

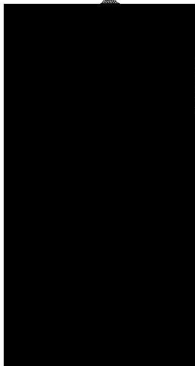
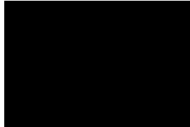
May 29, 2019

A meeting of the Board of Directors was held in held in Suite Landmark B, Renaissance Dallas Hotel, 2222 Stemmons Freeway, Dallas, Texas, on Wednesday, May 29, 2019, at 8:49 A.M., pursuant to resolution of the Board adopted May 30, 2018.

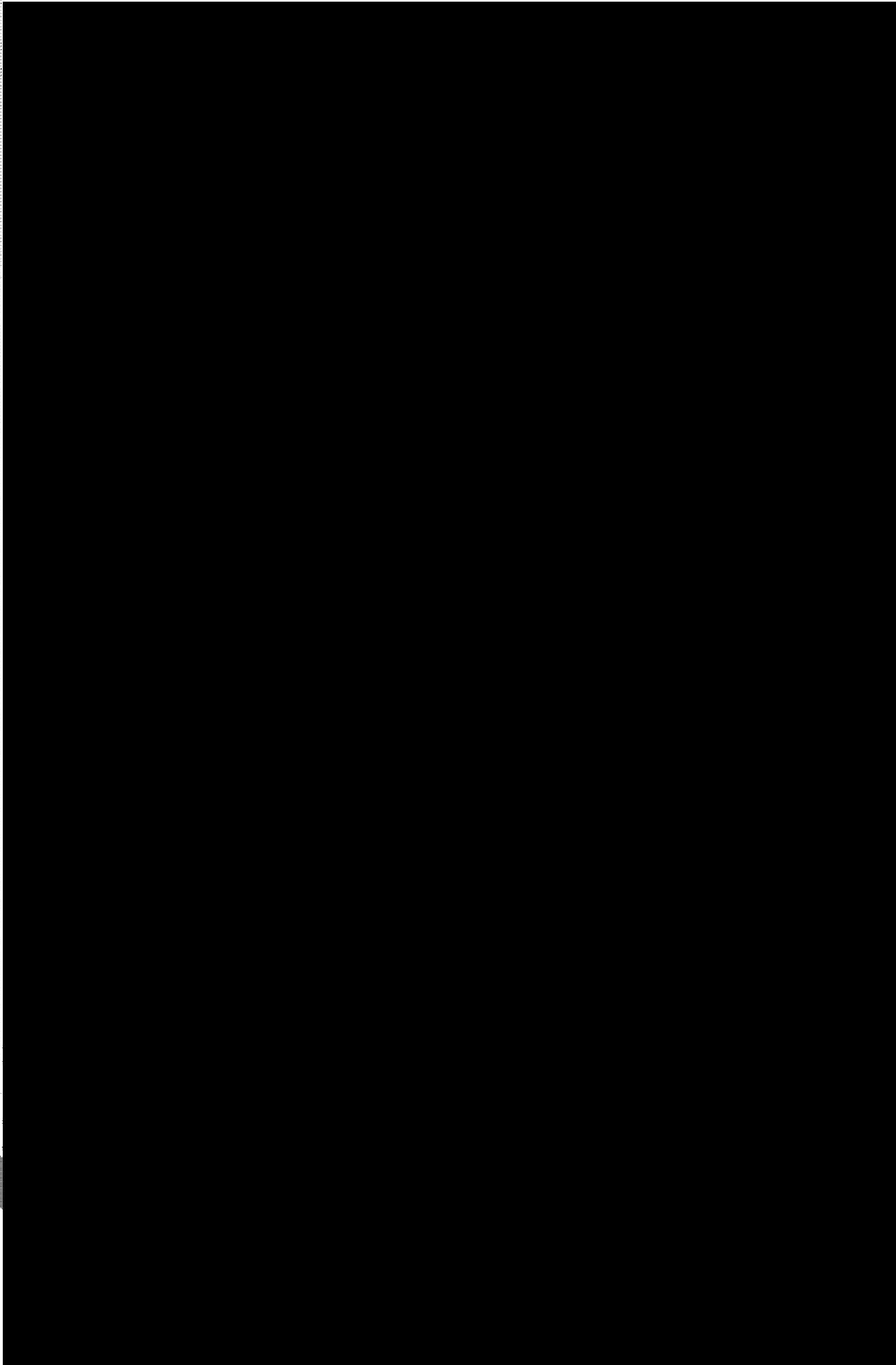
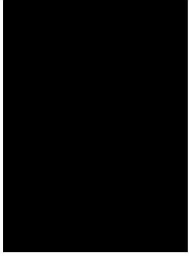
Present at the above address were: Susan K. Avery, Angela F. Braly, Ursula M. Burns, Kenneth C. Frazier, Steven A. Kandarian, Douglas R. Oberhelman, Samuel J. Palmisano, Steven S Reinemund, William C. Weldon and Darren W. Woods.

Neil A. Chapman, Andrew P. Swiger and Jack P. Williams were also present.

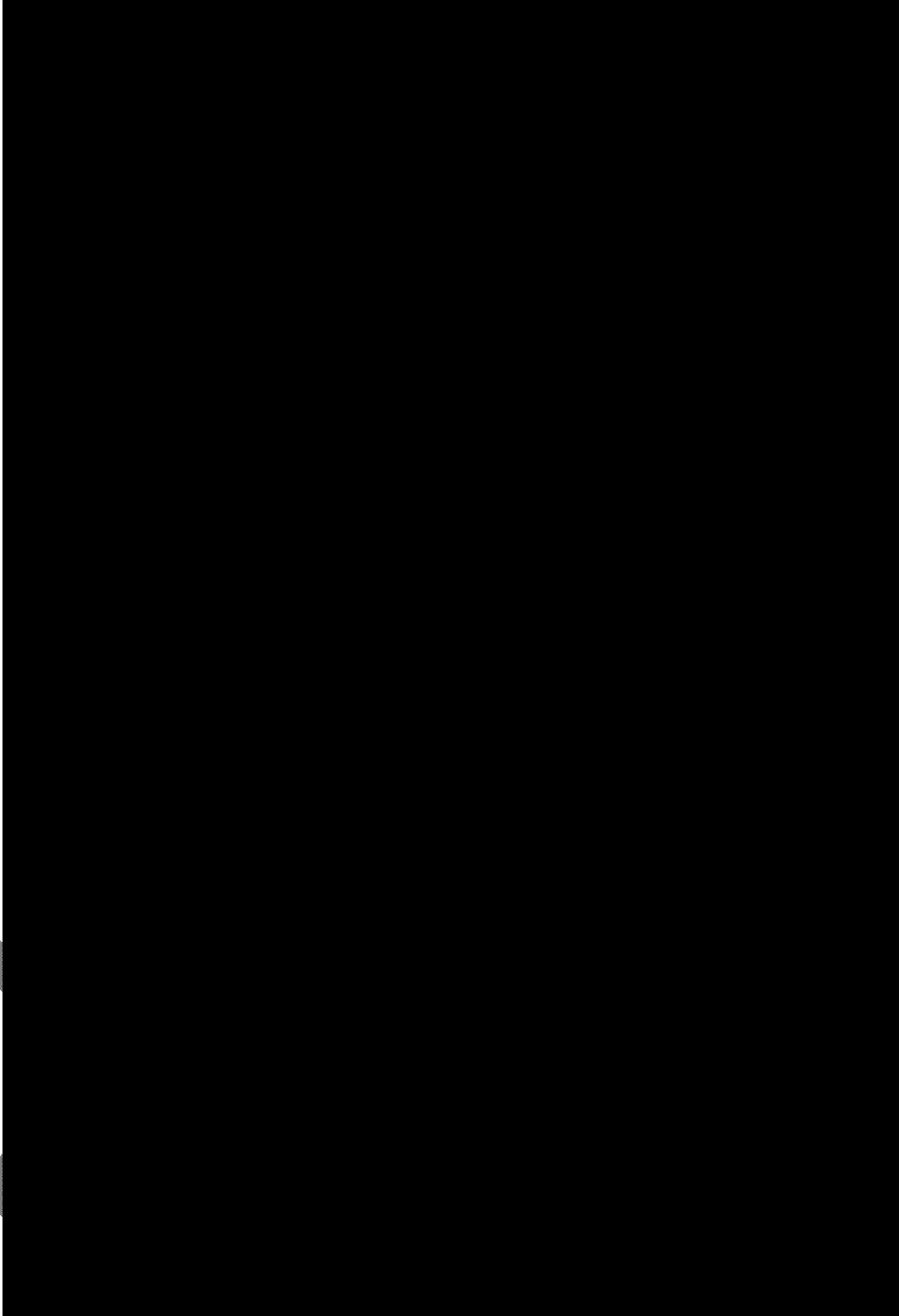
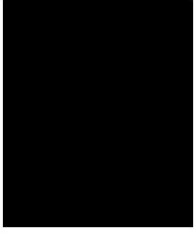
Mr. Woods, Chairman, presided; and Neil A. Hansen, recorded the proceedings.



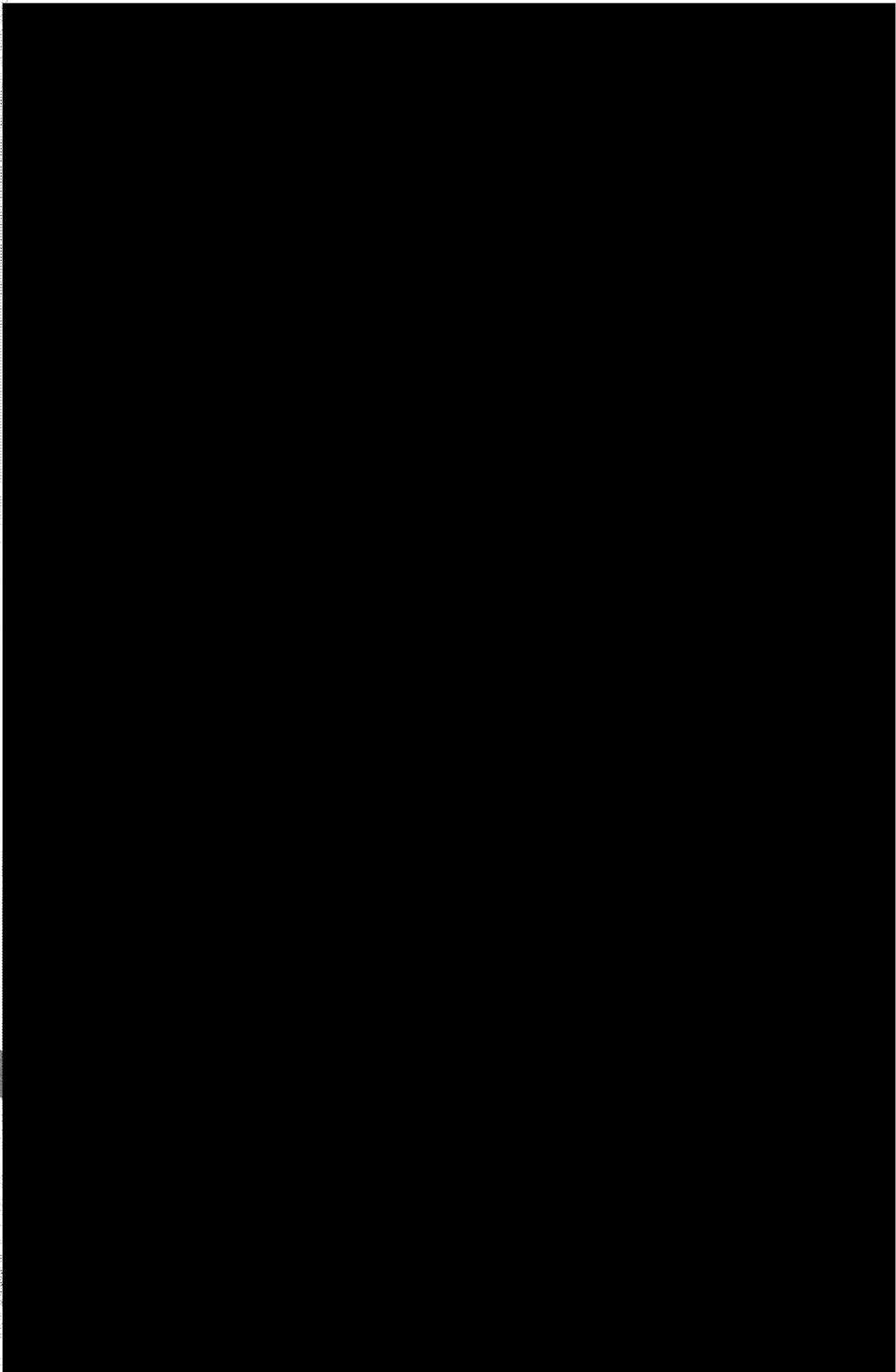
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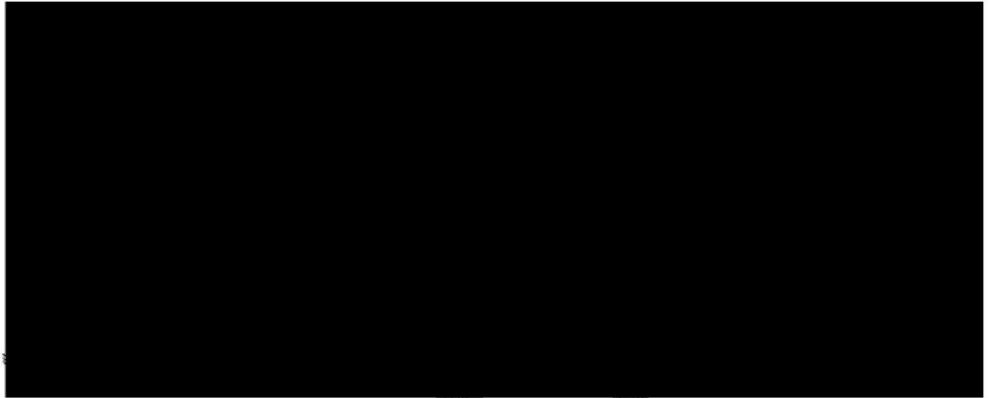
May 29, 2019



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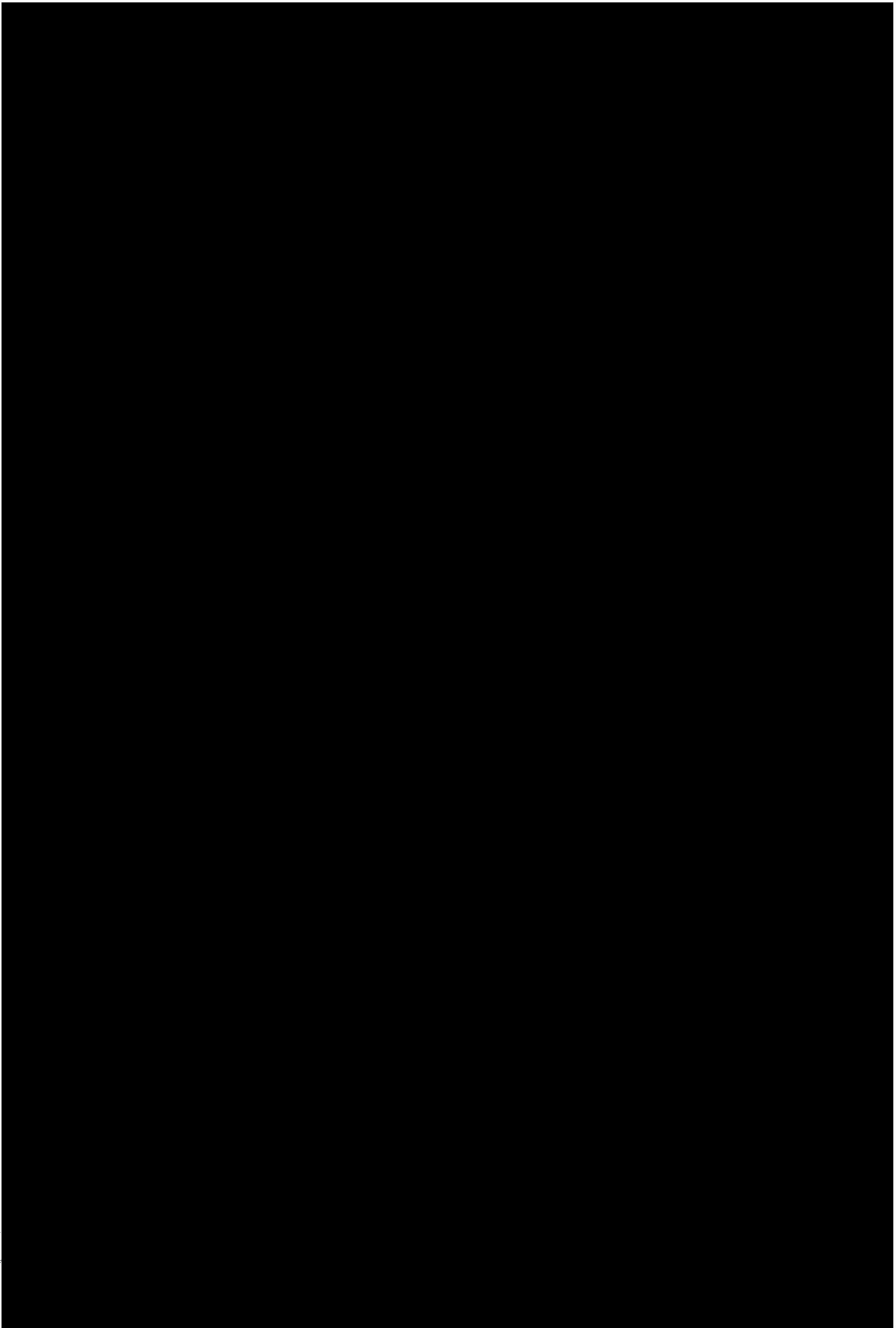
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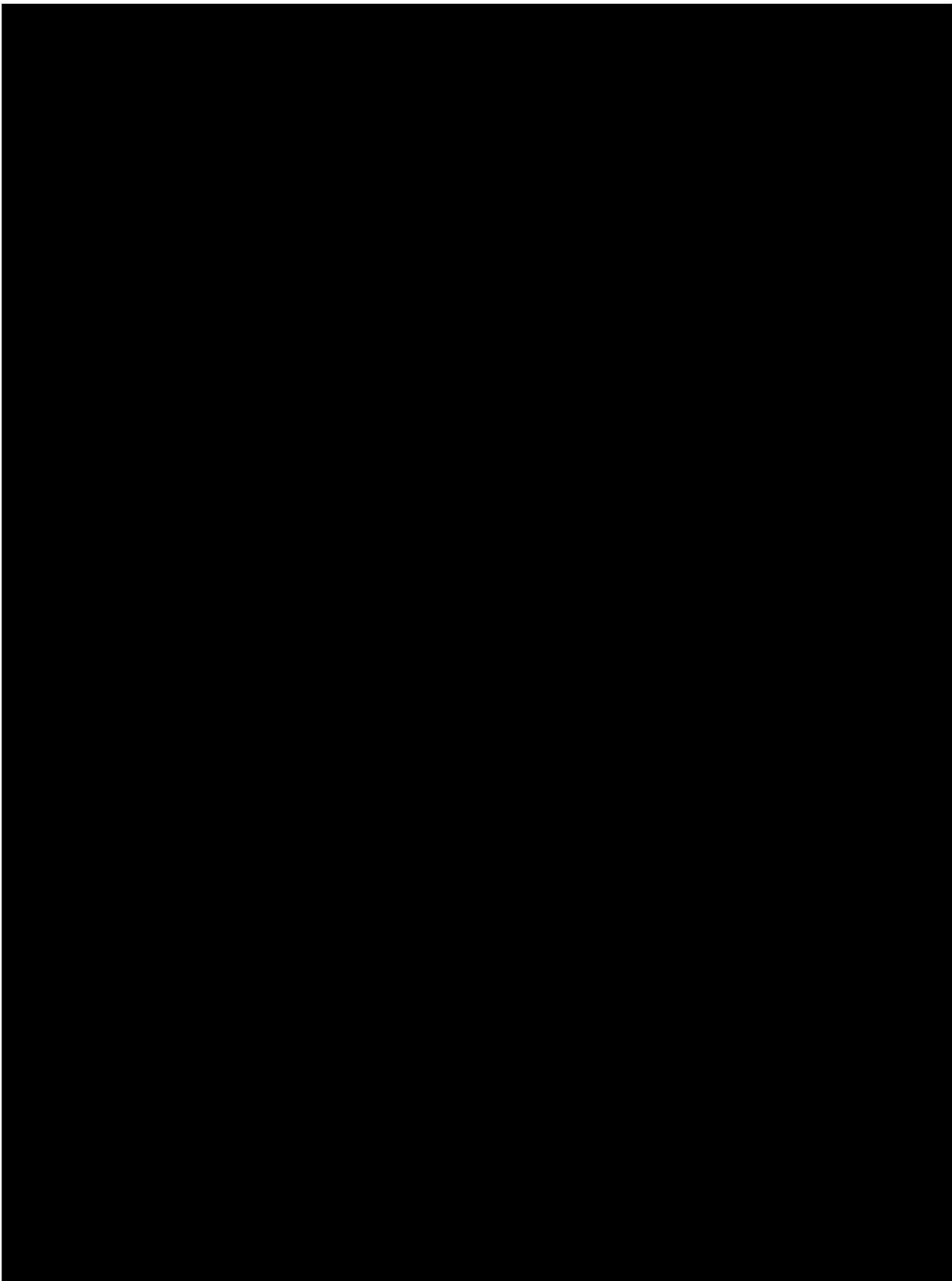


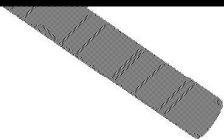
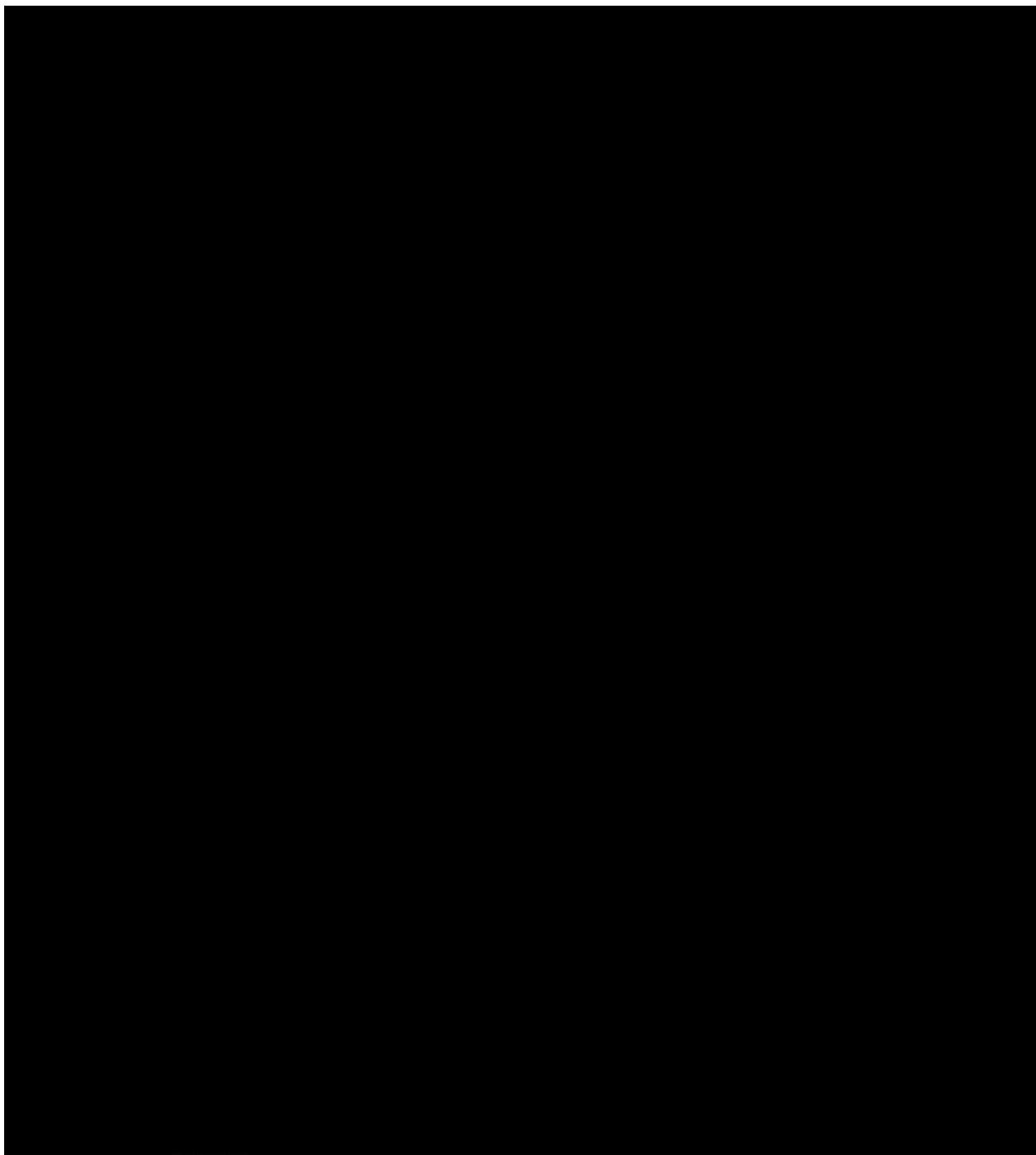
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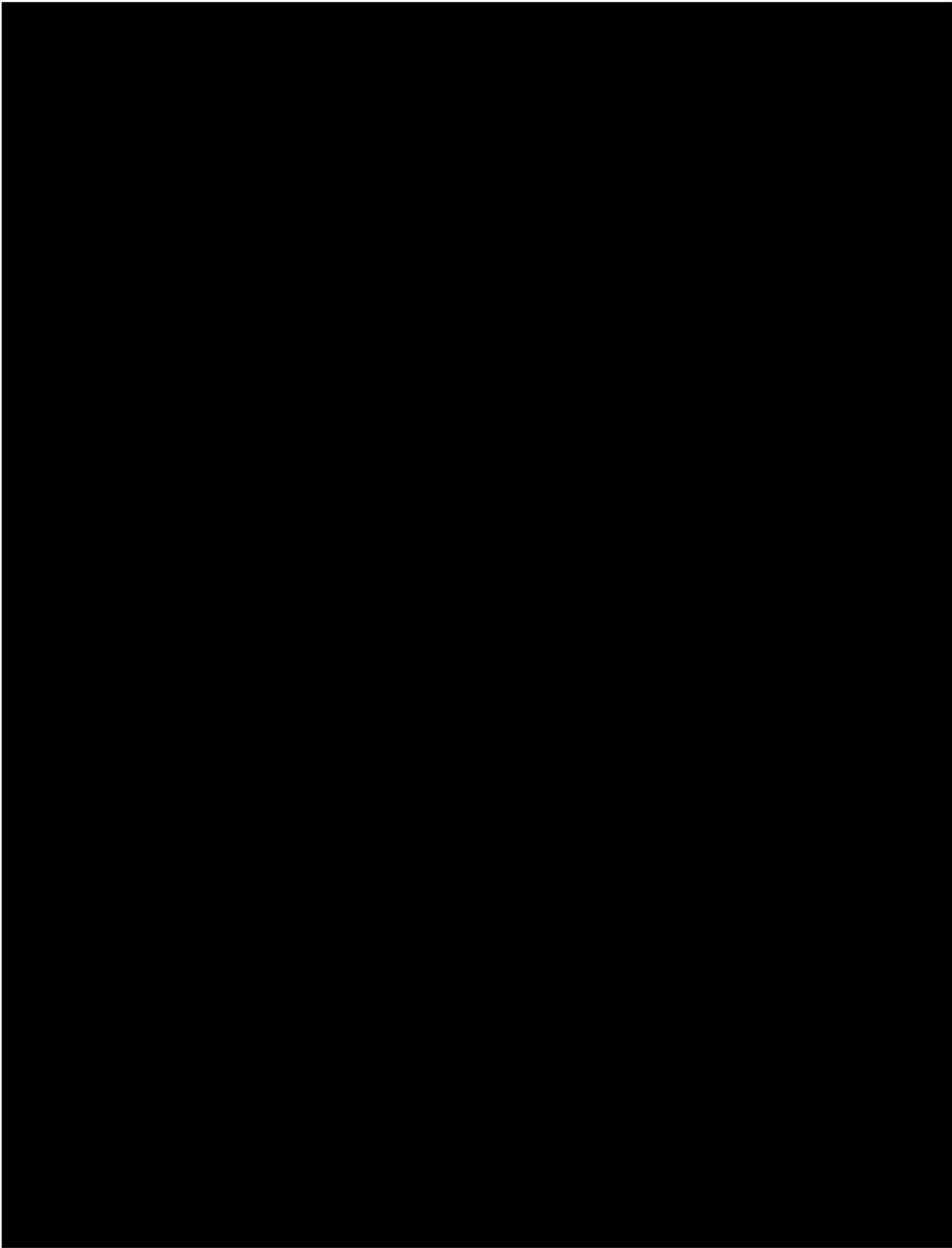
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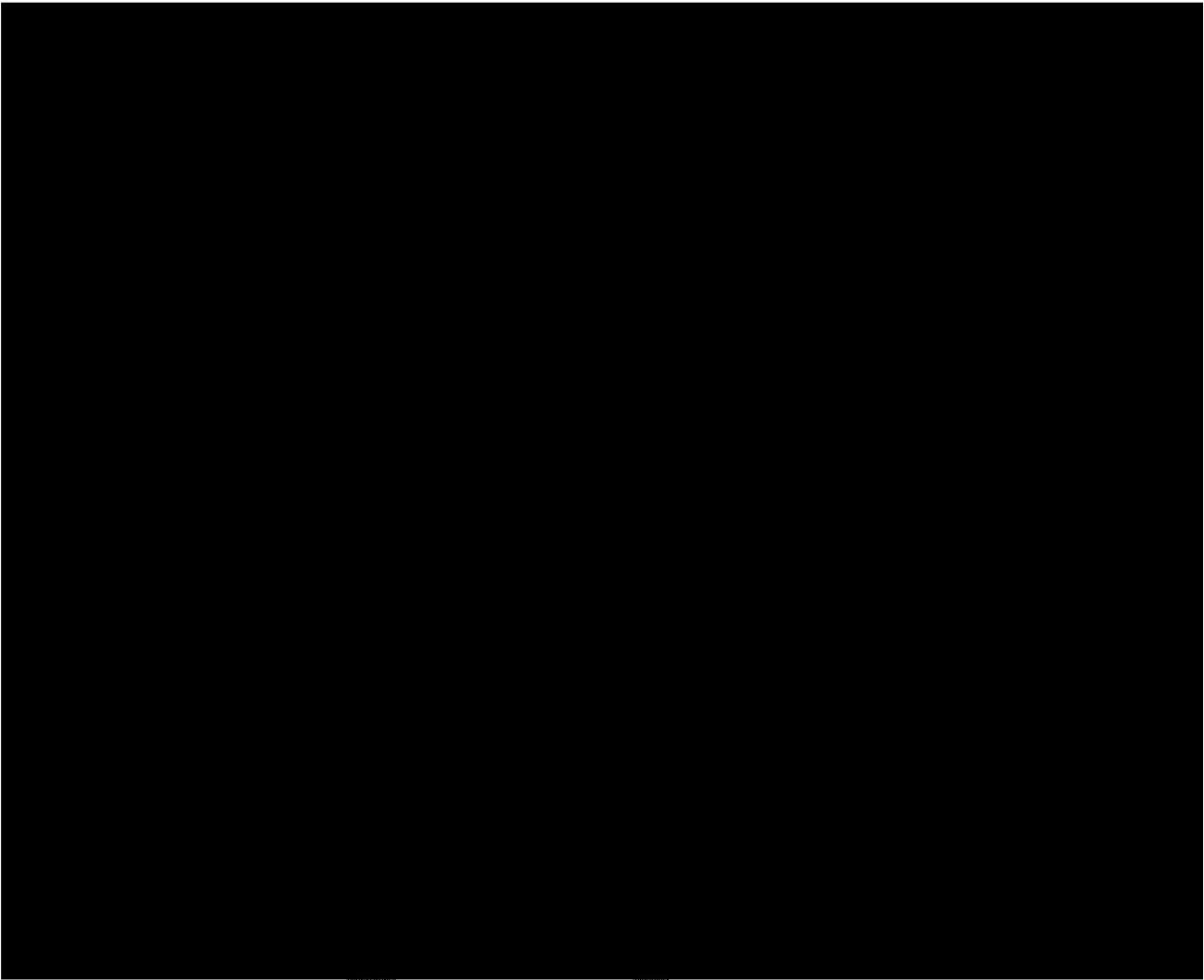
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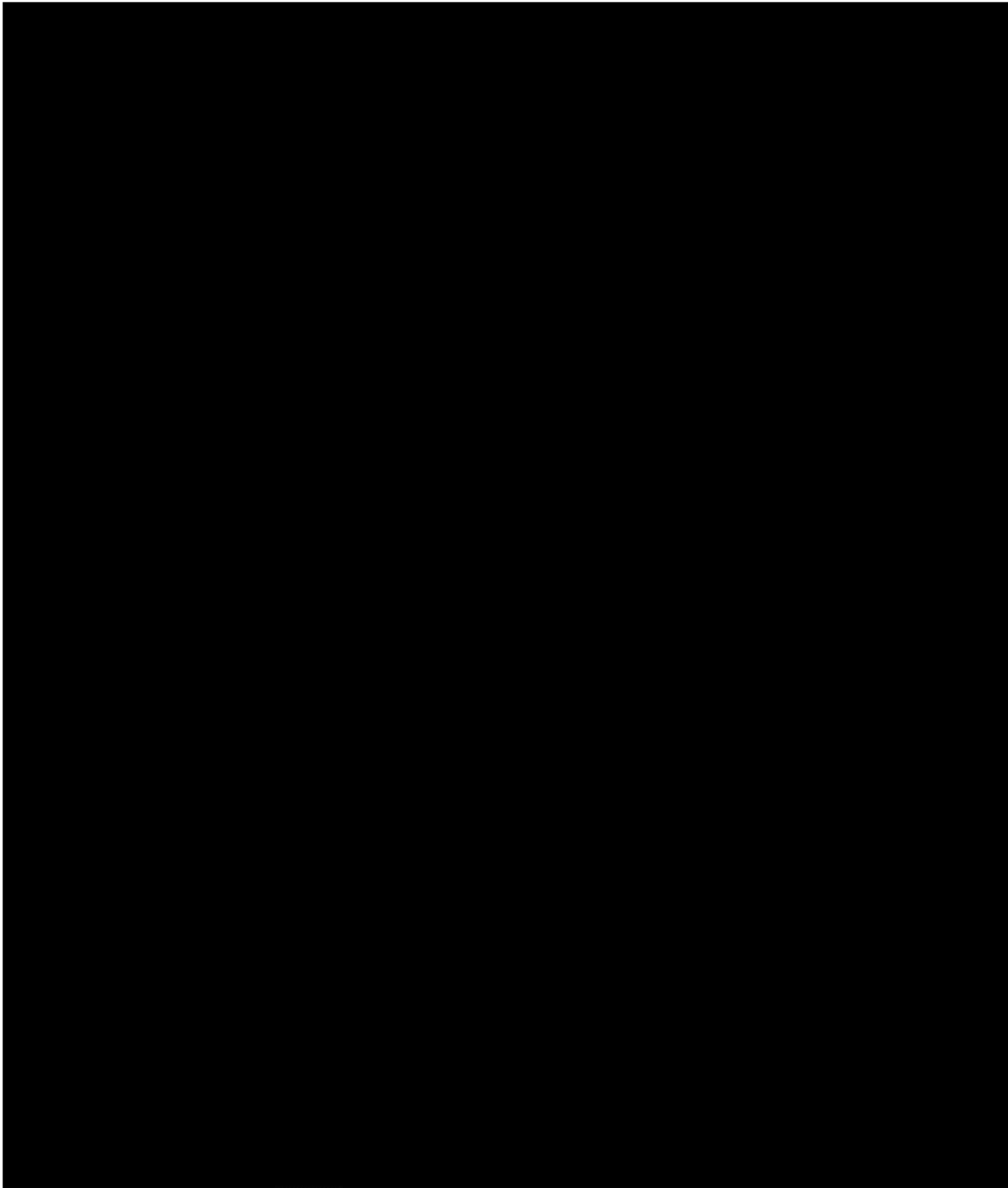


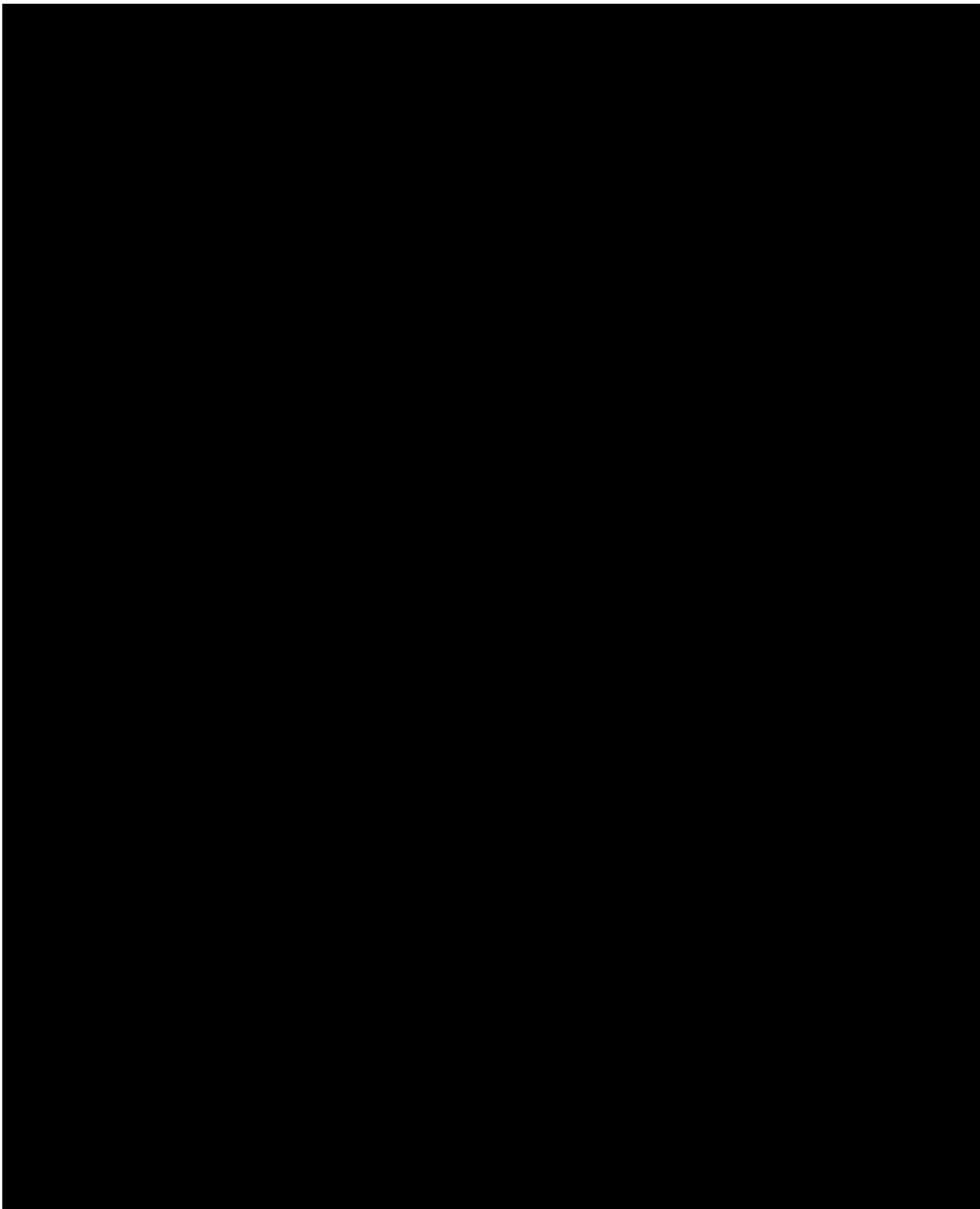


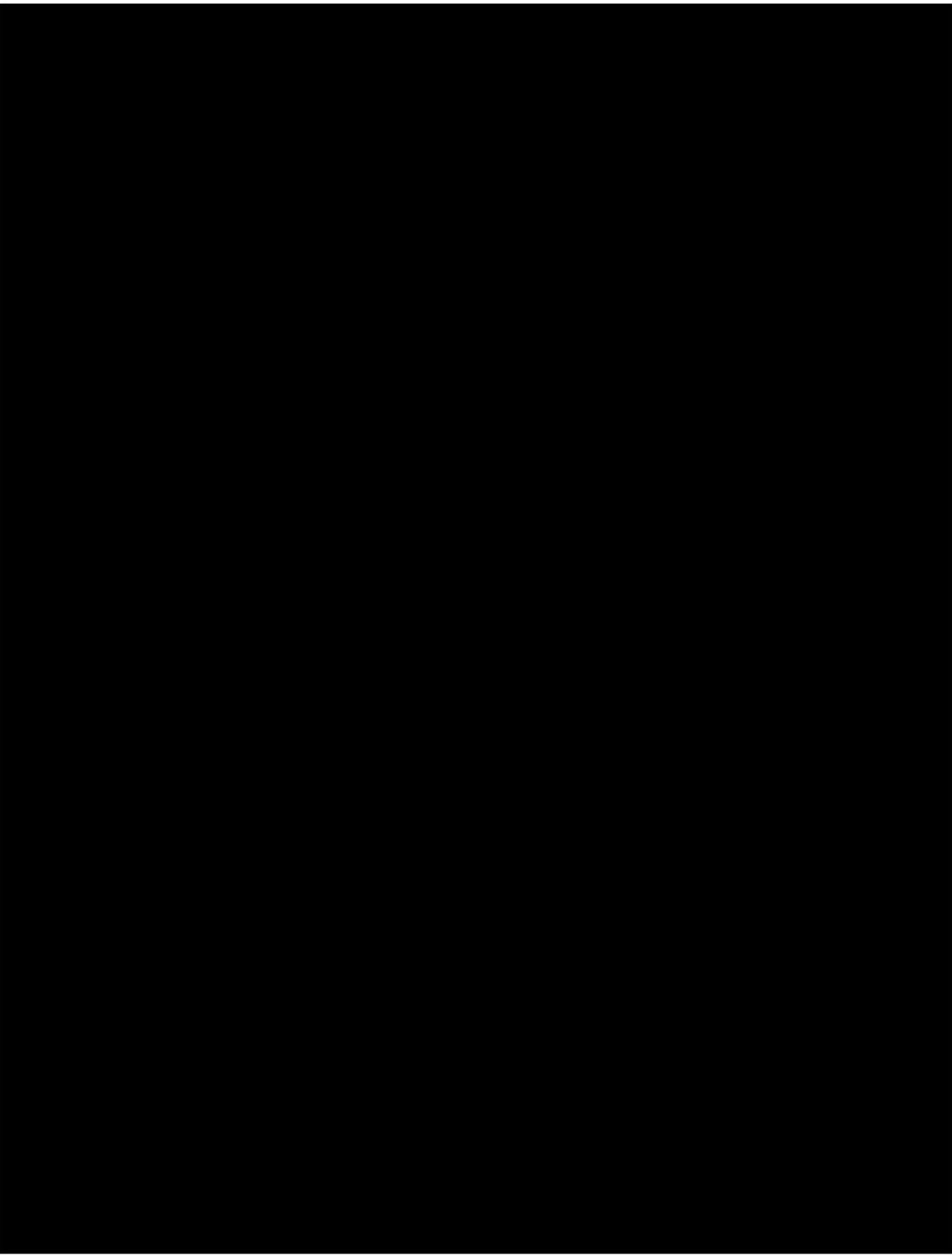


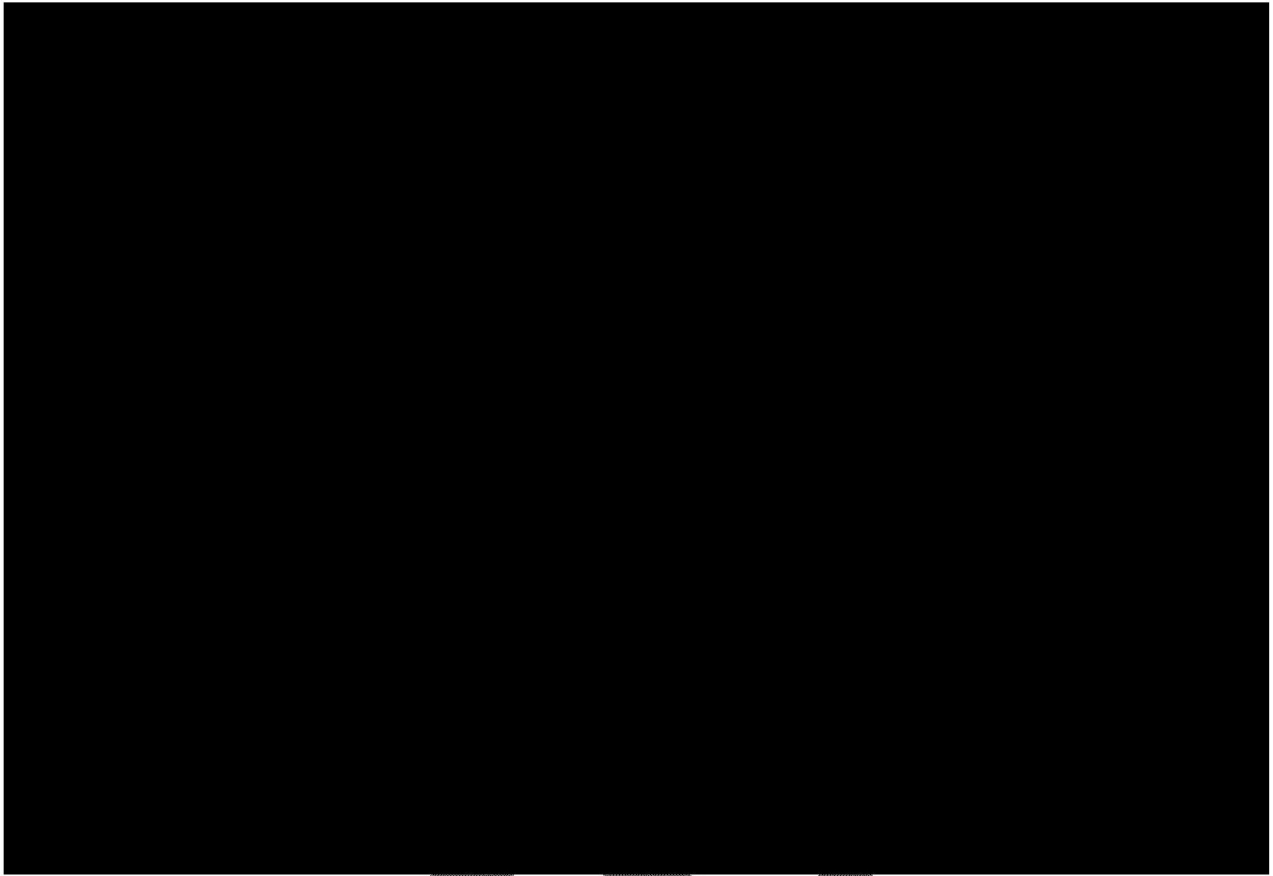


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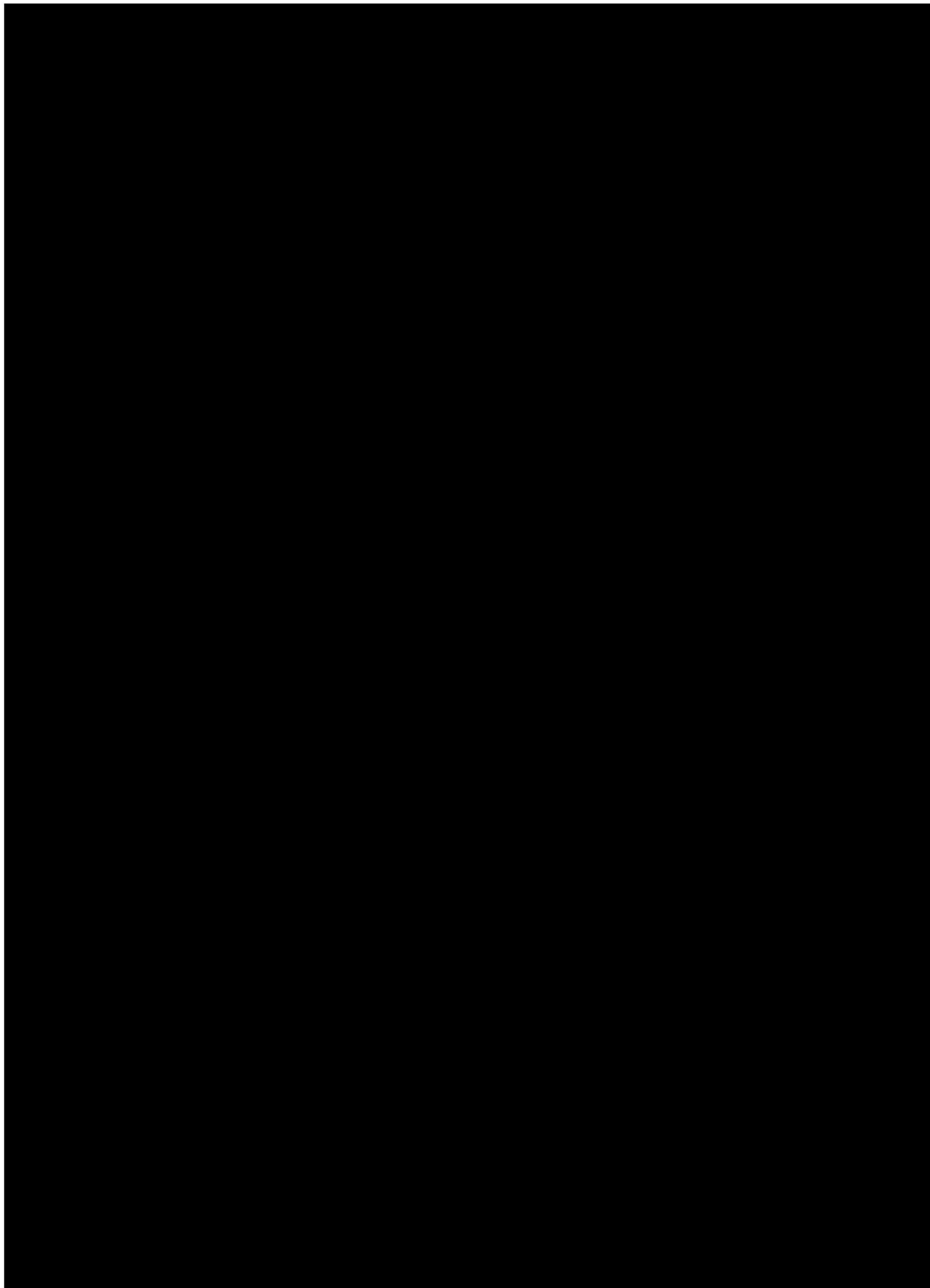


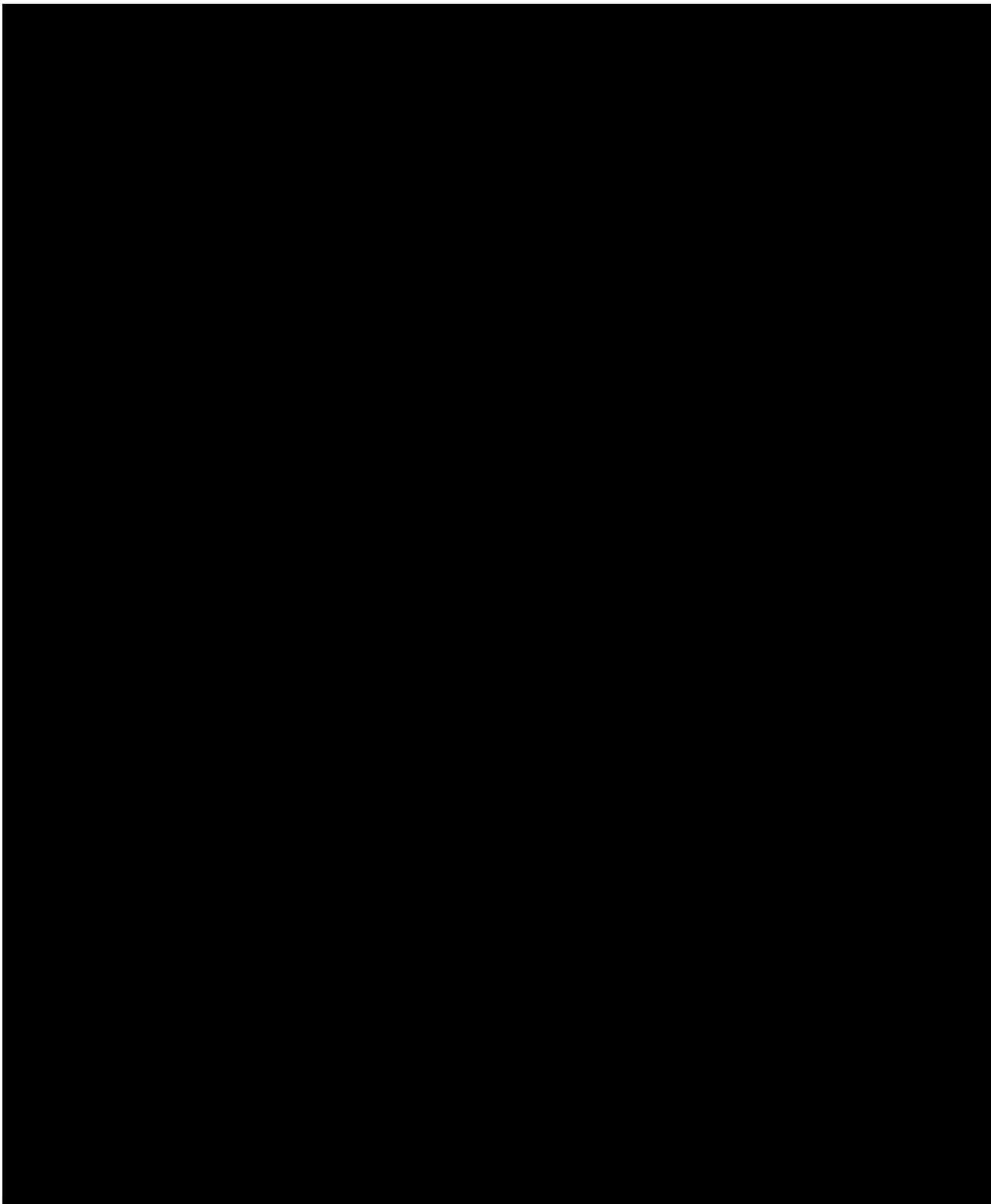






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EXXON MOBIL CORPORATION
ANNUAL MEETING OF SHAREHOLDERS

May 29, 2019

REPORT OF VOTE ON RESOLUTION
CONCERNING CLIMATE CHANGE BOARD COMMITTEE

Dallas, Texas, May 29, 2019

We, Shirley A. Nessralla and Paula A. Buckley, duly appointed Inspectors to act at the annual meeting of shareholders of Exxon Mobil Corporation held on this date, hereby report that the holders of 3,668,502,744 shares of the capital stock of this Corporation, voted at this meeting in person, or by proxy, on the following resolution:

“RESOLVED: Shareholders request the Board of Directors charter a new Board Committee on Climate Change to evaluate Exxon Mobil’s strategic vision and responses to climate change, and better inform Board decision making on climate issues. The charter should explicitly require the committee to engage in formal review and oversight of corporate strategy, above and beyond matters of legal compliance, to assess the company’s responses to climate related risks and opportunities, including the potential impacts of climate change on business, strategy, financial planning, and the environment.

Supporting Statement: The proponent believes an independent committee would better provide focused fiduciary oversight of climate related risks and opportunities and should include board members with climate change expertise in areas such as policy, carbon pricing, renewable energy, adaptation, and climate science.

WHEREAS: Major oil companies face unprecedented disruption to their business driven by global imperatives to limit global warming and competition from non-carbon-emitting technologies. The Intergovernmental Panel on Climate Change projects dramatic drops in industry emissions of 50 to 90 percent by 2050 are necessary to limit global warming to between 1.5 and 2 degrees Celsius.

Board oversight of climate change strategy and planning is essential to address the existential threat of climate change to the fossil fuel industry and our Company. 84 percent of companies in the energy sector have adopted some level of board oversight of climate change, but only 6 percent provide board incentives (monetary and non-monetary) for managing this critical threat, the lowest of all industries.

Effective governance of climate change risk, opportunity, adaptation and transition is essential to the long term success of Exxon. Investors believe a commitment to good climate change governance should be formalized in the board charter.

As fiduciaries, our Board is responsible for stewardship of business performance and long term strategic plans, while reviewing specific risk factors like developments in climate science and policy. Evidence from other companies demonstrates that committee charter language helps define the scope of fiduciary duties of board members.

Currently, there is no specialized committee to help the Board carry out its responsibility for Climate Change oversight like there is for the Audit, Board Affairs, Compensation, Public Issues and Contributions, and Finance Committees, despite the existential nature of climate change for our Company.

Exxon has stated that 'climate risk oversight ultimately is the responsibility of the Board of Directors,' yet climate appears a tangential focus of the full board, as it is among approximately 17 other duties. And despite reporting that the Public Issues and Contributions Committee assists in oversight of climate risk, the committee's charter does not list climate change among its approximately 6 other duties.

A failure to adequately plan for a low carbon transition, including climate change policy, competition from renewables, peak oil demand, and unburnable fossil fuel reserves, may place investor capital at substantial risk. It vital that our Company formalize board level oversight of climate change strategy to remain successful in an increasingly decarbonizing economy."

and that 201,132,789 shares were voted in favor of the resolution and 2,521,714,790 shares were voted against the resolution. We also report that the holders of 59,889,615 shares abstained from voting on the resolution and that broker non-votes on the resolution totaled 885,749,784 shares.

Respectfully submitted,

[REDACTED]

Inspector

[REDACTED]

Inspector

EXXON MOBIL CORPORATION
ANNUAL MEETING OF SHAREHOLDERS

May 29, 2019

REPORT OF VOTE ON RESOLUTION
CONCERNING REPORT ON RISKS OF GULF COAST PETROCHEMICAL INVESTMENTS

Dallas, Texas, May 29, 2019

We, Shirley A. Nessralla and Paula A. Buckley, duly appointed Inspectors to act at the annual meeting of shareholders of Exxon Mobil Corporation held on this date, hereby report that the holders of 3,668,502,744 shares of the capital stock of this Corporation, voted at this meeting in person, or by proxy, on the following resolution:

“RESOLVED: Shareholders request that ExxonMobil, with board oversight, publish a report, omitting proprietary information and prepared at reasonable cost, assessing the public health risks of expanding petrochemical operations and investments in areas increasingly prone to climate change-induced storms, flooding, and sea level rise.

Supporting Statement: Investors request the company assess, among other related issues at management and Board discretion: The adequacy of measures the company is employing to prevent public health impacts from associated chemical releases.

WHEREAS: Investors are concerned about the financial, health, environmental, and reputational risks associated with operating and building-out new chemical plants and related infrastructure in Gulf Coast locations increasingly prone to catastrophic storms and flooding associated with climate change. Civil society groups have mobilized to oppose the expansion of petrochemical facilities in their communities due to concerns regarding direct impacts to their health and livelihoods from unintentional air and water pollutant releases. Such opposition threatens to jeopardize ExxonMobil’s social license to operate in the region.

Petrochemical facilities like ethane crackers and polyethylene processing plants produce dangerous pollutants including benzene (a known carcinogen), Volatile Organic Compounds, and sulfur dioxide. These operations can become inundated and pose severe chemical release risks during extreme weather events. Flooding from Hurricane Harvey in 2017 resulted in ExxonMobil plant shut downs and the release of unpermitted, unsafe levels of pollutants. Nearby Houston residents reported respiratory and skin problems following ExxonMobil’s releases during Hurricane Harvey.

Growing storms and the costs they bring our company are predicted to increase in frequency and intensity as global warming escalates. Flood-related damage is projected to be highest in Texas, where many of ExxonMobil’s petrochemical plants are concentrated. Houston alone has seen three 500-year floods in the span of three years. Hurricane Harvey contributed to decreased earnings of approximately \$40 million for ExxonMobil in 2017.

Historically, releases from ExxonMobil's petrochemical operations have exceeded legal limits, exposing the company to liability and millions in payment for violations of environmental laws including the Clean Air and Clean Water Acts. As climate change intensifies flooding and storm strength, the potential for unplanned chemical releases grows. Investors are concerned that ExxonMobil has not adequately demonstrated how it will prevent such unsafe chemical releases.

In spite of these risks, Exxon has accelerated its petrochemical activity in the Gulf Coast, investing heavily in further expansion in flood-prone areas of Texas and Louisiana. The company has generally disclosed that risks from storms may impact its business and that extreme storms are among the factors considered in its Operations Integrity Management System. The impacts to Exxon's operations from Hurricane Harvey, however, indicate the company's level of preparedness was insufficient. While the Company rapidly expands its petrochemical assets in climate-impacted areas, its available disclosures do not provide investors adequate information to understand whether ExxonMobil is effectively assessing and managing the drastic increase in material public health and financial risks presented by climate-related storm impacts and sea level rise."

and that 649,151,469 shares were voted in favor of the resolution and 1,948,387,616 shares were voted against the resolution. We also report that the holders of 185,198,823 shares abstained from voting on the resolution and that broker non-votes on the resolution totaled 885,749,784 shares.

Respectfully submitted,

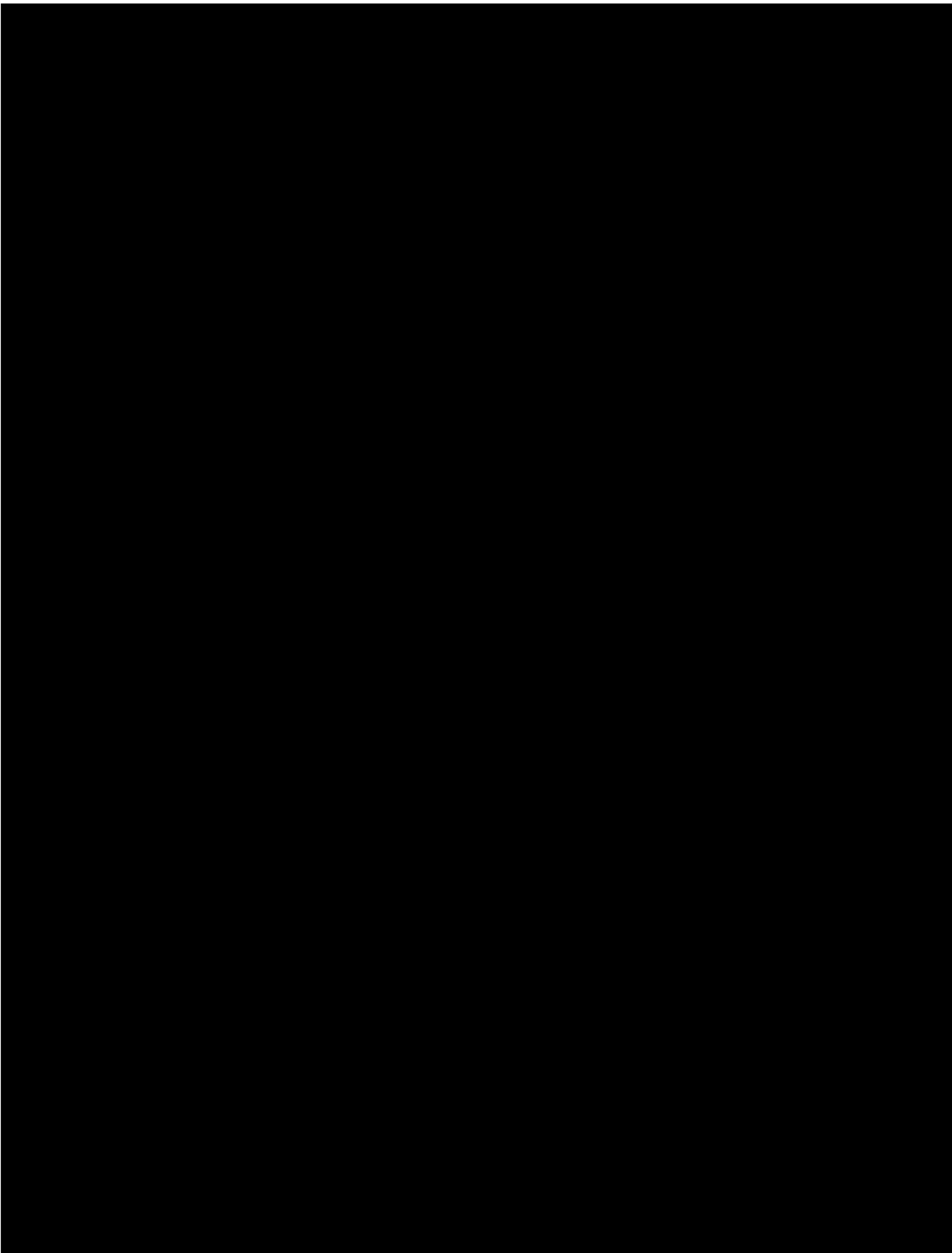
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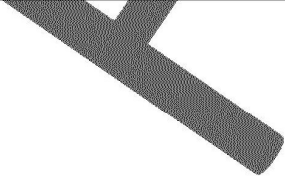
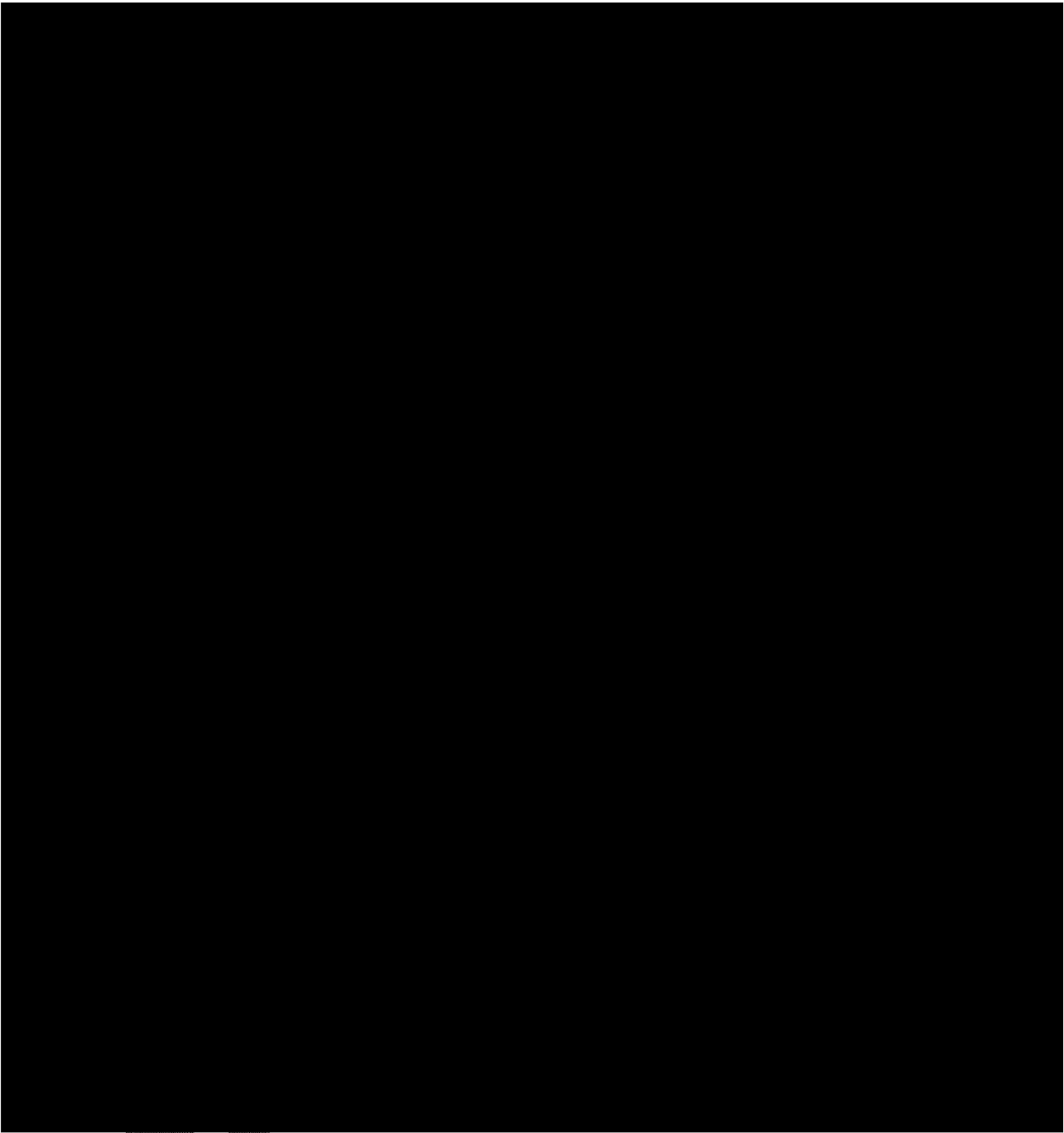
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EXXON MOBIL CORPORATION
ANNUAL MEETING OF SHAREHOLDERS

May 29, 2019

REPORT OF VOTE ON RESOLUTION
CONCERNING REPORT ON LOBBYING

Dallas, Texas, May 29, 2019

We, Shirley A. Nessralla and Paula A. Buckley, duly appointed inspectors to act at the annual meeting of shareholders of Exxon Mobil Corporation held on this date, hereby report that the holders of 3,668,502,744 shares of the capital stock of this Corporation, voted at this meeting in person, or by proxy, on the following resolution:

“Whereas, we believe in full disclosure of ExxonMobil’s direct and indirect lobbying activities and expenditures to assess whether ExxonMobil’s lobbying is consistent with its expressed goals and in the best interests of shareholders.

Resolved, the shareholders of ExxonMobil request the preparation of a report, updated annually, disclosing:

1. Company policy and procedures governing lobbying, both direct and indirect, and grassroots lobbying communications.
2. Payments by ExxonMobil used for (a) direct or indirect lobbying or (b) grassroots lobbying communications, in each case including the amount of the payment and the recipient.
3. Description of management’s and the Board’s decision making process and oversight for making payments described above.

For purposes of this proposal, a ‘grassroots lobbying communication’ is a communication directed to the general public that (a) refers to specific legislation or regulation, (b) reflects a view on the legislation or regulation and (c) encourages the recipient of the communication to take action with respect to the legislation or regulation. ‘Indirect lobbying’ is lobbying engaged in by a trade association or other organization of which ExxonMobil is a member.

Both ‘direct and indirect lobbying’ and ‘grassroots lobbying communications’ include efforts at the local, state and federal levels.

The report shall be presented to the Audit Committee or other relevant oversight committees and posted on ExxonMobil’s website.

Supporting Statement

We encourage transparency in ExxonMobil's use of funds to lobby. ExxonMobil spent \$99.43 million from 2010 – 2017 on federal lobbying. These figures do not include state lobbying expenditures, where ExxonMobil also lobbies but disclosure is uneven or absent. For example, ExxonMobil spent \$3,860,715 on lobbying in California from 2010 – 2017. Exxon also lobbies abroad, reportedly spending between €3.75m and €4m on lobbying in Brussels for 2017 ('Revealed: ExxonMobil's Private Dinner with Cyprus' Top EU Brass,' EU Observer, August 12, 2018).

We commend ExxonMobil for ending its membership in the American Legislative Exchange Council ('Exxon Mobil Joins Exodus of Firms from Lobbying Group ALEC,' Reuters, July 12, 2018). However, serious disclosure concerns remain. ExxonMobil belongs to the American Petroleum Institute, Business Roundtable (BRT), Chamber of Commerce and National Association of Manufacturers (NAM), which altogether spent \$260,410,014 on lobbying for 2016 and 2017. Both the BRT and NAM are lobbying against shareholder rights to file resolutions. ExxonMobil does not disclose its memberships in, or payments to, trade associations, or the amounts used for lobbying.

We are concerned that ExxonMobil's lack of lobbying disclosure presents reputational risks when its lobbying contradicts company public positions. For example, ExxonMobil supports the Paris climate agreement, yet was named one of the top three global corporations lobbying against effective climate policy, ('When Corporations Take Credit for Green Deeds Their Lobbying May Tell Another Story,' The Conversation, July 17, 2018), and the Chamber undermined the Paris climate accord ('Paris Pullout Pits Chamber against Some of Its Biggest Members,' Bloomberg, June 9, 2017). As shareholders, we believe that companies should ensure there is alignment between their own positions and their lobbying, including through trade associations."

and that 1,027,361,781 shares were voted in favor of the resolution and 1,724,299,805 shares were voted against the resolution. We also report that the holders of 31,066,065 shares abstained from voting on the resolution and that broker non-votes on the resolution totaled 885,749,784 shares.

Respectfully submitted,

Inspector

Inspector

