

Shareholder Resolution Database User Guide

Last updated 15 December 2021

Table of Contents

Background	2
Accessing the shareholder resolution database	2
Accessing the shareholder resolution database without sign-in (publicly accessible).....	2
Accessing the shareholder resolution database with sign-in (Collaboration Platform accountholders)	2
Viewing resolutions.....	3
Viewing resolutions via the shareholder resolution database view	3
Viewing a single resolution via its individual resolution page	5
Suggesting a resolution to add to the database	6
Vote declarations	8
Viewing vote declarations.....	8
Making vote declarations.....	9
Additional Features.....	10
Export function	10
FAQs	10

Background

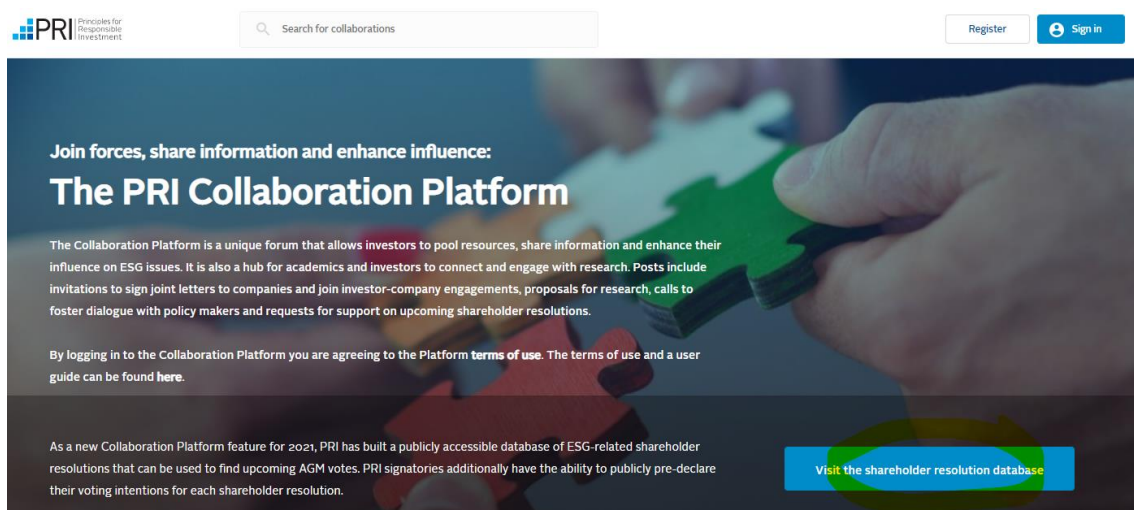
The [shareholder resolution database](#) was launched in 2021. This publicly accessible database of ESG-related shareholder resolutions can be used to easily find upcoming AGM votes, as well as track the results of key proposals that have been voted on. As in previous years, PRI offers its signatories the ability to pre-declare their voting intentions on shareholder resolutions. To make declaring voting intentions much simpler and quicker for PRI signatories, the Vote Declaration System has been integrated into the Collaboration Platform.

Accessing the shareholder resolution database

The shareholder resolution database is publicly accessible. There are two ways of accessing the page, depending on whether you are signed-in to the Collaboration Platform. Users who are signed into their Collaboration Platform account will be able to access a greater variety of functions, such as the ability to add resolutions to the database or the ability to export data to MS Excel.

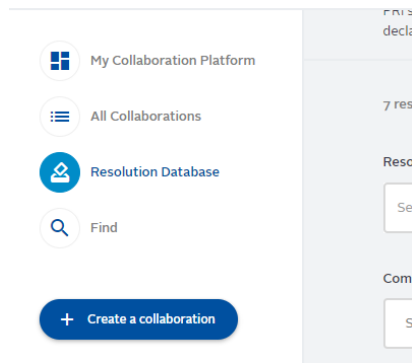
Accessing the shareholder resolution database without sign-in (publicly accessible)

1. Navigate to the [Collaboration Platform](#)
2. Click on the blue button that reads 'Resolution Database'



Accessing the shareholder resolution database with sign-in (Collaboration Platform account holders)

1. Navigate to the [Collaboration Platform](#) and sign in
2. From the Collaboration Platform dashboard, navigate to the left-hand side panel and click the new button that reads 'Resolution Database'



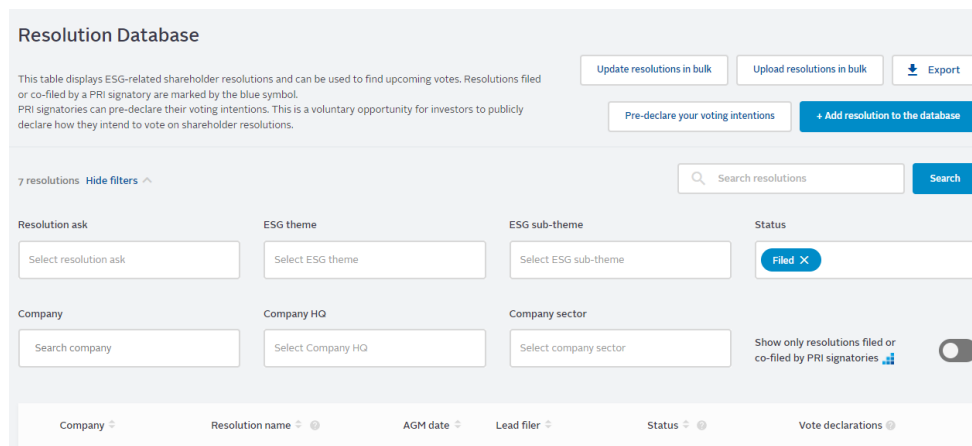
Viewing resolutions

Resolutions are listed in the database in a table format. The title of each resolution can be clicked on to view more detailed information on each individual resolution.

Viewing resolutions via the shareholder resolution database view

Several features exist here to help investors in viewing shareholder resolutions, including:


- Filters that can be applied to the resolution database, including filtering by Company, Resolution ask, Company HQ, Company sector, ESG theme, ESG sub-theme and Status. After amending the filter settings, users should click 'Search' to refresh according to the newly selected filters.
 - Note that, by default, the Status filter is set to show upcoming resolutions (with status 'Filed')
 - This filter can be removed by clicking the 'X' and other resolution status options can be added as desired



- Sorting by each column of the table view.
- An icon to indicate resolutions filed or co-filed by PRI signatories.



- Expandable rows, that show additional information about each resolution when the arrow to the left of the resolution is clicked.

	COSTCO WHOLESAL CORPORATION	Report on supply chain deforestation impacts at Costco Wholesale Corporation	21/01/2021	Green Century Capital Management, Inc.	Withdrawn	<input type="checkbox"/>
Company HQ		Resolution ask	Co-filers			
United States		Report on or disclose	Zevin Asset Management			
Company sector		ESG theme	ESG sub-theme			
Consumer Staples		Environment	Climate Change, Deforestation			
▼	Walgreens Boots Alliance	Independent Board Chair at Walgreens Boots Alliance	28/01/2021	Individual	36.66% votes in favour	<input type="checkbox"/>
▼	Walgreens Boots Alliance	Establish Deferral Period for	28/01/2021	Domini Impact	Omitted	<input type="checkbox"/>

Viewing a single resolution via its individual resolution page

From the table view, the title of each resolution can be clicked on to view more detailed information on each individual resolution.

The screenshot displays the individual resolution page for Johnson & Johnson. At the top, the title is "JOHNSON & JOHNSON | Access to COVID-19 Products at JNJ". Below the title, key information is presented: Status (31.78% votes in favour), AGM date (22/04/2021), Previous AGM date (23/04/2020), and Proposal number (4). The page is divided into two main columns. The left column, titled "Resolution details", lists various fields: Company ticker (JNJ), Lead filer (Oxfam), Co-filers (Mercy Investment Services, Inc.), Resolution ask (Report on or disclose), ESG theme (Social), ESG sub-theme (Health and safety, Other social issues), Company sector (Health Care), and Company HQ country (United States). The right column contains the resolution text, starting with the "Resolved clause" which states that shareholders are asked to report on whether and how JNJ subsidiary Janssen's receipt of government financial support for COVID-19 products is being taken into account. Below this is the "Supporting statement" which details Janssen's government funding and the BARDA agreement. At the bottom of the right column, a note states that JNJ will distribute a COVID-19 vaccine on a "nonprofit" basis, with a commitment limited to "emergency pandemic use".

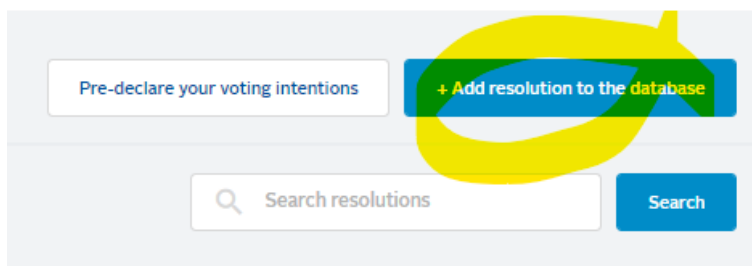
- Key information fields are displayed at the very top of each individual resolution page. These include Status, AGM date, Previous AGM date, and Proposal number.
- The remainder of the resolution information fields are displayed in the left-hand column of the page, with the resolution text in the right-hand column.
- Any vote declarations made by signatories, including rationales, are displayed at the bottom of each individual resolution page.

Suggesting a resolution to add to the database

Everyone with a Collaboration Platform account can suggest a resolution to add to the database – you'll need to be signed in to do so. Suggestions will be approved by PRI Admin to confirm that the resolution information is correct and to avoid duplicate resolutions in the database.

To suggest a resolution to add to the database:

- 1) Navigate to the shareholder resolution database
- 2) At the top of the page, click the blue button that reads '+ Add resolution to the database'



- 3) Enter the resolution details for the following information fields, noting that only those with an asterisk are compulsory fields:

Resolution name*	Enter an appropriate name for the resolution
Company*	Select a company from the drop-down options
Lead filer*	Select one or more organisations to be listed as the lead filer(s) of the resolution
Co-filers	Select one or more organisations to be listed as co-filer(s) of the resolution
Proposal item number	Enter the item number that the proposal appears as on the proxy ballot, if known
AGM date	Enter the current year's upcoming AGM date
Previous AGM date	Enter a previous AGM date (for example, if the current year's AGM date has not been released, this gives an indication of the approximate date to be expected)
ESG theme*	Select one or more of the categories
ESG sub-theme*	Select one or more of the categories
Resolution ask*	Select an option – this field aims to capture the key demand of the resolution
Resolved clause	Enter the resolution text, using the fields for Resolved clause, Whereas clauses and Supporting statement as applicable
Whereas clause	
Supporting statement	
Supporting materials	Additional supporting materials relevant to the resolution can be shared here, for example a press release document or an exempt solicitation

- 4) Finally, click save to submit the resolution

Vote declarations

PRI signatories can publicly pre-declare their voting intentions for any resolution listed in the database. For each resolution, signatories can indicate whether they intend to vote 'For', 'Against', 'Abstain' or 'Not Voting'. A short rationale can optionally be included with each vote declaration.

Viewing vote declarations

Signatory vote declarations can be seen in two places:

1. In the far-right column of the database (displays voting intention)

Company	Resolution name	AGM date	Lead filer	Status	Vote declarations
DAVITA HEALTHCARE PARTNERS INC.	Political Contributions at DAVITA HEALTHCARE PARTNERS INC.	10/06/2021	Friends Fiduciary Corporation	Filed	Brandywine Global Investment Management, LLC: FOR <input type="checkbox"/>
GENERAL MOTORS COMPANY	Report on GHG Emissions Targets as a Performance Element of Executive Compensation at GENERAL MOTORS COMPANY	14/06/2021	As You Sow	Filed	<input checked="" type="checkbox"/>
SQUARE, INC.	Give Each Share an Equal Vote at SQUARE, INC.	15/06/2021	Northstar Asset Management	Filed	LocalTapiola Asset Management Ltd: FOR <input checked="" type="checkbox"/> Axiom Investors: FOR <input checked="" type="checkbox"/>
SQUARE, INC.	Independent Chair at Square, Inc.	15/06/2021	State of New York - Office of the	Filed	LocalTapiola Asset Management Ltd: <input type="checkbox"/>

2. At the bottom of each individual resolution page (displays voting intention and rationale)

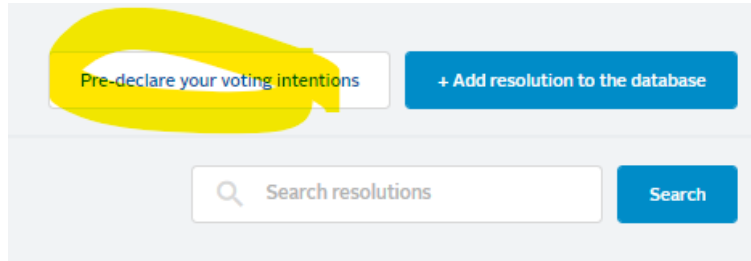
How other organisations have declared their voting intentions

Organisation name	Declared voting intentions	Rationale
Aktia Bank p.l.c.	For	An assessment of the company's climate-related risks and opportunities would allow shareholders to better understand how the company is managing systemic risks posed by climate change and the transition to a low carbon economy.
Boston Trust Walden	For	
FIM Asset Management	For	
Universities Superannuation Scheme - USS	For	We would welcome enhanced reporting of climate related risks.

Making vote declarations

To make a vote declaration, signatories should:

- 1) Navigate to the shareholder resolution database
- 2) Check the resolution(s) in the table that you wish to make vote declaration(s) for
- 3) Scroll to the top of the page and click the button that reads 'Pre-declare your voting intentions'



- 4) For each of the resolutions that you checked, indicate your organisation's voting intention and (optionally) include a rationale for each vote
- 5) Check the boxes to confirm that you are making the vote declaration(s) on behalf of your organisation and have read the short [Disclaimer](#), then click 'Save' to complete the process

Pre-declare your voting intentions

Company	Resolution name	Voting options*	Rationale
GENERAL MOTORS COMPANY	Report on GHG Emissions Targets as a Performance Element of Executive Compensation at GENERAL MOTORS COMPANY	<input type="radio"/> For <input type="radio"/> Against <input type="radio"/> Abstain <input type="radio"/> Not voting	<input type="text"/>
SQUARE, INC.	Give Each Share an Equal Vote at SQUARE, INC.	<input type="radio"/> For <input type="radio"/> Against <input type="radio"/> Abstain <input type="radio"/> Not voting	<input type="text"/>

Please confirm you are declaring your intentions on behalf of your organisation.*

Please confirm you have read and acknowledge this [Disclaimer](#)*

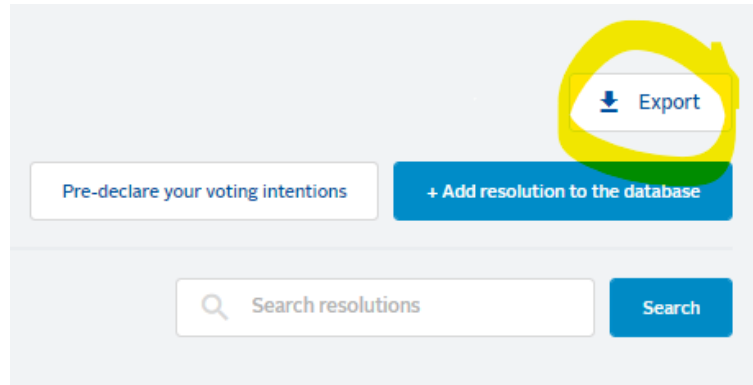
Vote declarations can also be made from each individual resolution page by clicking the blue button that reads 'Declare voting intentions'.

Declare voting intentions

Additional Features

Export function

Users with a Collaboration Platform account can export the shareholder resolution database to MS Excel. Please note that PRI signatory vote declarations will not be included in this export, nor will files added via the 'Supporting materials' field.



PRI welcome suggestions of additional features or functions that could be added to this tool in order to improve its utility for investors.

FAQs

- 1) Is there an email alert related to the shareholder resolution database?

PRI shares a weekly Resolution Alert to all those subscribed over the course of the northern hemisphere AGM season (approximately April to July). This Alert summarises recent voting results as well as key votes, themes, and trends to be aware of for upcoming votes in the week ahead.

- 2) How will vote declarations be used?

Vote declarations made by signatories are presented on PRI's Collaboration Platform, both adjacent to the resolution name in the database table and at the bottom of each individual resolution page. Vote declarations are also shared in PRI's weekly Resolution Alert in order to promote vote disclosure amongst PRI's signatory base. Vote declarations are not currently used by the PRI to assess voting records on specific resolutions, nor will PRI hold any investor accountable for vote declarations made on the Collaboration Platform. The vote declaration tool is intended to allow signatories to transparently disclose voting intentions to a public audience.

For further information on the Collaboration Platform, please contact collaborations@unpri.org
