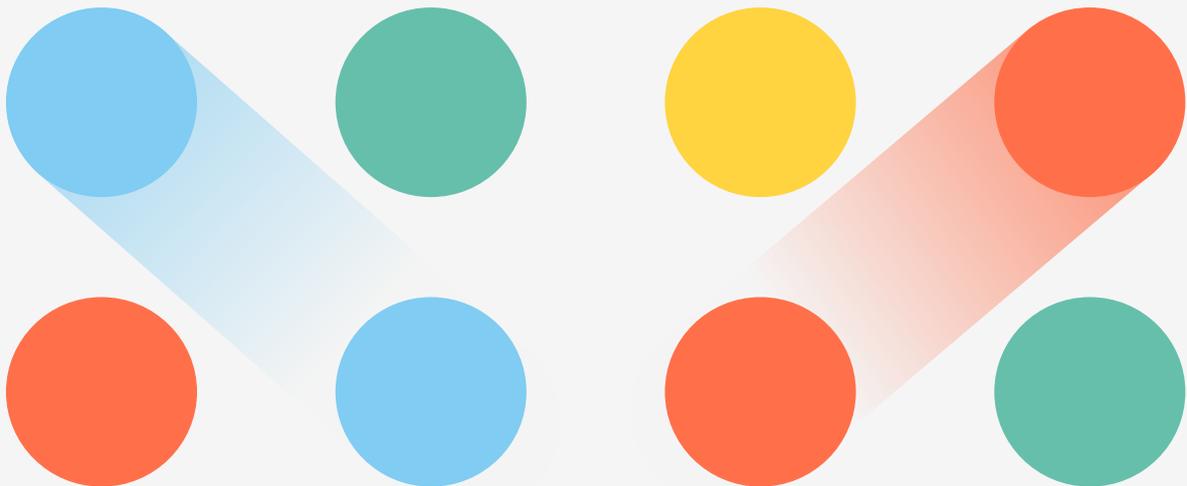


WHAT DO SHAREHOLDERS PROPOSE?



A comprehensive review of all shareholder proposals on environmental, social, and select sustainability governance topics since 2022.

TABLE OF CONTENTS

1 INTRODUCTION	2 MAIN TAKEAWAYS	3 NUMBER OF SHAREHOLDER PROPOSALS AND COMPANIES TARGETED
4 TYPE OF SHAREHOLDER PROPOSALS AND EMERGING THEMES	5 PROponents	6 PROXY ADVISORS
7 INVESTORS' APPROACH TO SUSTAINABILITY SHAREHOLDER PROPOSALS	8 VOTE OUTCOME	9 SIGNALING DISSENT BEYOND SHAREHOLDER PROPOSALS
10 APPENDIX		



01. INTRODUCTION

The ability to file proposals is a right afforded to shareholders, though the level of difficulty of filing a proposal varies by jurisdiction. The right to file a proposal enables shareholders to draw attention to specific issues and advocate for change at portfolio companies, particularly when private engagement efforts fail.

In the United States, however, this right has come under increasing scrutiny, with recent regulatory and political developments making it more challenging for shareholders to file such proposals. Notably, in February 2025, the US Securities and Exchange Commission (“SEC”) issued [Staff Legal Bulletin No. 14M \(“SLB 14M”\)](#). This new guidance makes it easier for companies to exclude shareholder proposals related to environmental, social, and governance (“ESG”) issues by refocusing the analysis on whether a proposal is economically or operationally significant to the company itself, thereby making it harder for proponents to justify “ESG” proposals that lack a clear connection to the company’s core business. SLB 14M reverses the [2021 Staff Legal Bulletin No. 14L](#), which had allowed many “ESG”-related proposals to proceed based on their broader societal relevance—even when their direct financial significance to the company was less clear. [For example](#), four New York City public pension funds recently filed suit against AT&T Inc. (US), and the Nathan Cummings Foundation has brought a similar legal challenge against Axon Enterprise, Inc. (US), in each case following the companies’ decision to exclude shareholder proposals. Both matters arise in the context of the evolving use of the SEC’s no-action process during the current proxy season. Following the filing of the lawsuit, AT&T Inc. [agreed](#) to include the shareholder proposal in question on its proxy.

Additional measures have also emerged that may further limit shareholder activism in 2026. In September 2025, the SEC issued a “no action” letter allowing Exxon Mobil Corporation (US) to implement an opt-in proxy voting system that will automatically cast retail investors’ votes in line with the board’s recommendations unless they choose to opt out. Critics warned that this practice could entrench management, suppress dissenting opinions, and weaken the influence of proxy advisors and institutional investors.¹

¹ Financial Times (2025), [SEC allows Exxon plan to limit shareholder activism](#)



What do shareholders propose?

Moreover, due to the backlog caused by the government shutdown, the SEC announced in November 2025 that, for the 2025–26 proxy season, it will generally not review no-action requests to exclude shareholder proposals under Rule 14a-8, except for those based on Rule 14a-8(i)(1) (improper under state law). As a result, companies are no longer required to obtain a formal SEC view before omitting a proposal, and if they do request a response, the SEC will simply state that it does not object to the omission.

Reflecting these regulatory changes, as well as broader shifts in investor sentiment to publicly endorse “ESG” topics and increased political pushback against “ESG” initiatives, the number of shareholder proposals related to environmental and social issues filed in the United States has declined by 157 proposals between 2024 and H1 2025. In Europe, the volume of such proposals decreased as well, but less dramatically from 20 in 2024 to 16 filed in H1 2025.

SquareWell Partners (“SquareWell”) publishes the second edition of its study to explore transatlantic differences in shareholder proposals filed related to environmental and social topics, while also reflecting on the broader geopolitical context shaping shareholder activism. Previously, SquareWell categorized proposals as either “Pro-ESG” or “Anti-ESG”; however, we now believe the binary framing ignores the nuanced perspectives that often exist between the two extremes. Proposals from conservative activists, for example, often challenge the current “ESG” paradigm and present alternative viewpoints that propose the environmental and social goals to be pursued alongside financial performance. As such, this year our analysis no longer labels proposals as “Anti-ESG” but instead considers them within the broader context of environmental or social proposals. We believe this approach is more productive whereby each proposal is considered on its content, intent, and potential impact.

The study covers shareholder proposals on environmental and social topics submitted at Annual General Meetings (“AGMs”) of companies within the S&P 500 Index and STOXX Europe 600 Index,² held between January 1, 2022, and June 30, 2025. Although we only cover half of 2025, we note that approximately 90% of proposals get filed during this half of the year based on the previous years’ data. The review also includes select governance proposals related to sustainability, such as board diversity, directors’ sustainability expertise, and sustainability metrics in pay (hereafter referred to as “Sustainability Governance” proposals). Appendix 1 outlines the scope of proposals covered in this study and SquareWell’s methodology for categorizing these proposals.

This year’s study also includes a supplementary review of how investors express environmental and social concerns through routine management-sponsored items, drawing on examples from companies across the globe and across industries.

² Based on ISS database. Shareholder proposal data for each year is based on the index composition of the S&P 500 and STOXX Europe 600 for that respective year. For example, the 2022 data reflect proposals submitted to companies that were part of the index in 2022. As such, the figures may not correspond to the current index composition.



02. MAIN TAKEAWAYS

- **The backlash against “ESG” and declining support in the US:** The backlash against “ESG” in the US and concerns over “prescriptive” or “immaterial” shareholder proposals have driven down filings and support, with S&P 500 companies receiving 39% fewer sustainability-related shareholder proposals in H1 2025 compared to H1 2024, and average support falling to 9.5% from 14.8%.
- **Financials were the most targeted sector:** In H1 2025, nearly a quarter of the proposals filed at S&P 500 and STOXX Europe 600 companies focused on the Financials sector, while companies that were the most targeted with shareholder proposals were Alphabet Inc (US), Equinor ASA (Norway), Amazon.com, Inc. (US), Walmart Inc. (US), and Berkshire Hathaway Inc. (US).
- **Most common proposal topics:** At the S&P 500, workforce diversity & inclusion, climate strategy and targets, and lobbying disclosure remained the most prevalent proposal topics in 2024 and H1 2025. At the STOXX Europe 600, climate-focused proposals dominated, representing almost half of 2025 proposals.
- **Emerging topics:** S&P 500 proposals were more varied, including emerging topics not seen at STOXX 600 companies. New topics in 2024–2025 included energy supply ratio, impacts of potentially incorrect International Energy Agency Net Zero Emissions by 2050 Scenario (“IEA NZE”) assumptions, biodiversity assessments, cigarette waste, food waste reduction targets, deep-sea mining, health impacts of non-sugar sweeteners, and the use of artificial intelligence.
- **Non-profits and conservative groups lead as top filers:** Non-profits were the main proponents in H1 2025 at both S&P 500 and STOXX 600 companies, while previously active proponents, such as Arjuna Capital and Follow This, reduced their filings. In the S&P 500, conservative groups made up three of the top five proponents, focusing largely on workforce diversity and inclusion, though average support remained low at 1.6% for their proposals.
- **Majority-supported proposals are rare in both regions:** In the S&P 500, only one proposal each in 2024 and H1 2025 was adopted, down from 26 proposals (9%) in 2022, and the number of proposals receiving more than 30% support has steadily declined. In the STOXX Europe 600, only one proposal was adopted between 2022 and 2025, with board backing, and average support rarely exceeded 30%.



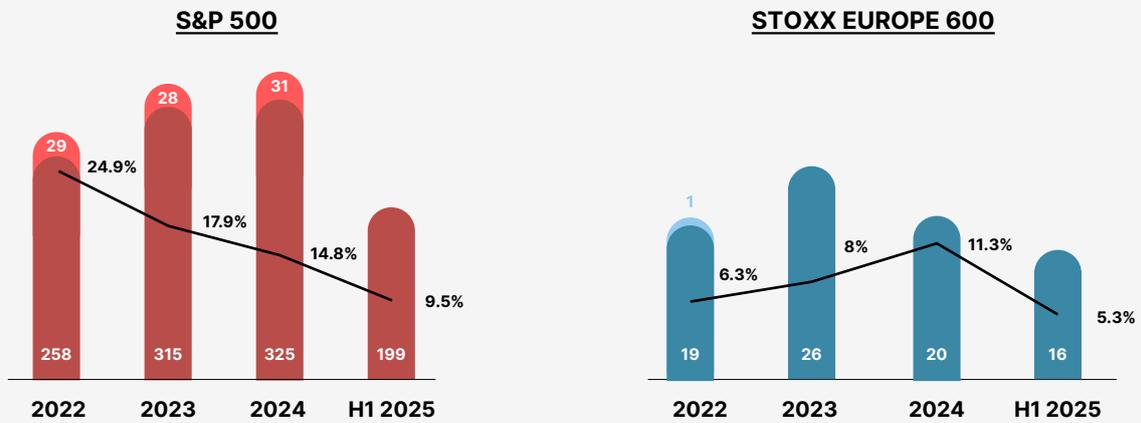
- **Proposals with the highest support:** In H1 2025, some of the most successful proposals at S&P 500 companies focused on lobbying disclosure, policy on human rights, tax transparency, and workplace health & safety. At the STOXX Europe 600, two proposals received significant shareholder support, both coordinated by non-profit groups with institutional backing: a living wage proposal at Next Plc (UK) from ShareAction and a proposal at Shell Plc (UK) from Australasian Centre for Corporate Responsibility (“ACCR”), questioning how Shell’s Liquefied Natural Gas (“LNG”) strategy aligns with its climate commitments.
- **Investor support varies by region:** Among the ten large asset managers analyzed, European investors supported 48% of sustainability-related proposals in H1 2025 on average, compared with just 2% for US investors. While widely known, this divergence is quite stark. Overall, all investors maintained or reduced their support compared to 2024. Within BlackRock, active and passive stewardship teams occasionally diverged on select proposals.
- **Proxy advisors differ in approach:** The two largest proxy advisors—Institutional Shareholder Services (“ISS”) and Glass, Lewis & Co (“Glass Lewis”)—reduced their support for shareholder proposals at S&P 500 companies in H1 2025. ISS support fell from 39% in 2024 to 7% in 2025, including zero support for environmental proposals, down from supporting half of them in 2024. This change foreshadows ISS’s updated U.S. Proxy Voting Guidelines in 2026, moving from generally supporting sustainability proposals to evaluating them on a fully case-by-case basis.
- **Investors signal sustainability concerns via routine agenda items:** Beyond shareholder proposals, votes on director elections, board discharge, executive pay, financial statements, and auditor appointments are increasingly used to highlight climate, human rights, and other sustainability issues.



03. NUMBER OF SHAREHOLDER PROPOSALS AND COMPANIES TARGETED

From January 2022 to June 2025, 249 unique companies within the S&P 500 and STOXX Europe 600 indices received a total of 1,267 shareholder proposals related to sustainability.

Figure 1: Number and Average Support of Sustainability-Related Shareholder Proposals, 2022-2025



Source: SquareWell, ISS

Average support calculated as FOR/(F+A+AB votes)%

■ H1

■ H2

■ H1

■ H2

— Shareholder Support

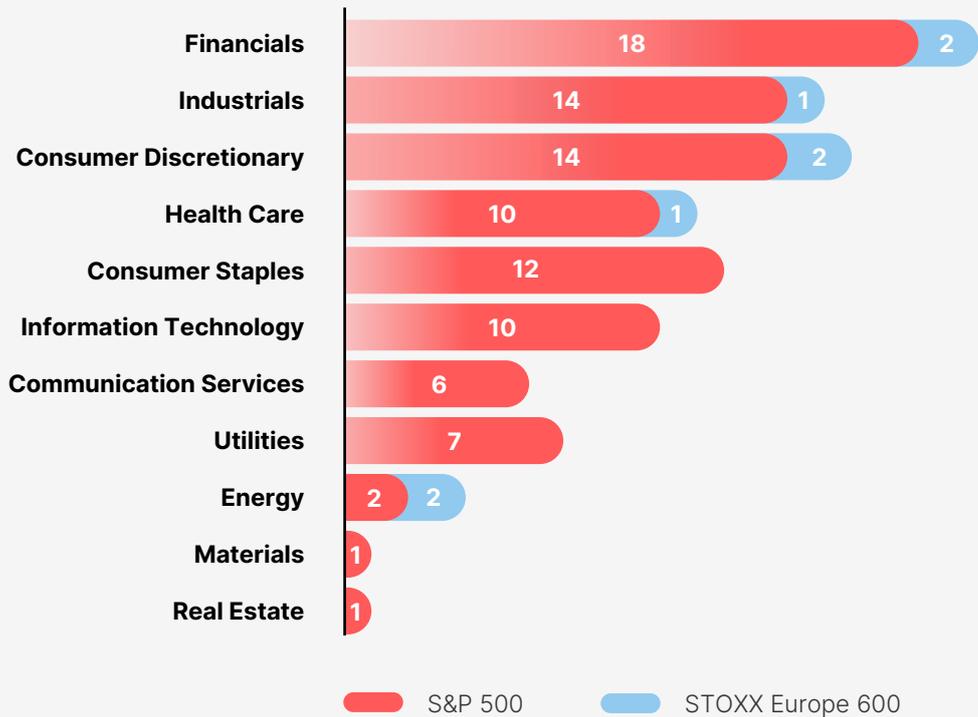
In the first half of 2025, S&P 500 companies received 199 sustainability-related shareholder proposals (including five that were withdrawn), representing an almost 39% decline from the 325 proposals submitted during the same period in 2024. Despite the overall decline, S&P 500 companies still received 12 times more sustainability-related shareholder proposals than the STOXX Europe 600 companies.

Average shareholder support for proposals at S&P 500 companies in the first half of 2025 was just 9%, continuing a downward trend observed since 2022. Support was even lower in Europe, with an average of only 5% for the small number of proposals submitted at STOXX Europe 600 companies.

According to **J.P. Morgan Asset Management**, the decline in shareholder support, especially in the US, reflects the increasingly prescriptive nature of the proposals. Earlier shareholder proposals often focused on disclosure-based requests, such as asking companies in climate-sensitive sectors to report on climate-related risks and opportunities. Recent proposals, however, increasingly call for specific commitments, like setting emissions reduction targets across the full value

chain. Additionally, proposals are increasingly combining multiple asks—some of which may have a clear link to shareholder value, while others do not.³ **The Vanguard Group** echoes this view, citing overly prescriptive or financially immaterial requests as reasons for withholding support for environmental or social proposals in 2024.⁴ **Norges Bank Investment Management** also acknowledges that not all proposals are reasonable or align with long-term investor interests.⁵ All of this is to say that a decline in shareholder support for certain proposals should not automatically lead to the conclusion that shareholders do not care about the issues being voted on.

Figure 2: Unique Companies Targeted by Sustainability-Related Shareholder Proposals, by Sector, H1 2025



Source: SquareWell, ISS

From January to June 2025, 95 companies in the S&P 500 received sustainability-related shareholder proposals—62 fewer than during the same period in 2024. In the STOXX Europe 600, only eight companies received such proposals in the first half of 2025.

Financials were the most targeted sector in 2025, accounting for nearly a quarter of all companies receiving proposals across both indices. In contrast, only a few companies in the Energy, Materials, and Real Estate sectors were targeted, reflecting their smaller representation in the S&P 500.

3 J.P. Morgan Asset Management, [2024 Investment Stewardship Report](#), p.101
 4 The Vanguard Group, [Investment Stewardship 2024 Annual Report](#), p.5
 5 Norges Bank Investment Management, [Responsible Investment Government Pension Fund Global 2024](#), p.75

Table 1: Most Targeted Companies by Number of Shareholder Proposals**H1 2025**

Company	Country	Sector	Number of Proposals
Alphabet Inc.	USA	Communication Services	9
Equinor ASA	Norway	Energy	8
Amazon.com, Inc.	USA	Consumer Discretionary	7
Walmart Inc.	USA	Consumer Staples	7
Berkshire Hathaway Inc.	USA	Financials	7

2024

Company	Country	Sector	Number of Proposals
Amazon.com, Inc.	USA	Consumer Discretionary	14
Alphabet Inc.	USA	Communication Services	10
Wells Fargo & Company	USA	Financials	8
The Goldman Sachs Group, Inc.	USA	Financials	7
Walmart Inc.	USA	Consumer Staples	7
Meta Platforms, Inc.	USA	Communication Services	7

Source: SquareWell, ISS

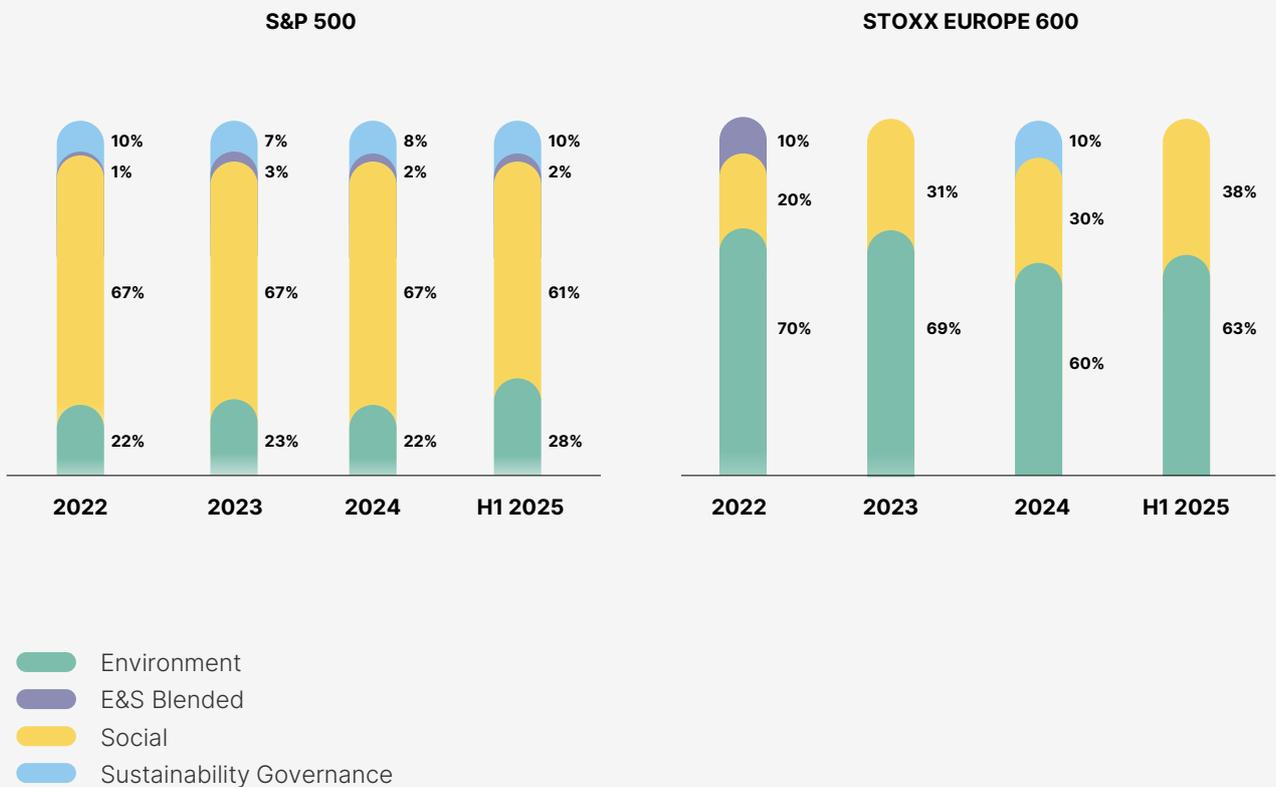
In the first half of 2025, the most targeted companies were **Alphabet Inc.** (nine proposals) and **Equinor ASA** (eight proposals), while **Amazon.com, Inc.**, **Walmart Inc.**, and **Berkshire Hathaway Inc.** each received seven proposals. These four US companies carry some of the highest index weights within the S&P 500 index. **Amazon and Alphabet were among the most targeted companies in both 2024 and H1 2025.**



04. TYPE OF SHAREHOLDER PROPOSALS & EMERGING THEMES

Since 2022, shareholder proposals at S&P 500 companies have been dominated by social issues. In contrast, proposals at STOXX Europe 600 companies have primarily focused on environment, though 2025 saw a more even distribution between social and environmental topics. A small number of proposals with blended environmental and social objectives were also observed across both indices. These blended proposals typically advocate for issues such as a just climate transition, environmental justice, or mitigating the environmental impacts on local communities. They reflect both environmental and social dimensions by linking climate or ecological concerns to their disproportionate effects on vulnerable or underserved populations.

Figure 3: Total distribution of Environmental, Social, Sustainability Governance proposals, 2022-2025



Source: SquareWell, ISS



4.a S&P 500

Table 3: Number and Percentage of Shareholder Proposals by Subcategory, S&P 500, 2022-2025

Subcategory	2022	2023	2024	H1 2025
Human Capital	44 (15%)	64 (19%)	76 (21%)	44 (22%)
Climate	50 (17%)	68 (20%)	57 (16%)	39 (20%)
Human Rights	54 (19%)	63 (18%)	58 (16%)	25 (13%)
Sustainability Governance	28 (10%)	25 (7%)	28 (8%)	19 (10%)
Lobbying & Political Activities	48 (17%)	50 (15%)	51 (14%)	18 (9%)
Other Environment	13 (5%)	10 (3%)	23 (6%)	16 (8%)
AI & Digital Rights	11 (4%)	15 (4%)	18 (5%)	15 (8%)
Other Social	20 (7%)	20 (6%)	22 (6%)	13 (7%)
Public Health	16 (6%)	19 (6%)	15 (4%)	6 (3%)
E&S Blended	3 (1%)	9 (3%)	8 (2%)	4 (2%)

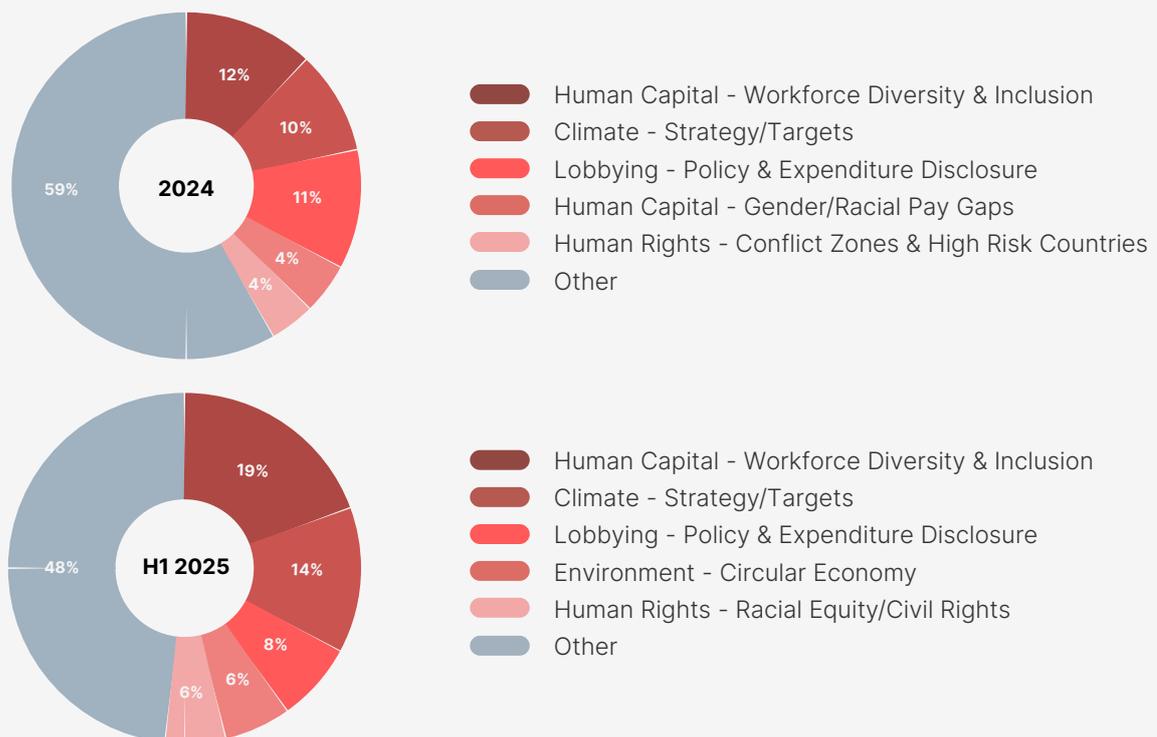
Source: SquareWell, ISS

Note: percentages may not sum to 100% due to rounding

At S&P 500, proposals relating to “Human Capital”, “Climate”, and “Human Rights” have consistently made up more than half of all sustainability-related shareholder proposals since 2022, and these categories remain the most prevalent in the first half of 2025, accounting for 55% of such proposals.

While the share of proposals on “Human Rights” and “Lobbying & Political Activities” has gradually declined over the past four years, there has been steady growth in proposals focused on “Human Capital” and emerging topics like “Artificial Intelligence (AI) & Digital Rights”.

Figure 4: Top Five Sustainability Shareholder Proposal Topics, S&P 500: 2024 vs. H1 2025



Source: SquareWell, ISS



What do shareholders propose?

Three topics continue to dominate the AGM agenda in the first half of 2025. **“Workforce Diversity & Inclusion”** accounts for 86% of human capital proposals, up from 43% in 2022, far exceeding other topics such as “Freedom of Association”, “Harassment”, and “Workplace Health & Safety”. **“Climate Strategy/Targets”** represents almost 70% of the climate-related proposals in 2025, outpacing topics like “Climate Lobbying” and “GHG Emissions Inventories”. **“Lobbying Policy & Expenditure Disclosure”** also ranks among the top three topics in both 2024 and 2025, while other lobbying-related proposals—such as requests to avoid political speech or politically divisive events, and to report on alignment of political spending with company values—are far less frequent.

Notably, **“Gender/Racial Pay Gap”** proposals were absent in 2025. They appeared consistently from 2022–2024, and with 16 proposals in 2024, this topic was among the most prevalent that year. Proposals relating to **“Conflict Zones & High-Risk Countries”**, which asked companies to report on risks and due diligence in conducting business in conflict zones or countries with significant human rights concerns, also fell sharply from 15 proposals in 2024 to just two in the first half of 2025.

4.b STOXX Europe 600

Table 3: Number and Percentage of Shareholder Proposals by Subcategory, STOXX Europe 600, 2022–2025

Subcategory	2022	2023	2024	H1 2025
Climate	12 (60%)	16 (62%)	10 (50%)	7 (44%)
Human Capital	1 (5%)	1 (4%)	-	3 (19%)
Human Rights	2 (10%)	5 (19%)	3 (15%)	3 (19%)
Other Environment	2 (10%)	2 (8%)	2 (10%)	3 (19%)
Sustainability Governance	-	-	2 (10%)	-
Lobbying & Political Activities	1 (5%)	-	1 (5%)	-
AI & Digital Rights	-	-	-	-
Other Social	-	1 (4%)	1 (5%)	-
Public Health	-	1 (4%)	1 (5%)	-
E&S Blended	2 (10%)	-	-	-

Source: SquareWell, ISS

Note: percentages may not sum to 100% due to rounding

At STOXX Europe 600 companies, sustainability-related shareholder proposals cover fewer categories. Drawing definitive conclusions is challenging due to the limited number of proposals at STOXX Europe 600 companies, where even small changes can drive large year-on-year percentage shifts. Nonetheless, SquareWell observes that European proponents primarily focus on **“Climate Strategy/Targets”**, which accounted for 44% of sustainability proposals in H1 2025, down from 62% in 2023.

In the first half of 2025, only four categories appeared on AGM agendas: “Climate”, “Human Capital”, “Human Rights”, and other environmental topics. By contrast, S&P 500 companies saw a more diverse range of shareholder proposals, including emerging topics such as artificial intelligence (“AI”) and digital rights, none of which have been submitted at STOXX Europe 600 companies. This may reflect Europe’s more established engagement landscape between companies and its shareholders, regulatory frameworks for AI governance,⁶ as well as the smaller presence of large-cap technology companies with the scale and AI exposure of the US “Big Tech” firms that have been the primary targets of such proposals.

⁶ The EU’s regulatory framework—including the Artificial Intelligence Act, General Data Protection Regulation (GDPR), and Digital Services Act—sets rules to safeguard fundamental rights, govern digital technologies, and ensure accountability across AI and online platforms.



4.c. Emerging Themes in S&P 500

Climate

In 2024, a new topic emerged on the **energy supply ratio (“ESR”)**, which measures the share of a bank’s financing allocated to low-carbon energy supply relative to fossil-fuel energy supply. The New York City Comptroller introduced proposals asking banks to disclose their ESR to help investors assess transition risks, net-zero progress, and the pace of the energy transition.⁷ Six major energy lenders were targeted, including five S&P 500 banks. Proposals at **The Goldman Sachs Group, Inc.** (US), **Morgan Stanley** (US), and **Bank of America Corporation** (US) went to a vote, while those at **JPMorgan Chase & Co.** (US) and **Citigroup Inc.** (US) were withdrawn after commitment to disclose such measure. In 2025, five proposals were filed: three at the same banks as in 2024, and two at **Wells Fargo & Company** (US) and **Berkshire Hathaway Inc.** (US). Across both years, a total of eight ESR proposals at S&P 500 companies—seven from the New York City Comptroller and one from As You Sow—went to a vote at the AGM. The three repeat proposals saw a notable decline in shareholder support, falling from 22–28% in 2024 to 13–16% in 2025. Institutional Shareholder Services (“ISS”) recommended support in 2024 but opposed the proposals in 2025.

The 2024 and 2025 AGM seasons also saw new proposals challenging the International Energy Agency’s (“IEA”) Net Zero Emissions (“NZE”) scenario and its 1.5°C by 2050 goal, asking companies to **assess the potential impacts if the IEA NZE assumptions prove wrong**, including effects on financial assumptions, asset valuations, and investment decisions. Four proposals were submitted in 2024 and one in 2025, all by the National Center for Public Policy Research, a conservative think tank that often challenges mainstream “ESG” views. Shareholder support for these proposals was low, at no more than 2%.

Other Environmental

As investor attention to biodiversity has grown since the adoption of the Kunming-Montreal Global Biodiversity Framework, there has been increased emphasis on assessing and disclosing biodiversity impacts, dependencies, risks, and opportunities. Companies began receiving shareholder proposals requesting a **biodiversity impact and dependency assessment** across the full value chain, aligned with standards such as the Taskforce on Nature-related Financial Disclosures (“TNFD”) and Science Based Targets for Nature (“SBTN”). Two S&P 500 companies—**PepsiCo, Inc.** (US) and **The Home Depot, Inc.** (US)—received repeated proposals in 2024 and 2025, backed by 16-18% of shareholders.

There were a few proposals related to **cigarette waste** in 2024 and 2025, submitted to tobacco companies and sellers of tobacco products. **Walgreens Boots Alliance, Inc.** (US, 2024 and 2025) and **The Kroger Co.** (US, 2025) were asked to report on their efforts to educate customers about tobacco waste, while **Altria Group, Inc.** (US, 2024) was asked to analyze and disclose how taking responsibility for cigarette filter waste—either voluntarily or under Extended Producer Responsibility (“EPR”) laws—could benefit the company.

Food waste also emerged as a novel topic, with a proposal filed by The Accountability Board at both **The Coca-Cola Company** (US) and **Dollar General Corporation** (US) in 2025. Both proposals requested that the companies disclose the types and quantities of food waste, as well as establishing targets to reduce food waste. A similar proposal was also filed at **McDonald’s Corporation** (US) but was successfully blocked by the company via a “no action” request.⁸

Another new topic that emerged in 2024 was related to **deep-sea mining**. The Woodcock Foundation filed a proposal at **General Motors Company** (US), requesting public disclosure of the company’s policies on the use of deep-sea mined minerals. Similarly, As You Sow filed a proposal at **Tesla, Inc.’s** (US) 2024 AGM calling for the company to commit to a moratorium on sourcing minerals from deep-sea mining. The same requests were submitted again in 2025 by As You Sow at both **Tesla** and **General Motors**. The proposal at **General Motors** was withdrawn after the company and As You Sow reached an agreement,⁹ while **Tesla** blocked the proposal via the US Securities and Exchange Commission (“SEC”)’s “no-action” process.¹⁰

⁷ The New York City Comptroller (2024), [Clean Energy Investment Ratio Presentation](#)

⁸ United States Securities and Exchange Commission (2025), [Incoming letter dated January 17, 2025](#)

⁹ As You Sow (2024), [General Motors Co: Establish a Policy for the Use of Deep Sea Mined Minerals](#)

¹⁰ As You Sow (2024), [Tesla Inc: Establish a Policy for the Use of Deep Sea Mined Minerals](#)

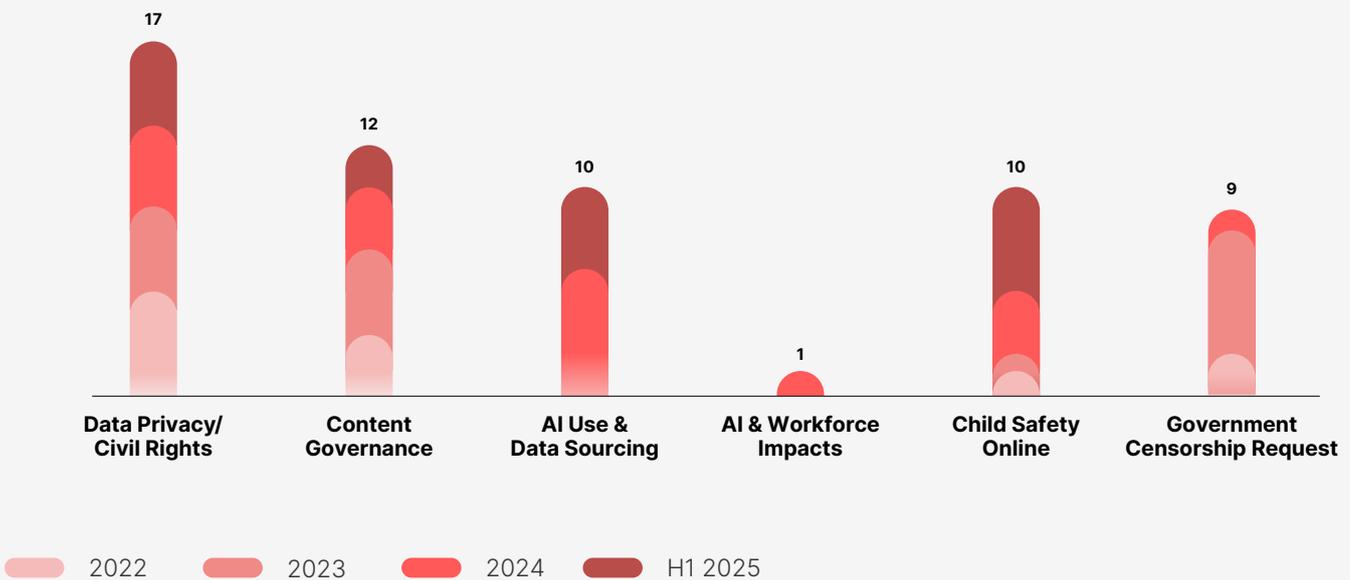


Public Health

This proposal category covers issues such as access to medicines and vaccines, antimicrobial resistance, and the health and safety impacts of products including tobacco, pesticide use, and food and beverages. While it accounts for a small share of proposals, in both 2024 and 2025, beverage makers **The Coca-Cola Company** (US) and **PepsiCo, Inc.** (US) each received shareholder proposals requesting assessments of potential health harms associated with the use of **non-sugar sweeteners**. These proposals were rejected by ISS and Glass, Lewis & Co ("Glass Lewis") but were supported by more than 10% of shareholders in both years.

Artificial Intelligence ("AI") & Digital Rights

Figure 5: AI & Digital Rights Proposals at S&P 500, 2022-2025



Source: SquareWell, ISS

Since 2022, 13 S&P 500 companies have received a total of 59 proposals related to AI and digital rights (Figure 5). The five “Big Tech” firms—**Alphabet Inc.** (US), **Amazon.com, Inc.** (US), **Apple Inc.** (US), **Meta Platforms, Inc.** (US), and **Microsoft Corporation** (US)—account for 86% of proposals in this category. Early AI-related proposals largely focused on assessing and reporting data privacy and civil rights risks associated with AI-powered technologies and algorithms, as well as addressing AI-generated misinformation and disinformation.

During the 2024 AGM season, shareholders began requesting companies to **publish transparency reports** explaining their use of AI and/or the Board’s role in overseeing AI usage, and to establish ethical guidelines—shifting the focus from individual risks to overall AI governance and responsible management across the company. These AI transparency report proposals were supported by proxy advisors ISS and Glass Lewis, and three of the four proposals received significant shareholder backing, including 43% support for the proposal at **Netflix, Inc.** (US).

In the first half of 2025, there was also a new emphasis on **child safety online**. The number of related proposals increased



to five—two at **Meta**, two at **Alphabet**, and one at **Apple**. Proposals filed by Bowyer Research focused on the risks of child sexual exploitation, while those filed by Proxy Impact and Boston Common Asset Management addressed broader concerns, including cyberbullying, self-harm, addiction, and children's data privacy.

The 2025 AGM season also saw an increase in proposals requesting companies to assess and report on the risks of **unethical use of data in AI training and development**, filed by conservative think tank National Legal and Policy Center. These were some of most successful proposals filed by the group in 2025, each receiving around 10% or more shareholder support.

Surprisingly, however, **proposals in 2025 paid relatively little attention to AI's potential negative impact on human capital**, particularly the risk of large-scale job displacement, the need for meaningful reskilling pathways or fair separation packages, and the broader systemic risks such disruption could pose as AI capabilities accelerate and get widely adopted. **Over the past four years, only one proposal has explicitly addressed workforce implications—at Chipotle Mexican Grill, Inc. (US)**—concerning a just and equitable transition in the workplace as the company adopts AI and automation. While the supporting statements of the 2024 AI transparency report proposals at **Netflix, Inc. (US)**, **Paramount Global (US)**, **Warner Bros. Discovery, Inc. (US)**, and **Apple Inc. (US)** touched on risks related to AI-driven job automation—including mass layoffs and labor disruptions, particularly in light of the 2023 writers' and actors' strike where AI was a key catalyst—the proposals themselves did not specifically focus on workforce impacts.

This omission is notable given that workforce impacts are among the most tangible and immediate consequences of AI adoption. **While companies have focused heavily on AI ethics, safety, and data governance, far less attention has been paid to the social contract between employers and employees during transformative technological change.**

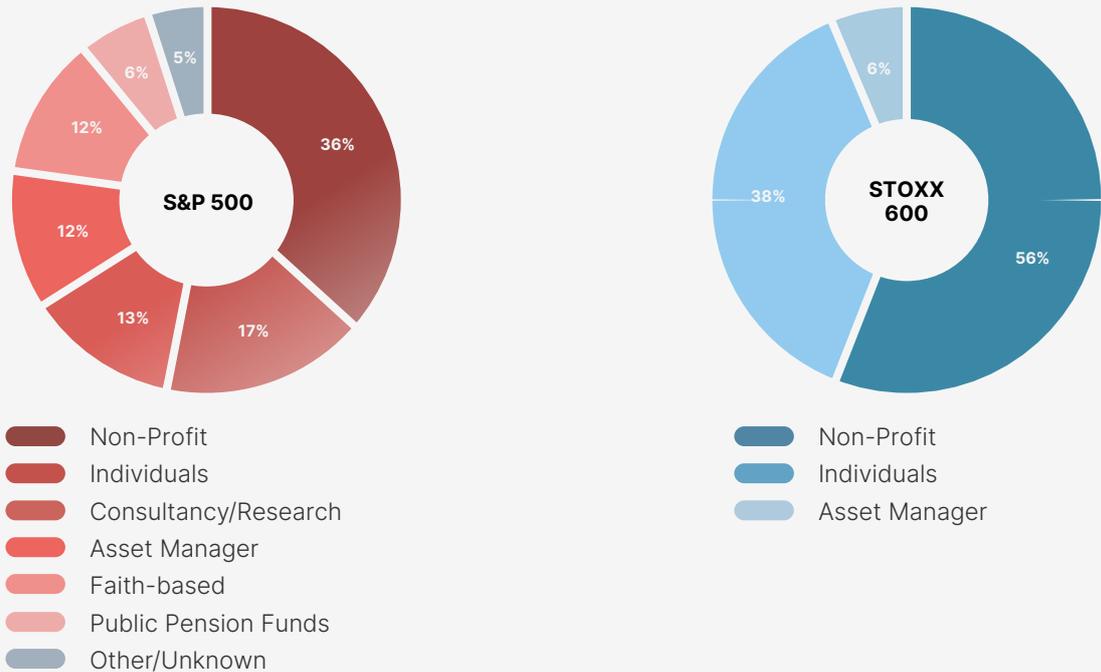
As AI reshapes business models, investors could face long-term risks stemming from eroded employee morale, loss of institutional knowledge, reputational criticism, and regulatory backlash if companies are perceived as externalizing the societal costs of automation. Moreover, without strategic human-capital planning, such as transparent transition strategies, investment in worker upskilling, and responsible workforce resizing—companies may undermine both operational resilience and stakeholder trust.

Beyond the social pillar—which is the focus of Figure 5—investors are increasingly considering AI-related risks and responsibilities across environmental and governance dimensions as well. For example, at the 2025 AGM of **Amazon.com, Inc. (US)**, shareholders requested a report on how the company will meet its climate commitments while expanding energy-intensive AI and data-center operations. Similarly, governance-focused AI proposals ask companies to establish dedicated board-level AI committees or to expand the mandate of existing committees. At **Alphabet Inc. (US)**, for instance, shareholders requested that the Audit and Compliance Committee's charter be amended to explicitly include responsibility for overseeing the company's AI activities.



05. PROPONENTS

Figure 6: Types of Proponents for Sustainability Shareholder Proposal, S&P 500 and STOXX Europe 600, H1 2025



Source: SquareWell, ISS

In the first half of 2025, S&P 500 shareholder proposals came from a variety of proponents. Most were non-profit groups (36%), including **As You Sow**, the **National Center for Public Policy Research**, and the **National Legal and Policy Center**. Others included individual filers (17%) such as **John Chevedden**; consultancy and research firms (13%) like **Bowyer Research** and **Proxy Impact**; asset managers (12%), particularly SRI investors such as **Trillium Asset Management** and **Green Century Capital Management**; faith-based investors (12%); and public pension funds (6%), including the **Comptrollers of the City and State of New York**.

While the overall composition has remained broadly stable over the past four AGM seasons, notable shifts are evident. The share of proposals from asset managers has fallen from 21% in 2022 to 12% in 2025, reflecting reduced activity from previously prolific filers. For example, **Arjuna Capital**—an SRI investor that filed 10–13 environmental and social proposals annually at S&P 500 companies from 2022–2024—does not appear to have filed any in 2025. This pullback may reflect heightened legal risks following **Exxon Mobil Corporation’s** (US) 2024 lawsuit against Arjuna Capital and Follow This over a climate-related proposal.¹¹ Although the case was dismissed, such high-profile litigation may discourage shareholders from submitting proposals at companies with far greater financial and legal resources. In the same context, **Follow This**, active in filing climate proposals at US and European major oil companies since 2016, announced that it would pause submitting

¹¹ Reuters (2024), [US judge dismisses Exxon case against activist investor over proxy filing](#)

What do shareholders propose?

shareholder proposals in 2025. The NGO cited increasing legal challenges that deter investor support, pointing to lawsuits by US states against investors considering climate risks and to US Securities and Exchange Commission ("SEC") actions that constrain shareholder rights.¹² However, in January 2026, Follow This announced that it would be filing shareholder proposals at **Shell Plc** (UK) and **BP Plc** (UK). The resolutions request that the respective companies disclose their strategies for creating shareholder value under scenarios of declining oil and gas demand.¹³

Filings from labor unions and union-affiliated funds have also declined, from nearly 7% in 2022 to 2% in 2025. By contrast, consultancy and research firms have grown from just 2% to nearly 13% over the same period, largely driven by **Bowyer Research**, now one of the most active filers in 2025. Bowyer Research challenges mainstream "ESG" frameworks, emphasizing fiduciary duty and shareholder primacy. Reflecting this stance, it has published proxy voting guidelines—available via proxy advisor ISS for government-based funds—designed to "counter the promotion of ESG ideology".¹⁴

Many of the proposal filers at S&P 500 companies are members of the [Shareholder Rights Group](#), a coalition of investors that seeks to protect shareholders' ability to engage with companies on governance, accountability, and long-term value. **Between 2022 and 2025, 30% of the S&P 500 proposals were filed by, or on behalf of, members of Shareholder Rights Group.** The group recently co-published a report with The Interfaith Center on Corporate Responsibility ("ICCR"), a member of the group, and the US Sustainable Investment Forum ("US SIF") highlighting shareholder proposals as a vital tool for investors to address material and emerging risks, from drug pricing to governance reforms. The report comes amid growing efforts in the US to weaken shareholder rights.¹⁵

At STOXX Europe 600 companies, the majority of proposals in the first half of 2025 came from non-profit groups (56%) such as **ShareAction**, **Australasian Centre for Corporate Responsibility** ("ACCR"), and **World Wide Fund for Nature** ("WWF"), followed by individual filers (38%). Certain types of proponents common in S&P 500—most notably faith-based organisations and consultancy/research firms—are absent in STOXX Europe 600.

As discussed in [Section 8.b](#), some of the most successful proposals at European companies in 2025 were co-ordinated by ShareAction and ACCR with institutional investor backing. ShareAction's living wage proposals at three UK companies formed part of its broader Living Wage campaign, supported by the Good Work Coalition, a collaborative engagement initiative of 50 investor members including **Legal & General Investment Management**, **Impax Asset Management**, and **Columbia Threadneedle Investments**. Meanwhile, ACCR's climate proposal was co-filed with **Brunel Pension Partnership**, **Greater Manchester Pension Fund**, and **Merseyside Pension Fund**.

¹² Follow This (2025), [Follow This pauses climate resolutions for Big Oil in 2025 amid investor hesitation](#)

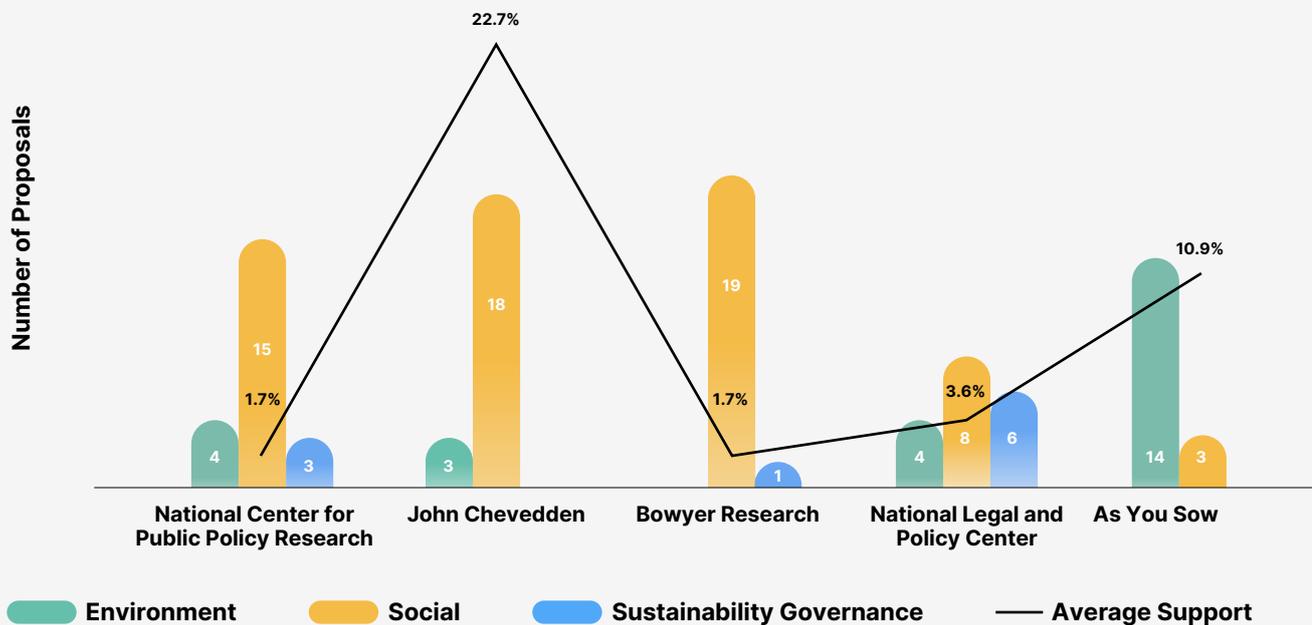
¹³ Follow This (2026), [New shareholder resolutions at Shell and BP focus on financial risks of declining oil and gas demand](#)

¹⁴ Bowyer Research (2024), [Bowyer Research Proxy Voting Guidelines to be Available Through ISS](#)

¹⁵ Shareholder Rights Group (2025), [Shareholder Proposals: An Essential Investor Right](#)



Figure 7: Top Five Lead Proponents of Sustainability Shareholder Proposals, S&P 500, H1 2025



Source: SquareWell, ISS
Average support calculated as FOR/(F+A+AB votes)%

Table 4: Key Proposal Topics and Filing Frequency of Top Five Lead Proponents, S&P 500, H1 2025

Lead Proponent	Key Proposal Topic (No.)
National Center for Public Policy Research	<ul style="list-style-type: none"> Workforce Diversity & Inclusion (13) Climate (4) Board Oversight of ESG Issues (3)
John Chevedden	<ul style="list-style-type: none"> Lobbying Policy & Expenditure Disclosures (14) Racial Equity/Civil Rights (3) Climate (3)
Bowyer Research	<ul style="list-style-type: none"> Workforce Diversity & Inclusion (8) Charitable Donations (7)
National Legal and Policy Center	<ul style="list-style-type: none"> ESG Metrics in Executive Pay (6) AI Use & Data Sourcing (4) Workforce Diversity & Inclusion (3)
As You Sow	<ul style="list-style-type: none"> Climate (9) Circular Economy (5)

Source: SquareWell



Among the top five proponents with the largest number of sustainability shareholder proposals filings at S&P 500 in the first half of 2025, three are groups that advocate for proposals aligned with conservative principles, often challenging mainstream “ESG” practices: the **National Center for Public Policy Research** (22 proposals), **Bowyer Research** (20 proposals), and the **National Legal and Policy Center** (18 proposals). Their proposals typically focus on issues such as corporate political activity, free speech, fiduciary duty, and the potential risks of adopting progressive “ESG” agendas. These proponents tend to center their arguments on shareholder interests and question whether mainstream “ESG” initiatives align with the fiduciary duties of directors. In the first half of 2025, many of their proposals targeted companies’ DEI (“Diversity, Equity, and Inclusion”) initiatives and targets, requesting that companies report on potential risks associated with such policies and programs. These proposals often reflect the perspective that initiatives prioritizing demographic characteristics or favoring certain religious or political views over qualifications could constitute discrimination and undermine merit-based decision-making. Support levels for proposals filed by these groups remain low, averaging 1.6% in H1 2025.

While it is important to acknowledge that these proposals are often submitted with a specific intent or goal that runs counter to the mainstream consensus on “ESG” topics, they can highlight important issues. For example, the 2025 proposal submitted at **Meta Platforms, Inc.** (US, [Item 10](#)), requesting that the company report on the risks of deepfakes in online child exploitation, and the 2025 proposal at **Yum! Brands Inc.** (US, [Item 6](#)) asking that the company report on ensuring that employees are not discriminated against for their religious views. Similarly, in 2024, there was a proposal at **JPMorgan Chase & Co.** (US, [Item 6](#)) which requested consideration of the energy transition’s impact on developing countries’ reliance on affordable fossil fuel energy, as well as a 2024 proposal at **Ford Motor Company** (US, [Item 6](#)) inquiring about child labor in the electric vehicle supply chain. We consider that such proposals may raise important concerns that should be considered, yet are often dismissed due to them being automatically classified as “anti-ESG” based solely on the proponent’s stance.

The other two top proponents are **John Chevedden** and **As You Sow**. Chevedden filed 21 proposals in the first half of 2025, achieving the highest success rate among the top proponents, with an average support level of 22.7%, including the only shareholder proposal passed that year. His proposals focused primarily on political lobbying disclosures. As You Sow, on the other hand, concentrated on environmental topics such as climate and circular economy, and to a lesser extent on social topics such as workforce diversity and political speech at S&P 500 companies in 2025. In previous years, As You Sow also submitted proposals on AI and digital rights, as well as sustainability governance, including linking executive pay to GHG emissions, among other themes.



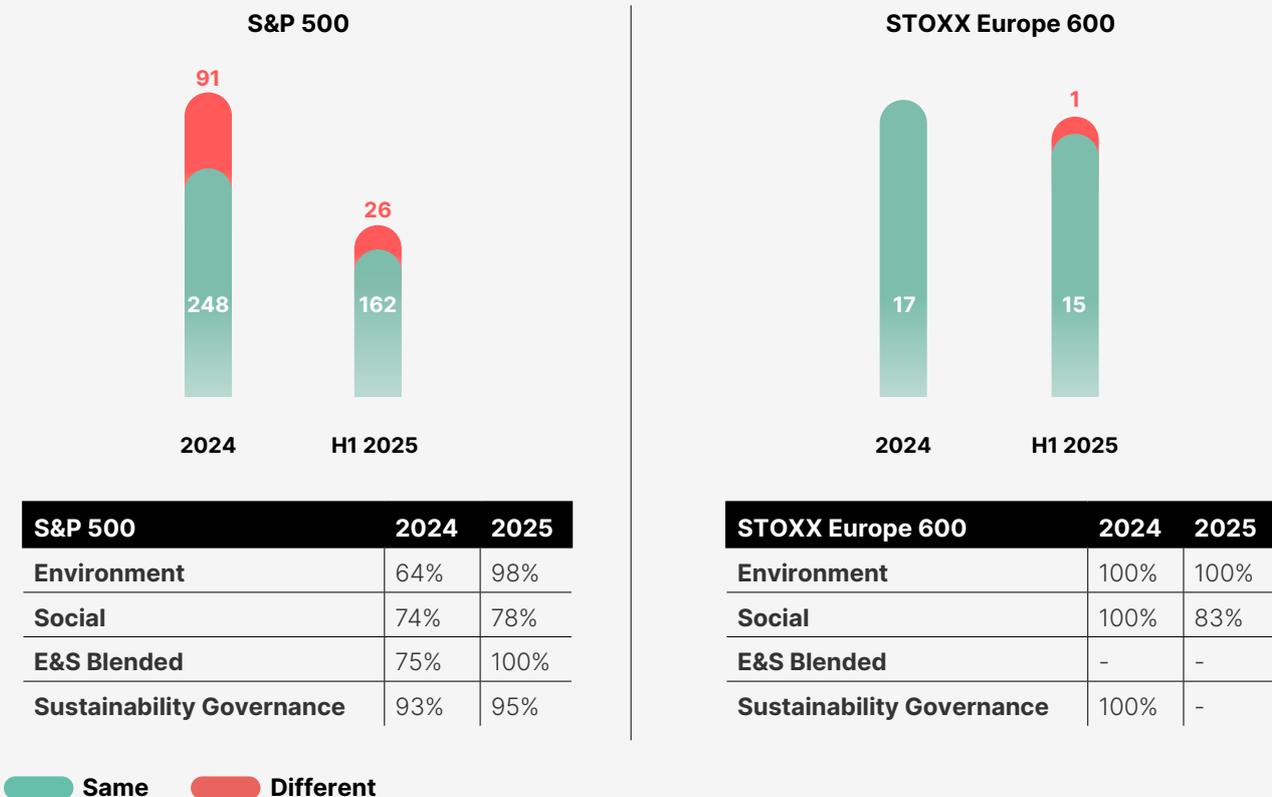
06. PROXY ADVISORS

6.a Proxy Advisors Alignment on Shareholder Proposals

For sustainability-related shareholder proposals at S&P 500 in the first half of 2025, the two global proxy advisory firms—**Institutional Shareholder Services** (“ISS”) and **Glass, Lewis & Co** (“Glass Lewis”)—exhibited a greater alignment in their recommendations than the previous year (Figure 8). SquareWell was unable to obtain Glass Lewis recommendations for 16 proposals (out of 576) across 2024-2025.¹⁶

Notably, **ISS and Glass Lewis were aligned on 98% of environmental proposals that came to a vote at S&P 500 companies in the first half of 2025—both recommended voting against the proposals. They disagreed on only one environmental proposal:** a request at **Lennar Corporation** (US) for the company to disclose GHG emissions targets for full value chain, which Glass Lewis supported and ISS opposed.

Figure 8: ISS and Glass Lewis Issuing the Same Recommendations, 2024-2025



Source: AQTION, ISS
Excludes withdrawn/non-voting items

¹⁶ Glass Lewis recommendations collected by SquareWell are based on voting data from select institutional investors known to frequently align with Glass Lewis. These are not official recommendations from Glass Lewis and may differ from Glass Lewis' actual vote recommendations.

It was also observed that ISS opposed all proposals it labelled as “counter E&S proposals,” whereas Glass Lewis supported one such proposal related to diversity and inclusion at **Target Corporation** (US). Filed by the National Center for Public Policy Research, the proposal asked Target to assess and report on how its affirmative-action initiatives affect the company’s exposure to discrimination-related risks. The proponent argued that recent U.S. court rulings have increased the legal risks of race-based initiatives and that Target’s DEI programs could lead to lawsuits and significant financial liabilities. Examining Glass Lewis’ rationale, the advisor supported the proposal not because it agreed with the proponent’s stance, but because Target’s poorly managed rollback of its DEI initiatives had created reputational, legal, and operational risks. Glass Lewis concluded that shareholders lacked sufficient information to understand how these risks were being managed and would benefit from greater transparency.

At STOXX Europe 600 companies, ISS and Glass Lewis disagreed on only one proposal - the living wage proposal filed at **Next Plc** (UK), which Glass Lewis supported but ISS opposed.

6.b Proxy Advisors’ Vote Recommendations on Shareholder Proposals

A review of proxy advisor recommendations on sustainability-related proposals at S&P 500 companies in 2024-2025 reveals (Figure 9) that **ISS and Glass Lewis provided the greatest support for proposals related to social issues**, which was the only category that ISS supported in the first half of 2025. Glass Lewis also showed comparatively higher support for social proposals, supporting around one-third of them.

Overall, both proxy advisors reduced their support in 2025. ISS’s support dropped sharply—from 39% of proposals in 2024 to around 7% in the first half of 2025—while Glass Lewis’s support declined from 26% to 21%. The low level of support for sustainability-related shareholder proposals in 2025 may partly reflect increasing political and legal pressure on proxy advisors regarding their stance on sustainability topics. For example, the Texas Attorney General recently launched an investigation into ISS and Glass Lewis, alleging that they misled institutional investors.¹⁷

This pressure may have contributed to a change in approach. ISS updated its U.S. Proxy Voting Guidelines for 2026 for sustainability-related proposals on four topics: diversity and equal opportunity, political contributions, human rights, and climate change/greenhouse gas emissions. The changes would introduce a “fully case-by-case approach” to evaluating these proposals, replacing the current practice of generally recommending support unless specific conditions warrant otherwise. If implemented, the updates would align ISS’s U.S. policy with its global guidelines on environmental and social proposals.¹⁸

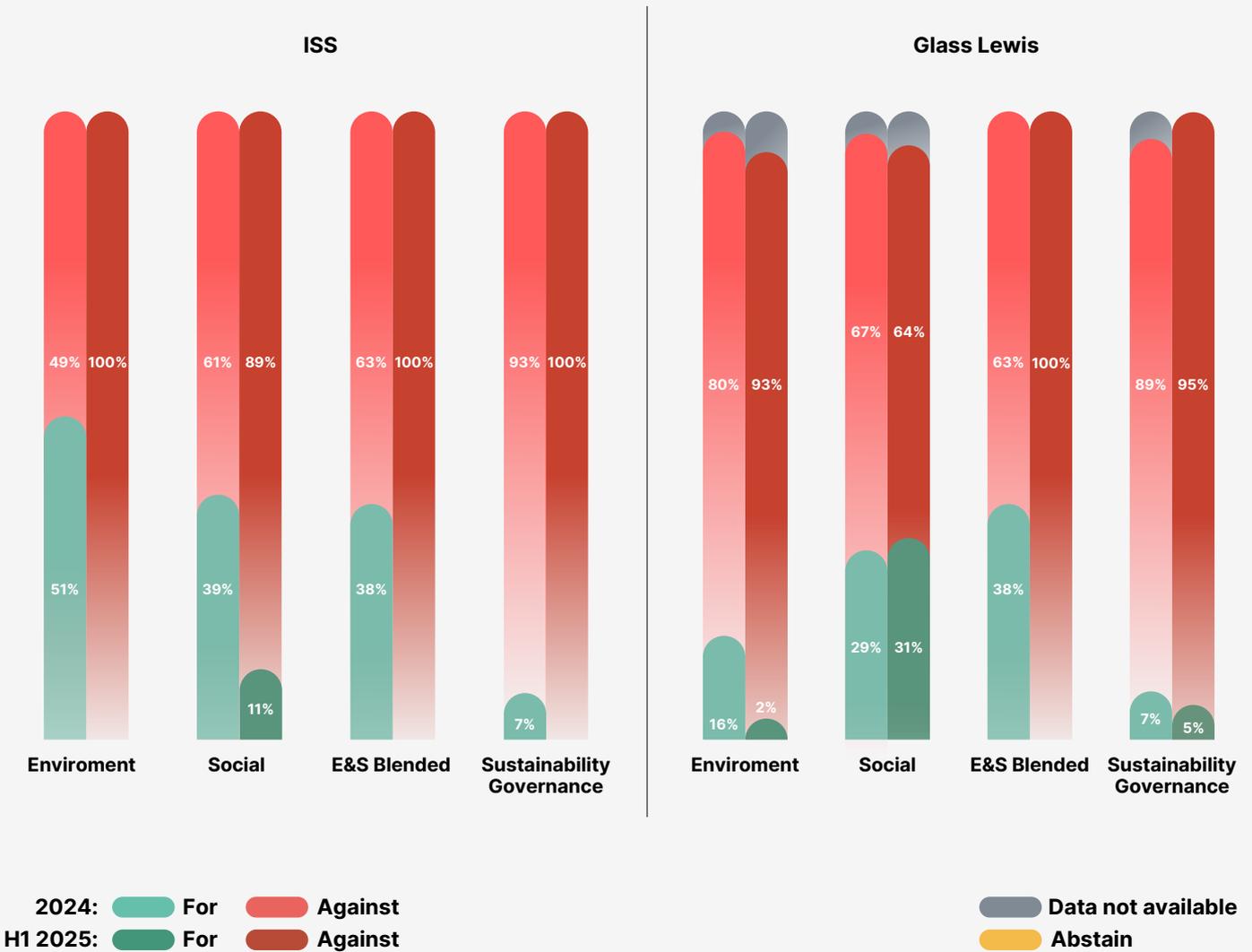
¹⁷ Reuters (2025), [Texas AG probes proxy advisers Glass Lewis, ISS amid ESG backlash](#)

¹⁸ ISS (2025), [Proxy Voting Guidelines Benchmark Policy Changes for 2026: Americas](#)



For proposals filed at STOXX Europe 600 companies, ISS and Glass Lewis tend to recommend against proposals. In 2024, ISS and Glass Lewis supported only one proposal, which asked **DSV A/S** (Denmark) to report on human rights efforts; the proposal passed with high shareholder support and was also backed by management. In 2025, ISS supported none of the sustainability-related shareholder proposals at STOXX Europe 600 companies, while Glass Lewis supported the living wage proposal at **Next Plc** (UK), which received support from 26% of shareholders (including abstentions). Although these fall outside the scope of our research period, we noted two additional living wage proposals—at **Marks & Spencer Group Plc** (UK) and **JD Sports Fashion Plc** (UK), both of which held their 2025 AGMs in July. In both cases, ISS also recommended against the proposals, while Glass Lewis recommended support.

Figure 9: Proxy Advisors' Vote Recommendations on Shareholder Proposals, S&P 500



Source: SquareWell, ISS, AQTION

Exclude withdrawn/non-voting items
 Numbers may not add up to 100% due to rounding

07. INVESTORS' APPROACH TO SUSTAINABILITY SHAREHOLDER PROPOSALS

Major asset managers assess and vote on shareholder proposals based on their evaluation of materiality, alignment with long-term shareholder interests, and the appropriateness of the requested action. The three major passive US investors—**BlackRock**, **State Street Investment Management**, and **The Vanguard Group**—generally refrain from supporting proposals they consider overly prescriptive, lacking economic merit, or addressing risks that companies are already managing. **Norges Bank Investment Management** similarly votes with the board unless proposals raise material and reasonable concerns. By contrast, **Legal & General Investment Management**, **Amundi Asset Management**, and **BNP Paribas Asset Management** tend to be more supportive of environmental and social proposals, particularly those that drive meaningful change, enhance transparency, or address issues not already covered by the company's practices, while still reserving the right to oppose proposals they deem inappropriate or duplicative.



Table 5: How Major Investors Assess and Vote on Shareholder Proposals

Investor	Position on Shareholder Proposals
	<p>BlackRock’s assessment of 2024 proposals revealed that most environmental and social proposals were “over-reaching, lacked economic merit, or sought outcomes unlikely to promote long-term shareholder value”, and often addressed risks companies were already managing. (BlackRock Investment Stewardship 2024 Annual Report)</p>
	<p>State Street generally do not support shareholder proposals that appear to “impose changes to business strategy or operations, such as increasing or decreasing investment in certain products or businesses or phasing out a product or business line, or if its is not a topic that the company has deemed to be material in their public disclosure documents.” (Stewardship Report 2024)</p>
	<p>Vanguard evaluates each proposal on its merits and in the context of the board’s responsibility for providing effective oversight of strategy and risk management. Vanguard explains that its lack of support for environmental and social shareholder proposals in the US does not reflect a change in the application of its voting policies, but rather stems from proposals being either overly prescriptive in their requests for company action or failing to address financially material risks to shareholders at the companies in question. (Investment Stewardship 2024 Annual Report)</p>
	<p>NBIM’s general position is to vote with the board unless the proposal raises concerns that are material and reasonable and where company practices run contrary to their interests as long-term owner. They explain that their primary reasons for voting against shareholder proposals stem from either the proposals being overly prescriptive or from their view that the proposal was not appropriate. They also note that sustainability-related proposals are becoming more complex and covering a broader range of topics. (Responsible investment Government Pension Fund Global 2024)</p>
	<p>LGIM is generally supportive of sustainability-related shareholder proposals, having voted in favor of the majority of proposals under review in 2022–2025. The asset manager explained that the resolutions they did not support were mostly those considered overly prescriptive or where the company had already provided adequate reporting on the issue. They also cited proposals related to climate risks in corporate retirement plans as an example, noting that such plans are run by third parties in line with their fiduciary duties and that employees are given fund-election options. SquareWell noted that LGIM voted against all 17 such proposals filed at S&P 500 companies between 2022 and 2025. (Active Ownership 2024)</p>
	<p>Amundi said they remain committed to supporting environmental and social proposals that “drive meaningful change and enhance transparency” such as proposals on setting GHG emissions targets, report on climate change, transparency on political contributions and lobbying, climate lobbying, diversity-related issues, and gender and pay equity. (2024 Voting Report, p.22-23)</p>
	<p>BNPP AM’s principle is to vote in favor of shareholder proposals when they align with the long-term interests of shareholders and the requested action is warranted given the company’s prevailing practices. However, they will abstain if they believe the proposal is not appropriate in light of the company’s specific circumstances or if the request is already being implemented in practice. (Voting Report 2024)</p>

Source: SquareWell, AQTION

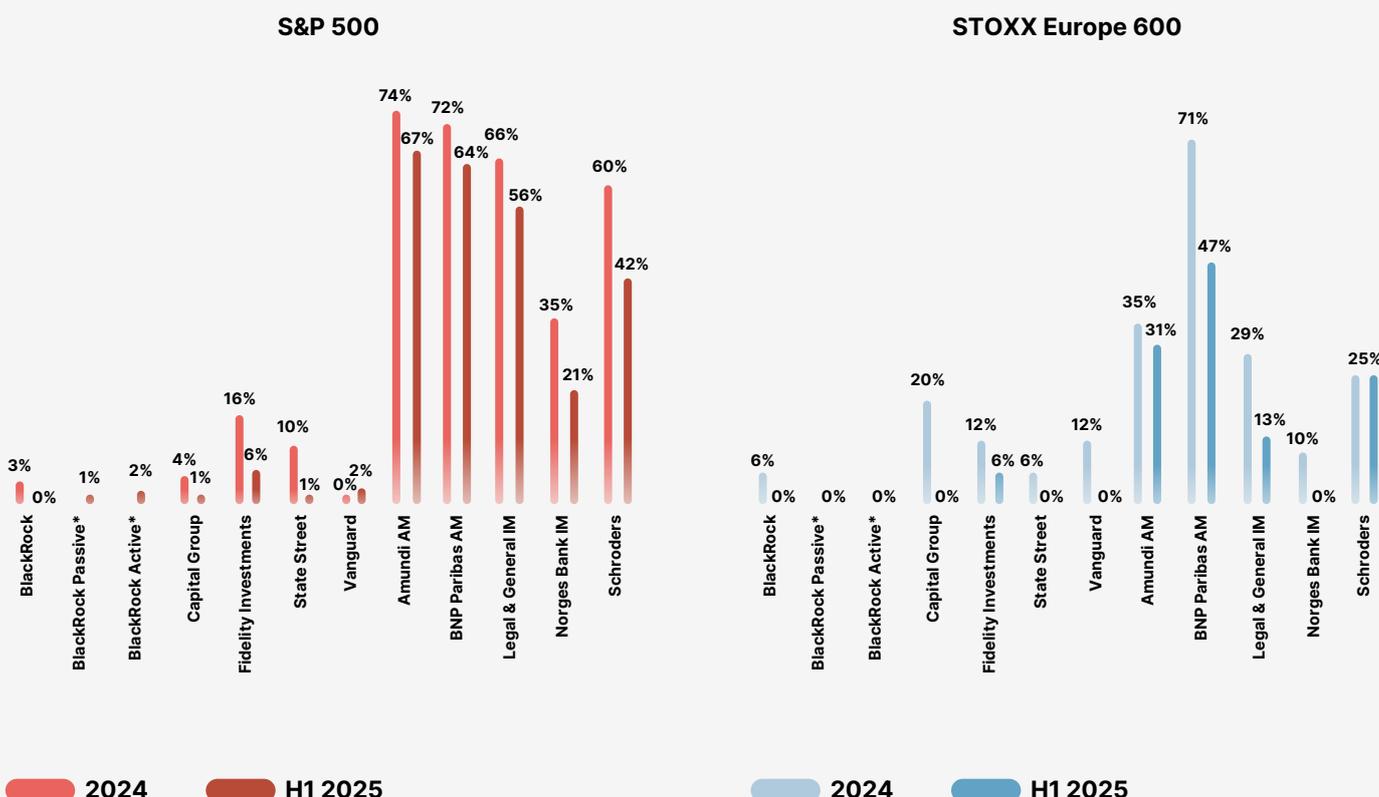


What do shareholders propose?

An analysis of the voting behavior of the ten large investors based in the United States and Europe (Figure 10) shows that, compared to 2024, for the first half of 2025 **all maintained or reduced their support for sustainability-related shareholder proposals** at S&P 500 and STOXX Europe 600 companies. It was also noted that European investors exhibited stronger support for these proposals compared with US investors. On average, the five European investors supported 48% of the shareholder proposals that went to a vote in H1 2025, compared with just 2% for US investors.

The disparity between European and American investors can be partly attributed to the inclusion in the US peer group for this analysis of the three major passive American investors—**BlackRock, The Vanguard Group, and State Street Investment Management**—who are known to be more “management friendly”. During the first half of 2025, **BlackRock, Vanguard and State Street** supported none of the environmental- and social-related proposals filed at STOXX Europe 600 companies, and only a handful at S&P 500 companies. Notably, within **BlackRock’s** own active and passive stewardship teams,¹⁹ voting diverged: since April 2025, **BlackRock Active** supported three such proposals at S&P 500 companies, while **BlackRock Passive** supported only one. Both teams voted for the proposal filed at **Charter Communications, Inc.** (US, [Item 4](#)) requesting disclosure of political contributions. However, **BlackRock Active and BlackRock Passive voted differently on two proposals**: at **Walmart Inc.** (US, [Item 10](#)), which requested a report on health and safety governance, and at **Alphabet, Inc.** (US, [Item 12](#)), which requested a human rights impact assessment of AI driven targeted advertising. In both cases, BlackRock Active voted for, while BlackRock Passive voted against. Vanguard also reported that its funds did not support any environmental and social-related proposals at US portfolio companies during the 2025 proxy year (between July 1, 2024 and June 30, 2025),²⁰ however, **fund-level voting data shows split votes across Vanguard funds, with a majority of the funds actually voting “for” some of proposals.**

Figure 10: Support for Sustainability-Related Shareholder Proposals by Major Asset Managers, 2024-2025



Source: SquareWell, AQTION, Investor voting records (as of October 2025)

Note on voting records: Exclude withdrawn/non-voting items; Investor support is calculated as Items Voted in Favor/Items Voted On. Where no votes were disclosed by asset managers for a specific company, SquareWell assumed that they did not hold a position in that company. Where votes were “split”, the outcome is based on how the majority of funds voted.

Note on BlackRock: From April 2025 onward, BlackRock began disclosing voting records separately for its passive and active strategies, following the split of its stewardship function into two teams: BlackRock Investment Stewardship (BIS) for passive funds and BlackRock Active Investment Stewardship (BAIS) for active funds. Voting data for 2024 and January–March 2025 is presented under a single “BlackRock” column, while data from April 2025 onward is split into “BlackRock Passive” and “BlackRock Active.”

¹⁹ BlackRock recently announced that it has split its stewardship activities into two teams, a passive branch (BIS) and an active branch (BAIS) and as such, BlackRock Passive and Active voting data is only available from April 2025. BlackRock (2025), [Stewardship at BlackRock](#)

²⁰ Vanguard (2025), [U.S. Regional Brief](#)



Table 6: : S&P 500 – Asset Manager Support Rates (“For” Votes / Proposals Voted)

	BlackRock	BlackRock Passive	BlackRock Active	Capital Group	Fidelity Investments	State Street
2024	9/349	-	-	10/271	50/320	35/349
2025	0/22	1/168	3/169	2/148	11/193	2/193
	Vanguard	Amundi AM	BNP Paribas AM	Legal & General IM	Norges Bank IM	Schroders
2024	0/313	255/343	225/312	225/343	112/321	197/327
2025	3/183	130/193	117/182	109/194	39/184	81/191

Table 7: : STOXX Europe 600 - Asset Manager Support Rates (“For” Votes / Proposals Voted)

	BlackRock	BlackRock Passive	BlackRock Active	Capital Group	Fidelity Investments	State Street
2024	1/17	-	-	1/5	2/17	1/17
2025	0/4	0/12	0/12	0/4	1/16	0/15
	Vanguard	Amundi AM	BNP Paribas AM	Legal & General IM	Norges Bank IM	Schroders
2024	2/17	6/17	12/17	5/17	1/10	4/16
2025	0/16	5/16	7/15	2/16	0/8	4/16

Source: SquareWell, AQTION, Investor voting records (as of October 2025)

In the first half of 2025, the largest declines in support for sustainability shareholder proposals among S&P 500 companies were observed at **Schroders** (-18pp) and **Norges Bank Investment Management** (-14pp). **Amundi Asset Management** and **BNP Paribas Asset Management** supported 67% and 64% of the sustainability-related shareholder proposals they voted on, respectively—higher than the other large asset managers under review. By contrast, among the least supportive asset managers, **State Street Investment Management** supported only two proposals (1%)—one on lobbying disclosures at **Cboe Global Markets, Inc.** (US, [Item 5](#)) and another on AI data sourcing at **Alphabet Inc.** (US, [Item 11](#))—while **Capital Group** also supported only two proposals, both filed at **Meta Platforms, Inc.** (US, [Item 9](#) and [Item 10](#)), both addressing online risks by requesting that the company report on child safety and harm reduction.

BlackRock, State Street Investment Management, Capital Group, The Vanguard Group, and Norges Bank Investment Management supported none of the sustainability-related shareholder proposals filed at STOXX Europe 600 companies in the first half of 2025. The greatest decline in support was observed at **BNP Paribas Asset Management** (-24pp). Despite this reduction, **BNP Paribas Asset Management** continued to support more sustainability-related shareholder proposals than any of the other large asset managers under review since 2022.

The low levels of support for such proposals by the largest asset managers may, in part, be due to them being targeted amid a growing “ESG backlash” in the US. For instance, **BlackRock, State Street Investment Management, and The Vanguard Group** have all faced lawsuits brought by Republican-led US states. The lawsuit asserts that these investors violated antitrust laws through their involvement in climate advocacy groups targeting coal companies and criticized their membership in the Net Zero Asset Managers (“NZAM”) Initiative, which BlackRock and Vanguard have left, while State Street withdrew its US arm.²¹ At the same time, the **New York City Comptroller** has raised concerns that **BlackRock’s** climate positions are insufficiently ambitious and has recommended that city pension funds consider dropping BlackRock from their portfolios.²²

In light of diminished support by investors, in 2024, proponents such as **Mercy Investment Services, Presbyterian Church, Maryknoll Sisters, and United Church of Christ-Funds** have filed a proposal to **BlackRock, The Goldman Sachs Group,**

21 Reuters (2024), [BlackRock, Vanguard, State Street sued by Republican states over climate push](#)

22 New York City Comptroller (2025), [Comptroller Lander Recommends Pension Boards Drop BlackRock, Fidelity, and PanAgora Due to Inadequate Decarbonization Plans](#)



Inc., **JPMorgan Chase & Co.** and **State Street Corporation**, requesting them to review their approach to proxy voting, ensuring its alignment with the company's internal policies and with the Paris Agreement. Support levels at **BlackRock**, **Goldman Sachs**, and **JPMorgan Chase** were low at around 8%, with both Institutional Shareholder Services ("ISS") and Glass, Lewis & Co. ("Glass Lewis") recommending against these proposals. At State Street, the proposal was withdrawn following commitments made by the company. **BlackRock**, in particular, has faced scrutiny from activists such as **Bluebell Capital Partners** between 2021 and 2024, during which Bluebell questioned inconsistencies between BlackRock's ESG commitments and its investment and voting decisions, particularly regarding fossil fuel exposure. In 2024, Bluebell filed a proposal requesting an independent board chair after BlackRock failed to engage meaningfully.²³

Shareholder Proposals from Large Investors

Among the ten large investors, **Amundi Asset Management**, **Legal & General Investment Management**, **Norges Bank Investment Management**, **BNP Paribas Asset Management**, and **Schroders** have filed shareholder proposals at S&P 500 companies during the period under review.

- **Schroders:** In 2025, Schroders co-filed a social proposal with a group of faith-based investors at the discount retailer **Dollar General Corporation** (US), requesting the company to adopt and disclose a comprehensive human rights policy aligned with international standards applicable to its operations and value chain ([Item 5](#)). Currently, Dollar General's human rights disclosures are limited to supply chain expectations. The proposal received support from 22.9% of shareholders, was recommended by Glass Lewis, but opposed by ISS.
- **BNP Paribas Asset Management:** BNP Paribas co-filed an environmental proposal in 2024 at **The Procter & Gamble Company** (US), a manufacturer of household and personal care products, requesting a report on how P&G's sourcing practices negatively impact the biodiversity and resilience of boreal forests. The proposal followed company dialogue regarding P&G's removal of a prior commitment to end forest degradation without public explanation. It was later withdrawn after the company agreed to enhance disclosures and investments to reduce dependence on boreal forests where its pulp was sourced.²⁴
- **Norges Bank Investment Management ("NBIM"):** In 2023, NBIM filed shareholder proposals at two high-emitting companies, **Marathon Petroleum Corporation** (US) and **Packaging Corporation of America** (US), requesting that they establish or strengthen their emission reduction targets. This was the first time NBIM filed shareholder proposals on a sustainability issue. Both proposals were withdrawn following commitments from the respective companies.²⁵ In 2024, NBIM filed a proposal at **Kinder Morgan, Inc.** (US), an energy infrastructure company, requesting the establishment of an emission reduction target ([Item 5](#)), which received support from ISS and Glass Lewis and 31.1% shareholder support.
- **Amundi Asset Management:** In 2023, Amundi filed a shareholder proposal targeting **Martin Marietta Materials, Inc.** (US), a supplier of construction aggregates and heavy building materials identified as a climate laggard by Climate Action 100+ Net Zero Company Benchmark. The proposal ([Item 5](#)) urged the company to set science-based greenhouse gas (GHG) reduction targets. Recognized as a flagged proposal by Climate Action 100+, it gained support from ISS and Glass Lewis and received 31.6% shareholder support (including abstentions). Amundi submitted the proposal in response to the Company's persistent shortcomings in improving its climate strategy and disclosures, despite reported extensive engagement efforts by Amundi and a vote AGAINST the re-election of all Board members at the 2022 AGM.
- **Legal & General Investment Management ("LGIM"):** LGIM submitted a shareholder proposal in 2023 to the US oil major **ExxonMobil Corporation** (US), focusing on carbon-related assets. The proposal urged **ExxonMobil's** Board to report on the quantitative impacts of the Internal Energy Agency's Net Zero Emissions Scenario on all asset retirement obligations ([Item 12](#)), which received 16% shareholder support.

²³ Bluebell Capital Partners, [BlackRock campaign presentation](#)

²⁴ BNP Paribas Asset Management, [Voting Report 2024](#), p.7

²⁵ NBIM, [Our Voting First Half 2023](#), p.20

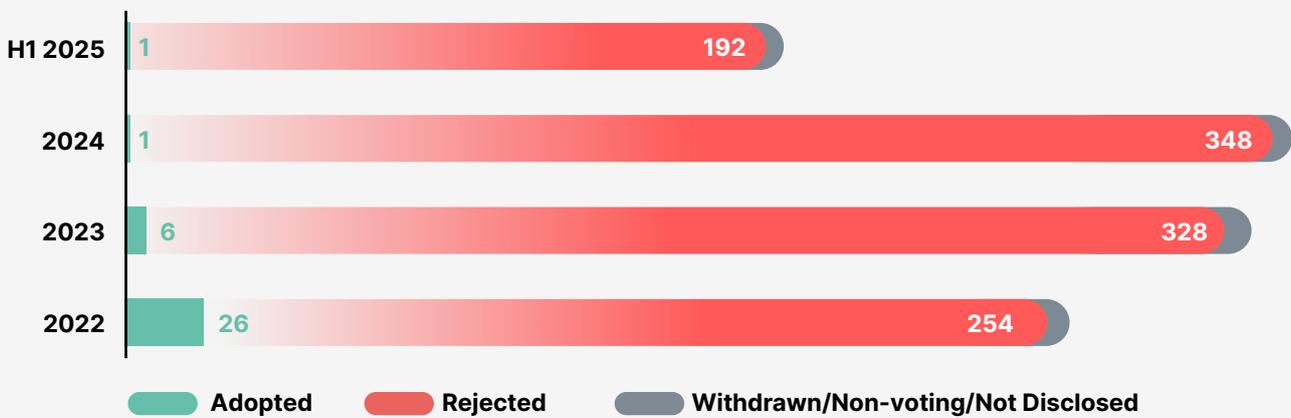


08. VOTE OUTCOME

8a. Adoption of Shareholder Proposals

S&P 500

Figure 11: Sustainability-Related Shareholder Proposals Adopted at S&P 500, 2022-2025



Source: SquareWell, ISS

The share of sustainability-related shareholder proposals receiving majority support has fallen sharply in recent years.

In 2022, around 9% of proposals passed, but by 2024 and the first half of 2025 the pass rate had dropped to less than 1%. In both 2024 and 2025, only a single proposal in each year received majority support, compared to 26 in 2022. Both proposals that successfully were adopted in 2024 and 2025 were filed by John Chevedden, requesting companies to disclose their policies, procedures, and actual spending related to political contributions and expenditures.

Several proposals were withdrawn by the proponent prior to it going to a shareholder vote, often a result of a negotiated agreement or successful SEC “no-action” requests. For instance, **As You Sow** withdrew its 2025 proposal at **Deere & Company (US)** after extensive dialogue with the company, which assured the proponent that the company intended to implement a comprehensive human capital management strategy that would drive innovation and create value for customers growth. The proposal had been filed following **concerns that the company was abandoning its diversity and inclusion efforts** after facing backlash from social media influencers.²⁶

According to data from the Sustainable Investments Institute (“Si2”), **the proportion of withdrawn proposals was noticeably lower in 2024** compared with earlier years. While data for 2025 is not available, which limits direct comparison, the 2024 trend may indicate a broader shift in the attitude towards “ESG”, with companies potentially less willing to reach an agreement as support for sustainability-related proposals has significantly reduced.²⁷ At the same time, **more SEC “no-action” requests were granted in 2025**, with 195 requests granted²⁸—almost 33% increase compared to 2024. While the

²⁶ As You Sow (2025), [As You Sow Withdraws Meritocracy Shareholder Resolution at Deere](#)

²⁷ Responsible Investor (2024), [ESG shareholder proposal withdrawals fall to 10-year low as support declines](#)

²⁸ Financial Times (2025), [US companies deny record number of shareholder votes](#)



number of requests increased, the rate of approval was reported to have remained similar between 2024 and H1 2025.²⁹ “No-action” requests involve companies asking the SEC to exclude specific proposals from their proxy materials. In February 2025, the SEC removed former guidance, making it easier for companies to argue that shareholder proposals should be excluded on the grounds of being immaterial or overly prescriptive. The decline in the number of shareholder proposals during the 2025 proxy season may therefore be partly explained by the increased number of granted “no-action” requests, while the decline in support for proposals may reflect that some proposals, which could have received strong shareholder backing, did not even make it to a vote.

However, the decrease in support for environmental and social proposals could be attributed to several other factors, including the **growing backlash against “ESG” in the US**. This backlash is exemplified by the prominence of conservative social media influencers, who increasingly pressure companies on issues such as diversity and inclusion. One notable example is **Robby Starbuck**, who has publicly urged companies to reduce or remove diversity-and-inclusion-related programs and policies. Starbuck claims that his tactics have led to the watering-down of diversity and inclusion efforts at some of the largest S&P 500 companies, including **Walmart Inc. (US)** and **Meta Platforms, Inc. (US)**.³⁰ Starbuck’s prominence is just one example that points to a growing backlash against certain environmental and social topics, that may have contributed in part to declining support for related shareholder proposals by large asset managers to avoid public scrutiny. Alternative explanations for the decline include the fact that companies are increasingly enhancing disclosures and adopting improved practices, leading some shareholders to consider these proposals less necessary, as many companies have already made significant progress.

STOXX Europe 600

Figure 12: Sustainability-Related Shareholder Proposals Adopted at STOXX Europe 600, 2022–2025



Source: SquareWell, ISS

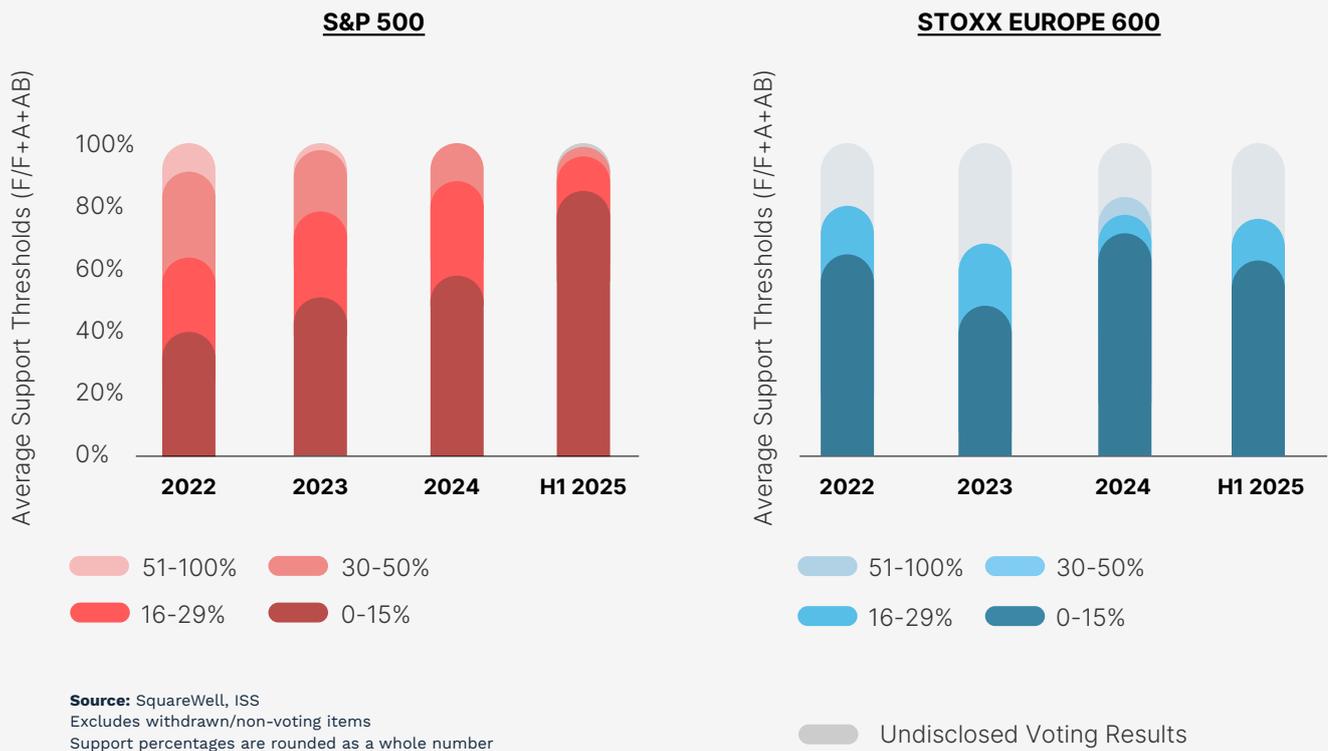
Between 2022 and the first half of 2025, the only successful sustainability-related shareholder proposal among STOXX Europe 600 companies was filed at **DSV A/S** (Denmark) in 2024. The proposal, submitted by **AkademikerPension** and **LD Fonde**, asked DSV A/S’s board of directors to continue enhancing reporting on the company’s human rights and labor rights efforts, including its due diligence processes. It received 98.6% shareholder support (including abstentions) and was recommended favorably as well by DSV A/S. AkademikerPension and LD Fonde submitted similar proposals at **Carlsberg A/S** (Denmark) in 2023 and **A.P. Moller-Maersk A/S** (Denmark) in 2023 and 2024, but all failed—Carlsberg received just 2.8% support, while support for A.P. Moller-Maersk proposals was not disclosed.

²⁹ Principles for Responsible Investment (2025), [Proxy Season 2025](#)
³⁰ The Robby Starbuck Show (2025), [Expose DEI: bring sanity back to corporate America](#)

8.b Support Levels for Shareholder Proposals

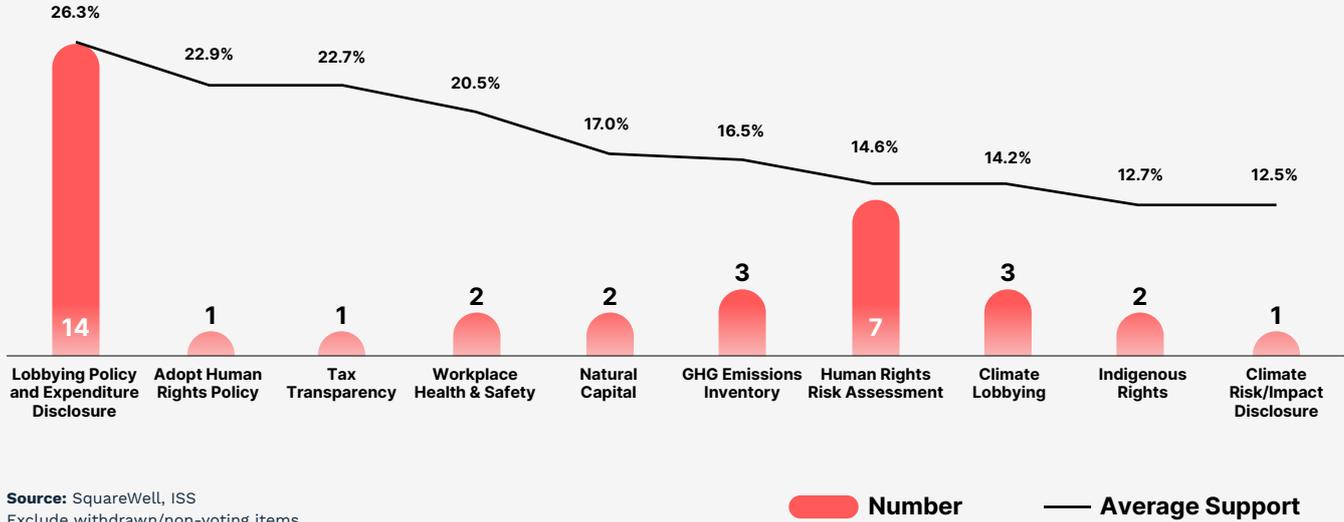
Shareholder proposals generally receive higher average support (including abstentions) at S&P 500 companies than at STOXX Europe 600 companies, where average support rarely exceeds 30%. Anecdotally, this trend may be attributed to the observation that European companies have less free float compared to their US counterparts, as well as that they are generally more engaged with their top holders on such topics. **Within the S&P 500, however, support for proposals at higher thresholds (30–50% and 51–100%) has shown a noticeable year-on-year decline.**

Figure 13: Percentage of Shareholder Proposals by Support Thresholds, 2022-2025



S&P 500

Figure 14: The Most Supported Topics of Sustainability-Related Shareholder Proposals, S&P 500, H1 2025



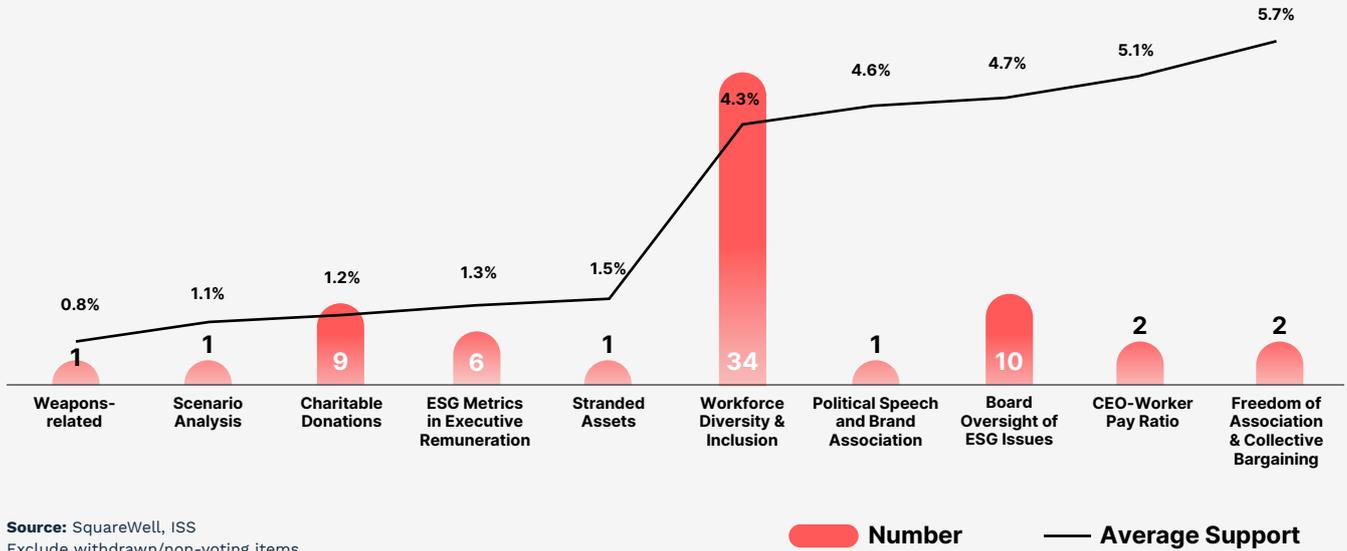
Source: SquareWell, ISS
 Exclude withdrawn/non-voting items
 Average support calculated as FOR/(F+A+AB votes)%.

Number (Red bar) **Average Support** (Black line)

In the first half of 2025, **some of the most successful proposals focused on social topics**, including “Lobbying Policy and Expenditure Disclosure”, “Adopt a Human Rights Policy”, “Tax Transparency”, and “Workplace Health & Safety”. Lobbying disclosure and workplace safety proposals have consistently received strong shareholder support, averaging 26% and 28% approval, respectively, over 2022–2024. In contrast, support for “Climate Lobbying” and “Indigenous Rights” proposals—while still relatively high compared with other topics—has declined from earlier levels, when they averaged 28% and 29% approval, respectively, across 2022–2024.

Other social topics that were highly supported in 2022–2024 saw significant drops in 2025. This includes “Harassment & Discrimination” (average support fell from 30% across 2022–2024 to 10% in 2025) and “Freedom of Association/Collective Bargaining” (31% to 6%). Environmental proposals also saw notable decline such as “Circular Economy” proposals, most of which address single-use plastics and packaging, with support declining year-on-year from 46% in 2022, to 27% in 2023, 18% in 2024, and 10% in 2025. Several of the least-supported proposals came from proponents advancing positions counter to mainstream sustainability goals, aiming instead to push companies to rethink their sustainability approach. Their differing agendas likely influenced the overall support levels. However, even excluding these proposals, the downward trend in shareholder support remains clear.

Figure 15: The Least Supported Topics of Sustainability-Related Shareholder Proposals, S&P 500, H1 2025



Source: SquareWell, ISS
 Exclude withdrawn/non-voting items
 Average support calculated as FOR/(F+A+AB votes)%.

Number (Red bar) **Average Support** (Black line)

As mentioned earlier, **“Workforce Diversity & Inclusion”** was the most prominent topic in the first half of 2025, with a total of 34 proposals going to a vote. Despite this volume, the topic received **some of the lowest overall approval rates**, because the majority of these proposals—which sought to abolish Diversity, Equity, and Inclusion (“DEI”) policies and targets or assess risks associated with such policies—garnered minimal shareholder support, typically below 2%. In contrast, proposals calling for companies to enhance their DEI disclosures received higher support, in the range of 6–18%, although still much lower than in earlier years, when such proposals achieved support levels of up to 40%.

Similarly, proposals relating to **“ESG Metrics in Executive Pay”** have seen declining shareholder support over the past four AGMs. In 2022–2023, pay-related proposals primarily requested that companies incorporate sustainability metrics, such as GHG emissions reductions, into incentive plans, with support levels in the range of 7–15%. Since 2024, new proposals have called for companies to review or abolish the use of these metrics, particularly DEI goals in 2025, but shareholder support for these initiatives has remained below 2%.

STOXX Europe 600

Of the 16 proposals under review in the first half of 2025, **two received significant shareholder support**, while the remaining proposals with disclosed voting results were supported by less than 4% of participating shareholders. The proposal with the highest level of support among STOXX Europe 600 in 2025 was submitted by **ShareAction**, together with a coalition of institutional and individual investors, at **Next Plc (UK)**. It requested the company to provide greater disclosure on how it sets pay for its hourly paid direct employees as well as regular, on-site, third-party contracted staff, and to report on how this compares to the “real Living Wage”.³¹ This proposal received **26% support** (including abstentions). **ShareAction also coordinated identical proposals at UK retailers Marks & Spencer Group Plc (UK) and JD Sports Fashion Plc (UK),³² which received 30% and 13% support, respectively**; however, as both proposals were voted in July, they fall outside the scope of this review. The strong support for these proposals suggests that concerns about workers’ pay and, more broadly, human capital management remain key investor priorities in Europe. Considering the global focus on affordability, we may expect investors to continue engaging on pay-related topics including living wage, pay equity, and the CEO/worker pay ratio across different markets.

The second most supported shareholder proposal in 2025 was filed at **Shell Plc (UK)** by the **Australasian Centre for Corporate Responsibility (“ACCR”)** and three UK pension funds, with the support of **ShareAction**, and received **20.3% support** (including abstentions).³³ The proposal requested that Shell disclose whether and how its liquefied natural gas (“LNG”) demand forecasts, production and sales targets, and new capital expenditure plans align with the company’s climate commitments.³⁴ Proponents stressed the risk of value erosion that Shell faces through its LNG business, particularly given that the company holds more uncontracted LNG than any other independent oil and gas company.

³¹ Next Plc., [2025 Annual Report and Accounts](#), p.259.

³² ShareAction, [Living Wage Resolutions 2025](#)

³³ ACCR, [Shareholder Resolution to Shell plc on LNG Outlook Disclosures](#)

³⁴ Shell Plc., [Notice of Meeting 2025](#), p.6.



09. SIGNALING DISSENT BEYOND SHAREHOLDER PROPOSALS

Across recent general meetings, public debate has focused on support levels for environmental and social shareholder proposals. Voting results and investors' public rationales, however, indicate that investor stewardship activity related to environmental and social topics is not limited to these proposals alone. While shareholder proposals remain a visible mechanism for raising concerns, investors also sometimes reflect environmental and social considerations through their votes on management-sponsored items. Management-sponsored items where such considerations have appeared include director elections, discharge of the board, executive pay proposals and, in some cases, financial statements and auditor appointments. These items are not designed to solicit views on sustainability performance, yet they can become points of scrutiny when investors believe that board oversight, disclosure or risk management on environmental or social matters requires attention.

Directors received opposition where investors cited climate oversight, human rights concerns or gaps in disclosure, including votes at **Occidental Petroleum Corporation** (US), **McDonald's Corporation** (US), **Toyota Motor Corp.** (Japan), **Samsung Electronics Ltd** (South Korea), and **Tyson Foods, Inc.** (US). In several European markets, discharge of the board has been used to signal concerns about climate and diversity disclosure, management of environmental and social controversies or health and safety performance, as seen at **UBS Group AG** (Switzerland), **Koninklijke Philips NV** (Netherlands), and **Ferrovial SE** (Netherlands). Executive pay proposals at **Ford Motor Company** (US), **L'Oréal SA** (France) and **Delta Air Lines, Inc.** (US) attracted votes against due to the absence of clear sustainability-related metrics or insufficient detail on how these metrics influence pay outcomes. A smaller number of votes on financial statements and auditor appointments referenced climate-related risk treatment, such as the votes at **Rio Tinto Plc** (UK) and **Unilever Plc** (UK).

The highlighted examples in Table 8 show that while shareholder proposals remain important, investors may also choose to express concerns through routine agenda items when they believe these issues reflect on board oversight, risk management or long-term company strategy.



Case Study: BP Plc (UK)

BP's 2025 general meeting illustrates how stewardship considerations related to climate strategy and governance can influence voting on management-sponsored items. Chairman Helge Lund received 24.6 percent votes against or abstentions despite positive recommendations from both proxy advisors due to him communicating that he would be stepping down. Investors including **UBS Asset Management** and **Legal & General Investment Management**, together holding more than 3 percent of outstanding shares (according to FactSet, as of Dec 7, 2025), cited concerns regarding BP's decision to revise its climate strategy and the choice not to offer a shareholder vote on the amended transition plan. Other investors, such as **Royal London Asset Management** and **Aberdeen Investments**, referenced expectations for clearer long-term planning on climate risk and alignment with stated commitments.

Table 8: Investor Use of Routine Agenda Items to Signal Environmental and Social Concerns in 2025

Proposal Type	Company (Country, Sector)	Concern	Commentary
Director Elections	Occidental Petroleum Corporation (US, Energy)	Climate Change Performance	Pictet Asset Management voted AGAINST a director because <i>"the incumbent chair of the committee responsible for climate risk oversight, Andrew Gould, is warranted because the company is not aligned with investor expectations on Net Zero by 2050 targets and commitments."</i>
	McDonald's Corporation (US, Consumer Services)	Human Rights	Aberdeen Investments voted AGAINST a director because it has <i>"ongoing concerns regarding the sufficiency of the company's governance and oversight of conduct and allegations of harassment in its directly operated and franchise restaurants. Mr Walsh is Chair of the Sustainability & Corporate Responsibility Committee which is responsible for monitoring company culture and the workplace."</i>
	Toyota Motor Corp. (Japan, Automobiles & Components)	Climate Change Performance	Schroders voted AGAINST a director due to <i>"lack of progress on climate mitigation and adaptation."</i>
	Samsung Electronics (Korea, Technology Hardware & Equipment)	Climate Change Performance	BCI - British Columbia Investment Management Corporation voted AGAINST a director <i>"based on Climate Action 100+ benchmark assessments, we are holding members of the Sustainability Committee accountable at companies that have failed to set sufficient emissions reduction targets."</i>
	Tyson Foods, Inc. (US, Food, Beverage & Tobacco)	Sustainability Risk Management	BlackRock (Passive) voted AGAINST a director <i>"responsible for risk oversight for insufficient disclosure and/or reporting on financially material sustainability-related risks"</i> .
Director Discharge	UBS Group AG (Switzerland, Financial Services)	Climate and Diversity Disclosure	PGGM Investments voted AGAINST the discharge of the board due to <i>"concerns over the recent changes in UBS' climate and diversity targets and disclosure."</i>
	Koninklijke Philips NV (Netherlands, Health Care Equipment & Services)	ESG Controversies	DWS Investments voted AGAINST the discharge of the board as the Company has not <i>"adequately addressed issues pertaining to the company's involvement in very severe ESG controversies and violates internationally established norms."</i>
	Ferrovial SE (Netherlands, Capital Goods)	Health & Safety	Vision Super , an Australian superannuation fund, voted AGAINST the board's discharge due to <i>"poor health and safety performance."</i>



Proposal Type	Company (Country, Sector)	Concern	Commentary
Executive Pay	Ford Motor Company (US, Automobiles & Components)	Sustainability Considerations in Pay	Irish Life Investment Managers voted AGAINST the Say-on-Pay proposal due to the <i>“lack of sustainability-related targets attached to the remuneration plan.”</i>
	L’Oreal (France, Household & Personal Products)	Lack of Disclosure on Specific Sustainability Targets in Pay	Northern Trust Investments voted AGAINST the Remuneration Policy due to the <i>“lack of disclosure on the performance metrics & targets within the sustainability segments of the bonus and equity awards.”</i>
	Delta Air Lines, Inc. (US, Transportation)	Sustainability Considerations in Pay	WisdomTree Investments voted AGAINST the Say-on-Pay proposal due to the <i>“the lack of sustainability-related targets attached to the remuneration plan.”</i>
Financial Statements & Auditor Appointments	Rio Tinto Plc (UK, Materials)	Climate Change Risk and Performance	Irish Life Investment Managers voted AGAINST the financial statements as the company did not <i>“adequately address climate change-related risks and climate-related performance could be improved.”</i>
	Unilever Plc (UK, Household & Personal Products)	Climate Change Risk Consideration in Financial Statements	Sarasin & Partners voted AGAINST the appointment of KPMG as an auditor as it <i>“would welcome more detailed disclosure of how KPMG considered Unilever’s climate projects, targets and climate risks in examining the reliability of its financial statements. We also would welcome commentary on the sensitivity of the financial position to 1.5C and hotter planet pathways”.</i>



10.

APPENDIX

SquareWell's Methodology on Shareholder Proposal Categorization

SquareWell reviewed all shareholder proposals related to sustainability filed between 1 January 2022 and 30 June 2025 at companies within the S&P 500 and STOXX Europe 600 indices. SquareWell analyzed all shareholder proposal texts and the supporting rationales to categorize them under environmental, social, and sustainability governance headings.

During the review period, SquareWell identified a total of 1,267 shareholder proposals related to sustainability, which were grouped into the following categories:

ENVIRONMENTAL PROPOSALS

Climate Change

- **Climate Strategy and Targets:** Many of these proposals request that companies adopt and disclose climate transition plans and GHG emissions reduction targets aligned with the Paris Agreement goals. Within the financial sector, proposals often urge the adoption of Paris-aligned lending and underwriting policies and targets to reduce exposure to fossil fuel assets. Some proposals challenge climate commitments, calling for the removal of targets or reviews of their validity.
- **Climate Risk in Retirement Plans:** These proposals seek to understand how companies are assessing, disclosing, and managing climate risks in retirement plans.
- **Scenario Analysis:** These proposals request companies to either conduct audited scenario analyses using the IEA Net Zero by 2050 pathway or critically evaluate the assumptions underpinning the IEA scenario.
- **Methane:** These proposals seek transparent reporting on methane emissions and efforts to minimize venting and flaring in the supply chain.
- **Climate Lobbying:** These proposals seek to address lobbying activities related to climate change.
- **Stranded Assets:** These proposals urge companies to disclose asset retirement obligations and/or assess the risk of stranded assets during the transition, either for carbon-related assets or renewable energy assets.
- **GHG Emissions Inventory:** These proposals address the company's GHG emissions inventory, including how emissions are measured, calculated, and reported, often requesting full disclosure of material Scope 3 emissions and recalculation of baselines to exclude emissions from material divestitures.
- **Climate Risk and Impact Disclosure:** Companies are prompted to report on climate-related risks and opportunities, often aligning with TCFD recommendations.



Other Environment

- **Circular Economy:** The majority of these proposals focus on reducing virgin plastic use and promoting sustainable packaging. Some ask companies to review their packaging policies, considering both environmental and economic impacts amid ongoing debate about plastics. A smaller portion of proposals address food waste management. This category also includes proposals on cigarette waste, viewed as part of broader packaging and waste reduction efforts.
- **Sustainable Sourcing:** These proposals center on disclosing and addressing environmental impacts in material sourcing and procurement, covering concerns like deforestation, water scarcity, or the use of harmful materials within the supply chain.
- **Natural Capital:** These proposals request companies to disclose biodiversity impact and dependency assessments, report risks from nature loss, and adopt regenerative agriculture in supply chains.
- **Cigarette Waste:** These proposals address the environmental impact of cigarette waste, including disposal management, consumer education, and extended producer responsibility to reduce pollution.
- **Water Risk:** Water risk proposals specifically target disclosing water consumption, setting reduction targets, and managing water-related risks arising from climate change and supply chain exposure.
- **Report on Environmental Costs:** Shareholders also push for reporting on environmental costs, aligning expenditures with corporate decisions and priorities. For instance, shareholders at 3M requested the company to disclose trade-offs when prioritizing financial returns over environmental concerns.
- **Report on Environmental Targets:** These proposals request companies to disclose detailed analyses of their progress in meeting environmental targets, including explanations for missed goals and assessments of governance and strategy execution.

E&S BLENDED PROPOSALS

- **Just Transition:** These proposals seek to understand the impacts on employees and communities following ILO's Just Transition Guidelines.
- **Environmental Impacts on Communities:** These proposals aim to understand and mitigate the community impacts of environmental incidents, such as spills and pollution.



SOCIAL PROPOSALS

Human Capital

- **Workforce Diversity & Inclusion:** These proposals advocate for inclusive and equitable workplace practices. They call for transparent reporting on diversity initiatives, metrics, and anti-harassment measures. In the United States, proponents may request annual disclosure of Equal Employment Opportunity (EEO-1) data to the US Equal Employment Opportunity Commission (EEOC). The category also includes proposals that challenge or oppose such initiatives and disclosures.
- **Harassment and Discrimination:** These proposals seek reports on policies and efforts in preventing harassment and discrimination, including audits, independent reviews, statistics, and stronger ethical protections.
- **Concealment Clauses & Mandatory Arbitration:** These proposals address the risks of concealment clauses in employee contracts, such as arbitration or non-disclosure agreements, emphasizing concerns about limiting employees' rights to speak openly about wrongful behaviors and highlight concern about limiting employees' rights to openly address wrongful behaviors, particularly in cases of harassment and discrimination.
- **Gender & Racial Pay Gaps:** Proposals seeking detailed reporting on pay disparities and disclosing risks in diverse talent recruitment and retention.
- **Freedom of Association/Collective Bargaining:** These proposals encourage clearer policies or independent assessments of adherence to policy commitments. This category also includes a proposal at Starbucks requesting the Board to evaluate human rights and financial risks related to its response to union organizing.
- **Paid Sick Leave:** These proposals call for adopting and disclosing paid sick leave policies.
- **Workplace Health and Safety:** These proposals mostly request commissioning third-party audits on workplace safety and conditions. The proposal at Amazon focuses on racial and gender disparities in workplace injuries and their impacts.
- **Hiring Plan/Workforce Strategy:** These proposals call for more disclosure of strategies for effective recruitment and talent retention amid labour market pressures.
- **Living Wage/Pay-related:** Proposals requesting commitments to a living wage or reporting on the broader economic impacts of low wages.



Human Rights

- **Human Rights Risk Assessment:** These proposals aim to assess and report human rights risks across business operations and the supply chain, incorporating due diligence and impact assessments.
- **Adopt Human Rights Policy:** Proposals urging companies to adopt comprehensive human rights policies that reference internationally recognized standards, cover both their own operations and suppliers.
- **Workers' Rights in Supply Chain:** These proposals request companies to report on risks associated with workers' welfare in the supply chain, ensuring fair wages and the elimination of child labour and forced labour.
- **Civil Rights and Racial Equity Audits:** These proposals request independent audits to assess a company's impacts, policies, and practices on civil rights, racial equity, and potential discrimination.
- **Reproductive Rights:** Exclusive to the United States, some shareholders urge companies to report risks related to abortion-related law enforcement, following the 2022 Supreme Court overturn of *Roe v Wade* in the United States.
- **Indigenous Rights:** These proposals call for reporting on efforts to respect the rights of Indigenous Peoples.
- **Conflict Zones and High-Risk Countries:** These proposals focus on the risks of conducting business in conflict zones and countries with significant human rights concerns.
- **Weapons-related:** Proposals tackling various aspects of risk and ethical considerations within industries related to weapons and technology products for the military.

Artificial Intelligence ("AI") & Digital Rights

- **Child Safety Online:** Proposals seeking stronger oversight and transparency to safeguard children on digital platforms and reduce risks of online harm and exploitation.
- **Government Censorship Request:** Proposals requesting detailed information from companies regarding their handling of government requests to remove content.
- **Data Privacy/Civil Rights Risks:** Proposals requesting disclosing and managing privacy and human rights risks linked to algorithmic systems, targeted advertising, facial recognition, government or law enforcement data requests, and virtual/metaverse platforms.
- **Content Governance:** Shareholders seek reports on risks related to harmful or illegal content, including hate speech, misinformation and disinformation in AI- and user-generated content and how companies are addressing such challenges.
- **AI Use & Data Sourcing:** Proposals requesting assessments of how companies develop and use AI, including ethical data sourcing, risks of bias and misuse, and safeguards for responsible deployment.



Lobbying and Political Activities

- **Lobbying Policy and Expenditure Disclosures:** These proposals focus on enhancing corporate transparency and responsibility regarding political activities. Key themes include advocating for policies prohibiting direct and indirect political contributions and demanding disclosure of lobbying payments.
- **Political Spending Congruency:** These proposals request companies to assess, disclose, and ensure that their political spending and lobbying align with company values and priorities.
- **Political Speech and Brand Association:** These proposals focus on limiting company political speech and reporting on risks from linking the brand to political divisive events.

Public Health

- **Access to Medicine/Vaccine:** These proposals focus on equitable access to medicines and vaccines, including detailed reports on public health costs associated with limited vaccine technology sharing and extended patent exclusivities.
- **Tobacco:** These proposals focus on the health hazards, the phased-out production of addictive products, nicotine level reduction, and disclosure of public health costs from tobacco sales.
- **Antimicrobial Resistance:** Antibiotic-related proposals emphasize on the comprehensive reporting of antibiotic resistance and adopting policies to phase out medically important antibiotics in food supply chains.
- **Product Health & Safety:** These proposals address health impacts, safety, and consumer well-being related to products such as baby powder, unhealthy food, or services like patient care.
- **Plant-based Milk:** A resolution urges Starbucks to report potential costs from the continued upcharge on plant-based milk.

Other Social

- **Animal Welfare:** Proposals calling for detailed reports on topics such as animal testing practices and welfare standards within the supply chain. Examples include the use of gestation stalls in pork supply chains, slaughter methods in the apparel supply chain, and conducting timely veterinary inspections for nonhuman primates used for research purposes.
- **Tax Transparency:** Proposals urging companies to publish reports on their tax practices in compliance with the Global Reporting Initiative's Tax Standard.
- **Charitable Donations:** These proposals request further disclosure of charitable donations. Some also highlight concerns about donations to non-profits that influence public policy by actively opposing free speech and religious freedom.
- **Report on External Partnerships:** These proposals request a report assessing whether the company's voluntary partnerships, such as those with the World Economic Forum, align with its fiduciary duty to shareholders.



SUSTAINABILITY GOVERNANCE

- **Board Skills & Diversity:** Shareholders often seek to enhance gender and racial representation on the board, requesting reports on board demographics, skills, and attributes.
- **Board Oversight of ESG Issues:** Proposals urging the creation or adjustment of board committees for specific corporate responsibilities, such as sustainability, and advocating for stronger disclosure on risk oversight. The focus area of each proposal varies depending on the materiality of the topic, ranging from anticompetitive practices, climate change, DEI (“Diversity, Equity, and Inclusion”), animal welfare, human rights, and health and safety, to more recently, artificial intelligence.
- **Employee Representatives:** Proposals pushing for inclusivity by considering non-management employees as potential directors.
- **ESG Metrics in Executive Pay:** Shareholders may advocate for the integration of ESG metrics into executive compensation, aligning pay structures with sustainability and ethical performance. However, some proposals call for their removal if these metrics are deemed misaligned with shareholder interests.
- **CEO-Worker Pay Ratio:** Proposals asking companies to consider the CEO-worker pay ratio in compensation policies, involving disclosing and potentially mitigating disparities.
- **Stewardship Approach:** Proposals targeting asset managers, urging them to assess stewardship practices and report potential conflicts of interest.
- **Benefit/Purpose Corporation:** Proposals requesting a change to the company’s legal status to become a Social Purpose Corporation or Public Benefit Corporation, thereby legally requiring it to pursue defined social or public benefits alongside profit.



AQTION

powered by SquareWell Partners

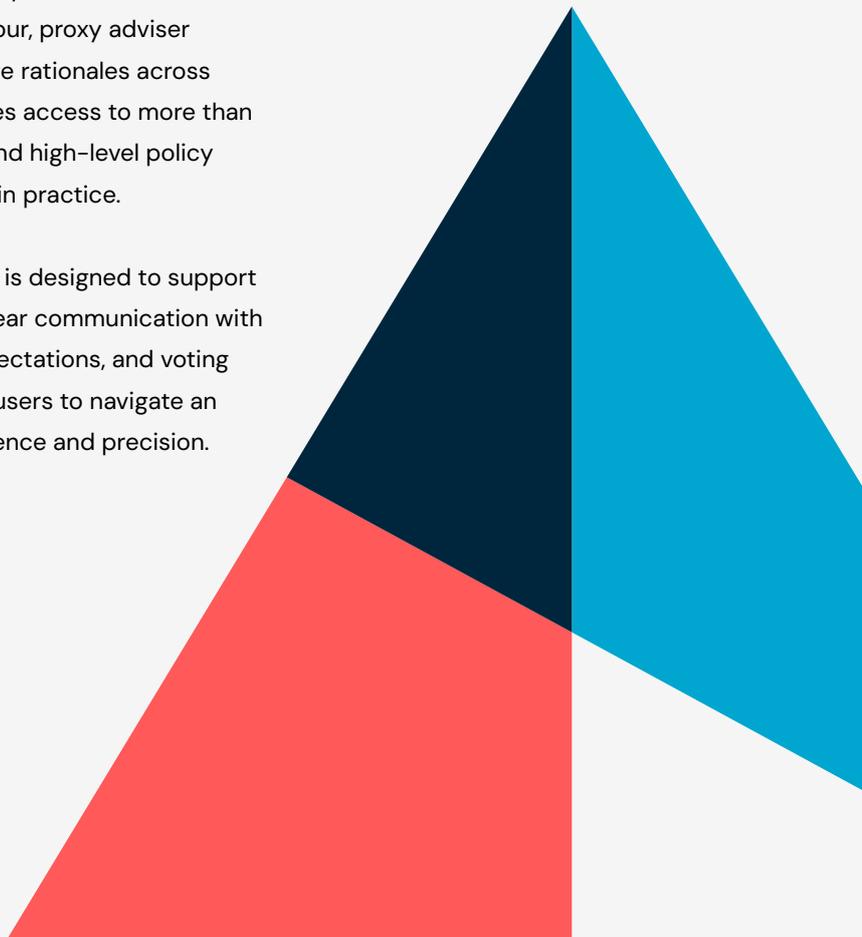
Investor Voting and Proxy Advisor Recommendations sourced from AQTION

AQTION is SquareWell Partners' proprietary investor intelligence platform, designed to help companies better understand how investors think, vote, and engage. Covering more than 830 institutional investors globally, representing over USD 100 trillion in assets under management, AQTION brings together granular stewardship insights across asset managers, pension funds, hedge funds, insurers, and sovereign wealth funds, with particularly strong coverage in the US, UK, Europe, and Japan.

The platform combines searchable voting data, and a comprehensive document library, enabling users to analyse investors' voting behaviour, proxy adviser reliance, governance and ESG priorities, and historical vote rationales across markets, companies, and proposal types. AQTION provides access to more than 15,000 investor documents, allowing users to move beyond high-level policy statements to understand how expectations are applied in practice.

Built on SquareWell's global advisory experience, AQTION is designed to support informed decision-making, strategic engagement, and clear communication with shareholders. By centralising real-time data, investor expectations, and voting outcomes in a single, intuitive platform, AQTION enables users to navigate an increasingly complex stewardship landscape with confidence and precision.

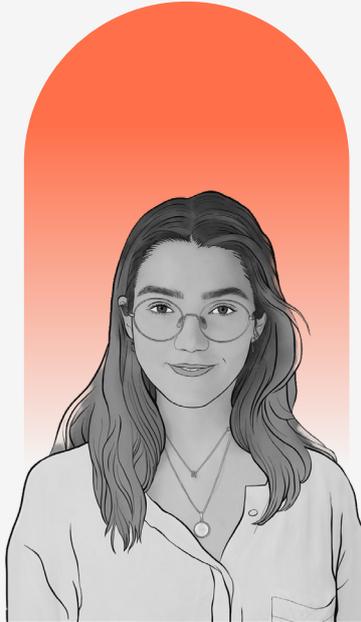
www.aqtion-platform.com





AUTHOR

Carmen Ng
Director



AUTHOR

Rosalie Owen
Analyst



CONTRIBUTOR

Ali Saribas
Partner



SquareWell Partners is a leading shareholder advisory boutique, founded in 2018 with offices in London and Paris. The firm advises on high profile special situations, helping clients navigate complex investor expectations. SquareWell is known for its fact-based research, independent tactical advice, and deep expertise in governance, sustainability, stewardship practices, and shareholder activism.

Prevention is better than remedy. It is always a good time to speak with SquareWell. For more information, please e-mail enquiries@squarewell-partners.com or visit us at www.squarewell-partners.com.

Shareholder Engagement | Special Situations | Governance Advisory | E&S Intelligence | Strategic Communications

DISCLAIMER

This publication has been prepared by SquareWell Partners Ltd. ("SquareWell") for general information purposes only. The content reflects SquareWell's research, analysis, and observations on the topics discussed and does not constitute legal, financial, investment, or any other form of professional advice.

While the information contained in this publication is based on sources believed to be reliable and has been prepared in good faith, SquareWell makes no representation or warranty, express or implied, as to its accuracy, completeness, or reliability. The views expressed are subject to change without notice.

Readers should not rely on the information contained herein for the purpose of making investment or other decisions. Any action taken based on the content of this publication is strictly at the reader's own risk.

SquareWell shall not be held liable for any loss or damage arising from or in connection with the use of, or reliance on, this publication or the information contained herein.

This document may not be reproduced, distributed, or transmitted, in whole or in part, in any form or by any means, without the prior written permission of SquareWell.

