

UPCOMING MEETINGS

BNP Paribas
May 12, 2010

Swatch Group Ltd.
May 12, 2010

American
International
Group, Inc.
May 12, 2010

Ford Motor
Company
May 13, 2010

CITIC Pacific Ltd.
May 14, 2010

Thomson Reuters
Corporation
May 14, 2010

Bayerische
Motoren Werke
May 18, 2010

Morgan Stanley
May 18, 2010

Kraft Foods Inc.
May 18, 2010

Intel Corporation
May 19, 2010

McDonald's
Corporation
May 20, 2010

GLASS LEWIS WEEKLY PROXY BULLETIN

2010 MEETING HIGHLIGHTS

MAY 12, 2010

Google AGM May 13, 2010 Google's decision to discontinue operations in China due in part to Chinese government attempts to limit free speech on the Internet created a media frenzy. Shareholders could use similar media attention to shine a light on Google's history of repricing and poor equity compensation practices, up for vote at this year's annual meeting in a proposed amendment to its 2004 Stock Option Plan.

Royal Dutch Shell AGM May 18, 2010 Following a shareholder revolt over executive compensation at the 2009 AGM, the Company was forced to re-examine its remuneration policies and practices. As a result, a number of enhancements have been made to ensure that future payouts are commensurate with performance; however, some shareholders may question the continued service of Josef Ackermann on the board, given his previous service as an audit committee member of Siemens AG during a period of massive accounting fraud.

Massey Energy Co AGM May 18, 2010 Following the deadly mine explosion at Massey Energy's Upper Big Branch mine on April 5, the Company has come under intense scrutiny from media and shareholders alike. The explosion, which took the lives of 29 people and was the United States' worst mining disaster in 40 years, has not only destroyed approximately \$1.1 billion in shareholder value, but has also brought significant attention to the Company's numerous safety and regulatory compliance failures. Though the Company has responded to various accusations with its own investigation into the incident, and has denied any willful disregard of safety regulations, shareholders should question whether they would be better served by rejecting this year's board nominees in order to prompt significant changes to the Company's safety, regulatory and governance practices.

Commerzbank AGM May 19, 2010 Commerzbank continues to face backlash from its ill-timed decision to acquire the foundering Dresdner Bank, an entity chronically in the red, and an acquisition that ultimately led to Company participation in a government bailout. For the second year, shareholders are requesting an independent audit of the acquisition process, a position bolstered by a recent court ruling that may open the door to legal action against the Company.

Total AGM May 21, 2010 CEO Christophe de Margerie may assume the chairmanship of the Company in the near future, with many signs indicating to shareholders that the Company will recombine the roles of CEO and chairman after having split them in 2007. The possible change to the Company's governance structure comes amid a period of heightened scrutiny during which Total has found itself the uncomfortable subject of legal concern over its role in the oil-for-food corruption scandal in Iraq.