Last Updated: 1/15/2021

Shareholder Proposal No-Action Responses

The staff of the Division of Corporation Finance states only informal, non-binding views as to whether the Division would recommend enforcement action to the Commission if a company excludes a proposal from its proxy materials. The staff does not and cannot adjudicate the merits of a company's position with respect to a proposal. Only a court can determine whether a company may legally exclude the shareholder proposal from its proxy materials.

When a company's request asserts multiple regulatory bases for exclusion of a proposal and the staff concurs with the company's view that there is a basis to exclude the proposal, the staff concurs with exclusion on only one of the bases asserted by the company and does not address the alternative bases the company asserts. When the staff is unable to concur with the company's view that there is a basis to exclude the proposal, the staff is unable to concur with exclusion on any of the regulatory bases the company asserts.

In the following chart, the column titled "Date of company's initial submission" contains a hyperlink to the company's initial submission to the staff, and the column titled "Date of staff's response" contains a hyperlink to the correspondence relating to the staff's response, including any letter issued by the staff, the company's initial submission and any subsequent correspondence, in reverse chronological order. In each case, the hyperlink will be available when the materials are posted on the SEC website, generally within a few business days of the staff's response.

The text of Exchange Act Rule 14a-8 is available <u>here</u>.

Company that submitted the reasons for excluding the proposal.	Shareholder that submitted the proposal to the company.	company's initial	Regulatory bases asserted by company to exclude the proposal.	Staff's response to the company's request.		Did the staff respond by letter?
			Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(10)		
Church & Dwight Co., Inc.	John Chevedden	12/9/2020	Rule 14a-8(i)(10)	provides a basis to exclude	1/15/2021	No
	California Public					
	Employees' Retirement					
Exxon Mobil Corporation	System	1/5/2021	Rule 14a-8(i)(10)	Withdrawn	1/15/2021	No
	James McRitchie and					
MSCI Inc.	Myra K. Young	12/23/2020	Rule 14a-8(i)(10)	Withdrawn	1/15/2021	No
NCR Corporation	Myra K. Young	12/18/2020	Rule 14a-8(i)(2)	Withdrawn	1/15/2021	No

Company that submitted the reasons for excluding the proposal.	Shareholder that submitted the proposal to the company.	Date of company's initial	Regulatory bases asserted by company to exclude the	Staff's response to the company's request.	Date of staff's response.	Did the staff respond by
		submission.	proposal.			letter?
International Business			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(b)/(f)		
Machines Corporation	Christopher J. Hipp	12/14/2020	Rule 14a-8(i)(7)	provides a basis to exclude	1/15/2021	No
				Unable to concur that Rule		
International Business				14a-8(i)(3) provides a basis to		
Machines Corporation	John Chevedden	12/14/2020	Rule 14a-8(i)(3)	exclude	1/15/2021	No
				Concur that Rule 14a-8(i)(10)		
Stanley Black & Decker, Inc.	John Chevedden	12/9/2020	Rule 14a-8(i)(10)	provides a basis to exclude	1/15/2021	No
				Concur that Rule 14a-8(i)(10)		
FirstEnergy Corp.	John Chevedden	12/8/2020	Rule 14a-8(i)(10)	provides a basis to exclude	1/15/2021	No
Hewlett Packard Enterprise			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(e)(2)		
Company	John Chevedden	12/3/2020	Rule 14a-8(e)(2)	provides a basis to exclude	1/15/2021	No
				Concur that Rule 14a-8(h)(3)		
L3Harris Technologies, Inc.	John Chevedden	12/1/2020	Rule 14a-8(h)(3)	provides a basis to exclude	1/15/2021	No
The Bank of New York			Rule 14a-8(i)(3)	Unable to concur with exclusion		
Mellon Corporation	Kenneth Steiner	12/8/2020	Rule 14a-8(i)(10)	on any of the bases asserted	1/15/2021	No
	National			Concur that Rule 14a-8(i)(7)		
	Center for Public Policy			provides a basis to exclude		
AT&T Inc.	Research	11/27/2020	Rule 14a-8(i)(7)	(ordinary business)	1/15/2021	No
				Concur that Rule 14a-8(b)/(f)		
Sempra Energy	Stewart Taggart	11/24/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	1/15/2021	No
	Comptroller of the City					
Duke Energy Corporation	of New York	1/2/2021	Rule 14a-8(i)(3)	Withdrawn	1/8/2021	No
Exxon Mobil Corporation	Bernie J. Pafford	<u>1/5/2021</u>	Rule 14a-8(i)(7)	Withdrawn	1/8/2021	No
	California Public					
	Employees' Retirement					
Essential Utilities, Inc.	System	12/28/2020	Rule 14a-8(i)(10)	Withdrawn	1/8/2021	No
	New York State					
The Boeing Company	Comptroller	12/15/2020	Rule 14a-8(i)(10)	Withdrawn	1/8/2021	No

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General Dynamics	Franciscan Sisters of			Concur that Rule 14a-8(e)(2)		
Corporation	Allegany, NY	12/8/2020	Rule 14a-8(e)(2)	provides a basis to exclude	<u>1/8/2021</u>	No
				Unable to concur that Rule 14a-8(i)(10) provides a basis		
Baxter International Inc.	Kenneth Steiner	12/9/2020	Rule 14a-8(i)(10)	to exclude	<u>1/8/2021</u>	No
Philip Morris International			Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(3)		
Inc.	Alan Ball	11/26/2020	Rule 14a-8(i)(7)	provides a basis to exclude	<u>1/8/2021</u>	No
			Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(7)		
The Walt Disney Company	Myra K. Young	10/31/2020	Rule 14a-8(i)(7)	provides a basis to exclude	<u>1/8/2021</u>	No
				Concur that Rule 14a-8(i)(7)		
	National Center for			provides a basis to exclude		
The Walt Disney Company	Public Policy Research	10/31/2020	Rule 14a-8(i)(7)	(ordinary business)	12/23/2020	No
			Rule 14a-8(i)(3)	Unable to concur with exclusion		
The Walt Disney Company	James McRitchie	10/31/2020	Rule 14a-8(i)(7)	on any of the bases asserted	12/23/2020	No
				Concur that Rule 14a-8(i)(7)		
	National Center for			provides a basis to exclude		
Starbucks Corporation	Public Policy Research	11/3/2020	Rule 14a-8(i)(7)	(ordinary business)	12/23/2020	No
				Concur that Rule 14a-8(b)/(f)		
AT&T Inc.	Christopher J. Hipp	11/12/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	12/23/2020	No
				Concur that Rule 14a-8(b)/(f)		
AT&T Inc.	Kenneth Steiner	11/12/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	12/23/2020	No
	Kenneth and Sheila		Rule 14a-8(b)/(f)	Concur that Rule 14a-8(b)/(f)		
AT&T Inc.	Lawrence	11/19/2020	Rule 14a-8(i)(7)	provides a basis to exclude	12/23/2020	No
Expeditors International of				Concur that Rule 14a-8(h)(3)		
Washington, Inc.	John Chevedden	11/16/2020	Rule 14a-8(h)(3)	provides a basis to exclude	12/23/2020	No
				Concur that Rule 14a-8(i)(10)		
IQVIA Holdings Inc.	John Chevedden	11/19/2020	Rule 14a-8(i)(10)	provides a basis to exclude	12/23/2020	No
Verizon Communications				Concur that Rule 14a-8(b)/(f)		
Inc.	Christopher J. Hipp	11/24/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	12/23/2020	No

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	Bright Start College					
	Savings Trust and the					
	Domestic and Foreign					
	Missionary Society of the					
	Protestant Episcopal					
	Church in the United					
Johnson & Johnson	States	12/3/2020	Rule 14a-8(i)(10)	Withdrawn	12/23/2020	No
301113011 & 301113011	Jules	12/3/2020	Naic 144 0(1)(10)	Concur that Rule 14a-8(i)(7)	12/23/2020	110
				provides a basis to exclude		
Gilead Sciences, Inc.	Jing Zhao	12/3/2020	Rule 14a-8(i)(7)	(micromanagement)	12/23/2020	No
Shead Sciences, ma	James McRitchie and	12/3/2020	110 2 10 0(1)(7)	(e. eanagee.e,	12/23/2020	
Moody's Corporation	Myra K. Young	12/18/2020	Rule 14a-8(i)(10)	Withdrawn	12/23/2020	No
moody o componential	National Center for	12/10/2020		Concur that Rule 14a-8(i)(10)		
Apple Inc.	Public Policy Research	10/16/2020	Rule 14a-8(i)(10)	provides a basis to exclude	12/17/2020	No
	i diame i amay masaanan		1.0.0 = 1.0 0(1)(=0)	Concur that Rule 14a-8(i)(10)		
Apple Inc.	SumOfUs	10/16/2020	Rule 14a-8(i)(10)	provides a basis to exclude	12/17/2020	No
- Pp-5 ····				Unable to concur that Rule 14a-		
				8(i)(10) provides a basis to		
Applied Materials, Inc.	Jing Zhao	11/6/2020	Rule 14a-8(i)(10)	exclude	12/17/2020	No
,			(// /	Concur that Rule 14a-8(i)(7)		
	The Humane Society of		Rule 14a-8(i)(4)	provides a basis to exclude		
Tyson Foods Inc.	the United States	10/1/2020	Rule 14a-8(i)(7)	(ordinary business)	12/17/2020	No
Texas Instruments	PCR Children's TR FBO		.,,,,			
Incorporated	Ellen (S)	12/11/2020	Rule 14a-8(b)/(f)	Withdrawn	12/17/2020	No
	Catherine Donnelly		Rule 14a-8(i)(7)			
Starbucks Corporation	Foundation	11/3/2020	Rule 14a-8(i)(10)	Withdrawn	12/17/2020	No
	Sisters of St. Francis of					
AmerisourceBergen	Philadelphia and Trinity		Rule 14a-8(i)(7)			
Corporation	Health	11/9/2020	Rule 14a-8(i)(10)	Withdrawn	12/10/2020	No

Company that submitted	Shareholder that	Date of	Regulatory bases	Staff's response to the	Date of	Did the
the reasons for excluding	submitted the proposal	company's	asserted by company	company's request.	staff's	staff
the proposal.	to the company.	initial	to exclude the		response.	respond by
		submission.	proposal.			letter?
Walgreens Boots Alliance,	National Center for		(reconsid.)	Request for reconsideration and		
Inc.	Public Policy Research	<u>9/18/2020</u>	Rule 14a-8(i)(7)	Commission review denied	12/10/2020	No
Walgreens Boots Alliance,	National Center for			Concur that Rule 14a-8(i)(7)		
Inc.	Public Policy Research	9/18/2020	Rule 14a-8(i)(7)	provides a basis to exclude	11/25/2020	No
Becton, Dickinson and			Rule 14a-8(i)(2)	Unable to concur with exclusion		
Company	Kenneth Steiner	9/23/2020	Rule 14a-8(i)(3)	on any of the bases asserted	11/25/2020	No
Walgreens Boots Alliance,	Domini Impact Equity					
Inc.	Fund	9/18/2020	Rule 14a-8(i)(10)	Withdrawn	11/25/2020	No
Costco Wholesale	Green Century Balanced		Rule 14a-8(i)(7)			
Corporation	Fund et al.	9/21/2020	Rule 14a-8(i)(10)	Withdrawn	11/25/2020	No
			Rule 14a-8(b)/(f)			
MarineMax, Inc.	Pro Cap NYC IIc	10/9/2020	Rule 14a-8(d)	Withdrawn	10/22/2020	No
				Concur that Rule 14a-8(h)(3)		
Deere & Company	John Chevedden	9/23/2020	Rule 14a-8(h)(3)	provides a basis to exclude	10/22/2020	No
Walgreens Boots Alliance,				Concur that Rule 14a-8(b)/(f)		
Inc.	John Chevedden	9/18/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	10/22/2020	No
				To the extent that the submission		
				is a proposal under Rule 14a-8,		
Paylocity Holding				concur that Rule 14a-8(e)(2)		
Corporation	Pro Cap NYC Ilc	9/10/2020	Rule 14a-8(e)(2)	provides a basis to exclude.	10/9/2020	No
	The Humane Society of		Rule 14a-8(i)(7)			
Hormel Foods Corporation	the United States	<u>9/2</u> 5/2020	Rule 14a-8(i)(10)	Withdrawn	10/9/2020	No
,			,,,,	Concur that Rule 14a-8(b)/(f)		
Alcoa Corporation	Bethann Richter	<u>8/28/20</u> 20	Rule 14a-8(b)/(f)	provides a basis to exclude	10/9/2020	No

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Myriad Genetics, Inc.	Pro Cap NYC llc	8/11/2020	Rule 14a-8(e)(2)	To the extent that the submission is a proposal under Rule 14a-8, concur that Rule 14a-8(e)(2) provides a basis to exclude.	10/9/2020	No
,		37 = 37 = 5 = 5	Rule 14a-8(i)(3)			
			Rule 14a-8(i)(7)	Unable to concur with exclusion		
Bio-Path Holdings, Inc.	Richard Grant	8/10/2020	Rule 14a-8(i)(10)	on any of the bases asserted	10/2/2020	No
	Plymouth					
	Congregational Church					
Costco Wholesale	of Seattle and Sada M.					
Corporation	Geuss IRA Rollover	9/21/2020	Rule 14a-8(i)(10)	Withdrawn	10/2/2020	No
				Concur that Rule 14a-8(e)(2)		
Extreme Networks, Inc.	Kenneth Steiner	<u>8/21/2020</u>	Rule 14a-8(e)(2)	provides a basis to exclude	9/18/2020	No
				Concur that Rule 14a-8(i)(5)		
ResMed Inc.	Myra K. Young	7/17/2020	Rule 14a-8(i)(5)	provides a basis to exclude	8/27/2020	No
			Rule 14a-8(i)(2)			
			Rule 14a-8(i)(6)			
Cisco Systems, Inc.	James McRitchie		Rule 14a-8(i)(10)	Withdrawn	8/27/2020	
NextDecade Corporation	Stewart Taggart	7/16/2020	Rule 14a-8(b)/(f)	Withdrawn	8/27/2020	No
	Catholic Health		D 1 44 0(1)(2)			
Consitte O Manager Down do	Initiatives and Sisters of		Rule 14a-8(i)(3)	Unable to concur with exclusion		
Smith & Wesson Brands,	the Holy Names of Jesus	C /15 /2020	Rule 14a-8(i)(7)		0/14/2020	N.
Inc.	and Mary International	6/15/2020	Rule 14a-8(i)(10)	on any of the bases asserted	8/14/2020	INO
	Brotherhood of		Rule 14a-8(i)(7)			
Cardinal Health, Inc.	Teamsters General Fund	7/7/2020	Rule 14a-8(i)(10)	Withdrawn	8/14/2020	No.
The Clorox Company	James McRitchie		Rule 14a-8(i)(10)	Withdrawn	8/14/2020 8/14/2020	
The Ciorox Company	James wickitchie	0/23/2020	Nuie 14a-0(1)(10)	vviuiuiawii	0/14/2020	INU

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				Concur that Rule 14a-8(i)(7)		
	National Center for			provides a basis to exclude		
NIKE, Inc.	Public Policy Research	5/1/2020	Rule 14a-8(i)(7)	(ordinary business)	6/19/2020	No
				Concur that Rule 14a-8(i)(7)		
			Rule 14a-8(i)(4)	provides a basis to exclude		
NIKE, Inc.	Cirque LLC	<u>5/1/2020</u>	Rule 14a-8(i)(7)	(ordinary business)	6/19/2020	No
	The Dawn E. Peterson					
FedEx Corporation	Trust	5/19/2020	Rule 14a-8(i)(11)	Withdrawn	6/19/2020	No
	Chang Liu Family Living		Rule 14a-8(i)(7)	Unable to concur with exclusion		
McKesson Corporation	Trust et al.	3/30/2020	Rule 14a-8(i)(10)	on any of the bases asserted	5/26/2020	No
				Concur that Rule 14a-8(b)/(f)		
PG&E Corporation	John Chevedden	4/22/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	5/26/2020	No
Broadway Financial	Commerce Home			Concur that Rule 14a-8(e)(2)		
Corporation	Mortgage, LLC	4/30/2020	Rule 14a-8(e)(2)	provides a basis to exclude	5/12/2020	No
	National Center for		(reconsid.)	Request for reconsideration and		
salesforce.com, inc.	Public Policy Research	<u>2/5/2020</u>	Rule 14a-8(i)(7)	Commission review denied	4/22/2020	No
	National Center for		(reconsid.)	Request for reconsideration and		
Alphabet Inc.	Public Policy Research	<u>2/4/2020</u>	Rule 14a-8(i)(7)	Commission review denied	4/22/2020	No
				Concur that Rule 14a-8(i)(10)		
PetMed Express, Inc.	James McRitchie	3/26/2020	Rule 14a-8(i)(10)	provides a basis to exclude	4/14/2020	No
Booz Allen Hamilton Holding			Rule 14a-8(i)(9)	Concur that Rule 14a-8(i)(10)		
Corporation	John Chevedden	3/10/2020	Rule 14a-8(i)(10)	provides a basis to exclude	4/14/2020	No
				Concur that Rule 14a-8(i)(10)		
Cowen Inc.	Kenneth Steiner	3/9/2020	Rule 14a-8(i)(10)	provides a basis to exclude	4/14/2020	No
				Concur that Rule 14a-8(i)(10)		
Rite Aid Corporation	Steven Krol	3/5/2020	Rule 14a-8(i)(10)	provides a basis to exclude	4/14/2020	No
	James McRitchie and			Concur that Rule 14a-8(i)(10)		
ServiceNow, Inc.	Myra K. Young	2/4/2020	Rule 14a-8(i)(10)	provides a basis to exclude	4/9/2020	No

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the reasons for excluding	submitted the proposal	company's	asserted by company	company's request.	staff's	staff
the proposal.	to the company.	initial	to exclude the		response.	respond by
		submission.	proposal.			letter?
			Rule 14a-8(i)(1)			
			Rule 14a-8(i)(2)	Concur that Rule 14a-8(i)(10)		
Linde plc	John Chevedden	2/7/2020	Rule 14a-8(i)(10)	provides a basis to exclude	4/9/2020	No
				Unable to concur that Rule 14a-		
Comcast Corporation	George C. Jenne	1/31/2020	Rule 14a-8(i)(7)	8(i)(7) provide a basis to exclude	4/9/2020	No
				Unable to concur that		
				Rule 14a-8(i)(10) provides a basis		
MetLife, Inc.	Walter O. Garcia et al.	2/5/2020	Rule 14a-8(i)(10)	to exclude	4/9/2020	No
	Park Foundation, Inc.					
	and Brian Patrick Kariger		Rule 14a-8(i)(7)	Concur that Rule 14a-8(i)(10)		
Hess Corporation	Revocable Trust	<u>2/4/2020</u>	Rule 14a-8(i)(10)	provides a basis to exclude	<u>4/9/2020</u>	No
	National Center for			Concur that Rule 14a-8(i)(7)		
salesforce.com, inc.	Public Policy Research	2/5/2020	Rule 14a-8(i)(7)	provides a basis to exclude	4/9/2020	No
	National Center for			Concur that Rule 14a-8(i)(7)		
Alphabet Inc.	Public Policy Research	2/4/2020	Rule 14a-8(i)(7)	provides a basis to exclude	4/9/2020	No
	International					
	Brotherhood of					
	Teamsters General Fund					
	and CtW Investment		(reconsid.)	Request for Commission review		
Amazon.com, Inc.	Group	<u>1/24/2020</u>	Rule 14a-8(i)(7)	denied	4/9/2020	No
	Kay Berkson and the					
	Benedictine Sisters of		Rule 14a-8(i)(7)	Unable to concur with exclusion		
The TJX Companies, Inc.	Mount St. Scholastica	2/3/2020	Rule 14a-8(i)(10)	on any of the bases asserted	4/9/2020	No
				Unable to concur that		
				Rule 14a-8(i)(7) provides a basis		
The TJX Companies, Inc.	Brianna L. Harrington	2/3/2020	Rule 14a-8(i)(7)	to exclude	4/9/2020	Yes
				Unable to concur that		
	New York State Common			Rule 14a-8(i)(10) provides a basis		
The TJX Companies, Inc.	Retirement Fund	2/3/2020	Rule 14a-8(i)(10)	to exclude	4/9/2020	No

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	People for the Ethical					
RH	Treatment of Animals	3/10/2020	Rule 14a-8(i)(7)	Withdrawn	4/9/2020	No
	James McRitchie and			Concur that Rule 14a-8(i)(10)		
Upwork Inc.	Myra K. Young	1/29/2020	Rule 14a-8(i)(10)	provides a basis to exclude	4/1/2020	No
	George Gund Foundation			Concur that Rule 14a-8(i)(10)		
Devon Energy Corporation	and Samajak LP	1/29/2020	Rule 14a-8(i)(10)	provides a basis to exclude	4/1/2020	No
				Unable to concur that		
				Rule 14a-8(i)(7) provides a basis		
Walmart Inc.	Cynthia Murray	<u>2/3/2020</u>	Rule 14a-8(i)(7)	to exclude	4/1/2020	No
				Concur that Rule 14a-8(i)(7)		
			Rule 14a-8(i)(3)	provides a basis to exclude		
Comcast Corporation	Jing Zhao	1/31/2020	Rule 14a-8(i)(7)	(micromanagement)	4/1/2020	No
			Rule 14a-8(i)(2)			
			Rule 14a-8(i)(3)	Concur that Rules 14a-8(i)(2) and		
eBay Inc.	Jing Zhao	1/28/2020	Rule 14a-8(i)(6)	(i)(6) provide bases to exclude	4/1/2020	No
			Rule 14a-8(i)(5)	Unable to concur with exclusion		
Amazon.com, Inc.	Oxfam America, Inc et al.	1/24/2020	Rule 14a-8(i)(7)	on any of the bases asserted	4/1/2020	No
				Concur that Rule 14a-8(i)(7)		
Amazon.com, Inc.	Dan Phung	1/24/2020	Rule 14a-8(i)(7)	provides a basis to exclude	4/1/2020	No
	International					
	Brotherhood of					
	Teamsters General Fund					
	and CtW Investment			Concur that Rule 14a-8(i)(7)		
Amazon.com, Inc.	Group	1/24/2020	Rule 14a-8(i)(7)	provides a basis to exclude	4/1/2020	Yes
				Unable to concur that		
	Sisters of St. Joseph of			Rule 14a-8(i)(11) provides a basis		
Amazon.com, Inc.	Brentwood et al.	1/24/2020	Rule 14a-8(i)(11)	to exclude	4/1/2020	No

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	International			Concur that Rule 14a-8(i)(7)		
	Brotherhood of		Rule 14a-8(i)(7)	provides a basis to exclude		
Walmart Inc.	Teamsters General Fund	<u>2/3/2020</u>	Rule 14a-8(i)(10)	(micromanagement)	3/27/2020	No
				Concur that Rule 14a-8(b)/(f)		
Resideo Technologies, Inc.	John Chevedden	2/3/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	3/27/2020	No
	Service Employees					
	International Union		Rule 14a-8(i)(4)			
	Pension Plans Master		Rule 14a-8(i)(7)	Unable to concur with exclusion		
The GEO Group, Inc.	Trust	1/17/2020	Rule 14a-8(i)(10)	on any of the bases asserted	3/27/2020	No
				Concur that Rule 14a-8(b)/(f)		
General Motors Company	Mary Lowe Mayhugh	1/31/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	3/27/2020	No
	James M. Dollinger and			Concur that Rule 14a-8(b)/(f)		
General Motors Company	John Lauve	1/31/2020	Rule 14a-8(b)/(f)	provides a basis to exclude	3/27/2020	No
				Concur that Rule 14a-8(e)(2)		
IntriCon Corporation	Pro Cap NYC IIc	2/10/2020	Rule 14a-8(e)(2)	provides a basis to exclude	3/27/2020	No
				Concur that Rule 14a-8(e)(2)		
HealthStream, Inc.	Pro Cap NYC llc	2/10/2020	Rule14a-8(e)(2)	provides a basis to exclude	3/27/2020	No
Addus HomeCare				Concur that Rule 14a-8(e)(2)		
Corporation	Pro Cap NYC llc	2/5/2020	Rule 14a-8(e)(2)	provides a basis to exclude	3/27/2020	No
Chimera Investment				Concur that Rule 14a-8(e)(2)		
Corporation	Pro Cap NYC llc	2/5/2020	Rule 14a-8(e)(2)	provides a basis to exclude	3/27/2020	No
Camden National				Concur that Rule 14a-8(e)(2)		
Corporation	Pro Cap NYC IIc	2/4/2020	Rule 14a-8(e)(2)	provides a basis to exclude	3/27/2020	No
				Concur that Rule 14a-8(i)(7)		
	Stephen and Hinda F.			provides a basis to exclude		
Amazon.com, Inc.	Sacks	1/24/2020	Rule 14a-8(i)(7)	(micromanagement)	3/27/2020	No
				Concur that Rule 14a-8(i)(10)		
Amazon.com, Inc.	Öhman Fonder et al.	1/24/2020	Rule14a-8(i)(10)	provides a basis to exclude	3/27/2020	No

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	Sisters of the Order of St.					
	Dominic of Grand Rapids			Concur that Rule 14a-8(i)(10)		
Amazon.com, Inc.	et al.	1/24/2020	Rule 14a-8(i)(10)	provides a basis to exclude	3/27/2020	No
				Concur that Rule 14a-8(i)(10)		
Best Buy Co., Inc.	John Chevedden	1/23/2020	Rule 14a-8(i)(10)	provides a basis to exclude	3/27/2020	No
				Unable to concur that Rule 14a-		
				8(i)(10) provides a basis to		
Marriott International, Inc.	AFL-CIO Reserve Fund	<u>1/17/2020</u>	Rule 14a-8(i)(10)	exclude	<u>3/27/2020</u>	Yes
			Rule 14a-8(i)(3)	Unable to concur with exclusion		
Cheniere Energy, Inc.	Stewart Taggart	1/21/2020	Rule 14a-8(i)(7)	on any of the bases asserted	3/20/2020	No
				Unable to concur that Rule 14a-		
	Lisa Haage and Keith C.			8(i)(10) provides a basis to		
Yum! Brands, Inc.	Schnip	1/10/2020	Rule 14a-8(i)(10)	exclude	3/20/2020	No
			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(b)/(f)		
Fitbit, Inc.	Kenneth Steiner	1/17/2020	Rule 14a-8(i)(7)	provides a basis to exclude	3/20/2020	Yes
	Myra K. Young and			Concur that Rule 14a-8(e)(2)		
Teladoc Health, Inc.	James McRitchie	1/22/2020	Rule 14a-8(e)(2)	provides a basis to exclude	3/20/2020	No
			Rule 14a-8(i)(3)			
			Rule 14a-8(i)(7)	Unable to concur with exclusion		
Exxon Mobil Corporation	Steven J. Milloy	1/17/2020	Rule 14a-8(i)(10)	on any of the bases asserted	3/20/2020	No
	Joseph S. and Donna E.					
	Nunziato			Concur that Rule 14a-8(i)(7)		
Comcast Corporation	Revocable Living Trust	1/21/2020	Rule 14a-8(i)(7)	provides a basis to exclude	3/20/2020	No
				Unable to concur that Rule 14a-		
	Trillium Asset			8(i)(10) provides a basis to		
Ormat Technologies, Inc.	Management LLC	1/21/2020	Rule 14a-8(i)(10)	exclude	3/20/2020	No
	NorthStar Asset					
	Management, Inc.			Concur that Rule 14a-8(i)(7)		
The TJX Companies, Inc.	Funded Pension Plan	2/3/2020	Rule 14a-8(i)(7)	provides a basis to exclude	3/20/2020	No

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	NorthStar Asset					
	Management, Inc.			Concur that Rule 14a-8(i)(7)		
The Home Depot, Inc.	Funded Pension Plan	<u>1/17/2020</u>	Rule 14a-8(i)(7)	provides a basis to exclude	3/20/2020	No
				Concur that Rule 14a-8(e)(2)		
Discover Financial Services	Myra K. Young	2/10/2020	Rule 14a-8(e)(2)	provides a basis to exclude	3/20/2020	No
			Rule 14a-8(b)/(f)			
	Lutra Living Trust and		Rule 14a-8(i)(3)			
The Progressive Corporation	Hazen Foundation	1/21/2020	Rule 14a-8(i)(7)	Withdrawn	3/20/2020	No
	IBVM Foundation of					
McDonald's Corporation	Canada Inc.	1/17/2020	Rule 14a-8(i)(7)	Withdrawn	3/20/2020	No
	Mercy Investment					
	Services and Dignity					
Amazon.com, Inc.	Health	1/24/2020	Rule 14a-8(i)(7)	Withdrawn	3/20/2020	No
	Park Foundation, Inc. et			Concur that Rule 14a-8(i)(10)		
Chevron Corporation	al.	1/17/2020	Rule 14a-8(i)(10)	provides a basis to exclude	3/20/2020	No
			Rule 14a-8(i)(3)			
			Rule 14a-8(i)(7)	Concur that Rule 14a-8(i)(10)		
Exxon Mobil Corporation	Andrew Behar	1/17/2020	Rule 14a-8(i)(10)	provides a basis to exclude	3/20/2020	No
				Concur that Rule 14a-8(i)(7)		
				provides a basis to exclude		
Amazon.com, Inc.	Jing Zhao	1/24/2020	Rule 14a-8(i)(7)	(micromanagement)	3/13/2020	No
			Rule 14a-8(i)(7)	Unable to concur with exclusion		
JPMorgan Chase & Co.	Thomas Strobhar	1/13/2020	Rule 14a-8(i)(10)	on any of the bases asserted	3/13/2020	No
	People for the Ethical		Rule 14a-8(i)(5)	Concur that Rule 14a-8(i)(5)		
Marriott International, Inc.	Treatment of Animals	1/17/2020	Rule 14a-8(i)(7)	provides a basis to exclude	3/13/2020	Yes
	Sisters of St. Dominic of		Rule 14a-8(i)(3)			
Northrop Grumman	Caldwell New Jersey et		Rule 14a-8(i)(7)	Unable to concur with exclusion		
Corporation	al.	1/14/2020	Rule 14a-8(i)(10)	on any of the bases asserted	3/13/2020	No

Company that submitted	Shareholder that	Date of	Regulatory bases	Staff's response to the	Date of	Did the
the reasons for excluding	submitted the proposal	company's	asserted by company	company's request.	staff's	staff
the proposal.	to the company.	initial	to exclude the		response.	respond by
		submission.	proposal.			letter?
				Concur that Rule 14a-8(b)/(f)		
Northrop Grumman	CODEPINK – Women for			provides a basis to exclude the co-		
Corporation	Peace	<u>1/14/2020</u>	Rule 14a-8(b)/(f)	filer	<u>3/13/2020</u>	No
Liberty Broadband	LongView LargeCap 500		Rule 14a-8(b)/(f)			
Corporation	Index Fund	1/24/2020	Rule 14a-8(e)(2)	Withdrawn	3/13/2020	No
	Andrew Behar;					
	Wynnette M. LaBrosse					
The Southern Company	Trust	1/24/2020	Rule 14a-8(i)(10)	Withdrawn	3/13/2020	No
. ,				Concur that Rule 14a-8(i)(10)		
iRobot Corporation	James McRitchie	1/14/2020	Rule 14a-8(i)(10)	provides a basis to exclude	3/13/2020	No
	BNP Paribas Asset			Concur that Rule 14a-8(i)(11)		
Exxon Mobil Corporation	Management	1/14/2020	Rule 14a-8(i)(11)	provides a basis to exclude	3/13/2020	Yes
	Oneida Trust Minors et			Unable to concur that Rule 14a-		
JPMorgan Chase & Co.	al.	1/13/2020	Rule 14a-8(i)(7)	8(i)(7) provide a basis to exclude	3/13/2020	No
	Zevin Asset			Unable to concur that Rule 14a-		
T. Rowe Price Group, Inc.	Management, LLC	1/1/2020	Rule 14a-8(i)(7)	8(i)(7) provide a basis to exclude	3/13/2020	Yes
				Concur that Rule 14a-8(i)(7)		
				provides a basis to exclude		
Chevron Corporation	Active Home LLC	1/17/2020	Rule 14a-8(i)(7)	(micromanagement)	3/6/2020	No
·				Concur that Rule 14a-8(i)(7)		
			Rule 14a-8(i)(7)	provides a basis to exclude		
Exxon Mobil Corporation	Active Home LLC	1/17/2020	Rule 14a-8(i)(10)	(micromanagement)	3/6/2020	No
	CTW Investment Group					
	and Greater Manchester					
Alphabet Inc.	Pension Fund	2/4/2020	Rule 14a-8(i)(12)(i)	Withdrawn	3/6/2020	No
Aipnapet inc.	Pension Fund	<u>2/4/2020</u>	Kuie 14a-8(I)(12)(I)	witnarawn	3/6/2020	INO

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			Rule 14a-8(i)(6) Rule 14a-8(i)(7)			
	Benedictine Sisters of		Rule 14a-8(i)(10)			
JPMorgan Chase & Co.	Cullman, Alabama, Inc.	1/13/2020	Rule 14a-8(i)(11)	Withdrawn	3/6/2020	No
Thiorgan chase & co.	cuminan, masama, me.	1/13/2020	Rule 14a-(e)	Withdrawii	3/0/2020	110
			Rule 14a-8(i)(6)			
			Rule 14a-8(i)(7)			
	Benedictine Sisters of		Rule 14a-8(i)(10)			
JPMorgan Chase & Co.	Baltimore	1/13/2020	Rule 14a-8(i)(11)	Withdrawn	3/6/2020	No
			Rule 14a-8(i)(6)			
	Boston Walden Trust et		Rule 14a-8(i)(7)			
JPMorgan Chase & Co.	al.	1/13/2020	Rule 14a-8(i)(10)	Withdrawn	<u>3/6/2020</u>	No
			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(b)/(f)		
Chevron Corporation	Follow This	<u>1/17/2020</u>	Rule 14a-8(i)(7)	provides a basis to exclude	3/6/2020	No
Exxon Mobil Corporation	Follow This	1/14/2020	Rule 14a-8(b)/(f)	Concur that Rule 14a-8(b)/(f) provides a basis to exclude	3/6/2020	No
	The City of Philadelphia Public Employees			Concur that Rule 14a-8(i)(11)		
Chevron Corporation	Retirement System et al.	1/17/2020	Rule 14a-8(i)(11)	provides a basis to exclude	3/6/2020	No
		. /00 /0000		Concur that Rule 14a-8(i)(11)	0.10.10.00	.
The Southern Company	John Chevedden	1/23/2020	Rule 14a-8(i)(11)	provides a basis to exclude	3/6/2020	NO
Vorov Holdings Carragetta	Kannath Stairer	1/17/2020	Dulo 14a 9/a\/2\	Concur that Rule 14a-8(e)(2)	2/6/2020	No.
Xerox Holdings Corporation	Kenneth Steiner New York City	1/1//2020	Rule 14a-8(e)(2)	provides a basis to exclude Concur that Rule 14a-8(i)(7)	3/6/2020	INO
	Employees' Retirement			provides a basis to exclude		
Dollar General Corporation	System et al.	<u>1/9/20</u> 20	Rule 14a-8(i)(7)	(ordinary business)	3/6/2020	Yes

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the reasons for excluding	submitted the proposal	company's	asserted by company	company's request.	staff's	staff
the proposal.	to the company.	initial	to exclude the		response.	respond by
		submission.	proposal.			letter?
				C		
				Concur that Rule 14a-8(i)(7)		
V I B I - I	C114/1	4 /40 /2020	D 1 44 0(1)(7)	provides a basis to exclude	2/5/2020	
Yum! Brands, Inc.	CtW Investment Group	1/10/2020	Rule 14a-8(i)(7)	(ordinary business)	<u>3/6/2020</u>	No
	New York City			Concur that Rule 14a-8(i)(7)		
	Employees' Retirement		Rule 14a-8(i)(3)	provides a basis to exclude		
CVS Health Corporation	System et al.	<u>1/14/2020</u>	Rule 14a-8(i)(7)	(ordinary business)	3/6/2020	No
	New York City			Concur that Rule 14a-8(i)(7)		
	Employees' Retirement			provides a basis to exclude		
Dollar Tree, Inc.	System et al.	<u>1/28/2020</u>	Rule 14a-8(i)(7)	(ordinary business)	3/6/2020	No
				Concur that Rule 14a-8(i)(7)		
				provides a basis to exclude		
Walmart Inc.	CtW Investment Group	2/3/2020	Rule 14a-8(i)(7)	(ordinary business)	<u>3/6/2020</u>	No
Ameren Corporation	Sierra Club	1/3/2020	Rule 14a-8(i)(7)	Withdrawn	3/6/2020	No
State Street Corporation	James McRitchie	<u>1/10/2020</u>	Rule 14a-8(i)(10)	Withdrawn	3/6/2020	No
AMN Healthcare Services,			Rule 14a-8(c)	Unable to concur with exclusion		
Inc.	John Chevedden	2/6/2020	Rule 14a-8(i)(10)	on any of the bases asserted	3/6/2020	No
				Concur that Rule 14a-8(i)(7)		
				provides a basis to exclude		
Exxon Mobil Corporation	Adam Seitchik	1/17/2020	Rule 14a-8(i)(7)	(micromanagement)	3/6/2020	Yes
	The Nethern Commission			Hacklete consumthat Dula 4.4a		
5 Markill Community	The Nathan Cummings	4 /4 7 /2020	D 1 44 0(1)(40)	Unable to concur that Rule 14a-	2/5/2020	
Exxon Mobil Corporation	Foundation	1/1//2020	Rule 14a-8(i)(10)	8(i)(10) provide a basis to exclude	3/6/2020	INO
				Concur that Rule 14a-8(i)(7)		
		4 /4 2 /2 2 2	D 44 0(1)(7)	provides a basis to exclude	0/6/0000	<u> </u>
Intel Corporation	Chris Hotz	1/13/2020	Rule 14a-8(i)(7)	(ordinary business)	3/6/2020	NO
	The Stewart W Taggart					
	and Rebecca W Taggart		Rule 14a-8(i)(7)	Concur that Rule 14a-8(i)(10)		
Dominion Energy, Inc.	Revocable Trust et al.	12/30/2019	Rule 14a-8(i)(10)	provides a basis to exclude	3/6/2020	No

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	The Stewart W Taggart					
	and Rebecca W Taggart	. 10 10 00 0		Concur that Rule 14a-8(i)(10)	- /- /	
Sempra Energy	Revocable Trust et al.	<u>1/2/2020</u>	Rule 14a-8(i)(10)	provides a basis to exclude	3/6/2020	No
PNM Resources, Inc.	Robert Andrew Davis and Sam and Wendy Hitt	1/10/2020	Rule 14a-8(i)(10)	Concur that Rule 14a-8(i)(10) provides a basis to exclude	3/6/2020	No
,	,		, , ,	Unable to concur that Rule		
	Sisters of the Good			14a-8(i)(10) provides a basis to		
Lear Corporation	Shepherd NY Province	1/8/2020	Rule 14a-8(i)(10)	exclude	3/6/2020	No
Prudential Financial, Inc.	Bethann Richter	2/19/2020	Rule 14a-8(e)(2)	Withdrawn	2/28/2020	No
	LongView Broad Market		Rule 14a-8(b)/(f)			
Hertz Global Holdings, Inc.	3000 Index Fund	1/6/2020	Rule 14a-8(i)(7)	Withdrawn	2/28/2020	No
	Maida L Brankman			Concur that Rule 14a-8(b)/(f)		
JPMorgan Chase & Co.	Revocable Trust	<u>1/13/2020</u>	Rule 14a-8(b)/(f)	provides a basis to exclude	2/28/2020	No
JPMorgan Chase & Co.	Brian Patrick Kariger Revocable Trust et al.	1/12/2020	Rule 14a-8(i)(7)	Unable to concur that Rule 14a-8(i)(7) provides a basis to exclude	2/28/2020	No
Jewiorgan Chase & Co.	Revocable Trust et al.	1/13/2020	Nuie 14a-0(1)(7)	Concur that Rule 14a-8(i)(7)	2/28/2020	NO
CSX Corporation	March S. Gallagher	1/2/2020	Rule 14a-8(i)(5) Rule 14a-8(i)(7)	provides a basis to exclude (micromanagement)	2/28/2020	No
		4/40/2020	5 1 44 9(1)(49)	Unable to concur that Rule 14a-8(i)(10) provides a basis to	2/20/2020	
NextEra Energy, Inc.	Hester Angus et al.	1/10/2020	Rule 14a-8(i)(10)	exclude	2/28/2020	No
Exxon Mobil Corporation	Christopher W. Drexler	1/14/2020	Rule 14a-8(b)/(f) Rule 14a-8(i)(7)	Concur that Rule 14a-8(b)/(f) provides a basis to exclude	2/28/2020	Yes
General Electric Company	Martin Harangozo	12/23/2019	(reconsid.) Rule 14a-8(i)(4)	Request for reconsideration denied	2/28/2020	No
Sturm, Ruger & Company, Inc.	Catholic Health Initiatives et al.	<u>1/6/2020</u>	Rule 14a-8(i)(7)	Withdrawn	<u>2/28/2020</u>	No

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			(reconsid.) Rule 14a-8(i)(10)	Request for reconsideration		
Abbott Laboratories	John Chevedden	12/20/2019	Rule 14a-8(i)(3)	denied	2/27/2020	Yes
			(reconsid.)	Request for reconsideration		
AT&T Inc.	Jing Zhao	12/19/2019	Rule 14a-8(i)(7)	denied	2/25/2020	No
			Rule 14a-8(i)(3)			
			Rule 14a-8(i)(7)	Unable to concur with exclusion		
Citigroup Inc.	John C. Harrington	12/20/2019	Rule 14a-8(i)(10)	on any of the bases asserted	2/25/2020	No
The Goldman Sachs Group,			Rule 14a-8(i)(3)	Unable to concur with exclusion		
Inc.	John C. Harrington	12/30/2019	Rule 14a-8(i)(7)	on any of the bases asserted	2/25/2020	No
				Unable to concur that Rule		
				14a-8(i)(7) provides a basis to		
BlackRock, Inc.	Trio Foundation et al.	1/20/2020	Rule 14a-8(i)(7)	exclude	2/25/2020	No
			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(e)(2)		
ConocoPhillips Company	Follow This	1/9/2020	Rule 14a-8(e)(2)	provides a basis to exclude	2/25/2020	No
			Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(10)		
Newell Brands Inc.	John Chevedden	<u>1/3/2020</u>	Rule 14a-8(i)(10)	provides a basis to exclude	2/25/2020	No
				Concur that Rule 14a-8(i)(7)		
				provides a basis to exclude		
Juniper Networks, Inc.	Jing Zhao	12/30/2019	Rule 14a-8(i)(7)	(micromanagement)	2/25/2020	No
				Concur that Rule 14a-8(i)(7)		
	Employees' Retirement			provides a basis to exclude		
Navient Corporation	System of Rhode Island	1/20/2020	Rule 14a-8(i)(7)	(micromanagement)	2/25/2020	No
				Concur that Rule 14a-8(i)(10)	0.40=40.000	<u> </u>
L Brands, Inc.	John Chevedden	1/10/2020	Rule 14a-8(i)(10)	provides a basis to exclude	2/25/2020	No
	James McRitchie and		_ , , , , , , , , , , , , , , , , , , ,	Concur that Rule 14a-8(i)(10)		[
S&P Global Inc.	Myra K. Young	1/10/2020	Rule 14a-8(i)(10)	provides a basis to exclude	2/25/2020	No
00000		4 /40 /00==	D 1 44 00040	Concur that Rule 14a-8(i)(10)	0/07/0055	<u> </u>
CDW Corporation	John Chevedden	<u>1/13/2020</u>	Rule 14a-8(i)(10)	provides a basis to exclude	2/25/2020	No

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American Axle &						
Manufacturing Holdings,						
Inc.	Pro Cap NYC llc		Rule 14a-8(e)(2)	Withdrawn	2/25/2020	
Jounce Therapeutics, Inc.	Pro Cap NYC llc	2/13/2020	Rule 14a-8(e)(2)	Withdrawn	2/25/2020	No
Chesapeake Utilities						
Corporation	Pro Cap NYC llc	2/14/2020	Rule 14a-8(e)(2)	Withdrawn	2/25/2020	No
				Concur that Rule 14a-8(i)(7)		
			Rule 14a-8(i)(3)	provides a basis to exclude		
CBRE Group, Inc.	AFL-CIO Reserve Fund	12/31/2019	Rule 14a-8(i)(7)	(micromanagement)	2/14/2020	No
			Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(10)		
Dominion Energy, Inc.	Diana Smith	12/30/2019	Rule 14a-8(i)(10)	provides a basis to exclude	2/14/2020	No
			Rule 14a-8(i)(3)			
			Rule 14a-8(i)(4)			
			Rule 14a-8(i)(6)	Concur that Rule 14a-8(i)(7)		
			Rule 14a-8(i)(7)	provides a basis to exclude		
T. Rowe Price Group, Inc.	James McRitchie	1/1/2020	Rule 14a-8(i)(10)	(ordinary business)	2/14/2020	No
				Concur that Rule 14a-8(i)(4)		
General Electric Company	Martin Harangozo	12/23/2019	Rule 14a-8(i)(4)	provides a basis to exclude	2/14/2020	Yes
. ,				Unable to concur with exclusion under Rule 14a-8(d)/(f) or Rule 14a-8(i)(10)		
			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(b)/(f)		
			Rule 14a-8(d)/(f)	provides a basis to exclude the co-		
O'Reilly Automotive, Inc.	Terry L Miller et al.	12/27/2019	Rule 14a-8(i)(10)	filers	2/14/2020	No
	International			Concur that Rule 14a-8(i)(7)		
	Brotherhood of			provides a basis to exclude		
Republic Services, Inc.	Teamsters General Fund	12/30/2019	Rule 14a-8(i)(7)	(micromanagement)	2/14/2020	No

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the reasons for excluding	submitted the proposal	company's	asserted by company	company's request.	staff's	staff
the proposal.	to the company.	initial	to exclude the		response.	respond by
		submission.	proposal.			letter?
			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(b)/(f)		
Tribune Publishing Company	TNG-CWA Local 34071	<u>1/9/2020</u>	Rule 14a-8(i)(7)	provides a basis to exclude	2/14/2020	No
Atrion Corporation	Pro Cap NYC llc	2/6/2020	Rule 14a-8(e)(2)	Withdrawn	2/14/2020	
Euronet Worldwide, Inc.	Pro Cap NYC llc	2/10/2020	Rule 14a-8(e)(2)	Withdrawn	2/14/2020	No
Bank of America			Rule 14a-8(i)(3)	Unable to concur with exclusion		
Corporation	John C. Harrington	12/20/2019	Rule 14a-8(i)(7)	on any of the bases asserted	2/12/2020	No
				Concur that Rule 14a-8(i)(7)		
	Vermont Pension			provides a basis to exclude		
Johnson & Johnson	Investment Committee	12/20/2019	Rule 14a-8(i)(7)	(micromanagement)	2/12/2020	Yes
	The City of Philadelphia			Concur that Rule 14a-8(i)(7)		
Bristol-Myers Squibb	Public Employees			provides a basis to exclude		
Company	Retirement System	12/23/2019	Rule 14a-8(i)(7)	(micromanagement)	2/12/2020	No
	The City of Philadelphia			Concur that Rule 14a-8(i)(7)		
	Public Employees		Rule 14a-8(i)(7)	provides a basis to exclude		
Amgen Inc.	Retirement System	1/17/2020	Rule 14a-8(i)(10)	(micromanagement)	2/12/2020	No
			Rule 14a-8(b)/(f)			
			Rule 14a-8(i)(3)			
	Vermont Pension		Rule 14a-8(i)(7)	Unable to concur with exclusion		
Abbot Laboratories	Investment Committee	12/20/2019	Rule 14a-8(i)(10)	on any of the bases asserted	2/12/2020	Yes
	The City of Philadelphia					
	Public Employees		Rule 14a-8(i)(3)	Unable to concur with exclusion		
McDonald's Corporation	Retirement System	1/20/2020	Rule 14a-8(i)(7)	on any of the bases asserted	2/12/2020	No
	The City of Philadelphia		Rule 14a-8(i)(3)			
	Public Employees		Rule 14a-8(i)(7)	Concur that Rule 14a-8(i)(10)		
Xerox Holdings Corporation	Retirement System et al.	1/17/2020	Rule 14a-8(i)(10)	provides a basis to exclude	2/12/2020	No

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the reasons for excluding	submitted the proposal	company's	asserted by company	company's request.	staff's	staff
the proposal.	to the company.	initial	to exclude the		response.	respond by
		submission.	proposal.			letter?
	Hammerman Family					
	Revocable Inter Vivos			0 1 1 5 1 44 0(1)(7)		
	Trust and the UAW		Rule 14a-8(c)	Concur that Rule 14a-8(i)(7)		
	Retiree Medical Benefits		Rule 14a-8(i)(7)	provides a basis to exclude		
Johnson & Johnson	Trust	12/18/2019	Rule 14a-8(i)(10)	(micromanagement)	2/12/2020	Yes
			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(e)(2)		
Dow Inc.	Kenneth Steiner	12/26/2019	Rule 14a-8(e)(2)	provides a basis to exclude	2/12/2020	No
			Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(10)		
Fortive Corporation	John Chevedden	12/19/2019	Rule 14a-8(i)(10)	provides a basis to exclude	2/12/2020	No
				Concur that Rule 14a-8(i)(7)		
Norfolk Southern				provides a basis to exclude		
Corporation	Steve Strauss	12/20/2019	Rule 14a-8(i)(7)	(ordinary business)	2/12/2020	No
			Rule 14a-8(b)/(f)			
Community Trust Bancorp,	Presbyterian Church		Rule 14a-8(i)(3)			
Inc.	(U.S.A.)	12/30/2019	Rule 14a-8(i)(7)	Withdrawn	2/12/2020	No
	Harrington Investments,					
Wells Fargo & Company	Inc.	12/27/2019	Rule 14a-8(i)(10)	Withdrawn	2/12/2020	No
	Oliver and Jennifer					
Wells Fargo & Company	Blackman	12/27/2019	Rule 14a-8(i)(10)	Withdrawn	2/12/2020	No
			Rule 14a-8(i)(7)			
Exxon Mobil Corporation	Richard C. Stell	1/14/2020	Rule 14a-8(i)(10)	Withdrawn	2/12/2020	No
Designer Brands Inc.	Pro Cap NYC IIc	2/7/2020	Rule 14a-8(e)(2)	Withdrawn	2/12/2020	No
			Rule 14a-8(i)(3)			
			Rule 14a-8(i)(4)			
SeaWorld Entertainment,	People for the Ethical		Rule 14a-8(i)(7)			
Inc.	Treatment of Animals	2/1/2020	Rule 14a-8(i)(10)	Withdrawn	2/7/2020	No

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the reasons for excluding	submitted the proposal	company's	asserted by company	company's request.	staff's	staff
the proposal.	to the company.	initial	to exclude the		response.	respond by
		submission.	proposal.			letter?
			Rule 14a-8(i)(1)			
			Rule 14a-8(i)(2)			
			Rule 14a-8(i)(6)	Concur that Rules 14a-8(i)(2) and		
Highlands REIT, Inc.	Robert Sarasin	1/3/2020	Rule 14a-8(i)(7)	(i)(6) provide bases to exclude	2/7/2020	Yes
			Rule 14a-8(i)(7)	Concur that Rule 14a-8(i)(10)		
InvenTrust Properties Corp.	Eric Branfman	12/17/2019	Rule 14a-8(i)(10)	provides a basis to exclude	<u>2/7/2020</u>	Yes
				Unable to concur that Rule		
J.B. Hunt Transport Services,	Trillium Small/Mid Cap			14a-8(i)(7) provides a basis to		
Inc.	Fund et al.	12/23/2019	Rule 14a-8(i)(7)	exclude	<u>2/7/2020</u>	No
				Unable to concur that Rule		
	New York State Common			14a-8(i)(10) provides a basis to		
Chipotle Mexican Grill, Inc.	Retirement Fund	12/23/2019	Rule 14a-8(i)(10)	exclude	2/7/2020	No
			Rule 14a-8(i)(3)			
HollyFrontier Corporation	United Steelworkers	12/23/2019	Rule 14a-8(i)(7)	Withdrawn	<u>2/7/2020</u>	No
			Rule 14a-8(i)(7)	Concur that Rule 14a-8(i)(10)		
JPMorgan Chase & Co.	John C. Harrington	1/13/2020	Rule 14a-8(i)(10)	provides a basis to exclude	<u>2/5/2020</u>	Yes
				Unable to concur that Rule		
				14a-8(i)(10) provides a basis to		
Abbott Laboratories	John Chevedden	12/20/2019	Rule 14a-8(i)(10)	exclude	<u>2/5/2020</u>	No
				Concur that Rule 14a-8(i)(10)		
NCR Corporation	Myra K. Young	12/20/2019	Rule 14a-8(i)(10)	provides a basis to exclude	<u>2/5/2020</u>	No
				Concur that Rule 14a-8(i)(10)		
Pfizer Inc.	Thomas Strobhar	12/20/2019	Rule 14a-8(i)(10)	provides a basis to exclude	2/5/2020	No
Bank of America	National Center for			Concur that Rule 14a-8(i)(10)		
Corporation	Public Policy Research	12/20/2019	Rule 14a-8(i)(10)	provides a basis to exclude	2/5/2020	No
	National Center for		Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(10)		
Citigroup Inc.	Public Policy Research	12/20/2019	Rule 14a-8(i)(10)	provides a basis to exclude	2/5/2020	No
General Electric Company	Bartlett Naylor et al.	12/23/2019	Rule 14a-8(i)(10)	Withdrawn	<u>2/5/2020</u>	No

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	Brian Patrick Kariger	10/07/0010	D 44 0(1)(40)		2/5/2020	.
Wells Fargo & Company	Revocable Trust et al.	12/2//2019	Rule 14a-8(i)(10)	Withdrawn	2/5/2020	NO
	NorthStar Asset		D. I. 44- 0/-)			
B. B. H. H. H. B. G. H.	Management, Inc.	4 /47 /2020	Rule 14a-8(a)	NACTION OF	4 /24 /2020	
PayPal Holdings, Inc.	Funded Pension Plan		Rule 14a-8(i)(3)	Withdrawn	1/31/2020	
Facebook, Inc.	Thomas Van Dyck	1/21/2020	Rule 14a-8(i)(7)	Withdrawn	1/31/2020	No
	New York City		D 1 44 0(1)(7)	G		
	Employees' Retirement	40/40/2040	Rule 14a-8(i)(7)	Concur that Rule 14a-8(i)(10)	4 /24 /2020	
PACCAR Inc	System et al.	12/19/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/31/2020	No
		10/01/0010		Concur that Rule 14a-8(i)(10)	. /2 . /2	
Eli Lilly and Company	John Chevedden	12/21/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/31/2020	No
	The Nathan Cummings					
JPMorgan Chase & Co.	Foundation	1/13/2020	Rule 14a-8(i)(11)	Withdrawn	1/31/2020	No
	The Lindsay C Bridges		Rule 14a-8(e)(2)	L		
JPMorgan Chase & Co.	Revocable Trust	<u>1/13/2020</u>	Rule 14a-8(i)(7)	Withdrawn	1/31/2020	No
	National Center for			Concur that Rule 14a-8(i)(10)		
Pfizer Inc.	Public Policy Research	12/19/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/31/2020	No
	National Center for			Concur that Rule 14a-8(i)(10)		
Johnson & Johnson	Public Policy Research	12/12/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/31/2020	No
	National Center for		Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(10)		
AT&T Inc.	Public Policy Research	12/12/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/31/2020	No
				Unable to concur that Rule		
				14a-8(i)(3) provides a basis to		
AT&T Inc.	Jing Zhao	12/19/2019	Rule 14a-8(i)(3)	exclude	1/31/2020	Yes
				Concur that Rule 14a-8(i)(10)		
Dollar General Corporation	John Chevedden	12/18/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/31/2020	No
			Rule 14a-8(i)(5)			
First Horizon National			Rule 14a-8(i)(7)			
Corporation	Jack Van Valkenburgh	12/20/2019	Rule 14a-8(i)(10)	Withdrawn	<u>1/31/2020</u>	No

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те рторозин	to the company.		proposal.		responser	letter?
				Unable to concur that Rule		
	Oneida Trust Minors et			14a-8(i)(7) provides a basis to		
Johnson & Johnson	al.	12/13/2019	Rule 14a-8(i)(7)	exclude	1/29/2020	Yes
	The Sisters of St. Francis		Rule 14a-8(i)(3)	Unable to concur with exclusion		
Pfizer Inc.	of Philadelphia et al.	12/19/2019	Rule 14a-8(i)(7)	on any of the bases asserted	1/29/2020	No
	Rhode Island Employees'					
	Retirement Systems					
	Pooled Trust and			Unable to concur that Rule		
	Vermont Pension			14a-8(i)(7) provides a basis to		
AbbVie Inc.	Investment Committee	12/20/2019	Rule 14a-8(i)(7)	exclude	1/29/2020	No
			Rule 14a-8(i)(2)			
Hewlett Packard Enterprise			Rule 14a-8(i)(3)	Unable to concur with exclusion		
Company	John Chevedden	11/22/2019	Rule 14a-8(i)(7)	on any of the bases asserted	1/29/2020	No
			Rule 14a-8(c)			
			Rule 14a-8(i)(3)	Unable to concur with exclusion		
Abbott Laboratories	Kenneth Steiner	12/20/2019	Rule 14a-8(i)(7)	on any of the bases asserted	1/29/2020	No
			Rule 14a-8(i)(2)			
			Rule 14a-8(i)(3)	Unable to concur with exclusion		
Honeywell International Inc.	John Chevedden	12/23/2019	Rule 14a-8(i)(7)	on any of the bases asserted	1/29/2020	No
				Unable to concur that Rule		
				14a-8(i)(7) provides a basis to		
Wells Fargo & Company	John Chevedden	12/27/2019	Rule 14a-8(i)(7)	exclude	1/29/2020	No
			Rule 14a-8(i)(3)	Unable to concur with exclusion		
JPMorgan Chase & Co.	John Chevedden	1/13/2020	Rule 14a-8(i)(7)	on any of the bases asserted	1/29/2020	No
				Unable to concur that Rule		
				14a-8(i)(7) provides a basis to		
The Home Depot, Inc.	John Chevedden	1/21/2020	Rule 14a-8(i)(7)	exclude	1/29/2020	No
The Bank of New York			Rule 14a-8(b)/(f)	Unable to concur with exclusion		
Mellon Corporation	Kenneth Steiner	12/13/2019	Rule 14a-8(i)(10)	on any of the bases asserted	1/24/2020	No

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The Bank of New York				Concur that Rule 14a-8(e)(2)		
Mellon Corporation	Kenneth Steiner	12/13/2019	Rule 14a-8(e)(2)	provides a basis to exclude	<u>1/24/2020</u>	No
Bank of America				Concur that Rule 14a-8(e)(2)		
Corporation	Thomas Strobhar	12/20/2019	Rule 14a-8(e)(2)	provides a basis to exclude	1/24/2020	No
	James McRitchie and			Concur that Rule 14a-8(i)(10)		
Moody's Corporation	Myra K. Young	12/18/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/24/2020	No
Quest Diagnostics				Concur that Rule 14a-8(h)(3)		
Incorporated	John Chevedden	12/23/2019	Rule 14a-8(h)(3)	provides a basis to exclude	1/24/2020	No
				Unable to concur that Rule		
Cadence Design Systems,				14a-8(i)(3) provides a basis to		
Inc.	John Chevedden	12/31/2019	Rule 14a-8(i)(3)	exclude	1/24/2020	No
				Unable to concur that Rule		
				14a-8(i)(3) provides a basis to		
AutoNation, Inc.	John Chevedden	12/18/2019	Rule 14a-8(i)(3)	exclude	1/24/2020	Yes
			Rule 14a-8(i)(6)			
CoreCivic, Inc.	Alex Friedmann	1/13/2020	Rule 14a-8(i)(7)	Withdrawn	1/24/2020	No
Southwestern Energy			Rule 14a-8(b)/(f)	Unable to concur with exclusion		
Company	Kenneth Steiner	1/3/2020	Rule 14a-8(c)	on any of the bases asserted	1/24/2020	No
			(reconsid.)			
International Business			Rule 14a-8(b)/(f)	Request for reconsideration		
Machines Corporation	Kenneth Steiner	11/27/2019	Rule 14a-8(e)(2)	denied	1/17/2020	Yes
			(reconsid.)			
			Rule 14a-8(i)(7)	Request for reconsideration and		
	National Center for		Rule 14a-8(i)(10)	Commission review denied		
Apple Inc.	Public Policy Research	10/22/2019	Rule 14a-8(i)(12)(i)	(untimely request)	1/17/2020	Yes
				Unable to concur that Rule		
General Dynamics				14a-8(i)(3) provides a basis to		
Corporation	John Chevedden	12/18/2019	Rule 14a-8(i)(3)	exclude	1/16/2020	No

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		submission.	proposal.			letter?
			Rule 14a-8(i)(4)			
MGM Resorts International	Thomas Strobhar	12/30/2019	Rule 14a-8(i)(7)	Withdrawn	1/16/2020	No
				Concur that Rule 14a-8(i)(10)		
PPG Industries, Inc.	John Chevedden	12/16/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/16/2020	No
				Concur that Rule 14a-8(i)(10)		
Kaman Corporation	John Chevedden	12/13/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/16/2020	No
				Concur that Rule 14a-8(b)/(f)		
Huntsman Corporation	Trio Foundation et al.	12/19/2019	Rule 14a-8(b)/(f)	provides a basis to exclude	1/16/2020	No
	Congregation of the					
	Sisters of St. Joseph of			Concur that Rule 14a-8(i)(10)		
PPG Industries, Inc.	Peace	12/16/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/16/2020	No
				Unable to concur that Rule		
				14a-8(i)(3) provides a basis to		
Pfizer Inc.	John Chevedden	12/19/2019	Rule 14a-8(i)(3)	exclude	1/16/2020	No
	Congregation of Divine			Concur that Rule 14a-8(i)(10)		
Kohl's Corporation	Providence et al.	12/19/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/16/2020	No
				Concur that Rule 14a-8(b)/(f)		
QEP Resources, Inc.	John Chevedden	12/13/2019	Rule 14a-8(b)/(f)	provides a basis to exclude	1/9/2020	No
			Rule 14a-8(i)(3)			
NorthWestern Corporation	Thomas Tosdal	12/17/2019	Rule 14a-8(i)(7)	No view (pending litigation)	1/9/2020	Yes
			Rule 14a-8(i)(3)	Concur that Rule 14a-8(i)(10)		
Ferro Corporation	Kenneth Steiner	11/27/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/9/2020	No
				Concur that Rule 14a-8(h)(3)		
The Allstate Corporation	Kenneth Steiner	12/13/2019	Rule 14a-8(h)(3)	provides a basis to exclude	1/9/2020	No
			Rule 14a-8(b)/(f)			
			Rule 14a-8(e)(2)	Concur that Rule 14a-8(e)(2)		
Citigroup Inc.	Peter Lindner	12/20/2019	Rule 14a-8(i)(4)	provides a basis to exclude	1/9/2020	No

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Newmont Goldcorp	New York State Common					
Corporation	Retirement Fund	12/27/2019	Rule 14a-8(e)(2)	Withdrawn	1/9/2020	No
	James McRitchie and		Rule 14a-8(i)(3)			
The Boeing Company	Myra K. Young	12/20/2019	Rule 14a-8(i)(7)	Withdrawn	1/9/2020	No
				Concur that Rule 14a-8(i)(10)		
AT&T Inc.	John Chevedden	11/15/2019	Rule 14a-8(i)(10)	provides a basis to exclude	1/9/2020	No
International Business			Rule 14a-8(b)/(f)	Unable to concur with exclusion		
Machines Corporation	Kenneth Steiner	11/27/2019	Rule 14a-8(e)(2)	on any of the bases asserted	12/20/2019	No
			Rule 14a-8(i)(7)			
	National Center for		Rule 14a-8(i)(10)	Concur that Rule 14a-8(i)(7)		
Apple Inc.	Public Policy Research	10/22/2019	Rule 14a-8(i)(12)(i)	provides a basis to exclude	12/20/2019	Yes
				Concur that Rule 14a-8(i)(7)		
				provides a basis to exclude		
HP Inc.	Yul Kim	11/25/2019	Rule 14a-8(i)(7)	(ordinary business)	12/20/2019	No
			Rule 14a-8(b)/(f)			
Verizon Communications			Rule 14a-8(e)	Concur that Rule 14a-8(b)/(f)		
Inc.	William C. Fleming	11/29/2019	Rule 14a-8(i)(7)	provides a basis to exclude	12/20/2019	No
				Concur that Rule 14a-8(e)(2)		
TimkenSteel Corporation	Pro Cap NYC IIc	12/11/2019	Rule 14a-8(e)(2)	provides a basis to exclude	12/20/2019	No
The Manitowoc Company,				Concur that Rule 14a-8(b)/(f)		
Inc.	John Chevedden	12/10/2019	Rule 14a-8(b)/(f)	provides a basis to exclude	12/20/2019	No
				Concur that Rule 14a-8(i)(7)		
Lennar Corporation	Morris Propp et al.	12/6/2019	Rule 14a-8(i)(7)	provides a basis to exclude	12/20/2019	Yes
				Concur that Rule 14a-8(i)(10)		
Applied Materials, Inc.	Kenneth Steiner	11/4/2019	Rule 14a-8(i)(10)	provides a basis to exclude	12/20/2019	No

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				Unable to concur that		
Genuine Parts Company	Lutra Living Trust	12/2/2019	Rule 14a-8(b)/(f)	Rule 14a-8(b)/(f) provides a basis to exclude	12/20/2019	No
dename rares company	James McRitchie and	12/2/2010	11010 110 0(0)/(1)	lo exercise	12/20/2013	
Wynn Resorts, Limited	Myra K. Young	11/12/2019	Rule 14a-8(b)/(f)	Withdrawn	12/13/2019	No
,	,		, , , ,	Concur that Rule 14a-8(b)/(f)		
Sprint Corporation	William C. Fleming	11/27/2019	Rule 14a-8(b)/(f)	provides a basis to exclude	12/13/2019	No
Philip Morris International				Concur that Rule 14a-8(i)(13)		
Inc.	Alan Ball	11/8/2019	Rule 14a-8(i)(13)	provides a basis to exclude	12/13/2019	No
International Business			Rule 14a-8(b)/(f)	Concur that Rule 14a-8(b)/(f)		
Machines Corporation	Joseph Manno	11/13/2019	Rule 14a-8(i)(13)	provides a basis to exclude	12/13/2019	Yes
				Concur that Rule 14a-8(b)/(f)		
AT&T Inc.	Ernest and Lynne Bailey	10/28/2019	Rule 14a-8(b)/(f)	provides a basis to exclude	12/9/2019	Yes
				Concur that Rule 14a-8(i)(7)		
	Karen Lizette Perricone		Rule 14a-8(i)(3)	provides a basis to exclude		
The Walt Disney Company	Revocable Trust	10/21/2019	Rule 14a-8(i)(7)	(ordinary business)	12/6/2019	No
				Unable to concur that		
	Congregation of Sisters			Rule 14a-8(i)(10) provides a basis		
The Walt Disney Company	of St. Agnes et al.	10/21/2019	Rule 14a-8(i)(10)	to exclude	12/6/2019	No
	National Center for		Rule 14a-8(i)(10)	Concur that Rule 14a-8(i)(11)		
The Walt Disney Company	Public Policy Research	10/21/2019	Rule 14a-8(i)(11)	provides a basis to exclude	12/6/2019	No
				Concur that Rule 14a-8(i)(3)		
Apple Inc.	Jing Zhao	10/18/2019	Rule 14a-8(i)(3)	provides a basis to exclude	12/6/2019	Yes
				Unable to concur that		
				Rule 14a-8(i)(12)(ii) provides a		
Apple Inc.	David Adams et al.	10/18/2019	Rule 14a-8(i)(12)(ii)	basis to exclude	12/6/2019	No
				Unable to concur that Rule		
Wheeler Real Estate				14a-8(b)/(f) provides a basis to		
Investment Trust, Inc.	Alan Bowers	<u>11/8/2019</u>	Rule 14a-8(b)/(f)	exclude	12/3/2019	Yes

Last Updated: 1/15/2021

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the proposal.	to the company.	initial	to exclude the		response.	respond by
		submission.	proposal.			letter?
			Rule 14a-8(i)(2)	Concur that Rule 14a-8(i)(2)		
Oshkosh Corporation	John Chevedden	9/27/2019	Rule 14a-8(i)(6)	provides a basis to exclude	11/21/2019	Yes
				Concur that Rule 14a-8(b)/(f)		
QUALCOMM Inc.	J. Michael Schaefer	10/1/2019	Rule 14a-8(b)/(f)	provides a basis to exclude	11/21/2019	No