

Resolved, the stockholders of Uber request the preparation of a report, updated annually, disclosing:

1. Company policy and procedures governing lobbying, both direct and indirect, and grassroots lobbying communications.
2. Payments by Uber used for (a) direct or indirect lobbying or (b) grassroots lobbying communications, in each case including the amount of the payment and the recipient.
3. Uber's membership in and payments to any tax-exempt organization that writes and endorses model legislation.
4. Description of management's decision-making process and the Board's oversight for making payments described in section 2 above.

For purposes of this proposal, a "grassroots lobbying communication" is a communication directed to the general public that (a) refers to specific legislation or regulation, (b) reflects a view on the legislation or regulation and (c) encourages the recipient of the communication to take action with respect to the legislation or regulation. "Indirect lobbying" is lobbying engaged in by a trade association or other organization of which Uber is a member.

Both "direct and indirect lobbying" and "grassroots lobbying communications" include efforts at the local, state and federal levels.

The report shall be presented to the Nominating and Governance Committee and posted on Uber's website.

Supporting Statement

Full disclosure of Uber's lobbying activities and expenditures is needed to assess whether Uber's lobbying is consistent with its expressed goals and stockholder interests. Uber spent \$2,480,000 in 2023 on federal lobbying. Uber also lobbies at the state level, reporting approximately \$6,900,000 on lobbying in 47 states for 2023. Unlike peer Amazon, Uber fails to break out its spending by state. And Uber lobbies abroad, spending between €2,250,000 – 2,499,999 on lobbying in Europe for 2023.

Companies can give unlimited amounts to third party groups that spend millions on lobbying and undisclosed grassroots activity.^[1] Uber discloses six trade associations receiving over \$50,000 for 2023, including the Chamber of Commerce and Flex Association. Uber's trade association disclosure is incomplete, leaving out memberships in the Business Roundtable and Computer and Communications Industry Association. And Uber's disclosure critically leaves out its payments to social welfare groups, including

the Bay Area Council, Future of Privacy Forum, Illinois Coalition for Independent Work, Massachusetts Coalition for Independent Work, and Washington Coalition for Independent Work.

Uber's lack of disclosure presents reputational risk when its lobbying contradicts company public positions. Uber's lobbying has been compared to the tobacco industry,[2] and according to a report on leaked papers, Uber "secretly lobbied to cover up what the reports say were unlawful practices." [3] As the Flex Association has drawn attention for lobbying against worker classification rules,[4] it also had its tax exempt status revoked for failing to file Form 990 for three consecutive years. On company positions, Uber believes in addressing climate change, yet the Chamber opposed the Paris climate accord and sued the SEC over climate risk disclosure rules.[5]

[1] <https://theintercept.com/2019/08/06/business-group-spending-on-lobbying-in-washington-is-at-least-double-whats-publicly-reported/>.

[2] <https://www.theguardian.com/commentisfree/2020/sep/11/why-uber-and-lyft-are-taking-a-page-out-of-big-tobaccos-playbook-in-labor-law-battle>.

[3] <https://www.politico.com/news/2022/07/10/uber-investigation-global-expansion-00044914>.

[4] <https://www.reuters.com/business/uber-lyft-trade-group-questions-bidens-labor-nominees-gig-workers-stance-2023-03-20/>.

[5] <https://www.reuters.com/legal/us-chamber-commerce-sues-sec-over-climate-risk-disclosure-rules-2024-03-14/>.