



B #:	0278-14
Date:	February 10, 2014
To:	All Participants
Category:	Dividends
From:	Supervisor, Stock Dividend Department
Attention:	Dividend Managers, Cashiers, and Reorganization Managers
Subject:	Optional Dividend: BP P.L.C. American Depository Shares CUSIP: 055622104 Record Date: 02/14/14 Payable Date: 03/28/14 Rate: USD \$0.57 per ADS DTC EDS Cut-Off: 03/07/14 no later than 8:00 P.M. New York time

***** WARNING TIME CRITICAL*****

BP P.L.C. (“BP”) has announced a quarterly dividend of USD \$0.095 per ordinary share which equates to USD \$0.57 per American Depository Share (“ADS”). As an alternative to receiving the dividend in cash, holders may elect to receive the scrip dividend in additional ADSs at the U.S. rate T.B.A. The dividend will be paid on 03/28/14 to BP ADS holders of record at close of business on 02/14/14.

Option #1 Cash: You may elect to receive the dividend in cash of USD \$0.57 per ADS (**default**).

Option #2 ADS: You may elect to receive the dividend in additional ADSs. Fractional ADS entitlements will be paid in cash at the DTC participant level.

The number of new ADSs entitled with this option is calculated as follows:

1. Record Date ADSs (X) \$0.57
2. The total cash received (above) / (Reference Price).

The Reference price of T.B.A. (converted into USD) for BP’s ordinary shares represents the average of the closing mid-price (converted into USD) for BP’s ordinary shares on the London Stock Exchange for the four days commencing on the ex-dividend date (02/12/14) and adjusted for the ADS - to - share ratio 1:6 (ii) plus a \$0.05 per newly issued ADS issuance fee. In this case the rate is 1 new ADS for every T.B.A. ADSs held as of the record date.

THE DIVIDEND POSITION AND ALLOCATION HISTORY (DPAL) OPTION, ACCESSED VIA THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY FUNCTION (DIVA), SHOULD BE USED TO CONFIRM YOUR RECORD DATE POSITION HISTORY. PARTICIPANTS

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SHOULD SUBMIT ELECTION INSTRUCTIONS OVER THE PARTICIPANT TERMINAL SYSTEM (PTS) THROUGH THE ELECTIVE DIVIDEND SYSTEM (EDS) FUNCTION.

Participants not responding to the above option by 03/07/14 no later than 8:00 P.M., New York time will receive the mandatory distribution in accordance with Option #1 (Cash).

If there are any questions regarding this Important Notice, or the processing of related instructions via EDS, participants should contact DTC's Customer Help Line at (888) 382-2721.

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