



**Statoil**

Information & FAQs for Statoil ADS  
holders

## Summary ADS Details

Ticker: STO  
Exchange: NYSE  
Ratio: 1 ADS : 1 ORD  
DR ISIN: US85771P1021  
CUSIP: 85771P102

## Contact details for ADS Holders

Your ADR holding is managed by Deutsche Bank's transfer agent, American Stock Transfer & Trust Company, LLC (AST), who are responsible for maintaining and updating your holding details accurately and for helping you with the administration of your holding. For enquiries, please contact:

American Stock Transfer & Trust Company, LLC  
6201 15th Avenue  
Brooklyn,  
NY 11219 USA

Email: [db@astfinancial.com](mailto:db@astfinancial.com)

Toll-free: +1 (866) 249-2593  
Direct Dial: +1 (718) 921-8137

Further details can be found on the Deutsche Bank website:  
[https://www.adr.db.com/drwebrebrand/dr-universe/dr\\_details.html?identifier=1951](https://www.adr.db.com/drwebrebrand/dr-universe/dr_details.html?identifier=1951)

## The Statoil ADS depositary bank

Deutsche Bank acts as Depositary bank for the Statoil ADSs and performs the following roles for holders:

- Records and maintains the register of ADR holders
- Acts as the stock transfer agent
- Distributes dividends in U.S. dollars
- Facilitates the proxy voting process and exercises the voting rights on behalf of ADR holders
- Issues and cancels Statoil ADSs

Deutsche Bank broker services desk can be contacted on:

New York: +1 212 250 9100  
London: +44 207 547 6500

## ADR FAQs

**The following information does not contain all information that may be important to you. For more complete information, we highly recommend that you read the entire deposit agreement and the form of American Depositary Receipt, which contains the American Depositary Shares terms.**

### What is an American Depositary Receipt (ADR)?

ADRs are a negotiable US dollar denominated certificate representing ownership of shares in a non-US company. A Statoil ADR is a US dollar denominated form of equity ownership in Statoil, representing ordinary shares on deposit in Norway which carry the rights attached to them as detailed in the Depositary Agreement. Holders of ADRs receive dividends in US dollars and have the right to vote on shareholders resolutions. The term ADR and ADS are often used interchangeably. ADRs were specifically designed to facilitate the purchase, holding and sale of non-U.S. securities by US investors.

### What is an ADR ratio?

This is the relation between the number of ADRs and the number of ordinary shares. Every one Statoil ordinary share represents one Statoil ADR.

### What are the benefits of ADRs to US investors?

U.S. investors may prefer to purchase ADRs rather than ordinary shares in the issuer's home market because ADRs trade, clear and settle according to U.S. market conventions. One of ADRs' top advantages is the facilitated diversification into foreign securities. ADRs also allow easy comparison to securities of similar companies as well as access to price and trading information.

### Why did you establish an ADR program?

Statoil established the ADR program to make it easier for US investors to buy the Statoil share. Trading ADRs simplifies foreign investments for US investors as administrative costs are reduced and capital gains are realized in US dollars.

### What types of companies issue ADRs?

ADR issuers are typically large multinational corporations. Any non-U.S. company seeking to raise capital in the U.S. or increase their base of U.S. investors can issue ADRs.

### Is it easy to get information and updates on the Statoil ADR?

Trading information is readily available on the Depository bank's website:

[https://www.adr.db.com/drwebrebrand/dr-universe/dr\\_details.html?identifier=1951](https://www.adr.db.com/drwebrebrand/dr-universe/dr_details.html?identifier=1951)

### Where are Statoil ADRs traded?

Statoil ADRs are traded on the New York Stock Exchange (NYSE).

### Who is Statoil's depositary for ADRs?

Deutsche Bank Trust Company Americas. The depositary bank plays a key role in issuance as well as cancellation of ADRs. It also maintains the ADR holder register, distributes the dividends in US dollars and facilitates the exercise by the ADRs holders of their voting rights (if applicable).

### What currency are Statoil ADRs denominated in?

Statoil ADRs are denominated in US dollars.

### What is the difference between a Registered ADR holder and a Beneficial ADR holder?

A registered holder is one whose name appears on the books of the depositary bank. The registered holder is considered the owner of record. A beneficial holder is one whose holdings are registered in a name other than their own, such as in the name of a broker, bank or nominee.

### How do I vote my ADRs at the Annual General Meeting (AGM)?

For those holders which are not registered because their shares are held through a 'Street name' (nominee account), your nominee will receive company documents from time to time from Deutsche Bank to distribute to ADS holders. You need to make arrangements with your nominee if you wish to receive such documents and to be able to exercise your vote through the depositary bank at general meetings. Registered ADR holders will receive proxy materials directly from the transfer agent.

### How do I convert my ordinary shares into ADRs?

Converting ordinary shares into ADRs must be done through a broker, investment advisor, or for registered holders through Deutsche Bank Trust Company Americas. You can contact Deutsche Bank broker services desk on +1 212 250 9100 or +44 207 547 6500

### How may I check how many ADRs I hold?

If you do not hold via a broker, bank or nominee, please contact our transfer agent, AST. Contact details are in the 'Summary ADS details' section above.

## Dividend Fee FAQs

### Is there a fee to be paid by ADS holders in respect of cash dividends?

Yes, commencing from the 3Q 2015 dividend, ADS holders who have received a cash dividend have been charged \$0.005 per ADS for any cash distribution made. This fee has been deducted from your cash dividends.

### Why are shareholders being charged a fee on their dividend payment?

There are a number of costs associated with maintaining the NYSE ADS listing and SEC registration, including Sarbanes-Oxley related expenses and administering the ADS facility. Statoil intends to use the fees it receives to offset, in part, these costs.

### Why are additional fees being introduced now?

It is increasingly standard practice for depositary banks to charge ADR shareholders a dividend fee. In recent years, a number of companies with NASDAQ and NYSE listed ADRs have introduced dividend fees and/or increased fees. Statoil has taken the decision to follow this trend based on the costs associated with maintaining the program (as described above).

### How is the dividend fee determined?

The dividend fee is stipulated in the Deposit Agreement between the depositary bank and the company based upon industry standards. The Deposit Agreement is filed with the SEC and is readily accessible by the public.

### What should I do if I do not wish to pay the dividend fee but still wish to retain a shareholding in Statoil?

ADR shareholders can convert their ADRs to ordinary shares denominated in Norwegian Krone and quoted on the Oslo Stock Exchange by contacting their broker and requesting a cancellation of their ADRs. Shareholders will need to have a local brokerage account in order to take custody of the ordinary shares as no physical share certificates are available. Note that future dividend payments will then be made in Norwegian Krone so conversion costs into US dollars need to be considered.