

# ANATOMY OF A Proxy Ballot

Using the fictional Fizzy Cola Company, we walk you through a shareholder proxy ballot

## Name of company and time/date of shareholder meeting—

This information tells you when the annual meeting of the company in which you own stock will take place.

## Voting instructions—

In addition to marking the ballot and mailing it in, Fizzy Cola allows you to vote your shares by phone or Internet.

## Your Vote—

Consider and vote Directors, compensation and on each proposal. (Note that if you return an unmarked proxy ballot, your vote will default to management.)

To see if any of the proposals on the ballot are the result of a shareholder campaign, look up the proposal in the company's proxy statement.

It usually lists the sponsor (or "filer") of each resolution.

**Executive compensation—** Shareholder can vote on whether they agree with the compensation of the CEO and others as described in the proxy voting material.

**FIZZY COLA MEETING TO BE HELD ON 5/07/2020 AT 10:00 A.M. PDT FOR HOLDERS AS OF 3/10/20**  
757814 136-0971

You may enter your voting instructions at 1-810-555-1212 or [www.votehere.com](http://www.votehere.com) up until 11:59 p.m. Eastern Time the day before the cut-off or meeting date.

**CUSIP:** 123456789 **CONTROL NO.:** 1234 4576 8910

### DIRECTORS:

1—Directors recommend: a vote for election of the following nominees:  
01—Joe Jones 02—Martha Brown 03—John Smith 04—Chris White

### EXECUTIVE COMPENSATION:

2—To provide advisory approval of our executive compensation ---->>

### DIRECTORS PROPOSALS:

3—Shareholder proposal requesting indexed options ----->>

4—Shareholder proposal requesting adoption of a safe chemicals policy ----->>

5—Shareholder proposal requesting recycled plastic target----->>

### RECOMMEND:

AGAINST ---->>

AGAINST -->>

AGAINST ---->>

\*NOTE\* SUCH OTHER BUSINESS AS MAY PROPERLY COME BEFORE THE MEETING OR ANY ADJOURNMENT THEREOF.

### DIRECTORS: MARK "X" FOR ONLY ONE BOX

- For all nominees
- Against all nominees
- Withhold authority to vote for any individual nominee. Write numbers of the nominees below:  
\_\_\_\_\_

For  Against  Abstain

### PROPOSALS:

3— For  Against  Abstain

4— For  Against  Abstain

5— For  Against  Abstain

Place an "X" here if you plan to attend and vote your shares at the meeting

Please indicate your voting selection by firmly placing an "X" in the appropriate box with blue or black ink only.

## Board-driven and shareholder proposals—

Here is where you find proposed changes in company policy or operations, which come from either the board of directors or shareholders.

The first proposal is generally reserved for changes to the board of directors.

Note that board nominees are almost always board and management peers and insiders—nominees almost never come from shareholders.

## Directors recommend—

Here is where company managers try to sway you to vote in their favor.

They usually recommend voting **AGAINST** social, environmental, and other shareholder proposals.

## If you plan to attend the annual shareholders' meeting, you can

check this box and vote on the proposed resolutions in person, rather than voting on this proxy ballot. Be sure to check the box and send in the ballot if you plan to attend, however, and call investor relations before the meeting if you change your mind.