

**IMPERIAL OIL LIMITED**  
**ANNUAL MEETING OF SHAREHOLDERS**  
**APRIL 25, 2013**

**Reappointment of PricewaterhouseCoopers LLP as auditors**

	Votes FOR	%	Votes WITHHELD	%	Total Votes
Total	746,272,832	99.82%	1,351,655	0.18%	747,624,487
Exxon Mobil	589,928,303		0		
Publicly traded shares	156,344,529	99.14%	1,351,655	0.86%	157,696,184

**Election of directors**

Nominee:		Votes FOR	%	Votes WITHHELD	%	Total Votes
K.T. Krystyna Hoeg	Total	739,037,993	99.83%	1,231,718	0.17%	740,269,711
	Exxon Mobil	589,928,303		0		
	Publicly traded shares	149,109,690	99.18%	1,231,718	0.82%	150,341,408
R.M. Richard Kruger	Total	721,250,808	97.43%	19,024,883	2.57%	740,275,691
	Exxon Mobil	589,928,303		0		
	Publicly traded shares	131,322,505	87.35%	19,024,883	12.65%	150,347,388
J. M. Jack Mintz	Total	739,080,916	99.84%	1,188,775	0.16%	740,269,691
	Exxon Mobil	589,928,303		0		
	Publicly traded shares	149,152,613	99.21%	1,188,775	0.79%	150,341,388
D.S. David Sutherland	Total	739,229,928	99.86%	1,039,763	0.14%	740,269,691
	Exxon Mobil	589,928,303		0		
	Publicly traded shares	149,301,625	99.31%	1,039,763	0.69%	150,341,388
S.D. Sheelagh Whittaker	Total	738,522,124	99.76%	1,747,567	0.24%	740,269,691
	Exxon Mobil	589,928,303		0		
	Publicly traded shares	148,593,821	98.84%	1,747,567	1.16%	150,341,388
D. W. Darren Woods	Total	738,015,858	99.90%	732,833	0.10%	738,748,691
	Exxon Mobil	589,928,303		0		
	Publicly traded shares	148,087,555	99.51%	732,833	0.49%	148,820,388
V.L. Victor Young	Total	737,699,275	99.85%	1,080,416	0.15%	738,779,691
	Exxon Mobil	589,928,303		0		
	Publicly traded shares	147,770,972	99.27%	1,080,416	0.73%	148,851,388