

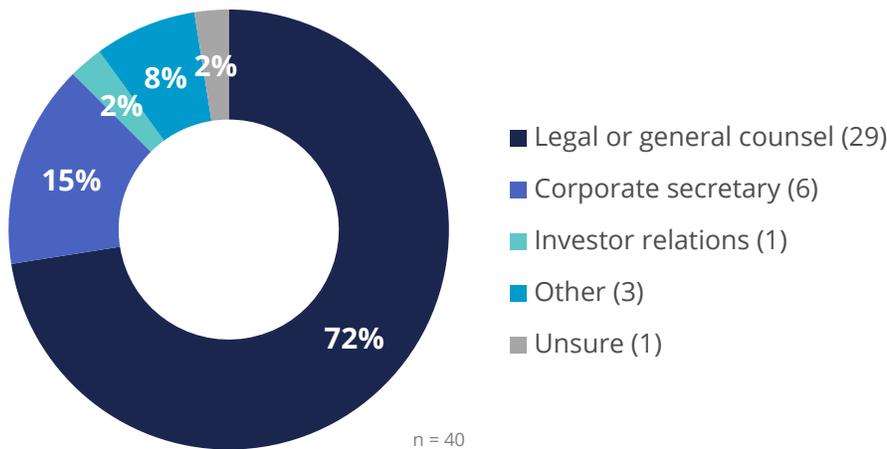
## PROXY STATEMENT RESPONSIBILITY

Note: Rapid Action surveys are a regular feature of Rivel's Guidelign and G&S communities. The results reflect the perspectives of companies on key investor relations, governance, and sustainability issues."

Is it that time of year again for you? Are you relishing the excitement of filing season? Have you been given the thrilling task of preparing the ever-so-exciting proxy statement, or is someone else handling that? Your community is curious about how this is managed in your organization....

### QUESTION

**Which department within your company has primary responsibility for the company's proxy statement?**



The majority of respondents say their company's legal department or general counsel has primary responsibility for the proxy statement.

OTHER DEPARTMENT:

1. "The proxy statement responsibilities sit primarily within our tax group that handles external reporting with close collaboration with legal. The IR team leads 10-K printing and design along with writing the annual shareholder letter that accompanies the 10-K." Mega-Cap (\$75B to 99.9B USD), Consumer Staples
2. "Accounting/external reporting." Mid-Cap Large (\$5B to 9.9B USD), Industrials
3. "Head of total rewards." Mid-Cap Large (\$5B to 9.9B USD), Consumer Staples

TO ALL:

**QUESTION**

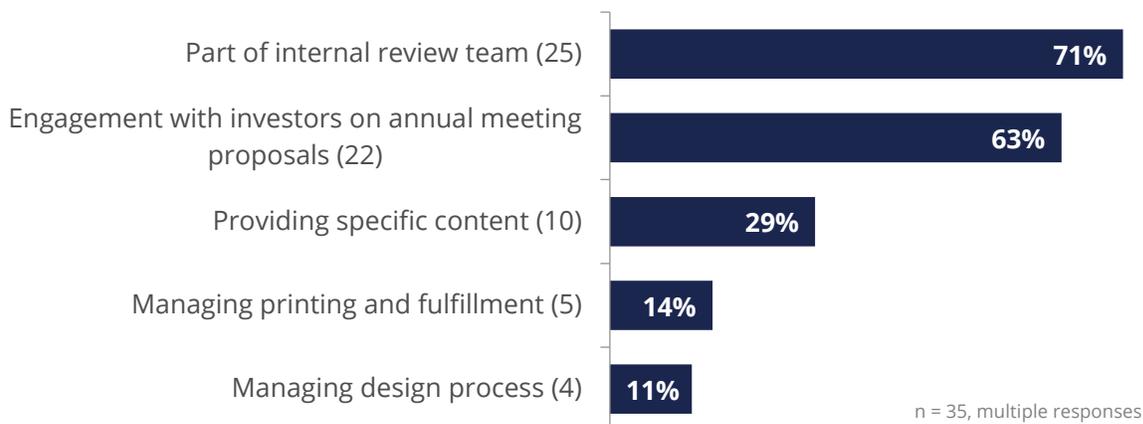
**Has this responsibility changed in the past few years?**

- None of the 39 respondents reports that the responsibility for the proxy statement has changed in the past few years.

IR NOT PRIMARILY RESPONSIBLE FOR PROXY:

**QUESTION**

**If IR does not have primary responsibility for the proxy statement, which proxy-related actions does the IR department have responsibility for?**



IR PROVIDES CONTENT FOR PROXY:

## QUESTION

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**What content does the IR department provide for the proxy statement (e.g., shareholder proposal responses, discretionary messaging, etc.)?**

1. "Business review section." Mid-Cap Large (\$5B to 9.9B USD), Health Care
2. "Stock performance, messaging." Mid-Cap Small (\$1B to 2.49B USD), Consumer Staples
3. "High-level review of the document. Provides supplementary data on shareholder engagement stats. Leads the stewardship engagement season." Mega-Cap (\$25B to 49.9B USD), Industrials
4. "Messaging and engagement content." Mid-Cap Small (\$1B to 2.49B USD), Consumer Staples
5. "CD&A and of course comments on shareholder engagement." Mid-Cap Medium (\$2.5B to 4.9B USD), Materials
6. "Financial overview statement." Large-Cap (\$10B to 24.9B USD), Industrials
7. "Mainly review, but also ownership and performance comparisons." Mid-Cap Large (\$5B to 9.9B USD), Materials
8. "Collaborate on chair's letter, investor engagement section, business highlights." Large-Cap (\$10B to 24.9B USD), Information Technology

## QUESTION

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**Additional Comments:**

1. "Proxy statement is not required in our regulation." Small-Cap (\$500M to 999M USD), Consumer Discretionary