



April 15, 2022

100 Vanguard Blvd
Malvern, PA 19355, USA

Dear Mr. Mortimer J. "Tim" Buckley,

Johnson & Johnson has betrayed consumer and investor trust, while violating the rights of millions of individuals by selling asbestos-contaminated talcum baby powder, by intentionally targeting Black women in the marketing of this product, by refusing to admit wrongdoing, and by continuing to sell its talc-based baby powder worldwide.^{1,2,3} Leading up to the April 28th Johnson & Johnson (J&J) shareholders meeting, your organization has the power to direct a significant share of votes in favor of two resolutions that will begin to address Johnson & Johnson's harmful, racially unjust actions and potentially save lives.⁴

Vanguard's mission is "to take a stand for all investors, to treat them fairly, and to give them the best chance for investment success."⁵ As the main executor of this mission, we ask you to make good on this promise to your investors by voting yes on Items 7 and 10 of the 2022 J&J Proxy Statement: Third Party Racial Justice Audit and Discontinue Global Sales of Baby Powder Containing Talc.⁶ Voting yes on these proposals is vital both because of your important fiduciary responsibility to make decisions in the best interest of your investors and because it is what's right.

Currently, there are an estimated 38,000 active lawsuits against J&J related to their talc-based baby powder product.⁷ In October 2021, J&J formed a subsidiary and then filed for bankruptcy to shield itself from potentially billions of dollars in lawsuits. This unethical move, known as the "Texas Two Step," will allow J&J to consolidate the company's debt and ultimately avoid responsibility for the pending talc-asbestos cancer lawsuits it is facing.^{8,9,10}

Notably, J&J has maintained that there isn't any legitimacy to the claims that their talc-based baby powder causes cancer, but their actions highlight the truth: these lawsuits have enough validity to cost J&J billions. Otherwise, there would not have been a 'need' to take such drastic and unprincipled steps to conceal their assets. Moreover, after an individual becomes exposed to asbestos-contaminated talc powder, the ensuing health effects can take years to become apparent.¹¹ Therefore, though the current lawsuits are plenty, there will likely be plenty more to come. J&J's failure to ensure that their talc-based baby powder is indeed safe, and failure to make appropriate amends, is evidence that this company has and continues to make choices not in the best interest of its investors.

While there is a clear financial incentive for voting yes on Resolutions 7 and 10, there is also a moral imperative. Asbestos has been classified as dangerous and carcinogenic by the US Environmental Protection Agency, the Agency for Toxic Substances and Disease Registry, the US Department of Health and Human Services, and the International Agency for Research on Cancer.^{12,13,14,15} Even with this level of institutional consensus on the dangers of asbestos exposure, evidence from as early as the 1970s shows that J&J has been fully aware that their talc-based baby powder has been contaminated for decades.¹ With this knowledge, J&J chose to withhold relevant studies from the FDA, to continue selling their toxic talc, and to market the talc-based baby powder to one of the most at risk populations of consumers - Black women.^{1,2,3}

Black women are overexposed and underprotected in the beauty care industry.¹⁶ J&J exploited this reality by specifically targeting “curvy Southern women 18-49 skewing African American” and “underdeveloped geographical areas with hot weather, and higher AA population.”^{2,3} This is especially concerning because this advertising shift came in response to an increased public worry about the health consequences of the talc-based baby powder.²

In fact, in 2019, the FDA conducted an independent review and found asbestos in a batch of J&J baby powder.¹⁷ J&J has since recalled that batch and discontinued sale of its talc-based baby powder in the US and Canada.^{18,19} However, 11 of 22 women with ovarian cancer who won a \$2 billion settlement against J&J have sadly passed away, it is almost impossible to ensure that talc is asbestos-free since talc and asbestos naturally form together, and minority groups around the world have demanded change, yet J&J maintains its stance that its product is safe.^{20,21,22,23} J&J denies that their product causes harm and they continue to sell this toxic talc all over the world.^{18,23}

There are no “safe” levels of asbestos exposure.²⁴ There is no excuse for choosing short-term financial gain over the health and well-being of women, and there should be no defense of the racist tactics J&J has used in the marketing and sales of its product. Racism is a public health threat and it is bad for business. In 2020, George Floyd, Breonna Taylor, and Ahmaud Arbery’s unjust deaths sparked outrage around the world and forced every individual and organization to see that systemic racism is embedded in this country’s culture.²⁵ J&J’s former CEO, Alex Gorsky, was one such individual who stated “As the CEO of the world’s largest healthcare company, I must state unequivocally that racism in any form is unacceptable, and that black lives matter.”²⁶

In response, over 200 organizations from 51 countries signed onto a letter, spearheaded by the reproductive justice and women’s rights non-profit leader Black Women for Wellness, calling on J&J to back up their statement of support by ceasing global sales of talc-based baby powder, appropriately disposing of their current supply, and discontinuing talc-based baby powder production worldwide.²⁷ J&J has done none of the above and they did not respond to the letter.

Like J&J, Vanguard also put out a statement in response to the unjust killings of Black Americans. Your company stated “We condemn racism, xenophobia, and prejudice of any kind, all of which run counter to Vanguard's values. We stand united with the black community and lend our voice to the call for meaningful and systemic change.”²⁸ **As the CEO of an institution owned by its investors and that prides itself on being socially responsible, we call on you to back up your statement; support J&J Shareholder Proposals 7 and 10 to direct J&J to conduct a racial justice audit and to cease sales of talc-based baby powder worldwide.** ^{6,29}

In an age when marginalized communities can influence public discourse through digital advocacy and as a community of devoted, frustrated, and resilient women, we are planning to take advantage of this tide-changing moment by raising the awareness of people everywhere about Vanguard’s ability to help address J&J’s wrongdoings.

As the world’s largest J&J shareholder, your company has the power to steer Johnson & Johnson toward a more just path. We ask you to exercise your fiduciary, social, and moral responsibility by making the choice that will begin to address their decades of harm - vote Yes on 7 and 10.⁶

Sincerely,

Janette Robinson-Flint,
Co-Founder and Executive Director, Black Women for Wellness

Monica Unseld, Ph. D, MPH
Founder and Executive Director, Until Justice Data Partners, Inc.

Amanda Heier,
President and CEO, Breast Cancer Prevention Partners

Amber Garcia,
Executive Director, Women’s Voices for the Earth

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