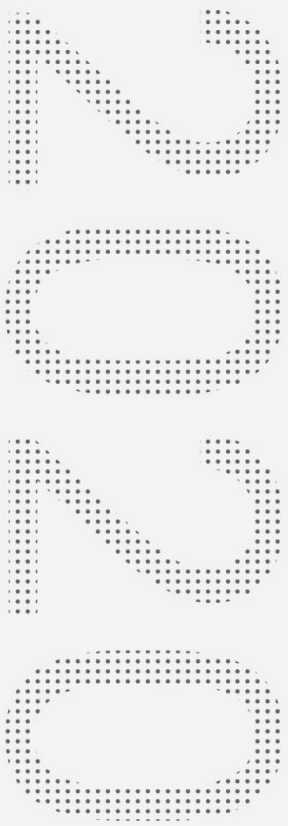


M O R R O W  
S O D A L I



**AGM** SEASON REVIEW - AUSTRALIA

February 2021

# SUMMARY

- Australia's 2020 Annual General Meeting season saw institutional investors and proxy advisors continuing to hold directors accountable for company performance and voting against director elections where best practice corporate governance was not met. Due to the COVID-19 pandemic, there was a heightened focus on board accountability and oversight of risks.
- There were 25 strikes against remuneration reports of ASX300 companies in 2020 (2019: 26, 2018: 21). For the 2020 AGM season, proxy advisors were particularly focused on pay outcomes for executives where the company also received JobKeeper, and LTI structures with lack of performance hurdles.
- The 2020 AGM season saw the first spill motion passed for an ASX300 company.
- An increase in shareholder resolutions during 2020, declining levels of trust and widespread retaliation at poor corporate governance has put pressure on companies to deeply consider their thought processes and disclosures to retain good relationships with investors and other stakeholders.

25

Strikes against remuneration reports of ASX300

714

Number of ASX300 director elections in 2020

91%

Average support for directors at 2020 AGMs (2019: 95%)

39

Directors in ASX300 who attracted >20% votes against re-election at AGMs (2019: 47)

20

Shareholder resolutions at ASX300 companies in 2020 (excluding constitutional amendment resolutions)

1st

Spill motion passed for an ASX300 company



# FOREWORD

A lot has been written about the challenges of 2020, with the word ‘unprecedented’ taking first prize for the most used word of the year. While the coronavirus crisis was unfolding across Asia and Europe, Australia was battling a bushfire season unlike any we have seen before. Just as we thought we had overcome the biggest challenge of 2020, Australia together with the rest of the world, entered a year of social distancing, hand sanitisers and face masks, only to be followed by civil protests sparked by the Black Lives Matter movement.

Just as we had to learn to function in a new set of circumstances on a personal level, businesses too had to adapt quickly to stay afloat and navigate the five stages of crisis management – detection, preparation & prevention, containment & damage control, recovery, and reporting.

Often in times of crisis, and especially in the first three stages, non-financial aspects of operations like governance, sustainability, human capital management and climate change, are typically pushed aside. Unsurprisingly, most of the ASX-listed directors and executives cited operational and financial aspects as the key areas needing attention in the height of a crisis, with a view that shareholders and other stakeholders would expect the same. Most of these companies were also predicting ‘free passes’ and a smooth AGM season.

From our discussions with large domestic investors, Morrow Sodali learnt that governance is even more important to investors during times of crisis. As the pandemic continued well into the second half of 2020, it became clear that companies with a strong ESG focus were more resilient and able to withstand the negative financial and non-financial impacts of COVID-19<sup>1</sup>. As a result, investors did not hesitate to express their dissent at companies whose governance practices were deemed weak, insufficient, or not fit-for-purpose.

Despite the unprecedented level of concern from both issuers and investors prior to the proxy season regarding executive remuneration and virtual AGM meetings, voting outcomes and statistics tell a surprising story, about ongoing and intense scrutiny being placed on companies and individual directors as well as a continued focus on long-term risks rather than short-term issues, particularly regarding climate change. The 2020 season clearly communicated to companies the need for significant Board oversight and proactive engagement with key stakeholders throughout the year to ensure that their governance practices, remuneration outcomes and overall ESG disclosures are aligned with market expectations.

Our *2020 AGM Season review – Australia*, provides a snapshot of the voting outcomes, trends, sentiments, and key reasons for shareholder voting patterns, with focus on S&P/ASX300 companies (Index)<sup>2</sup>.

The outcomes of our review show that despite the challenges that 2020 has brought, a strong ESG focus, transparency and engagement pay off when it comes to gaining shareholder support.

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<sup>1</sup> <https://www.blackrock.com/corporate/about-us/sustainability-resilience-research>

<sup>2</sup> As of December 2020

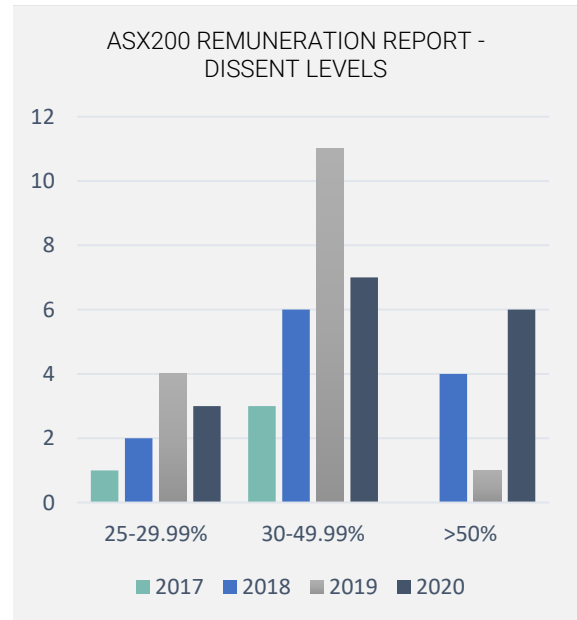
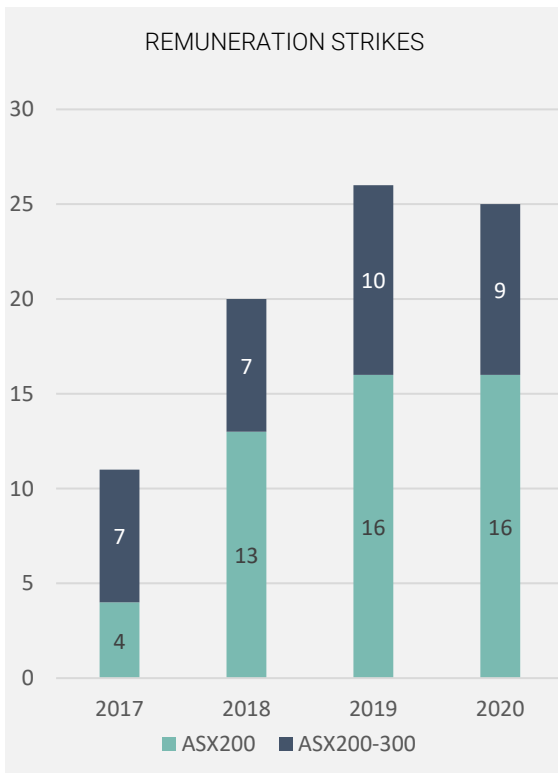
# EXECUTIVE REMUNERATION

Board and executive remuneration continued to be a highly contentious issue in 2020, especially during pre-season engagements. Despite the increased level of activity and discussions around executive remuneration, we recorded one less strike at ASX300 companies in 2020 (25) than in the prior year. As such, 2019 continues to be the year with the most strikes on record with 26.

Under the two-strikes rule, a company that received a first strike against its remuneration report in 2019 could face a Board spill resolution if it received a second strike in 2020. Of the 25 companies to receive a strike, two received their third strike and two more received their second strike.

The 2020 calendar year also marked the very first Board spill approval within the ASX300 (since the two-strikes rule came into effect in 2011), at Cromwell Property Group, due to several factors beyond just executive pay.

Looking at the level of dissent for those companies that received strikes, eight recorded greater than 50% of the final vote result against their remuneration report.



Prior to the main 2020 proxy season, proxy advisors updated their policies to focus on appropriate Board oversight in managing the response and remuneration outcomes in light of the market challenges. COVID-19 has put an unprecedented level of scrutiny on companies within the Index, and any signs of misalignment between company performance and shareholder experience were met with significant protest. Proxy advisors and investors

strongly opposed remuneration outcomes that were adjusted to enable incentive payouts where pre-determined performance measures were not met. Companies that qualified for and used government subsidies such as JobKeeper, and at the same time paid out significant bonuses and/or dividends, were also left scrambling for investor support.

Emerging trends stemming from our analysis of the 2020 remuneration reports include:

**1. An increase in companies adopting equity awards with Restricted Share Units (RSUs) subject to no performance conditions.**

- These were introduced as part of the total remuneration package due to the uncertainty brought upon companies by the impact of COVID-19.
- Most of the companies with RSUs forming 50% or more of the LTI equity award received a negative recommendation from proxy advisors and a significant level of dissent from shareholders, with one company having to withdraw a resolution to approve the equity grant of RSUs prior to the AGM.

**2. Enhanced disclosure regarding STI targets and outcomes.**

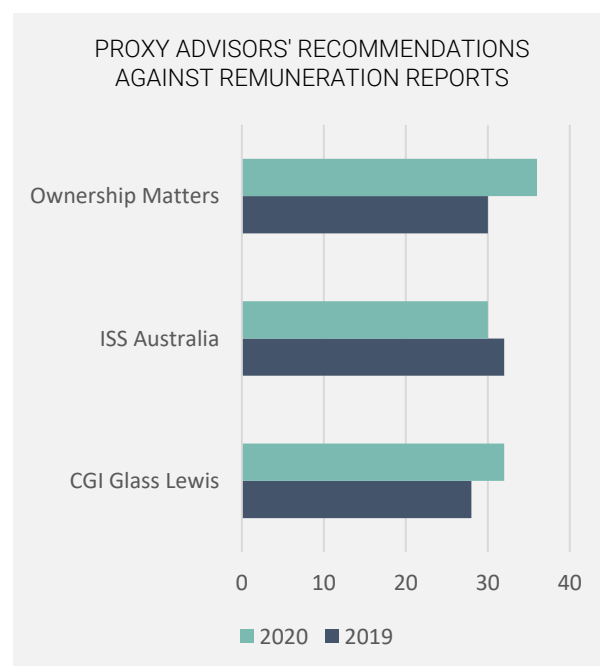
- There has been an increased emphasis on the need for explicit disclosure of key details regarding the STI performance measures, the weighting assigned to each measure, as well as the outcome for each performance measure.
- Morrow Sodali expects to see further improvements in this area, with proxy advisors and investors predicted to continue to expect robust disclosure to ensure that selected performance measures are implemented as value creators (rather than for day-to-day business) for both companies and shareholders.

**3. Inclusion of ESG, particularly environmental measures (such as carbon emissions), into LTI plans.**

- While the inclusion of ESG metrics is typically well received across the European markets, investors and proxy advisors in Australia are somewhat sceptical, citing the lack of transparency and rewarding day job, 'business as usual' outcomes and for 'doing the right thing'.
- With the ongoing consultation of APRA's revised remuneration standard, material weighting may be placed on non-financial ESG metrics under the STI plans rather than LTIs. One potential option to implement the ESG metrics in remuneration may be in the form of a gateway rather than leading KPIs, to emphasise their materiality.<sup>1</sup>

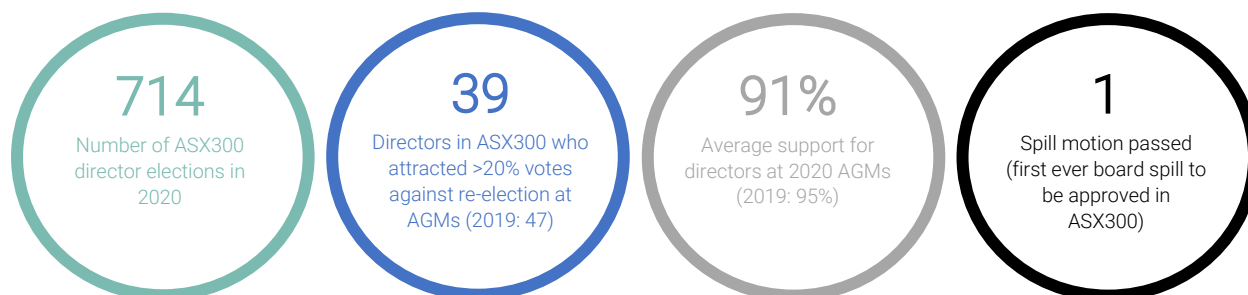
One key trend that continued in 2020 related to increased investor appetite to hold directors accountable for governance practices and vote against director elections/re-elections where these were deemed inappropriate. Board members, specifically committee chairs and Board chairs, received recommendations to vote against them at several companies where continued poor practices had been undertaken.

Remuneration committee chairs will continue to be held accountable in the years ahead by proxy advisors in this manner. In 2021, expectations placed on companies and Boards will be heightened when it comes to transparency and disclosure within remuneration reports.



<sup>1</sup> Morrow Sodali submitted a response to APRA's proposed Prudential Standard CPS 511. Please contact the team listed below for more information.

# DIRECTOR ELECTIONS



Continuing the trend from prior years, investors are increasingly holding boards accountable for the management of environmental and social risks as well as traditional corporate governance matters including board composition, board independence, and remuneration.

With COVID-19 markedly changing AGMs and investor engagements to digital formats, we saw increased demand from investors for access to board directors, usually the chair or remuneration committee or board chair. Key areas of focus included how companies were addressing risk management, board stewardship, and board oversight of human capital management practices during COVID-19. Continuing the trend Morrow Sodali has noted in previous years, investors are becoming more comfortable voting against directors when companies have not demonstrated robust risk management systems and frameworks.

In 2020, we saw several situations across the ASX300 where investors held directors responsible for corporate decisions, including past decisions made by that director. In a number of unique cases, investors became very vocal about not giving support to a director's re-election in response to a specific decision made by that director regarding governance issues such as appointments of additional directors or overseeing the process for share placements. We believe this trend represents a very clear demonstration of investors using their voting rights to instigate change, and we expect that investors will increasingly hold individual directors to account for corporate decisions made by companies.

We also saw unique cases during 2020 where directors and executives were forced to stand down before an AGM due to failures associated solely with ESG issues. This further demonstrates that investors are increasingly holding directors responsible for any failures in their management of ESG risks and stakeholder engagement, and the ability to maintain their social licence to operate.

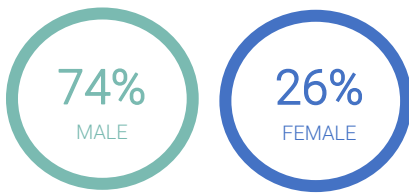
In addition, there were several contentious AGMs across the ASX300 where proxy advisors and investors had flagged specific governance concerns at companies with large founder shareholdings. In these cases, the governance concerns had been ongoing for some time.

Australian directors continue to be assessed across a broader range of factors. Key drivers of voting trends in 2020 included:

- Increased appetite from investors to hold directors accountable for performance and risk management.
- Proxy advisors focus on pay outcomes for executives, particularly where companies received JobKeeper, and issued recommendations against the remuneration committee chair or board chair for pay outcomes that did not match the shareholder experience.
- Investor focus on board skills, composition and overboarding, to ensure the board is 'fit for purpose'.
- Withdrawing support for directors on the basis of past decisions made, or for decisions made by current company or board.
- Increased consideration given to how boards are managing environmental and social issues, with BlackRock and other global asset owners making statements about voting against directors for insufficient management of environmental and climate change risks.

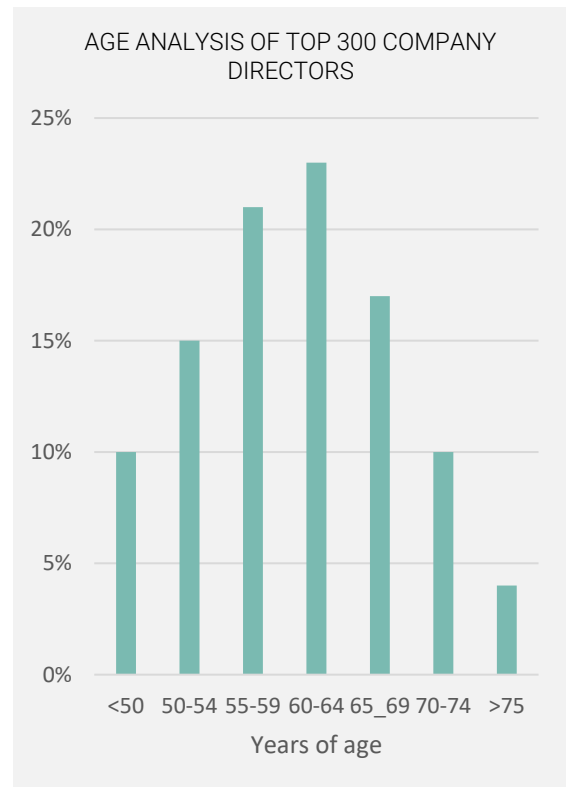
Across the ASX 300, 39 directors attracted dissent of more than 20% against their election or re-election. The average level of support for directors at AGMs across the ASX 300 declined, with the average vote for director elections at 91%, compared to 95% in 2019. Continuing the trend from prior years, proxy advisors are recommending votes against the remuneration committee chairs for pay outcomes that did not match the shareholder experience, or in situations where there have been large impairments.

## GENDER DIVERSITY (ASX300 DIRECTORS)

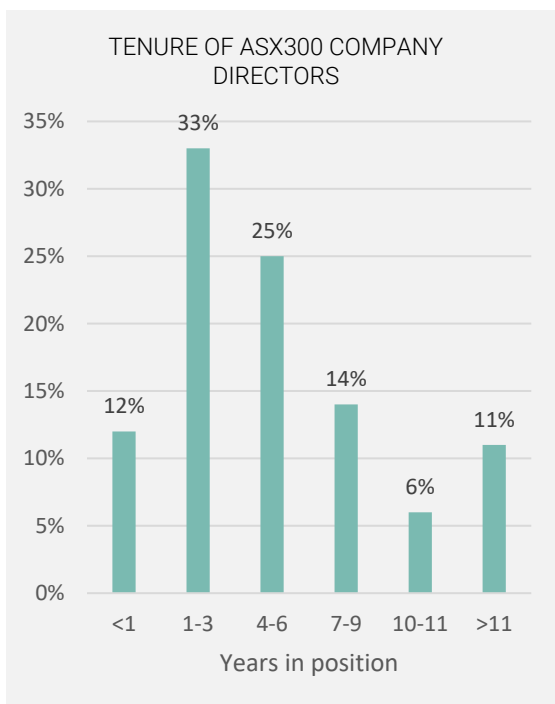


Annual director election continues to be a discussion point for investors, proxy advisors and other governance professionals. The proponents argue that having annual rotation and election is a common practice in most jurisdictions outside Australia, and that it would bring more accountability on the board level. The opponents believe that the extent and nature of engagement between issuers and investors in Australia, as well as the relative openness of the boards in this market do not warrant annual elections, and that they would even further reduce the opportunity for innovation and exposure on already risk-averse boards.

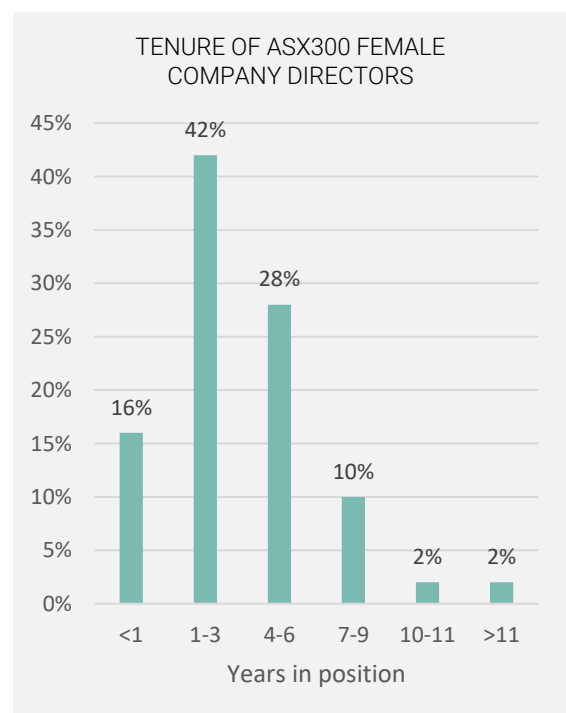
Companies with annual elections in Australia include dual listed Rio Tinto and BHP, who are required to have every director up for re-election every year due to their additional listing in the UK, and Treasury Wine Estates - so far the only company that adopted the annual elections on a voluntary basis.



Source: OpenDirector Pty Ltd



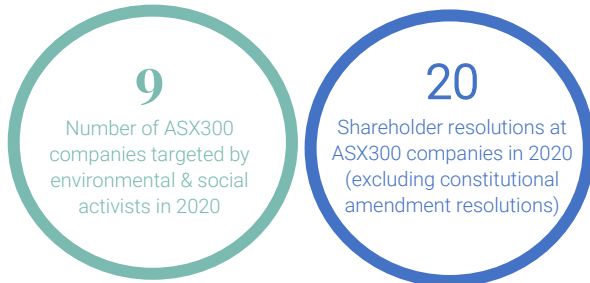
Source: OpenDirector Pty Ltd



Source: OpenDirector Pty Ltd



# SUSTAINABILITY AND E&S ACTIVISM

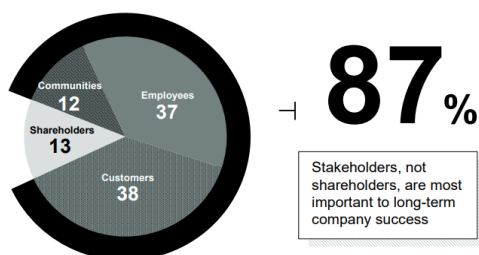


For years, investors have been using their voting and investment power to drive progress and to take strides towards combatting climate change, to increase business resilience and to encourage corporates across the globe to explore new methods of value creation. This stewardship was emphasised in 2020 as the community navigated bushfires, the global COVID-19 pandemic, protests and an uncertain political climate. There are numerous channels where responsible investment is being driven; through investors, independent frameworks, and of course through customer expectations.

## Measuring Diminishing Trust

The Edelman Trust Barometer has been published for 20 years and explores changing levels of trust in institutions around the world. The theme for the 2020 report was 'Trust: competence and ethics'. There is increased pessimism about economic prospects, as in Australia only 32% of respondents to the survey believed that they will be better off in five years' time, and 56% believing that capitalism is doing more harm than good in the world. Further, the report explains that no institution was considered to be both competent and ethical, but that business was considered to be competent alone, contrary to other institutions. There was also a shift away from investors as the most important stakeholder, with 87% of respondents agreeing that stakeholders (specifically customers) were most important to long-term success.

Percent who ranked each group as most important



Source: Edelman Trust Barometer 2020, <https://www.edelman.com/trust/2020-trust-barometer>

## Highlights from the 2020 AGM season

There were a diverse mix of events that shaped 2020 from an ESG perspective, including a constant discourse around meaningful disclosure and executive accountability. The highlights included the rise of shareholder resolutions, each applying pressure for bold action against climate change, an increased push for TCFD disclosure and a focus on the 'S' in the ESG – although the question of how seriously it is measured remains unanswered.

## The rise of shareholder resolutions

The AGM season saw shareholder activists lodge 33 resolutions across 13 different companies, with requisitions made predominantly by two civil society groups and advocacy organisations - the Australian Centre for Corporate Responsibility (ACCR) and Market Forces.

Number of companies targeted by ACCR and Market Forces in 2020:



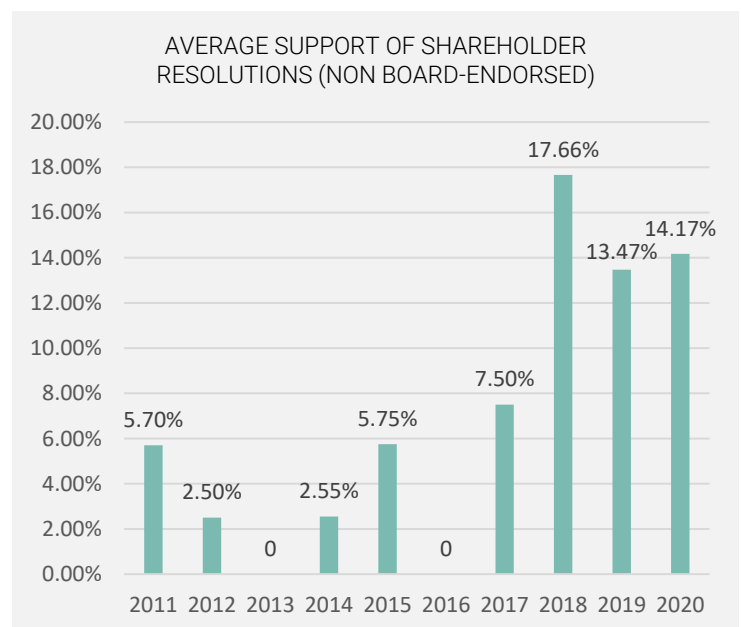
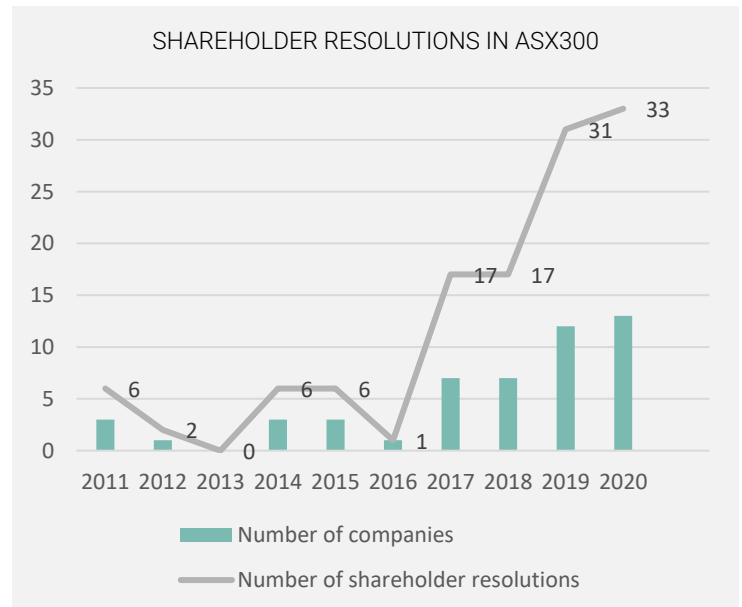
Under the existing corporate governance framework, shareholders who wish to raise an issue at an Annual General Meeting (AGM) may either propose a constitutional amendment or vote against the re-election of directors. As shareholder resolutions are one of the most obvious methods shareholders may use to hold public companies accountable for ESG issues, there is a push by industry associations such as the Australian Council for Superannuation Investors (ACSI) to make it easier to permit non-binding shareholder resolutions.



The resolutions lodged in 2020 were predominantly targeting four industries - energy, materials, financials, and utilities; with the majority being lodged at energy companies.

The key trends observed throughout the 2020 AGM season include the following:

- In 2020, 13 companies were targeted by activists compared to 12 companies in 2019. The focus of the resolutions was similar to those in 2019, demonstrating continued attention on climate-related disclosures and strategies with a specific push for setting climate-related targets and to manage a more rapid transition away from dependence on coal assets.
- In 2019 we saw a decrease in the number of resolutions lodged by institutional investors. While in 2019 there were five institutional investors that lodged shareholder resolutions, in 2020 the only proactive investor was Australian Ethical Super. This does not represent a decline in appetite to affirm such resolutions. There were eight resolutions that proxy advisors all advised against, that still received over 10% support from shareholders. Of those eight, four received 20% or more votes in favour. This demonstrates that shareholders are starting to take a more proactive approach to their investment stewardship.
- The most significant theme for resolutions in 2020 was the transition away from coal, and a campaign for oil, gas and coal companies to divest their assets sooner than flagged. There was also a renewed focus on the preservation of cultural heritage (particularly for mining companies) and encouragement for companies to set climate-related targets that were aligned with the Paris agreement.



## E&S Shareholder Resolutions in 2020

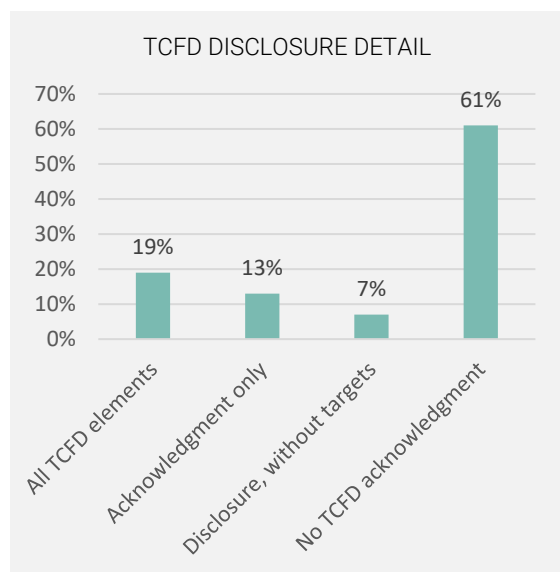
Issuer	AGM Date	Resolution type	Proponent	Support FOR
Santos	3 April, 2020	Amend Constitution	ACCR	6.68%
		Paris Goals and Targets	ACCR	43.39%
		Climate-related lobbying	ACCR	46.35%
Woodside	30 April, 2020	Amend Constitution	ACCR	6.62%
		Paris Goals and Targets	ACCR	49.95%
		Climate-related lobbying	ACCR	40.56%
		'Reputation advertising' activities	ACCR	2.70%
Rio Tinto	7 May, 2020	Amend Constitution	Market Forces	8.79%
		Scope 1, 2 and 3 emissions targets	Market Forces	36.93
QBE	7 May, 2020	Amend Constitution	Market Forces and Australian Ethical	12.68%
		Exposure reduction targets	Market Forces and Australian Ethical	13.17%
		Amend Constitution	The Colong Foundation for Wilderness Ltd	4.26%
		World Heritage Policy	The Colong Foundation for Wilderness Ltd	6.73%
AGL	22 September, 2020	Amend Constitution	ACCR	5.06%
		Coal closure dates of the Bayswater and Loy Yang A coalfired power stations	ACCR	19.96%
BHP	14 October, 2020	Amend Constitution	ACCR	9.60%
		Cultural Heritage Protection	ACCR	Withdrawn
		Lobbying related to COVID-19 recovery	ACCR	22.40%
Origin Energy	20 October, 2020	Amend Constitution	ACCR	9.16%
		Consent on Fracking	ACCR	11.80%
		Lobbying related to COVID-19 recovery	ACCR	25.25%
Whitehaven Coal	22 October, 2020	Amend Constitution	Market Forces	0.37%
		Capital Protection – disclose a plan to 'wind up' coal production assets and operations	Market Forces	3.97%
New Hope Corporation	16 November, 2020	Amend Constitution	Market Forces	0.61%
		Capital Protection – disclose a plan to 'wind up' coal production assets and operations	Market Forces	3.44%
Cooper Energy	12 November, 2020	Amend Constitution	Market Forces	6.31%
		Capital Protection – disclose a plan to 'wind up' coal production assets and operations	Market Forces	7.39%
Beach Energy	25 November, 2020	Amend Constitution	Market Forces	3.09%
		Oil and Gas Plan – disclose a plan to 'wind up' oil and gas production assets and operations	Market Forces	5.38%
ANZ	16 December, 2020	Amend Constitution	Market Forces	8%
		Transition Planning Disclosure	Market Forces	11.7%
NAB	18 December, 2020	Amend Constitution	Market Forces	6.92%
		Transition Planning Disclosure	Market Forces	11.7%

## TCFD Reporting

Since 2017 the Taskforce for Climate Related Financial Disclosure (TCFD) has been widely endorsed by the investor community. BlackRock is the world's largest institutional investor and in 2020, its CEO Larry Fink issued a letter to the CEOs of major companies encouraging the adoption of the TCFD recommendations. As the world's most powerful financial institution managing over \$8 trillion in assets, BlackRock's statement demonstrates the increased importance of climate related disclosure.

While it is positive to see improved climate-related disclosures and the rapid uptake of the framework, one area where TCFD falls down is in its depth of disclosure. Many TCFD reports disclose only generalist exposure analysis, and little evidence of metrics that articulate a company's specific exposure to climate related hazards, risks and trends. Scenario analysis plays a key role in better incorporating climate risks into decision making.

Morrow Sodali undertook an analysis of the TCFD disclosures completed within the ASX300 in 2020. Of the Index, only 19% of companies acknowledged TCFD, had a report and also had meaningful targets. A meaningful target is one that goes beyond just 'disclosure of emissions' and specifically mentions reduction or mitigation strategies. Approximately 7% acknowledged TCFD and had a report with no meaningful target, and 13% acknowledged TCFD but had no related disclosure. Of those companies that had comprehensive disclosures, the majority were in the ASX100.



These results demonstrate that more than half of the companies that provide a TCFD report in line with the recommendations do not do so in a way that assures stakeholders that the company has a concise understanding of its climate-related risks and potential financial impacts.

It is important to note that given the recommendations were only launched in 2017, this still reflects significant progress towards climate disclosure, especially considering the baseline of disclosure over the past ten years. As all stakeholders become more confident in understanding industry-related risks and emissions reduction strategies, it is expected that more scrutiny will be applied to specific TCFD disclosures and those companies who do not provide climate-related disclosures at all.

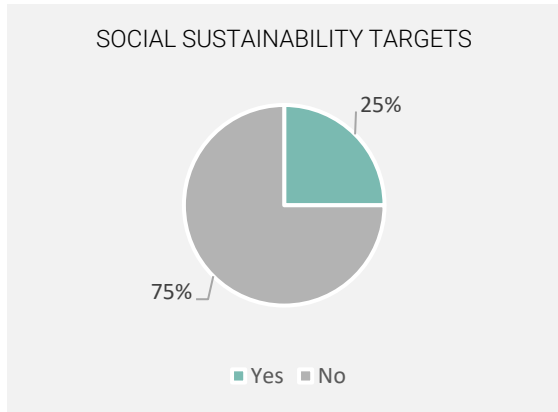
## An increasing focus on the 'S'

The United Nations Global Compact has called on institutions to do business in ways that benefit society and protect people. Similar to managing the impacts of climate change, social sustainability centres on the ability of a business to manage both its positive and negative influence on people throughout its lifecycle. Often referred to as a company's 'social licence to operate', the efforts that a business makes to create social value can inhibit or enhance its operations and long-term financial sustainability. ESG ratings agencies such as MSCI and Sustainalytics are increasingly alert to the social impacts of a business, beyond focusing only on environmental and governance initiatives. Currently, success in managing social impacts is considered as 'meeting requirements', including Modern Slavery disclosures, human rights, gender diversity, human capital management and community relations.

2020 has brought a number of case studies on how stakeholders react to key societal events. In addition to worldwide protests on the back of the Black Lives Matter movement, we have seen customers rally to social enterprises and B-Corporations as they opt to vote with their dollar and spend their money with companies they feel connected to. Similarly, we have seen customers move away from businesses that have for too long put profit before people. Many governments and organisations now include requirements for Indigenous employment, procurement and cultural competency training in their tender processes.

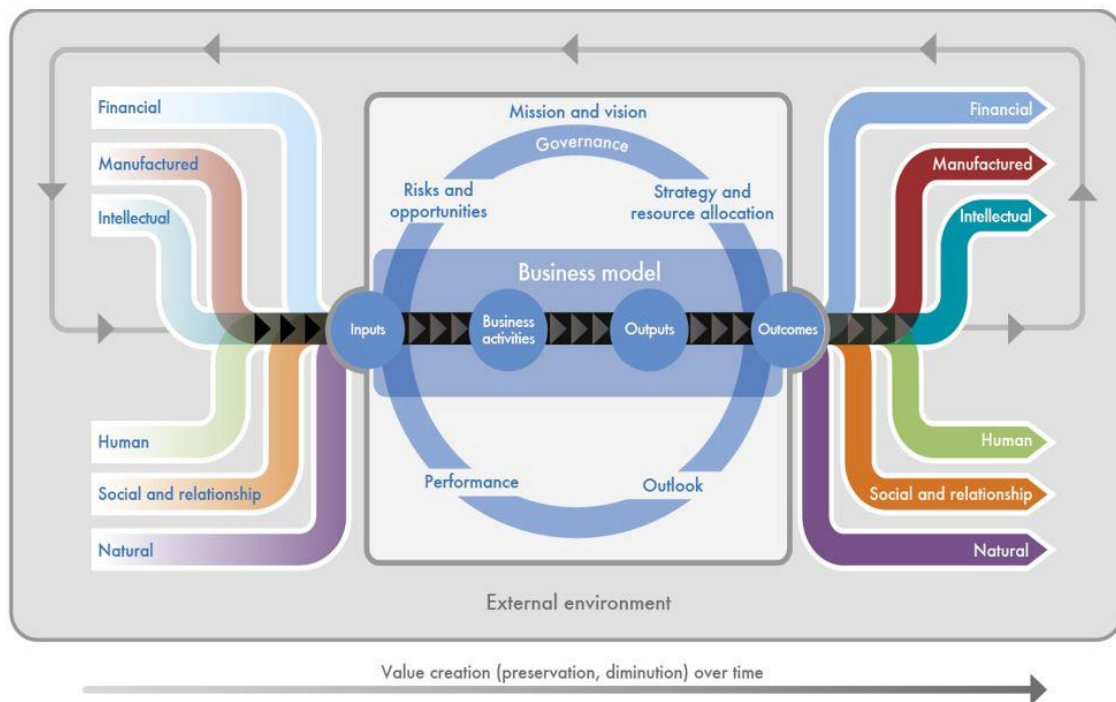
In a review of social sustainability reporting and performance of the ASX300, Morrow Sodali has discovered that only 25% of the Index has

meaningful social targets, which include specific metrics to measure success. That means that three quarters of the ASX300 are providing either low-level or no social sustainability strategies. Companies who are leading the charge are attempting to improve equality for all Australians, particularly through Reconciliation, economic empowerment, impacts on health and wellbeing, financial wellbeing, and local economic development.



The majority of businesses that have specific social targets are prioritising community investment and volunteering, which generally quantify the dollars, time and in-kind support offered to the community. A good practice social strategy demonstrates that an organisation is familiar with the needs of its customers and is in touch with the broader community that surrounds its operations.

When articulating the 'business case' for social sustainability, companies should focus on value creation and the six capitals that go beyond financial success – including natural, social and relationship, intellectual, human and manufactured capital.



Source: The International Integrated Reporting Council (IIRC)

# INVESTORS IN 2020

## JANUARY

- **Blackrock's** CEO Larry Fink sends his annual letter to CEOs highlighting climate risk as investment risk
- **Blackrock** also becomes a signatory of Climate Action 100+ and calls for SASB and TCFD disclosures as the preferred reporting frameworks
- S&P Global completes the acquisition of the ESG rating business from RobecoSAM
- **Goldman Sachs** announces that it will not take companies public if they have all-male corporate boards

## FEBRUARY

- **State Street** vows to vote against companies that score poorly on ESG factors through their proprietary r-factor scoring.

## MARCH

- Glass Lewis publishes an article titled 'Everything in Governance is Affected by the Coronavirus Pandemic. This is Glass Lewis' Approach'
- Ownership Matters publishes a report titled Lessons from GFC capital raisings: implications in the current

## APRIL

- **Blackrock** publishes a blog article titled How a global pandemic could accelerate the ESG imperative
- ISS publishes a policy guidance titled Impacts of the COVID-19 pandemic
- Ownership Matters publishes a report titled Open season for IBs and takeovers by stealth: Emergency capital raising relief

## JUNE

- **HESTA** announces Net Zero by 2050 aim as part of its climate change plan

## MAY

- **Aviva Investors** publishes an article titled Will COVID-19 prove a watershed for ESG?
- Forbes publishes an article titled Covid-19 Is Accelerating ESG Investing and Corporate Sustainability Practices

## JULY

- **First State Super** and **VicSuper** merge to create **Aware Super**
- **Blackrock** places 244 companies worldwide 'on watch' for insufficient progress on climate issues
- Morningstar completes the acquisition of Sustainalytics

## AUGUST

- **CBUS** announces its plan to cut 45% of absolute portfolio emissions by 2030 and aim for net zero emissions by 2050 by removing high-risk climate holdings
- Glass Lewis publishes its Approach to Remuneration in Global Markets in Light of Covid-19
- ACSI issues a media release titled 'Board restraint on CEO pay to be tested during pandemic'

## SEPTEMBER

- **Unisuper** announces its commitment to net-zero by 2050 and has ruled out investing in companies that make more than 10% of revenue from thermal coal
- New Zealand becomes the first country to require financial companies and institutions to provide TCFD reporting by 2023
- ISS starts offering race and ethnicity data on directors and executives at 6,000 US companies
- RIAA publishes its Benchmark Report 2020 Australia

## OCTOBER

- **Legal and General Investment Management** expands its Climate Impact Pledge to achieve net zero emissions by 2050
- Launch of the Climate League 2030
- ISS announces that it will start recommending against US nominating committee chairs of all-white boards starting in 2022, and plans to increase board diversity minimums in Canada, Europe and Latin America

## DECEMBER

- Launch of Net-Zero Asset Managers initiative
- ACSI publishes a report titled Governing Company Culture: Insights from Australian Directors

## NOVEMBER

- **AustralianSuper** announces that it has committed to a net zero 2050 carbon emissions target on its investment portfolio
- **AustralianSuper, Aware Super, Fidelity, Ausbil** and ACSI join forces to launch the Investors Against Slavery and Trafficking Asia-Pacific. Regnan shares insights on better modern slavery practices
- **State Street** becomes a signatory of Climate Action 100+
- Climate Action 100+ adds companies to the focus list
- UK announces that it will require premium listed companies to align their disclosures with TCFD by 2025
- ACSI publishes a report titled Financial Materiality and ESG

# GOING FORWARD

What can we expect in 2021? From a governance perspective, one thing remains very clear – the scrutiny put on companies will not abate and if anything, it will continue to grow. This will come from well-known ESG-focused investors mentioned earlier in this Review, but also new participants joining the ESG bandwagon on the back of strong performance of the ESG funds during the pandemic and record amounts of dollars flowing into ESG.

Climate change will remain at the forefront of investors' focus. With many influential economies and countries pledging to net-zero emissions and the US commitment to re-join the Paris agreement, it will no longer be predominantly investors and E&S activists calling for action on climate change. With New Zealand and UK now requiring TCFD disclosures within the next few years, it is only a question of time when other countries will make climate reporting mandatory.

The level of sophistication and specific investor focus is at all-time high and this trend will continue -



Legal & General rates companies on their climate change performance under its Climate Change Pledge, using multiple sources; Blackrock has a renewed approach to voting on shareholder resolutions with a record number of approvals, in line with its net zero commitment; Calvert Research & Management uses a new Corporate Resilience KPI to measure the governance strength of a company as a consequence of the pandemic based on its financial capacity to execute strategy in a crisis; Australian superfunds are progressively committing to net-zero; and with investment bankers refusing to take companies public unless they have diverse boards, it is clear that we are entering a new decade. E&S activists are also becoming more focused – the resolution lodged by ShareAction at HSBC earlier this year is no longer asking the bank to simply provide TCFD reporting, rather it expects the company to explain how it is going to reduce its involvement with the fossil fuel industry. And early 2021 also marked the first year of voluntary say on climate resolutions, at Unilever, Royal Dutch Shell and Glencore.

Further, we cannot omit the rising competitive pressure – there are companies paving the way and leading the trends that others will sooner or later (have to) follow. From best-in-class standards in climate reporting, through to embedding sustainability targets in executive remuneration, all the way to re-aligning business strategies to better adjust to the new norm, these companies are building their own resilience and confidently distinguishing themselves with their investors.

It will not be long until we see which companies have built a strong platform to keep up with this ever-changing world to secure their position in the market and reap the benefits of the opportunities it creates.



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