

# Annual general meeting 2010

The annual general meeting for Statoil ASA was held on 19 May 2010.

Time:

19 May 2010, 17:00 - 21:00

Location:

Stavanger Forum, Gunnar Warebergsgate 13, Stavanger, Norway

**Contents of this PDF:**

1. Notice of annual general meeting 2010
2. Nomination corporate assembly and nomination committee
3. Response to agenda item 16 Proposal from shareholder
4. Minutes from Annual General Meeting in Statoil ASA 2010





To the shareholders of Statoil ASA

## NOTICE OF ANNUAL GENERAL MEETING

on 19 May 2010 at 17.00  
At Stavanger Forum, Gunnar Warebergsgate 13, NO-4021 Stavanger

### AGENDA

#### 1. Opening of the annual general meeting by the chair of the corporate assembly

#### 2. Election of a chair of the meeting

The board of directors proposes that the general meeting elects the chair of the corporate assembly, Olaug Svarva, as chair of the meeting.

#### 3. Approval of the notice and the agenda

#### 4. Registration of attending shareholders and proxies

#### 5. Election of two persons to co-sign the minutes together with the chair of the meeting

#### 6. Approval of the annual report and accounts for Statoil ASA and the Statoil group for 2009 including the board of directors' proposal for distribution of dividend

The board proposes a total dividend of NOK 6 per share for 2009. The dividend accrues to the shareholders as of 19 May 2010. Expected payment of dividends is 2 June 2010.

#### 7. Declaration on stipulation of salary and other remuneration for executive management

In accordance with section 6-16a of the Public Limited Companies Act, the board of directors will prepare a statement regarding the settlement of salary and other remuneration for executive management. The content of the statement is included in note 6 to Statoil's annual report and accounts for 2009 which have been prepared in accordance with accounting principles generally accepted in Norway (NGAAP). The general meeting will consider the statement by an advisory vote.

#### 8. Determination of remuneration for the company's auditor

#### 9. Election of members to the corporate assembly

The nomination committee nominates the following persons as members of the corporate assembly until the annual general meeting in 2012:

- i) Olaug Svarva (nominated as chair, for the corporate assembly's election) (existing member and chair)
- ii) Idar Kreutzer (nominated as deputy chair, for the corporate assembly's election) (existing member and deputy chair)
- iii) Karin Aslaksen (existing member)
- iv) Greger Mannsverk (existing member)
- v) Steinar Olsen (existing member)
- vi) Ingvald Strømmen (existing member)
- vii) Rune Bjerke (existing member)
- viii) Tore Ulstein (existing member)
- ix) Live Haukvik Aker (new member)
- x) Siri Kalvig (new member)
- xi) Thor Oscar Bolstad (new member)
- xii) Barbro Hætta-Jacobsen (new member)

The nomination committee nominates the following persons as deputy members of the corporate assembly until the annual general meeting in 2012:

Arthur Sletteberg (existing deputy member, former 3. deputy)

Anne-Margrethe Firing (existing deputy member)

Linda Littlekalsøy Aase (new deputy member)

Shahzad Rana (existing deputy member)

For further information about the nominated candidates please see the enclosed information from the nomination committee or [www.statoil.com](http://www.statoil.com).

## **10. Determination of remuneration for the corporate assembly**

The nomination committee proposes the following remuneration to the corporate assembly:

	From	To
Chair:	NOK 95,000/yearly	NOK 100,000/yearly
Deputy chair	NOK 50,000/yearly	NOK 52,500/yearly
Members	NOK 35,000/yearly	NOK 37,000/yearly
Deputy members	NOK 5,000/meeting	NOK 5,250/meeting

## **11. Election of members to the nomination committee**

The nomination committee nominates the following persons as members of the nomination committee until the annual general meeting in 2012:

Olaug Svarva, chair (existing chair)  
Bjørn Ståle Haavik (existing member)  
Tom Rathke (existing member)  
Live Haukvik Aker (new member)

For further information about the nominated candidates please see the enclosed information from the nomination committee or [www.statoil.com](http://www.statoil.com).

## **12. Determination of remuneration for the nomination committee**

The nomination committee proposes the following remuneration to the nomination committee:

Chair: NOK 10,000/meeting (no change)  
Members: From NOK 7,000/meeting to NOK 7,400/meeting

## **13. Authorisation to acquire Statoil shares in the market in order to continue implementation of the share saving plan for employees**

Since 2004, the company has had a share saving plan for all employees of the group. The purpose of this plan is to enhance a good business culture and encourage loyalty through employees becoming part-owners of the company. In Norway, approximately 80% of the employees participate in the share saving plan. At the annual general meeting in 2009 it was decided to authorise the board to acquire shares in the market for this purpose. This authorisation expires on the date of the annual general meeting 2010. It is proposed that the general meeting gives the board a new authorisation to acquire shares in the market, in order to continue the company's share saving plan.

Proposed resolution:

"The board of directors is authorised on behalf of the company to acquire Statoil shares in the market. The authorisation may be used to acquire own shares at a total nominal value of up to NOK 20,000,000. Shares acquired pursuant to this authorisation may only be used for sale and transfer to employees of the Statoil group as part of the group's share saving plan, as approved by the board of directors. The minimum and maximum amount that may be paid per share will be NOK 50 and 500 respectively."

The authorisation is valid until the next annual general meeting, but not beyond 30 June 2011.

This authorisation replaces the previous authorisation to acquire own shares for implementation of the share saving plan for employees granted by the annual general meeting on 19 May 2009."

## **14. Authorisation to acquire Statoil shares in the market for subsequent annulment**

The board of directors requests the annual general meeting for authorisation to repurchase up to 75,000,000 own shares in the market (approximate 2.4 per cent of the company's share capital) in accordance with section 9-4 of the Public Limited Act. Such authorisation is common in many listed companies. The repurchase of own shares benefits shareholders by increasing the owner interest in the company of remaining shares.

The reason for the request for such an authorisation is to enable Statoil's board of directors to utilise the mechanism permitted by the Public Limited Companies Act with respect to the distribution of capital to the company's shareholders. The repurchase of own shares will also be an important means of continually adjusting the company's capital structure in order to make it more expedient.

Statoil's dividend policy was revised on 10 February 2010:

"It is Statoil's ambition to grow the annual cash dividend, measured in NOK per share in line with longterm underlying earnings. When deciding the annual dividend level, the board will take into consideration expected cash flow, capital expenditure plans, financing requirements and appropriate financial flexibility. In addition to cash dividend, Statoil might buy back shares as part of total distribution of capital to the shareholders."

It is a precondition that the repurchased shares are subsequently annulled through a resolution to reduce the company's share capital by a new general meeting. It is also a precondition for the repurchase and the annulment of own shares that the state's owner interest in Statoil ASA is not changed. In order to achieve this, a proposal will also be put forward at the general meeting which is to decide the annulment of the repurchased shares for the redemption of a proportion of the state's shares, so that the state's owner interest in the company remains unchanged. The state currently has an ownership interest of 67 per cent, and the total annulment and redemption could thus involve up to 125,250,000 shares (approximately 3.9 per cent of the company's share capital).

It is also a precondition for the board of directors' request for authorisation to repurchase own shares, that Statoil and the state represented by the Ministry of Petroleum and Energy, have entered into an agreement whereby the Ministry undertakes to vote in favour of authorisation of the acquisition of own shares, their subsequent annulment and the redemption of a corresponding number of the state's shares. On redemption of the shares, Statoil ASA will pay a price to the state for each share corresponding to a volume-weighted average of the price paid by Statoil ASA for shares purchased in the market, plus interest compensation calculated from the date of the individual repurchases until payment is effected.

Proposed resolution:

"The board of directors of Statoil ASA is hereby authorised to acquire Statoil shares in the market on behalf of the company with a nominal value of up to NOK 187,500,000. The minimum and maximum amount that can be paid per share will be NOK 50 and NOK 500 respectively. Within these limits, the board of directors shall itself decide at what price and at what time such acquisition shall take place.

Own shares acquired pursuant to this authorisation may only be used for annulment through a reduction of the company's share capital, pursuant to the Public Limited Companies Act section 12-1.

The authorisation is valid until the next ordinary general meeting, but not beyond 30 June 2011."

## 15. Changes to articles of association

The board proposes the following changes to the articles of association for Statoil ASA (proposed new text is underlined):

### Articles of association § 4

"The board of directors of the company shall consist of 10 members. The board of directors, including the chair and the deputy chair, shall be elected by the corporate assembly. Deputy directors may be elected in respect of the directors elected by and among the employees in accordance with regulations stipulated in or pursuant to the Public Limited Companies Act."

### Articles of association § 5

"The chair of the board alone, the chief executive officer alone or any two directors jointly may sign for the company. The board may grant powers of procuration."

### Articles of association § 7

"The company shall have a corporate assembly consisting of 18 members and deputy members. The annual general meeting shall elect 12 members and four deputy members for these 12 members. Six members and deputies for these six members shall be elected by and among the employees of the company in accordance with regulations stipulated in or pursuant to the Public Limited Companies Act.

The corporate assembly shall elect a chair and deputy chair from and among its members. The corporate assembly shall hold at least 2 meetings annually."

### Articles of association § 9

The proposed revision implements recent changes in the Norwegian Limited Liability Companies' Act, which enable electronic distribution of documentation for the general meetings of shareholders. The board proposes the following change to § 9 (proposed new text is underlined):

"Documents relating to matters to be dealt with by the company's annual general meeting, including documents which by law shall be included in or attached to the notice of the annual general meeting, do not need to be sent to the shareholders if the documents are accessible on the company's home pages. A shareholder may nevertheless request that documents, which relate to matters to be dealt with by the company's annual general meeting, be sent to him/her."

The annual general meeting shall address and decide the following matters:

1. Adoption of the annual report and accounts, including the declaration of dividends.
2. Any other matters which are referred to the annual general meeting by statute law or the articles of association."

### Articles of association § 11

"The duties of the nomination committee are to submit a recommendation to

1. the annual general meeting for the election of shareholder-elected members and deputy members of the corporate assembly and remuneration of members of the corporate assembly.
2. the annual general meeting for the election and remuneration of members of the nomination committee.
3. the corporate assembly for the election of shareholder-elected members of the board of directors and remuneration of the members of the board of directors and
4. the corporate assembly for the election of the chair and the deputy chair of the corporate assembly

The chair of the board of directors and the president and CEO shall be invited, without having the right to vote, to attend at least one meeting of the nomination committee before it makes its final recommendation.

The nomination committee consists of four members who must be shareholders or representatives of shareholders and who shall be independent of the board of directors and the company's management. The members of the nomination committee, including

the chair, shall be elected by the annual general meeting. The chair of the nomination committee and one other member shall be elected from among the shareholder-elected members of the corporate assembly. The members of the nomination committee are normally elected for a term of two years.

If the appointment of a member of the nomination committee terminates before the term of office has expired, the election of a new member can be deferred until the next general meeting of shareholders. If the appointment of the chair terminates before his/her term of office has expired, the committee elects from among its members a new chair to hold office until the next general meeting of shareholders.

The annual general meeting stipulates the remuneration to be paid to members of the nomination committee. The company will cover the costs of the nomination committee.

At the proposal of the board of directors' shareholder-elected members, the corporate assembly's shareholder-elected members may adopt instructions for the nomination committee."

## 16. Proposal from a shareholder

A shareholder has proposed that the following resolution be adopted:

"Statoil should withdraw from tar sand activities in Canada because of the dangerous climate, environmental and social impacts. The investments in tar sands undermine international ambitions to limit the increase in global temperature to below 2 degr. C. Statoil's tar sand activities are a strategic directional move that is not in line with the company's goals and values for sustainable development. Statoil should lead by positive example and withdraw from further tar sand developments."

### Registration

Shareholders wishing to attend, either in person or by proxy, must register by 18 May 2010 at 12.00 either at the address DnB Nor Bank ASA, Verdipapirservice, NO-0021 Oslo, by telefax no. +47 22 48 11 71 or electronically via Investor account services (Investortjenester). It is also possible to register via the group's website [www.statoil.com](http://www.statoil.com). Registration form has been distributed to the shareholders.

Shareholders wishing to be present and vote at the annual general meeting by proxy may send their proxy form electronically via Investor account services, or to DnB Nor Bank ASA, Verdipapirservice, by the above-mentioned deadline. Proxy form, with instructions for use, has been distributed to the shareholders. Identity papers of both the proxy and the shareholder, and a certificate of registration if the shareholder is a body corporate, must be enclosed with the proxy form.

If shares are registered by a nominee in the VPS register, cf section 4-10 of the Norwegian Public Limited Liability Companies Act, and the beneficial shareholder wants to vote for their shares, the beneficial shareholder must re-register the shares in a separate VPS account in their own name prior to the general meeting, or prove that the transfer into such account is reported to VPS prior to the general meeting.

Statoil ASA is a Norwegian public limited company governed by Norwegian law, including the Public Limited Companies Act and the Securities Trading Act. As of the date of this notice, the company has issued 3,188,647,103 shares, each of which represents one vote. The shares have equal rights also in all other respects. As of the date of this notice, the company has 5,637,630 treasury shares.

A shareholder has the right to have items put on the agenda of the general meeting, provided that each such item is sent in writing to the board of directors together with a draft resolution or a justification as to why the item should be put on the agenda 28 days prior to the general meeting at the latest.

A shareholder has the right to table draft resolutions for items included in the agenda and to require that members of the board of directors and the CEO in the general meeting provide available information about matters which may affect the assessment of (i) the approval of the annual accounts and the annual report, (ii) items which are presented to the shareholders for decision, and (iii) the company's financial situation, including information about activities in other companies in which the company participates, and other matters to be discussed at the general meeting, unless the requested information cannot be disclosed without causing disproportionate harm to the company.

The shares will be traded ex-dividend on the Oslo stock exchange from 20 May 2010.

Notice of the annual general meeting and other case documents are available on [www.statoil.com](http://www.statoil.com).

Stavanger, 17 March 2010

The board of directors of Statoil ASA

### Attachments:

- 1) Annual report and accounts, and auditor's report, for 2009 (available at [www.statoil.com](http://www.statoil.com))
- 2) Attendance form and power of attorney for the annual general meeting (has been distributed to the shareholders)
- 3) Nomination to the corporate assembly and the nomination committee (available at [www.statoil.com](http://www.statoil.com))

# NOMINATION TO THE CORPORATE ASSEMBLY AND NOMINATION COMMITTEE

The nomination committee of Statoil nominates five new candidates to the corporate assembly and one new candidate to the nomination committee. Other members of the corporate assembly and the nomination committee have been nominated for re-election. The election will be held at the company's annual general meeting on 19 May 2010.

## 1 ELECTION OF MEMBERS TO THE CORPORATE ASSEMBLY

The period of service for all members of the corporate assembly will expire this year. Benedicte Berg Schilbred, Inger Østensjø, Kåre Rommetveit and Oddbjørn Ausdal Starrfelt (deputy member) will resign from the corporate assembly. Gro Brækken resigned in August 2009.

The nomination committee has emphasised several criteria for the composition of the corporate assembly, including diversity in expertise and background and balanced gender representation. Based on this, the nomination committee has unanimously nominated the following candidates:

1. Live Haukvik Aker, Siri Kalvig, Thor Oscar Bolstad and Barbro Lill Hætta-Jacobsen to be elected as new members of the corporate assembly of Statoil ASA. Reference is also made to the presentation of the candidates in section 3 below.
2. Olaug Svarva, Idar Kreutzer, Karin Aslaksen, Greger Mannsverk, Steinar Olsen, Ingvald Strømmen, Rune Bjerke and Tore Ulstein to be re-elected as members of the corporate assembly. For the corporate assembly's election of chair and deputy chair of the corporate assembly Olaug Svarva is nominated to be elected as chair (re-election) and Idar Kreutzer is nominated to be elected as deputy chair (re-election).
3. Linda Littlekalsøy Aase to be elected as new deputy member of the corporate assembly (3rd deputy). Reference is also made to the presentation of Aase in Section 3 below.
4. Arthur Sletteberg (former 3rd deputy, new 1st deputy), Anne-Margrethe Firing (continues as 2nd deputy) and Shahzad Rana (continues as 4th deputy) to be elected as deputies of the corporate assembly.
5. The terms of office for both the newly elected and the re-elected members will run until the annual general meeting in 2012.

For further information about the candidates that are nominated for re-election, reference is made to the calls for the general meetings of shareholders on 5 July 2007, 20 May 2008 and 19 May 2009.

## 2 ELECTION OF MEMBERS TO THE NOMINATION COMMITTEE

Pursuant to section 11 of the company's articles of association, the nomination committee must consist of four members and the chair and one other member must be elected among the shareholder-elected members of the corporate assembly. Due to Gro Brækken's withdrawal from the corporate assembly in august 2010, she has also withdrawn from the nomination committee.

The nomination committee has emphasised several criteria for the composition of the nomination committee, including diversity in expertise and background and balanced gender representation. Based on this, the nomination committee unanimously nominates the following candidates:

1. Live Haukvik Aker to be elected as new member of the nomination committee of Statoil ASA.
2. Olaug Svarva (chair), Bjørn Ståle Haavik and Tom Rathke to be re-elected as members of the nomination committee of Statoil ASA.
3. The terms of office for both the newly elected member and the re-elected members will run until the annual general meeting in 2012.

### **3 INFORMATION ABOUT THE PROPOSED NEW MEMBERS**

**Live Haukvik Aker** (born 1963) is a partner in Considium Consulting Group AS. She has previously served as CFO of Grenland Group ASA and Tandberg Data ASA, and CEO of Good Tech ASA. She has also been CFO of A. Holthe AS, and an auditor at KPMG. Aker has a master's degree in economics from Universite de Fribourg (1988) and a master's degree in management from BI Norwegian School of Management (2001). She is a board member of Eksportfinans ASA and Borgestad ASA. She has previously been a member of the boards of, among others, Revus Energy ASA, DynaPel ASA and Grenland Group ASA.

**Siri Kalvig** (born 1970) is founder and former CEO of the weather service company Storm Weather Center (now StormGeo AS), which was established in 1997. Today she is a PhD student in offshore wind technology at the University of Stavanger and affiliated with StormGeo AS through project-based work within climate communication and selected strategic projects as well as partner and member of the board. She has previously worked as weather presenter and project manager for TV2's weather report. Kalvig has studied physics, mathematics and astronomy at the University of Oslo, and has a master's degree in geophysics in the field of meteorology from the University of Bergen (1995). She is a board member of, among others, Storm Weather Center/StormGeo, SK Housing AS and Hitec Industries AS. She has previously been a board member of, among others, HitecVision, Sandnes Sparebank, and the University of Stavanger. She has also served as a member of the executive board of the Norwegian Research Council and been a board member of the Department of Applied Mathematics at SINTEF. Kalvig has published several books on weather and climate and is often used as a commentator in the media for weather and climate related issues. The last two years she has also been working for the governmental climate campaign "Klimaløftet" and has developed and held a nationwide climate lecturing tour (Himmel og Hav) and a climate course for teachers (Klimaklok).

**Thor Oscar Bolstad** (born 1954) is executive director of Herøya Industripark in Porsgrunn, one of the country's largest industrial parks. He has previously been executive director of Hydro Production Partner Grenland and has worked as corporate adviser at Opteam AS within the areas of leadership, quality assurance, project management and HSE. He has also served as CEO of Grenland Offshore AS, director of administration of Norwegian Contractors AS, section leader of Veidekke AS, and also as project manager at Oil Industry Services AS. Bolstad was educated at Agder Engineering and Regional College (1978) and has also studied business administration and project management at the same institution. He is chairman/director of several companies and organisations, including Bamble and Langesund Sparebank, Grenland Industriutvikling AS, Industry Cluster Grenland and the Industry Committee NHO Telemark.

**Barbro Lill Hætta-Jacobsen** (born 1972) is cand.med. from the University of Tromsø (2000) and currently works as an assistant doctor at the University Hospital of North Norway, Harstad. She has previously worked as a doctor at the Medical Sama in Harstad. She has also worked as a political adviser for the Ministry of Local Government. She is a board member of the Oslo University Hospital and the North Norwegian Festival of Culture, as well as a municipal council representative and member of the executive committee for Harstad municipality. She has previously held numerous directorships, including Det Norske Oljeselskap ASA, the Norwegian Petroleum Society division Harstad, Rikshospitalet HF, Tromsø 2018 AS, The Norwegian State Housing Bank and Harstad Labour Party. She has also been a deputy mayor in Harstad and leader of the Sami Language Council.

**Linda Littlekalsøy Aase** (born 1966) is vice president of Rolls-Royce Marine AS' foundry in Bergen. She has previously served as, among other things, quality and HSE director in the same company and also had responsibility for real estate operation and management. Prior to this, she was assisting operational manager at Prosafe Drilling Services AS (now KCA Drilling), where she was also part of the top management. She has furthermore held positions as quality manager of Prosafe Drilling Services and Grøner Inspection & Materials Technology AS. Aase is a Master of Science from NTH (1989). She has also taken several courses in economics and management at NHH and BI Norwegian School of Management.



## **The Board of Directors' response to agenda item 16 “Proposal from shareholder” at Statoil ASA’s Annual General Meeting 19 May 2010**

Statoil's board of directors decided in 2007 to enter the oil sand industry in Canada as part of the company's strategy for international growth.

It is the board's responsibility to determine and monitor the company's strategy, and the board continuously evaluates and challenges already adopted strategic decisions.

The main tasks of the annual general meeting are to adopt resolutions in issues relating to the company's articles of association, approve the accounts, approve the dividend and elect representatives to Statoil's corporate assembly and nomination committee. With regard to the current distribution of roles between the board and the annual general meeting, it would not be in line with normal practice for the annual general meeting to decide on one single project of Statoil's comprehensive portfolio.

In 2007, the board was of the opinion, and still believes, that oil sands and other non-conventional energy resources are necessary contributions to solve the world's future energy challenges. The board also finds it important to focus strongly on the challenges of oil sand recovery from an environmental, technological and commercial viewpoint. Through the company's continuous monitoring of individual projects and of the overall risk picture for the company, the board is following both important events and risk elements related to the company's project portfolio, including the oil sands project in Canada.

In order to gain an insight into the project's challenges and possibilities at close range, the board visited Canada, including the Leismer demonstration project, in the autumn of 2008.

Since the annual general meeting in 2009, the board has discussed an overall plan that determines a stepwise development of the project. The board will, in line with Statoil's procedures and systems, consider each individual step separately and make investment decisions based on commercial, technological, environmental and social evaluations.

It is the board's opinion that the overall plan which the company is currently following provides a good basis for further progress and development of the project.

The board recommends therefore the shareholders to vote against the submitted proposal under agenda item 16 “Proposal from a shareholder”.

**MINUTES OF MEETING**  
**OF THE ORDINARY GENERAL MEETING**  
**OF STATOIL ASA**

**19 MAY 2010**

The ordinary general meeting of Statoil ASA was held on 19 May 2010 at Stavanger Forum, Gunnar Warebergsgate 13, Stavanger, Norway.

The chair of the board, the chair of the corporate assembly, the President and CEO and the company's auditor were in attendance. Company Secretary Benedikte Bjørn wrote the protocol.

The following issues were on the agenda:

- 1. Opening of the annual general meeting by the chair of the corporate assembly**  
Olaug Svarva, chair of the corporate assembly, opened the meeting.
- 2. Election of a chair of the meeting**  
Olaug Svarva, chair of the corporate assembly, was elected chair of the meeting.
- 3. Approval of the notice and the agenda**  
The notice and agenda were approved.
- 4. Registration of attending shareholders and proxies**  
A list of shareholders represented at the ordinary general meeting, either by person or by proxy, is attached as appendix 1 to these minutes.
- 5. Election of two persons to co-sign the minutes together with the chair of the meeting**  
Johan A Alstad and Gunnar Sletvold were elected to co-sign the minutes with the chair of the meeting.
- 6. Approval of the annual report and accounts for Statoil ASA and the Statoil group for 2009 including the board of directors' proposal for distribution of dividend**  
The chair of the meeting informed the general meeting that the annual report and accounts, the auditor's report and the recommendation from the corporate assembly, were enclosed with the notice of the ordinary general meeting.

The general meeting adopted the following resolution:

*The annual accounts and the annual report for 2009 for Statoil ASA and the Statoil group are approved.*

*A dividend of in total NOK 6 per share is distributed.*

The Chair of the meeting informed that the dividend accrues to the shareholders as of 19 May 2010. Expected payment date is 2 June 2010.

- 7. Declaration on stipulation of salary and other remuneration for executive management**  
Svein Rennemo, the chair of the board, gave a presentation of the board's statement for remuneration of the executive management, included in note 6 to the annual accounts for

Statoil ASA, prepared in accordance with accounting principles generally accepted in Norway (NGAAP).

The general meeting gave its approval of the board's statement on stipulation of salary and other remuneration for the executive management.

**8. Approval of remuneration for the company's auditor**

Remuneration to the auditor for 2009 of NOK 20,573,050 for Statoil ASA was approved.

**9. Election of members to the corporate assembly**

In accordance with the proposal of the nomination committee, the general meeting adopted the following resolution:

*The following persons are elected as members of the corporate assembly for the period up to the ordinary general meeting in 2012:*

- i) Olaug Svarva (existing member)
- ii) Idar Kreutzer (existing member)
- iii) Karin Aslaksen (existing member)
- iv) Greger Mannsverk (existing member)
- v) Steinar Olsen (existing member)
- vi) Ingvald Strømmen (existing member)
- vii) Rune Bjerke (existing member)
- viii) Tore Ulstein (existing member)
- ix) Live Haukvik Aker (new member)
- x) Siri Kalvig (new member)
- xi) Thor Oscar Bolstad (new member)
- xii) Barbro Hætta-Jacobsen (new member)

*The following persons are elected as deputy members of the corporate assembly for the period up to the ordinary general meeting in 2012:*

Arthur Sletteberg (existing deputy member, former 3. deputy)  
Anne-Margrethe Firing (existing deputy member)  
Linda Littlekalsøy Aase (new deputy member)  
Shahzad Rana (existing deputy member)

**10. Determination of remuneration for the corporate assembly**

In accordance with the proposal of the nomination committee, the general meeting adopted the following remuneration to the corporate assembly:

Chair:	NOK 100,000/yearly
Deputy chair	NOK 52,500/yearly
Members	NOK 37,000/yearly
Deputy members	NOK 5,250/meeting

**11. Election of members to the nomination committee**

In accordance with the proposal of the nomination committee, the general meeting elected the following persons as members of the nomination committee for the period up to the ordinary general meeting in 2012:

Olaug Svarva, chair (existing chair)  
Bjørn Ståle Haavik (existing member)  
Tom Rathke (existing member)  
Live Haukvik Aker (new member)

**12. Determination of remuneration for the nomination committee**

In accordance with the proposal of the nomination committee, the general meeting adopted the following nomination to the nomination committee:

Chair: NOK 10,000/meeting  
Members: NOK 7,400/meeting

**13. Authorisation to acquire Statoil shares in the market in order to continue implementation of the share saving plan for employees**

In accordance with the proposal of the board, the general meeting adopted the following resolution:

*"The board of directors is authorised on behalf of the company to acquire Statoil shares in the market. The authorisation may be used to acquire own shares at a total nominal value of up to NOK 20,000,000. Shares acquired pursuant to this authorisation may only be used for sale and transfer to employees of the Statoil group as part of the group's share saving plan, as approved by the board of directors. The minimum and maximum amount that may be paid per share will be NOK 50 and 500 respectively."*

*The authorisation is valid until the next annual general meeting, but not beyond 30 June 2011.*

*This authorisation replaces the previous authorisation to acquire own shares for implementation of the share saving plan for employees granted by the annual general meeting on 19 May 2009."*

**14. Authorisation to acquire Statoil shares in the market for subsequent annulment**

The chair of the meeting informed the meeting that the explanatory text before the proposed resolution in the notice contained a calculation error. In the notice it is stated that the total number of shares that will be annulled and redeemed in order to not increase for the Norwegian Government's stake of about 67 % may comprise up to 125,250,000 shares equivalent to approximately 3.9 % of Statoil's share capital. The correct number should be 227,272,727 shares equivalent to approximately 7.1 % of Statoil's share capital. The calculation error has no effect on the formulation of the resolution, nor effect on the assumptions or premises that are the basis for authorisation proposal. The calculation error will thus not impact the general meeting's treatment of the proposal.

In accordance with the proposal of the board, the general meeting adopted the following resolution:

*"The board of directors of Statoil ASA is hereby authorised to acquire Statoil shares in the market on behalf of the company with a nominal value of up to NOK 187,500,000. The minimum and maximum amount that can be paid per share will be NOK 50 and NOK 500 respectively. Within these limits, the board of directors shall itself decide at what price and at what time such acquisition shall take place."*

*Own shares acquired pursuant to this authorisation may only be used for annulment through a reduction of the company's share capital, pursuant to the Public Limited Companies Act section 12-1.*

*The authorisation is valid until the next ordinary general meeting, but not beyond 30 June 2011."*

## **15. Changes to articles of association**

In accordance with the proposal of the board, the general meeting adopted the following changes to the articles of association for Statoil ASA (proposed new text is marked):

### **Articles of association section 4**

*"The board of directors of the company shall consist of 10 members. The board of directors, including the chair and the deputy chair, shall be elected by the corporate assembly. Deputy directors may be elected in respect of the directors elected by and among the employees in accordance with regulations stipulated in or pursuant to the Public Limited Companies Act."*

### **Articles of association section 5**

*"The chair of the board alone, the chief executive officer alone or any two directors jointly may sign for the company. The board may grant powers of procuration."*

### **Articles of association section 7**

*"The company shall have a corporate assembly consisting of 18 members and deputy members. The annual general meeting shall elect 12 members and four deputy members for these 12 members. Six members and deputies for these six members shall be elected by and among the employees of the company in accordance with regulations stipulated in or pursuant to the Public Limited Companies Act.*

*The corporate assembly shall elect a chair and deputy chair from and among its members. The corporate assembly shall hold at least 2 meetings annually."*

### **Articles of association section 9**

*"Documents relating to matters to be dealt with by the company's annual general meeting, including documents which by law shall be included in or attached to the notice of the annual general meeting, do not need to be sent to the shareholders if the documents are accessible on the company's home pages. A shareholder may nevertheless request that documents, which relate to matters to be dealt with by the company's annual general meeting, be sent to him/her."*

*The annual general meeting shall address and decide the following matters:*

1. Adoption of the annual report and accounts, including the declaration of dividends.
2. Any other matters which are referred to the annual general meeting by statute law or the articles of association."

### **Articles of association section 11**

*"The duties of the nomination committee are to submit a recommendation to*

1. *the annual general meeting for the election of shareholder-elected members and deputy members of the corporate assembly and remuneration of members of the corporate assembly,*
2. *the annual general meeting for the election and remuneration of members of the nomination committee,*
3. *the corporate assembly for the election of shareholder-elected members of the board of directors and remuneration of the members of the board of directors and*

**4. the corporate assembly for the election of the chair and the deputy chair of the corporate assembly**

*The chair of the board of directors and the president and CEO shall be invited, without having the right to vote, to attend at least one meeting of the nomination committee before it makes its final recommendation.*

*The nomination committee consists of four members who must be shareholders or representatives of shareholders and who shall be independent of the board of directors and the company's management. The members of the nomination committee, including the chair, shall be elected by the annual general meeting. The chair of the nomination committee and one other member shall be elected from among the shareholder-elected members of the corporate assembly. The members of the nomination committee are normally elected for a term of two years.*

*If the appointment of a member of the nomination committee terminates before the term of office has expired, the election of a new member can be deferred until the next general meeting of shareholders. If the appointment of the chair terminates before his/her term of office has expired, the committee elects from among its members a new chair to hold office until the next general meeting of shareholders.*

*The annual general meeting stipulates the remuneration to be paid to members of the nomination committee. The company will cover the costs of the nomination committee.*

*At the proposal of the board of directors' shareholder-elected members, the corporate assembly's shareholder-elected members may adopt instructions for the nomination committee."*

**16. Proposal from a shareholder**

A shareholder had proposed that "Statoil shall withdraw from tar sands activities in Canada." The proposal was not adopted.

\*\*\*\*\*

There were no further matters for discussion and the annual general meeting was closed.

Stavanger, 19. mai 2010

[Signed]  
Olaug Svarva

[Signed]  
Johan A. Alstad

[Signed]  
Gunnar Sletvold

Appendix 1: Overview of shares represented at the ordinary general meeting, either by person or by proxy.

Appendix 2: The voting results for the individual issues.

**Total Represented**

ISIN:	<u>NO0010096985 STATOIL ASA</u>
General meeting date:	19/05/2010 17.00
Today:	19.05.2010

**Number of persons with voting rights represented/attended : 146**

	<b>Share capital</b>	<b>% sc</b>
Total shares	3,188,647,103	
- own shares of the company	5,859,392	
Total shares with voting rights	3,182,787,711	
Represented by own shares	2,260,391,326	71.02 %
<b>Sum own shares</b>	<b>2,260,391,326</b>	<b>71.02 %</b>
Represented by proxy	4,343,760	0.14 %
Represented by voting instruction	236,433,102	7.43 %
<b>Sum proxy shares</b>	<b>240,776,862</b>	<b>7.57 %</b>
<b>Total represented</b>	<b>2,501,168,188</b>	<b>78.58 %</b>

Registrar for the company:

DNB NOR BANK ASA

Signature company:

STATOIL ASA

Møteliste Oppmøtt STATOIL ASA

19.05.2010

Refnr	Fornavn	Firma-Etternavn	Repr. ved	Aktør	Egne	Fullmakt	Totalt	% kapital	% påmeldt	% repr.
1050145		styrets leder		Fullmektig	0	4 260 949	4 260 949	0,13 %	0,17 %	0,17 %
1083898		Greenpeace Norge		Fullmektig	0	800	800	0,00 %	0,00 %	0,00 %
26		FOLKETRYGDFON	Olaug Svava	Aksjonær	104 256 472	0	104 256 472	3,27 %	4,17 %	4,17 %
954974		KRISTELIG FOLKEPARTIS UNGDOM	Ellisabeth Mørford	Aksjonær	50	0	50	0,00 %	0,00 %	0,00 %
18		OLJE- OG ENERGIDEPARTEMENTET	Johan A Alstad	Aksjonær	2 136 393 559	0	2 136 393 559	67,00 %	85,41 %	85,42 %
1051259		SPP AKTIEINDEXFOND EUROPA	Christine T. Meisingset	Aksjonær	116 065	0	116 065	0,00 %	0,01 %	0,01 %
1057348		SPP BYGGA	Christine T. Meisingset	Aksjonær	1 634	0	1 634	0,00 %	0,00 %	0,00 %
1051218		SPP GENERATIONSFON D 40-TAL	Christine T. Meisingset	Aksjonær	270 753	0	270 753	0,01 %	0,01 %	0,01 %
1051689		SPP GENERATIONSFON D 50-TAL	Christine T. Meisingset	Aksjonær	1 286 463	0	1 286 463	0,04 %	0,05 %	0,05 %
1051184		SPP GENERATIONSFON D 60-TAL	Christine T. Meisingset	Aksjonær	1 789 465	0	1 789 465	0,06 %	0,07 %	0,07 %
1051192		SPP GENERATIONSFON D 70-TAL	Christine T. Meisingset	Aksjonær	963 902	0	963 902	0,03 %	0,04 %	0,04 %
1051242		SPP GENERATIONSFON D 80-TAL	Christine T. Meisingset	Aksjonær	120 722	0	120 722	0,00 %	0,01 %	0,01 %
1051267		SPP LIVSFORSAKRING AB	Christine T. Meisingset	Aksjonær	109 490	0	109 490	0,00 %	0,00 %	0,00 %
1065		STOREBRAND AKSJEN INNLAND	Christine T. Meisingset	Aksjonær	1 416 412	0	1 416 412	0,04 %	0,06 %	0,06 %
8698		STOREBRAND BARNESPAR	Christine T. Meisingset	Aksjonær	43 235	0	43 235	0,00 %	0,00 %	0,00 %
7302		STOREBRAND EUROPA I	Christine T. Meisingset	Aksjonær	53 284	0	53 284	0,00 %	0,00 %	0,00 %
3301		STOREBRAND FUTURA 3	Christine T. Meisingset	Aksjonær	281 449	0	281 449	0,01 %	0,01 %	0,01 %
8912		STOREBRAND GLOBAL INDEKS I	Christine T. Meisingset	Aksjonær	36 069	0	36 069	0,00 %	0,00 %	0,00 %
31021		STOREBRAND GLOBAL SRI	Christine T. Meisingset	Aksjonær	4 749	0	4 749	0,00 %	0,00 %	0,00 %

Refnr	Fornavn	Firma/Ettenvavn	Repr. ved	Aktør	Egne	Fulmløft	Totalt	% kapital	% påmeldt	% repr.
372		STOREBRAND LIVSFORSIKRING AS	Christine T. Meisingset	Aksjonær	5 712 490	0	5 712 490	0,18 %	0,23 %	0,23 %
5736		STOREBRAND NORGE	Christine T. Meisingset	Aksjonær	113 819	0	113 819	0,00 %	0,01 %	0,01 %
2485		STOREBRAND NORGE H	Christine T. Meisingset	Aksjonær	469 184	0	469 184	0,02 %	0,02 %	0,02 %
1255		STOREBRAND NORGE I	Christine T. Meisingset	Aksjonær	1 069 389	0	1 069 389	0,03 %	0,04 %	0,04 %
3392		STOREBRAND OPTIMA NORGE A	Christine T. Meisingset	Aksjonær	287 447	0	287 447	0,01 %	0,01 %	0,01 %
12559		STOREBRAND OPTIMER ASA	Christine T. Meisingset	Aksjonær	18 459	0	18 459	0,00 %	0,00 %	0,00 %
5785		STOREBRAND PENSJONSPAR	Christine T. Meisingset	Aksjonær	94 858	0	94 858	0,00 %	0,00 %	0,00 %
414		STOREBRAND VERDI	Christine T. Meisingset	Aksjonær	4 130 100	0	4 130 100	0,13 %	0,17 %	0,17 %
1063205		TAPIOLA MUTUAL PENSION INSURANCE	Peder Bruce	Aksjonær	1 120 000	0	1 120 000	0,04 %	0,05 %	0,05 %
689687	ANNE ELISABETH	ENDRESEN		Aksjonær	165	0	165	0,00 %	0,00 %	0,00 %
43836	ANNE KARIN	FERKINGSTAD		Aksjonær	3 227	0	3 227	0,00 %	0,00 %	0,00 %
83725	ANNE KRISTI STOKKA	HORNELAND		Aksjonær	1 887	0	1 887	0,00 %	0,00 %	0,00 %
201145	ANNE SYNNØVE HAARSTAD	EKRHEIM		Aksjonær	872	0	872	0,00 %	0,00 %	0,00 %
1083856	ANN KRISTIN GJERDRUM	LALAND		Fullmektig	0	100	100	0,00 %	0,00 %	0,00 %
1083906	ANN KRISTIN GJERDRUM	LALAND		Fullmektig	0	250	250	0,00 %	0,00 %	0,00 %
699793	ARNE HOVE			Aksjonær	165	0	165	0,00 %	0,00 %	0,00 %
115345	ARNE KJØLBERG			Aksjonær	1 433	0	1 433	0,00 %	0,00 %	0,00 %
144162	ARNE NUÅ			Aksjonær	1 156	0	1 156	0,00 %	0,00 %	0,00 %
60491	ARNE RICHARD JENTOFF			Aksjonær	2 400	0	2 400	0,00 %	0,00 %	0,00 %
59386	ASTRID BAKKE	OLAUSSEN		Aksjonær	2 434	0	2 434	0,00 %	0,00 %	0,00 %
634345	ASTRID MARiane MOEN			Aksjonær	176	0	176	0,00 %	0,00 %	0,00 %
660662	ASTRI IRENE SIVERSEN			Aksjonær	165	0	165	0,00 %	0,00 %	0,00 %
332171	BENEDIKTE BETTINA BJØRN			Aksjonær	512	0	512	0,00 %	0,00 %	0,00 %
532390	BENTE BOLLERUP			Aksjonær	277	0	277	0,00 %	0,00 %	0,00 %
1083507	BENTE MARIE BAKKE			Aksjonær	1	0	1	0,00 %	0,00 %	0,00 %
819441	BJØRG BOTNE			Aksjonær	86	0	86	0,00 %	0,00 %	0,00 %

Refnr	Fornavn	Firma/Ettternavn	Repr. ved	Aktor	Egne	Fullmakt	Totalt	% kapital	% påmeldt	% repr.
692079	BJØRN	BJØRNSEN		Aksjonær	165	0	165	0,00 %	0,00 %	0,00 %
61317	BJØRN	MORTENSEN		Aksjonær	2 373	0	2 373	0,00 %	0,00 %	0,00 %
242578	BJØRN	SANDMOE		Aksjonær	715	0	715	0,00 %	0,00 %	0,00 %
221390	BJØRN ASLIE ALEXANDER	TEIGE		Aksjonær	801	0	801	0,00 %	0,00 %	0,00 %
111344	BJØRN OTTO	SVÆRDURUP		Aksjonær	1 505	0	1 505	0,00 %	0,00 %	0,00 %
45989	BJØRN VIDAR	LERØEN		Aksjonær	3 039	0	3 039	0,00 %	0,00 %	0,00 %
1056100	Borghild	Hardang-Hanto		Fullmektig	0	241	241	0,00 %	0,00 %	0,00 %
31245	BØRRE CHRISTIAN SKJELBRED-KNUDSEN			Aksjonær	4 700	0	4 700	0,00 %	0,00 %	0,00 %
567008	CHRISTIAN RINDER	BOLLERUP		Aksjonær	242	0	242	0,00 %	0,00 %	0,00 %
39511	CLAES HENRIK ROBIN	WITTMAYER		Aksjonær	3 650	0	3 650	0,00 %	0,00 %	0,00 %
1083930	Daniel	Reyland		Fullmektig	0	77	77	0,00 %	0,00 %	0,00 %
94045	DORDI	HØIVIK		Aksjonær	1 729	0	1 729	0,00 %	0,00 %	0,00 %
492751	EGIL	RONÆSS		Aksjonær	330	0	330	0,00 %	0,00 %	0,00 %
28076	EGIL	STEINBERG		Aksjonær	6 175	0	6 175	0,00 %	0,00 %	0,00 %
1050178	Einar Arne Iversen			Fullmektig	0	77	77	0,00 %	0,00 %	0,00 %
16733	ELDAR	SÆTRE		Aksjonær	13 143	0	13 143	0,00 %	0,00 %	0,00 %
220103	ELDFRID IRENE	HOGNESTAD		Aksjonær	807	0	807	0,00 %	0,00 %	0,00 %
1056654	Eli Karine Vlk			Fullmektig	0	310	310	0,00 %	0,00 %	0,00 %
1070564	Ellisabeth	Marjord		Fullmektig	0	165	165	0,00 %	0,00 %	0,00 %
829564	ELLEN KARIN BJØRKEDAL	ØSTVIK		Aksjonær	77	0	77	0,00 %	0,00 %	0,00 %
158741	ERIK	ANDREASSEN		Aksjonær	1 050	0	1 050	0,00 %	0,00 %	0,00 %
1052240	ERIK	HAALAND		Aksjonær	1	0	1	0,00 %	0,00 %	0,00 %
141705	ERLING MAGNAR HAUG			Aksjonær	1 179	0	1 179	0,00 %	0,00 %	0,00 %
1083997	George Poiras			Fullmektig	0	4	4	0,00 %	0,00 %	0,00 %
1052602	Gunnar Midtgarden			Fullmektig	0	15 000	15 000	0,00 %	0,00 %	0,00 %
773051	GUNNAR SLETVOLD			Aksjonær	7 800	0	7 800	0,00 %	0,00 %	0,00 %
160523	GUNNAR KASMUND BREIVIK			Aksjonær	1 059	0	1 059	0,00 %	0,00 %	0,00 %
1054154	Hanna Elise Marcussen			Fullmektig	0	1	1	0,00 %	0,00 %	0,00 %
7260	HARALD ESPELAND			Aksjonær	54 000	0	54 000	0,00 %	0,00 %	0,00 %
271668	HEIDI SAMNØEN AGUILERA			Aksjonær	630	0	630	0,00 %	0,00 %	0,00 %
1052810	helge lund			Fullmektig	0	35 746	35 746	0,00 %	0,00 %	0,00 %
944017	HELGE ERDAL			Aksjonær	50	0	50	0,00 %	0,00 %	0,00 %

Refnr	Fornavn	Firma-/Etternavn	Repr. ved	Aktor	Egne	Fullmakt	Totalt	% kapital	% påmeldt	% repr.
10868	HELGE	LUND		Aksjonær	31 833	0	31 833	0,00 %	0,00 %	0,00 %
1063163	Holger	Bollerup		Fullmektig	0	200	200	0,00 %	0,00 %	0,00 %
488023	INGEBRET	GAUSLAND		Aksjonær	330	0	330	0,00 %	0,00 %	0,00 %
875062	JAN EDVARD	OLSEN		Aksjonær	77	0	77	0,00 %	0,00 %	0,00 %
489245	JENS OVE	RÆG		Aksjonær	330	0	330	0,00 %	0,00 %	0,00 %
1070531	Jessica	Wilson		Fullmektig	0	7 168	7 168	0,00 %	0,00 %	0,00 %
15404	JOFRID TONE	KLOKKEHHAUG		Aksjonær	12 397	0	12 397	0,00 %	0,00 %	0,00 %
454223	JOHANNES	AARDAL		Aksjonær	392	0	392	0,00 %	0,00 %	0,00 %
32557	JOHANNES	LODE		Aksjonær	4 410	0	4 410	0,00 %	0,00 %	0,00 %
252775	JOHN	FALCK-JØRGENSEN		Aksjonær	680	0	680	0,00 %	0,00 %	0,00 %
43901	JOHN BØRGE	BERTESEN		Aksjonær	3 219	0	3 219	0,00 %	0,00 %	0,00 %
778183	JON ARNE	EVJENTH		Aksjonær	100	0	100	0,00 %	0,00 %	0,00 %
207464	JORUNN MARIE	CHRISTENSEN		Aksjonær	848	0	848	0,00 %	0,00 %	0,00 %
260299	KAREN	FALCK-JØRGENSEN		Aksjonær	650	0	650	0,00 %	0,00 %	0,00 %
1042282	KJARTAN ALEXANDER	LUNDE		Aksjonær	1	0	1	0,00 %	0,00 %	0,00 %
1055359	Kjell	Bjørndalen		Fullmektig	0	77	77	0,00 %	0,00 %	0,00 %
123802	KJETIL	UNDHJEM		Aksjonær	1 351	0	1 351	0,00 %	0,00 %	0,00 %
415547	KNUT	ESKELAND		Aksjonær	407	0	407	0,00 %	0,00 %	0,00 %
331090	KOLBEIN HAAKON	LUNDE		Aksjonær	483	0	483	0,00 %	0,00 %	0,00 %
59147	KARE GUNVALD	BAKKE		Aksjonær	2 450	0	2 450	0,00 %	0,00 %	0,00 %
43083	LARS RAAGAARD	SØRENSEN		Aksjonær	3 440	0	3 440	0,00 %	0,00 %	0,00 %
411751	MAGNUS DAGFINN	ARNESEN		Aksjonær	407	0	407	0,00 %	0,00 %	0,00 %
945964	MARINA KLARHOLM	LALAND		Aksjonær	50	0	50	0,00 %	0,00 %	0,00 %
105228	Martin (Greenpeace)	Norman		Fullmektig	0	1 052	1 052	0,00 %	0,00 %	0,00 %
766568	MORTEN	FRISCH		Aksjonær	107	0	107	0,00 %	0,00 %	0,00 %
124206	MORTEN	SV/AAN		Aksjonær	1 430	0	1 430	0,00 %	0,00 %	0,00 %
114926	NILS E/VIND	BREVIK		Aksjonær	1 475	0	1 475	0,00 %	0,00 %	0,00 %
1084003	Nina	Jensen		Fullmektig	0	1	1	0,00 %	0,00 %	0,00 %
1083922	Nina Jensen	WWF		Fullmektig	0	51	51	0,00 %	0,00 %	0,00 %
1070549	Norman	Martin		Fullmektig	0	699	699	0,00 %	0,00 %	0,00 %
370874	ODD-IVAR	KNUTSEN		Aksjonær	407	0	407	0,00 %	0,00 %	0,00 %
62927	OLA MORTEN	AANESTAD		Aksjonær	2 346	0	2 346	0,00 %	0,00 %	0,00 %
		ESPOLIN								

Refnr	Fornavn	Firma/Ettternavn	Repr. ved	Aktor	Egne	Fullmakt	Totalt	% kapital	% påmeldt	% repr.
1050152	Olaug	Svarva		Fullmektig	0	9 331	9 331	0,00 %	0,00 %	0,00 %
1056613	OLAUG	STO/SVARVA		Fullmektig	0	4 569	4 569	0,00 %	0,00 %	0,00 %
1083989	olaug, med stemmeinstruks	svarva		Fullmektig	0	100	100	0,00 %	0,00 %	0,00 %
77081	OLAV JØRG	AAMODT		Aksjonær	2 000	0	2 000	0,00 %	0,00 %	0,00 %
430025	OLE BJØRN	RONGEN		Aksjonær	407	0	407	0,00 %	0,00 %	0,00 %
227561	PER HENNING	LERSTAD		Aksjonær	777	0	777	0,00 %	0,00 %	0,00 %
73098	RAGNAR	SEVDAL		Aksjonær	2 055	0	2 055	0,00 %	0,00 %	0,00 %
1083914	Ragnhild	Waagåard		Fullmektig	0	584	584	0,00 %	0,00 %	0,00 %
1048057	RAGNHILD ELISABETH	WAAGAARD		Aksjonær	1	0	1	0,00 %	0,00 %	0,00 %
70821	RAYMOND	BØRENG		Aksjonær	2 112	0	2 112	0,00 %	0,00 %	0,00 %
21980	REIDAR	GUÆRUM		Aksjonær	9 086	0	9 086	0,00 %	0,00 %	0,00 %
318170	REIDAR MAGNE	LILAND		Aksjonær	500	0	500	0,00 %	0,00 %	0,00 %
283846	ROLF	NÆSHEIM		Aksjonær	588	0	588	0,00 %	0,00 %	0,00 %
1053495	Ruben	Skålevik		Fullmektig	0	265	265	0,00 %	0,00 %	0,00 %
297127	RUNAR	ØSTEBØ		Aksjonær	553	0	553	0,00 %	0,00 %	0,00 %
1083963	Sigmund	Sunnanå		Fullmektig	0	77	77	0,00 %	0,00 %	0,00 %
411772	SIMON WARWICK	HAYES		Aksjonær	3 436	0	3 436	0,00 %	0,00 %	0,00 %
573790	STIAN	WITH		Aksjonær	253	0	253	0,00 %	0,00 %	0,00 %
1083849	Sune	Scheller		Fullmektig	0	5 639	5 639	0,00 %	0,00 %	0,00 %
33845	SVEIN	SKEIE		Aksjonær	5 381	0	5 381	0,00 %	0,00 %	0,00 %
504282	Terje	Sorby		Aksjonær	329	0	329	0,00 %	0,00 %	0,00 %
562207	THORLEIV CHRISTOFFER	OWE		Aksjonær	242	0	242	0,00 %	0,00 %	0,00 %
87080	TOR	ESPEDAL		Aksjonær	1 825	0	1 825	0,00 %	0,00 %	0,00 %
51003	TORE	LARSEN		Aksjonær	2 836	0	2 836	0,00 %	0,00 %	0,00 %
1083872	Tor Henning Klarholm	Laland		Fullmektig	0	50	50	0,00 %	0,00 %	0,00 %
92403	TORJUS ERIK	KVÆVEN		Aksjonær	1 724	0	1 724	0,00 %	0,00 %	0,00 %
109124	TOR MAGNUS	KVÆSTAD		Aksjonær	1 497	0	1 497	0,00 %	0,00 %	0,00 %
1023670	TROND	KULLBERG		Aksjonær	8	0	8	0,00 %	0,00 %	0,00 %
142034	TRUDE	SUNDSET		Aksjonær	1 205	0	1 205	0,00 %	0,00 %	0,00 %
1070556	Truls	Gulowsen		Fullmektig	0	177	177	0,00 %	0,00 %	0,00 %
413021	TRYGVE LLOYD	WAAGE		Aksjonær	407	0	407	0,00 %	0,00 %	0,00 %
465807	TRYGVE VIGGO	HALVORSEN		Aksjonær	365	0	365	0,00 %	0,00 %	0,00 %
211698	TØNNES JOHAN	TARUP		Aksjonær	825	0	825	0,00 %	0,00 %	0,00 %

Refnr	Formavn	Firma-/Etternavn	Repr. ved	Aktør	Egne	Følmaikt	Totalt	% kapital	% påmeldt	% repr.
177576	WILHELM KNUT	TRYM		Aksjonær	1 000	0	1 000	0,00 %	0,00 %	0,00 %
199083	ØRJAN	KVELVANE		Aksjonær	902	0	902	0,00 %	0,00 %	0,00 %
113589	ØYVIND	HAUGANE		Aksjonær	1 552	0	1 552	0,00 %	0,00 %	0,00 %
691022	AASE HAARR	NÆSHEIM		Aksjonær	165	0	165	0,00 %	0,00 %	0,00 %

**Protocol for general meeting STATOIL ASA**ISIN: NO0010096985 STATOIL ASA

General meeting date: 19/05/2010 17.00

Today: 19.05.2010

Shares class	FOR	Against	Abstain	Poll in	Poll not registered	Represented shares with voting rights
<b>Agenda item 2 Valg av Olaug Svarva til møteleder</b>						
Ordinær	2,501,128,249	3,063	36,876	2,501,131,312	0	2,501,168,188
votes cast in %	100.00 %	0.00 %	0.00 %		0.00 %	
representation of sc in %	100.00 %	0.00 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,501,128,249</b>	<b>3,063</b>	<b>36,876</b>	<b>2,501,131,312</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 3 Godkjennelse av innkalling og dagsorden</b>						
Ordinær	2,501,124,663	6,107	37,418	2,501,130,770	0	2,501,168,188
votes cast in %	100.00 %	0.00 %	0.00 %		0.00 %	
representation of sc in %	100.00 %	0.00 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,501,124,663</b>	<b>6,107</b>	<b>37,418</b>	<b>2,501,130,770</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 5 Valg av to personer til å undertegne protokollen</b>						
Ordinær	2,501,127,261	2,201	38,726	2,501,129,462	0	2,501,168,188
votes cast in %	100.00 %	0.00 %	0.00 %		0.00 %	
representation of sc in %	100.00 %	0.00 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,501,127,261</b>	<b>2,201</b>	<b>38,726</b>	<b>2,501,129,462</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 6 Godkjennelse av årsregnskap og årsberetning,utbytte</b>						
Ordinær	2,500,998,991	132,057	37,140	2,501,131,048	0	2,501,168,188
votes cast in %	100.00 %	0.01 %	0.00 %		0.00 %	
representation of sc in %	99.99 %	0.01 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,998,991</b>	<b>132,057</b>	<b>37,140</b>	<b>2,501,131,048</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 7 styrets erklæring om fastsettelse av lønn og annen godtgjørelse til le</b>						
Ordinær	2,412,724,921	88,269,366	173,901	2,500,994,287	0	2,501,168,188
votes cast in %	96.47 %	3.53 %	0.01 %		0.00 %	
representation of sc in %	96.46 %	3.53 %	0.01 %	99.99 %		
<b>Total</b>	<b>2,412,724,921</b>	<b>88,269,366</b>	<b>173,901</b>	<b>2,500,994,287</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 8 Godkjennelse av revisors godtgjørelse</b>						
Ordinær	2,500,478,273	651,305	38,610	2,501,129,578	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,478,273</b>	<b>651,305</b>	<b>38,610</b>	<b>2,501,129,578</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9 Valg av aksjonærvalgte medlemmer til bedriftsforsamlingen</b>						
Ordinær	2,499,704,571	1,426,128	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.94 %	0.06 %	0.00 %		0.00 %	
representation of sc in %	99.94 %	0.06 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,499,704,571</b>	<b>1,426,128</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9A Olaug Svarva</b>						
Ordinær	2,499,724,040	1,406,659	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.94 %	0.06 %	0.00 %		0.00 %	
representation of sc in %	99.94 %	0.06 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,499,724,040</b>	<b>1,406,659</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9B Idar Kreutzer</b>						
Ordinær	2,500,423,808	706,791	37,589	2,501,130,599	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,423,808</b>	<b>706,791</b>	<b>37,589</b>	<b>2,501,130,599</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9C Karin Aslaksen</b>						
Ordinær	2,500,426,619	704,080	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,426,619</b>	<b>704,080</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9D Greger Mannsverk</b>						
Ordinær	2,500,426,465	704,234	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,426,465</b>	<b>704,234</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9E Steinar Olsen</b>						
Ordinær	2,500,422,963	706,434	38,791	2,501,129,397	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	

representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,422,963</b>	<b>706,434</b>	<b>38,791</b>	<b>2,501,129,397</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9F Ingvald Strømmen</b>						
Ordinær	2,500,425,217	705,382	37,589	2,501,130,599	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,425,217</b>	<b>705,382</b>	<b>37,589</b>	<b>2,501,130,599</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9G Rune Bjerke</b>						
Ordinær	2,500,418,165	712,534	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,418,165</b>	<b>712,534</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9H Tore Ulstein</b>						
Ordinær	2,500,423,169	707,430	37,589	2,501,130,599	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,423,169</b>	<b>707,430</b>	<b>37,589</b>	<b>2,501,130,599</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9I Live Haukvik Aker</b>						
Ordinær	2,500,417,681	713,018	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,417,681</b>	<b>713,018</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9J Siri Kalvig</b>						
Ordinær	2,500,409,835	720,864	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,409,835</b>	<b>720,864</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9K Thor Oscar Bolstad</b>						
Ordinær	2,500,425,233	705,466	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,425,233</b>	<b>705,466</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9L Barbro Lill Hætta-Jacobsen</b>						
Ordinær	2,500,421,403	709,196	37,589	2,501,130,599	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,421,403</b>	<b>709,196</b>	<b>37,589</b>	<b>2,501,130,599</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9M Arthur Sletteberg</b>						
Ordinær	2,500,858,106	272,588	37,494	2,501,130,694	0	2,501,168,188
votes cast in %	99.99 %	0.01 %	0.00 %		0.00 %	
representation of sc in %	99.99 %	0.01 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,858,106</b>	<b>272,588</b>	<b>37,494</b>	<b>2,501,130,694</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item PN Anne-Margrethe Firing</b>						
Ordinær	2,500,855,828	274,871	37,489	2,501,130,699	0	2,501,168,188
votes cast in %	99.99 %	0.01 %	0.00 %		0.00 %	
representation of sc in %	99.99 %	0.01 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,855,828</b>	<b>274,871</b>	<b>37,489</b>	<b>2,501,130,699</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item PO Linda Littlekalsey Aase</b>						
Ordinær	2,500,859,077	271,617	37,494	2,501,130,694	0	2,501,168,188
votes cast in %	99.99 %	0.01 %	0.00 %		0.00 %	
representation of sc in %	99.99 %	0.01 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,859,077</b>	<b>271,617</b>	<b>37,494</b>	<b>2,501,130,694</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 9Q Shahzad Rana</b>						
Ordinær	2,500,854,384	276,265	37,539	2,501,130,649	0	2,501,168,188
votes cast in %	99.99 %	0.01 %	0.00 %		0.00 %	
representation of sc in %	99.99 %	0.01 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,854,384</b>	<b>276,265</b>	<b>37,539</b>	<b>2,501,130,649</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 10 Fastsettelse av godtgjørelse til bedriftsforsamlingens medlemmer</b>						
Ordinær	2,500,897,163	224,433	46,592	2,501,121,596	0	2,501,168,188
votes cast in %	99.99 %	0.01 %	0.00 %		0.00 %	
representation of sc in %	99.99 %	0.01 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,897,163</b>	<b>224,433</b>	<b>46,592</b>	<b>2,501,121,596</b>	<b>0</b>	<b>2,501,168,188</b>
<b>Agenda item 11 Valg av medlemmer til valgkomiteen</b>						
Ordinær	2,499,708,665	1,422,062	37,461	2,501,130,727	0	2,501,168,188
votes cast in %	99.94 %	0.06 %	0.00 %		0.00 %	
representation of sc in %	99.94 %	0.06 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,499,708,665</b>	<b>1,422,062</b>	<b>37,461</b>	<b>2,501,130,727</b>	<b>0</b>	<b>2,501,168,188</b>

**Agenda item 11A Leder Olaug Svarva**

Ordinær	2,499,715,834	1,414,728	37,626	2,501,130,562	0	2,501,168,188
votes cast in %	99.94 %	0.06 %	0.00 %		0.00 %	
representation of sc in %	99.94 %	0.06 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,499,715,834</b>	<b>1,414,728</b>	<b>37,626</b>	<b>2,501,130,562</b>	<b>0</b>	<b>2,501,168,188</b>

**Agenda item 11B Bjørn Ståle Haavik**

Ordinær	2,500,412,399	715,409	40,380	2,501,127,808	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,412,399</b>	<b>715,409</b>	<b>40,380</b>	<b>2,501,127,808</b>	<b>0</b>	<b>2,501,168,188</b>

**Agenda item 11C Tom Rathke**

Ordinær	2,500,412,566	715,242	40,380	2,501,127,808	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,412,566</b>	<b>715,242</b>	<b>40,380</b>	<b>2,501,127,808</b>	<b>0</b>	<b>2,501,168,188</b>

**Agenda item 11D Live Haukvik Aker**

Ordinær	2,500,415,917	714,810	37,461	2,501,130,727	0	2,501,168,188
votes cast in %	99.97 %	0.03 %	0.00 %		0.00 %	
representation of sc in %	99.97 %	0.03 %	0.00 %	100.00 %		
<b>Total</b>	<b>2,500,415,917</b>	<b>714,810</b>	<b>37,461</b>	<b>2,501,130,727</b>	<b>0</b>	<b>2,501,168,188</b>

**Agenda item 12 Fastsettelse av godtgjørelse til valgkomiteens medlemmer**

Ordinær	2,500,897,708	224,118	46,362	2,501,121,826	0	2,501,168,188
votes cast in %	99.99 %	0.01 %	0.00 %		0.00 %	
representation of sc in %	99.99 %	0.01 %	0.00 %	100.00 %		

<b>Total</b>	<b>2,500,897,708</b>	<b>224,118</b>	<b>46,362</b>	<b>2,501,121,826</b>	<b>0</b>	<b>2,501,168,188</b>
--------------	----------------------	----------------	---------------	----------------------	----------	----------------------

**Agenda item 13 Fullmakt for styret til å erverve aksjer til gjeng av aksjesp**

Ordinær	2,414,631,947	86,362,809	173,432	2,500,994,756	0	2,501,168,188
votes cast in %	96.55 %	3.45 %	0.01 %		0.00 %	
representation of sc in %	96.54 %	3.45 %	0.01 %	99.99 %		

<b>Total</b>	<b>2,414,631,947</b>	<b>86,362,809</b>	<b>173,432</b>	<b>2,500,994,756</b>	<b>0</b>	<b>2,501,168,188</b>
--------------	----------------------	-------------------	----------------	----------------------	----------	----------------------

**Agenda item 14 Fullmakt for styret til å erverve egne aksjer for etterfølgende slett**

Ordinær	2,500,758,652	364,075	45,461	2,501,122,727	0	2,501,168,188
votes cast in %	99.99 %	0.02 %	0.00 %		0.00 %	
representation of sc in %	99.98 %	0.02 %	0.00 %	100.00 %		

<b>Total</b>	<b>2,500,758,652</b>	<b>364,075</b>	<b>45,461</b>	<b>2,501,122,727</b>	<b>0</b>	<b>2,501,168,188</b>
--------------	----------------------	----------------	---------------	----------------------	----------	----------------------

**Agenda item 15 Vedtektsendringer**

Ordinær	2,501,098,488	21,613	48,087	2,501,120,101	0	2,501,168,188
votes cast in %	100.00 %	0.00 %	0.00 %		0.00 %	
representation of sc in %	100.00 %	0.00 %	0.00 %	100.00 %		

<b>Total</b>	<b>2,501,098,488</b>	<b>21,613</b>	<b>48,087</b>	<b>2,501,120,101</b>	<b>0</b>	<b>2,501,168,188</b>
--------------	----------------------	---------------	---------------	----------------------	----------	----------------------

**Agenda item 16 Forslag fra aksjonær**

Ordinær	34,181,789	2,440,583,870	25,234,299	2,474,765,659	1,168,230	2,501,168,188
votes cast in %	1.38 %	98.62 %	1.02 %		0.05 %	
representation of sc in %	1.37 %	97.58 %	1.01 %	98.94 %		

<b>Total</b>	<b>34,181,789</b>	<b>2,440,583,870</b>	<b>25,234,299</b>	<b>2,474,765,659</b>	<b>1,168,230</b>	<b>2,501,168,188</b>
--------------	-------------------	----------------------	-------------------	----------------------	------------------	----------------------

*25,230,299*

*25,210,458*

**Share information** § 5-17 Generally majority requirement

Name Total number of shares Nominal value Share capital Voting rights requires majority of the given votes

Ordinær 3,188,647,103 2.50 7,971,617,757.50 Yes

**Sum:** Requires two-thirds majority of the given votes like the issued share capital represented/attended on the general meeting

NB NOR Bank ASA  
Verdipapirservice  
*[Signature]*

For Statoil ASA  
Benedicte Brem