

WHEREAS: Full disclosure of Amazon.com’s lobbying activities and expenditures is needed to assess whether such lobbying fully serves shareholder best interest, and is consistent with Amazon’s stated policy goals.

RESOLVED: Shareholders request the preparation of an annual report to disclose Amazon’s:

1. Policies and procedures that govern lobbying (both direct and indirect) and grassroots lobbying communications.
2. Payments used for: **(A) direct or indirect lobbying**, and **(B) grassroots lobbying communications** – in each case including the amount of payment and recipient.
3. Board and management decision-making processes, and manner of oversight for making the payments described above.

For these purposes, a **“grassroots lobbying communication”** is one directed to the general public that:

- Refers to specific legislation or regulation,
- Reflects a view on legislation or regulation,
- Encourages the recipient to take action regarding legislation or regulation.

“Indirect lobbying” is lobbying conducted by trade associations or other organizations to which Amazon belongs. Reporting on both types of lobbying should disclose efforts at the local, state, and federal levels.

This report shall be presented to the Audit Committee and posted on Amazon’s website.

SUPPORTING STATEMENT

Amazon spent \$65.0 million on federal lobbying for the four years 2015-2019. This does not include state lobbying (where Amazon also lobbies) where disclosure is uneven or entirely absent. For example, Amazon spent \$1.7 million lobbying in California in that same period. And Amazon’s 2020 lobbying set a **“new lobbying record as tech antitrust scrutiny grows.”**¹ Amazon also lobbies overseas, in 2019 spending €1.8-2.0 million on European lobbying efforts alone.

Amazon belongs to the *Business Roundtable* (“BRT”) and the *Chamber of Commerce* (“CoC”), which have together spent over \$2.0 billion on lobbying since 1998; and the company supports the *Competitive Enterprise Institute*, a controversial climate-denial organization.² Amazon does not disclose individual payments to trade associations, so-called social welfare organizations, or what portion is used for lobbying – whether grassroots or indirect. Under the Lobbying Disclosure Act, grassroots lobbying is not reported at the federal level, and disclosure is spotty or entirely absent by state.

Amazon’s lack of disclosure creates serious reputational risk when its spending contradicts publicly-held company positions. For example: **(A)** CEO Jeff Bezos signed the BRT’s ***Statement on the Purpose of a Corporation*** – committing to invest in employees – yet Amazon hired lobbyists on COVID-19 issues to counter workers who protested lack of protections³; **(B)** Amazon publicly supported COVID-19 efforts, but its CoC dues went to directly lobby against use of the *Defense Production Act* for production of personal protective equipment for workers⁴; **(C)** Amazon cofounded the *Climate Pledge*, yet has only one lobbyist working on climate issues, while the CoC undermined the Paris climate accord.⁵ Groups are calling on CoC members, like Amazon, to change the CoC’s position on climate.⁶

Reputational damage from misalignments like these can significantly harm long-term shareholder value.

THEREFORE: We urge expanding Amazon’s lobbying disclosure, and encourage a vote FOR this proposal.

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¹ <https://finance.yahoo.com/news/amazon-sets-lobbying-record-tech-170541932.html>.

² www.nytimes.com/2019/07/10/climate/nyt-climate-newsletter-cei.html.

³ www.cnn.com/2020/07/31/big-tech-spends-20-million-on-lobbying-including-on-coronavirus-bills.html.

⁴ <https://public-accountability.org/report/unmasked-the-corporations-backing-a-lobbying-campaign-against-the-use-of-the-defense-production-act/>.

⁵ www.eenews.net/stories/1063718517.

⁶ www.nationofchange.org/2020/10/01/after-calling-for-climate-action-us-chamber-of-commerce-pushes-pro-fossil-fuel-agenda/.