



Annual Meeting of Shareholders for Imperial Oil Limited

Notice and Access Notification to Shareholders

You are receiving this notification as Imperial Oil Limited (“Imperial”) has decided to use the notice and access model for delivery of meeting material to its shareholders. On October 24, 2016, Corporations Canada issued Exemption No. E-025/16 exempting the company from sending the prescribed management proxy circular to each shareholder whose proxy is solicited. This exemption, and the rules adopted by the Canadian securities regulators, allow for the posting of meeting related material online, including the management proxy circular, as well as annual financial statements and management discussion and analysis.

Shareholders, who have not provided standing instruction to receive meeting related material by mail, will receive a proxy or voting instruction form enabling them to vote at Imperial’s annual meeting, along with this notice containing information on how they may access the meeting related material electronically. The use of this alternative means of delivery reduces the use of printed paper materials and has significantly reduced printing and mailing costs associated with the company’s shareholder meeting.

Meeting Date and Location:

When: Friday, April 28, 2017
at 9:30 a.m. local time

Where: 505 Quarry Park Boulevard S.E.
Calgary, Alberta, Canada

SHAREHOLDERS WILL BE ASKED TO CONSIDER AND VOTE ON THE FOLLOWING MATTERS:

APPOINTMENT OF AUDITOR: Upon the recommendation of the audit committee, shareholders will be asked to re-appoint PricewaterhouseCoopers as the company’s auditors for the ensuing year. Information respecting the auditor appointment can be found under the heading “Reappointment of the auditor” on page 8 of the Management Proxy Circular.

ELECTION OF DIRECTORS: Shareholders will be asked to elect the directors. Information respecting the director nominees may be found under the heading “Director nominee information” starting on page 9 of the Management Proxy Circular.

OTHER BUSINESS: Shareholders may be asked to consider other business that may properly be brought before the meeting or any adjournment of the meeting.

SHAREHOLDERS ARE REMINDED TO REVIEW THE MANAGEMENT PROXY CIRCULAR PRIOR TO VOTING.

WEBSITES WHERE MEETING MATERIAL IS POSTED:

Material can be viewed online at the following internet addresses:

- (i) www.meetingdocuments.com/cst/IMO;
- (ii) www.sedar.com, under Imperial Oil Limited’s profile; or
- (iii) on the company website at: <http://www.imperialoil.ca/en-ca/company/investors/shareholder-services/annual-meetings>.

A REQUEST TO RECEIVE THE COMPANY’S ANNUAL FINANCIAL STATEMENTS IS INCLUDED WITH THE PROXY FORM AND THE VOTING INFORMATION FORM.








HOW TO OBTAIN PAPER COPIES OF THE MEETING MATERIAL

Shareholders may request paper copies of the meeting related material be sent to them by postal delivery at no cost. You can make this request online at fulfilment@canstockta.com or by telephone at 1-888-433-6443. The meeting related material will be sent within three business days, giving you sufficient time to vote your proxy. Following the meeting, the documents will remain available at the websites listed above for a period of one year.

Requests for paper copies must be received at least 10 business days in advance of the proxy deposit date (April 26, 2017) in order to receive the meeting related material in advance of the proxy deposit date and the meeting of shareholders.

VOTING:

This notice is accompanied by either a proxy form for registered shareholders or a voting information form for beneficial (non-registered) shareholders. Shareholders are asked to return their proxies using the methods shown below by the proxy deposit date noted.

Proxy voting methods	Registered Shareholders (Proxy Form)	Beneficial (Non-Registered) Shareholders (Voting Instruction Form)
 Vote online	Go to web site www.cstvotemyproxy.com and follow the instructions. You will need to refer to your control number printed on your proxy voting form.	Go to web site www.proxyvote.com and follow the instructions. You will need to refer to your control number printed on your voting instruction form in your mailing package.
 Vote by mail	Complete and return your proxy voting form in the envelope provided in your mailing package or mail to CST Trust Company, Proxy Department, P.O. Box 721, Agincourt, Ontario, M1S 0A1.	Complete and return your proxy voting form in the envelope provided or mail to Data Processing Centre, P.O. Box 2800, Stn LCD, Malton, Mississauga, Ontario, L5T 2T7.
 Vote by fax	Complete your proxy voting form and fax both sides to 1-866-781-3111 (toll free) or 416-368-2502 (within the 416 area code).	
 Vote by smart phone	Your proxy voting form will include a QR code that you can scan using your smart phone and follow the instructions to vote your shares.	Your voting instruction form will include a QR code that you can scan using your smart phone and follow the instructions to vote your shares.
 Vote by telephone	Using a touch-tone telephone, call toll free 1-888-489-7352 and follow the instructions of the "Vote Voice". You will need to refer to the control number found on the proxy voting form in your mailing package.	Using a touch-tone telephone, call toll free 1-800-474-7493 (English) or 1-800-474-7501 (French) and follow the instructions. You will need to refer to the control number found on the form in your mailing package.
 Vote by email	Scan both sides of your completed proxy form and send to email address: proxy@canstockta.com	
 Vote in person at the meeting	Attend, register and vote.	Appoint yourself as proxy holder, attend, register and vote.

Shareholders with questions about notice and access can call toll free at 1-888-433-6443.