

Proposal from shareholders and response from the board of directors

Item 8 for Equinor's annual general meeting 15 May 2019

Proposal from shareholders to refrain from oil and gas exploration and production activities in certain areas

Two shareholders have proposed the following:

"Our company's planned drilling in frontier areas, immature areas and particularly sensitive areas, is not in the best long-term interest of its shareholders.

Given the need to halve global greenhouse gas emissions by 2030 in order to avoid global warming to exceed 1,5 degrees, shareholders call on our company to refrain from oil and gas drilling for exploration and/ or production in frontier areas (such as the Great Australian Bight), immature areas (such as the Barents sea south east) and areas of particular high ecological value or sensitivity, (for example vulnerable marine ecosystems (VME)).

Such projects represent both reputational risk and require significant capital expenditure. This outlay of funds is not in the interests of shareholders, and constitutes financial and reputational risk to our company."

Frontier areas: New areas with no previous history of production. Such as the Great Australian Bight, where there is no history of offshore petroleum production and the region supports a complex and pristine marine wilderness environment of significant ecological value.

Immature areas: Areas with lack of existing infrastructure and/ or little knowledge about the geology and/ or with greater extent of technical challenges. Such as the northern and eastern part of the opened areas of the Barents sea.

The board's response to item 8 "Proposal from shareholders to refrain from oil and gas exploration and production activities in certain areas" raised to Equinor ASA's annual general meeting 15 May 2019

Providing sustainable and affordable energy to a growing world population while combatting climate change represents one of the greatest challenges of our time. Equinor supports the goals of the Paris Agreement and fully recognises the need for the oil and gas industry's contributions to limit global warming through actions. Equinor has climate at the core of its business strategy and our ambition is to remain an industry leader in carbon efficiency.

Equinor's exploration strategy is anchored in the corporate strategy. All exploration activity - access to acreage, maturation of prospects and drilling of exploration wells - is subject to thorough analysis and planning. The purpose of this process is to ensure that our exploration activity is carried out safely and with minimal impact to the environment, that it can generate value to shareholders and society and that the carbon footprint is as low as possible.

A limited part of the company's overall exploration activity targets unproven areas with significant potential if proven. The Great Australian Bight is one such area, where 13 exploration wells have been safely drilled so far. Since 2011, the Australian Government has awarded 11 exploration permits in this area. Equinor entered the basin in 2013, and in 2017 the company took over as operator for two permits. The current work program includes a commitment to drill one exploration well, currently being planned 372 kilometers from the closest point at shore. Equinor has significant experience operating under comparable conditions. The main approval required prior to drilling is the Environment Plan (EP). The EP is a comprehensive document that describes all the measures the company will put in place to avoid and mitigate environmental risks and impacts, and demonstrates that the exploration activity can be undertaken in a safe and environmentally responsible way. It is up to Australia's independent regulator to assess this plan before any activity can start.

In order to explore the Norwegian Continental Shelf to its full potential, Equinor has safely drilled a number of exploration wells in the Barents Sea, generating several valuable discoveries. The Equinor operated Snøhvit field came in production in 2007. Equinor is also operator for the Castberg field, currently under development. Petroleum activities have taken place in the Barents Sea since 1980. Both relevant authorities and the industry have extensive experience in managing operations in these waters and the company has over many years demonstrated that it

can generate value and operate safely and with minimal impact on the environment in this part of the Norwegian Continental Shelf.

Ecological value and environmental sensitivity are key parameters assessed in the company's process for access, maturation and preparation of exploration activities. The process is designed to identify all environmental risks and mitigations, and exploration drilling will only be initiated if thorough analysis and well planning demonstrate that it can be executed safely within the company's acceptance criteria and in compliance with relevant legislation and regulations.

The board of directors is of the opinion that Equinor has robust processes in place to ensure that operations are carried out in the best possible manner, and that environmental risks are reduced to the lowest possible level for areas described.

Based on the above, the board of directors recommends the annual general meeting to vote against the proposal.

Item 9 for Equinor's annual general meeting 15 May 2019

Proposal from shareholder regarding setting medium and long-term quantitative targets that include Scope 1, 2 and 3 greenhouse gas emissions

A shareholder has proposed the following:

"Shareholders request the company to set and publish targets that are aligned with the goal of the Paris Climate Agreement to limit global warming to well below 2°C.

These targets need at least to cover the greenhouse gas (GHG) emissions of the company's operations and the use of its energy products (Scope 1, 2, and 3), and to be intermediate and long-term.

We request that the company base these targets on quantitative metrics such as GHG intensity metrics (GHG emissions per unit of energy) or other quantitative metrics that the company deem suitable to align their targets with a well-below-2°C pathway.

Shareholders request that annual reporting include information about plans and progress to achieve these targets (at reasonable cost and omitting proprietary information).

You have our support."

Supporting Statement

The oil and gas industry can make or break the goal of the Paris Climate Agreement. Therefore, oil and gas companies need the support of their shareholders to change course: first to align their targets with the Paris Climate Agreement, and second to invest accordingly in the energy transition to a net-zero emission energy system.

Fiduciary duty

We, the shareholders, understand this support to be our fiduciary duty. A growing international consensus has emerged among financial institutions that achieving the goal of Paris is essential to risk management and responsible stewardship of the world economy. Institutional investors foresee that they cannot make a decent return on capital in a world economy disrupted by devastating climate change.

Net-zero emissions

The goal of the Paris Climate Agreement is to limit global warming to well below 2°C above pre-industrial levels, to aim for a global net-zero-emission energy system, and to pursue efforts to limit the temperature increase to 1.5°C. In 2018, the IPCC emphasized that to limit global warming to 1.5°C, CO₂ emissions must reach net zero by 2050.

Scope 3

Emissions from energy products (Scope 3) are crucial in the Paris Climate Agreement, and we therefore support you to include these in your targets. In 2017, Royal Dutch Shell plc set the example by including Scope 3 in their ambition to halve their carbon intensity by 2050. However, this ambition is not in line with a well-below-2°C pathway. This climate resolution reflects our belief that we need targets that are truly aligned with a well-below-2°C pathway across the whole energy sector.

We therefore encourage the company to set targets that are inspirational for society, employees, and shareholders, allowing the company to meet increasing demand for energy while reducing GHG emissions to levels compatible with the global intergovernmental consensus specified by the Paris Climate Agreement.

You have our support.

The board's response to item 9 "Proposal from shareholder regarding setting medium and long-term quantitative targets that include Scope 1, 2 and 3 greenhouse gas emissions" raised to Equinor ASA's annual general meeting 15 May 2019

Climate change represents one of the greatest challenges of our time and Equinor strongly supports the ambitions of the Paris Agreement. The company has – as an integrated part of the company's strategy work – established a Climate Roadmap with a holistic approach to climate and the energy transition. Equinor's Climate Roadmap sets out clear reduction targets for own greenhouse gas emissions and growth within the area of new energy solutions and renewables. Equinor has also established key performance indicators related to carbon efficiency and linked this to executive remuneration.

Changing the world's energy system to meet the growing global energy demand in a more sustainable way is a considerable challenge for society at large. Significant renewable energy investments are required. At the same time, recognized energy scenarios, including scenarios that limit global warming to below 2 degrees Celsius compared to pre-industrial times, show significant oil and gas demand for several decades, including by gas replacing coal. Declining production from existing fields means that society depends on new energy supply being brought to the market.

Equinor's ambition is to remain one of the world's most carbon efficient oil and gas producers. In parallel, the company will further develop an industrial position within renewable energy. This will enable us to continue to create value for our shareholders in a responsible way. Equinor is also involved in technology development and industrial cooperation both in Norway and internationally aimed at developing technologies that can help reduce assisting to reduce emissions at scale, such as carbon capture and storage (CCS).

Equinor is currently recognised as a leader in climate-related disclosures by investors¹ and was recently rated as the company "most prepared for energy transition" by CDP². In particular, this is due to Equinor's Climate Roadmap, industry leadership on carbon efficiency, as well as leadership on climate-related risk disclosures and implementation of the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD).

Equinor is committed to playing an active and positive role in society's decarbonisation through engagement, technology, operations, innovation and investments. Our activities do not include direct engagement with end users of products. However, we pursue projects in the areas of hydrogen and CCS, we strongly support carbon pricing and have launched plans to invest in natural carbon sinks in form of protection of tropical rainforest.

The board of directors recommends the annual general meeting to vote against the proposal.

¹ Institutional Investor Group on Climate Change (2017): Investor Climate Compass: Oil and Gas ([link](#))

² CDP (2018) Beyond the cycle ([link](#))

Item 10 for Equinor's annual general meeting 15 May 2019

Proposal from shareholder regarding new direction for the company including phasing out of all exploration activities within two years

A shareholder has proposed the following:

"The board should present a strategy for real business transformation to sustainable energy production, thus reducing shareholder risk and ensuring shareholder value. The strategy is assumed to be based on the following intermediate objectives:

1. *Full phasing out of all exploration activity and exploratory drilling for fossil energy resources by 2021*
2. *Full focus on renewable energy development and production offshore and onshore, aiming at full energy balance by 2030*
3. *Full phasing out of all fossil-based energy production by 2045*

The strategy, including environmental impact assessment, to be presented to the 2020 annual general meeting."

The board's response to item 10 "Proposal from shareholder regarding new direction for the company including phasing out of all exploration activities within two years" raised to Equinor ASA's annual general meeting 15 May 2019

Climate change represents one of the greatest challenges of our time. Equinor supports the goals of the Paris Agreement, and the company has established a Climate Roadmap as an integrated part of the company's strategy.

A transformation of the world's energy systems is needed to achieve the goals of the Paris Agreement. The dual challenge of affordable energy for all, combined with significantly reduced emissions, is a societal challenge, where governments, investors, companies and consumers all have important roles to play.

Equinor is developing as a broad energy company, with oil and gas, renewable energy and carbon capture and storage (CCS) as integrated parts of its business. The company's strategy and recent name change provide clear signals of the intent to shift towards a greater proportion of low-carbon assets in the portfolio. Equinor expects to increase its investments in renewable energy and new energy solutions, assuming that it can access and mature profitable projects.

As production from existing oil and gas fields declines, there is a need for new supply to meet the future demand for energy. Even in recognized scenarios for the future that are aligned with the goals of the Paris Agreement, there is considerable need for oil and gas over the next decades. Equinor wants to achieve this in the most sustainable manner possible, for example by using gas to replace coal and ensuring that oil and gas production takes place with minimal energy consumption and the lowest possible greenhouse gas emissions. The board of directors is of the opinion that the company makes the necessary preparations to ensure that the operations are carried out in the best possible manner, and that environmental risks are reduced to the lowest possible level. Comprehensive analysis, risk reduction measures and thorough contingency plans are important prerequisites for all Equinor's operations.

Equinor sees its low-carbon strategy as a competitive advantage which creates long term value for the company's shareholders. Equinor is recognised for its Climate Roadmap and transparency on climate-related risk and annually stress tests its portfolio against low-carbon scenarios. In 2018 CDP¹ rated Equinor as the oil and gas major most prepared for energy transition in its report "Beyond the Cycle".

Furthermore, the board stresses the importance of complying with the principles of good corporate governance, which state that the company's strategy is to be determined by the board.

Therefore, the board of directors recommends the annual general meeting to vote against the proposal.

¹ CDP (formerly the Carbon Disclosure Project) is a not-for-profit organisation running the global disclosure system for investors, companies, cities, states and regions to manage environmental impacts, with particular focus on climate-related data.

Item 19 raised to Equinor ASA's annual general meeting on 15 May 2019

Proposal from a shareholder to stop CO2 capture and storage

A shareholder has proposed the following:

"All Equinor's efforts within CO2 capture and storage to be immediately abandoned."

Background:

Climate focus on man-made CO2 emissions is most likely a false trail, which has also been confirmed by tens of thousands of top-notch researchers. Norwegian professors and top-notch researchers dissociate themselves with the claim of man-made CO2 emissions and do not want to contribute with input to IPCC as manipulation of temperature data and elimination of climate reports that do not support so-called man-made emissions have been revealed.

There is no reason why Norway in general, and Equinor in particular, should be at the front of the "climate battle", a strange project aimed at stabilising climate by reducing man-made CO2 emissions in the atmosphere by a highly marginal percentage about 0.0014%. 15 other highly important parameters, such as sun, cosmic radiation, ocean and wind systems, UHT, volcanos etc. in a chaotic system cannot be controlled, and consequently all climate reports have been up to 580% wrong.

The interest in and follow-up of the Paris Agreement is modest, as the US, India, China, Russian, Australia, South-America and Eastern Europe have more or less opted out, e.g. by building 2.500 coal-fired power plants up to 2030.

Norway's CO2 share is about 0.13%, and is uninteresting in any context and without measurable and noticeable climate effect.

The global climate has typically varied by between 10 and 25 degrees and the temperature is below average by 15 degrees, flattening out over the past 20 years.

Based on objective climate facts, broad resistance in research communities and geohistory, where there is, e.g., zero correlation between CO2 and temperature over the past 600 million years, Equinor's focus on CO2 storage cannot not be justified, neither scientifically, nor financially.

The board's response to item 19 "Proposal from a shareholder to stop CO2 capture and storage" raised to Equinor ASA's annual general meeting 15 May 2019

Equinor supports the goals of the Paris Agreement.

Our purpose is to "turn natural resources into energy for people and progress for society". To thrive in the energy transition, we aim to maintain our position as an industry leader in carbon efficient oil and gas production, continue to grow in new energy solutions and play an active role in society's decarbonisation. We see our low carbon strategy as a competitive advantage which creates long term value for our shareholders.

A transformation of the world's energy systems is needed to achieve the goals of the Paris Agreement. The challenge of affordable energy for all, combined with significantly reduced emissions, is a societal challenge, where governments, investors, companies and consumers all have important roles to play, including Equinor. Carbon capture and storage is seen as particularly important in this regard.

The board of directors recommends the annual general meeting to vote against the proposal.