



# Proxy (with voting instructions)

Ref. no.:                      PIN code:



This proxy form is to be used for a proxy with voting instructions. If you are unable to attend the Ordinary General Meeting in person, you may use this proxy form to give voting instructions. You may grant a proxy with voting instructions to a person authorised by you, or you may send the proxy without naming the proxy holder, in which case the proxy will be deemed to have been given to the chair of the board of directors or a person authorised by him.

The proxy form should be received by DNB Bank ASA within 12:00 (CET) on 9 May 2016.

It may also be sent by e-mail to [genf.statoil@dnb.no](mailto:genf.statoil@dnb.no) or by post to DNB Bank ASA, Registrar's Department, P.O.Box 1600 Sentrum, 0021 Oslo.

The undersigned:

hereby grants (tick one of the two):

the chair of the board of directors (or a person authorised by him), or

\_\_\_\_\_  
Name of proxy holder (in capital letters)

a proxy to attend and vote my/our shares at the Ordinary General Meeting of Statoil ASA on 11 May 2016.

The votes shall be exercised in accordance with the instructions below. Please note that if any items below are not voted on (not ticked off), this will be deemed to be an instruction to vote in accordance with the board's and the nomination committee's recommendations. However, if any motions are made from the floor in addition to or as replacement of the proposals in the notice, the proxy holder may vote or abstain from voting at his discretion. In such case, the proxy holder will vote on the basis of his reasonable understanding of the instructions. The same applies if there is any doubt as to how the instructions should be understood. Where no such reasonable interpretation is possible, the proxy holder may abstain from voting.

Agenda Ordinary General Meeting 2016	For	Against	Abstention
3. Election of chair for the meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of the notice and the agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. Election of two persons to co-sign the minutes together with the chair of the meeting	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Approval of the annual report and accounts for Statoil ASA and the Statoil group for 2015, including the board of directors' proposal for distribution of 4Q 2015 dividend	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Authorisation to distribute dividend based on approved annual accounts for 2015	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Approval of a two-year scrip dividend			
8.1 Share capital increase for issue of new shares in connection with payment of dividend for 4Q 2015	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8.2 Authorisation to the board of directors to increase the share capital in connection with payment of dividend for 1Q to 3Q 2016	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Proposal from shareholder regarding Statoil's strategy	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. The board of directors' report on Corporate Governance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. The board of directors' declaration on stipulation of salary and other remuneration for executive management			
11.1 Advisory vote related to the board of directors' declaration on stipulation of salary and other remuneration for executive management	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11.2 Approval of the board of directors' proposal related to remuneration linked to the development of the company's share price	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Approval of remuneration for the company's external auditor for 2015	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Election of members to the corporate assembly			
The nomination committee's joint proposal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<u>or</u> (individual voting)			
Member Tone Lunde Bakker (existing member, nominated as new chair)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Nils Bastiansen (new election, nominated as deputy chair)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Greger Mannsverk (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Steinar Olsen (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Ingvald Strømmen (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Rune Bjerke (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Siri Kalvig (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Terje Venold (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Kjersti Kleven (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Birgitte Ringstad Vartdal (new member, existing 4. deputy member)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Jarle Roth (new election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Kathrine Næss (new election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
1. deputy member: Kjerstin Fyllingen (new election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. deputy member: Nina Kivijervi Jonassen (existing 3. deputy member)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. deputy member: Håkon Volldal (new election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. deputy member: Kari Skeidsvoll Moe (new election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14. Election of members to the nomination committee			
The nomination committee's joint proposal	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
<u>or</u> (individual voting)			
Chair Tone Lunde Bakker (existing member, new election as chair)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Tom Rathke (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Elisabeth Berge with personal deputy member Bjørn Ståle Haavik (re-election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Member Jarle Roth (new election)	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15. Authorisation to acquire Statoil ASA shares in the market to continue operation of the share savings plan for employees.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
16. Authorisation to acquire Statoil ASA shares in the market for subsequent annulment	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17. Marketing Instructions for Statoil ASA - adjustments	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place

Date

Shareholder's signature

(Only for granting proxy with voting instructions)

With regard to rights of attendance and voting, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.