

# ALPHABET INC. PROXY STATEMENT SUMMARY

Meeting Date: June 1, 2023

Record Date: April 3, 2023

Exchange: NASDAQ

Ticker: GOOGL

## 1. ELECTION OF DIRECTORS

The 2023 annual meeting included the election of directors to the board. One key election was that of Sundar Pichai, who currently serves as CEO of Alphabet Inc. The shareholder vote reflected significant support for his continued leadership, with approximately 1.2 billion votes in favor and 48 million votes against his reelection.

## 2. SHAREHOLDER PROPOSALS

Among agenda items was a shareholder proposal focused on AI Ethics. This proposal was put forth to emphasize responsible and ethical practices in the development and deployment of artificial intelligence technologies by Alphabet. However, the proposal did not pass during the 2023 annual meeting.

## 3. EXECUTIVE COMPENSATION

Executive compensation remains a critical topic for Alphabet shareholders. Sundar Pichai's total compensation for the year was reported at \$226 million, which includes various components with equity awards constituting a significant majority at 85% of his total compensation package.

Alphabet disclosed a CEO-to-median-employee pay ratio of approximately 1,085 to 1, reflecting the disparity between the compensation of the company's top executive and its median employee.

## 4. SHAREHOLDER OWNERSHIP AND VOTING PARTICIPATION

Institutional investors hold a majority stake in Alphabet, owning about 70% of the company's outstanding shares. This institutional ownership highlights the important role of large shareholders in corporate governance and oversight.

Voter turnout at the 2023 meeting was high, with approximately 82% of the company's shares represented and voted. This strong participation indicates active engagement by shareholders in key corporate decisions.

### SUMMARY

The 2023 Proxy Statement and Annual Meeting for Alphabet Inc. highlighted several important governance and shareholder matters: the robust reelection of CEO and director Sundar Pichai, discussion of AI ethics through shareholder proposals, detailed executive compensation disclosures, and strong institutional ownership paired with high shareholder voting turnout. These elements reflect Alphabet's ongoing commitment to transparent governance, leadership accountability, and stakeholder engagement as it continues to navigate technological innovation and global market challenges.