

	In case of discrepancy between the Norwegian language original text and the English language translation, the Norwegian text shall prevail
<p>Til aksjeeierne i Aker BP ASA</p> <p>INNKALLING TIL ORDINÆR GENERALFORSAMLING</p> <p>Styret i Aker BP ASA ("Selskapet") innkaller med dette til ordinær generalforsamling.</p> <p>Tid: 16. april 2020 kl. 09.00 Sted: Aker BP ASA, Oksenøyveien 10, 1366 Lysaker</p> <p>Selskapets styre foreslår følgende dagsorden for generalforsamlingen:</p> <ol style="list-style-type: none"> 1. Åpning av møtet ved Øyvind Eriksen, styrets leder, med opptak av fortegnelse over møtende aksjeeiere og fullmakter (Ingen avstemming) 2. Valg av møteleder og en person til å medundertegne protokollen 3. Godkjenning av innkalling og dagsorden 4. Godkjenning av årsregnskap og årsberetning for 2019, samt behandling av redegjørelse om eierstyring og selskapsledelse 5. Styrets erklæring om lønn og annen godtgjørelse til ledende ansatte <ol style="list-style-type: none"> (i) Orientering vedrørende Selskapets lederlønnspolitikk i foregående regnskapsår 6. Godtgjørelse til Selskapets revisor for 2019 	<p>To the Shareholders of Aker BP ASA</p> <p>NOTICE OF ANNUAL GENERAL MEETING</p> <p>The board of directors of Aker BP ASA (the "Company") hereby convenes an annual general meeting.</p> <p>Time: April 16 2020 at 09:00 hours (CET) Place: Aker BP ASA, Oksenøyveien 10, 1366 Lysaker, Norway</p> <p>The board of directors of the Company proposes the following agenda for the general meeting:</p> <ol style="list-style-type: none"> 1. Opening of the meeting by Øyvind Eriksen, chairman of the board of directors, including taking attendance of shareholders present and proxies (No voting) 2. Election of chairman to preside over the meeting and of one person to co-sign the minutes 3. Approval of notice and agenda 4. Approval of the annual accounts and annual report for 2019, as well as consideration of the statement on corporate governance 5. The declaration by the board of directors on salaries and other remuneration to senior executive officers <ol style="list-style-type: none"> (i) An account of the Company's policy for remuneration of senior executive officers in the previous financial year 6. Remuneration to the Company's auditor for 2019

7. Godtgjørelse til styrets medlemmer
8. Godtgjørelse til valgkomiteens medlemmer
9. Valg av medlemmer til styret
10. Valg av medlemmer til valgkomiteen
11. Styrefullmakt til kapitalforhøyelse
12. Fullmakt til styret til erverv av egne aksjer
13. Fullmakt til styret til å beslutte utbytte

Det er **360 113 509** aksjer i Selskapet, og hver aksje gir én stemme. Selskapet har per datoen for denne innkallingen 500.000 egne aksjer. Med hensyn til forvalterregistrerte aksjer, er det Selskapets syn at verken den reelle eieren eller forvalteren har rett til å stemme for slike aksjer. Den reelle eieren av disse aksjene kan imidlertid stemme for aksjene hvis aksjene overføres til en ordinær VPS-konto som står i navnet til eieren per eierregisterdato 6. april 2020. Beslutninger om stemmerett for aksjeeiere og fullmektiger treffes av møteåpner, hvis beslutning kan omgjøres av generalforsamlingen med alminnelig flertall.

I henhold til vedtektene § 7 er retten til å delta og stemme på generalforsamlingen forbeholdt aksjeeiere som er innført i aksjeeierregisteret den femte virkedagen før generalforsamlingen, dvs 6. april 2020 (registreringsdatoen).

7. Remuneration to the members of the Board of Directors
8. Remuneration to members of the nomination committee
9. Election of board members
10. Election of members of the nomination committee
11. Authorisation to the board of directors to increase the share capital
12. Authorisation to the board of directors to acquire treasury shares
13. Authorisation to the board of directors to approve distribution of dividends

There are **360 113 509** shares in the Company, and each share carries one vote. As of the date of this notice, the Company holds 500.000 own shares. With respect to custodian registered shares, it is the Company's view that neither the beneficial holder nor the custodian is entitled to vote for such shares. The beneficial holder of the shares may, however, vote for the shares provided that the shares are transferred to an ordinary VPS account registered in the name of the holder per Record date 6. April 2020. Decisions regarding voting rights for shareholders and proxy holders are made by the person opening the meeting, whose decisions may be reversed by the general meeting by simple majority vote.

Pursuant to section 7 of the Company's articles of association the right to attend and vote at the general meeting is reserved for shareholders who are registered in the shareholders' registry on the fifth business day prior to the general meeting, i.e. on 6 April 2020 (the record date).

<p>Aksjeeiere som ønsker å delta på generalforsamlingen, enten selv eller ved å gi fullmakt, oppfordres til å registre dette elektronisk via Selskapets hjemmeside www.akerbp.com eller via Investortjenester (VPS Investor services). For å få tilgang til elektronisk påmelding/fullmakt/ via Selskapets hjemmeside, må referansenummer og pinkode angitt på vedlagte påmeldingsskjema oppgis. Alternativt kan vedlagt blankett sendes på e-post til genf@dnb.no, eller postadresse: DNB Bank ASA, Verdipapirservice, Postboks 1600 Sentrum, 0021 Oslo, Norge.</p>	<p>Shareholders who wish to attend the general meeting either in person or through proxy is encouraged to register this electronically through the Company's website www.akerbp.com or through Investortjenester (VPS Investor service). To access the electronic system for notification of attendance/proxy through the Company's website, the reference number and pin code set out in the attached notice of attendance form must be stated. Alternatively attached form may be sent by e-mail to genf@dnb.no, or regular post to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway.</p>
<p>Selskapet har åpnet for at aksjonærene kan forhåndsstemme. Forhåndsstemmer kan kun registreres elektronisk, enten via Selskapets hjemmeside www.akerbp.com eller via Investortjenester (VPS Investor services). For å få tilgang via Selskapets hjemmeside, må referansenummer og pinkode angitt på vedlagte påmeldingsskjema oppgis.</p>	<p>The company accepts Advance votes. Advance votes can only be registered electronically, either through the Company's website www.akerbp.com or through Investortjenester (VPS Investor service). To access through the Company's website, the reference number and pin code set out in the attached notice of attendance form must be stated.</p>
<p>Fullmakt med stemmeinstruks til styrets leder kan ikke registreres elektronisk, og vedlagte blankett må sendes til DNB Bank ASA, Verdipapirservice på ovenstående e-post eller postadresse.</p>	<p>Proxy with voting instructions to chair of the board cannot be registered electronically, and attached form must be sent DNB Bank ASA, registrars department on the above e-mail or postal address.</p>
<p>Påmelding, fullmakt, fullmakt med stemmeinstruks eller forhåndsstemmer bes sent inn innen 14. april 2020.</p>	<p>Attendance, proxy, proxy with voting instructions or advance votes are asked to be sent in by April 14, 2020.</p>
<p>Aksjeeiere har rett til å fremsette forslag til vedtak i de saker som generalforsamlingen skal behandle. Aksjeeiere har rett til å ta med rådgiver, og kan gi talerett til én rådgiver.</p>	<p>Shareholders have the right to suggest resolutions in matters that are on the agenda of the general meeting. Shareholders have the right to be assisted by an adviser, and may give one advisor the right to speak.</p>
<p>En aksjeeier kan kreve at styremedlemmer og daglig leder på generalforsamlingen gir tilgjengelige opplysninger om forhold som kan innvirke på bedømmelsen av saker som er forelagt aksjeeierne til avgjørelse. Det samme gjelder opplysninger om Selskapets økonomiske stilling og andre saker som generalforsamlingen skal behandle, med mindre de opplysninger som kreves, ikke kan gis uten uforholdsmessig skade for Selskapet.</p>	<p>A shareholder may demand that board members and the chief executive officer provide available information at the general meeting about matters which may affect the assessment of items which have been presented to the shareholders for decision. The same applies to information regarding the Company's financial position and other business to be transacted at the general meeting, unless the information demanded cannot be disclosed without causing disproportionate harm to the Company.</p>
<p>I overensstemmelse med vedtektene pkt. 7 sendes ikke vedleggene til innkallingen med post til</p>	<p>In accordance with section 7 of the Company's articles of association, the appendices to the notice</p>

aksjonærene. Enhver aksjonær kan dog kreve at vedleggene sendes vederlagsfritt til vedkommende med post. Dersom en aksjeeier ønsker å få tilsendt dokumentene, kan henvendelse rettes til Selskapet på telefon: +47 51353000, eller ved å sende en forespørsel pr e-post til administrasjonen@akerbp.com.

Informasjon vedrørende den ordinære generalforsamlingen, herunder denne innkalling med vedlegg og Selskapets vedtekter, er tilgjengelig på Selskapets nettside www.akerbp.com.

Med vennlig hilsen,
for styret i Aker BP ASA

Øyvind Eriksen,
Styrets leder

Styrets forslag

Til sak 4 Godkjenning av årsregnskap og årsberetning for 2019

1. Styrets forslag til årsregnskap og årsberetning for regnskapsåret 2019, revisors beretning samt forslag til vedtak vil bli gjort tilgjengelige på Selskapets nettside under fanen [Investor/Rapporter/Kvartals-og-arsrapporter](#)

Styrets forslag til vedtak vil bli kunngjort på Selskapets nettside, www.akerbp.com, under fanen Investor/Aksjen/Generalforsamling.

Til sak 5 Styrets erklæring om lønn og annen godtgjørelse til ledende ansatte

1. Styrets erklæring om lønn og annen godtgjørelse til ledende ansatte er beskrevet i note 8 i årsregnskapet som vil bli gjort tilgjengelig på Selskapets nettside, [Investor/Aksjen/Generalforsamling](#)

Styret foreslår at generalforsamlingen fatter følgende vedtak:

will not be sent by post to the shareholders. A shareholder may nonetheless demand to be sent the appendices by post free of charge. If a shareholder wishes to have the documents sent to him, such request can be addressed to the Company by way of telephone: +47 51353000 or by email to administrasjonen@akerbp.com.no.

Information regarding the annual general meeting, including this notice with attachments and the Company's articles of association, is available at the Company's website www.akerbp.com.

Yours sincerely,
for the board of directors of Aker BP ASA

Øyvind Eriksen,
Chairman of the board

The proposals of the board of directors

To item 4 Approval of the annual accounts and the annual report for 2019

2. The board of directors' proposal for annual accounts and annual report for the financial year 2019, the auditor's report as well as proposal for resolution will be made available at the Company's website under the tab [Investor/Reports/Quarterly and Annual reports](#)

The board of directors' proposal for resolution will be made available on the Company's website, www.akerbp.com, under the tab Investor/The Share/General Meeting.

To item 5 The declaration by the board of directors on salaries and other remuneration to senior executive officers

1. The declaration by the board of directors on salary and other remuneration to the management is described in note 8 of the annual accounts which will be made available on the Company's website, [Investor/Share/Annual meeting](#)

The board of directors proposes that the general meeting makes the following resolution:

"Generalforsamlingen gir sin tilslutning til styrets retningslinjer for godtgjørelse til ledende ansatte fram til ordinær generalforsamling 2021."

Til sak 6 Godtgjørelse til Selskapets revisor for 2019

Godtgjørelse til Selskapets revisor for konsulenttenester er beskrevet i note 7 i årsregnskapet som vil bli gjort tilgjengelig på Selskapets nettside, www.akerbp.com, under fanen Investor/Aksjen/Generalforsamling.

Styret foreslår at generalforsamlingen treffer følgende vedtak:

"Godtgjørelse til revisor for 2019 på USD 685 000 godkjennes."

Til sak 7 Godtgjørelse til styrets medlemmer

Valgkomiteens forslag vil bli kunngjort på Selskapets nettside, www.akerbp.com, under fanen Investor/Aksjen/Generalforsamling.

Til sak 8 Godtgjørelse til valgkomiteens medlemmer

Valgkomiteens forslag vil bli kunngjort på Selskapets nettside, www.akerbp.com, under fanen Investor/Aksjen/Generalforsamling.

Til sak 9 Valg av medlemmer til styret

Valgkomiteens forslag vil bli kunngjort på Selskapets nettside, www.akerbp.com, under fanen Investor/Aksjen/Generalforsamling.

Til sak 10 Valg av medlemmer til valgkomiteen

Valgkomiteens forslag vil bli kunngjort på Selskapets nettside, www.akerbp.com, under fanen Investor/Aksjen/Generalforsamling.

"The general meeting endorses the board of directors' guidelines on remuneration to senior executive officers until the annual general meeting in 2021."

To item 6 Remuneration to the Company's auditor for 2019

Remuneration to the Company's auditor for consultancy is described in note 7 of the annual accounts which will be made available on the Company's website, www.akerbp.com, under the tab Investor/The Share/General Meeting.

The board of directors proposes that the general meeting makes the following resolution:

"Remuneration to the auditor for 2019 of USD 685 000 is approved."

To item 7 Remuneration to members of the Board of Directors

The nomination committee's proposal will be made available on the Company's website, www.akerbp.com, under the tab Investor/The Share/General Meeting.

To item 8 Remuneration to members of the nomination committee

The nomination committee's proposal will be made available on the Company's website, www.akerbp.com, under the tab Investor/The Share/General Meeting.

To item 9 Election of board members

The nomination committee's proposal will be made available on the Company's website, www.akerbp.com, under the tab Investor/The Share/General Meeting.

To item 10 Election of members of the nomination committee

The nomination committee's proposal will be made available on the Company's website, www.akerbp.com, under the tab Investor/The Share/General Meeting.

Til sak 11 Styrefullmakt til kapitalforhøyelse

Styret foreslår at generalforsamlingen gir styret fullmakt til å gjennomføre kapitalforhøyelse. Fullmakten foreslås å kunne benyttes til kapitalforhøyelser for styrking av Selskapets egenkapital, konvertering av gjeld til egenkapital, dekning av kapitalbehov knyttet til forretningsmuligheter og å kunne tilby aksjonærer som ønsker det muligheten til å motta eventuelt utbytte i form av aksjer.

Det foreslås at fullmakten skal kunne benyttes i en oppkjøpssituasjon, jf. verdipapirhandelloven § 6-17.

For å ivareta de formålene som er angitt for fullmakten, foreslår styret at aksjeeiernes fortrinnsrett skal kunne fravikes.

Ved tegning av aksjer må det legges vekt på at Selskapets aksjer er notert på Oslo Børs, og at kursutviklingen til enhver tid vil følge markedets vurderinger og forventninger knyttet til Selskapets utvikling. For øvrig vises det til selskapets årsberetning og regnskap for 2019.

Styret foreslår at generalforsamlingen treffer følgende vedtak:

”Selskapets styre tildeles fullmakt til kapitalforhøyelse i henhold til allmennaksjeloven § 10-14 på følgende vilkår:

1. Aksjekapitalen skal, i en eller flere omganger, i alt kunne forhøyes med inntil NOK 18 005 675.
2. Fullmakten kan benyttes til kapitalforhøyelser for styrking av Selskapets egenkapital, konvertering av gjeld til egenkapital, dekning av kapitalbehov knyttet til forretningsmuligheter og å kunne tilby

To item 11 Authorisation to the board of directors to increase the share capital

The board of directors proposes that the general meeting grant the board of directors an authorisation to increase the share capital. It is proposed that the authorisation can be utilized for share capital increases in order to strengthen the Company's equity, convert debt into equity, fund business opportunities and to be able to offer shares to shareholders who wish to receive possible dividend in the form of shares.

It is proposed that the authorisation may be utilized in connection with acquisitions, cf. the Norwegian Securities Trading Act section 6-17.

In order to meet the stated purposes of the authorisation, the board of directors proposes that the shareholders' pre-emptive rights may be set aside.

In connection with subscription of new shares, it must be taken into account that the Company's shares are listed on the Oslo Stock Exchange (Oslo Børs), and that the share price will vary in accordance with the general market's assessments and expectations related to the Company's development. In addition, it is referred to the Company's annual report and accounts for 2019.

The board of directors suggests that the general meeting adopts the following resolution:

”The Company's board of directors is authorised to increase the share capital in accordance with the Norwegian Public Limited Companies Act section 10-14, on the following conditions:

1. The share capital may, in one or more rounds, be increased by a total of up to NOK 18 005 675.
2. The authorisation can be utilized for share capital increases in order to strengthen the Company's equity, convert debt into equity, fund business opportunities and to be able to offer shares to shareholders who wish to

aksjonærer som ønsker det muligheten til å motta eventuelt utbytte i form av aksjer.

3. Fullmakten skal gjelde til ordinær generalforsamling i 2021, likevel senest til 30. juni 2021.
4. Aksjeeiernes fortrinnsrett etter allmennaksjeloven § 10-14 skal kunne fravikes.
5. Fullmakten omfatter kapitalforhøyelse mot innskudd i andre eiendeler enn penger eller rett til å pådra selskapet særlig plikter i henhold til allmennaksjeloven § 10-2.
6. Fullmakten omfatter beslutning om fusjon etter allmennaksjeloven § 13-5.
7. Fullmakten skal kunne benyttes i oppkjøpssituasjoner, jf. verdipapirhandeloven § 6-17.”

Til sak 12 - Fullmakt til styret til erverv av egne aksjer

Styret anser det som ønskelig å kunne erverve egne aksjer for benyttelse i følgende situasjoner; i) som vederlag i forbindelse med oppkjøp, fusjoner, fisjoner eller andre transaksjoner, ii) til investeringsformål eller for etterfølgende salg eller sletting av slike aksjer og iii) som ledd i aksjespareprogrammet for ansatte. Styret ber om fullmakt til å kunne gjennomføre kjøp av egne aksjer av inntil 5 % av aksjene i Aker BP ASA til en kurs mellom NOK 50 og NOK 500.

Styret foreslår at generalforsamlingen treffer følgende vedtak:

”Generalforsamlingen i Aker BP ASA gir herved styret fullmakt til å erverve egne aksjer tilsvarende inntil 5 % av aksjekapitalen, det vil si aksjer pålydende NOK 18 005 675.

receive possible dividend in the form of shares.

3. The authorisation shall be valid until the annual general meeting in 2021, but no later than June 30, 2021.
4. The shareholders' pre-emptive rights pursuant to the Norwegian Public Limited Companies Act section 10-14 may be set aside.
5. The authorisation encompasses increase of share capital with contribution in kind or the right to incur the Company special obligations in accordance with the Norwegian Public Limited Companies Act section 10-2.
6. The authorisation encompasses decision on merger pursuant to the Norwegian Public Limited Companies Act section 13-5.
7. The authorisation utilized in connection with acquisitions, ref. the Norwegian Securities Trading Act section 6-17.”

To item 12 – Authorisation to the board to acquire treasury shares

The board of directors is of the view that it might be desirable to acquire shares for use for the following purposes; i) utilization as transaction currency in connection with acquisitions, mergers, de mergers or other transactions, ii) of investment or for subsequent sale or deletion of such shares and iii) in connection with the share savings plan for employees. The board of directors ask for authorisation to acquire treasury shares for up to 5% of the shares in Aker BP ASA at a price of at least NOK 50 and no greater than NOK 500.

The board of directors suggests that the general meeting adopts the following resolution:

“The general meeting hereby grants the board a mandate for the company to acquire shares in Aker BP ASA equivalent to up to 5% of the total share capital, i.e. to acquire shares up to a nominal value of NOK 18 005 675.

<p>Det laveste og høyeste beløp som kan betales per aksje skal være henholdsvis NOK 50 og NOK 500.</p> <p>Fullmakten skal gjelde frem til ordinær generalforsamling i 2021, likevel senest til 30. juni 2021.</p> <p>Styret står fritt med hensyn til ervervs måte og eventuelt senere salg av aksjene.</p> <p>Fullmakten skal kunne benyttes; i) som vederlag i forbindelse med oppkjøp, fusjoner, fisjoner eller andre transaksjoner, ii) til investeringsformål eller for etterfølgende salg eller sletting av slike aksjer og iii) som ledd i aksjespareprogrammet for ansatte.”</p> <p>Til sak 13 - Fullmakt til styret til å beslutte utbytte</p> <p>Selskapet har som mål å dele ut kvartalsvise utbytter, se http://www.akerbp.com/investor/aksjen/utbytte-og-tilbakekjop/</p> <p>For å tilrettelegge for kvartalsvise utdelinger, foreslår styret at generalforsamlingen treffer følgende vedtak:</p> <p>«Styret gis fullmakt til å beslutte utdeling av utbytte på grunnlag av årsregnskapet for 2019 jf allmennaksjeloven § 8-2(2).</p> <p>Fullmakten skal gjelde frem til ordinær generalforsamling i 2021.»</p> <p style="text-align: center;">* * *</p> <p>Ingen andre saker foreligger til behandling.</p>	<p>The lowest and highest price per share that may be paid shall be NOK 50 and NOK 500 respectively.</p> <p>This mandate shall be valid to the ordinary general meeting in 2021, but no later than June 30, 2021.</p> <p>The Board of directors is free with regard to the manner of acquisition and any subsequent sale of the shares.</p> <p>The authorisation may be used; i) utilization as transaction currency in connection with acquisitions, mergers, de mergers or other transactions, ii) of investment or for subsequent sale or deletion of such shares and iii) in connection with the share savings plan for employees.”</p> <p>To item 13 – Authorisation to the board of directors to approve distribution of dividends</p> <p>The company aims to distribute dividends quarterly, see http://www.akerbp.com/en/investor/the-share/dividend-and-buy-back/</p> <p>To facilitate quarterly distributions the board proposes that the general meeting adopts the following decision:</p> <p>"The Board of Directors is authorised to approve the distribution of dividends based on the company's annual accounts for 2019 pursuant to section 8-2 (2) of the Norwegian Public Limited Liability Companies Act.</p> <p>The authorisation shall remain in force until the Annual General Meeting in 2021.”</p> <p style="text-align: center;">* * *</p> <p>No other matters are on the agenda.</p>
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Ref no:

PIN code:

Notice of Annual General Meeting

Meeting in Aker BP ASA will be held on 16 April 2020 at 09.00 a.m. Address: Oksenøyveien 10, 1366 Lysaker, Norway

Record Date (Share register): 6 April 2020**Registration Deadline according to by laws: 14 April 2020****Advance votes**

The company accepts votes in advance for this Meeting. Registration Deadline for advance votes: 14 April 2020 at 4:00 p.m. Advance votes may only be executed electronically, through the Company's website www.akerbp.com (use ref and pin code above) or through VPS Investor Services. In Investor Services chose *Corporate Actions and General Meeting*.

Notice of attendance

The Undersigned will attend the Annual General Meeting on the 16 April 2020 and cast votes for:

own shares.

Notice of attendance should be registered through the Company's website www.akerbp.com or through VPS Investor Services.

For notification of attendance through the Company's website, the above mentioned reference number and pin code must be stated. In VPS Investor Services chose *Corporate Actions and General Meeting*.

If you are not able to register this electronically, you may send by e-mail to genf@dnb.no, or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway. The notice of attendance must be received no later than **14 April 2020 at 4:00 p.m.**

If the shareholder is a Company, please state the name of the individual who will be representing the Company: _____

Place	Date	Shareholder's signature
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Proxy without voting instructions for Annual General Meeting of Aker BP ASA

If you are unable to attend the meeting, you may grant proxy to another individual.

Ref no:

PIN code:

Proxy should be registered through the Company's website www.akerbp.com or through VPS Investor Services.

For granting proxy through the Company's website, the above mentioned reference number and pin code must be stated. In VPS Investor Services chose *Corporate Actions and General Meeting*.

If you are not able to register this electronically, you may send by E-mail to genf@dnb.no, or by regular Mail to DNB Bank ASA, Registrars Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway.

If you send the proxy without naming the proxy holder, the proxy will be given to the Chair of the Board of Directors or an individual authorised by him or her.

This proxy must be received no later than 14 April **2020 at 4:00 p.m.**

The undersigned

hereby grants (tick one of the two)

the Chair of the Board of Directors (or a person authorised by him or her), or

(Name of proxy holder in capital letters)

proxy to attend and vote for my/our shares at the Annual General Meeting of Aker BP ASA on 16 April 2020.

Place	Date	Shareholder's signature (only for granting proxy)
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With regards to your right to attend and vote, 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.

Proxy with voting instructions for Annual General Meeting in Aker BP ASA

If you are unable to attend the meeting in person, you may use this proxy form to give voting instructions to Chair of the Board of Directors or the person authorised by him or her. **(Alternatively, you may vote electronically in advance, see separate section above.)** Instruction to other than Chair of the Board should be agreed directly with the proxy holder.

Proxies with voting instructions can only be registered by DNB, and must be sent to genf@dnb.no (scanned form) or by regular Mail to DNB Bank ASA, Registrars' Department, P.O.Box 1600 Centrum, 0021 Oslo, Norway.

The form must be received by DNB Bank ASA, Registrars' Department no later than 14 April 2020 at 4:00 p.m.

Proxies with voting instructions must be dated and signed in order to be valid.

The undersigned:

Ref no:

hereby grants the Chair of the Board of Directors (or the person authorised by him or her) proxy to attend and vote for my/our shares at the Annual General Meeting of Aker BP ASA on 16 April 2020.

The votes shall be exercised in accordance to the instructions below. If the sections for voting are left blank, this will be counted as an instruction to vote in accordance with the Board's and Nomination Committee's recommendations. However, if any motions are made from the attendees in addition to or in replacement of the proposals in the Notice, the proxy holder may vote at his or her discretion. If there is any doubt as to how the instructions should be understood, the proxy holder may abstain from voting.

Agenda for the Annual General Meeting 2020	For	Against	Abstention
1. Opening of the meeting – non-voting			
2. Election of chairman of the meeting and a person to co-sign the minutes	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3. Approval of notice and agenda	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4. Approval of the annual accounts and annual report for 2019, as well as consideration of the statement on corporate governance	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5. The declaration by the board of directors on salaries and other remuneration to the senior executive officers	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6. Remuneration to the Company's auditor for 2019	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7. Remuneration to members of the board of directors	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8. Remuneration to members of the nomination committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9. Election of board members	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10. Election of Chair of the nomination committee	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11. Authorisation to the board of directors to increase the share capital	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12. Authorisation to the board to acquire treasury shares	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13. Authorisation to the board to approve distribution of dividends	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place	Date	Shareholder's signature (Only for granting proxy with voting instructions)
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With regards to your right to attend and vote, 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.