



Proxy Form for BP p.l.c. Annual General Meeting

1100-077-s

I appoint as my proxy the Chairman of the Annual General Meeting to attend and vote for me at the Annual General Meeting on Thursday, 12 April 2012 at 11.30 am and at any adjournment of the meeting.

or I appoint as my proxy

Your proxy may be anyone of your own choice and does not have to be a shareholder.

If you would like to appoint more than one proxy please contact our Registrars, Equiniti; contact details are overleaf.

To instruct your proxy how to vote on the Resolutions, mark the relevant boxes with an X as shown. Please note a 'vote withheld' is not a vote under English law and will not be counted in the calculation of the proportion of votes 'for' or 'against' a Resolution.

The Board recommends you vote FOR Resolutions 1 to 22

The Resolutions

	FOR	AGAINST	VOTE WITHHELD		FOR	AGAINST	VOTE WITHHELD
1 To receive the Directors' Annual Report and Accounts.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	15 To re-elect Mr F P Nhleko as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To approve the Directors' Remuneration Report.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	16 To elect Mr A B Shilston as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To re-elect Mr R W Dudley as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	17 To re-elect Mr C-H Svanberg as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To re-elect Mr I C Conn as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	18 To reappoint Ernst & Young LLP as auditors and authorize the Board to fix their remuneration.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To elect Dr B Gilvary as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	19 Special Resolution: to give limited authority for the purchase of its own shares by the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To re-elect Dr B E Grote as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	20 To give limited authority to allot shares up to a specified amount.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To re-elect Mr P M Anderson as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	21 Special Resolution: to give authority to allot a limited number of shares for cash free of pre-emption rights.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To re-elect Mr F L Bowman as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	22 Special Resolution: to authorize the calling of general meetings (excluding Annual General Meetings) by notice of at least 14 clear days.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To re-elect Mr A Burgmans as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
10 To re-elect Mrs C B Carroll as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
11 To re-elect Mr G David as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
12 To re-elect Mr I E L Davis as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
13 To elect Professor Dame Ann Dowling as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				
14 To re-elect Mr B R Nelson as a Director.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>				

Fold Here



Signature of shareholder, attorney or an authorized officer of a corporate shareholder or its common seal

/ /

Date

Daytime telephone number

This will only be used if your instructions are not clear.

Annual General Meeting 12 April 2012



Dear Shareholder,

I am pleased to invite you to BP's Annual General Meeting 2012 (AGM). The meeting will be held at ExCeL London on Thursday, 12 April 2012 and will start at 11.30 am.

You can find information on all the Resolutions to be proposed at the meeting in *Notice of BP Annual General Meeting 2012* at www.bp.com/notice.

I would like to draw your attention to page 17 of the Notice where you can find fuller notes on what you need to bring with you to gain admission to the meeting and BP's entry policy for guests.

Your participation in the AGM is always important and I would like to encourage every shareholder to take part in the meeting by voting in the poll on the Resolutions. This means that the votes of all shareholders count whether they attend the AGM or not. If you are unable to attend the meeting, you may still watch the meeting on our webcast at www.bp.com/agm/webcast.

As a Board, we look forward to welcoming you to ExCeL, or to receiving your proxy voting instruction.

Carl-Henric Svanberg

Chairman

28 February 2012

← The proxy form can be found overleaf

Instructions for completing the proxy form →

BP p.l.c. Annual General Meeting 2012

Admission Card 12 April 2012

If you are attending the meeting in person, please bring this card with you.

For those appointing a proxy: please notify our Registrars, Equiniti, using the proxy form or via www.bp.com/evoting or, where appropriate, through CREST so as to reach Equiniti by 5.30 pm on Tuesday, 10 April 2012. If your proxy is not the Chairman, complete the proxy card and return it to our Registrars, Equiniti, and then complete this admission card and give it to your proxy to bring to the meeting.

I have appointed to attend/vote on my behalf. Please admit him/her to the meeting.

For those appointing a corporate representative: please notify our Registrars (as above). Please complete this card and ask the appointed corporate representative to bring it to the meeting together with the letter of representation appointing them as a corporate representative.

Please admit as our corporate representative.

How to complete your Proxy Form

You have the following options:

- 1. To instruct the Chairman to vote your shares according to your wishes** sign the form and mark X in the relevant voting boxes.
- 2. To instruct the Chairman to vote your shares as he thinks best** sign the form and leave the voting boxes blank.
- 3. To instruct someone else to vote for you according to your wishes** write his/her name in the box provided, sign the form and mark X in the relevant voting boxes.
- 4. To instruct someone else to vote for you as he/she thinks best** write his/her name in the box provided, sign the form and leave the voting boxes blank.

What next?

Check again that you have signed your proxy form and return it to our Registrars, Equiniti, at Aspect House, Spencer Road, Lancing, West Sussex BN99 6DA in the enclosed prepaid envelope. If the form has been signed on your behalf by your attorney, they should return it as stated above along with a certified copy of the relevant power of attorney appointing them.

By what date

- To vote at the AGM, your name must appear on the Register of Members by 5.30 pm on Tuesday, 10 April 2012.
- To appoint your proxy, we must receive your proxy form by 5.30 pm on Tuesday, 10 April 2012.

Remember

- If you do not indicate how your proxy is to vote on any particular matter, he/she will decide whether, and if so how, to vote on it.
- Your proxy must attend the AGM to vote so, if you are not appointing the Chairman, please give your admission card to your proxy and tell him/her what to do.
- All votes cast as a 'vote withheld' will not be counted in the calculation of the proportion of votes 'for' or 'against' a Resolution.

Problems

If you need assistance, please call our Registrars, Equiniti, on freephone 0800 701 107 inside the UK or +44 (0)121 415 7005 from outside the UK.

Getting to the AGM

ExCeL London, One Western Gateway,
Royal Victoria Dock, London E16 1XL

Date

Thursday, 12 April 2012

Time

Registration desks open at 10 am
Meeting starts at 11.30 am

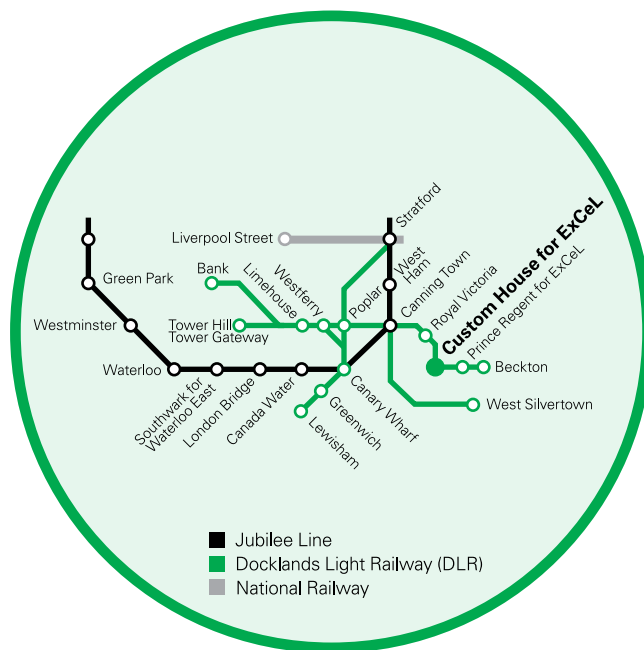
Refreshments

Tea and coffee will be available from 10.15 am
Lunch will be available from 1.30 pm



see **Notice of BP Annual General Meeting 2012**
for full information

bp.com/notice



Proxy Form for BP p.l.c. Annual General Meeting

If you cannot come to the meeting, but would still like to vote, you can register your votes online.



Vote online

bp.com/evoting

This form does not contain sufficient information to allow for a full understanding of the proposals contained in *Notice of BP Annual General Meeting 2012* and should not be regarded as a substitute for reading the Notice.

If you are in any doubt about the action you should take, you should consult an appropriate independent financial adviser. If you have recently sold or transferred your shares in BP p.l.c., you should inform your bank, stockbroker or other agent through whom the sale or transfer was effected so that the purchaser or transferee can obtain a proxy card from the Company's Registrars, Equiniti.