-elect Ms. Jane S. Rowe	DAFÜR	DAFÜR	
1l	Elect Ms. Nancy G. Tower	DAFÜR	DAFÜR	
1m	Elect Mr. Ajay K. Virmani	DAFÜR	DAFÜR	
1n	Elect Ms. Mary Winston	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	DAFÜR	
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Shareholder resolution: Assess and Mitigate the Human Rights and Reputational Risks Involved in the Financialization of Housing	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.
5	Shareholder resolution: Privatisation of Pollution Assets	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
6	Shareholder resolution: Advisory Vote on Environmental Policies	DAGEGEN	● DAFÜR	A vote on environmental policies would improve the company's transparency and accountability on climate change and environmental objectives.
7	Shareholder resolution: Commitment to Oil and Gas Industry	DAGEGEN	DAGEGEN	
8	Shareholder resolution: CEO to Median Employee Pay Ratio	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
9	Shareholder resolution: Disclosure of Transition Plan	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Ms. Kirk E. Arnold	DAFÜR	DAFÜR	
1.b	Re-elect Ms. Ann C. Berzin	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.c	Re-elect Ms. April Miller Boise	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Gary D. Forsee	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1.e	Elect Mr. Mark George	DAFÜR	DAFÜR	
1.f	Elect Mr. John A. Hayes	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Linda P. Hudson	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Myles P. Lee	DAFÜR	DAFÜR	
1.i	Re-elect Mr. David S. Regnery	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.j	Elect Ms. Melissa N. Schaeffer	DAFÜR	DAFÜR	
1.k	Re-elect Mr. John P. Surma	DAFÜR	DAFÜR	
2	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Re-election of the auditor and fix their remuneration	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Renew the Directors' existing authority to issue shares	DAFÜR	DAFÜR	
6	Renew Directors' Authority to Issue Shares for Cash	DAFÜR	● DAGEGEN	Excessive potential capital increase without pre-emptive rights.
7	Determine the price range at which the Company can reissue shares	DAFÜR	DAFÜR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Alan L. Beller	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1b.	Re-elect Ms. Janet M. Dolan	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1c.	Elect Mr. Russell G. Golden	DAFÜR	DAFÜR	
1d.	Re-elect Ms. Patricia L. Higgins	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1e.	Re-elect Mr. William J. Kane	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Thomas B. Leonardi	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Clarence Otis Jr.	DAFÜR	DAFÜR	
1h.	Re-elect Ms. Elizabeth E. Robinson	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Philip T. (Pete) Ruegger III	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Rafael Santana	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Todd C Schermerhorn	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Alan D. Schnitzer	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1m.	Re-elect Ms. Laurie J. Thomsen	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1n.	Re-elect Ms. Bridget A. van Kralingen	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
5.	To approve the amendment of the 2023 Stock Incentive Plan	DAFÜR	● DAGEGEN	The potential variable remuneration exceeds our guidelines.
6.	Shareholder resolution: Report on Efforts to Measure, Disclose and Reduce GHG Emissions Associated with Underwriting	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
7.	Shareholder resolution: Adopt Time-Bound Policy to Phase Out Underwriting for New Fossil Fuel Exploration and Development	DAGEGEN	● DAFÜR	The proposed policy would demonstrate to shareholders how the company plans to address the risks it faces from financing the fossil fuel industry.
8.	Shareholder resolution: Racial Equity Audit	DAGEGEN	● DAFÜR	We support corporate policies regarding racial equity.
9.	Shareholder resolution: Ensure Policies Do Not Support Police Violations of Civil Rights	DAGEGEN	● DAFÜR	The report will provide transparency ensuring the company's policies align with the goal of reducing racist police brutality whilst addressing structural racism.
10.	Shareholder resolution: Disclose political contributions	ZURÜCK-GEZOGEN	ZURÜCK-GEZOGEN	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Ms. Jennifer S. Banner	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines and the board size is excessive.
1b.	Re-elect Mr. K. David Boyer Jr.	DAFÜR	● DAGEGEN	Board size is excessive.
1c.	Re-elect Ms. Agnes Bundy Scanlan	DAFÜR	DAFÜR	
1d.	Re-elect Ms. Anna R. Cablik	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines and the board size is excessive.
1e.	Re-elect Mr. Dallas S. Clement	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Paul D. Donahue	DAFÜR	DAFÜR	
1g.	Re-elect Mr. Patrick C. Graney III	DAFÜR	DAFÜR	
1h.	Re-elect Ms. Linnie M. Haynesworth	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Kelly S. King	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines and the board size is excessive.
1j.	Re-elect Ms. Easter A. Maynard	DAFÜR	DAFÜR	
1k.	Re-elect Ms. Donna S. Morea	DAFÜR	DAFÜR	
1l.	Re-elect Mr. Charles A. Patton	DAFÜR	● DAGEGEN	Non-independent chairman of the risk committee. The independence of this committee is insufficient.
1m.	Re-elect Dr. Nido R. Qubein	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines and the board size is excessive.
1n.	Re-elect Mr. David M. Ratcliffe	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines and the board size is excessive.
1o.	Re-elect Mr. William H. Rogers, Jr.	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1p.	Re-elect Mr. Frank P. Scruggs, Jr.	DAFÜR	DAFÜR	
1q.	Re-elect Ms. Christine Sears	DAFÜR	DAFÜR	
1r.	Re-elect Mr. Thomas E. Skains	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
1s.	Re-elect Mr. Bruce L. Tanner	DAFÜR	DAFÜR	
1t.	Re-elect Mr. Thomas N. Thompson	DAFÜR	● DAGEGEN	The director is 75 years old, which exceeds guidelines and the board size is excessive.
1u.	Re-elect Mr. Steven C. Voorhees	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Independent Chairman of the Board of Directors	DAGEGEN	● DAFÜR	An independent chairman can ensure independent oversight of management.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Mr. Warner L. Baxter	DAFÜR	DAFÜR	
1b	Re-elect Ms. Dorothy J. Bridges	DAFÜR	DAFÜR	
1c	Re-elect Ms. Elizabeth L. Buse	DAFÜR	DAFÜR	
1d	Re-elect Mr. Andrew Cecere	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1e	Elect Mr. Alan B. Colberg	DAFÜR	DAFÜR	
1f	Re-elect Ms. Kimberly N. Ellison-Taylor	DAFÜR	DAFÜR	
1g	Re-elect Ms. Kimberly J. Harris	DAFÜR	DAFÜR	
1h	Re-elect Mr. Roland A. Hernandez	DAFÜR	DAFÜR	
1j	Re-elect Mr. Richard P. McKenney	DAFÜR	DAFÜR	
1k	Re-elect Mr. Yusuf I. Mehdi	DAFÜR	DAFÜR	
1l	Elect Ms. Loretta E. Reynolds	DAFÜR	DAFÜR	
1m	Re-elect Mr. John P. Wiehoff	DAFÜR	DAFÜR	
1n	Re-elect Mr. Scott W. Wine	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Dr. Ronald D. Sugar	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1b.	Re-elect Ms. Revathi Advaiti	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Ursula M. Burns	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Robert A. Eckert	DAFÜR	DAFÜR	
1e.	Re-elect Ms. Amanda Ginsberg	DAFÜR	DAFÜR	
1f.	Re-elect Mr. Dara Khosrowshahi	DAFÜR	DAFÜR	
1g.	Re-elect Ms. Wan Ling Martello	DAFÜR	DAFÜR	
1h.	Re-elect Mr. John Thain	DAFÜR	DAFÜR	
1i.	Re-elect Mr. David I. Trujillo	DAFÜR	DAFÜR	
1j.	Re-elect Mr. Rijn Alexander Wynaendts	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3.	Re-election of the auditor	DAFÜR	DAFÜR	
4.	Shareholder resolution: Commission a Third-Party Audit on Driver Health and Safety	DAGEGEN	● DAFÜR	We support corporate policies that encourage social responsibility.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. William J. DeLaney	DAFÜR	DAFÜR	
1.b	Re-elect Mr. David B. Dillon	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Sheri H. Edison	DAFÜR	DAFÜR	
1.d	Re-elect Ms. Teresa M. Finley	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Lance M. Fritz	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.f	Re-elect Ms. Deborah C. Hopkins	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Jane H. Lute	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Michael R. McCarthy	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice.
1.i	Re-elect Mr. Jose H. Villarreal	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Christopher J. Williams	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Independent chairman	DAGEGEN	DAGEGEN	
6	Shareholder resolution: Require Shareholder Approval of Certain Provisions Related to Director Nominations	DAGEGEN	● DAFÜR	Enhanced disclosure on board nomination process.
7	Shareholder resolution: Paid sick leave policy	DAGEGEN	● DAFÜR	Paid sick leave is one of the fundamental workplace rights of an employee.

No.	Traktanden	Board	Ethos	
	Elections of directors			
1.a	Re-elect Ms. Carol B. Tomé	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Rodney C. Adkins	DAFÜR	DAFÜR	
1.c	Re-elect Ms. Eva C. Boratto	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Michael J. Burns	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.e	Re-elect Mr. Wayne M. Hewett	DAFÜR	DAFÜR	
1.f	Re-elect Ms. Angela Hwang	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Kate E. Johnson	DAFÜR	DAFÜR	
1.h	Re-elect Mr. William R. Johnson	DAFÜR	DAFÜR	
1.i	Re-elect Mr. Franck J. Moison	DAFÜR	DAFÜR	
1.j	Re-elect Ms. Christiana S. Shi	DAFÜR	DAFÜR	
1.k	Re-elect Mr. Russell Stokes	DAFÜR	DAFÜR	
1.l	Re-elect Mr. Kevin M. Warsh	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Reduce the Voting Power of Class A Stock from 10 Votes Per Share to One Vote Per Share	DAGEGEN	● DAFÜR	Multiple share structures are not in the best interest of shareholders, as they create a disproportionate control of one group of shareholders regardless of their participation in the company's equity.
6	Shareholder resolution: Greenhouse Gas Reduction Targets	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
7	Shareholder resolution: Report on Integrating GHG Emissions Reductions Targets into Executive Remuneration	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
8	Shareholder resolution: Report on Just Transition	DAGEGEN	● DAFÜR	Enhanced disclosure on how the company addresses the social and economic impacts linked to its climate change strategy.
9	Shareholder resolution: Report on Risk Due to Restrictions on Reproductive Rights	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.
10	Shareholder resolution: Civil Rights Audit	DAGEGEN	DAGEGEN	
11	Shareholder resolution: Report on Effectiveness of Diversity, Equity, and Inclusion Efforts	DAGEGEN	● DAFÜR	We support corporate policies aiming to promote gender equality and ethnic diversity.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a.	Re-elect Mr. Timothy P. Flynn	DAFÜR	DAFÜR	
1b.	Re-elect Mr. Paul R. Garcia	DAFÜR	DAFÜR	
1c.	Elect Ms. Kristen Gil	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Stephen J. Hemsley	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1e.	Re-elect Ms. Michele J. Hooper	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1f.	Re-elect Mr. Frederick William McNabb III	DAFÜR	DAFÜR	
1g.	Re-elect Dr. Valerie C. Montgomery Rice	DAFÜR	DAFÜR	
1h.	Re-elect Dr. John H. Noseworthy	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Andrew Witty	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Racial Equity Audit	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.
6	Shareholder resolution: Political Spending Misalignment Report	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
7	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Fred M. Diaz	DAFÜR	DAFÜR	
1b.	Re-elect Ms. H. Paulett Eberhart	DAFÜR	DAFÜR	
1c.	Elect Ms. Marie A. Ffolkes	DAFÜR	DAFÜR	
1d.	Re-elect Mr. Joseph W. Gorder	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1e.	Re-elect Ms. Kimberly S. Greene	DAFÜR	DAFÜR	
1f.	Re-elect Ms. Deborah P. Majoras	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1g.	Re-elect Mr. Eric D. Mullins	DAFÜR	DAFÜR	
1h.	Re-elect Mr. Donald L. Nickles	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1i.	Re-elect Mr. Robert A. Profusek	DAFÜR	● DAGEGEN	The director has been sitting on the board for over 16 years, which exceeds guidelines.
1j.	Re-elect Mr. Randall J. Weisenburger	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Rayford Wilkins Jr.	DAFÜR	● DAGEGEN	Non-independent chairman of the remuneration committee. The independence of this committee is insufficient.
2.	Re-election of the auditor	DAFÜR	DAFÜR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5.	Shareholder resolution: Set different GHG emissions reductions targets (Scopes 1, 2, and 3)	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change.
6.	Shareholder resolution: Oversee and issue an additional racial equity audit and report	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Ms. Shellye L. Archambeau	DAFÜR	DAFÜR	
1.2	Re-elect Ms. Roxanne S. Austin	DAFÜR	DAFÜR	
1.3	Re-elect Mr. Mark T. Bertolini	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Vittorio A. Colao	DAFÜR	DAFÜR	
1.5	Re-elect Ms. Melanie L. Healey	DAFÜR	DAFÜR	
1.6	Re-elect Mr. Laxman Narasimhan	DAFÜR	DAFÜR	
1.7	Re-elect Mr. Clarence Otis Jr.	DAFÜR	● DAGEGEN	Non independent lead director, which is not best practice. The director has been sitting on the board for over 16 years, which exceeds guidelines.
1.8	Re-elect Mr. Daniel H. Schulman	DAFÜR	DAFÜR	
1.9	Re-elect Mr. Rodney E. Slater	DAFÜR	DAFÜR	
1.10	Re-elect Ms. Carol B. Tomé	DAFÜR	DAFÜR	
1.11	Re-elect Mr. Hans Vestberg	DAFÜR	● DAGEGEN	Combined chairman and CEO.
1.12	Re-elect Mr. Gregory G. Weaver	DAFÜR	DAFÜR	
2.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Report on Government Requests to Remove Content	DAGEGEN	DAGEGEN	
6.	Shareholder resolution: Adopt a Policy Prohibiting Direct and Indirect Political Contributions to Candidates	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
7.	Shareholder resolution: Amend Clawback Policy	DAGEGEN	● DAFÜR	This proposal allows management accountability and is in the interest of shareholders.
8.	Shareholder resolution: Termination Pay	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
9.	Shareholder resolution: Independent chairman	DAGEGEN	● DAFÜR	The separation of functions allows an effective supervision of the management by the board.

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1.1	Re-elect Dr. Sangeeta N. Bhatia	DAFÜR	DAFÜR	
1.2	Re-elect Mr. Lloyd A. Carney	DAFÜR	DAFÜR	
1.3	Re-elect Dr. Alan Garber	DAFÜR	DAFÜR	
1.4	Re-elect Mr. Terrence C. Kearney	DAFÜR	DAFÜR	
1.5	Re-elect Dr. med. Reshma Kewalramani	DAFÜR	DAFÜR	
1.6	Re-elect Dr. Jeffrey M. Leiden	DAFÜR	DAFÜR	
1.7	Re-elect Ms. Diana L. McKenzie	DAFÜR	DAFÜR	
1.8	Re-elect Mr. Bruce I. Sachs	DAFÜR	● DAGEGEN	<p>The director has been sitting on the board for over 16 years, which exceeds guidelines.</p> <p>Non independent lead director, which is not best practice.</p> <p>Non-independent chairman of the remuneration committee. The independence of this committee is insufficient.</p>
1.9	Re-elect Mr. Suketu Upadhyay	DAFÜR	DAFÜR	
2.	Re-election of the auditor	DAFÜR	● DAGEGEN	On a 3-year basis, the aggregate non-audit fees exceed 50% of the aggregate fees paid for audit services.
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
4.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	

No.	Traktanden	Board	Ethos	
1.	Elections of directors			
1a.	Re-elect Mr. Cesar Conde	DAFÜR	● DAGEGEN	Concerns over the director's time commitments.
1b.	Re-elect Mr. Timothy P. Flynn	DAFÜR	DAFÜR	
1c.	Re-elect Ms. Sarah J. Friar	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1d.	Re-elect Ms. Carla A. Harris	DAFÜR	● DAGEGEN	Non independent director (business connections with the company). The board is not sufficiently independent.
1e.	Re-elect Mr. Thomas W. Horton	DAFÜR	● DAGEGEN	Chairman of the sustainability committee and the company does not have a convincing climate strategy in place despite its high greenhouse gas emissions.
1f.	Re-elect Ms. Marissa A. Mayer	DAFÜR	DAFÜR	
1g.	Re-elect Mr. C. Douglas McMillon	DAFÜR	● DAGEGEN	Executive director. The board is not sufficiently independent.
1h.	Re-elect Mr. Gregory B. Penner	DAFÜR	DAFÜR	
1i.	Re-elect Mr. Randall L. Stephenson	DAFÜR	DAFÜR	
1j.	Re-elect Mr. S. Robson Walton	DAFÜR	DAFÜR	
1k.	Re-elect Mr. Steuart L. Walton	DAFÜR	DAFÜR	
2.	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
3.	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is not subject to challenging long-term performance conditions.
4.	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5.	Shareholder resolution: Consider Pay Disparity Between CEO and Other Employees	DAGEGEN	● DAFÜR	The proposal aims at improving the remuneration policy.
6.	Shareholder resolution: Report on Human Rights Due Diligence	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights due diligence process.
7.	Shareholder resolution: Racial Equity Audit	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights to prevent discrimination.
8.	Shareholder resolution: Report on Racial and Gender Layoff Diversity	DAGEGEN	DAGEGEN	
9.	Shareholder resolution: Amend Bylaws to Require Shareholder Approval of Certain Provisions Related to Director Nominations by Shareholders	DAGEGEN	● DAFÜR	The proposal aims at improving shareholder rights.
10.	Shareholder resolution: Report on Risks Related to Fulfilling Information Requests for Enforcing Laws Criminalizing Abortion Access	DAGEGEN	● DAFÜR	Protecting customer privacy is crucial for maintaining a good reputation and building trust with customers.

No.	Traktanden	Board	Ethos
11.	Shareholder resolution: Report on Risks Related to Operations in China	DAGEGEN	DAGEGEN
12.	Shareholder resolution: Oversee and Report a Workplace Health and Safety Audit	DAGEGEN	<p>● DAFÜR</p> <p>The resolution aims at improving safety in the workplace.</p>
	Unannounced proposal made by a shareholder during the AGM: Limitations on political contributions made by WALPAC	DAGEGEN	DAGEGEN

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1a	Re-elect Ms. Mary T. Barra	DAFÜR	DAFÜR	
1b	Re-elect Ms. Safra A. Catz	DAFÜR	DAFÜR	
1c	Re-elect Ms. Amy L. Chang	DAFÜR	DAFÜR	
1d	Re-elect Mr. Francis A. deSouza	DAFÜR	DAFÜR	
1e	Elect Ms. Carolyn N. Everson	DAFÜR	DAFÜR	
1f	Re-elect Mr. Michael Froman	DAFÜR	DAFÜR	
1g	Elect Mr. Robert A. Iger	DAFÜR	DAFÜR	
1h	Re-elect Ms. Maria Elena Lagomasino	DAFÜR	DAFÜR	
1i	Re-elect Mr. Calvin R. McDonald	DAFÜR	DAFÜR	
1j	Re-elect Mr. Mark G. Parker	DAFÜR	DAFÜR	
1k	Re-elect Mr. Derica W. Rice	DAFÜR	DAFÜR	
2	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
3	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. Concerns over the severance payments which are considered excessive.
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
5	Shareholder resolution: Report on Risks Related to Operations in China	DAGEGEN	DAGEGEN	
6	Shareholder resolution: Report on Charitable Contributions	DAGEGEN	DAGEGEN	
7	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Mr. Steven D. Black	DAFÜR	DAFÜR	
1.b	Re-elect Mr. Mark A. Chancy	DAFÜR	DAFÜR	
1.c	Re-elect Dr. Celeste A. Clark	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Theodore F. Craver Jr.	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Richard K. Davis	DAFÜR	DAFÜR	
1.f	Re-elect Mr. Wayne M. Hewett	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Cecelia G. Morken	DAFÜR	DAFÜR	
1.h	Re-elect Ms. Maria R. Morris	DAFÜR	DAFÜR	
1.i	Re-elect Dr. iur. Felicia F. Norwood	DAFÜR	DAFÜR	
1.j	Re-elect Mr. Richard B. Payne Jr.	DAFÜR	● DAGEGEN	The director is over 75 years old, which exceeds guidelines.
1.k	Re-elect Mr. Ronald L. Sargent	DAFÜR	DAFÜR	
1.l	Re-elect Mr. Charles W. Scharf	DAFÜR	DAFÜR	
1.m	Re-elect Ms. Suzanne M. Vautrinot	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration. An important part of the variable remuneration is based on continued employment only.
3	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR	
4	Re-election of the auditor	DAFÜR	● DAGEGEN	The auditor's long tenure raises independence concerns.
5	Shareholder resolution: Introduce simple majority voting	DAGEGEN	● DAFÜR	The proposal aims at improving the company's corporate governance.
6	Shareholder resolution: Disclose political contributions	DAGEGEN	● DAFÜR	Enhanced disclosure on political donations.
7	Shareholder resolution: Climate Lobbying Report	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
8	Shareholder resolution: Climate Transition Report	DAGEGEN	● DAFÜR	The resolution aims to mitigate climate change and is in line with the objectives of the Paris Agreement.
9	Shareholder resolution: Fossil Fuel Lending Policy	DAGEGEN	● DAFÜR	The resolution asks the bank to finance the transition to a low carbon economy.
10	Shareholder resolution: Annual Report on Prevention of Workplace Harassment and Discrimination	DAGEGEN	● DAFÜR	We support corporate policies to prevent discrimination.
11	Shareholder resolution: Policy on Freedom of Association and Collective Bargaining	DAGEGEN	● DAFÜR	Enhanced disclosure on human rights.

No.	Traktanden	Board	Ethos
1	Elections of directors		
1.1	Re-elect Mr. Alan S. Armstrong	DAFÜR	DAFÜR
1.2	Re-elect Mr. Stephen W. Bergstrom	DAFÜR	DAFÜR
1.3	Re-elect Mr. Michael A. Creel	DAFÜR	DAFÜR
1.4	Re-elect Ms. Stacey H. Doré	DAFÜR	DAFÜR
1.5	Elect Ms. Carri A. Lockhart	DAFÜR	DAFÜR
1.6	Re-elect Mr. Richard E. Muncrief	DAFÜR	DAFÜR
1.7	Re-elect Mr. Peter A. Ragauss	DAFÜR	DAFÜR
1.8	Re-elect Ms. Rose M. Robeson	DAFÜR	DAFÜR
1.9	Re-elect Mr. Scott D. Sheffield	DAFÜR	DAFÜR
1.10	Re-elect Mr. Murray D. Smith	DAFÜR	DAFÜR
1.11	Re-elect Mr. William H. Spence	DAFÜR	DAFÜR
1.12	Re-elect Mr. Jesse J. Tyson	DAFÜR	DAFÜR
2	Re-election of the auditor	DAFÜR	<p>● DAGEGEN</p> <p>The auditor's long tenure raises independence concerns.</p>
3	Advisory vote on executive remuneration	DAFÜR	<p>● DAGEGEN</p> <p>Excessive variable remuneration.</p> <p>An important part of the variable remuneration is based on continued employment only.</p>
4	Advisory vote on say on pay frequency	EIN JAHR	EIN JAHR

No.	Traktanden	Board	Ethos	
1	Elections of directors			
1.a	Re-elect Dr. iur. Paul M. Bisaro	DAFÜR	DAFÜR	
1.b	Elect Ms. Vanessa Broadhurst	DAFÜR	DAFÜR	
1.c	Re-elect Mr. Frank A. D'Amelio	DAFÜR	DAFÜR	
1.d	Re-elect Mr. Michael B. McCallister	DAFÜR	DAFÜR	
1.e	Re-elect Mr. Gregory Norden	DAFÜR	DAFÜR	
1.f	Re-elect Ms. Louise M. Parent	DAFÜR	DAFÜR	
1.g	Re-elect Ms. Kristin C. Peck	DAFÜR	DAFÜR	
1.h	Re-elect Mr. Robert W. Scully	DAFÜR	DAFÜR	
2	Advisory vote on executive remuneration	DAFÜR	● DAGEGEN	Excessive variable remuneration.
3	Re-election of the auditor	DAFÜR	DAFÜR	
4	Provide Right to Call Special Shareholder Meetings	DAFÜR	DAFÜR	
5	Shareholder resolution: Call Special Shareholder Meetings	DAGEGEN	● DAFÜR	The proposed threshold would enhance the right of shareholders to call a special meeting.

Disclaimer

Die Analysen der Generalversammlungen basieren auf den Richtlinien zur Ausübung der Stimmrechte von Ethos. Diese orientieren sich an den wichtigsten Best-Practice-Kodizes sowie am Begriff der nachhaltigen Entwicklung gemäss Ethos Charta. Die Informationen stammen aus Quellen, die Anlegern und der Öffentlichkeit zugänglich sind: z.B. Geschäftsberichte, Internetseiten der Unternehmen sowie direkte Auskünfte der untersuchten Unternehmen. Obwohl die Angaben mehrfach geprüft wurden, kann ihre Richtigkeit nicht garantiert werden. Ethos lehnt jede Verantwortung für die Genauigkeit der veröffentlichten Informationen ab.