



WHEREAS: The increasing rate and number of climate related disasters affecting society is causing alarms to be raised globally, making the corporate sector's contribution to climate mitigation a significant policy issue.

In addition to environmental and social harms, climate change is creating systemic risks to the economy. [The Commodity Futures Trading Commission](#) underscored that climate change could impair the productive capacity of the U.S. economy.

Shareholders are increasingly concerned about material climate risk to their companies and their portfolios and seek clear and consistent disclosures from the companies in which they invest, including credible climate transition plans. [BlackRock's CEO writes](#) that, "*there is no company whose business model won't be profoundly affected by the transition to a net zero economy*" and that investors "*are asking companies to disclose a plan for how their business model will be compatible with a net zero economy*".

In response to material climate risk, the [Climate Action 100+ initiative \(CA100+\)](#), a coalition of 615 investors with \$60 trillion in assets, issued a Net Zero Benchmark (Benchmark) outlining metrics that create climate accountability for companies and transparency for shareholders. Indicators 1 through 5 of the Benchmark seek reporting on companies' net zero emissions ambitions; short, medium, and long term greenhouse gas (GHG) reductions goals covering enterprise-wide emissions; and strategic action plans to achieve decarbonization targets.

O'Reilly Automotive, Inc. operates over five thousand stores that carry automotive parts and maintenance items. Our Company has undertaken limited activities to reduce emissions, including implementing energy efficiency measures and investing in solar projects in North Carolina and Texas. O'Reilly Automotive does not, however, disclose its GHG emissions data. Further, our Company lacks targets for reducing GHG emissions, including a goal to achieve net zero GHG emissions by 2050 or sooner in line with limiting global warming to 1.5 degrees. By reporting its emissions, setting 1.5 degree aligned targets, developing a climate transition plan, and demonstrating progress toward achieving net zero emissions by 2050 or sooner, O'Reilly can provide investors with assurance that management is reducing its climate contribution and addressing the growing risks associated with climate change.

BE IT RESOLVED: Shareholders request that O'Reilly Automotive, Inc. issue a report at reasonable cost and omitting proprietary information, disclosing short, medium, and long term greenhouse gas targets aligned with the Paris Agreement's goal of maintaining global temperature rise at 1.5 degrees Celsius, and progress made in achieving them. This reporting should cover the Company's full scope of operational and product related emissions.



SUPPORTING STATEMENT: Proponents suggest, at Board and Company discretion, that the report include:

- The Company's Scope 1 through 3 (where relevant) GHG emissions.
- The Company's climate transition plan for achieving its GHG reduction goals over time, including aligned capital allocation where relevant;
- A rationale for any decision not to set targets aligned with the Paris Agreement's 1.5 degree goal;
- Other information the Board deems appropriate.