


Overview of Principle Revisions

The tables below provide tracking for the new Global Governance Principles, tracing the origins of the principles under the new document structure of Core Issues.

New Structure		Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES		Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
	A. Investor Rights	7 – Shareowner Rights; Page 28				
	1. One-share/One-vote	4; Page 10			3.1; Page 60	
	1a. Redress			9.10 – Equality and Redress; Page 42		
	2. Access to Director Nominations	8; Page 11			3.2; Page 61	
	3. Shareowner Approval Rights (NEW title)			9.2 – Major Decisions; Page 40		



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New Structure		Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices	
3a. Sale or Pledge of Corporate Assets (NEW title)				3.6a; Page 61		
3b. Mergers and Acquisitions (NEW title)			9.2f – Major Decisions; Page 41			
3c. Debt Issuance (NEW title)				3.6e; Page 61		
3d. Share Repurchases (buy-backs) (NEW title)				3.6b; Page 61		
3e. Issuance of New Shares (New title)			9.2c – Major Decisions; Page 41			
3f. Poison Pill Approval		7.7; Page 29	9.2d – Major Decisions; Page 41			
Continuing Directors				2.10; Page 58		
3g. Significant Related Party Transactions			9.4 & 9.5; Page 41			



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	New Structure	Principle Origins				
	III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
	4. Majority Vote Requirements					
	4a. Bylaw and Charter Amendments (NEW title)		7.1; Page 28			
	4b. Director Removal (NEW title)					
	4c. Director Elections		7.2; Page 28			
	4d. Auditor Ratification by Shareowners		4.4; Page 23			
	5. Corporate Proxy and Voting Mechanisms (NEW title)			8.4 – Voting Mechanisms; Page 40		
	5a. Universal Proxy		7.3; Page 29			
	5b. Sponsoring and Implementation of Shareowner Resolutions		7.5; Page 29			



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
5c. Proxy Confidentiality		7.9; Page 29			
5d. Cumulative Voting Rights		7.11 & Footnote 24; Pages 29 & 39			
5e. Shareholder Identification			8.1; Page 40		
5f. Bundled Voting				3.8; Page 62	
5g. Broker Votes				3.7; Page 62	
5h. Advance Notice, Holding Requirements and Other Provisions				3.4; Page 61	
6. Special Meetings and Written Consent		7.4; Page 29			
7. Judicial Forum				1.9; Page 55	



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
B. Board Quality: Diversity, Independence and Competence					
1. Director Accountability		2; Page 16			
1a. Long-term Vision		7; Page 11			
1b. Accessibility to Shareowner Inquiry (NEW title)	2 – Director Accountability; Page 10				
1c. Annual Director Elections		7.8; Page 29	3.6; Page 33		
1d. Board Size		2.6; Page 17			
1e. Director Attendance		2.5; Page 17		2.7d; Page 58	
1f. Director Time Commitment		2.4; Page 17			



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
2. Informed Directors				2.12a; Page 59	
2a. Board Access to Management		1.8; Page 15			
2b. New Director			1.6; Page 31		
3. Board Independence		1; Page 14			
3a. Majority of Independent Directors		1.1; Page 14			
3b. Independent Executive Session		1.2; Page 14			
3c. Board Role of Retiring CEO		1.7 Page 15			
4. Board Committee Independence		1.10 – Board Oversight & 1.9 – Independent Board Committee; Page 15		2.5 – All Independent Board Committees Pages 56-57	



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
5. Board Chairperson Independence and Leadership (NEW title)		1.4 – Independent Board Chairman; Page 14	2.4 – Effectiveness; Page 32		
5a – b & d-m					Appendix F- Independent Chair/ Lead-Director Position Duty Statement; Page 80
5c		1.6 – Examine Separate Chair/CEO; Page 15			
6. Director Independence		1.3 – Independent Director Definition; Page 14	9.3 – Conflict of Interest; Page 41		
6a-h					Appendix E – Definition of an Independent Director; Page 79
7. Board Responsibilities (Heading – NEW title)					



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
7a. CEO Performance		2.7; Page 17			
7b. Corporate Strategy		1.12 – Board Responsibilities; Page 15			
7c. Corporate Performance		1.12 – Board Responsibilities; Page 15			
7d. Corporate Annual Report and Accounts			7.3 – Affirmation 7.6 – Internal Controls; Pages 37-38		
7e. Reincorporation		6.3; Page 27		1.8; Page 55	
7f. Charitable and Political Contributions		6.4; Pages 27-28			
8. Board, Committee, and Director Evaluation		2 – Board, Director and CEO Evaluation; Page 2.3 – Board Committee and Director			



New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
		Expectations; Pages 16-17			
9. Board Talent Assessment and Diversity		2.2; Page 17			
9a. Director Talent Evaluation					
9b. Director Attributes					
9c. Director Nominations					
9d. Director Tenure (NEW title)		1.5 – Board Member Tenure ; Page 15			
10. Role of the Audit Committee			7.9 – Audit Committee; Page 39		
10a. Auditor Liability		4.12; Page 25			



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
10b. Auditor Selection		4.13; Page 25			
10c. Auditor Rotation		4.14; Page 25			
10d. Audit Committee Communication with Auditor		4.16; Page 26			
10e. Monitoring the integrity of the accounts			7.9 (a-f) – Audit Committee; Page 39		
10f. Oversight of key accounting policies and accounting judgments					
10g. Audit Scope					
10h. Auditor Independence					
10i. Auditor Dialogue					



New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
10j. Assertion of Internal Financial Controls		4.9; Page 24			
10k. Audit Committee Expertise		4.11; Page 25			
10l. Annual Reporting (NEW Title?)		4.15 – Audit Committee Disclosures; 4.8a – Auditor Independence; Pages 24-25			
11. Role of the Nomination Committee (NEW title?)			3.8 – Nomination Committee; Page 34		
11a. Skills Matrix					
11b. Board Appointments					
11c. Director Conflicts of Interest					



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
11d. Independent Consultants					
11e. Shareowner Dialogue			3.8 – Nomination Committee; Page 34		
11f. Board Succession Planning					
12. Role of the Compensation Committee (NEW title)				6.8 – Remuneration Committee; Page 37	
12a. Compensation Philosophy (NEW title)					
12b. Oversight of Plan Design, Implementation, Monitoring and Evaluation (NEW title)					
12c. Director Conflicts of Interest (NEW title)					
12d. Independent Consultants (NEW title)					



New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
12e. Shareowner Dialogue (NEW title)			6.8 – Remuneration Committee; Page 37		
13. Risk Oversight		5.1 to 5.6; Pages 26-27	5.3 – Risk Culture; 7.4 – Solvency Risk 7.6 – Internal Controls; Page 35 & 38	1.2 – Federal and State Law Compliance; Page 79	
13a.					
13b.					
13c					
13d.					
13e.					5.5 – Risk Committee; Page 35



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New Structure		Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES		Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
	14. CEO Succession Plan (a-b)		2.8; Page 17			
	14 (c-f)		2.8 & 2.9; Pages 17-18			
	15. Director Succession Plan (a-e)					
	16. Human Capital Management Practices (NEW title) (a-h)					Appendix B – Global Sullivan Principles; Page 52
C. Compensation			3 – Executive and Director Compensation; Pages 18-19			
	1. Total Executive Compensation – Structure and Components		3.1 (a-h) – Executive Compensation; Page 19			
	1a. Board Designed, Implemented, and Disclosed to Shareowners				3.5h; Page 66	



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	New Structure	Principle Origins				
	III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
	1b. Mix of Cash and Equity					
	1c. Quantum			6.1 – Alignment; Page 36	5.8a – Size of Awards ; Page 68	
	1d. Shareowner Advisory Vote on Executive Compensation					
	1e. Targeting Total Compensation Components		3.1 (a-h) – Executive Compensation; Page 19		5.7b – Targets; 5.7c – Changing Targets; Page 67	
	1f. Peer Relative Analysis				5.5i – Benchmarking; Page 66	
	1g. Pay for Performance				5.5c – Role of the Compensation Committee; Page 64	
	1h. Alignment with Business Strategy					



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
1i. Sustainability Objectives and Executive Compensation		3.1 (a-h) – Executive Compensation; Page 19			
2. Salary				5.6a – Salary Level; Page 66	
2a. Above-median Salary				5.6b; Page 67	
3. Incentive Compensation					
3a. Performance Link					
3b. Types of Incentives Compensation		3.2 (a-g); Page 20		5.8e – Awards Specifics; Page 68	
3c. Establishing Performance Metrics				5.7a – Formula Plans; Page 67	
3d. Multiple Performance Metrics					



New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
3e. Performance Hurdles					
3f. Retesting Incentive Compensation		3.2 (a-g); Page 20			
3g. Clawback Policy					
4. Equity Compensation (Heading)					
4a. Equity Ownership		3.3 – Equity Compensation; Pages 20-21			
4b. Employee Share Dealing			4.5; Page 35		
4c. Hedging		3.3 – Equity Compensation; Pages 20-21			
4d. Post-retirement Holdings				5.15c ; Page 71	



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
4e. Equity Grants Linked to Performance		3.3 – Equity Compensation; Pages 20-21			
4f. Unvested Equity Acceleration upon a Change-in-Control					
4g. Recapturing Dividend Equivalent Payouts					
4h. Equity Vesting Grants					
4i. Equity Grant Repricing					
4j. Grant Timing				5.8c – Grant Timing; Page 68	
4k. Evergreen Reload Provisions		3.3 – Equity Compensation; Pages 20-21			
4l. Distribution of Equity Compensation					



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
4m. Equity Dilution and Run Rate Provisions					
4n. Equity Repurchase Plan		3.3 – Equity Compensation; Pages 20-21			
4o. Shareowner Approval					
4p. Cost of Equity Based Compensation					
4q. Gross-ups				5.3; Page 64	
4r. Tabular Disclosure				5.9c; Page 69	
5. Stock Options (Heading)					
5a. Board Approval		3.3g; Page 21			



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
5d. Performance Options				5.10a; Page 69	
5c. Discount Options				5.10c; Page 69	
5d. Option Repricing				5.10e; Page 69	
6. Use of “Other” Forms of Compensation		3.5; Page 22			
7. Retirement Plans (Heading)					
7a. Defined Contribution/ Benefit Plans		3.6; Page 22			
7b. Supplemental Executive Retirement Plans (SERPs)				5.14a; Page 71	
7c. Deferred Compensation Plans				5.14b; Page 71	



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
8.. Severance Agreements (Heading)					
8a. Severance Agreement Disclosure		3.4a Page 22			
8b. Severance Agreement Amendments		3.4b Page 22			
8c. Shareowner Approval of Severance Payments		3.4c Page 22			
9. Employment Contracts				5.13a; Page 70	
10. Change-in-control Payments				5.13c; Page 70	
11. Director Compensation			6.7 – Non-Executive and Director Pay; Page 36	6.2c – Compensation Committee; Page 73	
11a. Combination of Cash and Equity		3.7a; Page 23			



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
11b. Equity Ownership		3.7b; Page 23			
11c. Vesting of Equity-based Awards				6.4a; Page 74	
11d. Amount of Annual Retainer				6.3a; Page 73	
11e. Performance-based Compensation					
11f. Perquisites				6.6; Page 75	
11g. Employment Contracts, Severance and Change-of-control Payments				6.8; Page 75	
11h. Retirement Benefits				6.9a; Page 75	
11i. Deferred Compensation Plans				6.9b; Page 75	



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	New Structure	Principle Origins				
	III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
	11j. Disgorgement				6.10; Page 75	
D. Corporate Reporting						
	1. Integrated Financial Reporting (a-g)		4; 4.1 – Integrated Reporting; Page 23	7.5 – Non-financial Information; Page 38		
	2. Transparency	3; Page 10				
	2a. Comprehensive Disclosure			7.1; Page 37		
	2b. Materiality			7.2; Page 37		
	2c. Board Governance Principles		2.1 – Corporate Governance Principles; Page 16			
	2d. Corporate Responsibility		6.2 – Sustainable Corporate Responsibility;			



New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
		Page 27			
3. Proxy Materials	5; Page 10				
4. Auditor’s Enhanced Reporting to Investors (a-k)		4.3, 4.5, 4.6; Page 23			
5. Stakeholder Relations		6 – Corporate Responsibility; Page 27			
6. Physical Capital Management Practices (a-n)					Appendix H – Ceres 14-pt Checklist; Page 84
7. Code of Conduct/Ethics			4.1; Page 34		
7a. Behavior and Conduct			4.6; Page 35		
7b. Bribery and Corruption			4.2; Page 34		



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
7c. Whistleblowing			4.3; Page 34		
7d. Prohibit Greenmail		7.6; Page 29			
8. Company General Meetings			8.2 – Notice; Page 40		
8a. Vote Deadline			8.3; Page 40		
8b. Share Blocking (split from ICGN 8.3)			8.3; Page 40		
8c. Selection and Notification of Meeting				4.1; Page 62	
8d. Record Date and Ballot Item Disclosure				4.3; Page 62	
8e. Timely Disclosure of Voting Results			8.5 Vote Disclosure; Page 40	4.4; Page 62	



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
8f. Election Pools				4.5; Page 62	
8g. Meeting Adjournment and Extension				4.6; Page 62	
8h. Electronic Meetings				4.7; Page 63	
8i. Director Attendance				4.8; Page 63	
8j. Broker Non-Votes		7.10; Page 29			
E. Regulatory Effectiveness					
1. Code of Best Practices	6: Page 11				
2. Financial Markets	17 a-c; Page 13				



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New Structure		Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES		Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
	2a. Transparency	17 a-c; Page 13				
	2b. Governance					
	2c. Systemic Risk					
	3. Global Accounting Standards		4.2; Page 23			
	4. Political Stability	9 a-c; Page 11				
	4a. Political Risk					
	4b. Civil liberties					
	4c. Independent judiciary and legal protection	9 a-c; Page 11				



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
5. Transparency	10 a-d; Page 11-12				
5a. Freedom of the press					
5b. Monetary and fiscal transparency					
5c. Stock exchange listing requirements					
5d. Accounting standards					
6. Productive Labor Practices	11 a-d; Page 12				
6a. ILO ratification					
6b. Quality of enabling legislation					



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New Structure	Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES	Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
6c. Institutional capacity	11 a-d; Page 12				
6d. Effectiveness of implementation					
7. Market Regulation and Liquidity (a-f)	13a-f; Page 12				
8. Capital Market Openness	14a-c; Page 13				
8a. Foreign Investment					
8b. Trade policy					
8c. Banking and finance					
9. Settlement Proficiency/Transaction Costs	15a-b; Page 13				



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New Structure		Principle Origins				
III. GLOBAL GOVERNANCE PRINCIPLES		Core	Domestic	International (ICGN)	Appendix D (CII Principles)	Other Appendices
9a. Trading and settlement proficiency	9b. Transaction costs	15a-b; Page 13				



Integration of Appendices

To increase the clarity of the Global Governance Principles, Appendices were 1) removed where there was existing Principle coverage (duplicative) or 2) integrated into the new Principles document where there were gaps. The tables below provide an overview of where the content from the removed Appendices is captured in the new structure.

FROM	TO						
Existing Principles	Intro	Purpose	Investor Rights	Board Quality	Compensation	Corporate Reporting	Regulatory Effectiv.
Appendix B: The Global Sullivan Principles							
The Principles						Page 29	
Appendix C: United Nations Global Compact Principles							
Human Rights – Principles 1, 2 Labor Standards – Principles 3, 4, 5, 6						Page 29-32	
Environment – Principles 7, 8, 9						Page 28	
Anti-Corruption – Principle 10						Page 28-29	

FROM	TO						
Existing Principles	Intro	Purpose	Investor Rights	Board Quality	Compensation	Corporate Reporting	Regulatory Effectiv.

Appendix C: CII Corporate Governance Policies (October 1, 2014)

1.1 Nature and Purpose of the Council's Corporate Governance Policies		Page 5					
1.2 Federal and State Law Compliance				Page 17			
1.3 Disclosed Governance Policies and Ethics Code						Page 29	
1.4 Accountability to Shareowners				Page 10			
1.5 Shareowner Participation						Page 7,27	
1.6 Business Practices and Corporate Citizenship		Pages 5-6				Pages 27,28	
1.7 Governance Practices at Public and Private Companies - Up for discussion							
1.8 Reincorporation				Page 13			
1.9 Judicial Forum			Page 10				

FROM	TO						
Existing Principles	Intro	Purpose	Investor Rights	Board Quality	Compensation	Corporate Reporting	Regulatory Effectiv.

Appendix C: CII Corporate Governance Policies (October 1, 2014)

2.1 Annual Election of Directors				Page 10			
2.2 Director Elections			Page 9				
2.3 Independent Board 2.4 Independent Chair/ Lead Director 2.5 All-independent Board Committees				Pages 11-12			
2.6a Majority Shareowner Vote			Page 9				
2.6b Interaction with Shareowners				Page 10			
2.6a Board Succession Planning				Page 19			
2.5b Board Diversity 2.6c Evaluation of Directors				Pages 14-15			
2.6d Board and Committee Meeting Attendance				Page 10			
2.7 Board's Role in Risk Oversight				Pages 17,18			

FROM	TO						
Existing Principles	Intro	Purpose	Investor Rights	Board Quality	Compensation	Corporate Reporting	Regulatory Effectiv.

Appendix C: CII Corporate Governance Policies (October 1, 2014)

2.8c Board Succession Planning				Page 19			
2.8d Board Diversity 2.8e Evaluation of Directors				Pages 14-15			
2.8f Board and Committee Meeting Attendance				Page 10			
2.9 CEO Succession Planning				Page 18			
2.10 Continuing Directors				Page 8			
2.11 Board Size and Service 2.12a Informed Directors 2.12b Director Rights Regarding Board Agenda				Page 10			
2.12c Executive Sessions				Page 11			
2.13 Auditor Independence (A-G)			Page 9	Pages 15-17			
2.14 Charitable and Political Contributions (I – II)				Pages 13,14			
2.15 Directors with Conflicts				Pages 11,17			

FROM	TO						
Existing Principles	Intro	Purpose	Investor Rights	Board Quality	Compensation	Corporate Reporting	Regulatory Effectiv.

Appendix C: CII Corporate Governance Policies (October 1, 2014)

3.1 Right to Vote is Inviolable 3.2 Access to the Proxy 3.3 One Share, One Vote			Page 7				
3.4 Advance Notice, Holding Requirements and Other Provisions 3.5 Confidential Voting			Pages 9,10				
3.6 Voting Requirements (a – e)			Page 7-9				
3.7 Broker Votes 3.8 Bundled Voting			Page 9				
4.1 Selection and Notification of Meeting Time and Location						Page 29	
4.2 Shareowner Rights to Call Special Meetings			Page 10				

FROM	TO						
Existing Principles	Intro	Purpose	Investor Rights	Board Quality	Compensation	Corporate Reporting	Regulatory Effectiv.

Appendix C: CII Corporate Governance Policies (October 1, 2014)

4.3 Record Date and Ballot Item Disclosure							
4.4 Timely Disclosure of Voting Rights							
4.5 Election Polls							
4.6 Meeting Adjournment and Extension						Pages 29-30	
4.7 Electronic Meetings							
4.8 Director Attendance							
5.1 Introduction					Page 20		
5.2 Advisory Shareowner Votes on Executive Pay					Page 20		
5.3 Gross-ups							
5.4 Shareowner Approval of Equity-based Compensation Plans					Pages 23		
5.5 Role of Compensation Committee				Page 17			
5.5a Committee Composition				Pages 11, 17			
5.5b Executive Pay Philosophy				Page 17			
5.5c Oversight							

FROM	TO						
Existing Principles	Intro	Purpose	Investor Rights	Board Quality	Compensation	Corporate Reporting	Regulatory Effectiv.

Appendix C: CII Corporate Governance Policies (October 1, 2014)

5.5d Pay for Performance					Page 21		
5.5e Annual Approval and Review				Pages 20-21			
5.5f Committee Accountability				Pages 10-11			
5.5g Outside Advice				Page 17			
5.5h Disclosure Practices 5.5i Benchmarking 5.6a Salary Level 5.6b Above-median Salary					Pages 20-21		
5.7 Annual Incentive Compensation 5.7a Formula Plans 5.7b Targets 5.7c Changing Targets					Pages 20-22		
5.8 Long-term Incentive Compensation 5.8a Size of Awards 5.8b Vesting Requirements 5.8c Grant Timing 5.8d Hedging 5.8e Philosophy/Strategy 5.8f Awards Specifics 5.8g Ownership Targets 5.8h Expiration Dates					Pages 20-23		

FROM	TO						
Existing Principles	Intro	Purpose	Investor Rights	Board Quality	Compensation	Corporate Reporting	Regulatory Effectiv.

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Appendix G: Global Framework for Climate Risk Disclosure – **Up for discussion**

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Appendix I: Joint Venture Governance Guidelines – **Up for discussion**