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Louis L. Goldberg

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New York, NY 10017

January 5, 2021

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

Ladies and Gentlemen:

On behalf of Exxon Mobil Corporation, a New Jersey corporation (the “**Company**” or “**Exxon Mobil**”), and in accordance with Rule 14a-8(j) under the Securities Exchange Act of 1934, as amended (the “**Exchange Act**”), we are filing this letter with respect to the shareholder proposal (the “**Proposal**”) received from As You Sow on behalf of Jeffrey M Schubiner INH IRA, Bene of Lorraine Schubiner (the “**Proponent**”) for inclusion in the proxy materials the Company intends to distribute in connection with its 2021 Annual Meeting of Shareholders (the “**2021 Proxy Materials**”). The Proposal is attached hereto as Exhibit A.

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

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

THE PROPOSAL

The Proposal’s Resolved clause and Supporting Statement state:

Resolved: Shareholders request that ExxonMobil Corporation issue a report, at reasonable cost and omitting proprietary information, describing if and how it is reducing

the risk of stranded assets related to environmental impacts of its petrochemical investments.

Supporting Statement: The report should consider the potential impact of public, market, and governmental responses to environmental impacts including plastic pollution, community health, and climate change.

REASONS FOR EXCLUSION OF THE PROPOSAL

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

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

Rule 14a-8(i)(10) permits a company to exclude a shareholder proposal if the company has already substantially implemented the proposal. The Commission has stated that “substantial” implementation under the rule does not require implementation in full or exactly as presented by the proponent. See *Exchange Act Release No. 34-40018* (May 21, 1998, n.30). The Staff has provided no-action relief under Rule 14a-8(i)(10) when a company has substantially implemented and therefore satisfied the “essential objective” of a proposal, even if the company did not take the exact action requested by the proponent, did not implement the proposal in every detail, or exercised discretion in determining how to implement the proposal. See *Exxon Mobil Corporation* (March 20, 2020) (permitting exclusion of a proposal requesting that the Company issue a report describing how it will reduce its contribution to climate change and align with the Paris Agreement where the requested information was available in a public report from the Company); *Dominion Energy*, *PNM Resources* and *Sempra Energy* (March 6, 2020) (permitting exclusion of a proposal sent to each of these companies requesting that such company issue a report describing how it is positioning its natural gas assets to avoid them becoming obsolete or stranded); *Hess Corporation* (April 11, 2019) (permitting exclusion of a proposal requesting that the company issue a report on how it can reduce its carbon footprint in alignment with greenhouse gas reductions necessary to achieve the Paris Agreement's goal where the company had already provided the requested information in its sustainability report and CDP (formerly known as Carbon Disclosure Project) report); *Exxon Mobil Corporation* (April 3, 2019) (permitting exclusion of a proposal requesting the Company issue a report on how it can reduce its carbon footprint in alignment with greenhouse gas emissions reductions in line with the Paris Agreement where the requested information was readily available in the Company's public disclosures); *Exxon Mobil Corporation* (March 23, 2018) (permitting exclusion of proposal requesting that the Company issue a report describing how the Company could adapt its business model to align with a decarbonizing economy where the requested information was already available in two published reports describing the company's long-term outlook for energy and how it would position itself for a lower-carbon energy future); and *Entergy Corp.* (February 14, 2014) (permitting exclusion of proposal requesting a report “on policies the company could adopt . . . to reduce its greenhouse gas emissions consistent with the national goal of 80% reduction in greenhouse gas emissions by 2050” where the requested information was already available in its sustainability and carbon disclosure reports). “[A] determination that the company has substantially implemented the proposal depends upon whether [the Company's] particular policies, practices, and procedures compare favorably with the guidelines of the proposal.” See

Texaco, Inc. (March 28, 1991) (permitting exclusion on substantial implementation grounds of proposal requesting that the company adopt the Valdez Principles where the company had already adopted policies, practices and procedures regarding the environment).

The Proposal asks the Company to produce a report describing how it is responding to the risk of its petrochemical investments becoming stranded due to governmental regulation or changes in market demand resulting from environmental issues (including plastics pollution, community health and climate change). Taken in its entirety, the goal of the Proposal is to have the Company describe the viability of its petrochemical investments in light of the Proponent's concern that the impact of these environmental issues could make current petrochemical products and facilities obsolete. In other words, the Proposal's "essential objective" is for the Company to issue a report on how environmental issues, which include "plastic pollution, community health, and climate change" are affecting the viability of the Company's petrochemical investments. The Company has already made extensive disclosures that address the Proposal. The Company published its annual Energy and Carbon Summary (the "**2021 ECS**")¹ and Sustainability Report (the "**2021 Sustainability Report**") on January 5, 2021.² As described further below, the 2021 ECS and the 2021 Sustainability Report demonstrate that the Company has substantially implemented the Proposal by satisfying its essential objective, and thus the Proposal is excludable under Rule 14a-8(i)(10).

In the table below we have succinctly demonstrated how the 2021 ECS and the 2021 Sustainability Report is responsive to the Proposal's request for a report on how environmental issues, which include "plastic pollution, community health, and climate change" are affecting the viability of the Company's petrochemical investments. A detailed discussion of the disclosures contained in the 2021 ECS and 2021 Sustainability Report that address the essential objective of the Proposal is set forth following the summary table.

Proposal request	Relevant Reporting
How "climate change" issues are affecting the Company's "petrochemical investments"	Providing products to help customers reduce their emissions, 2021 ECS, p 31 Positioning for a lower-carbon energy future – Chemical, 2021 ECS, p 21 Frequently asked questions – What is ExxonMobil doing to prepare for a lower-carbon future while meeting energy needs of a growing population?, 2021 ECS, p 46
How "community health" issues are affecting the Company's "petrochemical investments"	Resiliency: Protection of assets, the community and the environment, 2021 ECS, p 41 Local Emergency Planning Committee, 2021 ECS, p 42
How "plastic pollution" issues are affecting the Company's "petrochemical investments"	Plastic waste management, 2021 Sustainability Report, pp 11-14

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

² <https://corporate.exxonmobil.com/-/media/Global/Files/sustainability-report/publication/2019-Sustainability-Report.pdf>

The 2021 ESC and the 2021 Sustainability Report taken together make clear that the Company acknowledges the concerns surrounding climate change, community health and plastics pollution. These reports describe the measures the Company is taking to protect community health and mitigate plastic pollution. They also describe the Company's research and analysis on the need for petrochemicals and plastics even under a carbon constrained economy and address the question of whether the Company anticipates that its petrochemical investments will become obsolete or stranded due to these environmental impacts. To the contrary, as discussed in more detail below, the referenced reports find that petrochemical products, and therefore Exxon Mobil's petrochemical investments, will continue to play a significant role in helping to achieve global emission reduction goals.

The 2021 ECS explores how climate change issues will affect the viability of the Company's petrochemical investments, and concludes decidedly that they will not. The 2021 ECS analyzes the United Nation's Intergovernmental Panel for Climate Change's seventy-four different "Lower 2°C" scenarios, "which are pathways limiting peak warming to below 2°C during the entire 21st century with greater than 66 percent likelihood."³ The report discloses that over "the next few decades, population and income growth, and an unprecedented expansion of the global middle class, are expected to create new demand for energy and hydrocarbon-based products, even under 2°C scenarios."⁴ The 2021 ECS continues by predicting that "[d]emand for auto parts, housing materials, electronics and other products made from petrochemicals continues to grow."⁵ Even under the Lower 2°C scenarios, the 2021 ECS describes how "[w]orldwide demand for chemicals is expected to rise by approximately 45 percent by 2030" and how "together with a recognition of the **lower greenhouse gas emissions of plastics versus alternatives**, corresponds to an increase in demand for a variety of everyday products, from food packaging to appliances, vehicle parts to clothing", all of which rely on petrochemicals as a raw material (emphasis added).⁶ As a result, the 2021 ECS states that among the "**[n]ear-term actions the Company is taking to prepare for a lower-carbon future, include . . . [d]eveloping products such as . . . light-weight plastics . . . to help consumers improve efficiency and reduce emissions.**" (emphasis added).⁷

The 2021 ECS and 2021 Sustainability Report also substantially implement the part of the Proposal that asks for a report on how "community health" issues are affecting the Company's petrochemical investments. The Company, as a long-term operator of petrochemical facilities understands intimately how such facilities can impact community health. As a threshold matter, the 2021 Sustainability Report describes how the Company engages with communities on various common areas of interest by "[d]edicat[ing] personnel responsible for community engagement as well as receiving, tracking, analyzing and responding to potential community concerns."⁸ The 2021 ECS elaborates and describes the Company's compliance with applicable environmental laws promulgated to protect community health from accidental releases such as the federal "U.S. Emergency Planning and Community Right-to-Know Act of 1986[, pursuant to which] local emergency planning committees must develop an emergency response plan, review

³ 2021 ECS, p 14.

⁴ 2021 ECS, p 31.

⁵ 2021 ECS, p 31.

⁶ 2021 ECS p 21.

⁷ 2021 ECS p 46.

⁸ 2021 Sustainability Report, p 7.

it annually, and provide information to citizens about chemicals in the community . . . [and how these] plans are developed by the committees with stakeholder participation.”⁹

The 2021 ECS includes a section entitled “Resiliency: Protection of assets, the community and the environment” which discusses generally the steps the Company takes with respect to all its operations, including its petrochemical investments, to protect community health.¹⁰ In this section, the Company discloses that “[p]ublic consultation is . . . undertaken through community meetings and other outreach mechanisms...”¹¹ The 2021 ECS continues, stating “[i]n doing so, a comprehensive understanding of potential impacts is developed and the information is used to implement measures to avoid environmental, socioeconomic and health risks, reduce them to acceptable levels, or remedy the impacts.”¹² With respect to environmental impacts of its petrochemical investments, the 2021 ECS describes how the Company “[w]hen considering physical environmental risks, including risks for . . . petrochemical facilities, the type and location of current and planned facilities are evaluated.”¹³ Further, the 2021 ECS describes with respect to the Company’s Beaumont, Texas petrochemical complex how the power of engaging with communities led to the development of “shelter-in-place guidance to help strengthen the connection between industry and community emergency responders.”¹⁴ The community health efforts described in the 2021 ECS and 2021 Sustainability Report indicate how the Company is positively protecting community health with respect to its petrochemical investments and, as a result, strengthening the viability of such investments.

Finally, the 2021 Sustainability Report, which includes a section dedicated solely to, and entitled, “Plastic waste management” substantially implements the part of the Proposal that asks for a report on how plastic pollution issues could affect the viability of its petrochemical investments.¹⁵ While the Company’s acknowledgment of “society’s concern about plastic waste in the environment” underpins the section, it also acknowledges that, because “[p]lastics provide significant sustainability benefits versus alternative materials . . . [plastics] will continue to play an important role in helping society mitigate greenhouse gas emissions[.]”¹⁶ Given the dual challenge of an expected increase reliance on plastics in a carbon constrained economy, the 2021 Sustainability Report details the numerous ways in which the Company is working to mitigate plastic pollution in its operations and industry-wide. For instance, the Company is “taking action to help address plastic waste in the environment by increasing plastic recyclability and supporting improvements in plastic waste recovery, for example through . . . [its] founding membership in the Alliance to End Plastic Waste.”¹⁷ The Alliance to End Plastic Waste, as disclosed in the 2021 Sustainability Report, is “an organization committed to advancing potential scalable solutions to reduce plastic waste in the environment.”¹⁸ The 2021 Sustainability Report further states that the Company is “working on advanced recycling solutions that create and

⁹ 2021 ECS, p 42.

¹⁰ 2021 ECS p 41.

¹¹ 2021 ECS, p 41.

¹² 2021 ECS, p 41.

¹³ 2021 ECS, p 41.

¹⁴ 2021 ECS, p 42.

¹⁵ 2021 Sustainability Report, pp 11-14.

¹⁶ 2021 Sustainability Report, p 11.

¹⁷ 2021 Sustainability Report, p 11.

¹⁸ 2021 Sustainability Report, p 14.

capture value from plastic waste with opportunities for lower overall greenhouse gas emissions over the full life cycle of the plastic”¹⁹ and that it is “developing options for integrating advanced recycling solutions at [its] petrochemical facilities.”²⁰

The 2021 Sustainability Report notes that in “both 2018 and 2019, ExxonMobil had no reportable plastic pellet losses” and that the Company has “put in place a global [plastic pellet loss] standard across all of [its] resin-handling facilities.”²¹ The 2021 Sustainability Report details the Company’s active participation in industry initiatives relating to plastic pellet loss, including its membership in “Operation Clean Sweep, a voluntary international industry program for plastic manufacturing facilities that encourages the use of best practices for pellet management and containment to reduce pellet loss.”²² The report describes how the Company has “incorporated Operation Clean Sweep principles into [its] Supplier Relationship Management process to inform third-party logistics suppliers about [its] commitment[.]”²³

Substantial implementation does not require implementation in full or exactly as presented by a proposal, and the Staff has found proposals related to environmental matters excludable pursuant to Rule 14a-8(i)(10) even if the Company’s actions were not identical to the guidelines of the proposal. Both *Entergy Corp.* and *Duke Energy Corp.* permitted exclusion of a shareholder proposal pursuant to Rule 14a-8(i)(10), even though the requested disclosures were not made in precisely the manner contemplated by the proponent. Numerous other letters reinforce this approach. See, e.g., *Merck & Co., Inc.* (March 14, 2012) (permitting exclusion of a shareholder proposal requesting a report on the safe and humane treatment of animals because the company had already provided information on its website and further information was publicly available through disclosures made to the United States Department of Agriculture); *ExxonMobil Corp.* (March 17, 2011) (permitting exclusion of a shareholder proposal requesting a report on the steps the Company had taken to address ongoing safety concerns where the Company’s “public disclosures compare[d] favorably with the guidelines of the proposal”); and *ExxonMobil Corp.* (January 24, 2001) (permitting exclusion of a shareholder proposal requesting the review of a pipeline project, the development of criteria for involvement in the project and a report to shareholders because it was substantially implemented by prior analysis of the project and publication of such information on the Company’s website).

The Company believes that the essential objective of the Proposal for the Company to provide a report on how environmental issues, which include “plastic pollution, community health, and climate change” are affecting the viability of the Company’s petrochemical investments has been substantially implemented as shown by the disclosures contained in the 2021 ECS and the 2021 Sustainability Report. The public disclosure by the Company compares favorably with the essence of the Proposal, and thus the Proposal is excludable under Rule 14a-8(i)(10).

CONCLUSION

The Company requests confirmation that the Staff will not recommend any enforcement action if, in reliance on the foregoing, the Company omits the Proposal from its 2021 Proxy Materials. If

¹⁹ 2021 Sustainability Report, p 11.

²⁰ 2021 Sustainability Report, p 13.

²¹ 2021 Sustainability Report, p 14.

²² 2021 Sustainability Report, p 14.

²³ 2021 Sustainability Report, p 14.

you should have any questions or need additional information, please contact the undersigned at (212) 450-4539. If the Staff does not concur with the Company's position, we would appreciate an opportunity to confer with the Staff concerning these matters prior to the issuance of its response.

Respectfully yours,



Louis L. Goldberg

Enclosure As You Sow
cc w/ enc: James E. Parsons & David A. Kern, Exxon Mobil
VIA Email

Proposal

Resolved: Shareholders request that ExxonMobil Corporation issue a report, at reasonable cost and omitting proprietary information, describing if and how it is reducing the risk of stranded assets related to environmental impacts of its petrochemical investments.

Supporting Statement: The report should consider the potential impact of public, market, and governmental responses to environmental impacts including plastic pollution, community health, and climate change.

Whereas: Exxon's existing disclosures are insufficient to assure investors how the company can reconcile its petrochemical expansion plans with increasingly urgent global goals to mitigate certain environmental crises. Shareholders are concerned that Exxon's planned growth in petrochemicals, rather than reducing risk from climate change, will expose the company and its investors to stranded asset risk, as global action on environmental crises, including climate and plastic pollution, lead to reduced demand for its petroleum-based products.¹

Plastic pollution has become one of society's most intractable problems with consumers, corporations, and policy makers struggling to address the growing quantities of plastic waste polluting oceans and other ecosystems.² A recent study found plastic use in the U.S. alone contributed up to 2.2 million metric tons of pollution into the ocean in 2016, more than previously estimated. Existing recycling infrastructure is equipped to recycle only a fraction of plastic waste produced, leaving most plastics to more harmful disposal practices.³ Industry response through groups including the American Chemistry Council (of which Exxon is a member) has been insufficient to stem growing consumer and government concern.⁴ In response, Consumer Goods companies are increasingly looking to reduce reliance on virgin plastic.⁵

While Exxon reports that plastic products can help reduce global greenhouse gas (GHG) emissions,⁶ recent reports show that emissions across the petrochemical and plastics supply chain contribute significantly to climate change.⁷ For example, plastic disposal results in high levels of emissions through incineration or other end of life outcomes (these emissions are currently unaccounted for in Exxon's reporting). Research has found the plastic industry could use as much as 19 percent of earth's remaining carbon budget, jeopardizing chances of keeping global warming below 1.5 degrees Celsius.⁸

¹ <https://carbontracker.org/reports/the-futures-not-in-plastics/>

² <https://www.nytimes.com/2020/08/30/climate/oil-kenya-africa-plastics-trade.html>

³ <https://www.nytimes.com/2020/10/30/climate/plastic-pollution-oceans.html>

⁴ <https://www.npr.org/2020/09/11/897692090/how-big-oil-misled-the-public-into-believing-plastic-would-be-recycled>

⁵ <https://www.businessgreen.com/news/4024412/pepsico-switch-recycled-plastic-bottles-european-nations>

⁶ <https://corporate.exxonmobil.com/-/media/Global/Files/energy-and-carbon-summary/Energy-and-carbonsummary.pdf>

⁷ <https://www.ciel.org/wp-content/uploads/2019/05/Plastic-and-Climate-FINAL-2019.pdf>

⁸ https://www.pewtrusts.org/-/media/assets/2020/07/breakingtheplasticwave_report.pdf

Exxon's disclosures indicate the company is continuing to invest in expensive petrochemical-related infrastructure with increasing risk of stranding,⁹ as plastic demand growth is likely to slow due to government and consumer action to reduce its use. Furthermore, planned infrastructure in the Gulf Coast Plastics Production Corridor, where catastrophic weather events associated with climate change occur frequently,¹⁰ risk hazardous emissions releases harmful to human health, and community opposition to petrochemical projects is growing.¹¹ Already, similar projects have stalled or lost value.¹²

Shareholders seek to understand if, and how, Exxon is reducing the risk of stranded assets of its petrochemical-based investments as the global response to climate and plastic pollution intensifies. The energy and petrochemical sectors must play a critical role in mitigating environmental impacts related to plastic manufacturing, use, and disposal.

⁹ <https://corporate.exxonmobil.com/energy-and-environment/where-we-work/growing-the-gulf/20-billion-gulfinvestment-to-create-tens-of-thousands-of-high-paying-jobs#beaumont>

¹⁰ <https://planet-tracker.org/tracker-programmes/materials/plastics/#stormy-outlook>

¹¹ <https://www.npr.org/sections/health-shots/2020/08/28/906822940/millions-of-pounds-of-extra-pollution-were-released-before-laura-made-landfall>

¹² <https://apnews.com/article/technology-science-new-orleans-environment-louisiana-0a6353662b4b3019f0b83f577ab21df2>

Shareholder Correspondence



VIA FEDEX & EMAIL

December 9, 2020

Mr. Stephen A. Littleton,
Secretary,
Exxon Mobil Corporation.

RECEIVED
DEC 10 2020
S.M. ENGLANDE

Dear Mr. Littleton,

As You Sow is filing a shareholder proposal on behalf of Andrew Behar ("Proponent"), a shareholder of ExxonMobil for inclusion in ExxonMobil's 2021 proxy statement and for consideration by shareholders in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934.

A letter from the Proponent authorizing *As You Sow* to act on its behalf is enclosed. A representative of the Proponent will attend the stockholder meeting to move the resolution as required.

We are available to discuss this issue and are optimistic that such a discussion could result in resolution of the Proponent's concerns.

To schedule a dialogue, please contact me at
with a copy to

Please send all correspondence

Sincerely,

Lila Holzman
Energy Program Manager

Enclosures

- Shareholder Proposal
- Shareholder Authorization

cc:

Resolved: Shareholders request that ExxonMobil Corporation issue a report, at reasonable cost and omitting proprietary information, describing if and how it is reducing the risk of stranded assets related to environmental impacts of its petrochemical investments.

Supporting Statement: The report should consider the potential impact of public, market, and governmental responses to environmental impacts including plastic pollution, community health, and climate change.

Whereas: Exxon's existing disclosures are insufficient to assure investors how the company can reconcile its petrochemical expansion plans with increasingly urgent global goals to mitigate certain environmental crises. Shareholders are concerned that Exxon's planned growth in petrochemicals, rather than reducing risk from climate change, will expose the company and its investors to stranded asset risk, as global action on environmental crises, including climate and plastic pollution, lead to reduced demand for its petroleum-based products.¹

Plastic pollution has become one of society's most intractable problems with consumers, corporations, and policy makers struggling to address the growing quantities of plastic waste polluting oceans and other ecosystems.² A recent study found plastic use in the U.S. alone contributed up to 2.2 million metric tons of pollution into the ocean in 2016, more than previously estimated. Existing recycling infrastructure is equipped to recycle only a fraction of plastic waste produced, leaving most plastics to more harmful disposal practices.³ Industry response through groups including the American Chemistry Council (of which Exxon is a member) has been insufficient to stem growing consumer and government concern.⁴ In response, Consumer Goods companies are increasingly looking to reduce reliance on virgin plastic.⁵

While Exxon reports that plastic products can help reduce global greenhouse gas (GHG) emissions,⁶ recent reports show that emissions across the petrochemical and plastics supply chain contribute significantly to climate change.⁷ For example, plastic disposal results in high levels of emissions through incineration or other end of life outcomes (these emissions are currently unaccounted for in Exxon's reporting). Research has found the plastic industry could use as much as 19 percent of earth's remaining carbon budget, jeopardizing chances of keeping global warming below 1.5 degrees Celsius.⁸

¹ <https://carbontracker.org/reports/the-futures-not-in-plastics/>

² <https://www.nytimes.com/2020/08/30/climate/oil-kenya-africa-plastics-trade.html>

³ <https://www.nytimes.com/2020/10/30/climate/plastic-pollution-oceans.html>

⁴ <https://www.npr.org/2020/09/11/897692090/how-big-oil-misled-the-public-into-believing-plastic-would-be-recycled>

⁵ <https://www.businessgreen.com/news/4024412/pepsico-switch-recycled-plastic-bottles-european-nations>

⁶ <https://corporate.exxonmobil.com/-/media/Global/Files/energy-and-carbon-summary/Energy-and-carbon-summary.pdf>

⁷ <https://www.ciel.org/wp-content/uploads/2019/05/Plastic-and-Climate-FINAL-2019.pdf>

⁸ https://www.pewtrusts.org/-/media/assets/2020/07/breakingtheplasticwave_report.pdf

Exxon's disclosures indicate the company is continuing to invest in expensive petrochemical-related infrastructure with increasing risk of stranding,⁹ as plastic demand growth is likely to slow due to government and consumer action to reduce its use. Furthermore, planned infrastructure in the Gulf Coast Plastics Production Corridor, where catastrophic weather events associated with climate change occur frequently,¹⁰ risk hazardous emissions releases harmful to human health, and community opposition to petrochemical projects is growing.¹¹ Already, similar projects have stalled or lost value.¹²

Shareholders seek to understand if, and how, Exxon is reducing the risk of stranded assets of its petrochemical-based investments as the global response to climate and plastic pollution intensifies. The energy and petrochemical sectors must play a critical role in mitigating environmental impacts related to plastic manufacturing, use, and disposal.

⁹ <https://corporate.exxonmobil.com/energy-and-environment/where-we-work/growing-the-gulf/20-billion-gulf-investment-to-create-tens-of-thousands-of-high-paying-jobs#beaumont>

¹⁰ <https://planet-tracker.org/tracker-programmes/materials/plastics/#stormy-outlook>

¹¹ <https://www.npr.org/sections/health-shots/2020/08/28/906822940/millions-of-pounds-of-extra-pollution-were-released-before-laura-made-landfall>

¹² <https://apnews.com/article/technology-science-new-orleans-environment-louisiana-0a6353662b4b3019f0b83f577ab21df2>

December 8, 2020

Andrew Behar
CEO
As You Sow

Re: Authorization to File Shareholder Resolution

Dear Mr. Behar,

The undersigned ("Stockholder") authorizes *As You Sow* to file or co-file a shareholder resolution on Stockholder's behalf with the named Company for inclusion in the Company's 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. The resolution at issue relates to the below described subject.

Stockholder: Andrew Behar

Company: ExxonMobil Corporation

Annual Meeting / Proxy Statement Year: 2021

Subject: Report on Petrochemical Risks

The Stockholder has continuously owned over \$2,000 worth of Company stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the Company's annual meeting in 2021.

The Stockholder gives *As You Sow* the authority to address, on the Stockholder's behalf, any and all aspects of the shareholder resolution, including drafting and editing the proposal, representing Stockholder in engagements with the Company, entering into any agreement with the Company, and designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name in relation to the resolution.

The Stockholder further authorizes *As You Sow* to send a letter of support of the resolution on Stockholder's behalf.

Sincerely,

DocuSigned by:
ANDREW BEHAR
A821D08EE57E4E1

Name: ANDREW BEHAR

Title: Shareholder



VIA FEDEX & EMAIL

December 9, 2020

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

RECEIVED

DEC 10 2020

S.M. ENGLANDE

Dear Mr. Littleton,

As You Sow is co-filing a shareholder proposal on behalf of the following ExxonMobil shareholder for action at the next annual meeting of ExxonMobil.

- Jeffrey M Schubiner INH IRA, Bene of Lorraine Schubiner's

Shareholder is a co-filer of the enclosed proposal with Andrew Behar who is the Proponent of the proposal. *As You Sow* has submitted the enclosed shareholder proposal on behalf of Proponent for inclusion in the 2021 proxy statement in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. *As You Sow* is authorized to act on Jeffrey M Schubiner INH IRA, Bene of Lorraine Schubiner's behalf with regard to withdrawal of the proposal.

A letter authorizing *As You Sow* to act on co-filer's behalf is enclosed. A representative of the lead filer will attend the stockholders' meeting to move the resolution as required.

To schedule a dialogue, please contact me at lholzman@asyousow.org. Please send all correspondence with a copy to shareholderengagement@asyousow.org.

Sincerely,

Lila Holzman
Energy Program Manager

Enclosures

- Shareholder Proposal
- Shareholder Authorization

cc:

December 8, 2020

Andrew Behar
CEO
As You Sow
2150 Kittredge St., Suite 450
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Mr. Behar,

The undersigned ("Stockholder") authorizes *As You Sow* to file or co-file a shareholder resolution on Stockholder's behalf with the named Company for inclusion in the Company's 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. The resolution at issue relates to the below described subject.

Stockholder: Jeffrey M Schubiner INH IRA, Bene of Lorraine Schubiner

Company: ExxonMobil Corporation

Annual Meeting / Proxy Statement Year: 2021

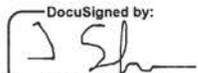
Subject: Report on Petrochemical Risks

The Stockholder has continuously owned over \$2,000 worth of Company stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the Company's annual meeting in 2021.

The Stockholder gives *As You Sow* the authority to address, on the Stockholder's behalf, any and all aspects of the shareholder resolution, including drafting and editing the proposal, representing Stockholder in engagements with the Company, entering into any agreement with the Company, and designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name in relation to the resolution.

The Stockholder further authorizes *As You Sow* to send a letter of support of the resolution on Stockholder's behalf.

Sincerely,

DocuSigned by:

E94366E5A8C24C3

Name: JEFFREY M SCHUBINER

Title: Shareholder

Resolved: Shareholders request that ExxonMobil Corporation issue a report, at reasonable cost and omitting proprietary information, describing if and how it is reducing the risk of stranded assets related to environmental impacts of its petrochemical investments.

Supporting Statement: The report should consider the potential impact of public, market, and governmental responses to environmental impacts including plastic pollution, community health, and climate change.

Whereas: Exxon's existing disclosures are insufficient to assure investors how the company can reconcile its petrochemical expansion plans with increasingly urgent global goals to mitigate certain environmental crises. Shareholders are concerned that Exxon's planned growth in petrochemicals, rather than reducing risk from climate change, will expose the company and its investors to stranded asset risk, as global action on environmental crises, including climate and plastic pollution, lead to reduced demand for its petroleum-based products.¹

Plastic pollution has become one of society's most intractable problems with consumers, corporations, and policy makers struggling to address the growing quantities of plastic waste polluting oceans and other ecosystems.² A recent study found plastic use in the U.S. alone contributed up to 2.2 million metric tons of pollution into the ocean in 2016, more than previously estimated. Existing recycling infrastructure is equipped to recycle only a fraction of plastic waste produced, leaving most plastics to more harmful disposal practices.³ Industry response through groups including the American Chemistry Council (of which Exxon is a member) has been insufficient to stem growing consumer and government concern.⁴ In response, Consumer Goods companies are increasingly looking to reduce reliance on virgin plastic.⁵

While Exxon reports that plastic products can help reduce global greenhouse gas (GHG) emissions,⁶ recent reports show that emissions across the petrochemical and plastics supply chain contribute significantly to climate change.⁷ For example, plastic disposal results in high levels of emissions through incineration or other end of life outcomes (these emissions are currently unaccounted for in Exxon's reporting). Research has found the plastic industry could use as much as 19 percent of earth's remaining carbon budget, jeopardizing chances of keeping global warming below 1.5 degrees Celsius.⁸

¹ <https://carbontracker.org/reports/the-futures-not-in-plastics/>

² <https://www.nytimes.com/2020/08/30/climate/oil-kenya-africa-plastics-trade.html>

³ <https://www.nytimes.com/2020/10/30/climate/plastic-pollution-oceans.html>

⁴ <https://www.npr.org/2020/09/11/897692090/how-big-oil-misled-the-public-into-believing-plastic-would-be-recycled>

⁵ <https://www.businessgreen.com/news/4024412/pepsico-switch-recycled-plastic-bottles-european-nations>

⁶ <https://corporate.exxonmobil.com/-/media/Global/Files/energy-and-carbon-summary/Energy-and-carbon-summary.pdf>

⁷ <https://www.ciel.org/wp-content/uploads/2019/05/Plastic-and-Climate-FINAL-2019.pdf>

⁸ https://www.pewtrusts.org/-/media/assets/2020/07/breakingtheplasticwave_report.pdf

Exxon's disclosures indicate the company is continuing to invest in expensive petrochemical-related infrastructure with increasing risk of stranding,⁹ as plastic demand growth is likely to slow due to government and consumer action to reduce its use. Furthermore, planned infrastructure in the Gulf Coast Plastics Production Corridor, where catastrophic weather events associated with climate change occur frequently,¹⁰ risk hazardous emissions releases harmful to human health, and community opposition to petrochemical projects is growing.¹¹ Already, similar projects have stalled or lost value.¹²

Shareholders seek to understand if, and how, Exxon is reducing the risk of stranded assets of its petrochemical-based investments as the global response to climate and plastic pollution intensifies. The energy and petrochemical sectors must play a critical role in mitigating environmental impacts related to plastic manufacturing, use, and disposal.

⁹ <https://corporate.exxonmobil.com/energy-and-environment/where-we-work/growing-the-gulf/20-billion-gulf-investment-to-create-tens-of-thousands-of-high-paying-jobs#beaumont>

¹⁰ <https://planet-tracker.org/tracker-programmes/materials/plastics/#stormy-outlook>

¹¹ <https://www.npr.org/sections/health-shots/2020/08/28/906822940/millions-of-pounds-of-extra-pollution-were-released-before-laura-made-landfall>

¹² <https://apnews.com/article/technology-science-new-orleans-environment-louisiana-0a6353662b4b3019f0b83f577ab21df2>



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UNITED STATES US

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CAD: 103055598/MET4280

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TO STEPHEN LITTLETON CORP SEC.
EXXON MOBIL CORPORATION
5959 LAS COLINAS BOULEVARD

IRVING TX 75039

(800) 243-9966
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DEPT

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PT 429 1 F
54 7 10:30 5:40
12:10

12/9

Insert shipping

Broussard, Jenifer L

From: Gail Follansbee
Sent: Thursday, December 10, 2020 8:38 AM
To: Littleton, Stephen A; Shareholder Relations /SM; Englande, Sherry M
Cc: Lila Holzman
Subject: ExxonMobil - Shareholder proposal - report on petrochemical risks
Attachments: 21.XOM.1 Lead_Petrochemicals filing docs pkg.pdf; 21.XOM.1 CoFilers_Petrochemicals - filing docs pkg.pdf

External Email - Think Before You Click

Dear Mr. Littleton,

Attached please find filing documents submitting a shareholder proposal for inclusion in the company's 2021 proxy statement. A paper copy of these documents was sent by FedEx yesterday, Wednesday 12/9 and will be received at your office today, Thursday 12/10.

It would be much appreciated if you could please confirm receipt of this email.

Thank you very much,
Gail

Gail Follansbee (she/her)
Coordinator, Shareholder Relations
As You Sow



VIA FEDEX & EMAIL

December 9, 2020

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

Dear Mr. Littleton,

As You Sow is filing a shareholder proposal on behalf of Andrew Behar (“Proponent”), a shareholder of ExxonMobil for inclusion in ExxonMobil’s 2021 proxy statement and for consideration by shareholders in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934.

A letter from the Proponent authorizing *As You Sow* to act on its behalf is enclosed. A representative of the Proponent will attend the stockholder meeting to move the resolution as required.

We are available to discuss this issue and are optimistic that such a discussion could result in resolution of the Proponent’s concerns.

To schedule a dialogue, please contact me at lholzman@asyousow.org. Please send all correspondence **with a copy to shareholderengagement@asyousow.org**.

Sincerely,

Lila Holzman
Energy Program Manager

Enclosures

- Shareholder Proposal
- Shareholder Authorization

cc:

Resolved: Shareholders request that ExxonMobil Corporation issue a report, at reasonable cost and omitting proprietary information, describing if and how it is reducing the risk of stranded assets related to environmental impacts of its petrochemical investments.

Supporting Statement: The report should consider the potential impact of public, market, and governmental responses to environmental impacts including plastic pollution, community health, and climate change.

Whereas: Exxon's existing disclosures are insufficient to assure investors how the company can reconcile its petrochemical expansion plans with increasingly urgent global goals to mitigate certain environmental crises. Shareholders are concerned that Exxon's planned growth in petrochemicals, rather than reducing risk from climate change, will expose the company and its investors to stranded asset risk, as global action on environmental crises, including climate and plastic pollution, lead to reduced demand for its petroleum-based products.¹

Plastic pollution has become one of society's most intractable problems with consumers, corporations, and policy makers struggling to address the growing quantities of plastic waste polluting oceans and other ecosystems.² A recent study found plastic use in the U.S. alone contributed up to 2.2 million metric tons of pollution into the ocean in 2016, more than previously estimated. Existing recycling infrastructure is equipped to recycle only a fraction of plastic waste produced, leaving most plastics to more harmful disposal practices.³ Industry response through groups including the American Chemistry Council (of which Exxon is a member) has been insufficient to stem growing consumer and government concern.⁴ In response, Consumer Goods companies are increasingly looking to reduce reliance on virgin plastic.⁵

While Exxon reports that plastic products can help reduce global greenhouse gas (GHG) emissions,⁶ recent reports show that emissions across the petrochemical and plastics supply chain contribute significantly to climate change.⁷ For example, plastic disposal results in high levels of emissions through incineration or other end of life outcomes (these emissions are currently unaccounted for in Exxon's reporting). Research has found the plastic industry could use as much as 19 percent of earth's remaining carbon budget, jeopardizing chances of keeping global warming below 1.5 degrees Celsius.⁸

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³ <https://www.nytimes.com/2020/10/30/climate/plastic-pollution-oceans.html>

⁴ <https://www.npr.org/2020/09/11/897692090/how-big-oil-misled-the-public-into-believing-plastic-would-be-recycled>

⁵ <https://www.businessgreen.com/news/4024412/pepsico-switch-recycled-plastic-bottles-european-nations>

⁶ <https://corporate.exxonmobil.com/-/media/Global/Files/energy-and-carbon-summary/Energy-and-carbon-summary.pdf>

⁷ <https://www.ciel.org/wp-content/uploads/2019/05/Plastic-and-Climate-FINAL-2019.pdf>

⁸ https://www.pewtrusts.org/-/media/assets/2020/07/breakingtheplasticwave_report.pdf

Exxon's disclosures indicate the company is continuing to invest in expensive petrochemical-related infrastructure with increasing risk of stranding,⁹ as plastic demand growth is likely to slow due to government and consumer action to reduce its use. Furthermore, planned infrastructure in the Gulf Coast Plastics Production Corridor, where catastrophic weather events associated with climate change occur frequently,¹⁰ risk hazardous emissions releases harmful to human health, and community opposition to petrochemical projects is growing.¹¹ Already, similar projects have stalled or lost value.¹²

Shareholders seek to understand if, and how, Exxon is reducing the risk of stranded assets of its petrochemical-based investments as the global response to climate and plastic pollution intensifies. The energy and petrochemical sectors must play a critical role in mitigating environmental impacts related to plastic manufacturing, use, and disposal.

⁹ <https://corporate.exxonmobil.com/energy-and-environment/where-we-work/growing-the-gulf/20-billion-gulf-investment-to-create-tens-of-thousands-of-high-paying-jobs#beaumont>

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¹² <https://apnews.com/article/technology-science-new-orleans-environment-louisiana-0a6353662b4b3019f0b83f577ab21df2>

December 8, 2020

Andrew Behar
CEO
As You Sow
2150 Kittredge St., Suite 450
Berkeley, CA 94704

Re: Authorization to File Shareholder Resolution

Dear Mr. Behar,

The undersigned ("Stockholder") authorizes *As You Sow* to file or co-file a shareholder resolution on Stockholder's behalf with the named Company for inclusion in the Company's 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. The resolution at issue relates to the below described subject.

Stockholder: Andrew Behar

Company: ExxonMobil Corporation

Annual Meeting / Proxy Statement Year: 2021

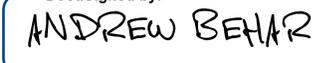
Subject: Report on Petrochemical Risks

The Stockholder has continuously owned over \$2,000 worth of Company stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the Company's annual meeting in 2021.

The Stockholder gives *As You Sow* the authority to address, on the Stockholder's behalf, any and all aspects of the shareholder resolution, including drafting and editing the proposal, representing Stockholder in engagements with the Company, entering into any agreement with the Company, and designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name in relation to the resolution.

The Stockholder further authorizes *As You Sow* to send a letter of support of the resolution on Stockholder's behalf.

Sincerely,

DocuSigned by:

AE21D05EE57E4E1

Name: ANDREW BEHAR

Title: Shareholder



VIA FEDEX & EMAIL

December 9, 2020

Mr. Stephen A. Littleton,
Secretary,
Exxon Mobil Corporation,

Dear Mr. Littleton,

As You Sow is co-filing a shareholder proposal on behalf of the following ExxonMobil shareholder for action at the next annual meeting of ExxonMobil.

- Jeffrey M Schubiner INH IRA, Bene of Lorraine Schubiner's

Shareholder is a co-filer of the enclosed proposal with Andrew Behar who is the Proponent of the proposal. *As You Sow* has submitted the enclosed shareholder proposal on behalf of Proponent for inclusion in the 2021 proxy statement in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities Exchange Act of 1934. *As You Sow* is authorized to act on Jeffrey M Schubiner INH IRA, Bene of Lorraine Schubiner's behalf with regard to withdrawal of the proposal.

A letter authorizing *As You Sow* to act on co-filer's behalf is enclosed. A representative of the lead filer will attend the stockholders' meeting to move the resolution as required.

To schedule a dialogue, please contact me at
with a copy to

Please send all correspondence

Sincerely,

Lila Holzman
Energy Program Manager

Enclosures

- Shareholder Proposal
- Shareholder Authorization

cc:

Resolved: Shareholders request that ExxonMobil Corporation issue a report, at reasonable cost and omitting proprietary information, describing if and how it is reducing the risk of stranded assets related to environmental impacts of its petrochemical investments.

Supporting Statement: The report should consider the potential impact of public, market, and governmental responses to environmental impacts including plastic pollution, community health, and climate change.

Whereas: Exxon's existing disclosures are insufficient to assure investors how the company can reconcile its petrochemical expansion plans with increasingly urgent global goals to mitigate certain environmental crises. Shareholders are concerned that Exxon's planned growth in petrochemicals, rather than reducing risk from climate change, will expose the company and its investors to stranded asset risk, as global action on environmental crises, including climate and plastic pollution, lead to reduced demand for its petroleum-based products.¹

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⁸ https://www.pewtrusts.org/-/media/assets/2020/07/breakingtheplasticwave_report.pdf

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Shareholders seek to understand if, and how, Exxon is reducing the risk of stranded assets of its petrochemical-based investments as the global response to climate and plastic pollution intensifies. The energy and petrochemical sectors must play a critical role in mitigating environmental impacts related to plastic manufacturing, use, and disposal.

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¹² <https://apnews.com/article/technology-science-new-orleans-environment-louisiana-0a6353662b4b3019f0b83f577ab21df2>

December 8, 2020

Andrew Behar
CEO
As You Sow

Re: Authorization to File Shareholder Resolution

Dear Mr. Behar,

The undersigned ("Stockholder") authorizes *As You Sow* to file or co-file a shareholder resolution on Stockholder's behalf with the named Company for inclusion in the Company's 2021 proxy statement, in accordance with Rule 14a-8 of the General Rules and Regulations of the Securities and Exchange Act of 1934. The resolution at issue relates to the below described subject.

Stockholder: Jeffrey M Schubiner INH IRA, Bene of Lorraine Schubiner

Company: ExxonMobil Corporation

Annual Meeting / Proxy Statement Year: 2021

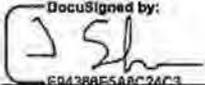
Subject: Report on Petrochemical Risks

The Stockholder has continuously owned over \$2,000 worth of Company stock, with voting rights, for over a year. The Stockholder intends to hold the required amount of stock through the date of the Company's annual meeting in 2021.

The Stockholder gives *As You Sow* the authority to address, on the Stockholder's behalf, any and all aspects of the shareholder resolution, including drafting and editing the proposal, representing Stockholder in engagements with the Company, entering into any agreement with the Company, and designating another entity as lead filer and representative of the shareholder. The Stockholder understands that the Stockholder's name may appear on the company's proxy statement as the filer of the aforementioned resolution, and that the media may mention the Stockholder's name in relation to the resolution.

The Stockholder further authorizes *As You Sow* to send a letter of support of the resolution on Stockholder's behalf.

Sincerely,

DocuSigned by:

E04388E5A8C24C3

Name: JEFFREY M SCHUBINER

Title: Shareholder

Broussard, Jenifer L

From: Broussard, Jenifer L on behalf of Shareholder Relations /SM
Sent: Thursday, December 17, 2020 10:48 AM
To:
Cc:
Subject: Shareholder Proposal: Report on Risks of Petrochemical Investment
Attachments: 2021_Petrochemical Investments_Behar_Ack Letter_SIGNED.pdf; Attachments_SEC Rule 14a-8_SLB 14_July-13-2001 (\$2000 market value stoc..._.pdf; Attachments_SEC Rule 14a-8_Apr-1-2013 and SLB 14F_Oct-18-2011.pdf

Dear Ms. Holzman,

Please see attached, sent on behalf of Stephen Littleton.

Thank you.

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

Stephen A. Littleton
Vice President, Investor Relations
and Secretary

ExxonMobil

VIA EMAIL

December 17, 2020

Ms. Lila Holzman
Energy Program Manager
As You Sow

Dear Ms. Holzman:

This will acknowledge receipt of the proposal concerning a Report on Risks of Petrochemical Investment (the "Proposal"), which you have submitted on behalf of Andrew Behar (the "Proponent") in connection with ExxonMobil's 2021 annual meeting of shareholders. However, proof of share ownership was not included with your December 9, 2020, submission.

In order to be eligible to submit a shareholder proposal, Rule 14a-8 (copy enclosed) requires a proponent to submit sufficient proof that he or she has continuously held at least \$2,000 in market value, or 1%, of the company's securities entitled to vote on the proposal for at least one year through and including the date the shareholder proposal was submitted. For this Proposal, the date of submission is December 9, 2020, which is the date the Proposal was received by the overnight delivery service.

The Proponent does not appear in our records as a registered shareholder. Moreover, to date we have not received proof that the Proponent has satisfied these ownership requirements. To remedy this defect, the Proponent must submit sufficient proof verifying their continuous ownership of the requisite number of ExxonMobil shares for the one-year period preceding and including December 9, 2020.

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

- a written statement from the "record" holder of the Proponent's shares (usually a broker or a bank) verifying that the Proponent continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 9, 2020; or

- if the Proponent has filed with the SEC a Schedule 13D, Schedule 13G, Form 3, Form 4 or Form 5, or amendments to those documents or updated forms, reflecting the Proponent's ownership of the requisite number of ExxonMobil shares as of or before the date on which the one-year eligibility period begins, a copy of the schedule and/or form, and any subsequent amendments reporting a change in the ownership level and a written statement that the Proponent continuously held the requisite number of ExxonMobil shares for the one-year period.

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

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

- If the Proponent's broker or bank is a DTC participant, then the Proponent needs to submit a written statement from its broker or bank verifying that the Proponent continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 9, 2020.
- If the Proponent's broker or bank is not a DTC participant, then the Proponent needs to submit proof of ownership from the DTC participant through which the securities are held verifying that the Proponent continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 9, 2020. The Proponent should be able to find out who this DTC participant is by asking the Proponent's broker or bank. If the Proponent's broker is an introducing broker, the Proponent may also be able to learn the identity and telephone number of the DTC participant through the Proponent's account statements because the clearing broker identified on the Proponent's account statements will generally be a DTC participant. If the DTC participant that holds the Proponent's shares knows the Proponent's broker's or bank's holdings, but does not know the Proponent's holdings, the Proponent needs to satisfy the proof of ownership requirement by obtaining and submitting two proof of ownership statements verifying that for the one-year period preceding and including December 9, 2020, the required amount of securities were continuously held – one from the Proponent's broker or bank, confirming the Proponent's ownership, and the other from the DTC participant, confirming the broker or bank's ownership.

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

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

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

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

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

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

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

Lila Holzman
Page 4

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

Sincerely,

A handwritten signature in blue ink, appearing to read "Steph Chittin".

SAL/tlb

Enclosures



VIA EMAIL

December 18, 2020

Ms. Lila Holzman
Energy Program Manager
As You Sow
2150 Kittredge St. Suite 450
Berkeley, CA 94704

Dear Ms. Holzman:

This will acknowledge receipt of your letter indicating that you wish to co-file on behalf of Jeffrey M Schubiner INH IRA, Bene of Lorraine Schubiner's (the "Co-filer"), the proposal previously submitted by Andrew Behar (the "Proponent") concerning a Report on Risks of Petrochemical Investments (the "Proposal") in connection with ExxonMobil's 2021 annual meeting of shareholders. However, proof of share ownership was not included with your December 9, 2020, submission.

In order to be eligible to submit a shareholder proposal, Rule 14a-8 (copy enclosed) requires a co-filer to submit sufficient proof that he or she has continuously held at least \$2,000 in market value, or 1%, of the company's securities entitled to vote on the proposal for at least one year as of the date the shareholder proposal was submitted. For this Proposal, the date of submission is December 9, 2020, which is the date the Proposal was received electronically by email.

The Co-filer does not appear in our records as a registered shareholder. Moreover, to date we have not received proof that the Co-filer has satisfied these ownership requirements. To remedy this defect, the Co-filer must submit sufficient proof verifying their continuous ownership of the requisite number of ExxonMobil shares for the one-year period preceding and including December 9, 2020.

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

- a written statement from the "record" holder of the Co-filer's shares (usually a broker or a bank) verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 9, 2020; or
- if the Co-filer has filed with the SEC a Schedule 13D, Schedule 13G, Form 3, Form 4 or Form 5, or amendments to those documents or updated forms, reflecting the Co-filer's ownership of the requisite number of ExxonMobil shares as of or before the date on which the one-year eligibility period begins, a copy of the schedule and/or form, and any subsequent amendments reporting a change in the ownership level and a written statement that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period.

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

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

- If the Co-filer's broker or bank is a DTC participant, then the Co-filer needs to submit a written statement from its broker or bank verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 9, 2020.
- If the Co-filer's broker or bank is not a DTC participant, then the Co-filer needs to submit proof of ownership from the DTC participant through which the securities are held verifying that the Co-filer continuously held the requisite number of ExxonMobil shares for the one-year period preceding and including December 9, 2020. The Co-filer should be able to find out who this DTC participant is by asking the Co-filer's broker or bank. If the Co-filer's broker is an introducing broker, the Co-filer may also be able to learn the identity and telephone number of the DTC participant through the Co-filer's account statements because the clearing broker identified on the Co-filer's account statements will generally be a DTC participant. If the DTC participant that holds the Co-filer's shares knows the Co-filer's broker's or bank's holdings, but does not know the Co-filer's holdings, the Co-filer needs to satisfy the proof of ownership requirement by obtaining and submitting two proof of ownership statements verifying that for the one-year period preceding and including December 9, 2020, the required amount of securities were continuously held – one from the Co-filer's broker or bank, confirming the Co-filer's ownership, and the other from the DTC participant, confirming the broker or bank's ownership.

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

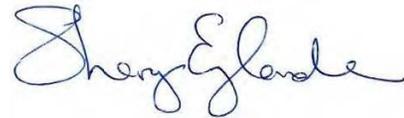
- identify the shareholder-proponent and the person or entity selected as proxy;
- identify the company to which the proposal is directed;
- identify the annual or special meeting for which the proposal is submitted;
- identify the specific proposal to be submitted (e.g., proposal to lower the threshold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

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

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

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

Sincerely,

A handwritten signature in blue ink, appearing to read "Sherry Eglar". The signature is fluid and cursive, with a large initial "S" and "E".

SME/tlb

Enclosures

Broussard, Jenifer L

From: Lila Holzman
Sent: Friday, December 18, 2020 2:32 PM
To: Broussard, Jenifer L
Cc: Joshua Romo
Subject: RE: ExxonMobil Would Like to Schedule a Teleconference to Discuss Your Shareholder Proposal re Report on Risks of Petrochemical Investments

Categories: External Sender

External Email - Think Before You Click

Jenifer,
Good to hear from you and thank you for providing these options. The Wednesday 1/13 and Friday 1/15 options both look good, with a slight preference for the Friday option.
Would you like to go ahead and send out a calendar invitation or would you like me to?
Thank you,
Lila

Lila Holzman
Energy Program Manager
As You Sow

From: Broussard, Jenifer L
Sent: Thursday, December 17, 2020 10:49 AM
To: Lila Holzman
Subject: ExxonMobil Would Like to Schedule a Teleconference to Discuss Your Shareholder Proposal re Report on Risks of Petrochemical Investments

Dear Ms. Holzman,

We hope that this email finds you well. Stephen Littleton would like to schedule a call to discuss your proposal regarding a report on risks of petrochemical investments for inclusion in the 2021 Proxy Statement. We would like for Mr. Andrew Behar, as proponent, to participate in the engagement as well.

Below you will find suggested date/time (Central Time) slots. We plan for the call to be no longer than 50 minutes. We believe proponent engagement is important and value your perspective on this proposal, so we appreciate your willingness to meet. Please respond to Jenifer Broussard at _____ with your preferred timing as soon as convenient.

Wednesday, 1/13/2021
4:00-4:50PM

Friday, 1/15/2021

11:30AM-12:20PM

Monday, 1/18/2021

11:00-11:50AM

We look forward to talking with you soon.

Kind Regards,

Jenifer L. Broussard
Shareholder Relations Team
Exxon Mobil Corporation

Englande, Sherry M

From: Shareholder Engagement
Sent: Monday, December 21, 2020 10:37 AM
To: Bates, Tamara L; Lila Holzman
Subject: Re: ExxonMobil 2021 Co-Filer Acknowledgement Letter

Categories: External Sender

External Email - Think Before You Click

Hello Tamara,

Confirming receipt of this Deficiency notice. We will respond within 14 days of receipt of this notice, so by 1/1/21- New Year's Day..

Best,
Gail

Gail Follansbee (she/her)
Coordinator, Shareholder Relations
As You Sow

From: "Bates, Tamara L"
Date: Friday, December 18, 2020 at 1:36 PM
To: Lila Holzman, Shareholder Engagement
Subject: ExxonMobil 2021 Co-Filer Acknowledgement Letter

Sent on Behalf of Sherry M. Englande

Dear Ms. Holzman,

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

Regards,

Tamara L. Bates
ESG Engagement Analyst
Investor Relations