

# ExxonMobil Board competencies and Director qualifications



## **Current / Former CEO of large public company**

An understanding of the complexities inherent in running a large public company provides a unique perspective that helps the Board independently oversee the Company's management, long-term strategic planning, shareholder value creation, human capital management, risk oversight, governance, and shareholder engagement.

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## **Global business experience**

Leadership experience in a multi-national business that operates across diverse and evolving political conditions, economic systems, and cultures provides valuable perspectives for oversight of the risks and opportunities within the Company's extensive global business and operations.

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## **Operation experience in capital-intensive industry**

Leadership experience in a business with capital-intensive industrial operations, involving complex engineering and long-lived assets, provides critical insight for assessing the risks and opportunities that face the Company in its long-term capital deployment decisions and for overseeing its financial and operational performance.

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## **Leadership experience in large-scale energy / Commodity business**

Understanding the unique challenges of large-scale energy or other cyclical or commodity businesses provides critical insight for assessing Company strategies, challenges, and opportunities in operations, risks, and business transitions.

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## **Financial expertise and portfolio management**

Expertise in finance, accounting, financial reporting, and portfolio management is essential to the Board's oversight of the Company's capital allocation, risk management strategies, and internal financial controls and procedures.

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## **Risk management / Investment stewardship experience**

Experience managing a broad array of enterprise risks and stewarding investor capital through varied and challenging market conditions, business cycles, and business transitions provides critical expertise to better develop and oversee execution of the Company's long-term strategies.

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## **Public policy / Regulatory experience**

Deep understanding of public policy and regulatory matters relevant to the Company's businesses and global reach assists the Board in developing its long-term strategies by incorporating current and potential changes in public policy and regulation.

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## **Public company board governance experience**

Current or prior service as a Chair, Lead Director, Committee Chair, or other significant leadership position on the board of other public companies provides governance experience essential to ensure that the Board continues to maintain the right balance of skills and attributes needed to address the Company's current and evolving risks and opportunities and to ensure that the Board is focusing on appropriate matters and functioning as an effective and cohesive independent oversight body.

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## **Relevant scientific / Technology experience**

Experience applying science and technology, including climate science, to large scale challenges and to investments in new and emerging technologies relevant to the Company's businesses and scale provides sound guidance as the Company navigates the complex challenges of helping society meet the world's energy needs and reduce carbon emissions.

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## **Low carbon solutions technology and safety experience**

Experience in environmental and safety operations, including lower carbon technologies, strengthens the Board's oversight of the Company's current and future business operations and promotes long-term sustainability.

## Nominees & key qualifications

### Michael J. Angelakis

Mr. Angelakis' financial experience, highlighted by his executive leadership (CFO) position transforming Comcast while navigating the financial crisis of 2008, helps the Board to better understand financial risk and opportunities facing ExxonMobil. In addition to his extensive business career, Mr. Angelakis' experience as Chairman of the Federal Reserve Bank of Philadelphia provides a vital perspective to the challenges ExxonMobil faces related to policy risk.

### Angela F. Braly

























Ms. Braly's experience successfully leading WellPoint through the regulatory changes stemming from the Affordable Care Act helps the Board to better understand the risks and opportunities in industries that are challenged by government-led transformation. Her continued work in public policy and governance experience on the Board of Proctor & Gamble, a 100,000+ employee company, further helps the Board navigate public policy issues that arise at a global public company.

### Maria S. Dreyfus


























Ms. Dreyfus' investment and financial experience and her work in the energy transition space, highlighted by her executive leadership (CEO and Founder) position at Ardinall Investment Management, helps the Board to better understand capital allocation and opportunities to grow shareholder value through sustainable investments critical to managing the energy transition. Ms. Dreyfus' experience as a portfolio manager and Managing Director at Goldman Sachs, provides vital perspectives on energy, industrials, transportation and infrastructure investments across the capital structure.

### Gregory J. Goff

























Mr. Goff brings significant industry experience in the areas of exploration & production, marketing and logistics, refining, trading, and lower carbon solutions, including renewable fuels from his leadership roles at ConocoPhillips and Andeavor. This deep understanding of operational processes at scale helps the Board refine its long-term strategies while providing effective oversight of management. Mr. Goff's extensive transaction experience, in addition to his unique understanding of the regulatory risks related to the industry, provides a vital perspective to the ExxonMobil Board.

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<p><b>John D. Harris II</b> Mr. Harris brings to the Board a global perspective, as well as strategic, functional, and operational skills with a focus on customer success. He is a committed innovator and leader with a deep understanding of business transformation. Mr. Harris' CEO and functional experience includes competencies in talent management, culture development and strategic planning.</p>										
<p><b>Kaisa H. Hietala</b> Ms. Hietala brings a breadth of industry experience, having led the transformation of an oil and gas company into one of the world's largest producers of renewable diesel. In addition to her vast industry experience, Ms. Hietala's academic background in geophysics helps the Board to better understand both the risks and opportunities ExxonMobil faces in its low carbon solutions technologies.</p>										
<p><b>Joseph L. Hooley</b> Mr. Hooley has extensive experience with institutional investors having overseen the servicing of over \$35 trillion of assets as well as the stewardship of over \$4 trillion in capital as Chair and CEO at State Street. Mr. Hooley successfully transformed State Street in multiple ways, including driving a technological transformation, globalization of the business and investment portfolio, and navigating the post-financial crisis of 2008. Mr. Hooley's unique background helps the Board better understand investors' perspectives on risk and ensures those perspectives are incorporated into Board discussions with management on important strategic decisions.</p>										
<p><b>Steven A. Kandarian</b> Mr. Kandarian's 14 years of senior executive leadership experience at MetLife, where he led a significant transformation following the implementation of Dodd-Frank, brings a viewpoint vital to the Board when developing the long-term strategic plan and overseeing capital allocation across the portfolio. His former positions as CEO and CIO of a global large cap insurance business, in addition to his previous work as a Federal regulator, provides the Board with critical insights related to geopolitical risks, government engagement, and risk management.</p>										

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<p><b>Alexander A. Karsner</b></p> <p>Mr. Karsner's energy policy and diplomacy experience, in addition to his background in commercializing breakthrough energy technologies, provides the Board with important perspectives on geopolitical risks and investment opportunities for profitably managing the energy transition. Mr. Karsner's public service as U.S. Assistant Secretary of Energy, a senior regulatory official, and a principal U.S. negotiator to the UN Framework Convention on Climate Change contributes an in-depth understanding of U.S. and international energy policy. His energy sector experience, including energy infrastructure development in emerging markets, helps the Board better understand public and private-sector considerations when executing its strategy.</p>										
<p><b>Lawrence W. Kellner</b></p> <p>Mr. Kellner brings extensive experience in a highly regulated and capital-intensive industry, having served as CEO, COO, and Chair of Continental Airlines. Mr. Kellner's deep operational understanding and executive leadership helps the Board understand how best to develop a long-term strategy for a capital-intensive industry.</p>										
<p><b>Dina Powell McCormick</b></p> <p>Ms. Powell McCormick brings to the Board a rare level of geopolitical, national security and economic expertise. Her experience leading Goldman Sachs' sustainability efforts helps the Board make better decisions when providing oversight of the Company's strategy to grow shareholder value by playing a critical role in a lower-emissions future. Ms. Powell McCormick's investment experience, service in diplomatic and national security roles, and her proven ability to navigate cultural and societal challenges and opportunities, provides a vital understanding of a challenging and changing global marketplace.</p>										
<p><b>Jeffrey W. Ubben</b></p> <p>Having served on over 20 public company boards, Mr. Ubben brings a long history of successfully challenging and working alongside Boards and management teams to grow value for shareholders. His expertise in return-driven, environmental and socially active investing—including his unique knowledge and experience investing in the energy transition—helps the Board to make better strategic and investing decisions around low carbon solutions, including carbon capture and hydrogen technologies.</p>										

## Nominees & key qualifications

### **Darren W. Woods**

Mr. Woods brings 30 years of global industry experience managing highly sophisticated, safety-critical operations and has held a number of senior leadership roles in multiple international business units prior to being promoted to CEO. His in-depth understanding of company operations, knowledge of global business, markets and strategy, and experience leading transformational change, including the launch of ExxonMobil's Low Carbon Solutions business, helps the Board to better understand and navigate the complex issues associated with transforming a multi-dimensional, capital intensive, commodity business through a thoughtful, long-term energy transition.

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