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January 5, 2021

**VIA Email**

Office of Chief Counsel  
Division of Corporation Finance  
Securities and Exchange Commission  
100 F Street, NE  
Washington, D.C. 20549  
via email: [shareholderproposals@sec.gov](mailto:shareholderproposals@sec.gov)

Ladies and Gentlemen:

On behalf of Exxon Mobil Corporation, a New Jersey corporation (the "**Company**" or "**Exxon Mobil**"), and in accordance with Rule 14a-8(j) under the Securities Exchange Act of 1934, as amended (the "**Exchange Act**"), we are filing this letter with respect to the shareholder proposal (the "**Proposal**") submitted by CalPERS (the "**Proponent**") for inclusion in the proxy materials the Company intends to distribute in connection with its 2021 Annual Meeting of Shareholders (the "**2021 Proxy Materials**"). The Proposal is attached hereto as Exhibit A.

We hereby request confirmation that the Staff of the Division of Corporation Finance (the "**Staff**") will not recommend any enforcement action if, in reliance on Rule 14a-8, the Company omits the Proposal from the 2021 Proxy Materials. In accordance with Rule 14a-8(j), this letter is being filed with the Securities and Exchange Commission (the "**Commission**") not less than 80 days before the Company plans to file its definitive proxy statement.

Pursuant to Staff Legal Bulletin No.14D (CF), Shareholder Proposals (November 7, 2008), Question C, we have submitted this letter and any related correspondence via email to [shareholderproposals@sec.gov](mailto:shareholderproposals@sec.gov). Also, in accordance with Rule 14a-8(j), a copy of this submission is being sent simultaneously to the Proponent as notification of the Company's intention to omit the Proposal from the 2021 Proxy Materials. This letter constitutes the Company's statement of the reasons it deems the omission of the Proposal to be proper.

**THE PROPOSAL**

The Proposal states:

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

**REASONS FOR EXCLUSION OF THE PROPOSAL**

The Company believes that the Proposal may be properly omitted from the 2021 Proxy Materials pursuant to Rule 14a-8(i)(10) because the Company has already substantially implemented the Proposal.

**1. The Company may omit the Proposal pursuant to Rule 14a-8(i)(10) as it has been substantially implemented and its practices, policies and procedures compare favorably to the Proposal.**

Rule 14a-8(i)(10) permits a company to exclude a shareholder proposal if the company has already substantially implemented the proposal. The Commission has stated that “substantial” implementation under the rule does not require implementation in full or exactly as presented by the proponent. See *Exchange Act Release No. 34-40018* (May 21, 1998, n.30). The Staff has provided no-action relief under Rule 14a-8(i)(10) when a company has substantially implemented and therefore satisfied the “essential objective” of a proposal, even if the company did not take the exact action requested by the proponent, did not implement the proposal in every detail, or exercised discretion in determining how to implement the proposal. See *Exxon Mobil Corporation* (March 20, 2020) (permitting exclusion of a proposal requesting that the Company issue a report describing how it will reduce its contribution to climate change and align with the Paris Agreement where the requested information was available in a public report from the Company); *Hess Corporation* (April 11, 2019) (permitting exclusion of a proposal requesting that the company issue a report on how it can reduce its carbon footprint in alignment with greenhouse gas reductions necessary to achieve the Paris Agreement’s goal where the company had already provided the requested information in its sustainability report and CDP (formerly known as Carbon Disclosure Project) report); *Exxon Mobil Corporation* (April 3, 2019) (permitting exclusion of a proposal requesting the Company issue a report on how it can reduce its carbon footprint in alignment with greenhouse emissions reductions in line with the Paris Agreement where the requested information was readily available in the Company’s public disclosures); *Exxon Mobil Corporation* (March 23, 2018) (permitting exclusion of proposal requesting that the Company issue a report describing how the Company could adapt its business model to align with a decarbonizing economy where the requested information was already available in two published reports describing the company’s long-term outlook for energy and how it would position itself for a lower-carbon energy future); and *Entergy Corp.* (February 14, 2014) (permitting exclusion of proposal requesting a report “on policies the company could adopt . . . to reduce its greenhouse gas emissions consistent with the national goal of 80% reduction in greenhouse gas emissions by 2050” where the requested information was already available in its sustainability and carbon disclosure reports). “[A] determination that the company has substantially implemented the proposal depends upon whether [the Company’s] particular policies, practices, and procedures compare favorably with the guidelines of the proposal.” See *Texaco, Inc.* (March 28, 1991) (permitting exclusion on substantial implementation grounds of proposal requesting that the company adopt the Valdez Principles where the company had already adopted policies, practices and procedures regarding the environment).

The Proposal’s “essential objective” is for the Company to “provide annual public reporting of . . . scopes 1, 2 and 3 emissions.” The Company publishes annually its Energy & Carbon Summary (“ECS”). It published its annual ECS in January 2020<sup>1</sup> (“2020 ECS”) and, most recently, again on January 5, 2021 (the “2021 ECS”).<sup>2</sup> In addition, on December 14, 2020, the Company issued a press release (“**Scope 3 Press Release**”) in which it committed to disclose scope 3 emissions beginning in 2021 (along with various emissions reduction targets).<sup>3</sup> As described further below, the 2020 ECS, the 2021 ECS and the Scope 3 Press Release demonstrate that the Company has substantially implemented the Proposal by satisfying its essential objective, and thus the Proposal is excludable under Rule 14a-8(i)(10).

With regard to scope 1 and 2 emissions, the Proponent in its supporting statement acknowledges that “ExxonMobil currently discloses scopes 1 & 2 emissions,” indicating that the Proponent is aware of the Company’s full compliance with the portion of the Proposal that requests disclosure of scope 1 and 2 emissions. The Company has provided this disclosure of scope 1 and 2 emissions via its annual ECS, specifically on pages 27-31 of the 2020 ECS (including a table that provides a year-by-year breakdown of scope 1 and 2 emissions between 2009 and 2018) and pages 33-38 in its 2021 ECS (including a table that provides a year-by-year breakdown of scope 1 and 2 emissions between 2010 and 2019). With respect to scope 3 emissions, the Scope 3 Press Release states that “ExxonMobil will also provide Scope 3 emissions on an annual basis” and that it will “provide Scope 3 emissions beginning in 2021.” The

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<sup>1</sup> <https://corporate.exxonmobil.com/-/media/Global/Files/energy-and-carbon-summary/Energy-and-carbon-summary.pdf>

<sup>2</sup> <https://corporate.exxonmobil.com/-/media/Global/Files/energy-and-carbon-summary/Energy-and-Carbon-Summary.pdf>

<sup>3</sup> [ExxonMobil announces emission reduction plans; expects to meet 2020 goals.](#)

Company has included disclosure of scope 3 emissions in its 2021 ECS, specifically on page 43. The relevant sections of the 2020 ECS and 2021 ECS are attached as Exhibit B. This scope 3 reporting, which the Company intends to provide annually, along with the annual scope 1 and 2 reporting noted above, constitutes the “annual public reporting” requested by the Proposal.

The essential objective of the Proposal is for the Company to “provide annual public reporting of . . . scopes 1, 2 and 3 emissions” and this has been substantially implemented as shown by the disclosures contained in the 2020 ECS, the 2021 ECS and the Scope 3 Press Release. The public disclosure by the Company compares favorably with the essence of the Proposal, and thus the Proposal is excludable under Rule 14a-8(i)(10).

## CONCLUSION

The Company requests confirmation that the Staff will not recommend any enforcement action if, in reliance on the foregoing, the Company omits the Proposal from its 2021 Proxy Materials. If you should have any questions or need additional information, please contact the undersigned at (972) 940-6211 or David A. Kern at (972) 940-7228. If the Staff does not concur with the Company’s position, we would appreciate an opportunity to confer with the Staff concerning these matters prior to the issuance of its response.

Respectfully yours,



James E. Parsons

Enclosure CalPERS

cc w/ enc.: Louis Goldberg  
Davis Polk & Wardwell LLP  
[louis.goldberg@davispolk.com](mailto:louis.goldberg@davispolk.com)

**Proposal**

**SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

**SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal

**2020 and 2021 ECS Disclosure**



# METRICS & TARGETS

ExxonMobil has established programs to drive improvements in energy efficiency and mitigate GHG emissions. These programs are supported by key performance metrics, which are utilized to identify and prioritize opportunities to drive progress.

## Tracking our GHG emissions performance

ExxonMobil is committed to mitigating emissions in our operations. As we grow our business to meet increasing demand, we are working to minimize the resulting increase in emissions.

In 2018, we announced GHG emissions reduction measures that are expected to lead to considerable improvements in emissions performance when compared with 2016 levels. These include:<sup>(49)</sup>

- 15 percent reduction in methane emissions by 2020,
- 25 percent reduction in flaring by 2020,
- 10 percent GHG emissions intensity reduction at Imperial operated oil sands by 2023.

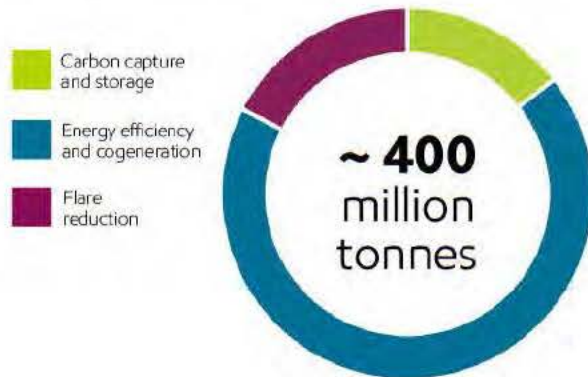
In 2018, our methane emissions totaled 7 million CO<sub>2</sub>-equivalent tonnes. Flaring from our operations dropped by 23 percent from 2016. Imperial achieved a 2 percent reduction in GHG intensity at its operated oil sands facilities.

ExxonMobil's GHG emissions have remained relatively flat (see bottom right chart) from 2009 to 2018. The GHG emissions from the base facilities that were in operations in 2009 have decreased more than 20 percent (approximately 28 million tonnes), primarily due to portfolio optimization, energy efficiency improvements, and reductions in flaring, venting and fugitive emissions. Meanwhile, the GHG emissions from acquisitions, expansions, new developments and facilities (shown as growth) offset these decreases from the base facilities.

We are also continuing our efforts to identify opportunities to lower GHG emissions along our product value chains. As ExxonMobil grows its business to meet society's needs, the mix and relative size of our asset portfolio, may drive changes in our GHG emissions. We strive to achieve best-in-class GHG intensity for each asset group while identifying opportunities to reduce overall GHG emissions.

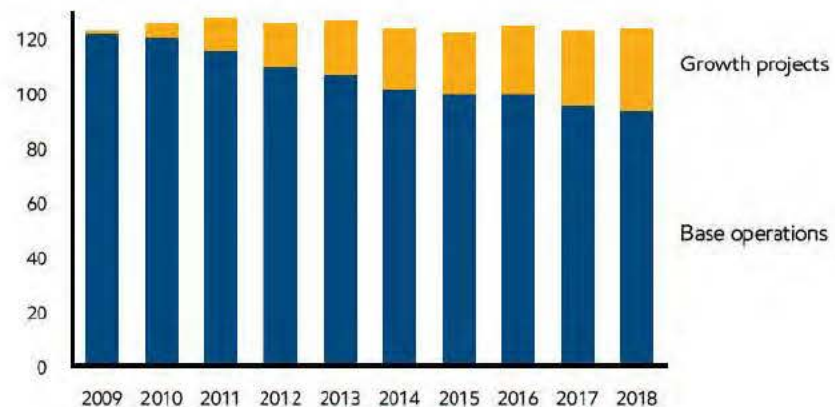
### ExxonMobil GHG emissions reductions<sup>(50)</sup>

(Net equity, CO<sub>2</sub>-equivalent emissions cumulative since 2000, million tonnes)



### ExxonMobil GHG Emissions<sup>(50)</sup>

(Net equity, CO<sub>2</sub>-equivalent emissions, million tonnes)



## ExxonMobil is pursuing large-scale deployment of CCS needed for delivering sustainable, clean energy

### Grow CCS capacity globally

Since 1970, ExxonMobil has cumulatively captured more CO<sub>2</sub> than any other company.<sup>(51)</sup> While already a leader in CCS, we are working toward expanding capacity and are evaluating multiple opportunities that use advantaged technologies and leverage a supportive policy environment. In addition to deployments at our own facilities, we are working with Joint Ventures and other stakeholders including policymakers, and the OGCI to evaluate and deploy additional large-scale applications.

### Joint ventures – QatarGas and Gorgon

In February 2019, QatarGas, the joint venture between ExxonMobil and Qatar Petroleum, started a gas capture and injection project. This project will initially capture and store approximately 2 million tonnes per year of CO<sub>2</sub> in addition to the 1 million tonnes of CO<sub>2</sub> currently captured annually at the base facility. In August 2019, one of the world's largest CCS projects began operating with the Gorgon LNG project start-up. This CCS facility is expected to reduce Gorgon's emissions by 40 percent over the life of the project. Once fully up and running, between 3 million and 4 million tonnes per year of CO<sub>2</sub> will be captured and stored. With the start-up of these projects, ExxonMobil's annual carbon capture capacity increased to nearly 9 million tonnes.<sup>(47)</sup>

### Port of Rotterdam

In December 2019, ExxonMobil signed an agreement with the Port of Rotterdam to prepare for the capture, transport and storage of CO<sub>2</sub> beneath the North Sea. ExxonMobil is assessing the feasibility of constructing a carbon capture facility at the company's Rotterdam refinery in the Netherlands.

### Port of Antwerp

In December 2019, ExxonMobil entered into a collaboration agreement with the Port of Antwerp to explore the possible development of CCUS infrastructure.

Cumulative CO<sub>2</sub> capture volume since 1970<sup>(51)</sup>  
(Million tonnes)



### National Petroleum Council (NPC)

In 2019, the NPC completed a study at the request of the U.S. Department of Energy to define the potential pathways for integrating CCS at scale into the energy and industrial marketplace. As a member of NPC, ExxonMobil took a leadership role in developing a road map, including prioritized opportunities and associated detailed plans for additional CCS deployment of up to 500 million tonnes per annum in the U.S. over the next 25 years.

### OGCI and the Clean Energy Ministerial (CEM)

In 2019, ExxonMobil with OGCI members launched the CCUS KickStarter program to facilitate large-scale commercial deployment of CCUS via multiple low-carbon industrial hubs. These hubs will be designed to capture CO<sub>2</sub> from several industrial companies enabled by shared transport and storage infrastructure. In addition, the initiative will work with governments and other industries to provide supportive market conditions to encourage investments in CCS deployment. A strategic framework has been established with the CEM CCUS Initiative, a strategic cooperation designed to facilitate commercial scale investment in CCUS around the world.



**UP CLOSE:****Taking actions to reduce methane emissions**

ExxonMobil is committed to reducing methane emissions in our own operations, as well as advancing technology and policy to make progress in a cost-effective manner.

**Operations**

ExxonMobil implemented a program across its U.S. unconventional production to reduce methane emissions from new and existing sources by:

- Regularly conducting leak detection and repair surveys
- Phasing out high-bleed pneumatic devices
- Monitoring liquid unloadings
- Improving facility designs
- Training operations management, superintendents, foremen, facility engineering personnel and those involved in leak inspections

Since initiating our voluntary program, we have conducted nearly 20,000 leak surveys on more than 4.6 million components at more than 8,700 production sites. We replaced approximately 90 percent of our high-bleed pneumatic devices (approximately 1,250 devices) across our U.S. unconventional production as of 2019. As a result of these actions, our observed leak rate and level of emissions substantially reduced. Since 2016, we have reduced our U.S. unconventional methane emissions by nearly 20 percent as of 2018, equivalent to about 36,000 tonnes.

**Research and technology**

Working with our industry peers, regulators, researchers and NGOs, ExxonMobil is undertaking extensive research to understand methane emission sources, and to help develop and test new detection and mitigation technologies. For example, ExxonMobil is assessing the results of a pilot field study in Freestone County, Texas, that tested advanced technologies to more efficiently detect leaks. The study, which evaluated drones, detection sensors mounted on vehicles and fixed sensors, will inform the next generation of mitigation efforts across ExxonMobil's operations, as well as industry generally, leading to further methane emission reductions.

**Advocacy**

We are also active in pursuing sound policies, and we support reasonable, cost-effective regulations. In this regard, ExxonMobil submitted a letter to the U.S. Environmental Protection Agency rulemaking docket indicating support for reasonable, cost-effective regulations to manage methane emissions from new and existing sources. We also engaged with states advancing their own regulatory programs, most recently serving on the technical board advising New Mexico's regulatory development. Additionally, we led the Policy and Regulatory work streams of the global Methane Guiding Principles (MGP) initiative. The MGP forum supported development of a methane information portal by the IEA and engaged with the European Commission's development of a methane emissions strategy for Europe, as well as the United Nations Environment Programme (UNEP)'s "Global Methane Alliance." Through this alliance, UNEP is asking governments to include methane reductions in their next round of NDCs to be submitted under the Paris Agreement.

**UNCONVENTIONAL  
PRODUCTION PROGRESS****~20%****METHANE REDUCTION  
ACROSS U.S.  
UNCONVENTIONAL  
PRODUCTION  
AS OF 2018****~90%****HIGH-BLEED PNEUMATIC  
DEVICES PHASED OUT AS  
OF 2019**

## GHG emissions performance data

We assess our performance to support continual improvements throughout the organization. Since 2011, performance data include unconventional operations information. In 2014, we started reporting our data over a 10-year period to demonstrate trends over time as part of our commitment to transparency. The reporting guidelines and indicators of International Petroleum Industry Environmental Conservation Association, the International Oil and Gas Producers Association and the American Petroleum Institute Oil and Gas Industry Guidance on Voluntary Sustainability Reporting (2015) informed what data we included in the performance table.

### Managing the risks of climate change<sup>(52)</sup>

	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018
<sup>(53)</sup> GHG emissions, absolute (net equity, CO <sub>2</sub> -equivalent emissions), millions of tonnes	123	126	128	126	127	124	122	125	123	124
<sup>(54)</sup> Direct (excluding emissions from exported power and heat)	114	117	119	118	119	116	114	117	115	116
<sup>(55)</sup> Emissions associated with imported power	9	9	9	8	8	8	8	8	8	8
CO <sub>2</sub> (excluding emissions from exported power and heat)	119	122	124	120	119	116	115	118	116	117
Methane (CO <sub>2</sub> -equivalent)	3	3	3	5	7	7	6	7	7	7
Other gases (CO <sub>2</sub> -equivalent)	1	1	1	1	1	1	1	<1	<1	<1
Emissions from exported power and heat	14	13	15	15	16	8	4	3	3	3
<sup>(56)</sup> GHG emissions, normalized (net equity, CO <sub>2</sub> -equivalent emissions), tonnes per 100 tonnes of throughput or production										
Upstream	20.1	20.5	20.7	22.3	23.2	24.0	23.9	24.7	24.7	25.3
Downstream	21.0	20.8	20.0	19.6	19.7	19.2	18.9	19.4	18.6	18.6
Chemical	60.7	57.9	57.2	56.3	57.9	54.5	54.8	53.9	54.2	55.7
By-region GHG emissions (net equity, CO <sub>2</sub> -equivalent emissions), millions of tonnes										
Africa/Europe/Middle East	43	45	45	44	44	43	44	45	43	42
Americas	62	64	66	68	70	66	65	64	64	63
Asia Pacific	18	17	17	14	13	15	13	16	16	19
By-division GHG emissions (net equity, CO <sub>2</sub> -equivalent emissions), millions of tonnes										
Upstream	47	50	54	56	58	56	56	59	58	58
Downstream	56	55	54	51	49	47	45	45	43	42
Chemical	20	21	20	19	20	21	21	21	22	24
Carbon dioxide – captured for storage, millions of tonnes	4.6	4.8	5.0	4.8	5.9	6.9	6.9	6.3	6.6	7.0
Energy use (billion gigajoules)	1.5	1.5	1.5	1.5	1.4	1.4	1.5	1.5	1.4	1.5
Upstream (gigajoules per tonnes production)	1.9	2.0	2.0	2.0	2.1	2.3	2.4	2.4	2.5	2.6
Refining (gigajoules per tonnes throughput)	3.0	3.0	3.0	3.0	3.0	2.9	2.9	3.0	2.9	3.0
Chemical (gigajoules per tonnes product)	9.8	9.5	11.4	12.0	10.9	10.7	10.9	10.6	10.5	10.1
Hydrocarbon flaring (worldwide activities), million standard cubic feet per day	470	380	430	380	390	470	570	530	410	410
Hydrocarbon flaring (worldwide activities), millions of tonnes	4.4	3.6	4.0	3.5	3.7	4.5	5.3	5.0	3.8	4.0
<sup>(56)</sup> Cogeneration capacity in which we have interest, gigawatts	4.9	4.9	5.0	5.2	5.3	5.5	5.5	5.3	5.4	5.4



#### METRICS & TARGETS

**ExxonMobil has established programs to drive improvements in energy efficiency and mitigate greenhouse gas emissions.**

These programs are supported by key performance metrics to identify and prioritize opportunities to deliver results.

## Progressing further greenhouse gas reductions; meeting 2020 goals

By the end of 2020, ExxonMobil expects to deliver on its goal to significantly reduce methane emissions and flaring versus 2016 levels. The Company's goals included a 15 percent reduction in methane and a 25 percent reduction in flaring. Both are expected to be achieved through targeted improvements at facilities in the United States, Equatorial Guinea, Angola and Nigeria, eliminating approximately 4 million tonnes of CO<sub>2</sub> equivalent emissions (CO<sub>2</sub>e).

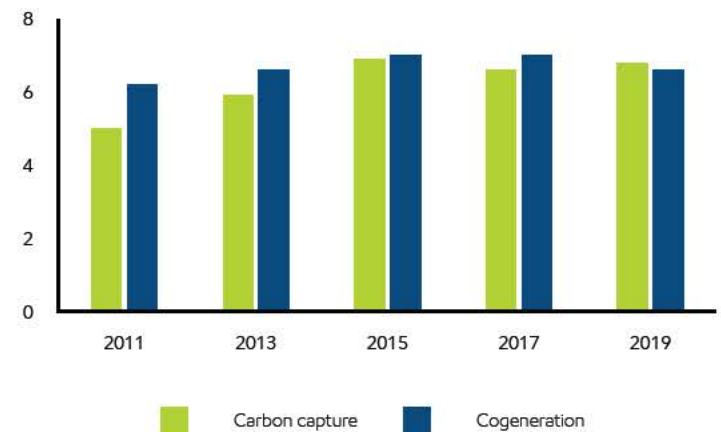
New CCS deployment captured an additional 500,000 tonnes of CO<sub>2</sub>e in Australia and Qatar in 2019. Through the Company's energy management systems, including the application of cogeneration, about 1 million tonnes of CO<sub>2</sub>e were avoided through year-end 2019.

In 2018, ExxonMobil announced two 12-year agreements with Lincoln Clean Energy for the purchase of 500 MWs of wind and solar electricity. Sage Draw, the operator of the wind facility, began generating power to the electricity grid in Texas (ERCOT) in December of 2019. The solar plant is expected to start up in early 2021. Both plants are expected to avoid approximately 800,000 tonnes of CO<sub>2</sub> per year by replacing 70 percent of power purchased by the Company from the ERCOT grid with carbon-free power. Additional power purchase agreements are being evaluated around the world.

Since 2000, ExxonMobil has invested over \$10 billion in projects to research, develop and deploy lower-emission energy solutions. ExxonMobil also continues to expand collaborative efforts with other companies and academic institutions. See pages 22 to 29 for more information on these collaborations.

### Greenhouse gas emissions avoided from carbon capture and from cogeneration<sup>(38)</sup>

(Net equity CO<sub>2</sub>-equivalent emissions million tonnes per year)



→ ExxonMobil has interests in more than 100 cogeneration facilities around the world, with the latest unit recently completed at Imperial's Strathcona refinery in Alberta, Canada.

**UP CLOSE:****Taking actions to reduce methane emissions**

ExxonMobil is committed to reducing methane emissions in its operations, as well as advancing technology and policy to make progress across the industry in a cost-effective manner.

**Operations**

ExxonMobil implemented a program across its U.S. unconventional production to reduce methane emissions from new and existing sources by:

- Enhancing leak detection and repair surveys.
- Phasing out high-bleed pneumatic devices.
- Monitoring liquid unloadings to avoid unplanned releases.
- Improving facility designs.
- Furthering training programs for operations management, superintendents, foremen, facility engineering personnel and those involved in leak inspections.

In addition, the Company continues to mature and operationalize research and technology developments in these areas. For example, emerging aircraft leak detection is now part of routine monitoring campaigns. Continuous monitoring approaches are also under development.

Since initiating its voluntary methane reduction program, the Company has conducted nearly 23,000 leak surveys on more than 5.2 million components at more than 9,500 production sites. High-bleed pneumatic devices have been eliminated across U.S. unconventional production as of 2020. As a result of these actions, U.S. unconventional methane emissions have been reduced by nearly 18 percent as of 2019, compared to 2016, which is equivalent to about 33,000 tonnes.

**UNCONVENTIONAL PRODUCTION  
PROGRESS****~18%****METHANE REDUCTION ACROSS U.S.  
UNCONVENTIONAL PRODUCTION AS OF 2019****~100%****HIGH-BLEED PNEUMATIC DEVICES PHASED  
OUT ACROSS U.S. UNCONVENTIONAL  
PRODUCTION AS OF 2020****Advocacy**

ExxonMobil respects and supports society's ambition to achieve net-zero emissions by 2050, and continues to advocate for policies that promote cost-effective solutions to address the risks of climate change. In this regard, ExxonMobil submitted a letter to the U.S. Environmental Protection Agency rulemaking docket indicating support for reasonable, cost-effective regulations to manage methane emissions from new and existing sources. ExxonMobil submitted a similar statement to the European Commission as it was developing a methane strategy for the European Union. The Company also published a model framework for industry-wide methane regulations and urged stakeholders, policymakers and governments to develop comprehensive, enhanced rules to reduce emissions in all phases of production and across the full natural gas value chain.

In addition, ExxonMobil was a founding member, and remains highly involved in the [Methane Guiding Principles](#)<sup>(48)</sup> – an international multi-stakeholder initiative now comprising more than 20 companies and 15 supporting organizations that work together to address methane emissions across the full natural gas value chain. Under the Methane Guiding Principles, ExxonMobil is a primary sponsor of the IEA's [Methane Tracker](#)<sup>(49)</sup> a web-based information portal that provides information on global emissions, mitigation measures, and regulatory approaches. The Company also participates in the Methane Guiding Principles' non-operated joint venture and policy-related work streams.

**UP CLOSE:****Taking actions to reduce methane emissions, *continued***

ExxonMobil supports strong measurement, reporting and verification standards as part of a broad suite of regulations to address oil and natural gas related methane emissions. To that end, the Company is actively engaged with organizations such as the Oil and Gas Climate Initiative, the Collaboratory for Advancing Methane Science, the Environmental Partnership, and the Methane Guiding Principles, mentioned on the previous page, to continue to improve the accuracy and transparency of how industry approaches methane emissions measurement, reporting and verification. ExxonMobil participates in the recently formed International Association of Oil & Gas Producers/IPIECA/OGCI Task Force for Recommended Practices for Methane Emission Detection & Quantification Technologies.

ExxonMobil is also working with trade associations to encourage consensus on the need to develop policy positions and/or best practices on methane emissions inventory and management, as well as technology and innovation, most recently for example, with the American Exploration & Production Council (AXPC), the Natural Gas Supply Association (NGSA) and the Argentinean Institute for Oil and Gas (Instituto Argentino del Petróleo y del Gas, IAPG).

**Research and technology**

Reducing methane emissions in oil and natural gas operations is an important way to reduce global greenhouse gas emissions. Advances in technology can help detect and identify the sources, and improve the ability to respond quickly.

ExxonMobil is working to find new and better ways to monitor and reduce methane emissions through a new collaboration, known as Project Astra, involving universities, environmental groups and other industry partners. Together, the partners are working to develop an innovative sensor network in Texas that continuously monitors methane emissions across large areas to enable quick and efficient detection and repair of leaks. This high-frequency monitoring system will enable operators to more efficiently direct resources to a specific location and could provide a more affordable, efficient solution to reduce methane emissions.

In addition, the Company is testing novel analytical systems that can be deployed in helicopters, airplanes and drones to detect fugitive emissions. The Company is also exploring the use of satellite surveillance where data can be regularly updated each time satellites orbit the earth. These technology investments complement the Company's voluntary methane management program that includes structured leak detection and repair protocols, prioritized replacement of high-bleed pneumatic devices, and infrastructure enhancements.

**IN SPACE**

Emissions can be detected by satellite surveillance technology. The data can be updated each time the satellite orbits the earth.

**IN THE AIR**

Using helicopters and airplanes, ExxonMobil is trialing four different airborne technologies fitted with methane sensors to detect and quantify emissions. *Photo courtesy of Scientific Aviation.*

**ON THE GROUND**

ExxonMobil is also testing a ground-based leak detection system that combines research in sensing technology, plume modeling and data analytics to identify leaks for repair.



## ExxonMobil's greenhouse gas emission reduction plans

The Company recently announced plans to further reduce greenhouse gas emissions in its operations by 2025, compared to 2016 levels, while aiming for industry-leading greenhouse gas performance across its businesses by 2030. The 2025 plans include a 15 to 20 percent reduction in greenhouse gas intensity of upstream operations. The reductions will be supported by a 40 to 50 percent reduction in methane intensity; and a 35 to 45 percent reduction in flaring intensity. The Company also plans to eliminate routine flaring by 2030 in upstream operations, as defined by the World Bank.

The 2025 emission reduction plans include actions that are expected to reduce absolute greenhouse gas emissions by an estimated 30 percent for the Company's upstream business. Similarly, absolute flaring and methane emissions are expected to decrease by 40 to 50 percent. ExxonMobil's emission reduction plans cover Scope 1 and Scope 2 emissions from assets operated by the Company.

Actions will include deploying industry-leading best practices such as increased leak detection and repair, the application of advanced technologies to improve inspections, and improved facility designs including the phase out of high-bleed pneumatic devices. See page 36 for more information.

ExxonMobil's emission reduction plans will leverage the continued application of operational efficiencies, ongoing development and deployment of lower-emission technologies, such as carbon capture, and through additional purchases of renewable electricity for its operations.



→ ExxonMobil is working to find new and better ways to monitor and reduce methane emissions, including in its Permian operations.

# Greenhouse gas emissions performance data

ExxonMobil assesses its performance to support continual improvements throughout the organization. Since 2011, performance data include unconventional operations information. In 2014, the Company started reporting data over a 10-year period to demonstrate trends over time as part of a commitment to transparency. The reporting guidelines and indicators of International Petroleum Industry Environmental Conservation Association, the International Oil and Gas Producers Association and the American Petroleum Institute Oil and Gas Industry Guidance on Voluntary Sustainability Reporting (2015) informed what data are included in the performance table.

## Managing the risks of climate change<sup>(50)</sup>

	2010	2011	2012	2013	2014	2015	2016	2017	2018	2019
<sup>(51)</sup> Greenhouse gas emissions, absolute (net equity, CO <sub>2</sub> -equivalent emissions), millions of tonnes	126	128	126	127	124	122	125	123	124	120
<sup>(52)</sup> Direct (excluding emissions from exported power and heat)	117	119	118	119	116	114	117	115	116	111
<sup>(53)</sup> Emissions associated with imported power	9	9	8	8	8	8	8	8	8	9
CO <sub>2</sub> (excluding emissions from exported power and heat)	122	124	120	119	116	115	117	116	117	114
Methane (CO <sub>2</sub> -equivalent)	3	3	5	7	7	6	7	7	7	6
Other gases (CO <sub>2</sub> -equivalent)	1	1	1	1	1	1	1	<1	<1	<1
Emissions from exported power and heat	13	15	15	16	8	4	3	3	3	3
<sup>(51)</sup> Greenhouse gas emissions, normalized (net equity, CO <sub>2</sub> -equivalent emissions), tonnes per 100 tonnes of throughput or production										
Upstream	20.5	20.7	22.3	23.2	24.0	25.7	26.3	26.3	26.8	25.4
Downstream	20.8	20.0	19.6	19.7	19.2	18.9	19.4	18.6	18.6	19.1
Chemical	57.9	57.2	56.3	57.9	54.5	54.8	53.9	54.2	55	52.8
By-region Greenhouse gas emissions (net equity, CO <sub>2</sub> -equivalent emissions), millions of tonnes										
Africa/Europe/Middle East	45	45	44	44	43	44	45	43	42	37
Americas	64	66	68	70	66	65	64	64	63	66
Asia Pacific	17	17	14	13	15	13	16	16	19	17
By-division Greenhouse gas emissions (net equity, CO <sub>2</sub> -equivalent emissions), millions of tonnes										
Upstream	50	54	56	58	56	56	59	58	58	55
Downstream	55	54	51	49	47	45	45	43	42	42
Chemical	21	20	19	20	21	21	21	22	24	23
Carbon dioxide – captured for storage, millions of tonnes	4.8	5.0	4.8	5.9	6.9	6.9	6.3	6.6	7.0	6.8
Energy use (billion gigajoules)	1.5	1.5	1.5	1.4	1.4	1.5	1.5	1.4	1.5	1.5
Upstream (gigajoules per tonnes production)	2.0	2.0	2.0	2.1	2.3	2.4	2.4	2.5	2.5	2.5
Refining (gigajoules per tonnes throughput)	3.0	3.0	3.0	3.0	2.9	2.9	2.9	2.9	3.0	3.0
Chemical (gigajoules per tonnes product)	9.5	11.4	12.0	10.9	10.7	10.9	10.6	10.5	10.0	10.0
<sup>(54)</sup> Hydrocarbon flaring (worldwide activities), million standard cubic feet per day	380	430	380	390	470	570	530	410	410	430
<sup>(55)</sup> Cogeneration capacity in which ExxonMobil has interest, gigawatts	4.9	5.0	5.2	5.3	5.5	5.5	5.3	5.4	5.4	5.4



## Scope 3 emissions

ExxonMobil has publicly reported the Company's Scope 1 and Scope 2 greenhouse gas emissions data for many years. The 2025 emission reduction plans are based on Scope 1 and Scope 2 emissions and are projected to be consistent with the goals of the Paris Agreement.

Reporting Scope 1 emissions data (direct greenhouse gas emissions from Company operations) provides useful insight into the efficiency and emission-reduction performance of the Company's operations, portfolio of products, business sectors served and resource type.

Reporting Scope 2 emissions data (indirect greenhouse gas emissions from energy purchased by the Company) highlights the Company's choice of energy sources, primarily purchases of electricity to power its operations.

Noting that stakeholders have expressed growing interest in Scope 3 data, the Company is providing Scope 3 information in the table to the right and plans to do so on an annual basis. Scope 3 includes the indirect emissions resulting from the consumption and use of the Company's products.

Because Scope 1 and Scope 2 emissions are within the direct control of a company, the criteria for identifying and reporting them is well established, transparent and consistent across industries. Reporting Scope 3 emissions, however, is less certain and less consistent because it includes the indirect emissions resulting from the consumption and use of a company's products occurring outside of its control. Evaluating a company's Scope 3 emissions and comparing them to other companies can be challenging due to inconsistent reporting methodologies, as well as potential duplication, inconsistencies and inaccuracies that may occur when reporting emissions that are the result of activities from assets not owned or controlled by the reporting organization. The International Petroleum Industry Environmental Conservation Association (IPIECA) acknowledges these issues.<sup>(61)</sup>

Furthermore, Scope 3 emissions do not provide meaningful insight into the Company's emission-reduction performance and could be misleading in some respects. For example, increased natural gas sales by ExxonMobil that reduce the amount of coal burned for power generation would result in an overall reduction of global emissions but would increase Scope 3 emissions reported by the Company.

Ultimately, changes in society's energy use coupled with the development and deployment of affordable lower-emission technologies will be required to drive meaningful Scope 3 emissions reductions.

To do its part and support society's ambition of net-zero emissions by 2050, ExxonMobil is committed to continuing to invest in new technologies that can potentially reduce emissions at scale. As highlighted throughout this report, the Company is focusing its competencies on developing breakthrough technology that could reduce emissions from the three sectors that emit 80 percent of all energy-related greenhouse gas emissions: power generation, industrial processes and commercial transportation. The Company is also partnering with governments, academia and industry to research and commercialize biofuels, direct air capture, and lower the cost of carbon capture and storage.

ExxonMobil's focus and commitment to supporting the goals of the Paris Agreement are further detailed in the forward-looking emission-reduction plans described in the Metrics and Targets section.

Estimated Scope 3 emissions from the use of ExxonMobil's crude and natural gas production for the year ending Dec. 31, 2019 as provided under IPIECA's Category 11 were 570 million tonnes.

Note: The table below provides ExxonMobil's Scope 3 estimates associated with the use of its natural gas and crude production in alignment with Category 11 of IPIECA's methodology, which contemplates accounting for products at the point of extraction, processing or sales. ExxonMobil's Scope 3 estimates represent three approaches for accounting and are not meant to be aggregated as this would lead to duplicative accounting. For example, for completeness, the Scope 3 estimates associated with the combustion of the crude processed, produced or sold from ExxonMobil's refineries are provided; however, to avoid duplicative accounting, these Scope 3 estimates are not included in ExxonMobil's Scope 3 Category 11 total since the associated Scope 3 emissions would have been reported by the producer of those crudes.

### ExxonMobil 2019 Scope 3 estimates

(Million tonnes CO<sub>2</sub>-equivalent)

IPIECA Category 11 Scope 3 potential estimates		Upstream production	Refining throughput	Petroleum product sales
Natural gas production	190	570	630	730
Crude production	380			

Notes: Applied CO<sub>2</sub> Emission Factors were obtained from EPA or derived from API calculations; where applicable emission factors for specific fuel products were applied. Non-fuels products are not combusted by the end-user and therefore are not included in these Scope 3 estimates. IPIECA's Scope 3 methodology includes 15 categories of activities along each product's value chain. Due to lack of third-party data, Scope 3 emissions for categories other than Category 11 could not be estimated.

**Shareholder Correspondence**



Investment Office  
P.O. Box 2749  
Sacramento, CA 95812-2749  
Telecommunications Device for the Deaf - (916) 795-3240  
Phone: (916) 795-3400

August 7, 2020

VIA OVERNIGHT MAIL

ExxonMobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298  
Attn: Corporate Secretary

Re: Notice of Shareowner Proposal

Dear Corporate Secretary:

The purpose of this letter is to submit our shareowner proposal for inclusion in the proxy materials regarding the company's next annual meeting pursuant to SEC Rule 14a-8.<sup>1</sup>

Our submission of this proposal does not indicate that CalPERS is closed to further communication and negotiation. Although we must file now to comply with the timing requirements of Rule 14a-8, we remain open to the possibility of withdrawing this proposal if we are assured that our concerns with the company are addressed.

Please alert Craig Rhines, Associate Investment Manager at (916)795-2873 or via email at [Engagements@calpers.ca.gov](mailto:Engagements@calpers.ca.gov) if any additional information is required for this proposal to be included in the company's proxy and properly heard at the next annual meeting. Please let us know if you have any questions concerning this proposal.

Sincerely,

A handwritten signature in black ink, appearing to read "Simiso Nzima", written over a circular scribble.

SIMISO NZIMA  
Investment Director, Global Equity  
CalPERS Investment Office

Enclosures

Cc: Sherry Englande, ESG Engagement Manager – ExxonMobil Corporation

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<sup>1</sup> CalPERS is the owner of shares of the company. Acquisition of this stock has been ongoing and continuous for several years. Specifically, CalPERS has owned shares with a market value in excess of \$2,000 continuously for at least the preceding year. (Documentary evidence of such ownership is enclosed.) Furthermore, CalPERS intends to continue to own such a block of stock at least through the date of the annual shareowners' meeting and attend the annual shareowners' meeting, if required.

## **SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

## **SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal.



August 7, 2020

Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298  
Attn: Corporate Secretary

State Street Bank and Trust, as custodian for the California Public Employees' Retirement System, to the best of our knowledge declares the following:

State Street Bank and Trust performs master custodial services for the California State Public Employees' Retirement System.

As of August 7, 2020 and continuously for at least the immediately preceding eighteen months, California Public Employees' Retirement System is and has been the beneficial owner of shares of common stock Exxon Mobil Corporation having a market value in excess of \$2,000.

Such shares beneficially owned by the California Public Employees' Retirement System are custodied by State Street Bank and Trust through the electronic book-entry services of the Depository Trust Company (DTC). State Street is a participant (Participant Number 0997) of DTC and shares registered under participant 0997 in the street name of Surfboard & Co. are beneficially owned by the California Public Employees' Retirement System.

Signed this on the 7th day of August at Sacramento, California.

STATE STREET BANK AND TRUST  
As custodian for the California Public Employees' Retirement System.

By:

---

Name: Jeanie A. Smith  
Title: Assistant Vice President

## Englande, Sherry M

---

**From:** Englande, Sherry M  
**Sent:** Tuesday, September 01, 2020 7:13 PM  
**To:** 'Rhines, Craig'  
**Subject:** RE: Shareowner Proposal - CalPERS

---

Hi Craig –  
It is good to hear from you. I hope you and the CalPERS team are all well and healthy.  
A confirmation letter should be headed your way shortly.  
Thanks for reaching out to us.  
Sherry

**From:** Rhines, Craig [mailto: [REDACTED]]  
**Sent:** Friday, August 28, 2020 3:55 PM  
**To:** Littleton, Stephen A [REDACTED]  
**Cc:** Englande, Sherry M [REDACTED]; Nzima, Simiso [REDACTED]  
Mattley, Todd [REDACTED]  
**Subject:** Fw: Shareowner Proposal - CalPERS

---

### External Email - Think Before You Click

Hi Stephen, I want to be sure that you received our shareowner proposal that was filed on August 7th - below is my original email with attachments. To date we have not received confirmation of receipt.

The hard copy was delivered to your office on August 10th via FedEx.

Appreciate if you can confirm.

Regards, Craig

---

**From:** Rhines, Craig [REDACTED]  
**Sent:** Friday, August 7, 2020 11:41 AM  
**To:** Englande, Sherry M [REDACTED]  
**Cc:** Nzima, Simiso [REDACTED]; Mattley, Todd [REDACTED]  
**Subject:** Shareowner Proposal - CalPERS

Hi Sherry-  
Attached is a shareowner proposal for inclusion in the 2021 proxy statement. You should receive the hard copy via FedEx early next week.

Please let us know if you have questions or need additional information.

Also, we hope to continue our engagement in the near future. Please let us know when you and Stephen have availability.

Thank you.

*Craig Rhines*  
*Associate Investment Manager*  
*CalPERS Investment Office - Global Equity/Corporate Governance*



**Exxon Mobil Corporation**  
5959 Las Colinas Boulevard  
Irving, Texas 75039-2298

**Stephen A. Littleton**  
Vice President, Investor Relations  
and Secretary

**ExxonMobil**

**VIA UPS – OVERNIGHT DELIVERY**

September 2, 2020

Mr. Craig Rhines  
Associate Investment Manager  
California Public Employees' Retirement System  
[REDACTED]  
[REDACTED]

Dear Mr. Rhines:

This will acknowledge receipt of the proposal concerning additional emissions disclosure (the "Proposal"), which you have submitted on behalf of California Public Employees' Retirement System (the "Proponent") in connection with ExxonMobil's 2021 annual meeting of shareholders. By copy of a letter from State Street, share ownership has been verified.

You should note that, if the Proposal is not withdrawn or excluded, the Proponents or the Proponent's representative, who is qualified under New Jersey law to present the Proposal on the Proponent's behalf, must attend the annual meeting in person to present the Proposal. Under New Jersey law, only shareholders or their duly constituted proxies are entitled as a matter of right to attend the meeting.

If the Proponent intends for a representative to present the Proposal, the Proponent must provide documentation that specifically identifies their intended representative by name and specifically authorizes the representative to act as the Proponent's proxy at the annual meeting. To be a valid proxy entitled to attend the annual meeting, the representative must have the authority to vote the Proponent's shares at the meeting. A copy of this authorization meeting state law requirements should be sent to my attention in advance of the meeting. The authorized representative should also bring an original signed copy of the proxy documentation to the meeting and present it at the admissions desk, together with photo identification if requested, so that our counsel may verify the representative's authority to act on the Proponent's behalf prior to the start of the meeting.

In the event there are co-filers for this Proposal and in light of the guidance in SEC Staff Legal Bulletin No. 14F dealing with co-filers of shareholder proposals, it is important to ensure that the lead filer has clear authority to act on behalf of all co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the lead filer can represent that it holds such authority on behalf of all co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.



Craig Rhines  
Page 2

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and any co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

We are interested in discussing this Proposal and will contact you in the near future.

Sincerely,

A handwritten signature in black ink, appearing to read "Craig Rhines". The signature is fluid and cursive, with a prominent loop at the end.

SAL/tlb

# Proof of Delivery

Dear Customer,

This notice serves as proof of delivery for the shipment listed below.

---

**Tracking Number**

1Z75105X0149304533

**Weight**

0.10 LBS

**Service**

UPS Next Day Air®

**Shipped / Billed On**

09/02/2020

**Delivered On**

09/03/2020 9:24 A.M.

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**Delivered To**

SACRAMENTO, CA, US

**Received By**

JAVIER

**Left At**

Mail Room

Thank you for giving us this opportunity to serve you. Details are only available for shipments delivered within the last 120 days. Please print for your records if you require this information after 120 days.

Sincerely,

UPS

Tracking results provided by UPS: 09/04/2020 11:17 A.M. EST

**Broussard, Jenifer L**

---

**From:** Englande, Sherry M  
**Sent:** Tuesday, September 15, 2020 12:08 PM  
**To:** Bates, Tamara L  
**Cc:** Horne, Sarah E  
**Subject:** FW: SCERS wishes to be an XOM cofiler

Tami -  
SAL responded to this cofiler and copied CalPERS.  
Can you please file in the proposal folder for future reference?  
Thanks  
Sherry

**From:** Littleton, Stephen A  
**Sent:** Tuesday, September 15, 2020 12:00 PM  
**To:** Johnson, Jill [mailto: [REDACTED]]; Englande, Sherry M [REDACTED]  
**Cc:** Rhines, Craig [mailto: [REDACTED]]  
**Subject:** RE: SCERS wishes to be an XOM cofiler

Thank you Jill for your information. We look forward to engaging with you.

Stephen Littleton  
Vice President, Investor Relations & Secretary  
Exxon Mobil Corporation  
[REDACTED]  
[REDACTED]

**From:** Johnson, Jill [mailto: [REDACTED]]  
**Sent:** Monday, September 14, 2020 4:14 PM  
**To:** Littleton, Stephen A [mailto: [REDACTED]]; Englande, Sherry M [mailto: [REDACTED]]  
**Cc:** Rhines, Craig [mailto: [REDACTED]]  
**Subject:** FW: SCERS wishes to be an XOM cofiler

**External Email - Think Before You Click**

Mr. Littleton and Ms. Englande,

Please see the attached letter, proof of stock holdings and a copy of the shareholder proposal submitted by CalPERS. SCERS hereby notifies ExxonMobil of it's intention to co-file this resolution with CalPERS.

Best regards,

Jill Johnson



Jill Johnson  
Senior Investment Officer  
Seattle City Employees' Retirement System

**PUBLIC DISCLOSURE/DISCLAIMER STATEMENT:** Consistent with Washington State laws, all City email communications may be subject to disclosure to a third-party requester. To learn more, please visit our [privacy statement](#).

**From:** Johnson, Jill  
**Sent:** Friday, September 11, 2020 1:51 PM  
**To:** Rhines, Craig [REDACTED]  
**Cc:** Tracey Cameron [REDACTED]  
**Subject:** SCERS wishes to be an XOM cofiler

Hi Adam, Craig and Tracey,

Seattle would like to be a cofiler with CalPERS and BNP Paribas. Can you advise me as to how to submit this? Do I need to send it via snail mail? Can I send it via email. If so, do you have the email addresses?

Thanks.

Best wishes,

Jill

## **Broussard, Jenifer L**

---

**From:** Mehrok, Salony [REDACTED]  
**Sent:** Thursday, December 3, 2020 3:50 PM  
**To:** Englande, Sherry M  
**Cc:** Rhines, Craig  
**Subject:** XOM Shareholder Proposal by CalPERS & co-filers  
**Attachments:** XOM Ltr to Sisters.pdf; Ltr to XOM 2020-Nov-30.pdf; 2021\_Additional Emissions Disclosure\_Adrian Dominican Sisters\_Ack Letter\_Proof Verified.pdf; 2021\_Additional Emissions Disclosure\_Bon Secours Mercy Health\_Ack Letter\_Proof Verified.pdf; 2021\_Additional Emissions Disclosure\_CommonSpirit Health\_Ack Letter\_Proof Verified.pdf; 2021\_Additional Emissions Disclosure\_Providence St. Joseph Health\_Ack Letter\_Proof Verified.pdf; CSH\_XOM\_CvrLtr\_FINAL\_11.17.20.pdf; ADS\_XOM\_CvrLtr\_FINAL\_11.17.20.pdf; BSMH\_XOM\_Cofiler\_FINAL\_11.17.20.pdf; PSJH\_XOM\_CofileCvrLtr\_FINAL\_11.17.20.pdf; XOMCofilerCityofSeattle.pdf; Sisters XOM.pdf

**Categories:** External Sender

### **External Email - Think Before You Click**

Hi Sherry,

CalPERS submitted a shareholder proposal to ExxonMobile on August 7, 2020. CalPERS is also the authorized lead representative of six co-filers – Adrian Dominican Sisters, Bon Secours Mercy Health, CommonSpirit Health, Providence St. Joseph Health, Seattle City Employees' Retirement System and Sisters of St. Francis of Dubuque, Iowa ("co-filers").

Each of the six co-filers have communicated in writing to ExxonMobil about authorizing CalPERS to represent them on their behalf including negotiating withdrawal of the proposal. (Please see attached.)

On November 6, 2020 you sent a letter to Sisters of St. Francis of Dubuque, Iowa. Among other things, you indicated that unless CalPERS can show it has clear authority to act on behalf of all co-filers, including any potential negotiated withdrawal of the proposal, it will be difficult for ExxonMobil to engage in productive dialogue concerning the proposal.

On November 30, 2020, CalPERS submitted a letter to you by email and hard copy. (Please see attached.) CalPERS clearly indicated that the six co-filers have provided authorization to CalPERS to act on their behalf, including any potential negotiated withdrawal of the proposal.


On December 2, 2020, you sent letters to the remaining five co-filers Adrian Dominican Sisters, Bon Secours Mercy Health, CommonSpirit Health and Providence St. Joseph Health with the same message you sent to Sisters of St. Francis of Dubuque, Iowa – unless CalPERS can show it has clear authority to act on behalf of all co-filers, including any potential negotiated withdrawal of the proposal, it will be difficult for ExxonMobil to engage in productive dialogue.

In accordance with SEC Staff Legal Bulletin No. 14F, CalPERS and the six co-filers have clearly communicated authorization of CalPERS to act on behalf of the co-filers, including any potential negotiated withdrawal of the proposal.

Please confirm you have received the necessary communication to engage in dialogue with CalPERS on behalf of the six co-filers regarding the proposal at issue.

Thanks,  
Salony

**Salony Mehrok | Sr. Attorney | CalPERS Legal Office**





Investment Office  
P.O. Box 2749  
Sacramento, CA 95812-2749  
Telecommunications Device for the Deaf - (916) 795-3240  
Phone: (916) 795-3400

November 30, 2020

VIA OVERNIGHT MAIL

ExxonMobil Corporation  
Attn: Sherry Englande, ESG Engagement Manager

Re: Designated Representative for Co-Filers

Dear Sherry:

I am writing in response to your letter dated November 6, 2020, concerning dealing with co-filers of shareholder proposals.

To date, the following six investors have co-filed in support of CalPERS' scope 3 disclosure proposal that was filed at ExxonMobil on August 7, 2020:

- Adrian Dominican Sisters
- Bon Secours Mercy Health
- CommonSpirit Health
- Providence St. Joseph Health
- Seattle City Employees' Retirement System
- Sisters of St. Francis of Dubuque, Iowa

Please know that each of the respective (six) co-filers have provided authorization to CalPERS, to act on their behalf - including with respect to any potential negotiated withdraw of the proposal. Furthermore, we have confirmed that each of the respective co-filers previously communicated their authorization in writing to ExxonMobil.

If you have any additional questions or concerns, you may contact me at [REDACTED] or by email at [REDACTED] or at [REDACTED]

Sincerely,

A handwritten signature in black ink, appearing to read "Craig Rhines".

CRAIG RHINES  
Associate Investment Manager, Global Equity – Corporate Governance  
CalPERS Investment Office

Cc: Simiso Nzima, Investment Director – CalPERS  
Judith Sinnwell, OSF – Sisters of St. Francis of Dubuque, Iowa

**Broussard, Jenifer L**

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**From:** Rhines, Craig [REDACTED]  
**Sent:** Thursday, December 10, 2020 10:52 AM  
**To:** Broussard, Jenifer L  
**Subject:** Re: ExxonMobil Would Like to Schedule a Teleconference to Discuss Your Proposal on Additional Emissions Disclosure

**External Email - Think Before You Click**

Hi Jenifer, let's do 1/13 at 1pm CT. I assume you'll send us an invite?  
Thanks, Craig

---

**From:** Broussard, Jenifer L  
**Sent:** Wednesday, December 9, 2020 11:08 AM  
**To:** Rhines, Craig  
**Cc:** Nzima, Simiso  
**Subject:** ExxonMobil Would Like to Schedule a Teleconference to Discuss Your Proposal on Additional Emissions Disclosure

---

**[External Email Caution]**

---

\*  
Dear Mr. Rhines,  
We hope that this email finds you well. Stephen Littleton would like to schedule a call to discuss your proposal regarding additional emissions disclosure for inclusion in the 2021 Proxy Statement. Below you will find suggested date/time (Central Time) slots. We plan for the call to be no longer than 50 minutes. We believe proponent engagement is important and value your perspective on this proposal, so we appreciate your willingness to meet. Please respond to Jenifer Broussard at [REDACTED] with your preferred timing as soon as convenient.

**Wednesday, 1/13/2021**

1:00-1:50PM

**Friday, 1/15/2021**

9:00-9:50AM

We look forward to talking with you soon.

Kind Regards,

**Jenifer L. Broussard**

*Shareholder Relations Team*

**Exxon Mobil Corporation**  
[REDACTED]  
[REDACTED]  
[REDACTED]



## Broussard, Jenifer L

---

**Subject:** Proponent Call: Additional Emissions Disclosure  
**Location:** Skype Meeting (Irving Conf Rm 2609)

**Start:** Wed 1/13/2021 1:00 PM  
**End:** Wed 1/13/2021 1:50 PM  
**Show Time As:** Tentative

**Recurrence:** (none)

**Meeting Status:** Not yet responded

**Organizer:** Broussard, Jenifer L  
**Required Attendees:** [REDACTED], Littleton, Stephen A; Englande, Sherry M  
**Optional Attendees:** [REDACTED]

*Sent on behalf of Stephen Littleton*

---

→ [Join Skype Meeting](#)

Trouble Joining? [Try Skype Web App](#)

Join by phone

[REDACTED] (USA, Dallas)

English (United States)

[Find a local number](#)

Conference ID [REDACTED]

[Forgot your dial-in PIN?](#) | [Help](#)

---

**Broussard, Jenifer L**

---

**From:** Rhines, Craig <[REDACTED]>  
**Sent:** Thursday, December 10, 2020 11:11 AM  
**To:** Broussard, Jenifer L  
**Subject:** Accepted: Proponent Call: Additional Emissions Disclosure

---

**External Email - Think Before You Click**

**Broussard, Jenifer L**

---

**From:** Rhines, Craig [REDACTED]  
**Sent:** Wednesday, December 16, 2020 5:15 PM  
**To:** Englande, Sherry M  
**Cc:** Nzima, Simiso; Mehrok, Salony  
**Subject:** Letter from CalPERS RE co-filers - XOM  
**Attachments:** Ltr to XOM 2020-Dec-16.pdf

**External Email - Think Before You Click**

Sherry, please see the attached letter concerning co-filer authorization. Please let me know if you have questions.

Regards,

*Craig Rhines*  
*Associate Investment Manager*  
*CalPERS Investment Office - Global Equity/Corporate Governance*  
916.601.4465 [REDACTED]



Investment Office  
P.O. Box 2749  
Sacramento, CA 95812-2749  
Telecommunications Device for the Deaf - (916) 795-3240  
Phone: (916) 795-3400

December 16, 2020

VIA OVERNIGHT MAIL

ExxonMobil Corporation  
Attn: Sherry Englande, ESG Engagement Manager

Re: Designated Representative for Co-Filers

Dear Sherry:

I am writing to provide an update concerning dealing with co-filers of shareholder proposals.

To date, the following eight investors have co-filed in support of CalPERS' scope 3 disclosure proposal that was filed at ExxonMobil on August 7, 2020:

- Adrian Dominican Sisters
- Bon Secours Mercy Health
- CommonSpirit Health
- HSBC Global Asset Management
- Providence St. Joseph Health
- Robeco
- Seattle City Employees' Retirement System
- Sisters of St. Francis of Dubuque, Iowa

Please know that each of the respective (eight) co-filers have provided authorization to CalPERS, to act on their behalf - including with respect to any potential negotiated withdrawal of the proposal. Furthermore, we have confirmed that each of the respective co-filers previously communicated their authorization in writing to ExxonMobil.

If you have any additional questions or concerns, please contact me at [REDACTED] or by email at [REDACTED] or at [REDACTED]

Sincerely,

CRAIG RHINES  
Associate Investment Manager, Global Equity – Corporate Governance  
CalPERS Investment Office

Cc: Simiso Nzima, Investment Director – CalPERS  
Salony Mehrok, Sr. Attorney – CalPERS

## Englande, Sherry M

---

**From:** Rhines, Craig <Craig.Rhines@calpers.ca.gov>  
**Sent:** Thursday, December 24, 2020 11:25 AM  
**To:** Englande, Sherry M  
**Cc:** Nzima, Simiso; Hall, Stuart  
**Subject:** Re: ExxonMobil Announces New GHG Emissions Reduction Plans

**Categories:** External Sender

### External Email - Think Before You Click

Hi Sherry-

We would prefer to evaluate the new disclosures in XOM's late January report before we make a decision to withdraw.

Hope you have a wonderful holiday season.

Best, Craig

On Dec 23, 2020, at 3:01 PM, Englande, Sherry M wrote:

**[External Email Caution]**

Hi Craig –

Happy Holidays! Following up on this announcement that we will be reporting scope 3 numbers, we wanted to check if you would be willing to withdraw your shareholder proposal this year.

We would still plan to keep our scheduled engagements on the calendar, but wanted to reach out regarding the proposal before the New Year.

Thank you –  
Sherry

**From:** Rhines, Craig [mailto:Craig.Rhines@calpers.ca.gov]  
**Sent:** Monday, December 14, 2020 10:33 AM  
**To:** Englande, Sherry M <Sherry.M.Englande@calpers.ca.gov>; Nzima, Simiso <Simiso.Nzima@calpers.ca.gov>; Hall, Stuart <Stuart.Hall@calpers.ca.gov>  
**Subject:** Re: ExxonMobil Announces New GHG Emissions Reduction Plans

### External Email - Think Before You Click

Hi Sherry-

Thank you and congratulations on this great news!

Speak soon. Craig

**From:** Englande, Sherry M < >  
**Sent:** Monday, December 14, 2020 6:37 AM  
**To:** Rhines, Craig <Craig.Rhines@calpers.ca.gov>; Nzima, Simiso <Simiso.Nzima@calpers.ca.gov>; Hall, Stuart <Stuart.Hall@calpers.ca.gov>  
**Subject:** ExxonMobil Announces New GHG Emissions Reduction Plans

**[External Email Caution]**

Hello Craig, Simiso, and Stuart -

In advance of our conversation tomorrow, on behalf of Stephen Littleton, I wanted to reach out to make sure you'd seen our latest news release on our next GHG emissions reduction plans and expectation to disclose Scope 3 emissions beginning in the 2021 *Energy & Carbon Summary*.

We look forward to talking with you soon and would be happy to discuss any questions you have.  
Thank you  
Sherry

We are pleased to share with you that ExxonMobil announced today new measures to reduce greenhouse gas (GHG) emissions intensity to further support the goals of the Paris Climate Accord.

### **2025 Emission Reduction Plans**

ExxonMobil plans to reduce the intensity of operated upstream GHG emissions by 15 to 20 percent by 2025, compared to 2016 levels. This will be supported by reducing:

- Methane intensity by 40 to 50 percent
- Flaring intensity by 35 to 45 percent

The plan is the result of several months of detailed analysis, and considers input from many shareholders. It is based on scope 1 and scope 2 emissions from operated assets and is projected to be consistent with the goals of the Paris Agreement. The company also plans to align with the World Bank's initiative to eliminate routine flaring by 2030.

### **2020 Emission Reduction Plans**

In addition, the Company announced it expects to meet its previously announced 2020 emissions reductions, including a 15-percent decrease in methane emissions and a 25-percent reduction in flaring, compared with 2016 levels. We expect to meet both by year end.

### **Enhanced Disclosure**

Adding to the Company's previous reporting of both scope 1 (direct GHG emissions from company operations) and scope 2 (indirect GHG emissions from energy purchased by the company), ExxonMobil also announced it will begin providing scope 3 (indirect emissions that include the consumption and use of the company's products) on an annual basis. Details will be provided in ExxonMobil's forthcoming annual *Energy and Carbon Summary*, which will be issued in January 2021.

### **Pursuing Technology and Policy Advancements**

Other measures in the Company's emission reduction plans include:

- Continued investments in lower-emission technologies such as carbon capture, manufacturing efficiencies, and advanced biofuels
- Increased cogeneration capacity at manufacturing facilities
- Ongoing support for sound policies that put a universal price on carbon, and
- Continued accounting for environmental performance as part of executive compensation.

Having supported the goals of the Paris Agreement since its inception, the Company also expressed its support for society's ambition to achieve net zero emissions by 2050. ExxonMobil is committed to doing its part, especially through the development and deployment of technology solutions that are necessary to achieve this ambitious and challenging goal.

If you have any questions or would like to talk further about our commitment to addressing the risks related to climate change, please let us know. Thank you for investing in ExxonMobil.

**Sherry M. Englande**  
ESG Engagement Manager

**Exxon Mobil Corporation**

This document may contain information that is privileged, confidential, and exempt from disclosure under applicable law. If you are not the intended recipient, you are on notice that any unauthorized disclosure, copying, distribution, or taking of any action in reliance on the contents of this document is prohibited.



RECEIVED

NOV 18 2020

S. A. LITTLETON

ADRIAN DOMINICAN SISTERS  
1257 East Siena Heights Drive  
Adrian, Michigan 49221-1793  
517-266-3400 Phone  
517-266-3524 Fax

Portfolio Advisory Board

---

November 17, 2020

Stephen A. Littleton, Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298

Dear Mr. Littleton:

The Portfolio Advisory Board for the Adrian Dominican Sisters (ADS) has long been concerned not only with the financial returns of its investments, but also with the social and ethical implications of its investments. We believe that a demonstrated corporate responsibility in matters of the environment, social and governance concerns fosters long-term business success. The Adrian Dominican Sisters, a long-term investor, are currently the beneficial owner of shares of ExxonMobil Corporation.

ADS requests ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions.

The Adrian Dominican Sisters are co-filing the enclosed shareholder proposal with lead filer California Public Employees' Retirement System (CalPERS) for inclusion in the 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. ADS been a shareholder continuously for more than one year holding at least \$2,000 in market value and will continue to invest in at least the requisite number of shares for proxy resolutions through the annual shareholders' meeting. A representative of the filers will attend the Annual Meeting to move the resolution as required by SEC rules. The verification of ownership by our custodian, a DTC participant, is enclosed with this letter. We authorize CalPERS to withdraw on our behalf if an agreement is reached. We respectfully request direct communications from ExxonMobil and to have our supporting statement and organization name included in the proxy statement.

We look forward to having productive conversations with the company in the near future. Please direct all future correspondence on this filing, including an email acknowledgement of receipt of this letter and resolution, to Mary Minette, representative of the Adrian Dominican Sisters, email: [mminette@mercyinvestments.org](mailto:mminette@mercyinvestments.org); phone: 703-507-9651; address: 2039 No. Geyer Rd., St. Louis, MO 63131.

Best regards,

Frances Nadolny, OP

Administrator

Adrian Dominican Sisters

[www.pab.adriandominicans.org](http://www.pab.adriandominicans.org)



## **SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

## **SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal.

November 17, 2020

Stephen A. Littleton  
Exxon Mobil Corporation  
5959 Las Colinas Blvd.  
Irving, TX 75039-2298

RE: Adrian Dominican Sisters Account at Comerica

Dear Mr. Littleton

Regarding the request for verification of holdings, the above referenced account currently holds 89 units of Exxon Mobil Corporation common stock.

The attached tax lot detail indicates the date the stock was acquired.

Also, please note that Comerica, Inc. is a DTC participant.

Please do not hesitate to contact me with any questions.

Sincerely,



Beverly V. Jones  
Senior Trust Analyst  
Comerica Bank  
411 W. Lafayette, MC 3462  
Detroit, Michigan 48226  
P: 313.222.9874  
Bvjones@comerica.com



COMERICA BANK

Run on 11/17/2020 2:29:21 PM

Tax Lot Detail

As of 11/17/2020

Combined Portfolios

Settlement Date Basis

Account:

\*\*\*

ADRIAN DOMINICAN SISTERS SHAREHOLDER  
ACTIVITY

Administrator: MATTHEW WASMUND @ 313-222-7092

Investment Officer: DIRECTED BY CUSTOMER

Investment Authority: None

Investment Objective:

Lot Select Method: LIFO

Cusip	Security Name	Ticker	Price	% Market	Market Value
30231G102	EXXON MOBIL CORPORATION	XOM	38.160		3,396.24

Tax Lot	Acquisition Date	Portfolio	Units	Tax Cost	Market Value	Unrealized Gain/Loss
1	11/24/2003	PRINCIPAL	28.000000	1,001.28	1,068.48	67.20
2	04/12/2016	PRINCIPAL	61.000000	5,149.23	2,327.76	2,821.47-
* TOTAL *			89.000000	6,150.51	3,396.24	2,754.27-

Unit Status	Number of Units	Tax Cost	Market Value
Settled	89.000000	6,150.51	3,396.24

Registration	Number of Units
DTC - C/C	89.000000

# FedEx

Ever

ST 14  
629

11 18  
7:28  
16:30  
F

ORIGIN ID: SUSA (920) 540-5548  
LAURIE CASE  
MERCY INVESTMENT SERVICES, INC  
2039 NO. GEYER RD

SHIP DATE: 17/NOV/20  
ACTWGT: 1.00 LB  
CAD: 101580046/INET4280

ST. LOUIS, MO 63131  
UNITED STATES US

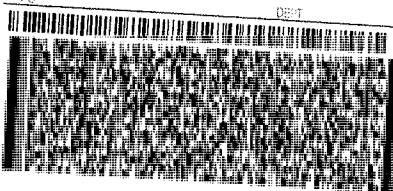
BILL SENDER

TO **STEPHEN A. LITTLETON**  
**EXXON MOBIL CORPORATION**  
**5959 LAS COLINAS BLVD.**

**IRVING TX 75039**

(800) 243-9966

REF ADN CSH XOM 2021



Extremely Urgent

WED - 18 NOV 4:30P

STANDARD OVERNIGHT

ASR

75039

TX-US DFW

TRK# 0201 7721 1116 7126

## XH DALA



This Package Has  
Been X-Rayed By  
Central Mail

Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, Texas 75039-2298

Sherry M. Englande  
Manager, ESG Engagement

**ExxonMobil**

**VIA EMAIL**

December 2, 2020

Ms. Mary Minette  
On Behalf of Adrian Dominican Sisters  
Director of Shareholder Advocacy  
Mercy Investment Services  
2039 North Geyer Road  
St. Louis, MO 63131

Dear Ms. Minette:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of Adrian Dominican Sisters (the "Co-filer"), the proposal previously submitted by California Public Employees' Retirement System (the "Proponent") concerning additional emissions disclosure (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. By copy of a letter from Comerica, share ownership has been verified.

In light of the SEC Staff Legal Bulletin No. 14F dealing with Co-filers of shareholder proposals, it is important to ensure that the Proponent, California Public Employees' Retirement System, has clear authority to act on behalf of all Co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the Proponent can represent that it holds such authority on behalf of all Co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and any co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

Sincerely,



SME/tlb

## Englande, Sherry M

---

**From:** Mary Minette <mminette@Mercyinvestments.org>  
**Sent:** Wednesday, December 02, 2020 10:43 AM  
**To:** Bates, Tamara L  
**Cc:** Rhines, Craig  
**Subject:** RE: Co-Filer Acknowledgement Letters

**Categories:** External Sender

### External Email - Think Before You Click

Dear Ms. Bates,

Please note that the filing letters for all of the parties mentioned in your attached letters explicitly acknowledged the California Public Employees' Retirement System as lead filer and delegated to CalPERS the authority to withdraw on their behalf.

Best regards,

---

Mary Minette  
Director of Shareholder Advocacy  
Mercy Investment Services  
703-507-9651

**From:** Bates, Tamara L < >  
**Sent:** Wednesday, December 2, 2020 11:31 AM  
**To:** Mary Minette <mminette@Mercyinvestments.org>  
**Subject:** Co-Filer Acknowledgement Letters

**Sent on Behalf of Sherry M. Englande**

Tamara L. Bates  
ESG Engagement Analyst  
Investor Relations

**Exxon Mobil Corporation**  
5959 Las Colinas Blvd.,  
Irving, TX 75039-2298

# BON SECOURS MERCY HEALTH

RECEIVED

NOV 18 2020

S. A. LITTLETON

November 17, 2020

Stephen A. Littleton, Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298

Dear Mr. Littleton:

Bon Secours Mercy Health, Inc. (formerly named Mercy Health) has long been concerned not only with the financial returns of its investments, but also with the social and ethical implications of its investments. We believe that a demonstrated corporate responsibility in matters of the environment, social and governance concerns fosters long term business success. Bon Secours Mercy Health, a long-term investor, is currently the beneficial owner of shares of ExxonMobil Corporation.

Bon Secours Mercy Health requests ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions.

Bon Secours Mercy Health is co-filing the enclosed shareholder proposal with lead investor California Public Employees' Retirement System (CalPERS) for inclusion in the 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. Bon Secours Mercy Health has been a shareholder continuously for more than one year holding at least \$2000 in market value and will continue to invest in at least the requisite number of shares for proxy resolutions through the annual shareholders' meeting. The verification of ownership by our custodian, a DTC participant, is included in this packet. A representative of the filers will attend the Annual Meeting to present the resolution as required by SEC rules. CalPERS may withdraw the proposal on our behalf. We respectfully request direct communications from ExxonMobil and to have our supporting statement and organization name included in the proxy statement.

We look forward to having more productive conversations with the company. Please direct all future correspondence, including an email acknowledgement of receipt of this letter and resolution to Mary Minette, working on behalf of Bon Secours Mercy Health at: email: [mminette@mercyinvestments.org](mailto:mminette@mercyinvestments.org); phone: (703) 507-9651; address: 2039 No. Geyer Rd., St. Louis, MO 63131.

Best regards,



Jerry Judd  
Senior Vice President and Treasurer Bon Secours Mercy Health

## **SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

## **SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal.





## STATE STREET.

November 17, 2020

Stephen A. Littleton  
ExxonMobil Corporation  
5959 Las Colinas Blvd.  
Irving, TX 75039-2298

Re: Shareholder verification

Dear Mr Littleton,

In regards to your request for a verification of holdings, on November 17, 2020, Bon Secours Mercy Health accounts held the following share positions in Exxon Mobile Corporation common stock:

Bon Secours Mercy Health: 144,109 shares with a current value of \$5,499,199.44

State Street Bank and Trust Company confirms Bon Secours Mercy Health held at least \$2,000 in market value continuously for more than one year preceding and including November 17, 2020.

State Street is a DTC participant and serves as custodian/record holder for Bon Secours Mercy Health. The above mentioned shares are registered in the nominee name of State Street.

Sincerely,

A handwritten signature in black ink, appearing to read 'K. Colitti', written over a horizontal line.

Karen Colitti  
State Street Bank and Trust Company  
Assistant Vice President

RT 429  
ST 14  
2 16:30 F  
06:15  
11:18

# FedEx® Express

ORIGIN ID: SUSA (920) 540-5548  
LAURIE CASE  
MERCY INVESTMENT SERVICES, INC  
2039 NO. GEYER RD.

SHIP DATE: 17NOV20  
ACTWGT: 1.00 LB  
CAD: 101580846/NET4280

ST. LOUIS, MO 63131  
UNITED STATES US

BILL SENDER

TO **STEPHEN A. LITTLETON**  
**EXXON MOBIL CORPORATION**  
**5959 LAS COLINAS BLVD.**

3511030909595

IRVING TX 75039  
(800) 243-9966

REF: 65MH.PS.H.AOM.2021



Extremely Urgent

WED - 18 NOV 4:30P

STANDARD OVERNIGHT

TRK# 7721 0736 0915  
0201

ASR  
75039  
TX-US DFW

## XH DALA



This Package Has  
Been X-Rayed By  
Central Mail

130-224

For more information

Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, Texas 75039-2298

Sherry M. Englande  
Manager, ESG Engagement

**ExxonMobil**

**VIA EMAIL**

December 2, 2020

Ms. Mary Minette  
On Behalf of Bon Secours Mercy Health  
Director of Shareholder Advocacy  
Mercy Investment Services  
2039 North Geyer Road  
St. Louis, MO 63131

Dear Ms. Minette:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of Bon Secours Mercy Health (the "Co-filer"), the proposal previously submitted by California Public Employees' Retirement System (the "Proponent") concerning additional emissions disclosure (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. By copy of a letter from State Street, share ownership has been verified.

In light of the SEC Staff Legal Bulletin No. 14F dealing with Co-filers of shareholder proposals, it is important to ensure that the Proponent, California Public Employees' Retirement System, has clear authority to act on behalf of all Co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the Proponent can represent that it holds such authority on behalf of all Co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and any co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

Sincerely,



SME/tlb

## Englande, Sherry M

---

**From:** Mary Minette <mminette@Mercyinvestments.org>  
**Sent:** Wednesday, December 02, 2020 10:43 AM  
**To:** Bates, Tamara L  
**Cc:** Rhines, Craig  
**Subject:** RE: Co-Filer Acknowledgement Letters

**Categories:** External Sender

### External Email - Think Before You Click

Dear Ms. Bates,

Please note that the filing letters for all of the parties mentioned in your attached letters explicitly acknowledged the California Public Employees' Retirement System as lead filer and delegated to CalPERS the authority to withdraw on their behalf.

Best regards,

---

Mary Minette  
Director of Shareholder Advocacy  
Mercy Investment Services  
703-507-9651

**From:** Bates, Tamara L < >  
**Sent:** Wednesday, December 2, 2020 11:31 AM  
**To:** Mary Minette <mminette@Mercyinvestments.org>  
**Subject:** Co-Filer Acknowledgement Letters

**Sent on Behalf of Sherry M. Englande**

Tamara L. Bates  
ESG Engagement Analyst  
Investor Relations

**Exxon Mobil Corporation**  
5959 Las Colinas Blvd.,  
Irving, TX 75039-2298



RECEIVED

NOV 1 2020

S. A. LITTLETON

November 17, 2020

Stephen A. Littleton, Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298

Dear Mr. Littleton:

CommonSpirit Health is concerned not only with the financial returns of its investments, but also with the social and ethical implications of its investments. We believe that a demonstrated corporate responsibility in matters of the environment, social and governance concerns fosters long-term business success. CommonSpirit Health is currently the beneficial owner of shares of ExxonMobil Corporation.

The enclosed resolution requests ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions.

CommonSpirit Health is co-filing the enclosed shareholder proposal for inclusion in the 2021 proxy statement with lead filer California Public Employees' Retirement System (CalPERS), in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. CommonSpirit Health has been a shareholder continuously for more than one year holding at least \$2,000 in market value and will continue to invest in at least the requisite number of shares for proxy resolutions through the annual shareholders' meeting. A representative of the filers will attend the Annual Meeting to move the resolution as required by SEC rules. The verification of ownership by our custodian, a DTC participant, is enclosed with this letter. CalPERS may withdraw the proposal on our behalf. We respectfully request direct communications from ExxonMobil and to have our supporting statement and organization name included in the proxy statement.

We look forward to having productive conversations with the company. Please direct all future correspondence, including an email acknowledgement of receipt of this letter and resolution to Mary Minette, representative of Providence St. Joseph Health, email: [mminette@mercyinvestments.org](mailto:mminette@mercyinvestments.org); phone (703) 507-9651; address: 2039 N. Geyer Rd. St. Louis, MO 63131.

Best regards,

A handwritten signature in cursive script that reads "Laura Krausa".

Laura Krausa, MNM  
System Director Advocacy Programs  
CommonSpirit Health  
303-383-2748 (O)

## **SHAREOWNER PROPOSAL**

**RESOLVED:** In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

## **SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal.



November 17, 2020

Stephen A. Littleton  
ExxonMobil Corporation  
5959 Las Colinas, Blvd.  
Irving, TX 75039-2298

Re: CommonSpirit Health

Dear Stephen,

This letter will certify that as of November 17, 2020, Northern Trust held for the beneficial interest of CommonSpirit Health, 148 shares of ExxonMobil Corporation.

We confirm that CommonSpirit Health, has beneficial ownership of at least \$2,000 in market value of the voting securities of ExxonMobil Corporation, and that such beneficial ownership has existed continuously for at least one year, including a one-year period preceding and including November 17, 2020, in accordance with rule 14a-8 of the Securities Exchange Act of 1934.

Further, it is CommonSpirit Health, intent to hold at least \$2,000 in market value through the next annual meeting.

Please be advised, Northern Trust is a DTC Participant, whose DTC number is 2669.

If you have any questions, please feel free to give me a call.

Sincerely,

Jennifer W. Beattie  
Senior Vice President  
The Northern Trust Company

# FedEx

Express

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ORIGIN ID: SUSA (920) 540-5548  
LAURIE CASE  
MERCY INVESTMENT SERVICES, INC  
2039 NO. GEYER RD

SHIP DATE: 17NOV20  
ACTWGT: 1.00 LB  
CAD: 101580846/NET4280

ST. LOUIS, MO 63131  
UNITED STATES US

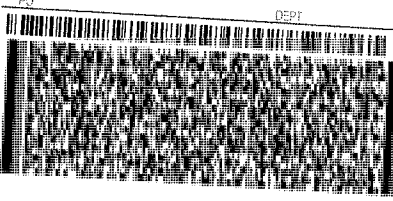
BILL SENDER

TO **STEPHEN A. LITTLETON**  
**EXXON MOBIL CORPORATION**  
**5959 LAS COLINAS BLVD.**

IRVING TX 75039

(800) 243-9966

REF: ADDL CL#X0040001



FedEx  
Express



5959 LAS COLINAS

Extremely Urgent

WED - 18 NOV 4:30P

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STANDARD OVERNIGHT

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TX-US DFW

## XH DALA



This Package Has  
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Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, Texas 75039-2298

Sherry M. Englande  
Manager, ESG Engagement

**ExxonMobil**

**VIA EMAIL**

December 2, 2020

Ms. Mary Minette  
On Behalf of CommonSpirit Health  
Director of Shareholder Advocacy  
Mercy Investment Services  
2039 North Geyer Road  
St. Louis, MO 63131

Dear Ms. Minette:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of CommonSpirit Health (the "Co-filer"), the proposal previously submitted by California Public Employees' Retirement System (the "Proponent") concerning additional emissions disclosure (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. By copy of a letter from Northern Trust, share ownership has been verified.

In light of the SEC Staff Legal Bulletin No. 14F dealing with Co-filers of shareholder proposals, it is important to ensure that the Proponent, California Public Employees' Retirement System, has clear authority to act on behalf of all Co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the Proponent can represent that it holds such authority on behalf of all Co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and any co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

Sincerely,



SME/tlb

## Englande, Sherry M

---

**From:** Mary Minette <mminette@Mercyinvestments.org>  
**Sent:** Wednesday, December 02, 2020 10:43 AM  
**To:** Bates, Tamara L  
**Cc:** Rhines, Craig  
**Subject:** RE: Co-Filer Acknowledgement Letters

**Categories:** External Sender

### External Email - Think Before You Click

Dear Ms. Bates,

Please note that the filing letters for all of the parties mentioned in your attached letters explicitly acknowledged the California Public Employees' Retirement System as lead filer and delegated to CalPERS the authority to withdraw on their behalf.

Best regards,

---

Mary Minette  
Director of Shareholder Advocacy  
Mercy Investment Services  
703-507-9651

**From:** Bates, Tamara L <f>  
**Sent:** Wednesday, December 2, 2020 11:31 AM  
**To:** Mary Minette <mminette@Mercyinvestments.org>  
**Subject:** Co-Filer Acknowledgement Letters

**Sent on Behalf of Sherry M. Englande**

Tamara L. Bates  
ESG Engagement Analyst  
Investor Relations

**Exxon Mobil Corporation**  
5959 Las Colinas Blvd.,  
Irving, TX 75039-2298



RECEIVED

DEC 2020

S. A. LITTLETON

Stephen A Littleton  
Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298  
USA

4th December 2020

Dear Mr Littleton

The American Index Fund ('the Fund') aims to provide growth over the long term by tracking the performance of the S&P 500 Index.

The Fund is the owner of over \$2,000 of Exxon Mobil Corporation stock held continuously for more than one year. The Fund intends to continue to hold this stock until after the 2021 Annual Meeting.

I hereby notify Exxon Mobil Corporation of American Index Fund's intention to co-file the enclosed shareholder resolution and am submitting the enclosed shareholder proposal for inclusion in the 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934.

The Fund is co-filing this resolution with California Public Employers' Retirement System who is the 'primary filer' of this resolution and is authorised to act on our behalf in all aspects of the resolution, including negotiation and withdrawal of the resolution.

A proof of ownership from the Fund's custodian is attached.

A representative of the primary filer will attend the stockholder's meeting to move the resolution as required. We hope that the Board will consider this proposal something that it can support.

Please address correspondence regarding this proposal to Thomas O'Malley on [thomas.omalley@hsbc.com](mailto:thomas.omalley@hsbc.com) or direct line +44 (0) 7962 301506.

Yours sincerely

Stuart White  
Chief Executive Officer

**HSBC Global Asset Management (UK) Ltd**  
8 Canada Square, London E14 5HQ

HSBC Global Asset Management (UK) Ltd is the Authorised Corporate Director of HSBC Index Tracker Investment Funds OEIC, including its sub-fund American Index Fund.

## **SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

## **SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal.



Stephen A. Littleton  
Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving  
TX 75039-2298  
USA

Markets & Securities  
Services  
Level 29  
8 Canada Square  
London  
E14 5HQ

T. 020 7991 8888  
F. 034 5587 0416  
DX. SWIFT: MIDLGB22

[www.hsbc.com](http://www.hsbc.com)

07 December 2020

### Custodian confirmation of holding

Dear Mr Littleton,

HSBC Bank plc confirms that, as at the close of business on 04 December 2020, we held the position detailed below as custodian, on behalf of our client, SSTL AS DEP OF HSBC AMERICAN INDEX at our sub custodian in the United States of America, namely HSBC USA Inc, New York. Our client, SSTL AS DEP OF HSBC AMERICAN has held this security continuously for at least one year as of and including 4th December 2020.

The value of the ownership stake continuously held by the fund had a market value of at least \$2,000.00 for at least twelve months prior to, and including said date.

ISIN: US30231G1022

Security Description: EXXON MOBIL CORP COM NPV

Holding: 1,320,422

Yours Sincerely,

Mark Perrin  
**Manager**  
Market & Securities Services

Colin Correya  
**Manager**  
Market & Securities Services

229 12 30 500 3 11 13 427  
**HSBC GLOBAL SERVICES (UK) LTD**  
 8 CANADA SQUARE  
 TW10 6DN RICHMOND  
 UNITED KINGDOM  
 LHR  
 EXXON MOBIL CORPORATION  
 5959 LAS COUNAS BOULEVANT  
 TX TX  
 75039 IRVING  
 UNITED STATES OF AMERICA  
 Y111 US-COP-FTW  
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**SERVICE ALERT**

**EXPRESS 12:00**

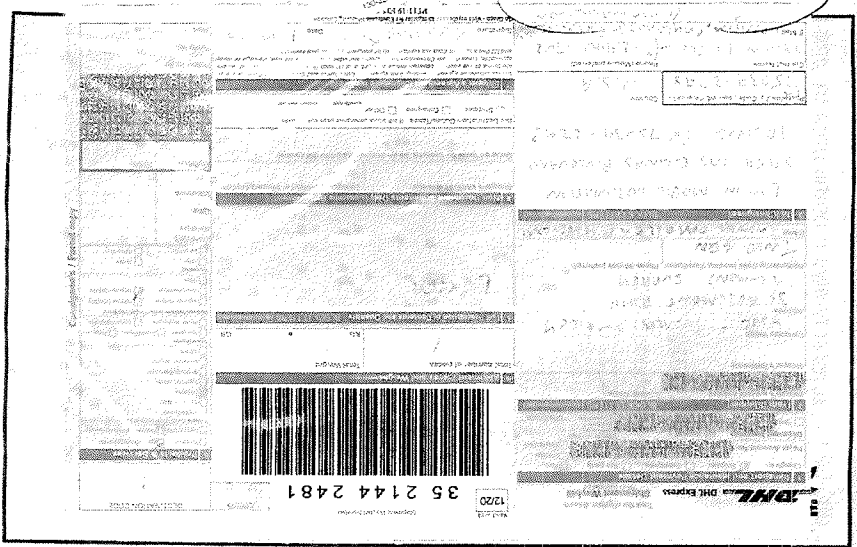
**ATTEMPT DELIVERY BEFORE 12:00**

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Maximum recommended weight 2 kg/4.4 lbs

**Exxon Mobil Corporation**  
Investor Relations  
5959 Las Colinas Boulevard  
Irving, Texas 75039-2298

**Sherry M. Englande**  
Manager, ESG Engagement



**VIA UPS – EMAIL**

December 18, 2020

Mr. Thomas O'Malley  
HSBC Global Asset Management (UK) Ltd  
8 Canada Square  
London E14 5HQ

Dear Mr. O'Malley:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of HSBC Global Asset Management (UK) Ltd (the "Co-filer"), the proposal previously submitted by California Public Employees' Retirement System (the "Proponent") concerning additional emissions disclosure (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. However, the December 7, 2020, letter from HSBC Bank plc verifies your ownership from December 4, 2019 through December 4, 2020. Therefore, you must provide additional share ownership evidence that indicate you have continuously held at least the requisite number of shares for the one-year period preceding and including the December 7, 2020, date of your submission. Further information on each of these requirements is detailed below.

In order to be eligible to submit a shareholder proposal, Rule 14a-8 (copy enclosed) requires a co-filer to submit sufficient proof that he or she has continuously held at least \$2,000 in market value, or 1%, of the company's securities entitled to vote on the proposal for at least one year as of the date the shareholder proposal was submitted. For this Proposal, the date of submission is December 7, 2020, which is the date the Proposal was received by the overnight delivery service.

The Co-filer does not appear in our records as a registered shareholder. Moreover, to date we have not received proof that the Co-filer has satisfied these ownership requirements. To remedy this defect, the Co-filer must submit sufficient proof verifying their continuous ownership of the requisite number of ExxonMobil shares for the one-year period preceding and including December 7, 2020.

As explained in Rule 14a-8(b), sufficient proof must be in the form of:

- a written statement from the "record" holder of the Co-filer's shares (usually a broker or a bank) verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 7, 2020; or
- if the Co-filer has filed with the SEC a Schedule 13D, Schedule 13G, Form 3, Form 4 or Form 5, or amendments to those documents or updated forms, reflecting the Co-filer's ownership of the requisite number of ExxonMobil shares as of or before the date on which the one-year eligibility period begins, a copy of the schedule and/or form, and any subsequent amendments reporting a change in the ownership level and a written statement that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period.

If you intend to demonstrate ownership by submitting a written statement from the "record" holder of your shares as set forth in the first bullet point above, please note that most large U.S. brokers and banks deposit their customers' securities with, and hold those securities through, the Depository Trust Company ("DTC"), a registered clearing agency that acts as a securities depository (DTC is also known through the account name of Cede & Co.). Such brokers and banks are often referred to as "participants" in DTC. In Staff Legal Bulletin No. 14F (October 18, 2011) (copy enclosed), the SEC staff has taken the view that only DTC participants should be viewed as "record" holders of securities that are deposited with DTC.

The Co-filer can confirm whether its broker or bank is a DTC participant by asking its broker or bank or by checking the listing of current DTC participants, which may be available on the internet at: <http://www.dtcc.com/~media/Files/Downloads/client-center/DTC/alpha.ashx>. In these situations, shareholders need to obtain proof of ownership from the DTC participant through which the securities are held, as follows:

- If the Co-filer's broker or bank is a DTC participant, then the Co-filer needs to submit a written statement from its broker or bank verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 7, 2020.
- If the Co-filer's broker or bank is not a DTC participant, then the Co-filer needs to submit proof of ownership from the DTC participant through which the securities are held verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 7, 2020. The Co-filer should be able to find out who this DTC participant is by asking the Co-filer's broker or bank. If the Co-filer's broker is an introducing broker, the Co-filer may also be able to learn the identity and telephone number of the DTC participant through the Co-filer's account statements because the clearing broker identified on the Co-filer's account statements will generally be a DTC participant. If the DTC participant that holds the Co-filer's shares knows the Co-filer's broker's or bank's holdings, but does not know the Co-filer's holdings, the Co-filer needs to satisfy the proof of ownership requirement by obtaining and submitting two proof of ownership statements verifying that for the one-year period preceding and including December 7, 2020, the required amount of securities were continuously held – one from the Co-filer's broker or bank, confirming the Co-filer's ownership, and the other from the DTC participant confirming the broker or bank's ownership.

Pursuant to SEC Staff Legal Bulletin 14I, the submission of a proposal by proxy (i.e., by a representative rather than by the shareholder directly) must include proper documentation describing the shareholder's delegation of authority to the proxy. This documentation must:

- identify the shareholder-proponent and the person or entity selected as proxy;
- identify the company to which the proposal is directed;
- identify the annual or special meeting for which the proposal is submitted;
- identify the specific proposal to be submitted (e.g., proposal to lower the threshold for calling a special meeting from 25% to 10%); and
- be signed and dated by the shareholder.



The SEC's rules require that any response to this letter must be postmarked or transmitted electronically to us no later than 14 calendar days from the date this letter is received. Please mail any response to me at ExxonMobil at the address shown above. Alternatively, you may send your response to me via facsimile at \_\_\_\_\_, or by email to \_\_\_\_\_

In light of the SEC Staff Legal Bulletin No. 14F dealing with Co-filers of shareholder proposals, it is important to ensure that the Proponent, California Public Employees' Retirement System, has clear authority to act on behalf of all Co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the Proponent can represent that it holds such authority on behalf of all Co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

Sincerely,

A handwritten signature in black ink, appearing to read "Sherry Eglund". The signature is written in a cursive, flowing style.

SME/ljg

Enclosures

## Englande, Sherry M

---

**From:** Thomas OMALLEY <thomas.omalley@hsbc.com>  
**Sent:** Wednesday, December 30, 2020 7:08 PM  
**To:** Englande, Sherry M; Bates, Tamara L  
**Cc:** Shareholder Relations /SM  
**Subject:** ExxonMobil 2021 Co-Filer Acknowledgement Letter - HSBC  
**Attachments:** prospectus-gb-en-118925.pdf; Exxon HSBC DTC letters.pdf

### External Email - Think Before You Click

Dear Sherry

Thank you for your letter acknowledging receipt of our co-filing of the California Public Employers' Retirement System proposal concerning additional emissions disclosure.

The letter asked for additional share ownership evidence that indicates we have continuously held at least the requisite number of shares for the one-year period preceding and including 7 December 2020, the date on which our co-filing was sent to you, which you are taking as the date of submission. Thank you for allowing time to provide this evidence.

The co-filing is by the HSBC American Index Fund, a sub fund of HSBC Index Tracker Investment Funds OEIC of which HSBC Global Asset Management (UK) Ltd is the (sole) Authorised Corporate Director. The co-filing was signed by Stuart White the Chief Executive Officer of HSBC Global Asset Management (UK) Ltd. For reference, the directors of the Authorised Corporate Director are listed at page 37 in the attached Funds prospectus.

As set out in the letter accompanying our co-filing, Exxon Mobil Corporation shares held by the Fund are in the custody of HSBC Bank plc, through its sub-custodian HSBC Bank Inc, New York.

HSBC Bank Inc is a 'participant' in the Depository Trust Company, and can therefore be regarded as the record holder for these shares.

As requested in your letter, please find attached a copy of a written statement from HSBC Bank Inc verifying that the Fund continuously held ExxonMobil shares with a market value of at least \$2000 for the one-year period preceding and including 7 December 2020. This statement meets the requirements of Rule 14a-8(b). The original of the statement was dispatched on 29 December 2020 and received at your offices on 30 December 2020, addressed to Mr Littleton.

Although not required, we have also provided a written statement – copied here with the original accompanying the statement delivered to your offices – from the Depository Trust Company confirming the account details and holding of HSBC Bank Inc in Exxon Mobil Corporation as at 7 December 2020. As verified by HSBC Bank Inc the Fund's holding forms part of this.

We welcome the company's recent announcement on emissions disclosure, which will no doubt arise in discussions with California Public Employees' Retirement System as proponent. As set out in our co-filing, they have clear authority to act on our behalf regarding the proposal, including with respect to any potential negotiated withdrawal.

With best wishes for the coming new year,

Thomas

**Thomas O'Malley**

Global Head of Corporate Governance | HSBC GLOBAL ASSET MANAGEMENT (UK) LTD  
8 Canada Square, London, E14 5HQ United Kingdom

---

Phone +44 (0) 7962 301506  
Email [thomas.omalley@hsbc.com](mailto:thomas.omalley@hsbc.com)  
Web site [www.assetmanagement.hsbc.com](http://www.assetmanagement.hsbc.com)

---

|INTERNAL|

**From:** Bates, Tamara L [mailto: |  
**Sent:** 18 December 2020 21:25  
**To:** Thomas OMALLEY <[thomas.omalley@hsbc.com](mailto:thomas.omalley@hsbc.com)>  
**Subject:** EXTERNAL: ExxonMobil 2021 Co-Filer Acknowledgement Letter

**Sent on Behalf of Sherry M. Englande**

Dear Mr. O'Malley,

Please see the attached acknowledgement letter concerning your co-filer status.

Regards,

Tamara L. Bates  
ESG Engagement Analyst  
Investor Relations

**Exxon Mobil Corporation**  
5959 Las Colinas Blvd.,  
Irving, TX 75039-2298

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Stephen A. Littleton  
Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving  
TX 75039-2298  
USA

HSBC Bank USA, NA  
545 Washington Blvd  
Jersey City NJ, 07302

23 December 2020

**Custodian confirmation of holding**

Dear Mr Littleton,

HSBC USA Inc, New York confirms that, as at the close of business on 07 December 2020, we held the position detailed below as custodian, on behalf of our client, SSTL AS DEP of HSBC AMERICAN INDEX in the DTC Participant Account of 8396 HSBC Bank USA, NA.

Our client, SSTL AS DEP of HSBC AMERICAN INDEX has held this security continuously for at least one year as of an including 7<sup>th</sup> December 2020.

The value of the ownership stake continuously held by the fund had a market value of at least \$2,000.00 for at least twelve months prior to, and including said date.

ISIN: US30231G1022

Security Description: EXXON MOBIL CORP COM NPV

Holding: 1,320,422

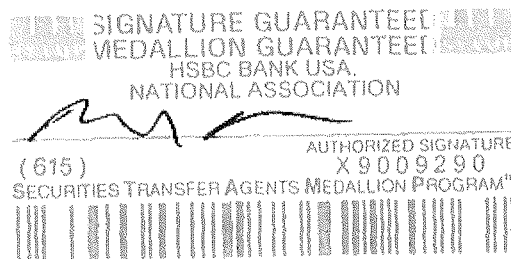
Yours Sincerely,

Mark Poznar

Vice President – Asset Services

[Mark.x.Poznar@US.HSBC.com](mailto:Mark.x.Poznar@US.HSBC.com)

212-525-6937



# The Depository Trust Company

55 Water Street  
New York, NY 10041

Date: 12/23/20

Name of Company: HSBC Bank USA, NA  
Address : 545 Washington Blvd  
Address : Jersey City, NJ 07302  
Contact Person : Mark Poznar

Attn: Mark Poznar

The records of the Depository Trust Company ("DTC") indicate that DTC's nominee, Cede & Co., is a holder of shares of common stock of Cusip 30231G102 Exxon Mobil Corp, (the "shares"). DTC confirms to you that as of record date December 7, 2020 the DTC Participant account of 8396 is credited with 15,839,360 shares.

Very truly yours,

The Depository Trust Company

BY:   
(Officer) John D. Faith, Partner

Dated: 12/24/2020

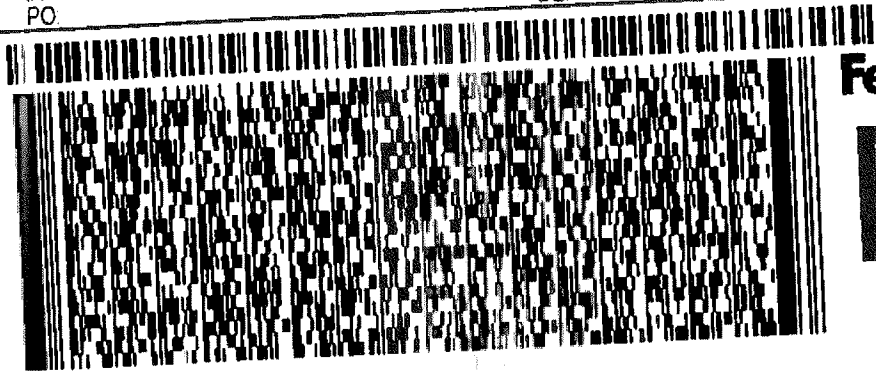
5959 LAS COLINAS

IRVING TX 75039

(212) 525-8937  
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REF 955897

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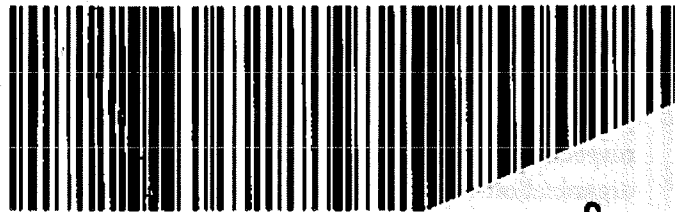
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TYPE OF MAIL

DATE: 12/30/20

TIME: --

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CITY/STATE JERSEY CITY NJ



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NOV 18 2020

S. A. LITTLETON

November 17, 2020

Stephen A. Littleton, Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298

Dear Mr. Littleton:

Providence St. Joseph Health is concerned not only with the financial returns of its investments, but also with the social and ethical implications of its investments. We believe that a demonstrated corporate responsibility in matters of the environment, social and governance concerns fosters long-term business success. Providence St. Joseph Health is currently the beneficial owner of shares of ExxonMobil Corporation.

The enclosed resolution requests ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions.

Providence St. Joseph Health is co-filing the enclosed shareholder proposal for inclusion in the 2021 proxy statement with lead filer California Public Employees' Retirement System (CalPERS), in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. Providence St. Joseph Health has been a shareholder continuously for more than one year holding at least \$2,000 in market value and will continue to invest in at least the requisite number of shares for proxy resolutions through the annual shareholders' meeting. A representative of the filers will attend the Annual Meeting to move the resolution as required by SEC rules. The verification of ownership by our custodian, a DTC participant, is enclosed with this letter. CalPERS may withdraw the proposal on our behalf. We respectfully request direct communications from ExxonMobil and to have our supporting statement and organization name included in the proxy statement.

We look forward to having productive conversations with the company. Please direct all future correspondence, including an email acknowledgement of receipt of this letter and resolution to Mary Minette, representative of Providence St. Joseph Health, email: [mminette@mercyinvestments.org](mailto:mminette@mercyinvestments.org); phone (703) 507-9651; address: 2039 N. Geyer Rd. St. Louis, MO 63131.

Best regards,

A handwritten signature in cursive script that reads "Alec Stais".

Alec Stais  
CIO

Providence St. Joseph Health



## **SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

## **SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal.

Not-For-Profit Division  
50 South La Salle Street  
Chicago, IL 60675  
(312) 444-5032 Direct  
(312) 557-2673 Facsimile



November 17<sup>th</sup>, 2020

Stephen A. Littleton  
ExxonMobil Corporation  
5959 Las Colinas Blvd.  
Irving, TX 75039-2298  
Re: Providence St. Joseph Health

Dear Stephen,

This letter will certify that as of November 17<sup>th</sup>, 2020 Northern Trust held for the beneficial interest of Providence St. Joseph Health, 236,679 shares of ExxonMobil Corporation (Cusip: C30231G102) with an approximate market value of \$9,031,670.64. We confirm that Providence St. Joseph Health has beneficial ownership of at least \$2,000 in market value of the voting securities of ExxonMobil Corporation, and that such beneficial ownership has existed continuously for at least one year including a one year period preceding and including November 17<sup>th</sup>, 2020, in accordance with rule 14a-8 of the Securities Exchange Act of 1934. Further, it is Providence St. Joseph Health's intent to hold at least \$2,000 in market value through the next annual meeting.

Please be advised, Northern Trust is a DTC Participant, whose DTC number is 2669.

Feel free to contact me with any questions.

Sincerely,

A handwritten signature in black ink, appearing to read 'Mazen Khader', written over a horizontal line.

Mazen Khader  
Trust Officer

RT429  
57 14  
2  
16:30  
F  
0:15  
17:10

# FedEx® Express

ORIGIN ID SUSA (920) 540-5548  
LAURIE CASE  
MERCY INVESTMENT SERVICES, INC  
2039 ND GEYER RD

SHIP DATE 17NOV20  
ACTWGT 1.00 LB  
CAD 101580846/NET4280

ST. LOUIS, MO 63131  
UNITED STATES US

BILL SENDER

TO STEPHEN A. LITTLETON  
EXXON MOBIL CORPORATION  
5959 LAS COLINAS BLVD.

IRVING TX 75039

(800) 243-9966

REF 82684904/01/2021

ST. CITY DEPT



32707639393939

Extremely Urgent

WED - 18 NOV 4:30P

STANDARD OVERNIGHT

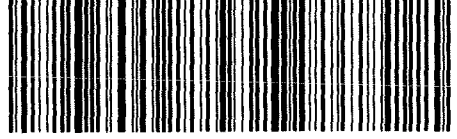
TRK# 7721 0736 0915  
0201

ASR

XH DALA

75039

TX-US DFW



This Package Has  
Been X-Rayed By  
Central Mail

130-224

1-800-4FED

Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, Texas 75039-2298

Sherry M. Englande  
Manager, ESG Engagement

**ExxonMobil**

**VIA EMAIL**

December 2, 2020

Ms. Mary Minette  
On Behalf of Providence St. Joseph Health  
Director of Shareholder Advocacy  
Mercy Investment Services  
2039 North Geyer Road  
St. Louis, MO 63131

Dear Ms. Minette:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of Providence St. Joseph Health (the "Co-filer"), the proposal previously submitted by California Public Employees' Retirement System (the "Proponent") concerning additional emissions disclosure (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. By copy of a letter from Northern Trust, share ownership has been verified.

In light of the SEC Staff Legal Bulletin No. 14F dealing with Co-filers of shareholder proposals, it is important to ensure that the Proponent, California Public Employees' Retirement System, has clear authority to act on behalf of all Co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the Proponent can represent that it holds such authority on behalf of all Co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and any co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

Sincerely,



SME/tlb

## **Englande, Sherry M**

---

**From:** Mary Minette <mminette@Mercyinvestments.org>  
**Sent:** Wednesday, December 02, 2020 10:43 AM  
**To:** Bates, Tamara L  
**Cc:** Rhines, Craig  
**Subject:** RE: Co-Filer Acknowledgement Letters

**Categories:** External Sender

### **External Email - Think Before You Click**

Dear Ms. Bates,

Please note that the filing letters for all of the parties mentioned in your attached letters explicitly acknowledged the California Public Employees' Retirement System as lead filer and delegated to CalPERS the authority to withdraw on their behalf.

Best regards,

Mary Minette  
Director of Shareholder Advocacy  
Mercy Investment Services  
703-507-9651

**From:** Bates, Tamara L < >  
**Sent:** Wednesday, December 2, 2020 11:31 AM  
**To:** Mary Minette <mminette@Mercyinvestments.org>  
**Subject:** Co-Filer Acknowledgement Letters

**Sent on Behalf of Sherry M. Englande**

Tamara L. Bates  
ESG Engagement Analyst  
Investor Relations

**Exxon Mobil Corporation**  
5959 Las Colinas Blvd.,  
Irving, TX 75039-2298  
Phone:

## Bates, Tamara L

---

**From:** Broussard, Jenifer L on behalf of Shareholder Relations /SM  
**Sent:** Tuesday, December 8, 2020 10:51 AM  
**To:** Englande, Sherry M; Bates, Tamara L  
**Subject:** FW: Shareholder Proposal at ExxonMobil  
**Attachments:** Robeco SHP for ExxonMobil 2021.pdf

FYI – received in the SR inbox this morning.

**From:** Dykstra, Robert [mailto:r.dykstra@robeco.nl]  
**Sent:** Tuesday, December 8, 2020 10:41 AM  
**To:** Shareholder Relations /SM < >  
**Cc:** Waveren - Severs, Sylvia van <s.van.waveren-severs@robeco.nl>; tcameron@ceres.org  
**Subject:** Shareholder Proposal at ExxonMobil

Dear Mr. Littleton,

Robeco is a global asset manager, based in Rotterdam, The Netherlands and we view sustainability as a long-term driver of change in markets, countries and companies which impacts future performance. Based on this belief, sustainability is considered as one of the value drivers in our investment process, like the way we look at other drivers such as company financials or market momentum. From an investment perspective, we believe considering material Environmental, Social and Governance (ESG) factors strengthens our investment process and ultimately leads to a better-informed investment decision. Robeco has been a long-term beneficial owner of shares of Exxon Mobil.

Robeco is the owner of over \$2,000 of Exxon Mobil Corporation stock held continuously for over one year. Robeco intends to continue to hold this stock until after the 2021 Annual Meeting. I hereby notify Exxon Mobil Corporation of our intention to co-file the enclosed shareholder resolution and am submitting the enclosed shareholder proposal for inclusion in the 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. Robeco is co-filing this resolution with California Public Employees' Retirement System who is the "primary filer" of this resolution and is authorized to act on our behalf in all aspects of the resolution, including negotiation and withdrawal of the resolution.

Kind regards,  
Robert

---

**ROBECO**

Robert Dykstra

Active Ownership Analyst

Weena 850, 3014 DA Rotterdam, The Netherlands

Email: [r.dykstra@robeco.nl](mailto:r.dykstra@robeco.nl)

T: +31625700168

--- The information contained in this communication is confidential and may be legally privileged. It is intended solely for the use of the individual or entity to whom it is addressed and others authorized to receive it. If you are not the intended recipient you are hereby notified that any disclosure, copying, distribution or taking any action in relation to the contents of this information is strictly prohibited and may be unlawful. Neither the sender nor the represented institution are liable for the correct and complete transmission of the contents of an

e-mail, or for its timely receipt. Robeco Institutional Asset Management BV is registered with the Chamber of Commerce under: 24123167. ---

ExxonMobil Corporation  
Attn: Stephen A. Littleton  
Secretary  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298

8 December 2020

Dear Mr. Littleton,

Robeco is a global asset manager, based in Rotterdam, The Netherlands and we view sustainability as a long-term driver of change in markets, countries and companies which impacts future performance. Based on this belief, sustainability is considered as one of the value drivers in our investment process, like the way we look at other drivers such as company financials or market momentum. From an investment perspective, we believe considering material Environmental, Social and Governance (ESG) factors strengthens our investment process and ultimately leads to a better-informed investment decision. Robeco has been a long-term beneficial owner of shares of Exxon Mobil.

Robeco is the owner of over \$2,000 of Exxon Mobil Corporation stock held continuously for over one year. Robeco intends to continue to hold this stock until after the 2021 Annual Meeting. I hereby notify Exxon Mobil Corporation of our intention to co-file the enclosed shareholder resolution and am submitting the enclosed shareholder proposal for inclusion in the 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. Robeco is co-filing this resolution with California Public Employees' Retirement System who is the "primary filer" of this resolution and is authorized to act on our behalf in all aspects of the resolution, including negotiation and withdrawal of the resolution.

It is our preference to resolve our concerns through dialogue rather than the formal resolution process. If you have any questions, please do not hesitate to contact my Sylvia van Waveren at [s.van.waveren@robeco.nl](mailto:s.van.waveren@robeco.nl).

Sincerely,



Carola van Lamoen  
Executive Director, Head of SI Center of Expertise

Weena 850, 3014 DA Rotterdam, The Netherlands



The Northern Trust Company  
London Branch  
50 Bank Street  
Canary Wharf  
London E14 5NT



Stephen A. Littleton  
Corporate Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298

08 December 2020

**RE: ISIN US30231G1022**

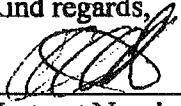
Dear Stephen,

This letter will certify that as of December 8th 2020, Northern Trust Corporation held for beneficial interest of Robeco Institutional Asset Management BV, 15,461 shares of Exxon Mobil Corp.

We confirm that Robeco Institutional Asset Management BV has beneficial ownership of at least \$2,000 in market value of the voting securities of Exxon Mobil Corp and that such beneficial ownership has existed continuously for one or more years in accordance with Rule 14a-8 (a)(1) of the Securities Exchange Act of 1934.

Should you have any questions please contact us at [GFSCST@ntrs.com](mailto:GFSCST@ntrs.com).

Kind regards,



---

Nortrust Nominees Ltd  
Orla Guilfoyle  
GFS Custody Servicing - EMEA  
+353 1 531 8279

## **SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

## **SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal.

**Englande, Sherry M**

---

**From:** Bates, Tamara L  
**Sent:** Tuesday, December 15, 2020 3:02 PM  
**To:** 's.van.waveren@robeco.nl'  
**Subject:** ExxonMobil 2021 Co-Filer Acknowledgement Letter  
**Attachments:** 2021\_Additional Emissions Disclosure\_Robeco\_Ack-Letter\_Proof Verified.pdf

**Sent on Behalf of Sherry M. Englande**

Dear Ms. Van Waveren,

Please see the attached acknowledgement letters concerning your co-filer status.

Regards,

Tamara L. Bates  
ESG Engagement Analyst  
Investor Relations

**Exxon Mobil Corporation**  
5959 Las Colinas Blvd.,  
Irving, TX 75039-2298

**Exxon Mobil Corporation**  
5959 Las Colinas Boulevard  
Irving, Texas 75039-2298

**Sherry M. Englande**  
Manager, ESG Engagement

**ExxonMobil**

**VIA EMAIL**

December 15, 2020

Ms. Carola van Lamoen  
Executive Director, Head of SI Center of Expertise  
Robeco  
Weena 850  
3014 DA Rotterdam, The Netherlands

Dear Ms. Van Lamoen:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of Robeco (the "Co-filer"), the proposal previously submitted by California Public Employees' Retirement System (the "Proponent") concerning additional emissions disclosure (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. By copy of a letter from Northern Trust, share ownership has been verified.

In light of the SEC Staff Legal Bulletin No. 14F dealing with Co-filers of shareholder proposals, it is important to ensure that the Proponent, California Public Employees' Retirement System, has clear authority to act on behalf of all Co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the Proponent can represent that it holds such authority on behalf of all Co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and any co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

Sincerely,



SME/tlb

## Englande, Sherry M

---

**From:** Englande, Sherry M  
**Sent:** Tuesday, September 15, 2020 12:08 PM  
**To:** Bates, Tamara L  
**Cc:** Horne, Sarah E  
**Subject:** FW: SCERS wishes to be an XOM cofiler

Tami –  
SAL responded to this cofiler and copied CalPERS.  
Can you please file in the proposal folder for future reference?  
Thanks  
Sherry

**From:** Littleton, Stephen A  
**Sent:** Tuesday, September 15, 2020 12:00 PM  
**To:** Johnson, Jill <Jill.Johnson@seattle.gov>; Englande, Sherry M < >  
**Cc:** Rhines, Craig <Craig.Rhines@calpers.ca.gov>  
**Subject:** RE: SCERS wishes to be an XOM cofiler

Thank you Jill for your information. We look forward to engaging with you.

Stephen Littleton  
Vice President, Investor Relations & Secretary  
Exxon Mobil Corporation

**From:** Johnson, Jill [<mailto:Jill.Johnson@seattle.gov>]  
**Sent:** Monday, September 14, 2020 4:14 PM  
**To:** Littleton, Stephen A < >; Englande, Sherry M < >  
**Cc:** Rhines, Craig <Craig.Rhines@calpers.ca.gov>  
**Subject:** FW: SCERS wishes to be an XOM cofiler

### External Email - Think Before You Click

Mr. Littleton and Ms. Englande,

Please see the attached letter, proof of stock holdings and a copy of the shareholder proposal submitted by CalPERS. SCERS hereby notifies ExxonMobil of it's intention to co-file this resolution with CalPERS.

Best regards,

Jill Johnson



Jill Johnson  
Senior Investment Officer  
Seattle City Employees' Retirement System  
O: 206.615.1429 | [Jill.Johnson@seattle.gov](mailto:Jill.Johnson@seattle.gov)

PUBLIC DISCLOSURE/DISCLAIMER STATEMENT: Consistent with Washington State laws, all City email communications may be subject to disclosure to a third-party requester. To learn more, please visit our [privacy statement](#).

**From:** Johnson, Jill  
**Sent:** Friday, September 11, 2020 1:51 PM  
**To:** Rhines, Craig <[Craig.Rhines@calpers.ca.gov](mailto:Craig.Rhines@calpers.ca.gov)>; [adam.kanzer@bnpparibas.com](mailto:adam.kanzer@bnpparibas.com)  
**Cc:** Tracey Cameron <[tcameron@ceres.org](mailto:tcameron@ceres.org)>  
**Subject:** SCERS wishes to be an XOM cofiler

Hi Adam, Craig and Tracey,

Seattle would like to be a cofiler with CalPERS and BNP Paribas. Can you advise me as to how to submit this? Do I need to send it via snail mail? Can I send it via email. If so, do you have the email addresses?

Thanks.

Best wishes,

Jill



# Seattle City Employees' Retirement System

RECEIVED

SEP 14 2020

S.M. ENGLANDE

September 8, 2020

Stephen A. Littleton  
Secretary  
Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298

Dear Mr. Littleton,

Seattle City Employees' Retirement System (SCERS) began in 1929. SCERS has provided retirement income to thousands of former city of Seattle employees and their beneficiaries. There are approximately 12,000 active employee members and 6,800 retired employee members (or their beneficiaries) who participate in the plan.

The provisions of the plan are set forth in Chapter 4.36 of the Seattle Municipal Code. The plan is a defined benefit plan. The employee's salary, years of service, and age at the time of retirement are used to determine a monthly retirement benefit.

Seattle City Employees' Retirement System stewards over \$2.77 billion in assets. The Investments page includes asset allocation and fund performance, the Retirement System's investment policy, information on the Investment Advisory Committee, SCERS's Positive Action Strategy and Environmental, Social, and Governance (ESG) updates.

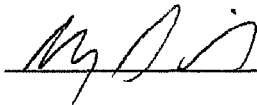
<https://www.seattle.gov/retirement/about-us>

SCERS is the owner of over \$2,000 of Exxon Mobil Corporation stock held continuously for over one year. SCERS intends to continue to hold this stock until after the 2021 Annual Meeting. I hereby notify Exxon Mobil Corporation of SCERS's intention to co-file the enclosed shareholder resolution and am submitting the enclosed shareholder proposal for inclusion in the 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. SCERS is co-filing this resolution with California Public Employees' Retirement System who is the "primary filer" of this resolution and is authorized to act on our behalf in all aspects of the resolution, including negotiation and withdrawal of the resolution.

A proof of ownership from a DTC participant is attached. A representative of the primary filer will attend the stockholders' meeting to move the resolution as required. We look forward to discussing the issues surrounding the requested report at your earliest convenience.

---

**Seattle City Employees' Retirement System, Jeffrey S. Davis, Executive Director**  
720 Third Avenue, Suite 900, Seattle, Washington 98104  
Tel: 206.386.1293 Toll Free: 877.865.0079 Fax: 206.386.1506  
Website: [www.seattle.gov/retirement](http://www.seattle.gov/retirement) Email: [retirecity@seattle.gov](mailto:retirecity@seattle.gov)

 (signature)

Jeffrey S Davis

Attach copy of resolution co-filed

Attach custodian confirmation of shares held for over one year





Investment Office  
P.O. Box 2749  
Sacramento, CA 95812-2749  
Telecommunications Device for the Deaf - (916) 795-3240  
Phone: (916) 795-3400

August 7, 2020

VIA OVERNIGHT MAIL

ExxonMobil Corporation  
5959 Las Colinas Boulevard  
Irving, TX 75039-2298  
Attn: Corporate Secretary

Re: Notice of Shareowner Proposal

Dear Corporate Secretary:

The purpose of this letter is to submit our shareowner proposal for inclusion in the proxy materials regarding the company's next annual meeting pursuant to SEC Rule 14a-8.<sup>1</sup>

Our submission of this proposal does not indicate that CalPERS is closed to further communication and negotiation. Although we must file now to comply with the timing requirements of Rule 14a-8, we remain open to the possibility of withdrawing this proposal if we are assured that our concerns with the company are addressed.

Please alert Craig Rhines, Associate Investment Manager at (916)795-2873 or via email at [Engagements@calpers.ca.gov](mailto:Engagements@calpers.ca.gov) if any additional information is required for this proposal to be included in the company's proxy and properly heard at the next annual meeting. Please let us know if you have any questions concerning this proposal.

Sincerely,

A handwritten signature in black ink, appearing to read "SIMISO NZIMA", enclosed in a circular scribble.

SIMISO NZIMA  
Investment Director, Global Equity  
CalPERS Investment Office

Enclosures

Cc: Sherry Englande, ESG Engagement Manager – ExxonMobil Corporation

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<sup>1</sup> CalPERS is the owner of shares of the company. Acquisition of this stock has been ongoing and continuous for several years. Specifically, CalPERS has owned shares with a market value in excess of \$2,000 continuously for at least the preceding year. (Documentary evidence of such ownership is enclosed.) Furthermore, CalPERS intends to continue to own such a block of stock at least through the date of the annual shareowners' meeting and attend the annual shareowners' meeting, if required.

## **SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

## **SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions.

Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. We urge shareowners to vote FOR this proposal.

## **SHAREOWNER PROPOSAL**

RESOLVED: In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions. At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

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RhumbLine Advisers  
 TRANSACTION SUMMARY  
 Seattle City Employees' Retirement System  
 Russell 1000 Index scers1  
 BONY-Mellon Acct #\*\*  
 From 12-31-90 To 09-08-20

Tran Code	Security	Trade Date	Settle Date	Quantity	Close Meth.	S/D Type	S/D Symbol	Trade Amount
ti	EXXON MOBIL CORP COM	6/7/2010	6/7/2010	91358		awus	client	5,446,763.50
sl	EXXON MOBIL CORP COM	6/25/2010	6/30/2010	-6800		caus	stif	401,865.04
li	EXXON MOBIL CORP COM	6/28/2010	6/28/2010	7704.169		awus	client	453,805.74
sl	EXXON MOBIL CORP COM	6/30/2010	6/30/2010	-0.169		caus	stif	-
by	EXXON MOBIL CORP COM	9/14/2010	9/17/2010	200		caus	stif	12,237.00
by	EXXON MOBIL CORP COM	10/19/2010	10/22/2010	290		caus	stif	18,802.15
by	EXXON MOBIL CORP COM	12/22/2010	12/28/2010	340		caus	stif	24,751.18
by	EXXON MOBIL CORP COM	2/3/2011	2/8/2011	250		caus	stif	20,767.25
by	EXXON MOBIL CORP COM	3/11/2011	3/16/2011	400		caus	stif	33,003.00
by	EXXON MOBIL CORP COM	4/20/2011	4/26/2011	210		caus	stif	17,920.35
by	EXXON MOBIL CORP COM	5/26/2011	6/1/2011	340		caus	stif	27,943.00
sl	EXXON MOBIL CORP COM	6/24/2011	6/29/2011	-4000		caus	stif	307,109.30
by	EXXON MOBIL CORP COM	8/3/2011	8/8/2011	450		caus	stif	34,565.76
by	EXXON MOBIL CORP COM	9/16/2011	9/21/2011	400		caus	stif	29,609.00
sl	EXXON MOBIL CORP COM	10/17/2011	10/20/2011	-6800		caus	stif	527,319.67
by	EXXON MOBIL CORP COM	11/21/2011	11/25/2011	300		caus	stif	23,145.00
by	EXXON MOBIL CORP COM	12/20/2011	12/23/2011	500		caus	stif	40,921.00
by	EXXON MOBIL CORP COM	2/24/2012	2/29/2012	300		caus	stif	26,190.00
by	EXXON MOBIL CORP COM	4/11/2012	4/16/2012	500		caus	stif	41,367.00
by	EXXON MOBIL CORP COM	5/9/2012	5/14/2012	200		caus	stif	16,668.00
sl	EXXON MOBIL CORP COM	6/13/2012	6/18/2012	-3700		caus	stif	300,039.22
sl	EXXON MOBIL CORP COM	6/22/2012	6/27/2012	-500		caus	stif	41,053.48
by	EXXON MOBIL CORP COM	7/16/2012	7/19/2012	300		caus	stif	25,496.01
by	EXXON MOBIL CORP COM	8/14/2012	8/17/2012	300		caus	stif	26,481.00
by	EXXON MOBIL CORP COM	9/24/2012	9/27/2012	230		caus	stif	21,194.66
by	EXXON MOBIL CORP COM	10/24/2012	10/29/2012	200		caus	stif	18,042.00
to	EXXON MOBIL CORP COM	11/5/2012	11/5/2012	-6200		awus	client	559,673.94
by	EXXON MOBIL CORP COM	1/4/2013	1/9/2013	500		caus	stif	44,537.00

by	EXXON MOBIL CORP COM	3/19/2013	3/22/2013	380	caus	stif	33,572.58
by	EXXON MOBIL CORP COM	4/16/2013	4/19/2013	240	caus	stif	20,786.59
sl	EXXON MOBIL CORP COM	6/28/2013	7/3/2013	-4290	caus	stif	387,589.17
by	EXXON MOBIL CORP COM	7/19/2013	7/24/2013	400	caus	stif	38,048.00
by	EXXON MOBIL CORP COM	10/18/2013	10/23/2013	400	caus	stif	35,091.00
by	EXXON MOBIL CORP COM	2/13/2014	2/19/2014	600	caus	stif	54,945.48
sl	EXXON MOBIL CORP COM	2/24/2014	2/27/2014	-200	caus	stif	19,319.16
by	EXXON MOBIL CORP COM	4/11/2014	4/16/2014	400	caus	stif	38,608.00
by	EXXON MOBIL CORP COM	5/6/2014	5/9/2014	352	caus	stif	36,169.20
sl	EXXON MOBIL CORP COM	6/27/2014	7/2/2014	-2624	caus	stif	265,566.02
by	EXXON MOBIL CORP COM	8/5/2014	8/8/2014	268	caus	stif	26,335.69
by	EXXON MOBIL CORP COM	9/16/2014	9/19/2014	200	caus	stif	19,545.00
by	EXXON MOBIL CORP COM	11/20/2014	11/25/2014	300	caus	stif	28,614.51
sl	EXXON MOBIL CORP COM	12/16/2014	12/19/2014	-4600	caus	stif	401,560.54
by	EXXON MOBIL CORP COM	2/12/2015	2/18/2015	300	caus	stif	27,593.49
by	EXXON MOBIL CORP COM	3/23/2015	3/26/2015	500	caus	stif	42,763.50
sl	EXXON MOBIL CORP COM	6/26/2015	7/1/2015	-1400	caus	stif	117,399.03
by	EXXON MOBIL CORP COM	7/17/2015	7/22/2015	3200	caus	stif	264,368.00
ti	EXXON MOBIL CORP COM	8/28/2015	8/28/2015	13800	awus	client	1,032,929.94
by	EXXON MOBIL CORP COM	9/4/2015	9/10/2015	400	caus	stif	29,045.00
by	EXXON MOBIL CORP COM	10/6/2015	10/9/2015	200	caus	stif	15,630.00
by	EXXON MOBIL CORP COM	11/17/2015	11/20/2015	300	caus	stif	24,111.33
by	EXXON MOBIL CORP COM	1/14/2016	1/20/2016	700	caus	stif	55,412.00
by	EXXON MOBIL CORP COM	2/4/2016	2/9/2016	400	caus	stif	31,800.52
by	EXXON MOBIL CORP COM	3/15/2016	3/18/2016	400	caus	stif	33,013.00
ti	EXXON MOBIL CORP COM	4/11/2016	4/11/2016	8600	awus	client	716,552.00
by	EXXON MOBIL CORP COM	4/20/2016	4/25/2016	500	caus	stif	43,711.50
by	EXXON MOBIL CORP COM	5/13/2016	5/18/2016	200	caus	stif	17,814.50
by	EXXON MOBIL CORP COM	6/24/2016	6/29/2016	900	caus	stif	80,452.44
by	EXXON MOBIL CORP COM	7/7/2016	7/12/2016	600	caus	stif	55,457.46
by	EXXON MOBIL CORP COM	8/11/2016	8/16/2016	200	caus	stif	17,328.98
by	EXXON MOBIL CORP COM	9/12/2016	9/15/2016	350	caus	stif	30,551.75
by	EXXON MOBIL CORP COM	10/10/2016	10/13/2016	900	caus	stif	79,598.97
by	EXXON MOBIL CORP COM	11/9/2016	11/15/2016	300	caus	stif	25,932.99
by	EXXON MOBIL CORP COM	12/13/2016	12/16/2016	300	caus	stif	27,837.78
by	EXXON MOBIL CORP COM	12/22/2016	12/28/2016	200	caus	stif	18,134.26
by	EXXON MOBIL CORP COM	1/12/2017	1/18/2017	200	caus	stif	17,274.00
by	EXXON MOBIL CORP COM	3/3/2017	3/8/2017	400	caus	stif	33,209.44

by	EXXON MOBIL CORP COM	4/5/2017	4/10/2017	450	caus	stif	37,507.19
by	EXXON MOBIL CORP COM	5/4/2017	5/9/2017	200	caus	stif	16,321.00
by	EXXON MOBIL CORP COM	6/5/2017	6/8/2017	200	caus	stif	16,057.00
by	EXXON MOBIL CORP COM	6/23/2017	6/28/2017	1400	caus	stif	114,255.96
by	EXXON MOBIL CORP COM	7/10/2017	7/13/2017	400	caus	stif	32,138.00
sl	EXXON MOBIL CORP COM	11/7/2017	11/9/2017	-3000	caus	stif	250,704.20
by	EXXON MOBIL CORP COM	12/21/2017	12/26/2017	800	caus	stif	67,216.00
sl	EXXON MOBIL CORP COM	1/22/2018	1/24/2018	-3400	caus	stif	300,009.06
by	EXXON MOBIL CORP COM	3/20/2018	3/22/2018	600	caus	stif	44,434.02
by	EXXON MOBIL CORP COM	4/17/2018	4/19/2018	200	caus	stif	15,730.84
to	EXXON MOBIL CORP COM	6/20/2018	6/20/2018	-7900	awus	client	635,555.00
sl	EXXON MOBIL CORP COM	6/22/2018	6/26/2018	-375	caus	stif	30,516.72
by	EXXON MOBIL CORP COM	7/25/2018	7/27/2018	500	caus	stif	41,838.20
by	EXXON MOBIL CORP COM	9/24/2018	9/26/2018	600	caus	stif	51,942.00
by	EXXON MOBIL CORP COM	10/15/2018	10/17/2018	200	caus	stif	16,225.00
by	EXXON MOBIL CORP COM	12/14/2018	12/18/2018	400	caus	stif	30,196.00
by	EXXON MOBIL CORP COM	12/21/2018	12/26/2018	600	caus	stif	40,875.00
by	EXXON MOBIL CORP COM	1/8/2019	1/10/2019	200	caus	stif	14,482.76
by	EXXON MOBIL CORP COM	2/7/2019	2/11/2019	100	caus	stif	7,460.50
by	EXXON MOBIL CORP COM	3/15/2019	3/19/2019	600	caus	stif	48,093.00
by	EXXON MOBIL CORP COM	4/11/2019	4/15/2019	300	caus	stif	24,588.42
sl	EXXON MOBIL CORP COM	6/28/2019	7/2/2019	-400	caus	stif	30,650.96
by	EXXON MOBIL CORP COM	7/12/2019	7/16/2019	300	caus	stif	23,302.50
ti	EXXON MOBIL CORP COM	7/30/2019	7/30/2019	13200	awus	client	994,620.00
by	EXXON MOBIL CORP COM	8/12/2019	8/14/2019	400	caus	stif	27,941.64
sl	EXXON MOBIL CORP COM	9/18/2019	9/20/2019	-1300	caus	stif	94,651.04
by	EXXON MOBIL CORP COM	10/10/2019	10/15/2019	475	caus	stif	32,421.36
sl	EXXON MOBIL CORP COM	12/16/2019	12/18/2019	-1026	caus	stif	71,808.25
by	EXXON MOBIL CORP COM	1/30/2020	2/3/2020	700	caus	stif	45,258.29
by	EXXON MOBIL CORP COM	4/17/2020	4/21/2020	1200	caus	stif	51,246.36
sl	EXXON MOBIL CORP COM	6/26/2020	6/30/2020	-1600	caus	stif	69,788.85
by	EXXON MOBIL CORP COM	8/19/2020	8/21/2020	800	caus	stif	33,784.40
<b>XOM shares held 9/4/2019</b>				<b>108,123</b>			<b>7,491,842.67</b>
<b>XOM shares held on 9/4/2020</b>				<b>107,372</b>			<b>4,196,097.76</b>

initial investment

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transactions affection posiion held since 8/31/2019

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Clouthier, Marie A

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**From:** Englande, Sherry M  
**Sent:** Monday, September 14, 2020 6:46 PM  
**To:** Bates, Tamara L  
**Cc:** Clouthier, Marie A  
**Subject:** FW: SCERS wishes to be an XOM cofiler  
**Attachments:** XOM proof of holding.xlsx; XOM Proposal Cover Memo - 2020-Aug-7.pdf; XOMCofiler.pdf

RECEIVED  
SEP 14 2020  
S.M. ENGLANDE

Co-filer for Scope 3

**From:** Johnson, Jill [mailto:Jill.Johnson@seattle.gov]  
**Sent:** Monday, September 14, 2020 4:14 PM  
**To:** Littleton, Stephen A <>  
**Cc:** Rhines, Craig <Craig.Rhines@calpers.ca.gov>  
**Subject:** FW: SCERS wishes to be an XOM cofiler

>; Englande, Sherry M <>

### External Email - Think Before You Click

Mr. Littleton and Ms. Englande,

Please see the attached letter, proof of stock holdings and a copy of the shareholder proposal submitted by CalPERS. SCERS hereby notifies ExxonMobil of it's intention to co-file this resolution with CalPERS.

Best regards,

Jill Johnson



Jill Johnson  
Senior Investment Officer  
Seattle City Employees' Retirement System  
O: 206.615.1429 | [Jill.Johnson@seattle.gov](mailto:Jill.Johnson@seattle.gov)

**PUBLIC DISCLOSURE/DISCLAIMER STATEMENT:** Consistent with Washington State laws, all City email communications may be subject to disclosure to a third-party requester. To learn more, please visit our [privacy statement](#).

**From:** Johnson, Jill  
**Sent:** Friday, September 11, 2020 1:51 PM  
**To:** Rhines, Craig <Craig.Rhines@calpers.ca.gov>; [adam.kanzer@bnpparibas.com](mailto:adam.kanzer@bnpparibas.com)  
**Cc:** Tracey Cameron <[tcameron@ceres.org](mailto:tcameron@ceres.org)>  
**Subject:** SCERS wishes to be an XOM cofiler

Hi Adam, Craig and Tracey,

Seattle would like to be a cofiler with CalPERS and BNP Paribas. Can you advise me as to how to submit this? Do I need to send it via snail mail? Can I send it via email. If so, do you have the email addresses?

Thanks.

Best wishes,

Jill



**VIA UPS – OVERNIGHT DELIVERY**

September 28, 2020

Mr. Jeffrey S. Davis  
Executive Director  
Seattle City Employees' Retirement System  
720 Third Avenue, Suite 900  
Seattle, WA 98104

Dear Mr. Davis:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of Seattle City Employees' Retirement System (the "Co-filer"), the proposal previously submitted by California Public Employees' Retirement System (the "Proponent") concerning additional emissions disclosure (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. However, sufficient proof of share ownership was not included with your September 14, 2020, submission.

In order to be eligible to submit a shareholder proposal, Rule 14a-8 (copy enclosed) requires a co-filer to submit sufficient proof that he or she has continuously held at least \$2,000 in market value, or 1%, of the company's securities entitled to vote on the proposal for at least one year as of the date the shareholder proposal was submitted. For this Proposal, the date of submission is September 14, 2020, which is the date the Proposal was received electronically by email.

The Co-filer does not appear in our records as a registered shareholder. Moreover, to date we have not received proof that the Co-filer has satisfied these ownership requirements. To remedy this defect, the Co-filer must submit sufficient proof verifying their continuous ownership of the requisite number of ExxonMobil shares for the one-year period preceding and including September 14, 2020.

As explained in Rule 14a-8(b), sufficient proof must be in the form of:

- a written statement from the "record" holder of the Co-filer's shares (usually a broker or a bank) verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including September 14, 2020; or
- if the Co-filer has filed with the SEC a Schedule 13D, Schedule 13G, Form 3, Form 4 or Form 5, or amendments to those documents or updated forms, reflecting the Co-filer's ownership of the requisite number of ExxonMobil shares as of or before the date on which the one-year eligibility period begins, a copy of the schedule and/or form, and any subsequent amendments reporting a change in the ownership level and a written statement that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period.

If you intend to demonstrate ownership by submitting a written statement from the "record" holder of your shares as set forth in the first bullet point above, please note that most large U.S. brokers and banks deposit their customers' securities with, and hold those securities through, the Depository Trust Company ("DTC"), a registered clearing agency that acts as a securities depository (DTC is also known through the account name of Cede & Co.). Such brokers and banks are often referred to as "participants" in DTC. In Staff Legal Bulletin No. 14F (October 18, 2011) (copy enclosed), the SEC staff has taken the view that only DTC participants should be viewed as "record" holders of securities that are deposited with DTC.

The Co-filer can confirm whether its broker or bank is a DTC participant by asking its broker or bank or by checking the listing of current DTC participants, which may be available on the internet at: <http://www.dtcc.com/~media/Files/Downloads/client-center/DTC/alpha.ashx>. In these situations, shareholders need to obtain proof of ownership from the DTC participant through which the securities are held, as follows:

- If the Co-filer's broker or bank is a DTC participant, then the Co-filer needs to submit a written statement from its broker or bank verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including September 14, 2020.
- If the Co-filer's broker or bank is not a DTC participant, then the Co-filer needs to submit proof of ownership from the DTC participant through which the securities are held verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including September 14, 2020. The Co-filer should be able to find out who this DTC participant is by asking the Co-filer's broker or bank. If the Co-filer's broker is an introducing broker, the Co-filer may also be able to learn the identity and telephone number of the DTC participant through the Co-filer's account statements because the clearing broker identified on the Co-filer's account statements will generally be a DTC participant. If the DTC participant that holds the Co-filer's shares knows the Co-filer's broker's or bank's holdings, but does not know the Co-filer's holdings, the Co-filer needs to satisfy the proof of ownership requirement by obtaining and submitting two proof of ownership statements verifying that for the one-year period preceding and including September 14, 2020, the required amount of securities were continuously held – one from the Co-filer's broker or bank, confirming the Co-filer's ownership, and the other from the DTC participant, confirming the broker or bank's ownership.

Pursuant to SEC Staff Legal Bulletin 14I, the submission of a proposal by proxy (i.e., by a representative rather than by the shareholder directly) must include proper documentation describing the shareholder's delegation of authority to the proxy. This documentation must:

- identify the shareholder-proponent and the person or entity selected as proxy;
- identify the company to which the proposal is directed;
- identify the annual or special meeting for which the proposal is submitted;
- identify the specific proposal to be submitted (e.g., proposal to lower the threshold for calling a special meeting from 25% to 10%); and
- be signed and dated by the shareholder.

The SEC's rules require that any response to this letter must be postmarked or transmitted electronically to us no later than 14 calendar days from the date this letter is received. Please mail

any response to me at ExxonMobil at the address shown above. Alternatively, you may send your response to me via facsimile at \_\_\_\_\_ or by email to \_\_\_\_\_

In light of the SEC Staff Legal Bulletin No. 14F dealing with Co-filers of shareholder proposals, it is important to ensure that the Proponent, California Public Employees' Retirement System, has clear authority to act on behalf of all Co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the Proponent can represent that it holds such authority on behalf of all Co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

Sincerely,

A handwritten signature in cursive script, appearing to read "Jeffrey S. Davis", written in black ink.

SME/tlb

Enclosures

# Proof of Delivery

Dear Customer,

This notice serves as proof of delivery for the shipment listed below.

**Tracking Number**

1Z75105X0154016880

**Weight**

0.10 LBS

**Service**

UPS Next Day Air®

**Shipped / Billed On**

09/28/2020

**Delivered On**

09/29/2020 8:52 A.M.

**Delivered To**

SEATTLE, WA, US

**Received By**

UNDR DR

**Left At**

Office

Thank you for giving us this opportunity to serve you. Details are only available for shipments delivered within the last 120 days. Please print for your records if you require this information after 120 days.

Sincerely,

UPS

Tracking results provided by UPS: 09/29/2020 12:04 P.M. EST

## Englande, Sherry M

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**From:** Broussard, Jenifer L on behalf of Shareholder Relations /SM  
**Sent:** Friday, October 02, 2020 9:08 AM  
**To:** Englande, Sherry M; Bates, Tamara L  
**Subject:** FW: Exxon Mobile co-file doc's  
**Attachments:** Exxon.pdf; XOM proof of holding.xlsx

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As discussed.

-----Original Message-----

**From:** Johnson, Jill [mailto:Jill.Johnson@seattle.gov]  
**Sent:** Thursday, October 1, 2020 7:03 PM  
**To:** Shareholder Relations /SM <>  
**Cc:** Malinowski, Jason <Jason.Malinowski@seattle.gov>; Davis, Jeff <Jeff.Davis@seattle.gov>  
**Subject:** FW: Exxon Mobile co-file doc's

Dear Ms. Englande,

Thank-you for bringing the missing document to our attention. Please find the required information attached from BNY Mellon, our custodian bank.

Best regards,

Jill Johnson  
Senior Investment Officer

RhumbLine Advisers  
TRANSACTION SUMMARY  
Seattle City Employees' Retirement System  
Russell 1000 Index scers1  
BONY-Mellon Acct# \*\*  
From 12-31-90 To 09-08-20

Tran Code	Security	Trade Date	Settle Date	Quantity	Close Meth.	S/D Type	S/D Symbol	Trade Amount	
ti	EXXON MOBIL CORP COM	6/7/2010	6/7/2010	91358		awus	client	5,446,763.50	initial investment
sl	EXXON MOBIL CORP COM	6/25/2010	6/30/2010	-6800		caus	stif	401,865.04	
li	EXXON MOBIL CORP COM	6/28/2010	6/28/2010	7704.169		awus	client	453,805.74	
sl	EXXON MOBIL CORP COM	6/30/2010	6/30/2010	-0.169		caus	stif	-	
by	EXXON MOBIL CORP COM	9/14/2010	9/17/2010	200		caus	stif	12,237.00	
by	EXXON MOBIL CORP COM	10/19/2010	10/22/2010	290		caus	stif	18,802.15	
by	EXXON MOBIL CORP COM	12/22/2010	12/28/2010	340		caus	stif	24,751.18	
by	EXXON MOBIL CORP COM	2/3/2011	2/8/2011	250		caus	stif	20,767.25	
by	EXXON MOBIL CORP COM	3/11/2011	3/16/2011	400		caus	stif	33,003.00	
by	EXXON MOBIL CORP COM	4/20/2011	4/26/2011	210		caus	stif	17,920.35	
by	EXXON MOBIL CORP COM	5/26/2011	6/1/2011	340		caus	stif	27,943.00	
sl	EXXON MOBIL CORP COM	6/24/2011	6/29/2011	-4000		caus	stif	307,109.30	
by	EXXON MOBIL CORP COM	8/3/2011	8/8/2011	450		caus	stif	34,565.76	
by	EXXON MOBIL CORP COM	9/16/2011	9/21/2011	400		caus	stif	29,609.00	
sl	EXXON MOBIL CORP COM	10/17/2011	10/20/2011	-6800		caus	stif	527,319.67	
by	EXXON MOBIL CORP COM	11/21/2011	11/25/2011	300		caus	stif	23,145.00	
by	EXXON MOBIL CORP COM	12/20/2011	12/23/2011	500		caus	stif	40,921.00	
by	EXXON MOBIL CORP COM	2/24/2012	2/29/2012	300		caus	stif	26,190.00	
by	EXXON MOBIL CORP COM	4/11/2012	4/16/2012	500		caus	stif	41,367.00	
by	EXXON MOBIL CORP COM	5/9/2012	5/14/2012	200		caus	stif	16,668.00	
sl	EXXON MOBIL CORP COM	6/13/2012	6/18/2012	-3700		caus	stif	300,039.22	
sl	EXXON MOBIL CORP COM	6/22/2012	6/27/2012	-500		caus	stif	41,053.48	
by	EXXON MOBIL CORP COM	7/16/2012	7/19/2012	300		caus	stif	25,496.01	
by	EXXON MOBIL CORP COM	8/14/2012	8/17/2012	300		caus	stif	26,481.00	
by	EXXON MOBIL CORP COM	9/24/2012	9/27/2012	230		caus	stif	21,194.66	
by	EXXON MOBIL CORP COM	10/24/2012	10/29/2012	200		caus	stif	18,042.00	
to	EXXON MOBIL CORP COM	11/5/2012	11/5/2012	-6200		awus	client	559,673.94	
by	EXXON MOBIL CORP COM	1/4/2013	1/9/2013	500		caus	stif	44,537.00	
by	EXXON MOBIL CORP COM	3/19/2013	3/22/2013	380		caus	stif	33,572.58	
by	EXXON MOBIL CORP COM	4/16/2013	4/19/2013	240		caus	stif	20,786.59	
sl	EXXON MOBIL CORP COM	6/28/2013	7/3/2013	-4290		caus	stif	387,589.17	
by	EXXON MOBIL CORP COM	7/19/2013	7/24/2013	400		caus	stif	38,048.00	
by	EXXON MOBIL CORP COM	10/18/2013	10/23/2013	400		caus	stif	35,091.00	
by	EXXON MOBIL CORP COM	2/13/2014	2/19/2014	600		caus	stif	54,945.48	
sl	EXXON MOBIL CORP COM	2/24/2014	2/27/2014	-200		caus	stif	19,319.16	
by	EXXON MOBIL CORP COM	4/11/2014	4/16/2014	400		caus	stif	38,608.00	
by	EXXON MOBIL CORP COM	5/6/2014	5/9/2014	352		caus	stif	36,169.20	
sl	EXXON MOBIL CORP COM	6/27/2014	7/2/2014	-2624		caus	stif	265,566.02	
by	EXXON MOBIL CORP COM	8/5/2014	8/8/2014	268		caus	stif	26,335.69	
by	EXXON MOBIL CORP COM	9/16/2014	9/19/2014	200		caus	stif	19,545.00	
by	EXXON MOBIL CORP COM	11/20/2014	11/25/2014	300		caus	stif	28,614.51	

sl	EXXON MOBIL CORP COM	12/16/2014	12/19/2014	-4600	caus	stif	401,560.54	
by	EXXON MOBIL CORP COM	2/12/2015	2/18/2015	300	caus	stif	27,593.49	
by	EXXON MOBIL CORP COM	3/23/2015	3/26/2015	500	caus	stif	42,763.50	
sl	EXXON MOBIL CORP COM	6/26/2015	7/1/2015	-1400	caus	stif	117,399.03	
by	EXXON MOBIL CORP COM	7/17/2015	7/22/2015	3200	caus	stif	264,368.00	
ti	EXXON MOBIL CORP COM	8/28/2015	8/28/2015	13800	awus	client	1,032,929.94	
by	EXXON MOBIL CORP COM	9/4/2015	9/10/2015	400	caus	stif	29,045.00	
by	EXXON MOBIL CORP COM	10/6/2015	10/9/2015	200	caus	stif	15,630.00	
by	EXXON MOBIL CORP COM	11/17/2015	11/20/2015	300	caus	stif	24,111.33	
by	EXXON MOBIL CORP COM	1/14/2016	1/20/2016	700	caus	stif	55,412.00	
by	EXXON MOBIL CORP COM	2/4/2016	2/9/2016	400	caus	stif	31,800.52	
by	EXXON MOBIL CORP COM	3/15/2016	3/18/2016	400	caus	stif	33,013.00	
ti	EXXON MOBIL CORP COM	4/11/2016	4/11/2016	8600	awus	client	716,552.00	
by	EXXON MOBIL CORP COM	4/20/2016	4/25/2016	500	caus	stif	43,711.50	
by	EXXON MOBIL CORP COM	5/13/2016	5/18/2016	200	caus	stif	17,814.50	
by	EXXON MOBIL CORP COM	6/24/2016	6/29/2016	900	caus	stif	80,452.44	
by	EXXON MOBIL CORP COM	7/7/2016	7/12/2016	600	caus	stif	55,457.46	
by	EXXON MOBIL CORP COM	8/11/2016	8/16/2016	200	caus	stif	17,328.98	
by	EXXON MOBIL CORP COM	9/12/2016	9/15/2016	350	caus	stif	30,551.75	
by	EXXON MOBIL CORP COM	10/10/2016	10/13/2016	900	caus	stif	79,598.97	
by	EXXON MOBIL CORP COM	11/9/2016	11/15/2016	300	caus	stif	25,932.99	
by	EXXON MOBIL CORP COM	12/13/2016	12/16/2016	300	caus	stif	27,837.78	
by	EXXON MOBIL CORP COM	12/22/2016	12/28/2016	200	caus	stif	18,134.26	
by	EXXON MOBIL CORP COM	1/12/2017	1/18/2017	200	caus	stif	17,274.00	
by	EXXON MOBIL CORP COM	3/3/2017	3/8/2017	400	caus	stif	33,209.44	
by	EXXON MOBIL CORP COM	4/5/2017	4/10/2017	450	caus	stif	37,507.19	
by	EXXON MOBIL CORP COM	5/4/2017	5/9/2017	200	caus	stif	16,321.00	
by	EXXON MOBIL CORP COM	6/5/2017	6/8/2017	200	caus	stif	16,057.00	
by	EXXON MOBIL CORP COM	6/23/2017	6/28/2017	1400	caus	stif	114,255.96	
by	EXXON MOBIL CORP COM	7/10/2017	7/13/2017	400	caus	stif	32,138.00	
sl	EXXON MOBIL CORP COM	11/7/2017	11/9/2017	-3000	caus	stif	250,704.20	
by	EXXON MOBIL CORP COM	12/21/2017	12/26/2017	800	caus	stif	67,216.00	
sl	EXXON MOBIL CORP COM	1/22/2018	1/24/2018	-3400	caus	stif	300,009.06	
by	EXXON MOBIL CORP COM	3/20/2018	3/22/2018	600	caus	stif	44,434.02	
by	EXXON MOBIL CORP COM	4/17/2018	4/19/2018	200	caus	stif	15,730.84	
to	EXXON MOBIL CORP COM	6/20/2018	6/20/2018	-7900	awus	client	635,555.00	
sl	EXXON MOBIL CORP COM	6/22/2018	6/26/2018	-375	caus	stif	30,516.72	
by	EXXON MOBIL CORP COM	7/25/2018	7/27/2018	500	caus	stif	41,838.20	
by	EXXON MOBIL CORP COM	9/24/2018	9/26/2018	600	caus	stif	51,942.00	
by	EXXON MOBIL CORP COM	10/15/2018	10/17/2018	200	caus	stif	16,225.00	
by	EXXON MOBIL CORP COM	12/14/2018	12/18/2018	400	caus	stif	30,196.00	
by	EXXON MOBIL CORP COM	12/21/2018	12/26/2018	600	caus	stif	40,875.00	
by	EXXON MOBIL CORP COM	1/8/2019	1/10/2019	200	caus	stif	14,482.76	
by	EXXON MOBIL CORP COM	2/7/2019	2/11/2019	100	caus	stif	7,460.50	
by	EXXON MOBIL CORP COM	3/15/2019	3/19/2019	600	caus	stif	48,093.00	
by	EXXON MOBIL CORP COM	4/11/2019	4/15/2019	300	caus	stif	24,588.42	
sl	EXXON MOBIL CORP COM	6/28/2019	7/2/2019	-400	caus	stif	30,650.96	
by	EXXON MOBIL CORP COM	7/12/2019	7/16/2019	300	caus	stif	23,302.50	
ti	EXXON MOBIL CORP COM	7/30/2019	7/30/2019	13200	awus	client	994,620.00	
by	EXXON MOBIL CORP COM	8/12/2019	8/14/2019	400	caus	stif	27,941.64	
sl	EXXON MOBIL CORP COM	9/18/2019	9/20/2019	-1300	caus	stif	94,651.04	transactions affection position held since 8/31/2019



by	EXXON MOBIL CORP COM	10/10/2019	10/15/2019	475	caus	stif	32,421.36
sl	EXXON MOBIL CORP COM	12/16/2019	12/18/2019	-1026	caus	stif	71,808.25
by	EXXON MOBIL CORP COM	1/30/2020	2/3/2020	700	caus	stif	45,258.29
by	EXXON MOBIL CORP COM	4/17/2020	4/21/2020	1200	caus	stif	51,246.36
sl	EXXON MOBIL CORP COM	6/26/2020	6/30/2020	-1600	caus	stif	69,788.85
by	EXXON MOBIL CORP COM	8/19/2020	8/21/2020	800	caus	stif	33,784.40
<b><i>XOM shares held 9/4/2019</i></b>				<b>108,123</b>			<b>7,491,842.67</b>
<b><i>XOM shares held on 9/4/2020</i></b>				<b>107,372</b>			<b>4,196,097.76</b>



*Sisters of St. Francis*

Dubuque, Iowa

3390 Windsor Avenue | Dubuque, Iowa 52001 | 563.583.9786 | [www.osfdbq.org](http://www.osfdbq.org)

RECEIVED

NOV 04 2020

S. A. LITTLETON

October 29, 2020

Mr. Neil Hansen  
Vice President – Investor Relations and Secretary  
ExxonMobil Corporation  
5959 Las Colinas Boulevard  
Irving TX, 75039-2298

Dear Mr. Hansen:

The Sisters of St. Francis is committed to investment decision-making which meets both its fiduciary and social responsibility. Corporate business policies and practices become the evidence we seek as an investor, practices which also foster long-term business success and enhance the Common Good, especially aware of impact on the poor and Mother Earth.

The Sisters of St. Francis has been a shareholder in ExxonMobil Corporation continuously for more than one year holding at least \$2,000 in market value. It will continue to hold the required number of shares for proxy resolutions through the date of the 2021 annual meeting of shareholders. ***A letter verifying ownership is being sent separately by our custodian, Wells Fargo Bank, NA.***

In collaboration with CalPERS, we are co-filing the enclosed resolution for inclusion in the 2021 proxy statement in accordance with Rule 14(a)(8) of the General Rules and Regulations of the Securities and Exchange Act of 1934. A representative of the filers will attend the 2021 Annual Meeting as required by SEC rules. The primary contact person for this resolution is: Craig Rhines, Associate Investment Manager (916) 795-2873 or [Engagements@calpers.ca.gov](mailto:Engagements@calpers.ca.gov), who is authorized to act on our behalf.

Sincerely,

Judith (Judy) Sinnwell, OSF  
Authorized Agent: Sisters of St. Francis  
[sinnwellj@osfdbq.org](mailto:sinnwellj@osfdbq.org)

Cc: Resolution: GHG Emissions Report Scope 1, 2, 3

**ExxonMobil 2021 Shareholder Proposal  
Report Scope 1, 2 and 3 GHG Emissions**

**RESOLVED:**

In order that investors can better understand and measure the material long-term business risks associated with the low-carbon energy transition, shareowners request that ExxonMobil Corporation provide annual public reporting of the company's greenhouse gas (GHG) emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions.

At the Board's discretion, the annual public reporting may be in a stand-alone ExxonMobil report or incorporated into existing reporting. The reporting should be prepared at a reasonable cost and omit proprietary information.

**SUPPORTING STATEMENT**

As long-term investors, we believe that disclosure of scope 3 GHG emissions is critical for investors who wish to understand the carbon intensity of a company's assets and its exposure to risk related to the low-carbon energy transition. This is especially true in the oil and gas industry, where scope 3 emissions typically represent 80-95% of a company's total carbon footprint. Therefore, reduced demand for our company's products—the emissions represented by scope 3—is a major source of risk.

ExxonMobil currently discloses scopes 1 & 2 emissions but fails to disclose scope 3 emissions. While Scope 1 emissions include all direct emissions from the activities of an organization, and Scope 2 emissions are the indirect emissions from electricity purchased and used by the organization, Scope 3 emissions includes all other indirect emissions that occur in a company's value chain - such as the GHG emissions produced from the use of products sold. Scope 3 emissions almost certainly represent the vast majority of our company's carbon footprint.

Relative to peers, ExxonMobil is a laggard in its scope 3 reporting practices. Companies like Chevron, ConocoPhillips, BP, Royal Dutch Shell, Eni and Total, all report scope 3 emissions. Given the material long-term business risks associated with the low-carbon energy transition, we believe it is essential that ExxonMobil Corporation provide annual public reporting of the company's GHG emissions across its full value chain, so as to include scopes 1, 2 and 3 emissions.

We urge shareowners to vote FOR this proposal.

# FedEx

This Package Has  
Been X-Rayed By  
Central Mail

2011  
07/09  
16:30  
TUE

## Express

75039  
TX-US DFW  
EXPRESS SAVER  
TUE - 03 NOV 4:30P  
3983 5622 6770  
SH DALA



IRVING TX 75039  
DELIVER TO: DIRECTOR  
NAME: STEPHEN LITHEBON  
BILL THIRD PARTY  
5959 LAS COLINAS BLVD  
DORRIDGE ST. LA SERRA  
UNTER  
EXXONMOBILE CORP  
STEPHEN  
LITHEBON  
INVESTOR-RELATI



2011  
07/09  
16:30  
F  
428  
ST 23

# Envelope

**WELLS  
FARGO**

Institutional Retirement and Trust  
MAC F8311-023  
104 W. 2nd Street  
Suite 2A / 2nd Floor  
Davenport, IA 52801-023

RECEIVED

OCT 29 2020

S. A. LITTLETON

October 29, 2020

Mr. Neil Hansen  
Vice President – Investor Relations and Secretary  
ExxonMobil Corporation  
5959 Las Colinas Boulevard  
Irving TX 75039-2298

To whom it may concern:

As custodian of their assets, the Sisters of St. Francis, Dubuque has asked that Wells Fargo Bank, N.A. verify the holding of ExxonMobil Corporation stock in their portfolio:

*As of October 29, 2020, the Sisters of St. Francis, Dubuque holds, and has held continuously for at least one year, 45 shares of Exxon Mobil stock.*

Respectfully,



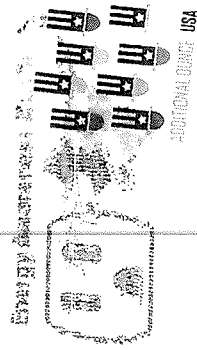
Lisa M. Schluensen  
Vice President



Wealth Management  
104 West Second Street  
Suite 2A  
F8311-021  
Davenport, IA 52801

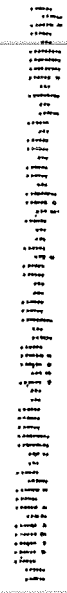


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27 OCT 2000 P 1 L



*Mr. Neil Hansen  
V.P. - Investor Relations and Secretary  
Exxon Mobil Corporation  
5959 Gas Colinas Blvd.  
Dripping, TX 75039 - 2298*

7809932298



Exxon Mobil Corporation  
5959 Las Colinas Boulevard  
Irving, Texas 75039-2298

Sherry M. Englande  
Manager, ESG Engagement



**VIA UPS – OVERNIGHT DELIVERY**

November 6, 2020

Ms. Judith Sinnwell, OSF  
Authorized Agent: Sisters of St. Francis  
Sisters of St. Francis of Dubuque, Iowa  
3390 Windsor Avenue  
Dubuque, IA 52001

Dear Ms. Sinnwell:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of Sisters of St. Francis of Dubuque, Iowa (the "Co-filer"), the proposal previously submitted by California Public Employees' Retirement System (the "Proponent") concerning additional emissions disclosure (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. By copy of a letter from Wells Fargo Institutional Retirement and Trust, share ownership has been verified.

In light of the SEC Staff Legal Bulletin No. 14F dealing with Co-filers of shareholder proposals, it is important to ensure that the Proponent, California Public Employees' Retirement System, has clear authority to act on behalf of all Co-filers, including with respect to any potential negotiated withdrawal of the Proposal. Unless the Proponent can represent that it holds such authority on behalf of all Co-filers, and considering SEC staff guidance, it will be difficult for us to engage in productive dialogue concerning this Proposal.

Note that under Staff Legal Bulletin No. 14F, the SEC will distribute no-action responses under Rule 14a-8 by email to companies and proponents. We encourage all proponents and any co-filers to include an email contact address on any additional correspondence to ensure timely communication in the event the Proposal is subject to a no-action request.

Sincerely,

A handwritten signature in black ink that reads "Sherry Englande". The signature is written in a cursive, flowing style.

SME/tlb

c: Craig Rhines