

Whereas, full disclosure of Amazon’s lobbying activities and expenditures to assess whether its lobbying is consistent with Amazon’s expressed goals and shareholders’ best interests.

Resolved, shareholders request the preparation of a report, updated annually, disclosing:

1. Company policy and procedures governing lobbying, both direct and indirect, and grassroots lobbying communications.
2. Payments by Amazon used for (a) direct or indirect lobbying or (b) grassroots lobbying communications, in each case including the amount of the payment and the recipient.
3. Description of management’s and the Board’s decision-making process and oversight for making payments described in sections 2 above.

For purposes of this proposal, a “grassroots lobbying communication” is a communication directed to the general public that (a) refers to specific legislation or regulation, (b) reflects a view on the legislation or regulation and (c) encourages the recipient of the communication to take action with respect to the legislation or regulation. “Indirect lobbying” is lobbying engaged in by a trade association or other organization of which Amazon is a member.

Both “direct and indirect lobbying” and “grassroots lobbying communications” include efforts at the local, state and federal levels. The report shall be presented to the Audit Committee and posted on Amazon’s website.

Supporting Statement

Amazon spent \$103,584,000 on federal lobbying from 2015 – 2021. Amazon also lobbies extensively at the state level.¹ Amazon also lobbies abroad, being accused of shadow lobbying² and spending between €3,000,000 – 3,499,999 on lobbying in Europe for 2021.

We believe investors have a right to know the amounts of Amazon’s payments, including amounts used for lobbying, to 461 trade associations, social welfare groups (SWGs) and nonprofits for 2021. This includes the Chamber of Commerce and Business Roundtable (BRT), SWGs that lobby like the National Taxpayers Union³ and Taxpayers Protection Alliance,⁴ and controversial nonprofits like the Independent Women’s Forum, which received \$400,000 from Amazon.⁵

Amazon’s lack of disclosure presents reputational risks when its lobbying contradicts company public positions or hides payments to SWGs. Amazon has drawn attention for funding “dark money groups” to oppose antitrust regulation.⁶ Highlighting dark money risks, utility FirstEnergy was fined \$230 million for funneling \$60 million through SWG Generation Now in a bribery scandal.⁷ On company positions, Amazon strives to be the “Earth’s Best Employer,” yet has attracted scrutiny for lobbying against workers’ right to organize.⁸ Amazon cofounded the Climate Pledge, yet the BRT lobbied against the Inflation Reduction Act⁹ and the Chamber opposed the Paris climate accord. Amazon has drawn scrutiny for avoiding federal income taxes,¹⁰ the BRT lobbied against raising corporate taxes to fund health care, education and safety net programs.¹¹ And Amazon does not belong to the American Legislative Exchange Council, which is attacking “woke capitalism,”¹² but is represented by the Chamber, National Taxpayers Union and NetChoice, which each sit on its Private Enterprise Advisory Council. Last year, this proposal received majority support from outside shareholders.

¹ <https://www.reuters.com/investigates/special-report/amazon-privacy-lobbying/>.

² <https://www.politico.eu/article/big-tech-companies-face-potential-eu-lobbying-ban/>.

³ <https://www.opensecrets.org/news/2021/06/dark-money-groups-battle-efforts-to-limit-big-tech/>; <https://time.com/6182329/the-strange-coalition-in-congress-poised-to-score-a-major-win-against-big-tech/>.

⁴ <https://www.bloomberg.com/news/articles/2022-08-03/big-tech-political-ad-spend-passes-pharmaceutical-industry>; https://popular.info/p/donut-break-journalism?utm_source=substack&utm_medium=email.

⁵ <https://www.cnbc.com/2022/10/27/amazon-donated-to-nonprofit-that-opposed-new-antitrust-bills.html>.

⁶ <https://www.opensecrets.org/news/2021/06/dark-money-groups-battle-efforts-to-limit-big-tech/>.

⁷ <https://www.npr.org/2021/07/23/1019567905/an-energy-company-behind-a-major-bribery-scandal-in-ohio-will-pay-a-230-million->

⁸ <https://perfectunion.us/amazons-lobbyist-spending-breaks-record-amid-anti-union-drive/>; <https://news.bloomberglaw.com/daily-labor-report/amazon-poaches-top-business-labor-lobbyists-amid-worker-activism>.

⁹ <https://www.theguardian.com/environment/2022/aug/19/top-us-business-lobby-group-climate-action-business-roundtable>.

¹⁰ <https://itep.org/amazon-has-record-breaking-profits-in-2020-avoids-2-3-billion-in-federal-income-taxes/>.

¹¹ <https://www.washingtonpost.com/us-policy/2021/08/31/business-lobbying-democrats-reconciliation/>.

¹² <https://www.exposedbycmd.org/2022/07/27/abandoning-free-market-and-liberty-principles-alec-takes-on-woke-capitalism-bodily-autonomy-and-more-at-its-annual-meeting/>.