

MINUTES OF ANNUAL MEETING OF STOCKHOLDERS
OF
MURPHY OIL CORPORATION

The Annual Meeting of Stockholders of Murphy Oil Corporation was held pursuant to written notice in a virtual-only meeting format via live audio webcast, on Wednesday, May 12, 2021 at 10:00 a.m. CDT.

Mr. Claiborne P. Deming was Chairman of the meeting and E. Ted Botner was Secretary.

**CHAIRMAN AND
SECRETARY**

The Chairman welcomed stockholders and guests to the meeting and called the meeting to order.

**CALL
TO ORDER**

The Chairman introduced members of the Board of Directors standing for election:

**INTRODUCTION OF
DIRECTORS**

T. Jay Collins	James V. Kelley
Steven A. Cossé	R. Madison Murphy
Claiborne P. Deming	Jeffrey W. Nolan
Lawrence R. Dickerson	Robert N. Ryan, Jr.
Roger W. Jenkins	Neal E. Schmale
Elisabeth W. Keller	Laura A. Sugg

Followed by the presentation of virtual meeting rules of conduct, the Secretary introduced the Judge of Election, Thiago Cooper, who was appointed by the Board to serve at this meeting.

**JUDGE OF
ELECTION**

**AFFIDAVIT OF
MAILING**

Next, at the Chairman's request, the Secretary presented the notice of the meeting and an affidavit by Joanne Vogel, Manager of Broadridge Financial Solutions, Inc., Edgewood, New York, showing that the Notice of Meeting and Proxy Statement and Proxy had been mailed, postage prepaid, to each holder of Common Stock of the Company commencing on March 26 with completion on or about April 10, addressed to such stockholder at the address provided from the records of Computershare Investor Services, LLC., Sun Life Assurance Company of Canada and Fidelity Investments Proxy Group.

QUORUM

The Secretary then announced that there were represented in person or by proxy 134,135,850 shares of the Common Stock, being more than a majority of the total shares of Common Stock outstanding.

The Chairman declared that legal notice of the meeting had been given, that a quorum of the Common Stockholders was present, and that the meeting was convened and ready to transact the business for which it had been called.

The Chairman then noted that the Minutes of the Annual Meeting of Stockholders held May 13, 2020, were available to stockholders at the virtual meeting link

**MINUTES OF
2020 ANNUAL
MEETING**

www.virtualshareholdermeeting.com/MUR2021.

Next, the Chairman declared that the polls were opened and introduced four formal matters to be acted upon by the stockholders: (i) election of directors to serve for the ensuing year, (ii) approval of, on an advisory basis, the compensation of the Company's Named Executive Officers, (iii) the approval or disapproval of the 2021 Stock Plan for Non-Employee Directors and (iv) the approval or disapproval of the Audit Committee's appointment of KPMG LLP as the Company's independent registered public accounting firm for 2021.

**INTRODUCTION
OF
PROPOSALS**

Following the introduction of proposals, the Chairman opened the meeting for shareholder questions relating to the proposals and there being no questions, the Chairman turned the meeting over to the Company's President and Chief Executive Officer, Roger W. Jenkins, who provided a brief Company outlook.

**Q&A
PERIOD**

**CEO
REPORT**

When the vote was completed and counted, the Judge ascertained the number of shares voted for the election of directors and reported that shares had been voted for the persons nominated for directors as follows:

**ELECTION OF
DIRECTORS**

T. Jay Collins	93,741,223
Steven A. Cossé	102,890,408
Claiborne P. Deming	113,444,246
Lawrence R. Dickerson	113,450,220
Roger W. Jenkins	113,997,958
Elisabeth W. Keller	113,265,424
James V. Kelley	108,813,968
R. Madison Murphy	113,250,405
Jeffrey W. Nolan	95,846,602
Robert N. Ryan, Jr.	96,172,294
Neal E. Schmale	93,487,932
Laura A. Sugg	95,660,473

The Judge further determined that 94,391,411 shares had been voted for approval of, on an advisory basis, the compensation of the Company's Named Executive Officers with 21,438,879 shares voting to disapprove the compensation, that 113,972,899 shares had been voted for approval of the 2021 Stock Plan for Non-Employee Directors with 1,737,538 shares voting to disapprove the proposed plan, and that 130,707,926 shares had been voted for approval of the appointment of KPMG LLP as the Company's independent registered public accounting firm for 2021 with 3,299,562 shares voting to disapprove the appointment.

**ADVISORY VOTE
ON EXECUTIVE
COMPENSATION**

**2021 STOCK PLAN
FOR NON-EMPLOYEE
DIRECTORS**

**CONFIRMATION OF
INDEPENDENT
REGISTERED
PUBLIC
ACCOUNTING FIRM**

The Judge then filed the judge of election report with the Secretary and the Secretary reported that there were 154,316,510 shares of Common Stock outstanding, being the only class of stock of the Company having voting power in connection with this meeting, setting out the number of shares of Common Stock voted for the

**JUDGE OF
ELECTION
REPORT**

election of directors, and stating that more than a majority of the Common Stock outstanding had voted (i) for the nominees for election as directors, (ii) for the compensation of the Company's Named Executive Officers, (iii) for the 2021 Stock Plan for Non-Employee Directors, and (iv) for the appointment of KPMG LLP as the Company's independent registered public accounting firm for the year 2021.

Lastly, the Chairman declared that Messrs. Collins, Cossé, Deming, Dickerson, Jenkins, Kelley, Murphy, Nolan, Ryan, Schmale, Ms. Keller and Ms. Sugg had been elected directors of the Company to serve until their respective successors shall have been elected and qualified.

There being no further business, the meeting was adjourned.

ADJOURNMENT

E. Ted Botner
Secretary