

Proxy Form

Annual Meeting to be held on Friday, April 26, 2019 at 9:30 a.m. local time

505 Quarry Park Boulevard S.E., Summit Conference Centre, Calgary, Alberta, Canada

Solicited by the directors and management of Imperial Oil Limited for the annual meeting of shareholders, to be held on April 26, 2019 at 505 Quarry Park Boulevard S.E., Summit Conference Centre, Calgary, Alberta, Canada at 9:30 a.m. (MDT).

The undersigned shareholder of Imperial Oil Limited hereby appoints R.M. Kruger or K.T. Hoeg or J.M. Mintz or instead, _____* as the proxyholder of the undersigned, with full power of substitution, to attend, vote, and act for and on behalf of the undersigned at the annual meeting of the shareholders of Imperial Oil Limited to be held on April 26, 2019 and at any adjournment thereof. **Unless other instructions are provided below, the shares represented by this proxy are to be voted FOR the reappointment of PricewaterhouseCoopers LLP as the auditor of the company, FOR the election as directors of all the nominees (listed below) proposed by the directors and management, and AGAINST the shareholder proposal as indicated in blue below.**

*You have the right to appoint a proxyholder (who need not be a shareholder) other than those designated above, to attend, vote and act on your behalf at the meeting and, unless you prefer to complete another proper form of proxy, you may use the above space for that purpose.

The Board of Directors and management recommend that shareholders vote FOR items 1 and 2 below and AGAINST item 3.

The proxyholder is hereby instructed as follows:

1. Auditor

PricewaterhouseCoopers LLP be reappointed as auditors of the company.

Vote FOR Withhold from voting

2. Directors

- 01 - D.C. (David) Brownell
- 02 - D.W. (David) Cornhill
- 03 - K.T. (Krystyna) Hoeg
- 04 - M.C. (Miranda) Hubbs

VOTE FOR WITHHOLD from voting

- 05 - R.M. (Richard) Kruger
- 06 - J.M. (Jack) Mintz
- 07 - D.S. (David) Sutherland

VOTE FOR WITHHOLD from voting

3. Shareholder Proposal (set out in Appendix B of the company's management proxy circular).

Shareholder Proposal No. 1 (annual advisory vote by shareholders on executive compensation)

Vote for VOTE AGAINST

In the proxyholder's discretion, the proxyholder is authorized to act on amendments or variations to matters identified in the invitation to attend the meeting or any additional matters that may properly be brought before the meeting.

Please sign X Date: _____ 2019

Electronic Delivery - If you would like to sign up for electronic delivery of future shareholder communications, please mark the box below and fill in your email address.

I would like to receive all shareholder communications by email.

My E-mail address
is: _____

Interim Financials (Quarterly Reports) - If you wish to receive your Quarterly Reports for 2019 by mail, please mark the box below.

I would like to receive quarterly reports by mail.

Annual Financials - If you wish to receive the annual financials for 2019 by mail, please mark the box below.

I wish to receive the annual financials by mail.

Completing the proxy form:

This proxy must be signed and dated by the shareholder or the shareholder's attorney authorized in writing. If this proxy is not dated, it will be deemed to bear the date on which it is mailed to the shareholder. The proxy must be received by our transfer agent, AST Trust Company (Canada), no later than 5:00 p.m. (EDT) on Wednesday, April 24, 2019. Should you wish to change or revoke your proxy or voting instructions, details on how to do so are outlined in the proxy circular.

Options for submitting the completed form:



By Internet: Access Web site www.astvotemyproxy.com and follow the instructions on the Web site. You will need to refer to your control number printed below these instructions.



By mobile device: Please scan the QR Code.



By mail: Complete and return this proxy form in the envelope provided or mail to AST Trust Company (Canada), Proxy Department, P.O. Box 721, Agincourt, Ontario, M1S 0A1.



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 this proxy form and to your control number printed below these instructions.



By fax: Complete the proxy form and fax both sides of this form to 1-866-781-3111 (toll free) or 416-368-2502 (within the 416 area code).



Scan and email: Email a scanned copy of both sides of this proxy form to email address: proxymove@astfinancial.com.