

**IMPERIAL OIL LIMITED**  
**VOTING RESULTS**  
**ANNUAL MEETING OF SHAREHOLDERS MAY 2, 2006**

**Reappointment of PricewaterhouseCoopers LLP as auditors**

	Votes FOR	%	Votes WITHHELD	%
Total	279,930,895	99.86%	405,697	0.14%
Publicly traded shares	49,980,526	99.19%	405,697	0.81%

**Election of directors**

Nominee:		Votes FOR	%	Votes WITHHELD	%
R.L. Randy Broiles	Total	280,148,724	99.93%	188,000	0.07%
	Publicly traded shares	50,198,355	99.63%	188,000	0.37%
T.J. (Tim) Hearn	Total	280,102,895	99.92%	233,829	0.08%
	Publicly traded shares	50,152,526	99.54%	233,829	0.46%
J.M. (Jack) Mintz	Total	279,895,784	99.84%	440,940	0.16%
	Publicly traded shares	49,945,415	99.12%	440,940	0.88%
R. (Roger) Phillips	Total	279,918,966	99.85%	417,758	0.15%
	Publicly traded shares	49,968,597	99.17%	417,758	0.83%
J.F. (Jim) Shepard	Total	279,911,886	99.85%	424,838	0.15%
	Publicly traded shares	49,961,517	99.16%	424,838	0.84%
P.A. (Paul) Smith	Total	280,106,705	99.92%	230,019	0.08%
	Publicly traded shares	50,156,336	99.54%	230,019	0.46%
S.D. (Sheelagh) Whittaker	Total	279,898,227	99.84%	438,497	0.16%
	Publicly traded shares	49,947,858	99.13%	438,497	0.87%
V.L. (Victor) Young	Total	279,703,080	99.77%	633,624	0.23%
	Publicly traded shares	49,752,711	98.74%	633,624	1.26%

**Special Resolution**

Approve a special resolution to divide the issued common shares on a three-for-one basis and increase the maximum number of authorized common shares to 1.1 billion.

	Votes FOR	%	Votes AGAINST	%
Total	279,821,464	99.95%	142,704	0.05%
Publicly traded shares	49,871,095	99.71%	142,704	0.29%