

CATALYZING CORPORATE CHANGE

2025 PROXY SEASON RECAP



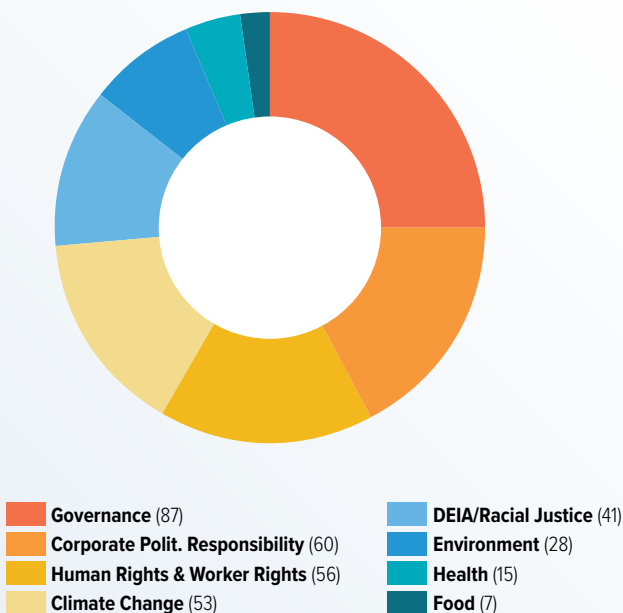
A REVIEW OF ICCR'S 2025 PROXY SEASON

During the 2025 proxy season, ICCR's members continued to press their portfolio companies for changes in policies and practices to mitigate harmful environmental and social impacts. While engagement progress most often results from ongoing dialogues with companies, when dialogues stall or become unproductive, investors may file shareholder proposals as a means of escalation. What follows is a review of the outcomes of the 347 shareholder proposals that were filed this season by our members on a range of climate, environmental, worker rights, human rights, governance, health equity, and supply chain issues. With 66 withdrawal agreements and some exciting new proposals, we're excited to share with you some highlights from the 2025 proxy season.

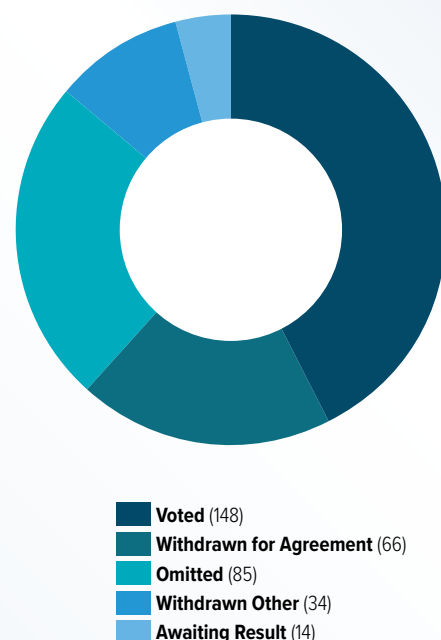
2025 PROPOSALS BY ISSUE

Shareholder proposals addressing a variety of corporate governance concerns were the most frequently filed for 2025 with 87 — roughly a quarter of all those filed by our members this proxy season. Proposals on corporate political responsibility (corporate lobbying and political spending) were the second most active category of filings at 60, followed closely by human rights & worker rights (56), and climate change (53).

2025 PROPOSALS BY ISSUE



2025 PROPOSALS BY OUTCOME

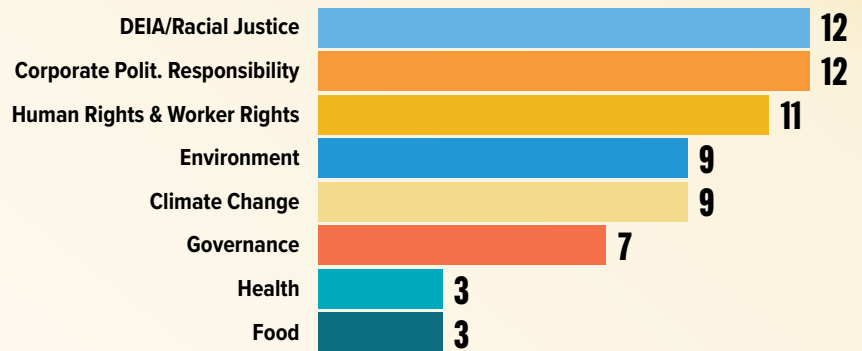


Forty-two percent of resolutions filed by our members this year (148 proposals) went to a vote, achieving an overall average of 19.5%, consistent with what we saw last year. Thirteen won majority votes, up from just 4 proposals one year ago.

There was also a significant increase in SEC challenges and omissions. In the middle of the 2025 proxy season the SEC staff released Staff Legal Bulletin 14M, which rolled back guidance from the prior Administration and made it easier for corporations to omit environmental and social proposals through the “no action” process. The SEC staff also gave companies an extended timeframe in which to use the new guidance to challenge 2025 proposals that had been filed under the old guidance. As a consequence, companies ended up challenging 47% of member filings this year, a sharp increase over the 17% we saw last year. Ultimately, 24% of all proposals filed by the coalition this year were blocked from proxy ballots.

2025 CORPORATE COMMITMENTS BY ISSUE

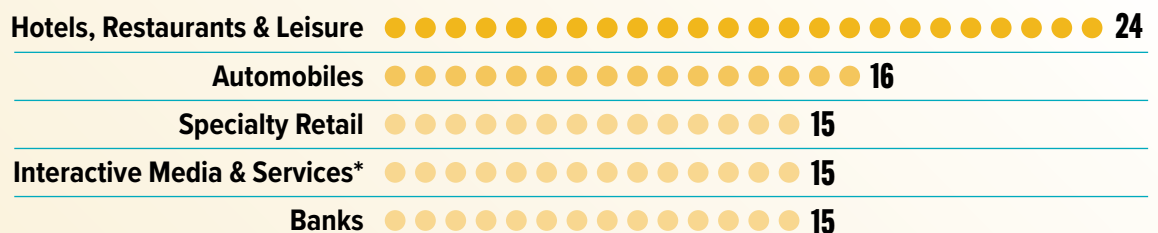
Once a proposal is filed, the company will often reach out to the proponents to negotiate. If the company agrees to satisfy the main requests of the proposal, proponents will voluntarily withdraw it. This year, our members successfully negotiated 66 corporate commitments. Most of this year's commitments related to diversity, equity, and inclusion (12), followed by corporate political responsibility (12), and human rights/worker rights (11). A deeper discussion of key withdrawals this proxy season appears on page 3.



NEW PROPOSALS THIS YEAR

- Adopt Tire Wear Shedding Reduction Goals:** To significantly reduce environmental pollution, thereby protecting human and environmental health.
- Disclose Votes by Share Class:** Ensuring that the disproportionate influence of insider/management-controlled shares in proxy-voting contests is made clear.
- Monitor Illegal Deforestation in Avocado Supply Chains:** To ensure that U.S. grocery chains are not sourcing from illegally deforested land, harming ecosystems and local communities.
- Data Protection Impact Assessment:** To ensure the appropriate use of and informed consent for collection of patient data.
- Gap Analysis Nutrition Profiling:** To increase nutritional data transparency, enabling consumers to make well-informed purchasing decisions.
- Report on Efforts to Create a Meritocratic Workplace:** To help ensure all employees are able to contribute equally to a company's success.
- Disclose Climate Transition Plan for Data Centers:** Enabling investors to see if and how a company plans to achieve GHG emissions reductions to offset the energy demands associated with its expanded data center operations.
- Gross Bookings Disclosure:** To provide investors and the public with much-needed transparency regarding how much UBER pays its drivers.
- Right to Cure Nomination Defects:** To reduce overly burdensome reporting requirements for investors seeking to nominate independent candidates to corporate boards of directors.
- Disclose Impact of Climate Risk on Insurance Customer Base:** Enabling shareholders to see how the company's climate-related pricing and coverage decisions impact the sustainability of its homeowners' insurance customer base.
- Health Data Privacy Assessment:** To enhance trust among customers and employees by adopting robust data privacy and data collection minimization practices.
- Systemic Risk Report:** To press health insurance companies to understand and address the negative impacts of their prior authorization and claim denial practices.
- Disclose Reasoning for Relying Primarily on Fossil Fuels:** To adequately assess the risks of the company's continued reliance on fossil fuel-based energy production rather than renewables.
- Human Rights Standards for Sugarcane Cutters:** To combat forced labor, child labor, and gender-based exploitation in India's sugar cane fields.
- Worker Driven Social Responsibility Impact Report:** To ensure workers' perspectives are centered as companies seek to identify and remediate human rights issues in their agriculture supply chains.
- Inclusive Board Refreshment Policy:** To reduce unconscious bias in hiring and increase the number of underrepresented groups on corporate boards of directors and committees.

2025 RESOLUTIONS FILED BY INDUSTRY



**The Interactive Media industry includes tech companies such as Alphabet and Meta (Facebook)

2025 FEATURED WITHDRAWALS FOR CORPORATE COMMITMENTS

GOVERNANCE AGREEMENTS

Amgen: Has agreed to expanded and enhanced tax disclosures starting this year. (SEIU)

Apple, Aerovironment, Exact Sciences, Yelp: Agreed to give shareholders nominating candidates to their boards of directors sufficient time to cure any procedural errors, rather than giving them last minute notice. (Corporate Governance)

BioMarin, Intellia Therapeutics: Agreed to move away from plurality voting (a candidate must receive more votes than any other candidate to win) to a majority vote standard (a candidate must receive more votes than all other candidates combined) for director elections to improve board accountability. (Corporate Governance)

WORKER RIGHTS / HUMAN RIGHTS AGREEMENTS

American Airlines, Delta Airlines, United Airlines: Improved disclosures of their efforts to address heat-related risks to their workers. (NYC Pension Funds/SOC Investment Group)

Chipotle: Agreed to more meaningful disclosures on its workplace health and safety practices, and to continue dialogue with investors. (SOC Investment Group)

Delta Airlines: Agreed to update its public-facing Freedom of Association policy. (Amalgamated Bank)

Hasbro: Intends to meet the requirements of the Corporate Sustainability Due Diligence Directive. (CommonSpirit Health)

Hilton: Will evaluate opportunities for enhancing its human rights due diligence processes and disclosures. (Domestic and Foreign Missionary Society of the Protestant Episcopal Church)

JPMorganChase: Agreed to consider free, prior and informed consent before proceeding with transactions that may have material implications for Indigenous Peoples — including general corporate purpose, asset-specific financing and capital facilitation activities. (United Church Funds)

Texas Instruments: Will create a global human rights policy and increase public disclosures regarding its efforts to combat illicit chip diversion to Russian weapons systems. (Friends Fiduciary)

CLIMATE CHANGE AGREEMENTS

US Foods Holdings: Agreed to disclose the emissions reduction strategies it will use to meet its near- and long-term GHG reduction targets, and will update shareholders annually on its progress toward having 67% of its suppliers with science-based targets by 2027. (Mercy Investment Services)

XPO Logistics: Agreed to publicly disclose its Scope 1 and 2 GHG emissions, and set a near-term target of electrifying a percentage of its yard tractors by 2030. (Mercy Investment Services)

HEALTH EQUITY AGREEMENTS

Altria: Made progress on transitioning smokers to less harmful tobacco products and identified shortcomings in marketing those products to some ethnic and racial groups. (Sisters of St. Francis of Philadelphia)

Kraft Heinz: Made progress in evaluating increased alignment with internationally recognized nutrition standards. (Mercy Investment Services)

Moderna: In response to member concerns about access to care, Moderna updated its human rights policy to include the right to the highest attainable standard of physical and mental health. (Mercy Investment Services)

DIVERSITY, EQUITY AND INCLUSION AGREEMENTS

Advance Auto Parts, Goodyear Tire: Agreed to greater transparency regarding the effectiveness of their efforts to create meritocratic workplaces. (Amalgamated Bank)

Insulet Corporation, Molina Healthcare: Agreed to disclose their EEO-1 reports annually. (Friends Fiduciary)

ENVIRONMENT AGREEMENTS

Bloomin' Brands: Agreed to set a target for deforestation-free beef sourced from Brazil, and made a commitment to include biodiversity in its upcoming dual materiality assessment. (Green Century Funds)

Coca-Cola: Agreed to disclose its ongoing investments in reusable bottles and the outcomes of these efforts. (Green Century Funds)

Costco: Agreed to publish a comprehensive deforestation assessment and action plan for its Kirkland products. (Green Century Funds)

Dollar General: Committed to expand the number of chemicals addressed in its restricted substances list and to continue responding to the Chemical Footprint Project Survey. (Presbyterian Church (USA))

NextEra: Committed to increased transparency, including public disclosure of its environmental and community due diligence practices; will adopt a global human rights policy by the end of 2025, and will continue dialogue with investors. (Franciscan Sisters of Allegany, NY)

Starbucks: Agreed to share its actions and plans to increase adoption of reusable cups by early 2026. (Green Century Funds)

Wyndham Worldwide: Enhanced disclosures on its plans to cut use of plastics in its operations. (Amalgamated Bank)

CORPORATE POLITICAL RESPONSIBILITY AGREEMENTS

AMD, Adobe Systems, Lowe's: Enhanced their lobbying expenditures disclosure. (Corporate Governance)

Global Payments, Reliance Inc: Improved their political contributions disclosures. (Chevedden Corporate Governance)

International Paper: Made strong improvements to its lobbying expenditures disclosure. (United Church Funds)

Lowe's: Agreed to disclose the aggregate amount of its state lobbying efforts as well as the names of the trade associations to which it pays more than \$50,000 in dues annually. (Corporate Governance)

Molina Healthcare and Workday: Improved their lobbying expenditure disclosures, to include details on trade association dues. (United Church Funds)

Norfolk Southern: Adopted a new policy of additional trade association and state lobbying disclosure. (Chevedden Corporate Governance)