

**IMPERIAL OIL LIMITED**  
**ANNUAL MEETING OF SHAREHOLDERS**  
**APRIL 30, 2009**

<b>Reappointment of PricewaterhouseCoopers LLP as auditors</b>						
		Votes FOR	%	Votes WITHHELD	%	Total Votes
	Total	736,703,899	99.85%	1,109,216	0.15%	737,813,115
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	141,596,823	99.22%	1,109,216	0.78%	142,706,039
<b>Election of directors</b>						
Nominee:		Votes FOR	%	Votes WITHHELD	%	Total Votes
K.T. (Krystyna) Hoeg	Total	736,242,395	99.79%	1,569,646	0.21%	737,812,041
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	141,135,319	98.90%	1,569,646	1.10%	142,704,965
B.H. (Bruce) March	Total	736,574,276	99.83%	1,237,765	0.17%	737,812,041
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	141,467,200	99.13%	1,237,765	0.87%	142,704,965
J.M. (Jack) Mintz	Total	736,949,158	99.88%	862,883	0.12%	737,812,041
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	141,842,082	99.40%	862,883	0.60%	142,704,965
R.C. (Robert) Olsen	Total	672,217,520	91.11%	65,594,521	8.89%	737,812,041
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	77,110,444	54.03%	65,594,521	45.97%	142,704,965
R. (Roger) Phillips	Total	737,077,614	99.90%	734,427	0.10%	737,812,041
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	141,970,538	99.49%	734,427	0.51%	142,704,965
P.A. (Paul) Smith	Total	733,567,035	99.42%	4,245,006	0.58%	737,812,041
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	138,459,959	97.03%	4,245,006	2.97%	142,704,965
S.D. (Sheelagh) Whittaker	Total	737,001,857	99.89%	810,184	0.11%	737,812,041
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	141,894,781	99.43%	810,184	0.57%	142,704,965
V.L. (Victor) Young	Total	737,072,849	99.90%	739,192	0.10%	737,812,041
	Exxon Mobil	595,107,076		0		
	Publicly traded shares	141,965,773	99.48%	739,192	0.52%	142,704,965