# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

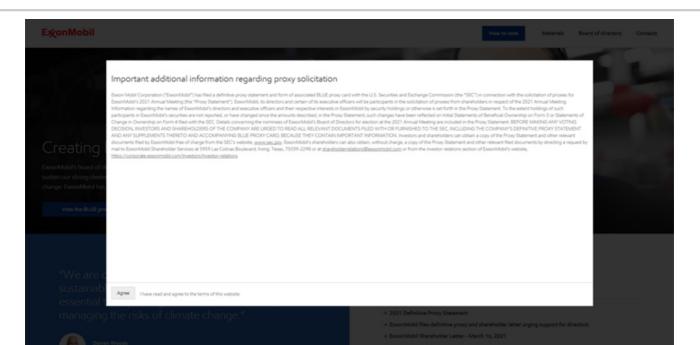
## **SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

Filed by the Registrant ⊠		egistrant ⊠	Filed by a Party other than the Registrant $\Box$						
Check	the app	propriate box:							
	Preliminary Proxy Statement								
	Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))								
	Defini	Definitive Proxy Statement							
$\times$	Defini	Definitive Additional Materials							
	Soliciting Material Pursuant to §240.14a-12								
			EXXON MOBIL CORPORATION (Name of Registrant as Specified In Its Charter)						
			(Name of Person(s) Filing Proxy Statement, if other than the Registrant)						
Paymo	ent of Fi	ling Fee (Check the app	propriate box):						
$\boxtimes$	No fee	No fee required.							
	Fee co	Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.							
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	(4)	Proposed maximum as	ggregate value of transaction:						
	(5)	Total fee paid:							
	Fee paid previously with preliminary materials.								
		Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.							
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## Delivering lower emissions



Supporting the goals of the

## Paris Agreement

6% reduction in absolute emission since the start of the agreement<sup>1</sup>



Engaging i

Climate related policy



#2 all-time buyer

of wind/solar power among Oil & Gas; top 5% across all corporates

through 2025 to research, develop and commercialize low-emission technolog — CCS/hydrogen, biofuels, cogeneratio

1.3 MTA

Hydrogen produced and developing technology to produce low-carbon H with CCS at scale

40%

of all CO<sub>3</sub> captured – the global CCS leader<sup>4</sup>



planting -2 billion trees

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THE 2025 DLAN

15-20%

reduction in greenhous gas intensity of our Upstream operations ORTED BY

40-50%

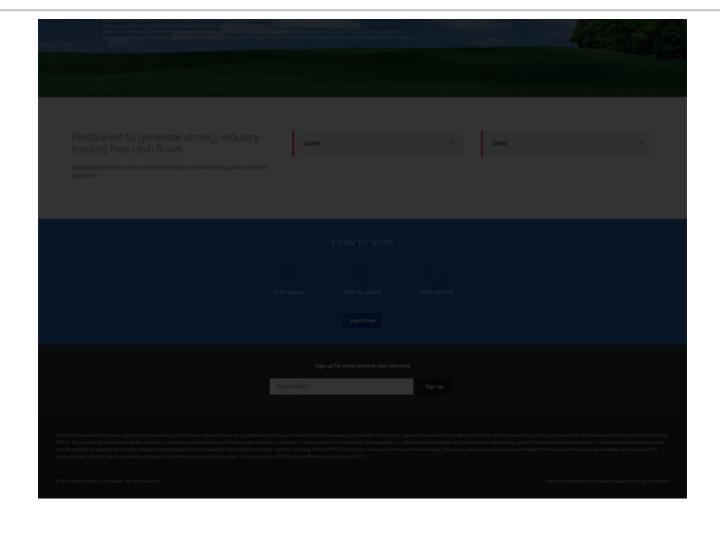
reduction in methane intens

35-45% reduction in flaring intensity

~30%

reduction in absolute greenhouse gas emissions in our Upstream business 40-50% reduction in absolute

reduction in absolute flaring and methane emissions



ExonMobil How to vote Materials Board of directors Contacts



"We are committed to operating in a responsible and sustainable manner and providing the energy that is essential to improving lives around the world, while managing the risks of climate change."



#### Latest news and materials

- → 2021 Definitive Proxy Statement
- → ExxonMobil files definitive proxy and shareholder letter urging support for directors
- → ExxonMobil Shareholder Letter March 16, 2021
- → 2021 ExxonMobil Investor Day

## Delivering lower emissions



## Paris Agreement

6% reduction in absolute emission since the start of the agreement<sup>1</sup>



Engaging in

Climate related policy including a carbon tax



# #2 all-time buyer of wind/solar power among Oil & Gas; top 5% across all corporates?

>\$3B

40%



15-20% reduction in greenhouse

40-50%

35-45% reduction in flaring

EXPECTED TO DELIVER

40–50% reduction in absolute flaring and methane

# Positioned to generate strong, industry-leading free cash flows

Capital and operating expense reductions driving improved earnings power and cash generation.

#### CAPEX

Exceeded 2020 commitments to reduce capital and cash operating expenses.

Full-year 2020 capital spending of \$21.4 billion was nearly \$12 billion, or 35 percent, lower than the initial \$33 billion plan, and \$2 billion below the revised \$23 billion plan.

We expect 2021 cash flow to cover capex while maintaining the dividend and a strong balance sheet, assuming Brent prices of \$50 per barrel and lowest annual Downstream and Chemical margins during 2010-2019. Capex can be further reduced to enable dividend coverage and maintenance of balance sheet strength at Brent prices of approximately \$45 per barrel.

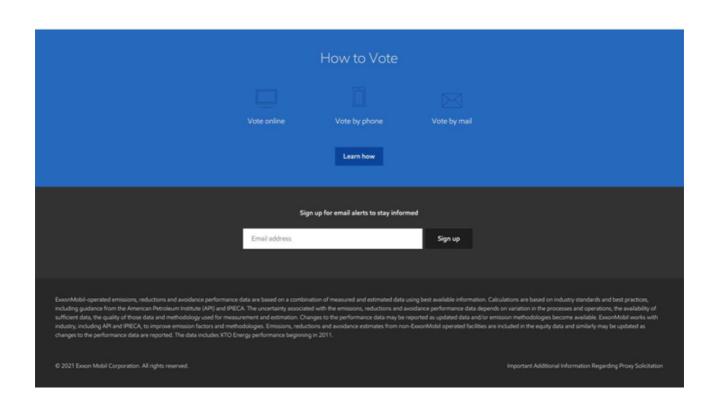
Near-term investment priorities include developments in Guyana and the U.S. Permian Basin, active exploration in Brazil and highvalue Chemicals performance products.

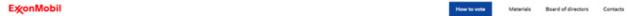
#### OPEX

Achieving structural cost reductions and driving operational efficiencies.

In 2020, we reduced annual cash operating expenses by \$8 billion, or 15 percent lower than 2019, of which \$3 billion are structural reductions.

We expect to generate additional annual structural operating expense reductions of \$3 billion by 2023, resulting in total annual structural reductions of \$6 billion versus 2019.

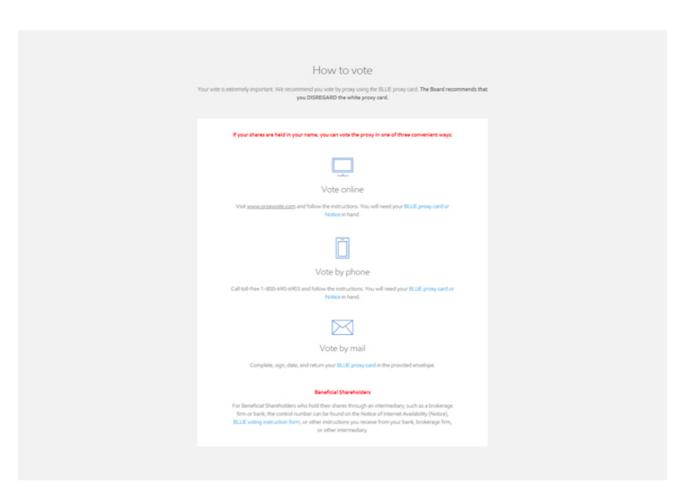






#### 2021 Annual Meeting

May 26, 2021 / 9:30am CT / www.virtualshareholdermeeting.com/300M2021



### Questions?

If you have questions or need assistance voting your shares, please contact our proxy solicitors:



1407 Broadway, 27th Floor New York, NY 10018 (800) 233 2885 - (213) 030 5500 XOMoroxyilmackenziegartners.com



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March 16, 202

ExxonMobil files definitive proxy and shareholder letter urging support for directors

March 03, 20,

ExxonMobil outlines plans to grow long-term shareholder value in lower carbon future

March 01, 202

Michael Angelakis and Jeffrey Ubben join ExxonMobil board of directors

February 24, 202

ExxonMobil to sell U.K. upstream central and northern North Sea assets

February 12, 2021

Darren Woods shares reasons for optimism in message to employees

February 02, 202

Tan Sri Wan Zulkiflee Wan Ariffin joins ExxonMobil board of directors

February 02, 202

ExxonMobil reports results for fourth quarter 2020 and provides perspective on forward plans

February 01, 202

ExxonMobil Low Carbon Solutions to commercialize emission-reduction technology

January 27, 2021

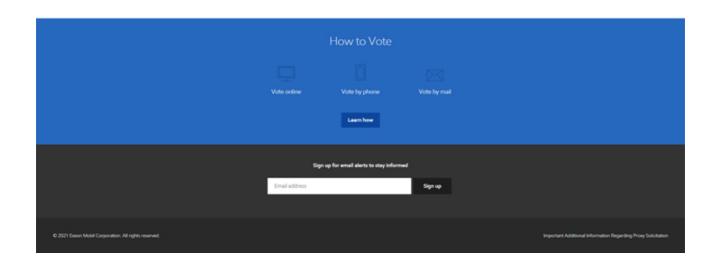
ExxonMobil comments on Engine No. 1 nomination of director candidates

December 14, 202

ExxonMobil announces emission reduction plans; expects to meet 2020 goals

November 30; 202

ExxonMobil to prioritize capital investments on high-





ExxonMobil Shareholder Letter - March 16, 2021

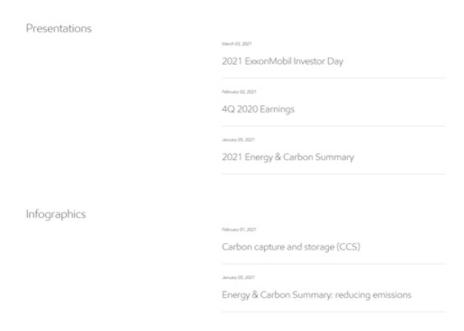
Merch 68, 2027

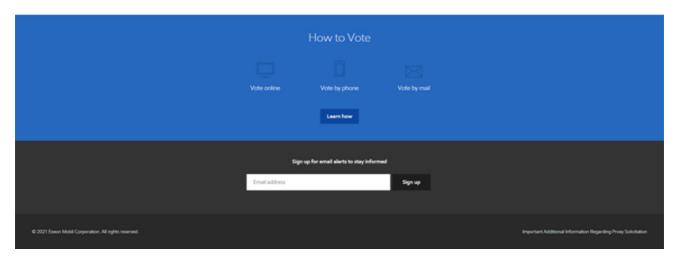
ExxonMobil Shareholder Letter - March 8, 2021

Shareholder letters

How to Vote								
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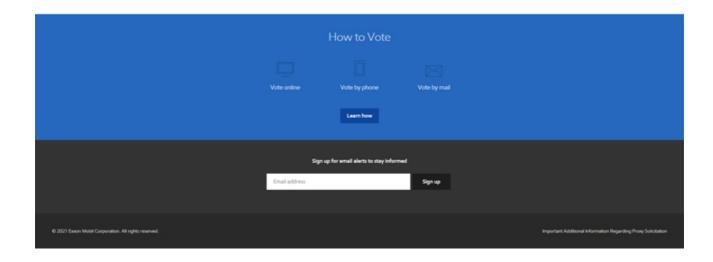






To view ExxonMobil's SEC filings, including additional proxy soliciting material, please visit: <a href="https://ir.exxonmobil.com/sec-filings">https://ir.exxonmobil.com/sec-filings</a>

2021 Proxy Statement





# World-class board nominees

ExxonMobil's world-class board nominees standing for election at the 2021 Annual Shareholder Meeting are committed to acting in the best interest of shareholders and supporting the company's strategic priorities. The board nominees consist of 12 directors, 11 of whom are independent, with diverse backgrounds that are highly relevant for evaluating ExxonMobil's business and portfolio.

ExxonMobil's board has an ongoing refreshment program. Three independent directors have joined the board since the beginning of 2021: Wan Zulkiflee, former President and Group CEO of Petronas, the national oil and gas company of Malaysia; Michael Angelakis, Chairman and CEO of Atairos, a strategic investment company focused on supporting growthoriented businesses across a range of industries; and Jeffrey Ubben, founder of Inclusive Capital Partners, an investment firm focused on enhancing shareholder value through sound environmental, social and governance (ESG) practices. These directors also have recognized experience helping companies navigate complex transitions while building value for shareholders.

#### Independence

11 out of 12 directors are independent.

#### Refreshment

7 independent directors have been appointed since 2016.

#### Diversity

42% overall board diversity; 25% gender diversity; 25% racial/ethnic diversity.

#### Tenure

Average tenure is less than 5 years, compared to an average of 8 years for companies in the S&P



## Michael J. Angelakis

- · Chairman of the Board and Chief Executive Officer, Atairos Group Inc.
- Director since: 2021
- Age: 5

Mr. Angelakis brings to the board expertise in strategic planning, capital allocation and corporate development. He currently serves as Chairman and Chief Executive Officer of Atairos Group. He also serves as Senior Advisor to the Management Committee of Comcast Corporation since 2015. At Comcast, he served as Vice Chairman and Chief Financial Officer from 2011 to 2015, and as Executive Vice President and Chief Financial Officer from 2007 to 2011. He also served as a Managing Director of Providence Equity Partners from 1999 to 2007. Mr. Angelakis has extensive public company board experience from his current directorships at Groupon, Inc. and TriNet Group, Inc. and past directorships at Duke Energy Corporation and Hewlett Packard Enterprise. He was also Chairman of the Board for the Federal Reserve Bank of Philadelphia.

Read less



## Susan K. Avery

- President Emerita of the Woods Hole Oceanographic Institution, a global research organization
- Director since: 2017
- Age: 70

Dr. Avery brings to the board expertise in the area of climate science. Dr. Avery, an atmospheric scientist, served as president and director of the Woods Hole Oceanographic Institution from 2008 to 2015. She served as interim dean of the graduate school and vice chancellor for research, interim provost and executive vice chancellor for academic affairs at the University of Colorado Boulder from 2004 to 2008.



## Angela F. Braly

- Former Chairman of the Board, President and Chief Executive Officer of WellPoint (now Anthem), a health insurance company
- Director: since 2016
- Age: 59

Ms. Braly brings to the board business leadership and operational experience from leading a multinational company in a highly regulated industry. Ms. Braly served as chairman of WellPoint from 2010 to 2012; and president and chief executive officer from 2007 to 2012. She served as executive vice president, general counsel and chief public affairs officer of WellPoint from 2005 to 2007, and president and chief executive officer of Blue Cross Blue Shield of Missouri from 2003 to 2005. Ms. Braly also has extensive public company board experience from current directorships at Brookfield Asset Management, Lowe's and The Procter & Gamble Company and her past directorship at WellPoint.

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#### Ursula M. Burns

- · Former Chairman of the Board, VEON Ltd.
- Director since: 2012
- Age: 62

Ms. Burns brings to the board global business leadership and operational experience from leading a multinational company focused on technical innovation and manufacturing. Ms. Burns served as Chairman of VEON from July 2017 through May 2020, and served as Chief Executive Officer from December 2018 through February 2020. Ms. Burns served as Chairman of Xerox from 2010 to June 2017. She was elected Chief Executive Officer in 2009 and President in 2007, and relinquished these roles in 2016. She also served as Senior Vice President, Corporate Strategic Services; and Senior Vice President and President, Document Systems and Solutions Group, and Business Group Operations, at Xerox. Ms. Burns also has extensive public company board experience from current directorships at Nestle and Uber Technologies, Inc. and past directorships at VEON, Xerox and American Express.



## Kenneth C. Frazier (Lead Director)

- · Chairman of the Board and Chief Executive Officer, Merck & Co.
- Director since: 2009
- Age: 66

Mr. Frazier brings to the board global business leadership and operational experience from leading a multinational company with a focus on manufacturing, innovation and research & development in a highly regulated industry. Mr. Frazier was elected chairman and chief executive officer of Merck in 2011, and served as president from 2010 until 2019. He was elected executive vice president and president, Global Human Health, at Merck in 2007; and executive vice president and general counsel in 2006. He served as senior vice president and general counsel at Merck from 1999 to 2006. Mr. Frazier also has extensive public company board experience from his current directorship at Merck.

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## Joseph L. Hooley

- Former Non-Executive Chairman, President and Chief Executive Officer, State Street Corporation
- Director since: 2020
- Age: 64

Mr. Hooley brings to the board global business leadership and operational experience and risk management expertise from leading a large global financial services organization. Mr. Hooley served as Non-Executive Chairman of State Street Corporation from 2011 to 2019. He served as Chief Executive Officer from 2010 to 2018 and President from 2008 to 2014. He previously served as Chief Operating Officer. Mr. Hooley also has extensive public company board experience from his current directorship at Aptiv PLC and his past directorship at State Street Corporation.



#### Steven A. Kandarian

- · Former Chairman, President and Chief Executive Officer, MetLife
- Director since: 2018
- Age: 69

Mr. Kandarian brings to the board global business leadership and operational experience from leading a large international insurer, as well as risk management and financial expertise. He is the retired Chairman, President and CEO of MetLife. Previously, Mr. Kandarian had served as Executive Vice President and Chief Investment Officer. Before joining MetLife, he was Executive Director of the Pension Benefit Guaranty Corporation. He also has extensive public company board experience from his current directorship at AECOM and his past directorship at MetLife.

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## Douglas R. Oberhelman

- · Former Chairman of the Board and Chief Executive Officer, Caterpillar Inc.
- Director since: 2015
- Age: 68

Mr. Oberhelman brings to the board global business leadership, operational and commodity experience from leading an industrial conglomerate with a focus on industrial processes and manufacturing. Mr. Oberhelman was elected chairman and chief executive officer of Caterpillar in 2010 and relinquished these roles in 2017 and 2016, respectively. He was elected group president of Caterpillar in 2002; and vice president, Engine Products Division in 1998. He also served as vice president and chief financial officer of Caterpillar from 1995 to 1998. He also has extensive public company board experience from his current directorship at Bombardier and past directorships at Caterpillar and Eli Lilly.



### Samuel J. Palmisano

- . Former Chairman of the Board, President and Chief Executive Officer, IBM
- Director since: 2006
- · Age: 69

Mr. Palmisano brings to the board global business leadership and operational experience, as well as expertise in risk and systems management and cybersecurity and IT processes. Mr. Palmisano was elected chairman, president, and chief executive officer of IBM in 2003 and relinquished these roles in 2012. Mr. Palmisano also served as president, senior vice president and group executive for IBM's Enterprise Systems Group, IBM Global Services, and IBM's Personal Systems Group. He also has extensive public company board experience from his past directorships at IBM and American Express.

#### Read less



## Jeffrey W. Ubben

- Founder, Portfolio Manager and Managing Partner, Inclusive Capital Partners, L.P.
- Director since: 2021
- Age: 59

Mr. Ubben brings to the board expertise in strategy development, capital allocation and environmental, social and governance practices. He currently serves as Founder, Portfolio Manager and Managing Partner at Inclusive Capital Partners, L.P. Mr. Ubben previously founded and served as Chief Executive Officer of ValueAct Capital Management, L.P. from 2000 to 2020 and as Chief Investment Officer from 2000 to 2017. He was a Managing Partner of Blum Capital Partners L.P. from 1995 to 2000. He also served in various positions including Portfolio Manager and Research Analyst at Fidelity Investments from 1987 to 1995. Mr. Ubben also has extensive public company board experience from his current directorships at AppHarvest, Inc., Enviva Partners, LP and Nikola Corporation, and past directorships at AES Corporation, Twenty-First Century Fox, Inc. and Willis Towers Watson plc.



#### Darren W. Woods

- · Chairman of the Board and Chief Executive Officer, Exxon Mobil Corporation
- Director since: 2016
- Age: 56

Mr. Woods brings to the board global business leadership, operational and commodity business experience, as well as scientific and environmental expertise. Mr. Woods was elected chairman of the board and chief executive officer of Exxon Mobil Corporation in 2017. He served as president of Exxon Mobil Corporation in 2016, senior vice president from 2014 to 2016, and vice president, and president, ExxonMobil Refining & Supply Company from 2012 to 2014. Mr. Woods has extensive public company board experience from his current directorship at ExxonMobil and his past directorship at Imperial Oil Ltd.

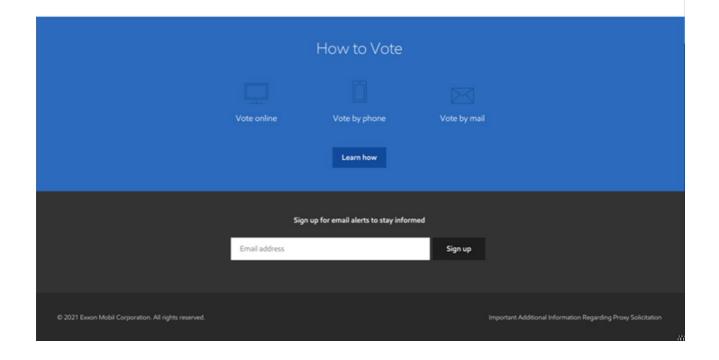
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#### Wan Zulkiflee

- Non-Executive Group Chairman of the Board of Directors of Malaysia Airlines and Malaysia Aviation Group
- Director since: 2021
- Age: 60

Mr. Zulkiflee brings to the board global energy leadership and expertise on the energy transition. Mr. Zulkiflee served as President and Group CEO of Petronas, the national oil and gas company of Malaysia from April 2015 to June 2020. In his role as president and CEO at Petronas, Mr. Zulkiflee led strategic growth and efficiency initiatives, and the company's entry into specialty chemicals. During his tenure, Petronas reported multiple years of strong results and furthered the company's investments in lower-emission technologies. Mr. Zulkiflee is currently Non-Executive Group Chairman of Malaysia Airlines and Malaysia Aviation Group, as well as Chairman of DRB Hicom, a diversified business conglomerate.





#### For investors

ExxonMobil Investor Relations (972) 940-6715 shareholderrelations@exxonmobil.com

For media

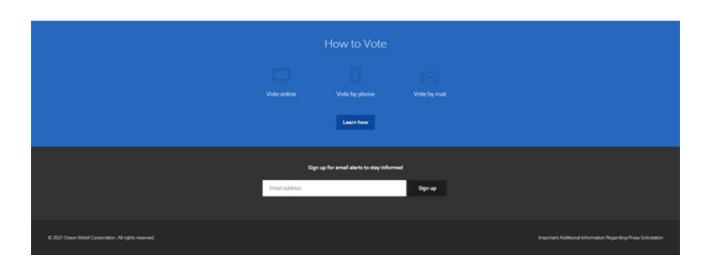
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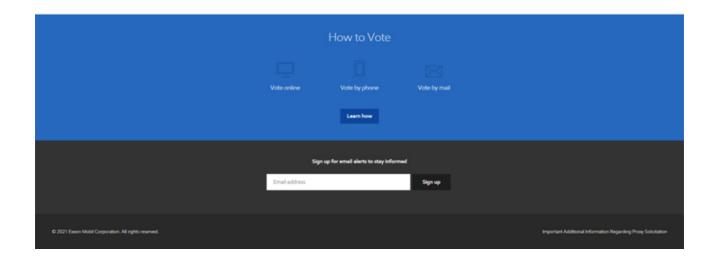
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## Important Additional Information Regarding Proxy Solicitation

Exon Mobil Corporation ("ExonMobil") has filed a definitive proxy statement and form of associated BLUE proxy card with the U.S. Securities and Exchange Commission (the "SEC") in connection with the solicitation of proxies for BoonMobil's 2021 Annual Meeting (the "Proxy Statement"). BoonMobil's did not certain of its executive officers will be participants in the solicitation of proxies from shareholders in respect of the 2021 Annual Meeting Information regarding the names of boonMobil's ferectors and executive officers and their respective interests in BoonMobil's securities are not reported, or have dianged since the amounts described, in the Proxy Statement, such changes have been reflected on Intal's Statements of Beneficial Ownship on Form 3 of Statements of Change in Ownship on Form 3 of Statements of beneficial Ownship on Form 3 of Statements of Change in Ownship on Form 3 of Statements of Beneficial Ownship on Form 3 of Statements of Change in Ownship on Form 3 of Statements of BEFORE MANONS ANY VOTRISO DESIGNO, INVESTORS AND SHARPHOLDERS OF THE COMPANYA RELIGIED TO BEAD ALL RELEVANT DOCUMENTS FILED WITH OR FURRISHED TO THE SEC, INCLUDING THE COMPANYS DEFINITIVE PROXY STATEMENT AND ANY SUPPLEMENTS THERETO AND ALCOMMANYING BLUE PROXY CARD, BECAUSE THEY CONTAIN HOPIGATION THE AND ANY SUPPLEMENTS THERETO AND ALCOMMANYING BLUE PROXY CARD, BECAUSE THEY CONTAIN HOPIGATION THE STATEMENT AND ANY SUPPLEMENTS THERETO AND ALCOMMANYING BLUE PROXY CARD, BECAUSE THEY CONTAIN HOPIGATION THE STATEMENT AND ANY SUPPLEMENTS THERETO AND ALCOMMANYING BLUE PROXY CARD, BECAUSE THEY CONTAIN HOPIGATION THAT THE ADMINISTRATIVE PROXY STATEMENT AND STATEMENT A



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