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Board of directors

As at 29 March 2019

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Helge Lund



Bob Dudley



Brian Gilvary



Nils Andersen



Alan Boeckmann



Admiral Frank Bowman



Dame Alison Carnwath



Pamela Daley



Ian Davis



Professor Dame Ann Dowling



Melody Meyer



Brendan Nelson



Paula Rosput Reynolds



Sir John Sawers



Jens Bertelsen

Helge Lund Chairman

Tenure

Appointed 26 July 2018

Board and committee activities

Chair of the chairman's committee and nomination and governance committee, regularly attends the safety, ethics and environment assurance, audit, remuneration and geopolitical committees

Outside interests

- Chairman of Novo Nordisk AS
- Operating Advisor to Clayton Dubilier & Rice
- Member of the Board of Trustees of the International Crisis Group

Age 56 Nationality Norwegian

Career

Helge Lund became a board director on 26 July 2018 and chairman of the BP board on 1 January 2019.

Helge served as chief executive of BG Group from 2015 to 2016, when the company merged with Shell. He joined BG Group from Statoil where he served as president and chief executive officer for 10 years from 2004.

Prior to Statoil, he was president and chief executive officer of Aker Kvaerner, an industrial conglomerate with operations in oil and gas, engineering and construction, pulp and paper and shipbuilding. He has also held executive positions in Aker RGI, a Norwegian industrial holding company, and Hafslund Nycomed, an industrial group with business activities in pharmaceuticals and energy.

He has worked as a consultant with McKinsey & Company and has served as a political adviser for the parliamentary group of the Conservative party in Norway.

Helge is chairman of the board of Novo Nordisk AS, a global healthcare company. Prior to joining BP, he was a non-executive director of the oil service group Schlumberger from 2016 to 2018, and Nokia from 2011 to 2014.

He is an operating adviser to Clayton Dubilier & Rice, a US investment firm. He is a member of the Board of Trustees of the International Crisis Group and served as a member on the United Nations Secretary-General's Advisory Group on Sustainable Energy from 2011 to 2014.

He has a degree in business economics from the Norwegian School of Economics and Business Administration in Bergen and a Master of Business Administration from INSEAD business school in France.

Relevant skills and experience

Helge Lund was appointed chair of the BP board following a detailed process involving all members of the board. Helge has an impressive track record of leadership in the oil and gas industry. His open-minded and forward-looking approach will be vital as the industry focuses on the transition to a lower carbon world. He has deep industry knowledge and global business experience – not only in the oil and gas industry but also in pharmaceuticals, healthcare and construction.

Bob Dudley

Group chief executive

Tenure

Appointed to the board 6 April 2009

Outside interests

- Fellow of the Royal Academy of Engineering
- Non-executive director of Rosneft
- Member of the Tsinghua Management University Advisory Board, Beijing, China
- Member of the BritishAmerican Business International Advisory Board
- Member of the US Business Council
- Member of the US Business Roundtable
- Member of the UAE/UK CEO Forum
- Member of the Emirates Foundation Board of Trustees
- Member of the World Economic Forum (WEF) International Business Council
- Chair of the Oil and Gas Climate Initiative (OGCI)

Age 63 Nationality American and British

Career

Bob Dudley became group chief executive on 1 October 2010.

Bob joined Amoco Corporation in 1979, working in a variety of engineering and commercial posts. Between 1994 and 1997 he worked on corporate development in Russia. In 1997 he became general manager for strategy for Amoco and in 1999, following the merger between BP and Amoco, was appointed to a similar role in BP.

Between 1999 and 2000 he was executive assistant to the group chief executive, subsequently becoming group vice president for BP's renewables and alternative energy activities. In 2002 he became group vice president responsible for BP's upstream businesses in Russia, the Caspian region, Angola, Algeria and Egypt.

From 2003 to 2008 he was president and chief executive officer of TNK-BP. On his return to BP in 2009, he was appointed to the BP board and oversaw the group's activities in the Americas and Asia. During 2010 he served as the president and chief executive officer of BP's Gulf Coast Restoration Organization in the US. He was appointed a director of Rosneft in March 2013 following BP's acquisition of a stake in Rosneft. Since 2016, he has chaired the Oil and Gas Community of the World Economic Forum and is chair of the Oil and Gas Climate Initiative (OGCI).

Relevant skills and experience

Bob Dudley has spent his whole career in the oil and gas industry. As group chief executive, the board believes Bob has demonstrated outstanding leadership and vision and has transformed BP into a safer, stronger and simpler business. Over the past eight years, Bob has based this transformation on a consistent set of values and behaviours. BP is now more resilient and is able to continue delivering results in an uncertain economic environment. Bob continues to lead the development of the group's strategy, as BP adapts to the challenges of the advancing

transition to a lower carbon economy. Under his leadership, BP successfully acquired the lower 48 assets of BHP in 2018 and delivered six major projects as planned.

Bob Dudley's performance has been considered and evaluated by the chairman's committee.

Brian Gilvary

Chief financial officer

Tenure

Appointed to the board 1 January 2012

Outside interests

- Non-executive director of Air Liquide
- Non-executive director of (Royal) Navy Board
- Non-executive director of The Francis Crick Institute
- Chairman of The 100 Group
- Member of Trilateral Commission
- Honorary professor at Manchester University
- Great Britain Age Group Triathlete

Age 57 Nationality British

Career

Brian Gilvary was appointed chief financial officer on 1 January 2012. The role includes responsibility for finance, tax, treasury, mergers and acquisitions, investor relations, audit, global business services, information technology and procurement. He also has accountability for both integrated supply and trading, and the shipping division responsible for BP's tanker fleet.

Brian joined BP in 1986 after obtaining a PhD in mathematics from the University of Manchester. Following a broad range of roles in upstream, downstream and trading in Europe and the US, he became downstream's commercial director from 2002 to 2005. From 2005 until 2009 he was chief executive of the integrated supply and trading function, BP's commodity trading arm. In 2010 he was appointed deputy group chief financial officer with responsibility for the finance function.

He was a director of TNK-BP over two periods, from 2003 to 2005 and from 2010 until the sale of the business and BP's acquisition of Rosneft equity in 2013. He served on the HM Treasury Financial Management Review Board from 2014 to 2017.

Relevant skills and experience

Brian Gilvary has spent his entire career with BP, with broad experience of working across all facets of the group. This has provided him with deep insight into BP's assets and businesses. Brian has been a key player as BP has implemented its strategy to transform into a 'value over volume' based business where trading is a key creator of value throughout the integrated business.

In addition to underpinning his role as chief financial officer, his deep understanding of finance and trading has been vital in adjusting capital structures and operational costs while ensuring the group continues to be capable of meeting new opportunities.

He played a major role in overseeing the financial consequences of the 2010 oil spill in

the Gulf of Mexico, and leading the 2015 settlement negotiations with the US government and states to resolve the outstanding federal and state claims. Brian also played a lead role in the negotiations around the exit of TNK-BP and investment into Rosneft and led the recent acquisition of the BHP onshore Lower 48 assets. Brian has also been at the centre of the group's work on addressing cyber security risk.

Brian Gilvary's performance has been evaluated by the group chief executive and considered by the chairman's committee.

Nils Andersen

Independent non-executive director

Tenure

Appointed 31 October 2016

Board and committee activities

Member of the safety, ethics and environment assurance, geopolitical and chairman's committees

Outside interests

- Non-executive director of Unilever Plc and Unilever NV
- Chairman of Salling Group A/S
- Chairman of Færch Plast A/S
- Chairman of Akzo Nobel N.V.
- Chairman of WWF Denmark

Age 60 Nationality Danish

Career

Nils Andersen was group chief executive of A.P. Møller-Mærsk from 2007 to June 2016. Prior to this he was executive vice president of Carlsberg A/S and Carlsberg Breweries A/S from 1999 to 2001, becoming president and chief executive officer from 2001 to 2007. Previous roles include non-executive director of Inditex S.A. and William Demant A/S. He has also served as managing director of Union Cervecera, Hannen Brauerei and chief executive officer of the drinks division of the Hero Group.

Nils was elected as a member and chairman of the supervisory board of Akzo Nobel N.V. in April 2018 and was recently appointed as chairman of WWF Denmark.

Nils received his graduate degree from the University of Aarhus.

Relevant skills and experience

Nils Andersen has extensive experience in consumer goods, retail and logistics, having led global corporations with integrated operations worldwide. He has substantial skill, knowledge and experience in marketing, brand and reputation issues. He has broad shipping and upstream energy industry experience which aligns with BP's shipping business. His leadership earlier in his career focused on the transformation of businesses, leaner organizations and increasing competitiveness, as well as increasing transparency and communication with stakeholders. Nils has recently moved from the audit committee to the safety, ethics and environment assurance

committee where he will shortly take the chair. His broad business experience and his knowledge of safe operations in our industry makes him very well qualified for that role.

Alan Boeckmann

Independent non-executive director

Tenure

Appointed 24 July 2014

Board and committee activities

Chair of the safety, ethics and environment assurance committee; member of the remuneration, nomination and governance and chairman's committees

Outside interests

- Non-executive director of Sempra Energy
- Non-executive director of Archer Daniels Midland

Age 70 Nationality American

Career

Alan Boeckmann retired as non-executive chairman of Fluor Corporation in February 2012, ending a 35-year career with the company. Between 2002 and 2011 he held the post of chairman and chief executive officer, having previously been president and chief operating officer from 2001 to 2002. His tenure with the company included responsibility for global operations. As chairman and chief executive officer, he refocused the company on engineering, procurement, construction and maintenance services.

After graduating from the University of Arizona with a degree in electrical engineering, he joined Fluor in 1974 as an engineer and worked in a variety of domestic and international locations, including South Africa and Venezuela.

Alan was previously a non-executive director of BHP Billiton and the Burlington Santa Fe Corporation, and has served on the boards of the American Petroleum Institute, the National Petroleum Council, the Eisenhower Medical Center and the advisory board of Southern Methodist University's Cox School of Business.

He led the formation of the World Economic Forum's 'Partnering Against Corruption' initiative in 2004.

Relevant skills and experience

Alan Boeckmann has worked in a wide range of industries including engineering, construction, chemicals and the energy sector. He has been involved in delivering very large projects particularly in the energy industry. In his senior roles he directed the focus of global corporations towards the advanced technology needed to remain competitive in response to the growth of the internet, e-commerce and the globalization of the workforce. At the same time, he actively promoted fairness, transparency, accountability and responsibility in business dealings through the 'Partnering Against Corruption' initiative.

Admiral Frank Bowman

Independent non-executive director

Tenure

Appointed 8 November 2010

Board and committee activities

Member of the safety, ethics and environment assurance, geopolitical and chairman's committees

Outside interests

- President of Strategic Decisions, LLC
- Director of Morgan Stanley Mutual Funds
- Director of Naval and Nuclear Technologies, LLP

Age 74 Nationality American

Career

Frank Bowman served for more than 38 years in the US Navy, rising to the rank of Admiral. He commanded the nuclear submarine USS City of Corpus Christi and the submarine tender USS Holland. After promotion to flag officer, he served on the joint staff as director of political-military affairs and as the chief of naval personnel. He served over eight years as director of the Naval Nuclear Propulsion Program where he was responsible for the operations of more than 100 reactors aboard the US Navy's aircraft carriers and submarines.

After his retirement as an Admiral in 2004, he was president and chief executive officer of the Nuclear Energy Institute until 2008. He served on the BP Independent Safety Review Panel and was a member of the BP America External Advisory Council. He holds two masters degrees in engineering from the Massachusetts Institute of Technology. He was appointed Honorary Knight Commander of the British Empire in 2005. He was elected to the US National Academy of Engineering in 2009.

Frank is a member of the US CNA military advisory board and has participated in studies of climate change and its impact on national security, and on future global energy solutions and water scarcity. Additionally, he was co-chair of a National Academies study investigating the implications of climate change for naval forces.

Relevant skills and experience

Frank Bowman's exemplary safety record in running the US Navy's nuclear submarine program indicates his deep understanding of process safety and its implementation. Frank makes a substantial contribution to the safety culture within BP. Combined with his specific knowledge of BP's safety goals from his work on the BP Independent Safety Review Panel and his special interest in climate change, he brings an important perspective to the board and the safety, ethics and environment assurance committee. He has led the oversight of BP's compliance with the agreements with the US government stemming from the Deepwater Horizon oil spill.

Dame Alison Carnwath

Independent non-executive director

Tenure

Appointed 21 May 2018

Board and committee activities

Member of the audit and chairman's committees

Outside interests

- Member of Supervisory Board and Audit Committee chair of BASF SE
- Director and Audit Committee chair of Zurich Insurance Group
- Independent director of PACCAR Inc
- Member of UK Panel on Takeovers and Mergers
- Trustee of The Economist Group

Age 66 Nationality British

Career

Dame Alison Carnwath qualified as a chartered accountant before going on to hold a number of senior financial advisory roles in London and New York.

For more than 15 years, Dame Alison's career, in her capacities as senior adviser, director and chairman, has enabled her to demonstrate her expertise on financial, strategic and good governance matters both in and outside of the board room. Her current roles include independent director of PACCAR Inc, director and audit committee chair of Zurich Insurance Group and supervisory board member and audit committee chair BASF SE.

Previous roles of note include chairmanship of Land Securities Group plc as well as non-executive directorships of Barclays plc and Man Group plc.

Dame Alison is a chartered accountant, holds an undergraduate degree, has two honorary degrees and in 2014 was appointed to the order of Dame Commander of the Most Excellent Order of the British Empire for her services to business and diversity.

Relevant skills and experience

Dame Alison has extensive financial experience both as an executive and non-executive director. Dame Alison has chaired significant boards and has deep experience of the workings of investors and the finance industry in the City of London. She has worked with global organizations and brings this broad range of skills to the BP board and to the audit committee.

Pamela Daley

Independent non-executive director

Tenure

Appointed 26 July 2018

Board and committee activities

Member of the audit, remuneration and chairman's committees

Outside interests

- Director of BlackRock, Inc
- Director of SecureWorks, Inc

Age 66 Nationality American

Career

Pamela Daley spent most of her career with the General Electric Company. She joined GE in 1989 as tax counsel and held a number of senior executive roles in the company, serving most recently as senior vice president and senior advisor to the chairman from April to December 2013, when she retired from GE. Between 2004 and 2013 she was senior vice president of corporate business development at GE, where she was responsible for GE's mergers, acquisitions and divestiture activities worldwide, and prior to that, from 1991 to 2004, served as vice president and senior counsel for transactions.

Pamela Daley has served as a director of BlackRock since 2014 and of SecureWorks since 2016. She was a director of BG Group plc from 2014 to 2016 until its acquisition by Shell, a director of Patheon N.V. from 2016 to 2017 until its acquisition by Thermo Fisher, and was previously a partner at Morgan, Lewis & Bockius, a major US law firm, where she specialized in domestic and cross-border tax-oriented financings and commercial transactions.

Pamela Daley is a qualified lawyer, she worked in highly regulated industries, holding senior roles on other boards including chair of the governance and nominating committee at SecureWorks and chair of the audit committee at BlackRock.

Relevant skills and experience

Pamela Daley has deep experience of global business through her executive role at GE. She has also served on a UK board in the oil and gas industry which gave her further insight into that sector. Pamela has joined the audit committee to which she brings deep financial experience and expertise. She has also joined the remuneration committee, where her understanding of employee and investor points of view will provide important input.

Ian Davis

Senior independent director

Tenure

Appointed 2 April 2010

Board and committee activities

Member of the remuneration, geopolitical, nomination and governance and chairman's committees

Outside interests

- Chairman of Rolls-Royce Holdings plc

- Non-executive director of Majid Al Futtaim Holding LLC
- Non-executive director of Johnson & Johnson, Inc.
- Non-executive director of Teach for All

Age 68 Nationality British

Career

Ian Davis is senior partner emeritus of McKinsey & Company. He was a partner at McKinsey for 31 years until 2010 and served as chairman and managing director between 2003 and 2009. Ian has a MA in Politics, Philosophy and Economics from Balliol College, University of Oxford.

Relevant skills and experience

Ian Davis brings global financial and strategic experience to the board. He has worked with and advised global organizations and companies in a wide variety of sectors including oil and gas and the public sector. He is able to draw on knowledge of diverse issues and outcomes to assist the board and its committees.

Ian led the board's oversight of the response in the Gulf of Mexico and chaired the Gulf of Mexico committee from its formation in 2010 until it was stood down in 2016. He was previously a non-executive director in the Cabinet Office, giving him an important perspective on government affairs which is an asset to both the board and the geopolitical committee.

In his role as the senior independent director, Ian is responsible for the annual evaluation of the chairman's performance and led the search for a successor to Carl-Henric Svanberg as chairman, resulting in the appointment of Helge Lund.

Professor Dame Ann Dowling

Independent non-executive director

Tenure

Appointed 3 February 2012

Board and committee activities

Member of the safety, ethics and environment assurance and chairman's committees

Outside interests

- President of the Royal Academy of Engineering
- Deputy vice-chancellor and professor of Mechanical Engineering at the University of Cambridge
- Member of the Prime Minister's Council for Science and Technology
- Non-executive director of Smiths Group plc

Age 66 Nationality British

Career

Dame Ann Dowling is a deputy vice-chancellor at the University of Cambridge where she was appointed a professor of mechanical engineering in the department of engineering in 1993. She was head of the department of engineering at the university from 2009 to 2014. Her research is in fluid mechanics, acoustics and combustion, and she has held visiting posts at MIT and at Caltech. She chairs BP's technical advisory council.

Dame Ann is a fellow of the Royal Society and the Royal Academy of Engineering and a foreign associate of the US National Academy of Engineering, the Chinese Academy of Engineering and the French Academy of Sciences. She has honorary degrees from 18 universities, including the University of Oxford, Imperial College London and the KTH Royal Institute of Technology, Stockholm.

She was elected President of the Royal Academy of Engineering in September 2014 and in December 2015 was appointed to the Order of Merit.

Relevant skills and experience

Dame Ann is an internationally respected leader in engineering research and the practical application of new technology in industry. Her contribution in these fields has been widely recognized by universities around the world. Her academic background provides balance to the board and brings a different perspective to the safety, ethics and environment assurance committee, particularly as developments in technology accelerate. Her work in this area is supplemented by her chairing the company's technology advisory council.

Dame Ann was chair of the remuneration committee from 2015 and stood down from that committee after the 2018 AGM.

Melody Meyer

Independent non-executive director

Tenure

Appointed 17 May 2017

Board and committee activities

Member of the safety, ethics and environment assurance, geopolitical and chairman's committees.

Outside interests

- President of Melody Meyer Energy LLC
- Director of the National Bureau of Asian Research
- Trustee of Trinity University
- Non-executive director of AbbVie Inc.
- Senior Advisor to Cairn India Limited
- Director of National Oilwell Varco, Inc.

Age 61 Nationality American

Career

Melody Meyer started her career with Gulf Oil in Houston. Gulf Oil later merged with Chevron where Melody remained until her retirement in 2016.

During her career with Chevron, Melody had key leadership roles in global exploration and production, working on international projects and operational assignments. In 2004 Melody became vice president for the Gulf of Mexico business unit, and in 2008 became president of the Chevron Energy Technology Company. From 2011 Melody was president of Asia Pacific Exploration and Production, responsible for the financial and operating performance of the upstream assets in nine countries in Chevron's Asia Pacific region. Melody was the executive sponsor of the Chevron Women's Network and continues as a mentor and advocate for the advancement of women in the industry. She was recognized as a 2009 Trinity Distinguished

Alumni, with the BioHouston Women in Science Award, was the ASME Rhodes Petroleum Industry Leadership Award recipient and in 2018 as an Influential Woman in Energy.

Relevant skills and experience

Melody Meyer has spent her entire career in the oil and gas industry. The breadth, variety and geographic scope of her experience is distinctive. Her career has been marked by a focus on excellence, safety and performance improvement. She has expertise in the execution of major capital projects, creation of businesses in new countries, strategic and business planning, merger integration and safe and reliable operations.

Melody brings a world-class operational perspective to the board, with a deep understanding of the factors influencing safe, efficient and commercially high-performing projects in a global organization.

Brendan Nelson

Independent non-executive director

Tenure

Appointed 8 November 2010

Board and committee activities

Chair of the audit committee; member of the chairman's, nomination and governance and remuneration committees

Outside interests

- Non-executive director and chairman of the group audit committee of The Royal Bank of Scotland Group plc
- Member of the Financial Reporting Review Panel

Age 69 Nationality British

Career

Brendan Nelson is a chartered accountant. He was made a partner of KPMG in 1984. He served as a member of the UK board of KPMG from 2000 to 2006, subsequently being appointed vice chairman until his retirement in 2010. At KPMG International he held a number of senior positions including global chairman, banking and global chairman, financial services.

He served for six years as a member of the Financial Services Practitioner Panel and in 2013 was the president of the Institute of Chartered Accountants of Scotland.

Relevant skills and experience

Brendan Nelson has completed a wide variety of audit, regulatory and due-diligence engagements over the course of his career. He played a significant role in the development of the profession's approach to the audit of banks in the UK, with particular emphasis on establishing auditing standards. He continues to contribute in his role as a member of the Financial Reporting Review Panel.

This wide experience makes him ideally suited to chair the audit committee and to act as its financial expert. He brings related input from his role as the chair of the audit committee of a major bank. His specialism in the financial services industry allows him to contribute

insight into the challenges faced by global businesses by regulatory frameworks. He recently joined the remuneration committee.

Paula Rosput Reynolds

Independent non-executive director

Tenure

Appointed 14 May 2015

Board and committee activities

Chair of the remuneration committee; member of the audit, nomination and governance and chairman's committees

Outside interests

- Non-executive director of BAE Systems plc
- Non-executive director of TransCanada Corporation (until May 2019)
- Non-executive director of CBRE Group (until May 2019)
- Non-executive director of General Electric Company

Age 62 Nationality American

Career

Paula Rosput Reynolds is the former chairman, president and chief executive officer of Safeco Corporation, a Fortune 500 property and casualty insurance company that was acquired by Liberty Mutual Insurance Group in 2008. She also served as vice chair and chief restructuring officer for American International Group (AIG) for a period after the US government became the financial sponsor from 2008 to 2009.

Previously Paula was an executive in the energy industry. She was chairman, president and chief executive officer of AGL Resources Inc., an operator of natural gas infrastructure in the US, now a subsidiary of Southern Company. Prior to this, she led a subsidiary of Duke Energy Corporation that was a merchant operator of electricity generation. She commenced her energy career at PG&E Corp.

Paula was awarded the National Association of Corporate Directors (US) Lifetime Achievement Award in 2014.

Relevant skills and experience

Paula Rosput Reynolds has had a long career leading global companies in the energy and financial sectors. Her financial background and deep experience of trading makes her ideally suited to serve on the audit committee.

Her experience with international and US companies, including several restructuring processes and mergers, gives her insight into strategic and regulatory issues, which is an asset to the board.

Paula currently serves as the chair of the remuneration committee of BAE Systems plc. Her experience there and her wider business experience and understanding of the views of investors are well suited to her being the chair of the BP remuneration committee.

Sir John Sawers

Independent non-executive director

Tenure

Appointed 14 May 2015

Board and committee activities

Chair of the geopolitical committee; member of the safety, ethics and environment assurance, nomination and governance and chairman's committees

Outside interests

- Chairman and partner of Macro Advisory Partners LLP
- Visiting professor at King's College London
- Governor of the Ditchley Foundation
- Trustee of the Bilderberg Association, UK

Age 63 Nationality British

Career

Sir John Sawers spent 36 years in public service in the UK, working on foreign policy, international security and intelligence.

Sir John was chief of the Secret Intelligence Service, MI6, from 2009 to 2014 – a period of international upheaval and growing security threats, as well as closer public scrutiny of the intelligence agencies. Prior to that, the bulk of his career was in diplomacy, representing the British government around the world and leading negotiations at the UN, in the European Union and in the G8. He was the UK ambassador to the United Nations from 2007 to 2009, political director and main board member of the Foreign Office from 2003 to 2007, special representative in Iraq during 2003, ambassador to Egypt from 2001 to 2003 and foreign policy adviser to the Prime Minister from 1999 to 2001. Earlier in his career, he was posted to Washington, South Africa, Syria and Yemen.

Sir John is now chairman of Macro Advisory Partners, a firm that advises clients on the intersection of policy, politics and markets.

Relevant skills and experience

Sir John's deep experience of international political and commercial matters is an asset to the board in navigating the geopolitical issues faced by a modern global company. Sir John brings a unique perspective and broad experience which makes him ideal to lead the geopolitical committee. His knowledge and skills gained in government, diplomacy and policy analysis and advice are invaluable to both the board and the safety, ethics and environment assurance committee.

Jens Bertelsen

Company secretary

Tenure

Appointed 1 January 2019

Jens Bertelsen is a solicitor and formerly deputy secretary.

Executive team

As at 29 March 2019

The executive team represents the principal executive leadership of the BP group. Its members include BP's executive directors (Bob Dudley and Brian Gilvary whose biographies appear on pages 58-62) and the senior management listed on these pages.



Susan Dio



Tufan Erginbilgic



David Eyton



Bob Fryar



Andy Hopwood



Bernard Looney



Lamar McKay



Eric Nitcher



Dev Sanyal



Helmut Schuster



Dame Angela Strank

Susan Dio

Chairman and president of BP America

Executive team tenure

Appointed 1 September 2018

Outside interests

- Member of the American Petroleum Institute Board and Executive Committee
- Member of the Greater Houston Partnership Executive Committee
- Member of the Ford's Theatre Board of Trustees Executive Committee

Age 58 Nationality American

Career

Susan Dio is chairman and president of BP America, providing leadership and oversight to BP's US businesses, which employ around 14,000 people. These businesses include oil and gas exploration and production, refining, petrochemicals, supply and trading, pipeline operations, shipping, retail, and alternative energy.

Since joining the company in 1984, she has held key operational and executive positions in the US, UK, and Australia. Before assuming her current role, Susan served as chief executive officer of BP shipping, where she managed the fleet of BP-operated and chartered vessels that move more than 200 million tonnes of products across the globe each year.

She also previously served as head of audit for BP's downstream segment, as business unit leader of the Bulwer Island refinery, and as plant manager of Texas City chemicals.

Outside BP, Susan is a member of the American Petroleum Institute Board and Executive Committee, the Greater Houston Partnership Executive Committee, and the Ford's Theatre Board of Trustees Executive Committee.

Tufan Erginbilgic

Chief executive, Downstream

Executive team tenure

Appointed 1 October 2014

Outside interests

- Member of the Turkish-British Chamber of Commerce & Industry Board of Directors
- Member of the Strategic Advisory Board of the University of Surrey

Age 59 Nationality British and Turkish

Career

Tufan Erginbilgic was appointed chief executive, Downstream on 1 October 2014.

Prior to this, Tufan was the chief operating officer of the fuels business, accountable for BP's fuels value chains worldwide, the global fuels businesses and the refining, sales and commercial optimization functions for fuels. Tufan joined Mobil in 1990 and BP in 1997 and has held a wide variety of roles in refining and marketing in Turkey, various European countries and the UK.

He became head of the European fuels business in 2004 and took up leadership of BP's lubricant business in 2006, before moving to head the group chief executive's office. In 2009 he became chief operating officer for the eastern hemisphere fuels value chains and lubricants businesses.

David Eyton

Group head of technology

Executive team tenure

Appointed 1 September 2018

Outside interests

- Fellow of the UK Royal Academy of Engineering
- Fellow of the Institute of Materials, Minerals and Mining
- Fellow of the Institute of Directors
- Trustee of the John Lyons Foundation

Age 58 Nationality British

Career

As group head of technology, David Eyton is accountable for technology strategy and its implementation across BP. This includes corporate venture capital investments and conducting research and development in areas of corporate renewal. In this role, David sits on the Oil & Gas Climate Initiative Climate Investments Board.

David joined BP in 1982 from Cambridge University with an engineering degree.

Bob Fryar

Executive vice president, safety and operational risk

Executive team tenure

Appointed 1 October 2010

Outside interests

No external appointments

Age 55 Nationality American

Career

Bob Fryar is responsible for strengthening safety, operational risk management and the systematic management of operations across the BP group. He is group head of safety and operational risk, with accountability for group-level disciplines including engineering, health, safety, security, remediation management and the environment. In this capacity, he looks after the group-wide operating management system implementation and capability programmes.

Bob has over 30 years' experience in the oil and gas industry, having joined Amoco Production Company in 1985. Between 2010 and 2013 Bob was executive vice president of the production division, accountable for safe and compliant exploration and production operations and stewardship of resources across all regions.

Prior to this, Bob was chief executive of BP Angola and also held several management positions in Trinidad, including chief operating officer for Atlantic LNG and vice president of operations. Bob has also served in a variety of engineering and management positions in onshore US and the deepwater Gulf of Mexico.

Andy Hopwood

Executive vice-president, chief operating officer, upstream strategy

Executive team tenure

Appointed 1 November 2010

Outside interests

No external appointments

Age 61 Nationality British

Career

Andy Hopwood is responsible for BP's upstream strategy.

Andy joined BP in 1980, spending his first 10 years in operations in the North Sea, Wytch Farm and Indonesia. In 1989 Andy joined the corporate planning team formulating BP's upstream strategy and subsequent portfolio rationalization. Andy held commercial leadership positions in Mexico and Venezuela before becoming the upstream's planning manager.

Following the BP-Amoco merger, Andy spent time leading BP's businesses in Azerbaijan, Trinidad & Tobago and onshore North America. In 2009 he joined the upstream executive team as head of portfolio and technology and in 2010 was appointed executive vice president, exploration and production.

Most recently, Andy was appointed chief operating officer, upstream strategy in April 2018.

Bernard Looney

Chief executive, Upstream

Executive team tenure

Appointed 1 November 2010

Outside interests

- Fellow of the Royal Academy of Engineering
- Fellow of the Energy Institute

Age 48 Nationality Irish

Career

Bernard Looney is responsible for the Upstream segment which consists of exploration, development and production.

Bernard joined BP in 1991 as a drilling engineer, working in the North Sea, Vietnam and the Gulf of Mexico. In 2005 he became senior vice president for BP Alaska before becoming head of the group chief executive's office in 2007.

In 2009 he became the managing director of BP's North Sea business in the UK and Norway. At the same time, Bernard became a member of the Oil & Gas UK Board. He became executive vice president, developments in October 2010, and in February 2013 became chief operating officer, production, serving in the role until April 2016.

Lamar McKay

Deputy group chief executive

Executive team tenure

Appointed 16 June 2008

Outside interests

No external appointments

Age 60 Nationality American

Career

Lamar McKay is accountable for group strategy and long-term planning, group economics, safety and operational risk, group technology and the legal function. In addition to supporting the group chief executive, he also focuses on various corporate governance activities including ethics and compliance.

Lamar started his career in 1980 with Amoco and held a range of technical and leadership roles.

During 1998 to 2000, he worked on the BP-Amoco merger and served as head of strategy and planning for the exploration and production business. In 2000 he became business unit leader for the central North Sea. In 2001 he became chief of staff for exploration and production, and subsequently for BP's deputy group chief executive. Lamar became group vice president, Russia and Kazakhstan in 2003. He served as a member of the board of directors of TNK-BP between February 2004 and May 2007.

In 2007 he was appointed executive vice president, BP America. In 2008 he became executive vice president, special projects

where he led BP's efforts to restructure the governance framework for TNK-BP. In 2009 Lamar was appointed chairman and president of BP America, serving as BP's chief representative in the US. In January 2013, he became chief executive, upstream, responsible for exploration, development and production, serving in the role until April 2016.

Eric Nitcher

Group general counsel

Executive team tenure

Appointed 1 January 2017

Outside interests

No external appointments

Age 56 Nationality American

Career

Eric Nitcher is responsible for legal matters across the BP group.

Eric began his career in the late 1980s working as a litigation and regulatory lawyer in Wichita, Kansas. He joined Amoco in 1990 and over the years has held a wide variety of roles, both within and outside the US.

In 2000, Eric moved to London to work in the mergers and acquisitions legal team where he played a key role in the formation of the Russian joint venture TNK-BP. Eric returned to Houston in 2007 where he served as special counsel and chief of staff to BP America's chairman and president.

Most recently he played a leading role in the settlement of the Deepwater Horizon US government claims and resolution of many of the remaining private claims.

Dev Sanyal

Chief executive, alternative energy and executive vice president, regions

Executive team tenure

Appointed 1 January 2012

Outside interests

- Independent non-executive director of Man Group plc
- Member of the Accenture Global Energy Board
- Member of the Board of Advisors of The Fletcher School of Law and Diplomacy, Tufts University
- Member, International Advisory Board of the Ministry of Petroleum and Natural Gas, Government of India
- Member of the Advisory Board of the Centre for European Reform

Age 53 Nationality British and Indian

Career

Dev Sanyal is responsible for alternative energy globally and for the group's interests in the Europe and Asia regions.

Dev joined BP in 1989 and has held a variety of international roles in London, Athens, Istanbul, Vienna and Dubai. He was general manager, former Soviet Union and Eastern Europe, prior to being appointed chief executive, BP Eastern

Mediterranean in 1999. In November 2003 he was appointed chief executive, Air BP International and in June 2006 was appointed head of the group chief executive's office. In 2007, he assumed the role of group vice president and group treasurer. During this period he was also chairman of BP investment management and was accountable for the group's aluminium interests. Until April 2016, Dev was executive vice president, strategy and regions.

Helmut Schuster

Executive vice president, group human resources director

Executive team tenure

Appointed 1 March 2011

Outside interests

- Non-executive director of Ivoclar Vivadent AG, Germany

Age 58 Nationality Austrian and British

Career

Helmut Schuster became group human resources (HR) director in March 2011. In this role he is accountable for the BP human resources function.

He completed his post graduate diploma in international relations and his PhD in economics at the University of Vienna and then began his career working for Henkel in a marketing capacity. Since joining BP in 1989 Helmut has held a number of leadership roles. He has worked in BP in the US, UK and continental Europe and within most parts of refining, marketing, trading and gas and power.

Before taking on his current role, his portfolio of responsibilities as vice president, HR included the refining and marketing segment of BP and corporate and functions. That role saw him leading the people agenda for roughly 60,000 people across the globe that included businesses such as petrochemicals, fuels value chains, lubricants and functional experts across the group.

Outside of his role, Helmut is a non-executive director of Ivoclar Vivadent. Additionally, he is an alumni and advocate of AFS, which is an NGO that promotes intercultural learning.

Dame Angela Strank

BP chief scientist and head of technology, downstream

Executive team tenure

Appointed 1 September 2018

Outside interests

- Non-executive director of Severn Trent plc
- Fellow of the Royal Society
- Fellow of the Royal Academy of Engineering
- Honorary Fellow of the Energy Institute
- Honorary Professor of Earth Sciences, University of Manchester

Age 66 Nationality British

Career

Dame Angela Strank is responsible for technology across BP's petrochemicals, refining, fuels and lubricants businesses. As BP's chief scientist she is accountable for developing strategic insights from advances in science and managing technology capability in BP.

Dame Angela joined BP in 1982 as a geologist in exploration and has held various technical and commercial leadership roles across upstream and downstream including: chief financial officer lubricants (Americas), BP/Statoil alliance manager Nigeria, business development manager Angola, technology vice president, and head of the BP group chief executive's office.

In 2010 Dame Angela won the UK First Women's Award in Science and Technology, and in 2018 was the first woman to receive the UK Energy Institute's Cadman Award.

In 2017 Dame Angela was awarded a Dame Commander of the Order of the British Empire in Her Majesty the Queen's Birthday Honours List for services to the oil industry and women in science, technology, engineering and mathematics (STEM).

Dame Angela holds honorary degrees from Royal Holloway University, London (DSc) and the University of Bradford.

Executive management teams

Upstream

1. David Campbell
President, BP Russia

2. William Lin
Chief operating officer, upstream regions

3. Murray Auchincloss
Chief financial officer

4. Gordon Birrell
Chief operating officer, production, transformation and carbon

5. Kerry Dryburgh
Head of human resources

6. Nigel Jones
Associate general counsel

7. Andy Hopwood
Chief operating officer, upstream strategy

8. Bernard Looney
Chief executive

9. Tony Brock
Head of safety and operational risk

10. James Dupree
Chief operating officer, developments and technology



Other business and functions leaders

1. Steve Fortune
Chief information officer, information technology and services

2. Craig Marshall
Group head of investor relations

3. Camille Drummond
Vice president of global business services

4. Geoff Morrell
Group head of communications and external affairs

5. David Anderson
Chief financial officer, alternative energy

6. Trudi Charles
Associate general counsel, integrated supply and trading and BP shipping

7. Nick Wayth
Chief development officer, alternative energy

8. David Jardine
Group head of audit

9. David Bucknall
Group controller and chief financial officer, other businesses and corporate

10. Joan Wales
Head of safety and operational risk, other businesses and corporate

11. Jan Lyons
Group head of tax



Our diverse and talented leaders have a wide range of skills and disciplines that support our executive team's work. These include experts in fields such as renewable energy, finance, trading, technology and digital, and tax and treasury. Job titles correct as at 1 January 2019.

Downstream

1. Mandhir Singh
Chief operating officer, lubricants

2. Guy Moeyens
Chief operating officer, fuels, Europe and Southern Africa

3. Tufan Erginbilgic
Chief executive

4. Evelyn Gardiner
Head of human resources

5. Doug Sparkman
Chief operating officer, fuels, North America

6. Rita Griffin
Chief operating officer, petrochemicals

7. Michael Sosso
Associate general counsel, downstream and BP shipping

8. Mike O'Sullivan
Chief financial officer

9. Andy Holmes
Chief operating officer, fuels ASPAC and Air BP

10. Angela Strank
Head of technology and BP chief scientist



Other business and functions leaders

12. David Windle
Head of solar and renewable products, alternative energy

13. Carol Howle
Chief executive officer, BP shipping and chief operating officer, global oil, integrated supply and trading

14. Ashok Pillai
Vice president, group reward

15. Dominic Emery
Vice president, group strategic planning

16. Mario Lindenhayn
Chief executive officer, biofuels, alternative energy

17. Lucy Knight
Human resources vice president, corporate business activities and functions

18. Alan Haywood
Chief executive officer, integrated supply and trading

19. Robert Lawson
Global head of mergers and acquisitions

20. Laura Folse
Chief executive officer, wind, alternative energy

21. Spencer Dale
Group chief economist

22. Rahul Saxena
Group ethics and compliance officer

23. Kate Thomson
Group treasurer



Introduction from the chairman



BP's culture is well grounded with the right values and behaviours embedded by the board and the senior leadership.



It is now nine months since I joined BP, initially as a non-executive director. In that time, my experience has confirmed the very positive impression of BP's culture and values I arrived with. Based on my time spent in the business, the values of safety, respect, excellence, courage and one team are clearly embedded and genuinely lived. I see a culture that is grounded, responsible and humble – by which I mean one where people have confidence in their capabilities and the strategy, but not complacency or arrogance, and with a strong desire to learn and develop. I firmly believe that is the right combination for maintaining safe operations, earning the trust of stakeholders and embracing the challenges and opportunities the energy transition presents. A priority for my chairmanship is to see that the board continues to help sustain and evolve this positive culture by having the right capability around the table and the right engagement with stakeholders outside the boardroom.

Board capability

BP's board has evolved considerably during Carl-Henric Svanberg's tenure. Together we will look to continue its development and find the right balance of continuity and renewal. In my letter on page 6, I mentioned Dame Alison Carnwath and Pamela Daley joining the board in 2018, and that this year we are losing the distinguished services of Admiral Frank Bowman and Alan Boeckmann.

Ian Davis is now in his 10th year as a director and continues as our senior independent director, having held this role since 2017. I have huge respect and regard for Ian's skills and experience and, to provide the continuity that I believe is critical I have asked him to extend his service to at least the AGM in 2020. Ian continues to demonstrate constructive challenge and engagement both in the board and with executive management. The board therefore retains complete confidence in Ian's independence and supports his re-election in this capacity.

Governance and remuneration processes

We have spent considerable time evaluating the work of the board and its committees, for which we also brought in external expertise to facilitate our discussions. This was a very valuable exercise and resulted in a number of recommendations that I am considering with the board, and certain changes to our ways of working have already been made. Details of these changes will be included in a revised set of board governance principles to be published later this year.

Looking outwards, there were changes to UK legislation and governance requirements during 2018 that have now come into effect. In particular, the board is required to understand more deeply the

engagement it has with both our people and with our wider community of stakeholders. As a board, we fully support this – it builds on the work we already do, and we will continue to evolve and enhance this engagement and provide more detail next year.

Our oversight of the significant risks (such as operational, compliance and cyber security) facing BP continues. Both the audit committee and the safety, ethics and environmental assurance committee (SEEAC) continue to review these in depth and receive assurance from management as to how they are understood and mitigated to the level of risk acceptable to the board. In this regard, I want to once again pay tribute to the exceptional service over many years of Alan Boeckmann and Admiral Frank Bowman on the SEEAC and welcome Nils Andersen to the role of SEEAC chair. Brendan Nelson continues to chair the audit committee and brings enormous financial and regulatory experience and expertise to the role. I also want to thank Sir John Sawers for all his work chairing the geopolitical committee. John brings unique insight and experience to his role and the committee does important work overseeing significant political and related risks in key geographies where BP operates.

The nomination and governance committee continues to review the skills that we need while always considering diversity and the need for independent thinking and challenge. The committee will also continue to review the size of the board to confirm that it is appropriate with a good mix of skills, experience and knowledge and the ability to maintain appropriate oversight of the executive team and provide constructive challenge and support.

Executive remuneration remains a significant issue and we appreciated the strong support that was given to our remuneration report at last year's AGM. This was the second year in which our three-year policy, developed following extensive engagement with shareholders, was in effect. Paula Reynolds is working with the remuneration committee in implementing that policy this year and to develop the new three-year policy for which shareholder approval will be sought in 2020. Paula is currently in the process of reducing her directorship commitments with other companies during 2019 to ensure that she can retain her strong focus on chairing the remuneration committee.

You will see from Paula's report on page 83 that the committee continues to exercise appropriate discretion in relation to executive remuneration. From 2019 we are linking BP's progress towards one of our emissions reduction targets to the remuneration of a significant number of our employees, including executive directors.

Engaging with stakeholders

Remuneration is just one issue where I believe dialogue is invaluable, and I will continue to encourage the board to meet with a range of stakeholders, including investors, partners, and our people, and gain first-hand experience of BP's businesses and operations around the world. Over the past year, board members visited BP operations in the US, UK and Oman and individual members also took opportunities to visit BP sites when travelling and pursuing their other interests and business activities. Personally, I have already visited our operations in several countries including in the UK, the US, China, Oman and the Netherlands. I look forward to making many more visits this year and sharing my observations and reflections in due course.

Finally, I am grateful to Bob, the executive team, our employees and my colleagues on the board for all of their hard work, their commitment to BP and for the way that they have so warmly welcomed me into the company. I am excited for our future.

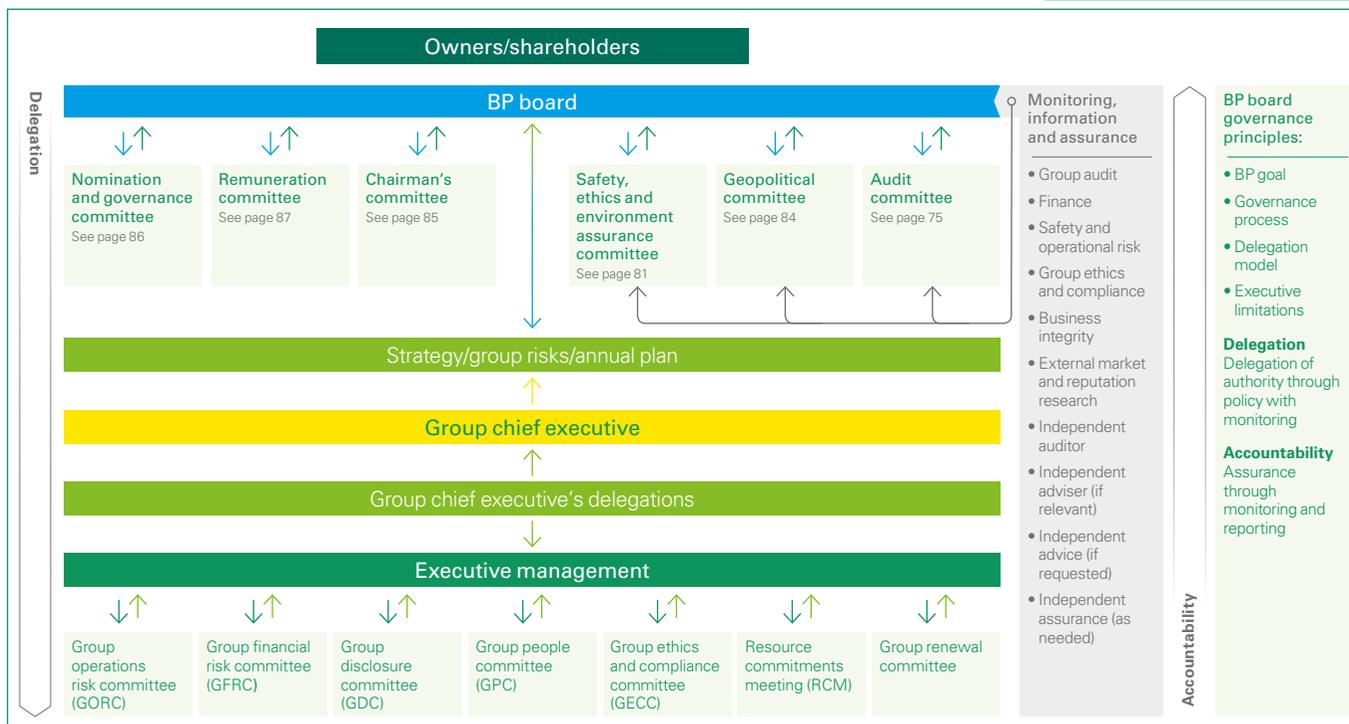
Helge Lund
Chairman

BP governance framework

The board operates within a system of governance that is set out in the BP board governance principles. These principles define the role of the board, its processes and its relationship with executive management. This system is reflected in the governance of the group's subsidiaries.

More information

See bp.com/governance for the board governance principles.



Corporate governance

Board and committee attendance

	Board		Audit committee		SEEAC		Joint audit/SEEAC		Remuneration committee		Geopolitical committee		Nomination and governance committee		Chairman's committee	
	A	B	A	B	A	B	A	B	A	B	A	B	A	B	A	B
Non-executive directors																
Carl-Heneric Svanberg	9	9											3	3	6	6
Nils Andersen	9	8	7	6	1	1	4	4			2	2			6	4
Paul Anderson	4	4			2	2	1	1			1	1			4	4
Alan Boeckmann+	9	7			6	4	4	2	7	5			3	3	6	4
Frank Bowman	9	9			6	6	4	3			4	4			6	6
Alison Carnwath	5	5	5	4			3	2							2	2
Pamela Daley	4	3	2	2			1	1							1	1
Ian Davis	9	9							7	7	4	4	3	3	6	6
Ann Dowling	9	9			6	6	4	4	3	3					6	6
Helge Lund+	4	4											3	3	1	1
Melody Meyer	9	8			6	6	4	4			4	4			6	6
Brendan Nelson+	9	9	9	9			4	4	7	7			2	2	6	6
Paula Reynolds+	9	8	9	8			4	3	7	7			3	1	6	6
John Sawers+	9	8			6	6	4	4			4	4	3	3	6	6
Executive directors	A	B														
Bob Dudley	9	9														
Brian Gilvary	9	9														

A = Total number of meetings the director was eligible to attend.

B = Total number of meetings the director did attend.

+ Committee chair.

Nils Andersen missed a board meeting due to a pre-existing external commitment.

Alan Boeckmann missed meetings of the board due to unforeseen personal circumstances.

Pamela Daley missed a board meeting due to a pre-existing external commitment.

Melody Meyer missed a board meeting due to other commitments.

Paula Reynolds missed a board meeting due to a pre-existing external commitment.

John Sawers missed a board meeting due to other commitments.

Board activity in 2018

Role of the board

The board is responsible for the overall conduct of the group's business. Directors have duties under both UK company law and BP's Articles of Association. The primary tasks of the board in 2018 included:

Active consideration and direction of long-term strategy and approval of the annual plan	Monitoring of BP's performance against the strategy and plan	Ensuring that the principal risks and uncertainties to BP are identified and that systems of risk management and control are in place	Board and executive management succession
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Strategy	
<p>During the year the board provided input on the group's strategy to senior management. This included a two-day strategy session in September where it examined developments in the wider environment and debated strategic themes relating to BP's segments, key functions and the impact of the lower carbon transition on the group's business model. The board discussed the transition to a lower carbon world frequently during the year.</p> <p>The board also held several long-term strategy sessions covering upstream, downstream and the future plans for the integrated supply and trading function that supports them.</p>	<p>It received regular reports on the progress and implementation of the strategy – through updates from management and by means of a strategic performance scorecard which is discussed at each board meeting.</p> <p>The board monitored the company's performance against the annual plan for 2018 and approved the forward framework for the annual plan for 2019.</p> <p>The board reviewed the <i>BP Energy Outlook</i>, updated in February 2018, which looks at long-term energy trends and projections for world energy markets.</p>

Performance and monitoring	
<p>The board reviews financial and operational performance at each meeting. It receives regular updates on the group's performance for the year across a range of metrics as well as the latest view on expected full-year delivery against external scorecard measures. Updates are also given on various components of value delivery for BP's business. Regular reports presented to the board include:</p> <ul style="list-style-type: none"> • Chief executive's report. • Group performance report. • Group financial outlook. • Effectiveness of investment review. 	<ul style="list-style-type: none"> • Quarterly and full-year results. • Shareholder distributions. <p>The board reviews the quarterly and full-year results, including the shareholder distribution policy. The 2018 annual report was assessed in terms of the directors' obligations and appropriate regulatory requirements.</p> <p>The board monitors employee opinion via an annual 'pulse' survey which includes measurement of how the BP values are incorporated into culture around our global operations.</p>

Risk	
<p>The board, either directly or through its monitoring committees, regularly reviews the processes whereby risks are identified, evaluated and managed.</p> <p>Activities include:</p> <ul style="list-style-type: none"> • Assessing the effectiveness of the group's system of internal control and risk management as part of the review of the <i>BP Annual Report and Form 20-F 2017</i>. • Identification and subsequent allocation of risks to the board and monitoring committees (the audit, SEEA and geopolitical committees) for 2018, and confirmation of the schedule for oversight. 	<p>The board reviewed the group risk of cyber security in 2017 – with the audit committee and SEEAC assessing elements of cyber security risk in their work programme for the year. The allocation of the group cyber security risk to the board (with additional monitoring by the audit and SEEA committees) remains unchanged for 2019. The group risks allocated to the committees for review over the year are outlined in the reports of the committees on pages 75-86.</p> <p>Further information on BP's system of risk management is outlined in <i>How we manage risk</i> on page 53. Information about BP's system of internal control is on page 110.</p>

Succession	
<p>The board, in conjunction with the nomination and governance and chairman's committees, reviews succession plans for executive and non-executive directors on a regular basis. The board needs to ensure that potential candidates are identified and evaluated as current directors reach the end of their recommended term of office, including in the event of a director leaving unexpectedly.</p> <p>The board employs executive search firms when it concludes that this is an effective way of finding suitable candidates. In 2018 Egon Zehnder assisted in the search for non-executive directors. Egon Zehnder has no other connection with the company or individual directors.</p>	<ul style="list-style-type: none"> • Paul Anderson stood down from the board at the 2018 AGM. • Alison Carnwath was elected as a director at the 2018 AGM. • Helge Lund and Pamela Daley joined the board in July 2018 as non-executive director and chairman designate, and non-executive director, respectively. • Carl-Henric Svanberg stepped down as non-executive director and chairman of the board effective 31 December 2018, succeeded by Helge Lund with effect from 1 January 2019. • Alan Boeckmann and Frank Bowman will stand down from the board at the 2019 AGM.

Skills and expertise

In order to carry out its duties on behalf of shareholders, the board needs to manage its overall membership and continuously maintain its knowledge and expertise to benefit the business. It does this through four activity sets:

Succession planning to ensure future diversity and balance	Diversity including skills, experience, gender, ethnicity and tenure	Training including site visits and induction of new directors	Evaluation
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Background and diversity									
Non-executive director	Background						Diversity		
	Oil and gas/ extractives/ energy	Engineering/ technology	Financial expertise	Safety	Brand/ marketing/ reputation	Regulatory/ government affairs	Female	Non UK/US	Tenure (years)
Nils Andersen	◆					◆		◆	3
Alan Boeckmann	◆	◆		◆					5
Frank Bowman		◆		◆					8
Alison Carnwath		◆	◆				◆		1
Pamela Daley	◆		◆			◆	◆		1
Ian Davis	◆				◆	◆			9
Ann Dowling		◆					◆		6
Helge Lund	◆		◆	◆		◆		◆	1
Melody Meyer	◆	◆		◆			◆		2
Brendan Nelson			◆			◆			8
Paula Reynolds	◆		◆				◆		4
John Sawers				◆		◆			4

Diversity

BP recognizes the importance of diversity, including gender, at the board and all levels of the group. We are committed to increasing diversity across our operations and have a wide range of activities to support the development and promotion of talented individuals, regardless of gender and social and ethnic background.

The board operates a policy that aims to promote diversity in its composition. Under this policy, director appointments are evaluated against the existing balance of skills, knowledge and experience on the board, with directors asked to be mindful of diversity, inclusiveness and meritocracy considerations when examining nominations to the board. Implementation of this policy is monitored through agreed metrics. During its annual evaluation, the board considered diversity as part of the review of its performance and effectiveness.

At the end of 2018, there were five female directors (2017: 3, 2016: 3) on our board of 14. Our nomination and governance committee actively considers diversity in seeking potential candidates for appointment to the board.

The board looked at gender and wider diversity across the group as part of its annual review of HR, capability and talent management.

BP continues to take action to address the broader issue of diversity within the group.

Independence

Non-executive directors (NEDs) are expected to be independent in character and judgement and free from any business or other relationship that could materially interfere with exercising that judgement. It is the board's view that all NEDs are independent.

The board is satisfied that there is no compromise to the independence of, and nothing to give rise to conflicts of interest for, those directors who serve together as directors on the boards of other entities or who hold other external appointments. The nomination and governance committee keeps the other interests of the NEDs under review to ensure that the effectiveness of the board is not compromised.

Ian Davis is proposed for re-election notwithstanding he will be in his tenth year as a non-executive director. Following careful consideration, the board believes that Ian continues to provide constructive challenge and robust scrutiny of matters that come before the board. Accordingly, the board is satisfied that Ian continues to demonstrate the qualities of independence in carrying out his role as senior independent director.

Appointment and time commitment

The chairman and NEDs have letters of appointment. There is no term limit on a director's service, as BP proposes all directors for annual re-election by shareholders.

While the chairman's letter of appointment sets out the time commitment expected of him, those for NEDs do not set a fixed-time commitment, but instead set a general guide of between 30-40 days per year. The time required of directors may fluctuate depending on demands of BP business and other events. They are expected to allocate sufficient time to BP to perform their duties effectively and make themselves available for all regular and ad hoc meetings. The board believes that, notwithstanding the NEDs' other appointments, they have sufficient time to fulfil their BP duties.

Executive directors are permitted to take up one board appointment at an external listed company, subject to the agreement of the chairman.

Fees received for an external appointment may be retained by the executive director and are reported in the directors' remuneration report (see page 87). Neither the chairman nor the senior independent director are employed as an executive of the group.

Training and induction

To help develop an understanding of BP's business, the board continues to build its knowledge through briefings and site visits. In 2018, the board continued to receive training on ethics and compliance.

NEDs are expected to visit at least one business a year as part of their learning programme. In 2018, the board as a whole visited operations at the Khazzan gas field in Oman. Members of the SEEAC and other directors also visited the Cooper River petrochemicals plant in the US and the Thunder Horse platform in the Gulf of Mexico.

Newly appointed NEDs follow a structured induction process. In 2018, Helge Lund, Alison Carnwath and Pamela Daley all participated in the induction programme, which includes one-to-one meetings with management and the external auditors and other management who support the board and committees. Pamela Daley's induction is set out below as an example.

Director induction programme



I deeply appreciate the quality of the BP induction programme and the BP team's dedication to educating me.

Pamela Daley
Non-executive director

Pamela Daley, appointed in 2018, followed a tailored induction process. The programme of topics included:

<p>Board and governance</p> <ul style="list-style-type: none"> • BP's board governance model, directors' duties, interests and potential conflicts. <p>Business introduction</p> <ul style="list-style-type: none"> • Alternative energy • BP's business • BP's performance relative to competitors • Downstream (refining, marketing and lubricants) • Integrated supply and trading (IST) • Lower carbon transition • Strategy • Financial planning • Upstream (exploration, development, production, overview of our operations) 	<p>Functional input</p> <ul style="list-style-type: none"> • Communications and corporate reporting • Ethics and compliance • External audit • Finance • Human resources, including capability and reward • Legal, including litigation • Safety • Treasury • Tax <p>Audit committee specific</p> <ul style="list-style-type: none"> • Reporting and disclosure • Business 'deep dives' including IST risks and compliance and procurement • Cyber security and trading regulations.
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Board evaluation

BP undertakes an annual review of the board, its committees and individual directors. The chairman's performance is evaluated by the chairman's committee and his evaluation is led by the senior independent director. The evaluation operates on a three-year cycle, with one externally led evaluation followed by two subsequent years of internal evaluations carried out using a questionnaire prepared by an external facilitator.

Activity following prior year evaluation

Actions arising from the 2017 evaluation and how these were addressed included:

- **Ongoing focus on capital allocation:** the board continued to develop and deepen its understanding of the capital allocation process and the way in which investment decisions were taken.
- **Longer term vision and strategy:** the board held three 'deep dive' discussions to explore the group's longer-term vision and strategy, including challenges in BP's core businesses as well as the transition to a lower carbon economy.
- **Employee views on safety and culture:** the board developed a greater understanding of employee views within the group, particularly through review of more detailed data from the annual Pulse Survey, by using the Technology Advisory Council (TAC) reports and through site visits, town halls and employee engagement forums.
- **International advisory board:** the board reviewed the relationship between the board, the geopolitical committee and the international advisory board (IAB). Directors were invited to IAB dinners to hear the debate on broader issues.

2018 evaluation

The evaluation was undertaken through a questionnaire facilitated by an external consultant (Independent Audit) and individual interviews between the consultant and the chairman and each director and other executives. The results of the evaluation and feedback from the interviews were collectively discussed by the board and will be incorporated into a revised version of the board governance principles that will be published later this year.

Site visits

NEDs visit at least one business every year to help deepen their operational understanding. In 2018, the board visited the Khazzan gas field in Oman and the International Centre for Advanced Materials (ICAM), of which BP is a significant sponsor, at the University of Manchester. Members of the SEEAC and other directors visited upstream and downstream operations in the Gulf of Mexico and South Carolina respectively. The board met local management and were briefed at each visit and subsequently provided their feedback to the appropriate committee and to the board.

A number of non-executives took the opportunity to engage directly with the local workforce as described below.



Khazzan, Oman

The board visited the Khazzan gas field in Oman, touring the facility and meeting with local staff. They experienced the scale of the field first hand following start-up of the project. They also visited the new residential camp

offices and accommodation, and spent time in the central processing facility control room. They met site staff over lunch and concluded their visit by meeting a local tribal leader who had been instrumental in securing community support for the Khazzan development.



Thunder Horse, US

SEEAC and the audit committee chair visited Thunder Horse in July. Their trip included a half-day session with the Gulf of Mexico upstream leadership team followed by a day offshore. The regional president led the site visit and facilitated thorough discussion of working practices, the risks and challenges faced on site and management of those risks. The visit demonstrated the safety culture on board the rig.

Manchester, UK

In May the board attended the ICAM, where they met with leading academics to better understand how investment in research is helping advance fundamental understanding and use of materials across a variety of energy and industrial applications.



Cooper River, US

In September members of the SEEAC and other directors visited Cooper River, BP's petrochemicals plant in South Carolina. Board members met with site leaders and discussed business emergency continuity planning, safety, risk and operating culture at the plant. They also heard about new sustainability-related technologies.



Workforce engagement

Melody Meyer visited the Muscat office in March to meet with women from BP Oman, as part of an empowering women in business event. She advocated helping and supporting women saying, "we all have a part to play in this, we can help ensure our female colleagues' voices are heard." Melody highlighted the need to focus on driving value, creating advantage from change, showing respect and valuing contribution.

Melody also conducted a town hall at our Houston office in July and Paula Reynolds led a BP woman's international network event at BP's London head office in December.

Houston, US

Alongside the SEEAC visit in July, members of the board also spent time in the Houston office, following the damage caused by Hurricane Harvey in 2017. They spent time with BP's US-based integrated supply and trading team and learned about the execution of business continuity planning following Harvey. They visited key group monitoring, communication and response centres across multiple businesses.

Shareholder engagement

Institutional investors

The company operates an active investor relations programme. The board receives feedback on shareholder views through results of an anonymous investor audit and reports from management and those directors who meet with shareholders each year. In 2018 the chair of the remuneration committee undertook extensive engagement on the application of the remuneration policy prior to the AGM in May (see the remuneration committee report on page 83). Helge Lund also held one-to-one meetings with 14 major institutional investors during the last quarter of the year prior to him becoming the chairman.

Senior management regularly meets with institutional investors through road shows, group and one-to-one meetings, events for socially responsible investors (SRIs) and oil and gas sector conferences throughout the year.

In April, the chairman and all board committee chairs held an annual investor event. This meeting enabled BP's largest shareholders to hear about the work of the board and its committees and for investors to share their views directly with NEDs.

i More information

See bp.com/investors for investor and strategy presentations, including the group's financial results and information on the work of the board and its committees.

Shareholder engagement cycle 2018



Retail investors

BP held a further event for retail investors in conjunction with the UK Shareholders' Association (UKSA) in 2018. The chairman and head of investor relations gave presentations on BP's annual results, strategy and the work of the board. Shareholders' questions were focused on BP's activities and performance.

AGM

Voting levels increased in 2018 to 67.3% (of issued share capital, including votes cast as withheld), compared to 50.8% in 2017 and 64.3% in 2016.

All resolutions were passed at the meeting. Each year the board receives a report after the AGM giving a breakdown of the votes and investor feedback on their voting decisions to inform them on any issues arising.

UK Corporate Governance Code compliance

BP complied throughout 2018 with the provisions of the 2016 UK Corporate Governance Code except in the following aspects:

B.3.2 Letters of appointment do not set out fixed-time commitments since the schedule of board and committee meetings is subject to change according to the demands of business and other events. Our letters of appointment set a general guide of a time commitment of between 30-40 days per year. All directors are expected to demonstrate their commitment to the work of the board on an ongoing basis. This is reviewed by the nomination and governance committee in recommending candidates for annual re-election.

D.2.2 The remuneration of the chairman is not set by the remuneration committee. Instead, the chairman's remuneration is reviewed by the remuneration committee which makes a recommendation to the board as a whole for final approval, within the limits set by shareholders. This wider process enables all board members to discuss and approve the chairman's remuneration, rather than solely the members of the remuneration committee.

BP remains cognizant of the new UK Corporate Governance Code and will report accordingly in our 2019 Annual Report and Form 20-F. A copy of the UK Corporate Governance Code is available at frc.org.uk.

International advisory board

BP's international advisory board (IAB) advises the chairman, group chief executive and the board on geopolitical and strategic issues relating to the company. This group meets once or twice a year and between meetings IAB members remain available to provide advice and counsel when needed.

Membership of the IAB in 2018 comprised Lord Patten of Barnes, Josh Bolten, President Romano Prodi, Dr Ernesto Zedillo, John Key and Dr Javier Solana. The chairman, chief executive and Sir John Sawers attend meetings of the IAB. Issues discussed in 2018 included the global economy, developments in the Middle East, political events in Latin America and the political and economic outlook in the US. The IAB discussed the UK's potential exit from the European Union at both of its meetings during 2018.

Committee reports



Audit committee



The committee continued to monitor the group's system of internal control, risk management and work of key functions as well as reviewing and challenging as appropriate the disclosures and key judgements made by management.



Chairman's introduction

As in previous years, the committee has continued to review the integrity of the group's financial reporting by challenging and debating the judgements made by management, including the estimates which are made. We receive reports from management and the external auditor each quarter highlighting significant accounting issues and judgements and have used these to inform our debate on whether BP's financial reporting is 'fair, balanced and understandable'.

In 2018 the committee focused on the effectiveness of a number of group functions including integrated supply and trading, procurement, tax, information technology and security, and shipping. We also received presentations regarding, and reviewed performance of, the Upstream segment and the lubricants business. These reviews were valuable in not only informing the committee of the work and future plans of those functions and businesses but also examining the key risks (and associated mitigations) faced by each of them. In addition, the committee carried out reviews into the group risks of financial liquidity, cyber security and compliance with business regulations.

The transition to Deloitte from EY was completed in 2018. We met with both EY and Deloitte during 2018 as the transition occurred and oversaw and monitored Deloitte's work as they settled into their role. We meet regularly with the lead audit partner.

Nils Andersen retired from the committee in September 2018 as he joined the SEEAC. I would like to thank Nils for his service to the committee, and for the challenge and perspective he provided as a member. We were very pleased to welcome Dame Alison Carnwath to the committee in May 2018 with Pamela Daley also joining in October 2018. Each of them bring excellent financial and other relevant skills to the committee.

Brendan Nelson
Committee chair

Role of the committee

The committee monitors the effectiveness of the group's financial reporting, systems of internal control and risk management and the integrity of the group's external and internal audit processes.

Key responsibilities

- Monitoring and obtaining assurance that the management or mitigation of financial risks is appropriately addressed by the group chief executive and that the system of internal control is designed and implemented effectively in support of the limits imposed by the board ('executive limitations'), as set out in the BP board governance principles.
- Reviewing financial statements and other financial disclosures and monitoring compliance with relevant legal and listing requirements.
- Reviewing the effectiveness of the group audit function, BP's internal financial controls and systems of internal control and risk management.
- Overseeing the appointment, remuneration, independence and performance of the external auditor and the integrity of the audit process as a whole, including the engagement of the external auditor to supply non-audit services to BP.
- Reviewing the systems in place to enable those who work for BP to raise concerns about possible improprieties in financial reporting or other issues and for those matters to be investigated.

Members

Brendan Nelson	Member since November 2010 and chair since April 2011
Nils Andersen	Member since October 2016; resigned September 2018
Alison Carnwath	Member since May 2018
Pamela Daley	Member since October 2018
Paula Reynolds	Member since May 2015

Brendan Nelson is chair of the audit committee. He was formerly vice chairman of KPMG and president of the Institute of Chartered Accountants of Scotland. Currently he is chairman of the group audit committee of The Royal Bank of Scotland Group plc and a member of the Financial Reporting Review Panel. The board is satisfied that he is the audit committee member with recent and relevant financial experience as outlined in the UK Corporate Governance Code and competence in accounting and auditing as required by the FCA's Corporate Governance Rules in DTR7. It considers that the committee as a whole has an appropriate and experienced blend of commercial, financial and audit expertise to assess the issues it is required to address, as well as competence in the oil and gas sector. The board also determined that the audit committee meets the independence criteria provisions of Rule 10A-3 of the US Securities Exchange Act of 1934 and that Brendan may be regarded as an audit committee financial expert as defined in Item 16A of Form 20-F.

Meetings and attendance

There were nine committee meetings in 2018, of which three were by teleconference. All directors attended every meeting during the period in which they were committee members, except for Nils Andersen, Alison Carnwath and Paula Reynolds who all missed a meeting each due to pre-existing external commitments. Regular attendees at the meetings include the chief financial officer, group controller, chief accounting officer, group head of audit, group general counsel and external auditor.

Activities during the year

Financial disclosure

The committee reviewed the quarterly, half-year and annual financial statements with management, focusing on the:

- Integrity of the group's financial reporting process.
- Clarity of disclosure.
- Compliance with relevant legal and financial reporting standards.
- Application of accounting policies and judgements.

As part of its review, the committee received quarterly updates from management and the external auditor in relation to accounting judgements and estimates including those relating to the Gulf of Mexico oil spill, recoverability of asset carrying values and other matters.

The committee keeps under review the frequency of results reporting during the year.

The committee reviewed the assessment and reporting of longer-term viability, risk management and the system of internal control, including the reporting and categorization of risk across the group and the examination of what might constitute a significant failing or weakness in the system of internal control. It also examined the group's modelling for stress testing different financial and operational events, and

considered whether the period covered by the company's viability statement was appropriate.

The committee considered the *BP Annual Report and Form 20-F 2017* and assessed whether the report was fair, balanced and understandable and provided the information necessary for shareholders to assess the group's position and performance, business model and strategy. In making this assessment, the committee examined disclosures during the year, discussed the requirement with senior management, confirmed that representations to the external auditors had been evidenced and reviewed reports relating to internal control over financial reporting. The committee made a recommendation to the board, who in turn reviewed the report as a whole, confirmed the assessment and approved the report's publication.

Other disclosures reviewed included:

- Oil and gas reserves.
- Pensions and post-retirement benefits assumptions.
- Risk factors.
- Legal liabilities.
- Tax strategy.
- Going concern.
- IFRS 16 (lease accounting).

Risk reviews

The principal risks allocated to the audit committee for monitoring in 2018 included those associated with:

Trading activities: including risks arising from shortcomings or failures in systems, risk management methodology, internal control processes or employees.

In reviewing this risk, the committee focused on external market developments and how BP's trading function had responded – including new areas of activity, such as emissions trading and impacts on the control environment.

The committee further considered updates in the

integrated supply and trading function's risk management programme, including compliance with regulatory developments and activities in response to cyber threats.

Compliance with applicable laws and regulations: including ethical misconduct or breaches that could damage BP's reputation, adversely affect operational results and/or shareholder value and potentially affect BP's licence to operate.

The committee reviewed the group's ethics and compliance programme, including the work of the business integrity and ethics

and compliance functions, development of the anti-bribery and corruption elements of the programme, enhanced policies, tools and training and strengthening of counter-party risk measures, including due diligence. The committee also reviewed key areas of BP's legal function that advise on compliance matters.

Cyber security risk: including inappropriate access to or misuse of information and systems and disruption of business activity.

The committee reviewed ongoing developments in the cyber security landscape, including events in the oil and gas industry and within BP itself. The review focused on the improvements made in managing cyber risk, including the application of the three lines of defence model and examining the indicators associated with risk management and barrier performance.

Financial liquidity: including the risk associated with external market conditions, supply and demand and prices achieved for BP's products which could impact financial performance.

The committee reviewed the key price assumptions used by the group for investment appraisal and the judgements underlying those proposals, the cost of capital and its application as a discount rate to evaluate long-term BP business projects, liquidity (including credit rating, hedging, long-term commercial commitments and credit risk) and the effectiveness and efficiency of the capital investment into major projects★. These assumptions also impacted financial reporting (see page 79).

BP's principal risks are listed on page 55.

For 2019, the board has agreed that the committee will continue to monitor the same four group risks as for 2018.

Other reviews

Other reviews undertaken in 2018 by the committee included:

- Lubricants: including strategy and strategic progress, financial performance, risk management and controls, audit findings, key litigation and ethics and compliance findings.
- Upstream: including vision and priorities, structure and portfolio, financial controls and the balance sheet, an overview of tangible and intangible assets and a review of the segment's finance organization.
- Shipping: including an overview of BP shipping's role and operating model, financial performance, strategy, risk management and controls and the impact of IFRS 16 (lease accounting standard).
- Tax: including strategy and strategic progress, key drivers of the group's effective tax rate, the global indirect tax environment and the tax modernization programme.
- Procurement: including strategy and strategic progress, financial performance, risk management and controls, audit findings, key litigation and ethics and compliance findings.
- Capability and succession in BP's finance function, including the group's finance modernization programme.
- Assessment of financial metrics for executive remuneration: consideration of financial performance for the group's 2018 annual cash bonus scorecard and performance share plan, including adjustments to plan conditions and NOIs.
- Auditor transition: regular reports from the external auditor regarding its transition into the role including detailed updates on issues identified by the external auditor.
- Internal controls: assessments of management's plans to remediate the external auditors findings in relation to IT access risks.

Internal control and risk management

The committee received quarterly reports on the findings of group audit in 2018. The committee met privately with the group head of audit and key members of his leadership team.

The committee reviewed the effectiveness of internal audit. The audit committee also held private meetings with the group ethics and compliance officer during the year.

Training

The committee held a review on reserves and pensions. It received technical updates from the chief accounting officer on developments in financial reporting and accounting policy, in particular regarding the introduction of IFRS 16 'Leases' accounting from the start of 2019.

Integrated supply and trading visit

In October, the committee held its meeting at BP's integrated supply and trading (IST) business in London and conducted its annual tour of the business which covered oil and gas market fundamentals, finance and risk, IST's strategy, and presentations on oil products and LNG trading.

Accounting judgements and estimates

Areas of significant judgement considered by the committee in 2018 and how these were addressed included:

Key judgements and estimates in financial reporting	Audit committee activity	Conclusions/outcomes
Gulf of Mexico oil spill		
BP uses judgement in relation to the recognition of provisions relating to the Gulf of Mexico oil spill. The timing and amounts of the remaining cash flows are subject to uncertainty and estimation is required to determine the amounts provided for.	<ul style="list-style-type: none"> → A review of the provisioning for and disclosure of uncertainties relating to the Gulf of Mexico oil spill was undertaken each quarter as part of the review of the stock exchange announcement. → Particular focus was given to updates to the provision related to business economic loss (BEL) and other claims related to the Gulf of Mexico oil spill, including the continuing effect of the Fifth Circuit May 2017 opinion on the matching of revenues with expenses when evaluating BEL claims. 	<ul style="list-style-type: none"> → The group income statement includes a pre-tax charge of \$1.2 billion in relation to the Gulf of Mexico oil spill. → Disclosure includes information on remaining uncertainties. → The audit committee noted that following the significant number of BEL claim settlements in the year, the degree of judgement necessary to determine the year-end provision had reduced significantly.
Oil and natural gas accounting, including reserves		
BP uses technical and commercial judgements when accounting for oil and gas exploration, appraisal and development expenditure and in determining the group's estimated oil and gas reserves.	<ul style="list-style-type: none"> → Held an in-depth review of BP's policy and guidelines for compliance with oil and gas reserves disclosure regulation, including the group's reserves governance framework and controls. → Reviewed exploration write-offs as part of the group's quarterly due diligence process. → Received briefings on the status of upstream intangible assets, including the status of items on the intangibles assets 'watch-list', including certain Gulf of Mexico licences which expired in 2013 and 2014. → Received the output of management's annual intangible asset certification process used to ensure accounting criteria to continue to carry the exploration intangible balance are met. 	<ul style="list-style-type: none"> → Exploration write-offs totalling \$1.1 billion were recognized during the year. → BP remains committed to developing the Gulf of Mexico licences and believes it is appropriate to continue to capitalize the costs. → Exploration intangibles totalled \$16.0 billion at 31 December 2018.
Reserves estimates based on management's assumptions for future commodity prices have a direct impact on the assessment of the recoverability of asset carrying values reported in the financial statements.		
Judgement is required to determine whether it is appropriate to continue to carry intangible assets related to exploration costs on the balance sheet.		

Key judgements and estimates in financial reporting	Audit committee activity	Conclusions/outcomes
Recoverability of asset carrying values		
<p>Determination as to whether and how much an asset, cash generating unit (CGU) or group of CGUs containing goodwill is impaired involves management judgement and estimates on uncertain matters such as future commodity pricing, discount rates, production profiles, reserves and the impact of inflation on operating expenses.</p>	<ul style="list-style-type: none"> → Reviewed the group's oil and gas price assumptions. → Reviewed the group's discount rates for impairment testing purposes. → Upstream impairment charges, reversals and 'watch-list' items were reviewed as part of the quarterly due diligence process. 	<ul style="list-style-type: none"> → The group's long-term price assumptions for Brent★ oil, and Henry Hub★ gas were unchanged from 2017. → The group's discount rates used for impairment testing were also unchanged. → Impairments of \$0.1 billion were recorded in the year, net of impairment reversals.
Investment in Rosneft		
<p>Judgement is required in assessing the level of control or influence over another entity in which the group holds an interest.</p> <p>BP uses the equity method of accounting for its investment in Rosneft and BP's share of Rosneft's oil and natural gas reserves is included in the group's estimated net proved reserves of equity-accounted entities.</p> <p>The equity-accounting treatment of BP's 19.75% interest in Rosneft continues to be dependent on the judgement that BP has significant influence over Rosneft.</p>	<ul style="list-style-type: none"> → Reviewed the judgement on whether the group continues to have significant influence over Rosneft. → Considered IFRS guidance on evidence participation in policy-making processes. → Received reports from management which assessed the extent of significant influence, including BP's participation in decision making. 	<ul style="list-style-type: none"> → BP has retained significant influence over Rosneft throughout 2018 as defined by IFRS.
Derivative financial instruments		
<p>For its level 3 derivative financial instruments, BP estimates their fair value using internal models due to the absence of quoted market pricing or other observable, market-corroborated data.</p> <p>Judgement may also be required to determine whether contracts to buy or sell commodities meet the definition of a derivative.</p>	<ul style="list-style-type: none"> → Received a briefing on the group's trading risks and reviewed the system of risk management and controls in place, including those covering the valuation of level 3 derivative financial instruments, using models where observable market pricing is not available. → The committee annually reviews the control process and risks relating to the trading business. 	<ul style="list-style-type: none"> → BP has assets and liabilities of \$3.6 billion and \$3.1 billion respectively recognized on the balance sheet for level 3 derivative financial instruments at 31 December 2018, mainly relating to the activities of the integrated supply and trading function (IST). → BP's use of internal models to value certain of these contracts has been disclosed in Note 30 in the financial statements.

Key judgements and estimates in financial reporting	Audit committee activity	Conclusions/outcomes
Provisions		
<p>BP's most significant provisions relate to decommissioning, environmental remediation and litigation.</p> <p>The group holds provisions for the future decommissioning of oil and natural gas production facilities and pipelines at the end of their economic lives. Most of these decommissioning events are many years in the future and the exact requirements that will have to be met when a removal event occurs are uncertain. Assumptions are made by BP in relation to settlement dates, technology, legal requirements and discount rates. The timing and amounts of future cash flows are subject to significant uncertainty and estimation is required in determining the amounts of provisions to be recognized.</p> <p>Following a regular review of decommissioning cost estimates, from 30 June 2018 the present value of the decommissioning provision was determined by discounting the estimated cash flows expressed in expected future prices, i.e. taking account of expected inflation. Prior to 30 June 2018, the group estimated future cash flows in real terms.</p>	<p>→ Received briefings on decommissioning, environmental, asbestos and litigation provisions, including the requirements, governance and controls for the development and approval of cost estimates and provisions in the financial statements.</p> <p>→ Reviewed the group's discount rates for calculating provisions, including the change to use the nominal discount rate (i.e. taking account of expected inflation) from the second quarter of 2018.</p>	<p>→ Decommissioning provisions of \$13.6 billion were recognized on the balance sheet at 31 December 2018.</p> <p>→ The discount rate used by BP to determine the balance sheet obligation at the end of 2018 was a nominal rate of 3% – based on long-dated US government bonds.</p> <p>→ The impact of this revised rate has been disclosed.</p>
Pensions and other post-retirement benefits		
<p>Accounting for pensions and other post-retirement benefits involves making estimates when measuring the group's pension plan surpluses and deficits. These estimates require assumptions to be made about uncertain events, including discount rates, inflation and life expectancy.</p>	<p>→ Reviewed the group's assumptions used to determine the projected benefit obligation at the year end, including the discount rate, rate of inflation, salary growth and mortality levels.</p>	<p>→ The method for determining the group's assumptions remained largely unchanged from 2017. The values of these assumptions and a sensitivity analysis of the impact of possible changes on the benefit expense and obligation are provided in Note 24.</p> <p>→ At 31 December 2018, surpluses of \$6.0 billion and deficits of \$8.4 billion were recognized on the balance sheet in relation to pensions and other post-retirement benefits.</p>

External audit

Audit risk

The external auditor set out its audit strategy for 2018, identifying significant audit risks to be addressed during the course of the audit. These included:

- The risk of impairment in certain cash-generating units which are particularly sensitive to changes in the key assumptions, in particular the long-term oil and gas price assumptions.
- The carrying value of certain exploration and appraisal assets where there could be potential indicators of impairment through licence expiry and/or partner withdrawal.
- Accounting for structured commodity transactions in the integrated supply and trading function.
- Level 3 of derivative financial instruments valuations within the integrated supply and trading function which involve using bespoke valuation models and/or unobservable inputs.
- Management override of controls.

The committee received updates during the year on the audit process, including how the auditor had challenged the group's assumptions on these issues.

Audit fees

The audit committee reviews the fee structure, resourcing and terms of engagement for the external auditor annually; in addition it reviews the non-audit services that the auditor provides to the group on a quarterly basis.

Fees paid to the external auditor for the year were \$42 million (2017 \$47 million), of which 5% was for non-audit assurance work (see Financial statements – Note 36). The audit committee is satisfied that this level of fee is appropriate in respect of the audit services provided and that an effective audit can be conducted for this fee. Non-audit or non-audit related assurance fees were \$2 million (2017 \$3 million). Non-audit or non-audit related services consisted of other assurance services.

Audit effectiveness

The effectiveness, performance and integrity of the external audit process was evaluated through separate surveys completed by committee members and those BP personnel impacted by the audit, including chief financial officers, controllers, finance managers and individuals responsible for accounting policy and internal controls over financial reporting.

The survey sent to management comprised questions across five main criteria to measure the auditor's performance:

- Robustness of the audit process.
- Independence and objectivity.
- Quality of delivery.
- Quality of people and service.
- Value added advice.

The 2018 evaluation was the last of EY as the outgoing auditor. It also included certain questions about the effectiveness of the transition to the incoming auditor, Deloitte. The results of the survey indicated that the external auditor's performance had remained largely consistent in key areas compared with the previous year. Areas with high scores and favourable comments included quality of accounting and auditing judgement and the working relationship with management. Areas for improvement were identified but none impacted on the effectiveness of the audit. The results of the questions regarding auditor transition indicated that management were confident that Deloitte would be effective in their role. The results of the survey were discussed with Deloitte for consideration in their 2018 audit approach.

The committee held private meetings with the external auditor during the year and the committee chair met separately with the external auditor and group head of audit at least quarterly.

The effectiveness of the external auditor is evaluated by the audit committee. The committee assessed the new auditor's approach to providing audit services as the team undertook its first audit. On the basis of such assessment, the committee concluded that the audit team was providing the required quality in relation to the provision of the services. The audit team had shown the necessary commitment and ability to provide the services together with a demonstrable depth of knowledge, robustness, independence and objectivity as well as an appreciation of complex issues. The team had posed constructive challenge to management where appropriate.

Audit transition

Deloitte was appointed for the statutory audit, with effect from 2018 following a tender process in 2016. The committee monitored the transition of BP's statutory auditor from EY to Deloitte. This included:

- Receiving reports from the audit transition team, including an overview of operational activities and the termination of non-audit services being provided by Deloitte to BP – which would be prohibited when Deloitte became the group's statutory auditor. This included Deloitte stepping down as independent adviser to BP's remuneration committee.
- Requiring management to report to the committee on any services undertaken by the statutory auditor in line with the group's policies relating to non-audit services.
- Requiring confirmation of Deloitte's compliance with BP's independence and ethics and compliance rules.

Deloitte confirmed its independence to the committee in October 2017. EY resigned on 29 March 2018 following completion of the 2017 audit.

The committee also received reports from the external auditor's transition team in April, May and July 2018 and an update to their plan in December 2018.

Auditor appointment and independence

The committee considers the reappointment of the external auditor each year before making a recommendation to the board. The committee assesses the independence of the external auditor on an ongoing basis and the external auditor is required to rotate the lead audit partner every five years and other senior audit staff every seven years. No partners or senior staff associated with the BP audit may transfer to the group.

Non-audit services

The audit committee is responsible for BP's policy on non-audit services and the approval of non-audit services. Audit objectivity and independence is safeguarded through the prohibition of non-audit tax services and the limitation of audit-related work which falls within defined categories. BP's policy on non-audit services states that the auditor may not perform non-audit services that are prohibited by the SEC, Public Company Accounting Oversight Board (PCAOB), UK Auditing Practices Board (APB) and the UK Financial Reporting Council (FRC).

The audit committee approves the terms of all audit services as well as permitted audit-related and non-audit services in advance. The external auditor is considered for permitted non-audit services only when its expertise and experience of the company is important.

Approvals for individual engagements of pre-approved permitted services below certain thresholds are delegated to the group controller or the chief financial officer. Any proposed service not included in the permitted services categories must be approved in advance either by the audit committee chairman or the audit committee before engagement commences. The audit committee, chief financial officer and group controller monitor overall compliance with BP's policy on audit-related and non-audit services, including whether the necessary pre-approvals have been obtained. The categories of permitted and pre-approved services are outlined in Principal accountant's fees and services on page 301. The committee's policies were updated in 2018 to clarify the engagement of the incoming auditor, Deloitte, and the outgoing auditor (and auditor of Rosneft) EY.

Committee evaluation

The audit committee undertakes an annual evaluation of its performance and effectiveness.

2018 evaluation

For 2018, an external assessment was used to evaluate the work of the committee as part of a wider review of the operation of the board as a whole. The review concluded that it had performed effectively.

Areas of focus for 2019 include succession planning for membership of the committee, a site visit to global business services Kuala Lumpur and integrated supply and trading Singapore and a further review of capital spending.



Safety, ethics and environment assurance committee (SEEAC)



At every site visit, we engage with the local leadership who help to embed a culture focused on operational risk mitigation.



Chairman's introduction

The committee's focus continued to be on working with executive management to drive safe, ethical and reliable operations. It continued to provide constructive challenge as part of its review of the executives' management of the highest priority non-financial group risks assigned to SEEAC. The risks under our remit remained the same as for 2017: marine, wells, pipelines, explosion or release at facilities, major security incidents and cyber security in the process control network. The committee receives reports on each of these risks and monitors their management and mitigation.

Following publication of the company's second Modern Slavery Act (MSA) statement in 2018, the committee again reviewed related work practices in BP and will continue to review progress in developing and embedding those practices. In 2018 it also reviewed the *BP Sustainability Report 2017*.

The committee made two site visits in the year (see page 73). In July members of the committee visited the Thunder Horse platform in the Gulf of Mexico, and in September members visited Cooper River petrochemicals plant in South Carolina. The level of access into the operations on such visits gives the directors first hand and direct insight. This framework provides an opportunity for meaningful and open dialogue with the local site teams, allowing the committee to better fulfil its obligations.

In May 2018, Paul Anderson retired from the board and the committee. In preparation for my stepping down from the BP board at the annual general meeting in May 2019, Nils Andersen, who was appointed to the committee in December 2018, will assume the role of the chair of SEEAC from April 2019.

Alan Boeckmann
Committee chair

Role of the committee

The role of the SEEAC is to look at the processes adopted by BP's executive management to identify and mitigate significant non-financial risk. This includes monitoring the management of personal and process safety and receiving assurance that processes to identify and mitigate such non-financial risks are appropriate in their design and effective in their implementation.

Key responsibilities

The committee receives specific reports from the business segments as well as cross-business information from the functions. These include, but are not limited to, the safety and operational risk function, group audit, group ethics and compliance, business integrity and group security. The SEEAC can access any other independent advice and counsel it requires on an unrestricted basis.

The SEEAC and audit committee worked together, through their chairs and secretaries, to ensure that agendas did not overlap or omit coverage of any key risks during the year.

Members	
Alan Boeckmann	Member since September 2014 and chair since May 2016
Nils Andersen	Member since December 2018
Paul Anderson	Member since February 2010; resigned May 2018
Frank Bowman	Member since November 2010
Ann Dowling	Member since February 2012
Melody Meyer	Member since May 2017
John Sawers	Member since July 2015

Meetings and attendance

There were six committee meetings in 2018. All directors attended every meeting for which they were eligible, apart from Alan Boeckmann who missed two meetings due to unforeseen personal circumstances.

In addition to the committee members, all SEEAC meetings were attended by the group chief executive, the executive vice president for safety and operational risk (S&OR) and the head of group audit or his delegate. The external auditor attended some of the meetings and has access to the chair and secretary to the committee as required. The group general counsel and group ethics and compliance officer also attended some of the meetings. At the conclusion of each meeting the committee scheduled private sessions for the committee members only, without the presence of executive management, to discuss any issues arising and the quality of the meeting. The group chief executive receives invitations to join the private meetings on an ad hoc basis and at least once a year the head of group audit and at least twice a year the group ethics and compliance officer are invited to a private meeting with the committee.

Activities during the year

System of internal control and risk management

The review of operational risk and performance forms a large part of the committee's agenda.

Group audit provided quarterly reports on their assurance work and their annual review of the system of internal control and risk management.

The committee also received regular reports from the group chief executive and vice president for S&OR on operational risk, including regular reports prepared on the group's health, safety and environmental performance and operational integrity. These included meeting-by-meeting measures of personal and process safety, environmental and regulatory compliance, security and cyber risk analysis, as well as quarterly reports from group audit. In addition, the group ethics and

compliance officer and the group auditor met in private with the chairman and other members of the committee over the course of the year. During the year the committee received separate reports on the company's management of risks relating to:

- Marine.
- Wells.
- Pipelines.
- Explosion or release at our facilities.
- Major security incidents.
- Cyber security (process control networks).

The committee reviewed these risks and their management and mitigation in depth with relevant executive management.

Site visits

In July members of the committee, and other directors, visited the Houston office and went offshore to Thunder Horse in the Gulf of Mexico. The Houston visit included time with various teams understanding the effects of Hurricane Harvey, how central office-based functions support the offshore community and other group monitoring teams. In preparation for the offshore visit to Thunder Horse the directors met with the Gulf of Mexico leadership. Offshore, there was a full tour of the asset including control room, topsides and drilling rig and plenty of opportunity was provided to converse with employees on the rig. In September, committee members, and other directors,

visited the petrochemicals plant, Cooper River, in South Carolina. During the visit, directors were able to discuss business continuity planning and emergency response which had been in effect just prior to the visit as a result of Hurricane Florence. For all visits, committee members and other directors received briefings on operations, the status of conformance with BP's operating management system, key business and operational risks and risk management and mitigation. Committee members reported back in detail about each visit to the committee and subsequently to the board. See page 73 for further details.

Corporate reporting

The committee was responsible for the overview of the *BP Sustainability Report 2017*. The committee reviewed content and

worked with the external auditor with respect to their assurance of the report.

Committee evaluation

In 2018, the committee examined its performance and effectiveness through an externally facilitated evaluation which included individual interviews. Discussion focused on the responsibilities of the committee, the balance of skills and experience among its members, the quality and timeliness of information the committee receives, the level of challenge between committee members and management and how well the committee communicates its activities and findings to the board to both inform and drive discussion.

The evaluation results continued to be positive. Committee members considered that they continued to possess the right mix of skills and background, had an appropriate level of support and received open and transparent briefings from management. The committee agreed to review its remit in 2019.

Site visits remained an important element of the committee's work, acknowledged through the responses in the evaluation process. These gave members the opportunity to examine and witness risk management processes embedded in businesses and facilities, including the right management culture. Joint meetings between the SEEAC and the audit committee were considered important in reviewing and gaining assurance around financial and operational risks where there was overlap between the committees, particularly in relation to ethics and compliance (see below).

Joint meetings of the audit and safety, ethics and environment assurance committees

The audit committee and SEEAC hold joint meetings on a quarterly basis to simplify reporting of key issues that are within the remit of both committees and to make more effective use of the committees' time. Each committee retains full discretion to require a full presentation and discussion on any joint meeting topic at their respective meeting if deemed appropriate. The committees jointly met four times in 2018, with the chairmanship of the meetings alternating between the chairman of the audit committee and chairman of the SEEAC. Topics discussed at the joint meetings were the quarterly ethics and compliance reports (including significant investigations and allegations) and the 2019 forward programmes for the group audit and ethics and compliance functions.



Remuneration committee

Chair's introduction

As the new committee chair, I took the opportunity in the autumn to engage with some of our institutional shareholders. In a changing governance landscape, it has been important to ensure our stakeholders continue to be heard.

We have reviewed the responsibilities of the committee and have extended the scope to include oversight of remuneration below board level.

We have continued to operate under the policy approved by shareholders in 2017. Our focus for 2019 will of course be the preparation of a new Policy for approval by shareholders at the 2020 AGM. Pamela Daley has joined the remuneration committee from 1 January 2019. We welcome Pamela to the committee and look forward to her valuable contribution.

PricewaterhouseCoopers LLP has continued as our independent adviser following their appointment in 2017. PwC has other engagements with the company to provide certain services none of which are deemed material in this context.

Paula Rosput Reynolds

Committee chair

Role of the committee

The role of the committee is to determine and recommend to the board the remuneration policy for the chairman and executive directors. In determining the policy, the committee takes into account various factors, including structuring the policy to promote the long-term success of the company and linking reward to business performance. The committee recognizes the remuneration principles applicable to all employees below board level.

Key responsibilities

- Recommend to the board the remuneration principles and policy for the chairman and the executive directors while considering policies for employees below the board.
- Determine the terms of engagement, remuneration, benefits and termination of employment for the chairman and the executive directors, executive team and the company secretary in accordance with the policy.
- Review the relevant remuneration principles and policies for employees below the executive team.
- Prepare the annual remuneration report to shareholders to show how the policy has been implemented.
- Approve the principles of any equity plan that requires shareholder approval.
- Ensure termination terms and payments to executive directors and the executive team are fair.
- Approve changes to the design of remuneration for BP group leaders, as proposed by the group chief executive.
- Receive, and take into account as appropriate, regular updates on workforce views and engagement initiatives related to remuneration.
- Ensure insight from data sources on pay ratio, gender pay gap and other workforce remuneration outcomes are considered as appropriate.
- Maintain appropriate dialogue with shareholders on remuneration matters.
- Monitor the alignment of incentives and remuneration for all employees below the executive team with the expected values and behaviours.
- Engage independent consultants or other advisers as the committee may from time to time deem necessary, at the expense of the company.

Members

Paula Reynolds	Member since September 2017 and chair since May 2018
Alan Boeckmann	Member since May 2015
Pamela Daley	Member since January 2019
Ian Davis	Member since July 2010
Ann Dowling	Member since July 2012 and chair since May 2015; resigned May 2018
Brendan Nelson	Member since May 2017

Meetings and attendance

The chairman and the group chief executive attend meetings of the committee except for matters relating to their own remuneration. The group chief executive is consulted on the remuneration of the chief financial officer, the executive team and more broadly on remuneration across the wider employee population. Both the group chief executive and chief financial officer are consulted on matters relating to the group's performance.

The group human resources director attends meetings and other executives may attend where necessary. The committee consults other board committees on the group's performance and on issues relating to the exercise of judgement or discretion.

The committee met seven times during the year. All directors attended each meeting that they were eligible to attend, either in person or by telephone, except Alan Boeckmann who was not able to attend two meetings due to unforeseen personal circumstances.

Activities during the year

In the period before the 2018 AGM, the committee focused on the outcomes for 2017. This involved reviewing directors' salaries and the group's performance outcome which in turn determined the annual bonus and the performance share plan.

PwC has continued as independent adviser during 2018. The committee continued to monitor developments in potential regulation and legislation and resulting implications. It also considered the company's disclosure on the UK gender pay gap.

In each of its meetings, the committee focused on the overall quantum of executive director remuneration and its alignment to the broader group of employees in BP. It has sought to reflect the views of shareholders and the broader societal context in its decisions.

Shareholder engagement

There was engagement with shareholders and proxy voting agencies ahead of the 2018 AGM, carried out by the chair of the committee, the chairman and company secretary as required. The new committee chair continued engagement throughout the year, primarily with larger shareholders and representative bodies, in light of evolving regulation and related remuneration issues.

Committee evaluation

An externally facilitated evaluation was undertaken to examine the committee's performance in 2018. The evaluation concluded that the committee had worked well and had responded to the previous evaluation by increasing its remit to take on oversight of remuneration below board level.

Focus areas for 2019 include responding to regulation and governance reform and planning for the new remuneration policy to be brought to shareholders for approval in 2020. The commitment to stay focused on external developments and emerging 'best practice' and improving remuneration reporting remained. See page 87 for the Directors' remuneration report.



Geopolitical committee

Chairman's introduction

I am pleased to report on the work of the geopolitical committee in 2018, which continued to develop and evolve during the year. During 2018 I also joined discussions of the international advisory board.

Paul Anderson stood down in May 2018. I want to thank Paul for his valuable contribution. We welcomed Nils Andersen to the committee in August 2018 and his experience is invaluable given he was CEO of major companies, such as Carlsberg and Mærsk, which had operations in many jurisdictions with significant political risk considerations. Other board members joined our meetings from time to time.

Sir John Sawers
Committee chair

Role of the committee

The committee monitors the company's identification and management of geopolitical risk.

Key responsibilities

- Monitor the company's identification and management of major and correlated geopolitical risk and consider reputational as well as financial consequences:
 - Major geopolitical risks are those brought about by social, economic or political events that occur in countries where BP has material investments.
 - Correlated geopolitical risks are those brought about by social, economic or political events that occur in countries where BP may or may not have a presence but that can lead to global political instability.
- Review BP's activities in the context of political and economic developments on a regional basis and advise the board on these elements in its consideration of BP's strategy and the annual plan.

Members	
John Sawers	Member since September 2015 and chair since April 2016
Nils Andersen	Member since August 2018
Paul Anderson	Member since September 2015; resigned May 2018
Frank Bowman	Member since September 2015
Ian Davis	Member since September 2016
Melody Meyer	Member since May 2017

Meetings and attendance

The chairman and group chief executive regularly attend committee meetings. The executive vice president, regions and the vice president, government and political affairs attend meetings as required.

The committee met four times during the year. All directors attended each meeting that they were eligible to attend.

Activities during the year

The committee developed and broadened its work over the year. It discussed BP's involvement in the key countries where it has existing investments or is considering investment in detail. These included the US, Russia, Mexico, Brazil, India and China.

It considered broader policy issues such as the US domestic and foreign policy and the political and economic impact of a low oil price on producing countries.

We reviewed the geopolitical background to BP's global investments and the politics around climate change.

Committee evaluation

The committee reviewed its performance through feedback from the external evaluation of its work and of the work of the board as a whole.

The evaluation concluded that the committee was working well and considering the right issues. The committee currently meets four times a year and is considering additional meetings.

The committee and board felt that there should be greater integration between the work of the board, the committee and the international advisory board. This is being further considered during 2019.



Chairman's and nomination and governance committees

Chairman's introduction

The chairman's and the nomination and governance committees were actively involved in the evolution of the board in 2018. In October, Carl-Henric Svanberg stood down as chairman of both committees and I pay tribute to his exceptional service since 2010. The board expanded the nomination committee's remit in September 2018 to help fulfil requirements provided in the new UK Corporate Governance Code and it was re-named the nomination and governance committee. It also continues to focus on board renewal and diversity as well as the talent in the senior levels of executive management and development of future leaders.

Helge Lund
Chair of the committees

Chairman's committee

Role of the committee

To provide a forum for matters to be discussed by the non-executive directors.

Key responsibilities

- Evaluate the performance and the effectiveness of the group chief executive.
- Review the structure and effectiveness of the business organization.
- Review the systems for senior executive development and determine succession plans for the group chief executive, executive directors and other senior members of executive management.
- Determine any other matter that is appropriate to be considered by non-executive directors.
- Opine on any matter referred to it by the chairman of any committees comprised solely of non-executive directors.

Members

The committee comprises all non-executive directors. Directors join the committee immediately on their appointment to the board. The group chief executive attends meetings of the committee when requested.

Meetings and attendance

The committee met six times in 2018. All directors attended all the meetings for which they were eligible, except that Nils Andersen was excused from two meetings due to a potential conflict of interest and Alan Boeckmann missed two meetings due to unforeseen personal circumstances.

Bob Dudley and Brian Gilvary joined meetings where the chairman's succession was discussed. Matters relating to the business of the nomination and governance committee were also discussed at some meetings.

Activities during the year

- Evaluated the performance of the chairman and the group chief executive.
- Considered the composition of and the succession plans for the executive team.
- Discussed the strategy options for the company, including the transition to a lower carbon future.

Committee evaluation

The committee continues to work well. The balance of skills and experience amongst its non-executive director membership ensures it is best able to support and challenge the company as it implements its strategy.

Nomination and governance committee

Role of the committee

The committee ensures an orderly succession of candidates for directors and the company secretary and oversees corporate governance matters for the group.

Key responsibilities

- Identify, evaluate and recommend candidates for appointment or reappointment as directors.
- Review the outside directorships/commitments of the NEDs.
- Review the mix of knowledge, skills experience and diversity of the Board to ensure the orderly succession of directors.
- Identify, evaluate and recommend candidates for appointment as company secretary.
- Review developments in law, regulation and best practice relating to corporate governance and make recommendations to the board on appropriate actions to allow compliance.

Members	
Helge Lund	Member since July 2018 and chair since September 2018
Carl-Henric Svanberg	Member since September 2009 and chair since January 2010; resigned as chair September 2018 and from committee December 2018
Alan Boeckmann	Member since April 2016
Ian Davis	Member since August 2010
Ann Dowling	Member since May 2015 and resigned May 2018
Brendan Nelson	Member since September 2018
Paula Reynolds	Member since May 2018
John Sawers	Member since April 2016

Meetings and attendance

The committee met three times in 2018. During the second half of the year, matters relating to the appointment of new directors were considered jointly with the chairman's committee. All directors attended each meeting that they were eligible to attend, except Paula Reynolds due to pre-existing external commitments.

Activities during the year

The committee continued to monitor the composition and skills of the board. The committee will continue to focus on ensuring that the board's composition is strong and diverse. During the year, it was agreed that the committee would assume oversight of governance.

Committee evaluation

Following the board evaluation, it was agreed that the committee would also focus on governance requirements arising from the new UK Corporate Governance Code.