

Item 5.07 Submission of Matters to a Vote of Security Holders

At the annual meeting of shareholders on May 1, 2020, each of the seven nominees proposed as directors of Imperial Oil Limited (the “Company”) were elected to hold office until the close of the next annual meeting. The votes for the directors were:

D.C. Brownell 639,396,962 shares for and 29,588,636 shares withheld,
D.W. Cornhill 661,610,537 shares for and 7,375,061 shares withheld,
B.W. Corson 644,504,046 shares for and 24,481,552 shares withheld,
K.T. Hoeg 662,212,058 shares for and 6,773,540 shares withheld,
M.C. Hubbs 665,197,308 shares for and 3,788,290 shares withheld,
J.M. Mintz 659,539,737 shares for and 9,445,861 shares withheld
D.S. Sutherland 662,963,880 shares for and 6,021,718 shares withheld.

At the same annual meeting of shareholders, PricewaterhouseCoopers LLP was reappointed as the auditor of the Company by a vote of 667,047,066 shares for and 6,054,852 shares withheld.

Item 7.01 Regulation FD Disclosure

On May 1, 2020, Imperial Oil Limited (the “company”) by means of a press release announced the voting results for the election of directors displayed in accordance with Canadian requirements. A copy of the press release is attached as Exhibit 99.1 to this report.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

The following exhibit is furnished as part of this report on Form 8-K:

- 99.1 News release of the company on May 1, 2020 announcing the voting results for the election of directors in accordance with Canadian requirements.
- 104 Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IMPERIAL OIL LIMITED

Date: May 1, 2020

By: */s/ Ian Laing*

Name: Ian Laing
Title: Assistant General Counsel and
Corporate Secretary

By: */s/ Cathryn Walker*

Name: Cathryn Walker
Title: Assistant Corporate Secretary

Imperial reports voting results for election of directors

Calgary, AB – May 1, 2020 – Imperial announced at its annual meeting of shareholders held on May 1, 2020, that each of the seven nominees proposed as directors of the company and listed in its management proxy circular dated March 13, 2020 were elected as directors. A total of 668,985,598 shares (90.75 percent of outstanding common shares) were represented in person or by proxy. The percentage of shares represented at the meeting that were voted to elect the individual directors are set out below:

Nominee:	For:	Withheld:
D.C. (David) Brownell	95.58%	4.42%
D.W. (David) Cornhill	98.90%	1.10%
B.W. (Bradley) Corson	96.34%	3.66%
K.T. (Krystyna) Hoeg	98.99%	1.01%
M.C. (Miranda) Hubbs	99.43%	0.57%
J.M. (Jack) Mintz	98.59%	1.41%
D.S. (David) Sutherland	99.10%	0.90%

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For further information:

Investor relations

Media relations

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After more than a century, Imperial continues to be an industry leader in applying technology and innovation to responsibly develop Canada's energy resources. As Canada's largest petroleum refiner, a major producer of crude oil, a key petrochemical producer and a leading fuels marketer from coast to coast, our company remains committed to high standards across all areas of our business.