



Rule 14a-8(i)(12)

October 18, 2019

VIA E-MAIL (shareholderproposals@sec.gov)

Office of Chief Counsel
Division of Corporation Finance
U.S. Securities and Exchange Commission
100 F Street, NE
Washington, DC 20549

Re: Apple Inc.
Shareholder Proposal of David Adams, Joseph Appell, Neville Austin, Georgia Lynn Brown, the Richard D. Hausman Revocable Trust, John Harrington, Mary Hawkins, Gunilla Karlén, Pamela Koslyn, Susan Maxwell, Jeffrey Perk, Glenn Schentag and Rhee Whitford

Dear Ladies and Gentlemen:

Apple Inc., a California corporation (the "**Company**"), hereby requests confirmation that the staff of the Division of Corporation Finance of the U.S. Securities and Exchange Commission (the "**Commission**") will not recommend enforcement action to the Commission if, in reliance on Rule 14a-8 under the Securities Exchange Act of 1934, as amended (the "**Exchange Act**"), the Company omits the enclosed shareholder proposal (the "**Proposal**") and its accompanying supporting statement (the "**Supporting Statement**") submitted by Lisa Lindsley of SumOfUs on behalf of David Adams, Joseph Appell, Neville Austin, Georgia Lynn Brown, the Richard D. Hausman Revocable Trust, John Harrington, Mary Hawkins, Gunilla Karlén, Pamela Koslyn, Susan Maxwell, Jeffrey Perk, Glenn Schentag and Rhee Whitford (collectively, the "**Proponent**") from the Company's proxy materials for its 2020 Annual Meeting of Shareholders (the "**2020 Proxy Materials**").

A copy of the Proposal and the Supporting Statement, together with other correspondence relating to the Proposal, is attached hereto as Exhibit A.

Apple
One Apple Park Way
Cupertino, CA 95014

T 408 996-1010
F 408 996-0275
www.apple.com

In accordance with Staff Legal Bulletin No. 14D (November 7, 2008) ("**SLB No. 14D**"), this submission is being delivered by e-mail to shareholderproposals@sec.gov. Pursuant to Rule 14a-8(j), a copy of this submission also is being sent to the Proponent. Rule 14a-8(k) and SLB No. 14D provide that a shareholder proponent is required to send the company a copy of any correspondence relating to the Proposal which the proponent submits to the Commission or the staff. Accordingly, we hereby inform the Proponent that, if the Proponent elects to submit additional correspondence to the Commission or the staff relating to the Proposal, the Proponent should concurrently furnish a copy of that correspondence to the undersigned.

Pursuant to the guidance provided in Section F of Staff Legal Bulletin 14F (October 18, 2011), we ask that, if the staff responds to this request in writing, the staff provide its response to the undersigned via e-mail at the address noted in the last paragraph of this letter.

The Company intends to file its definitive 2020 Proxy Materials with the Commission more than 80 days after the date of this letter.

THE PROPOSAL

On September 9, 2019, the Company received an e-mail from Lisa Lindsley of SumOfUs, on behalf of the Proponent, submitting the Proposal for inclusion in the Company's 2020 Proxy Materials. The Proposal reads as follows:

Resolved: Shareholders of Apple Inc. ("Apple" or the "Company") request that the Board of Directors report annually to shareholders, at reasonable expense and excluding confidential and proprietary information, regarding the Company's policies on freedom of expression and access to information, including whether it has publicly committed to respect freedom of expression as a human right; the oversight mechanisms for formulating and administering policies on freedom of expression and access to information; and a description of the actions Apple has taken in the past year in response to government or other third-party demands that were reasonably likely to limit free expression or access to information.

I. **Rule 14a-8(i)(12)(ii) — The Proposal Relates to Substantially the Same Subject Matter as Two Shareholder Proposals that were Included in the Company’s Proxy Materials in the Last Five Years, and the Most Recently Submitted of Those Proposals did not Receive the Support Necessary for Resubmission**

A. Background

Rule 14a-8(i)(12)(ii) permits a company to omit a shareholder proposal from its proxy materials if it deals with substantially the same subject matter as another proposal or proposals that has or have been previously included in the company’s proxy materials within the preceding 5 calendar years and the most recent proposal received “[l]ess than 6% of the vote on its last submission to shareholders if proposed twice within the preceding 5 calendar years.” The condition in Rule 14a-8(i)(12) that the prior shareholder proposals have dealt with “substantially the same subject matter” as the current proposal does not mean that the prior proposals and the current proposal must be exactly the same. At one time, the predecessor to Rule 14a-8(i)(12) provided that, to be excludable under the rule, the current proposal had to be “substantially the same proposal” as the prior proposals. In 1983, however, the Commission amended the rule to permit exclusion of a proposal that “deals with substantially the same subject matter.” The Commission explained the reason and meaning of the revision in Exchange Act Release No. 20091 (August 16, 1983), stating:

The Commission believes that this change is necessary to signal a clean break from the strict interpretive position applied to the existing provision. The Commission is aware that the interpretation of the new provision will continue to involve difficult subjective judgments, but anticipates that those judgments will be based upon a consideration of the substantive concerns raised by a proposal rather than the specific language or actions proposed to deal with those concerns.

When considering whether proposals deal with substantially the same subject matter, the staff has focused on the “substantive concerns” raised by the proposals rather than on the specific language of the proposals or corporate action proposed to be taken. Accordingly, the staff has concurred with the exclusion of a shareholder proposal under Rule 14a-8(i)(12) when the proposal addresses concerns that are similar to those underlying a prior proposal, even if the current proposal recommends a significantly different action than was recommended by the prior proposal. In *Bristol-Myers Squibb* (February 6, 1996), for example, the staff concurred that a proposal requesting that the company educate women on the possible abortifacient effects of certain of its products was excludable because it addressed the same substantive concern as a prior proposal

requesting that the company refrain from donating to abortion-supporting organizations. While the actions requested by the two proposals were significantly different (consumer education on specific company products in one case and ceasing support for particular charitable organizations in the other), both proposals sought, broadly but in significantly different ways, to influence the company's participation in the national abortion debate.

Similarly, in *The Coca-Cola Co.* (January 18, 2017), the staff concurred that a proposal requesting a report identifying the number of Israel/Palestine employees who were Arab and non-Arab, broken down by job category, addressed the same substantive concern as a prior proposal requesting that the company implement a set of "Holy Land" equal employment principles that went significantly beyond a report on worker demographics by addressing employment culture, training programs, hiring criteria, tax incentives, compliance monitoring and other principles. See also *General Electric Co.* (February 6, 2014) (concurring with exclusion of a proposal seeking to amend nuclear energy policy to make specific safety improvements as dealing with the same substantive concern as an earlier proposal that sought the company's phase out of all nuclear activities); *Barr Pharmaceuticals, Inc.* (September 25, 2006) (concurring with exclusion of a proposal requesting adoption of an animal welfare policy to reduce the number of research animals and implement acceptable standards of care because it was substantially similar to a prior proposal requesting that the company commit to non-animal testing methods and petition government agencies to accept the results of such tests); *Medtronic Inc.* (June 2, 2005) (concurring that a proposal requesting that the company list all of its political and charitable contributions on its website involved substantially the same subject matter as a prior proposal requesting that the company cease making charitable contributions); *Saks Inc.* (March 1, 2004) (concurring that a proposal requesting that the company's board of directors implement a code of conduct based on International Labor Organization standards, establish an independent monitoring process and annually report on adherence to the code was excludable as addressing substantially the same subject matter as a prior proposal requesting a report on the company's vendor labor standards and compliance mechanism); and *Bristol-Myers Squibb Co.* (February 11, 2004) (concurring with exclusion of a proposal requesting the board of directors to review pricing and marketing policies and prepare a report on how the company would respond to pressure to increase access to prescription drugs as involving substantially the same subject matter as a prior proposal requesting the creation and implementation of a policy of price restraint on pharmaceutical products).

The staff has also concurred that a shareholder proposal may be excluded under Rule 14a-8(i)(12) even if it touches on different topics from a submission from a prior year so long as the earlier proposal deals with substantially the same subject matter. In *The Dow Chemical Co.* (March 5, 2009), for example, the staff concurred that a proposal requesting a report on the general health and environmental effects of a particular

product was excludable as raising the same substantive concerns as a prior proposal requesting a report on the extent to which any company product caused or exacerbated asthma. Even though the later proposal focused on environmental concerns in addition to health concerns, and focused on a single product rather than the full universe of company products, both proposals broadly addressed the human welfare consequences of company products. Similarly, in *Hormel Foods Corp.* (November 10, 2011), the staff concurred that a proposal asking the company to adopt a series of animal welfare improvements, including a ban on electric shock devices, installation of cameras in all animal areas, improved training for supervisors, a phase-out of gestation crates, and implementation of annual audits of these standards, was excludable under Rule 14a-8(i)(12) because it addressed the same substantive concern as a prior proposal that requested only a report on the company's use of gestation crates. *See also Ford Motor Co.* (February 28, 2007) (concurring with exclusion of proposal requesting that executive compensation be tied to efficiency improvements as addressing substantially the same concern as a prior proposal requesting that executive compensation be tied to a reduction in greenhouse gas emissions, even though the later proposal addressed dependence on foreign oil and the prior proposal focused on greenhouse gas and related concerns); and *Exxon Mobil Corp* (March 23, 2012) (concurring with exclusion of proposal requesting a policy on the company's commitment to the human right to water as addressing the same substantive concern as a proposal that requested a report on, among other things, emissions and environmental impacts on "land, water and soil").

B. The Proposal Deals With Substantially the Same Subject Matter as Two Proposals that were Included in the Company's Proxy Materials within the Preceding Five Calendar Years

The Company has, within the past five years, included in its proxy materials at least two shareholder proposals that raise the same substantive concerns and relate to "substantially the same subject matter" as the Proposal, namely a review of the Company's human rights policies and practices, especially in China. The proposals are as follows:

- In 2018, the Company included in its proxy materials Jing Zhao's proposal (the "**2018 Proposal**," attached hereto as Exhibit B) that the Company's Board of Directors (the "**Board**") "establish a Human Rights Committee to review, assess, disclose, and make recommendations to enhance Apple's policy and practice on human rights." The supporting statement for the 2018 Proposal makes numerous references to Apple's operations in China and highlights multiple news articles that claim that the Company cooperates with governmental censorship in China.

- In 2016, the Company included in its proxy materials a proposal submitted by the National Center for Public Policy Research (the "**2016 Proposal**," attached hereto as Exhibit C, and, together with the 2018 Proposal, the "**Prior Proposals**") requesting that the Board review the Company's guidelines for selecting geographic locations for its operations and to describe in a report to shareholders the criteria for investing in, operating in and withdrawing from regions that are considered "high-risk" from a human rights perspective. The supporting statement for the 2016 Proposal also refers to the Company's operations in China and includes a statement that the Company should consider a congruency analysis to identify misalignment between its corporate values and its operations in certain regions.

The Prior Proposals and the Proposal therefore share the same substantive concern—human rights policies and practices of the Company, as related to China and other foreign countries, and the undertaking of a review of such policies and practices by the Board or a committee thereof.

That the Prior Proposals and the Proposal deal with substantially the same subject matter is evident from the following:

- Each of the proposals shares an overriding concern with the Company's practices and policies relating to international human rights. The 2016 Proposal requested that the Board "review the Company's guidelines for selecting countries / regions for its operations" to identify "operations in high-risk regions with poor human rights records." The 2018 Proposal directed that a Board committee specifically "review, assess, disclose, and make recommendations to enhance Apple's policy and practice on human rights." The Proposal instructs the Company to review "the Company's policies on freedom of expression and access to information, including whether it has publicly committed to respect freedom of expression as a human right." As the Company said in its opposition statement to the 2016 Proposal at the time, the Company believes that its commitment to protecting and promoting human rights has already been demonstrated by both effective action and transparency. This includes extensive information that is already available to shareholders regarding the Company's policies and practices.
- Each proposal specifically refers to the Company's operations in China. The 2016 Proposal cites the Company's manufacturing operations in China and states that China has a "questionable record on human rights." The 2018 Proposal states that "[t]here have been too many negative reports on Apple's human rights policy and practice, mostly related to Apple's operation in China for many years," and cites articles entitled "Apple Removes Apps From China Store That Help Internet Users Evade Censorship" and "Get Used to Apple

Bowing Down to Chinese Censors.” The Proposal claims that the Company is cooperating with the government of China to restrict free expression and access to information, and cites an alleged 2017 incident where “Apple removed almost all virtual private network (VPN) providers’ apps from its Chinese App Store, following a request from the government of China.” Given the focus of all three proposals on the effect of the Company’s operations on human rights in China, in particular the Company’s alleged cooperation with censorship by the Chinese government, the similarity of the substantive concerns of the proposals is apparent. As the Company said in its opposition statement to the 2018 Proposal at the time, the Company must follow applicable law wherever it does business and believes in engaging with governments even when there may be disagreement.

- Each of the proposals specifically requests a review of the Company’s human rights policies and practices and the issuance of a related report. The 2016 Proposal requests “a report, at reasonable expense excluding proprietary information,” the 2018 Proposal requests the formation of a Board committee that will “issue periodic reports to shareholders and the public” and the Proposal requests an annual report “at reasonable expense and excluding confidential and proprietary information.”

The fact that the requested actions and scope of the proposals differ does not change the subject matter for purposes of Rule 14a-8(i)(12). As demonstrated in the numerous no-action letters cited above, the staff has focused on the “substantive concerns” raised by substantially similar proposals rather than the specific corporate action proposed to be taken. Similarly, the fact that the 2016 Proposal addresses more expansive human rights policies and practices beyond censorship, including suffrage, women’s rights and LGBTQ rights, does not change the principal focus for purposes of Rule 14a-8(i)(12). As in *The Dow Chemical Co.* (March 5, 2009), where a proposal expanded the scope of earlier proposals but broadly addressed the same substantive concerns, the staff has focused on the connection between the broad concern each proposal seeks to address, and not the specific topics touched upon.

Given that the Proposal has the same subject matter and broadly addresses the same concerns as the Prior Proposals—human rights policies and practices of the Company, as related to China and other foreign countries, and the undertaking of a review of such policies and practices by the Board or a committee thereof—the Proposal deals with substantially the same subject matter as the Prior Proposal for purposes of Rule 14a-8(i)(12).

C. The 2018 Proposal Did Not Receive the Shareholder Support Necessary to Permit Resubmission

As reported in the Company's Current Report on Form 8-K filed with the SEC on February 14, 2018, the 2018 Proposal received 5.6% of the votes cast at the Company's 2018 Annual Meeting of Shareholders (as calculated in accordance with *Staff Legal Bulletin No. 14*, Question F.4 (July 13, 2001)). For purposes of this calculation, the 2018 Proposal received 163,401,335 "for" votes and 2,775,484,108 "against" votes. Abstentions and broker non-votes were not included for purposes of this calculation. Therefore, the vote on the 2018 Proposal (which is the most recently submitted of the Prior Proposals) failed to meet the 6% threshold specified in Rule 14a-8(i)(12)(ii). In addition, the 2016 Proposal also received only 1.8% of the vote during the Company's 2016 Annual Meeting of Shareholders, as reported in the Company's Current Report on Form 8-K filed with the SEC on March 1, 2016.

Accordingly, the Company may exclude the Proposal from its 2020 Proxy Materials under Rule 14a-8(i)(12)(ii) because it deals with substantially the same subject matter as the Prior Proposals, and the 2018 Proposal did not receive the necessary shareholder support to permit resubmission.

CONCLUSION

For the reasons discussed above, the Company believes that it may omit the Proposal from its 2020 Proxy Materials in reliance on Rule 14a-8(i)(12)(ii). We respectfully request that the staff concur with the Company's view and confirm that it will not recommend enforcement action to the Commission if the Company excludes the Proposal from its 2020 Proxy Materials.

Office of Chief Counsel
Division of Corporation Finance
U.S. Securities and Exchange Commission
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If you have any questions or need additional information, please feel free to contact me at (408) 996-1010 or by e-mail at sam_whittington@apple.com.

Sincerely,

A handwritten signature in blue ink, appearing to read 'S. Whittington', with a long, sweeping horizontal line extending to the right.

Sam Whittington
Assistant Secretary

Attachments

cc: Lisa Lindsley, SumOfUs
Alan L. Dye, Hogan Lovells

Exhibit A

Copy of the Proposal and Supporting Statement and Related Correspondence

Resolved: Shareholders of Apple Inc. (“Apple” or the “Company”) request that the Board of Directors report annually to shareholders, at reasonable expense and excluding confidential and proprietary information, regarding the Company’s policies on freedom of expression and access to information, including whether it has publicly committed to respect freedom of expression as a human right; the oversight mechanisms for formulating and administering policies on freedom of expression and access to information; and a description of the actions Apple has taken in the past year in response to government or other third-party demands that were reasonably likely to limit free expression or access to information.

SUPPORTING STATEMENT

Apple sells products and services in countries whose governments limit free expression and punish dissent. The government of China, a market accounting for 20% of Apple’s net sales in 2018,¹ “suppress[es] politically sensitive speech” and “wrong-oriented” online content, according to Human Rights Watch, and blocks sites using a filtering system nicknamed the “Great Firewall.”²

Apple has cooperated with requests made by the government of China to restrict free expression and access to information. In 2017, Apple removed almost all virtual private network (VPN) providers’ apps from its Chinese App Store, following a request from the government of China. VPNs have been used by activists and others to circumvent the Great Firewall, leading to a ban on their private use. The U.N.’s special rapporteur on opinion and expression registered concern over Apple’s move.³ Such controversies are not likely to be limited to China: Russia and Turkey have also enacted curbs on VPNs, and Russian President Vladimir Putin recently signed legislation giving the government broad powers to punish speech.⁴

Apple removed 634 apps in 2018 for “legal violation,” 517 of them in China. Apple disclosed that the “vast majority relate to illegal gambling or pornography,”⁵ but did not indicate why the others were removed. Apple pulled The New York Times app from the Chinese App Store in 2017 following a request from the government of China. The Times’ website had been blocked in China since a series of 2012 stories describing personal wealth amassed by the country’s political elite.⁶

¹ See Filing on Form 10-K filed on Nov. 5, 2018, at p. 23.

² See <https://www.hrw.org/world-report/2019/country-chapters/china-and-tibet#eea21f>

³ <https://www.zdnet.com/article/un-special-rapporteur-apple-letter-china-vpn-demands/>

⁴ <https://arstechnica.com/tech-policy/2019/03/russia-makes-it-illegal-to-insult-officials-or-publish-fake-news/>

⁵ <https://www.apple.com/legal/transparency/cn.html>

⁶ <https://www.nytimes.com/2017/01/04/business/media/new-york-times-apps-apple-china.html>

The 2019 Corporate Accountability Index by Ranking Digital Rights (“RDR”) ranked Apple 7th among 12 “internet and mobile ecosystem companies.” Although RDR gave Apple good marks for privacy, it criticized the Company’s governance of freedom of expression issues, including its failure to commit publicly to respect freedom of expression as a human right, and its lack of transparency on policies and practices related to freedom of expression.⁷ The information requested in this Proposal is intended to close those gaps. The Proposal would not elicit disclosure about actions, such as the removal of gambling or pornography apps, that are unrelated to free expression or access to information.

We urge shareholders to vote for this Proposal.

⁷ <https://rankingdigitalrights.org/index2019/companies/apple/index/>

From: Lisa Lindsley <lisa@sumofus.org>

Subject: Shareholder proposal for 2020 annual general meeting of shareholders

Date: September 9, 2019 at 2:42:39 PM PDT

To: Apple Shareholder Proposals <shareholderproposal@apple.com>

Cc: Laura Krasovitzky <laura@sumofus.org>, Sondhya Gupta <sondhya@sumofus.org>, Reem Suleiman <reem@sumofus.org>

Dear Corporate Secretary,

Attached please find a shareholder proposal as well as letters of submission from thirteen shareholders of Apple Inc. Please confirm receipt of this communication. Should you have any questions or wish to discuss the concerns raised in the proposal, please do not hesitate to contact me at lisa@sumofus.org or +1.201.321.0301.

Best regards,

Lisa Lindsley

+1 (201) 321.0301 (m)

Georgia Lynn Brown

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from **Charles Schwab**, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,

G. Lynn Brown

Joseph Appell

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from **Edward Jones**, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,

Joseph Appell

Joseph Appell



September 23, 2019

Georgia Brown

Account #: ***

Questions: +1 (877) 594-2578
x48404

Dear Georgia Brown,

I am writing to confirm registration information for the following account:

Account Number: ***
Account Registration: Georgia Lynn Brown
Account Type: Rollover IRA

This account has held 40 shares of Apple Inc. (AAPL) for at least the past 12 months. The value has been at least \$2,000.00 throughout the past 12 months.

This letter is for informational purposes only and is not an official record of the account. Please refer to your statements and trade confirmations as they are the official record of your transactions.

Thank you for choosing Schwab. We appreciate your business and look forward to serving you in the future. If you have any questions, please call me or any Client Service Specialist at +1 (877) 594-2578 x48404.

Sincerely,

Nathan Smith

Nathan Smith
PARTNER SUPPORT TEAM
9800 Schwab Way
Lone Tree, CO 80124

David Adams

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from UBS, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,

David Adams

Neville Austin

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

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Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from BMO InvestorLine, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,



BMO InvestorLine
First Canadian Place
100 King St. West, Floor B1
Toronto, Ontario
Canada
M5X 1H3


September 19, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Dear Ms. Adams:

BMO InvestorLine, a DTC participant, acts as the custodian and record owner for shares beneficially owned by Neville Austin. As of and including September 9, 2019, BMO InvestorLine has continuously held 112 shares of Apple Inc. common stock, worth at least \$2,000, for over one year on behalf of Neville Austin.

Best Regards,


SAM SRIVASTAVA, SENIOR ASSOCIATE

(NAME / Title of BMO InvestorLine representative)

Richard D. Hausman, Trustee
Richard D. Hausman Revocable Trust

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

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I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from Charles Schwab, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,

Richard D Hausman, TTEE

charles SCHWAB

September 10, 2019

Emily Hausman, Richard Hausman

Account #: ***

Questions: Please call Schwab
Alliance at 1-800-515-2157.

Dear Emily Hausman and Richard Hausman,

This letter is to confirm that the Richard D. Hausman Trust has continuously held over \$2,000 worth of Apple stock (AAPL) for more than one year from today, 9/10/2019.

Sincerely,

Peter Iulo

MID-MARKET ORLANDO SERVICE

1958 Summit Park Dr

ORLANDO, FL 32810

Independent investment advisors are not owned by, affiliated with, or supervised by Charles Schwab & Co., Inc. ("Schwab").

Schwab Advisor Services™ serves independent investment advisors, and includes the custody, trading, and support services of Schwab.



John C. Harrington
Harrington Investments, Inc.
1001 Second Street, Suite 325
Napa, CA 94559

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

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Sincerely,



John C. Harrington

President & CEO
Harrington Investments, Inc.



September 18, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Napa, CA 94559

Account #: ***
Reference #: AM-4987274
Questions: Please call Schwab
Alliance at 1-800-515-2157.

RE: Account * HARRINGTON INVESTMENTS INC 1001 2nd ST, STE 325 NAPA, CA**

Dear Ms. Adams,

This letter is to confirm that Charles Schwab is the record holder for the beneficial owner of the Harrington Investments, Inc. account and which holds in the account 150 shares of common stock in Apple, Incorporated. These shares have been held continuously for at least one year prior to and including September 9, 2019.

The shares are held at Depository Trust Company under the Participant Account Name of Charles Schwab & Co., Inc., number 0164.

This letter serves as confirmation that the account holder listed above is the beneficial owner of the above referenced stock.

Should additional information be needed, please feel free to contact me directly at 877-393-1951 between the hours of 11:30am and 8:00pm EST.

Sincerely,
Michael Woolums
Advisor Services
2423 E Lincoln Dr
Phoenix, AZ 85016-1215

Independent investment advisors are not owned by, affiliated with, or supervised by Charles Schwab & Co., Inc. ("Schwab").
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Mary Hawkins

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from TD Ameritrade, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,

A handwritten signature in black ink, appearing to be 'M. Hawkins', with a long horizontal flourish extending to the right.

Mary Hawkins

Gunilla Karlén

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from **Nordnet**, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,



Nordnet

2019-09-25

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Dear Ms. Adams:

Nordnet, a DTC participant, acts as the custodian and record owner for shares beneficially owned by Gunilla Karlén. As of and including September 9, 2019, Nordnet has continuously held 36 shares of Apple Inc. common stock, worth at least \$2,000, for over one year on behalf of Gunilla Karlén.

Best Regards,



Gustav Kjell



Nordnet Bank AB
Alströmergatan 39 • Box 30099
104 25 Stockholm
info@nordnet.se • www.nordnet.se

Pamela Koslyn

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting


Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from TD Ameritrade, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,


PAMELA KOSLYN

09/18/2019

Pamela Koslyn & Kenneth Peters

Re: Your TD Ameritrade Account Ending in ***

Dear Pamela Koslyn & Kenneth Peters,

Thank you for allowing me to assist you today.

TD Ameritrade, a DTC participant, acts as the custodian and record owner for shares beneficially owned by Pamela Koslyn. As of and including September 9, 2019, TD Ameritrade has continuously held 175 shares of Apple Inc. common stock, worth at least \$2,000, for over one year on behalf of Pamela Koslyn.

If we can be of any further assistance, please let us know. Just log in to your account and go to the Message Center to write us. You can also call Client Services at 800-669-3900. We're available 24 hours a day, seven days a week.

Sincerely,

A handwritten signature in cursive script that reads 'Gabriel Elliott'.

Gabriel Elliott
Resource Specialist
TD Ameritrade

This information is furnished as part of a general information service and TD Ameritrade shall not be liable for any damages arising out of any inaccuracy in the information. Because this information may differ from your TD Ameritrade monthly statement, you should rely only on the TD Ameritrade monthly statement as the official record of your TD Ameritrade account.

Market volatility, volume, and system availability may delay account access and trade executions.

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Susan Maxwell

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from **Raymond James Ltd.**, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,



Raymond James Ltd.

September 23, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Dear Ms. Adams:

Raymond James Ltd., a DTC participant, acts as the custodian and record owner for shares beneficially owned by Susan Maxwell. As of and including September 9, 2019, Raymond James Ltd. has continuously held 50 shares of Apple Inc. common stock, worth at least \$2,000, for over one year on behalf of Susan Maxwell.

Best Regards,

A handwritten signature in black ink, appearing to read "M. Higgins", with a long horizontal flourish extending to the right.

Michael Higgins, BCom, FMA, FCSI
Financial Advisor / Raymond James Ltd.

Jeffrey Perk ***

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

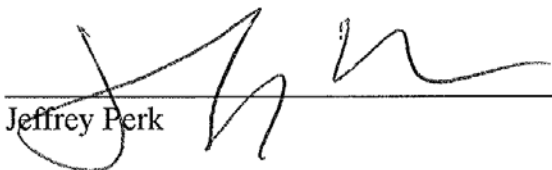
Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from TD Ameritrade, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,


Jeffrey Perk

09/30/2019

Jeff Perk

Re: Your TD Ameritrade Account Ending in

Dear Jeff Perk,

Thank you for allowing me to assist you today. This correspondence includes information from your recent request.

As of the start of business on September 30th, 2019, you held 140 shares of Apple (AAPL) in your TD Ameritrade account ending in 4404. This position was opened on December 6th, 1996. As of the start of business on September 30th, 2019, the value of this entire position showed in excess of \$2,000.00.

If we can be of any further assistance, please let us know. Just log in to your account and go to the Message Center to write us. You can also call Client Services at 800-669-3900. We're available 24 hours a day, seven days a week.

Sincerely,



Samuel Mitchell
Resource Specialist
TD Ameritrade

This information is furnished as part of a general information service and TD Ameritrade shall not be liable for any damages arising out of any inaccuracy in the information. Because this information may differ from your TD Ameritrade monthly statement, you should rely only on the TD Ameritrade monthly statement as the official record of your TD Ameritrade account.

Market volatility, volume, and system availability may delay account access and trade executions.

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Glenn Schentag

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from **Credential Securities Inc.**, the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,



Glenn Schentag

Ree Whitford

September 9, 2019

Katherine Adams
Corporate Secretary
Apple Inc.
One Apple Park Way
MS: 169-5GC
Cupertino, California 95014

Re: Shareholder proposal for 2020 annual meeting

Dear Ms. Adams:

I submit the enclosed shareowner proposal for inclusion in the proxy statement that Apple Inc. plans to circulate to shareowners in connection with the 2020 annual meeting. The proposal is being submitted under SEC Rule 14a-8 and relates to Apple's policies on freedom of expression.

I am located at the address shown above. I have beneficially owned more than \$2,000 worth of Apple Inc. common stock for longer than a year. A letter from **Wells Fargo Advisors** the record holder, confirming my ownership is being sent by separate cover. I intend to continue ownership of at least \$2,000 worth of Apple Inc. common stock through the date of the 2020 annual meeting. My co-sponsors will be submitting materials under separate cover.

I would be pleased to discuss the issues presented by this proposal with you. If you require any additional information, please contact Ms. Lisa Lindsley who is advising me on this issue. Ms. Lindsley can be reached via email at lisa@sumofus.org or via phone at (201) 321-0301.

Very truly yours,



Exhibit B

Copy of the 2018 Proposal

Shareholder Proposal on Human Rights Committee

Resolved: shareholders recommend that Apple Inc. establish a Human Rights Committee to review, assess, disclose, and make recommendations to enhance Apple's policy and practice on human rights. The board of directors is recommended, in its discretion and consistent with applicable laws to: (1) adopt Apple Human Rights Principles, (2) designate the members of the committee, including outside independent human rights experts as advisors, (3) provide the committee with sufficient funds for operating expenses, (4) adopt a charter to specify the functions of the committee, (5) empower the committee to solicit public input and to issue periodic reports to shareholders and the public on the committee's activities, findings and recommendations, and (6) adopt any other measures.

Supporting Statement

There have been too many negative reports on Apple's human rights policy and practice, mostly related to Apple's operation in China for many years. For example, recently, the New York Times reported "Apple Removes Apps From China Store That Help Internet Users Evade Censorship" on July 29, 2017; the Wall Street Journal reported "Get Used to Apple Bowing Down to Chinese Censors" on August 7, 2017. Furthermore, Apple is building its first China-based data center, and "the new agreement goes one step further with a Chinese partner responsible for running its data center, managing the sales of its services in the country and handling legal requests for data from the government." (New York Times, July 12, 2017)

On human rights policy and practice, we have the best case (see my proposal to Google 2010 shareholders meeting) and the worst case (see my proposals to Yahoo 2011 and 2013 shareholders meetings, to Verizon 2017 shareholders meeting and to Yahoo/Altaba 2017 shareholders meeting <http://cpri.tripod.com/cpr2017/altaba-statement.pdf> on the abuses of the so-called "Yahoo Human Rights Fund" against human rights) here in Silicon Valley. Apple should not fail as Yahoo.

Exhibit C

Copy of the 2016 Proposal

Human Rights Review – High-Risk Regions

Whereas, the Securities and Exchange Commission has consistently recognized that human rights constitute a significant policy issue.

Company operations in high-risk regions with poor human rights records risk damage to Apple's reputation and shareholder value.

Apple has recently shown interest in opening business relations with Iran – a state sponsor of terrorism with an abysmal human rights record.

The Company also has a presence (or is expecting to have a presence) in areas such as Saudi Arabia, Qatar, Nigeria and the United Arab Emirates – all nations that have questionable human rights records as it relates to suffrage, women's rights and gay rights.

Resolved: The proponent requests the Board review the Company's guidelines for selecting countries / regions for its operations and issue a report, at reasonable expense excluding any proprietary information, to shareholders by December 2016. The report should identify Apple's criteria for investing in, operating in and withdrawing from high-risk regions.

Supporting Statement: If the Company chooses, the review may consider developing guidelines on investing or withdrawing from areas where the government has engaged in systematic human rights violations.

In its review and report, the Company might also consider a congruency analysis between its stated corporate values and Company operations in certain regions, which raises an issue of misalignment with those corporate values, and stating the justification for such exceptions.

For example our CEO bashed state-level religious freedom laws as anti-homosexual bigotry saying, "Apple is open. Open to everyone, regardless of where they come from, what they look like, how they worship or who they love. Regardless of what the law might allow in Indiana or Arkansas, we will never tolerate discrimination." Yet, according to the *Washington Post*, Apple has a presence in 17 countries where homosexual acts are illegal. In four of those nations, homosexual acts are punishable by death. These company operations are inconsistent with Apple's values as extolled by our CEO.

Additionally, Apple's stated policies call for massive reductions in CO2 emissions. However, Apple has manufacturing operations in China – the world's largest emitter of CO2 with a questionable record on human rights and religious freedom. Again, operations in this region appear to conflict with Apple's stated values and policies.

The proponent believes that Apple's record to date demonstrates a gap between its lofty rhetoric / aspirations and its performance. The requested report would play a role in illuminating and addressing the factors accounting for this gap.