【表紙】

【提出書類】	外国会社臨時報告書
【提出先】	関東財務局長
【提出日】	令和８年10月27日
【会社名】	ビーピー・ピーエルシー (BP p.l.c.)
【代表者の役職氏名】	会長　イアン・タイラー (Chair, Ian Tyler) 最高経営責任者　メグ・オニール (Chief executive officer, Meg O'Neill)
【本店の所在の場所】	英国 SW1Y 4PD ロンドン セント・ジェームズ・スクウェア１ (1 St James's Square, London, SW1Y 4PD, UK)
【代理人の氏名又は名称】	弁護士　　庭　野　議　隆
【代理人の住所又は所在地】	東京都千代田区大手町一丁目１番１号　大手町パークビルディング アンダーソン・毛利・友常法律事務所外国法共同事業
【電話番号】	03(6775)1000
【事務連絡者氏名】	弁護士　　餅　原　波　音 同　　姫　野　愛　実 同　　平　松　真　洋
【連絡場所】	東京都千代田区大手町一丁目１番１号　大手町パークビルディング アンダーソン・毛利・友常法律事務所外国法共同事業
【電話番号】	03(6775)1000
【縦覧に供する場所】	該当なし

(注) 1 本書において、「当社」とは別途明記されない限り、ビーピー・ピーエルシーのことをいう。「グループ会社」とは、当社、その時々における当社の子会社、およびその他の当社の関連会社で当社がグループ会社として指定するものをいう。

2 別段の記載がない限り、本書において「ドル」または「$」と表示されている金額はすべて米ドル建ての金額を表わしている。便宜上、日本円への換算は、2026年10月23日の株式会社三菱UFJ銀行による対顧客電信直物売買相場の仲値である1ドル＝156.51円のレートで行われている。
別段の記載がない限り、本書において「ポンド」または「£」と表示されている金額はすべて英ポンド建ての金額を表わしている。便宜上、日本円への換算は、2026年10月23日の株式会社三菱UFJ銀行による対顧客電信直物売買相場の仲値である1ポンド＝209.82円のレートで行われている。

3 本書中の表で計数が四捨五入されている場合、合計は計数の総和と必ずしも一致しない。

(Notes):

1. In this document, unless the context requires otherwise, "Company" means BP p.l.c. "Group Companies" means the Company, its subsidiaries from time to time and any other company which is associated with the Company and is designated by the Company as a member of the Group Companies.

2. Unless otherwise provided, all monetary amounts indicated "dollars" or "$" in this document are amounts in U.S. dollars. For the convenience of Japanese readers, conversion into Japanese yen has been made at the exchange rate of $1.00 = Yen 156.51 (Mean of the Telegraph Transfer Spot Selling and Buying Exchange Rates published by MUFG Bank, Ltd. on 23rd October 2026).

   Unless otherwise provided, all monetary amounts indicated "pounds" or "£" in this document are amounts in UK pounds. For the convenience of Japanese readers, conversion into Japanese yen has been made at the exchange rate of £1.00 = Yen 209.82 (Mean of the Telegraph Transfer Spot Selling and Buying Exchange Rates published by MUFG Bank, Ltd. on 23rd October 2026).

3. Where figures in tables in this document have been rounded, the totals may not necessarily agree with the arithmetic sum of the figures.

１【提出理由】

当社は、グローバル・シェアマッチプラン（下記「２ 報告内容 [Remarks] 1.」参照）に基づき当社の発行する新株予約権証券の本邦以外の地域における募集について、金融商品取引法第24条の５第４項ならびに企業内容等の開示に関する内閣府令第19条第１項および第２項第１号の規定に基づき、以下のとおり本外国会社臨時報告書を提出する。

２【報告内容】

(a) Type and Name of Securities to be Issued (i.e., Granted):

Share Purchase Warrant Certificates ("Securities")

(b) Number of Securities to be Issued:

433,806.35 in total

(c) Offering Price per Security:

£0 (Yen 0)

(d) Aggregate Offering Price and Aggregate Amount of Payment upon Exercise of the Securities ("Exercising Price"):

(i) Aggregate Offering Price:

£0 (Yen 0)

(ii) Aggregate Exercising Price:

£2,664,005 (approx. Yen 558,961,485)

(e) Type, Contents and Number of Underlying Shares of the Securities:

Type:	Ordinary Share of BP p.l.c. with par value of $0.25 ("Shares") (approx. Yen 39) each, in registered form
Number:	867,612.70 shares in total
Contents:	Holders of Ordinary Shares shall have one vote for each share of Ordinary Share. The Ordinary Shares are issued subject to every statute or statutory instrument for the time being in force and affecting the Company (the "Statutes") and the articles of association as amended from time to time (the "Articles") and rank *pari passu* in all respects save as provided by, or pursuant to, the Statutes or the Articles.

(f) Exercise Price per Security (defined in the Remarks 2. as below):

£6.1410 (approx. Yen 1,289) per Security

(g) Exercise Period of the Securities (defined in the Remarks 3. as below):

19th October 2026

(h) Conditions for Exercise of the Securities:

While the Securities will be automatically exercised on the Exercise Period, the Shares acquired by the Participants (defined in the Remarks 1. as below) are held on the Participant's behalf for three years by the BP Share Plan Trustees Limited, which is a legal entity wholly owned by the Company.

(i) Amount to be Capitalized on Share Capital of Newly Issued Shares Issuable upon Exercise of the Securities:

N/A

(j) Transfer of the Securities:

Not Transferable

(k) Method of Issuance:

Allotment to the Eligible Employees (defined in the Remarks 1. as below)

(l) Name of Underwriters:

N/A

(m) Area in Which Offering will be Made:

Europe/ Asia/ Latin America/ Africa/ Middle East/ Australasia

(n) Amount of Subscription Money from New Issuance and Use and Scheduled Timing of Expenditure of Proceeds:

(i) Amount of Subscription Money from New Issuance:

Total Amount of Payment: £2,664,005 (approx. Yen 558,961,485)

Estimated Amount of Issuance Expenses: £0 (Yen 0)

Net Amount of Payment: £2,664,005 (approx. Yen 558,961,485) in total

(ii) Use of Proceeds:

Use as working capital

(iii) Scheduled Timing of Expenditure of Proceeds:

Not fixed

(o) Date of Issuance (i.e. Grant) (defined in the Remarks 4. as below):

31st July 2026, 31st August 2026, and 30th September 2026

(p) Name of Stock Exchange on Which the Securities will be Listed:

N/A

(q) Total Amount of Share Capital (as of 30th June 2026):

$4,139 million (approx. Yen 647,734,237,546)

(r) Number of Issued Shares (as of 30th June 2026):

Ordinary Shares: 16,486,312,994 shares
8% Cumulative First Preference Shares: 7,232,838 shares
9% Cumulative Second Preference Shares: 5,473,414 shares

[Remarks]

1. This offering is based on the "Rules of the BP Global ShareMatch Plan" (the "Plan"), which was approved by the Company's shareholders and adopted by its Board of Directors, respectively, and was further renewed by the Company's shareholders on 17th April 2025 and so adopted by the Board of Directors on 22nd April 2025, respectively.
Under the Plan, the Eligible Employees (defined as below) who will participate in the Plan (the "Participant") will purchase the Shares that can be purchased by his/her contribution at the Share Purchase Price as determined by the Plan. These Shares are called "Investment Shares". Additionally, an equal number of Investment Shares will be provided to the Participant for free. These shares are called "Matching RSUs". Therefore, the Participant will receive Investment Shares and Matching RSUs by using his/her contribution. In other words, the Participant will purchase 2 shares at the price of the Share Purchase Price for 1 RSU. The Participating Companies (defined as below) bear the cost of purchasing the Matching Shares.
*"Participating Companies" mean the Group Companies which participate in the Plan, as determined by the Directors (defined as below).
*"Directors" mean the board of directors of the Company or a duly authorized committee of it or any person with the delegated authority of that committee
*An "Eligible Employee" means any person who
(i) is an employee of a Participating Company; and
(ii) meets the Country Eligibility Criteria at the beginning of and throughout the Offer Period. The Country Eligibility Criteria require that to be eligible to participate in the Plan, the Participant must be employees of the Group Companies.
2. "Exercise Price per Security" is the amount paid by the Participant as his/her contribution.
3. "Exercise Period of the Securities" is the date when the Shares are awarded. If the Participant does not withdraw from the Plan, he/she is deemed to exercise the Securities.
4. "Date of Issuance" means date as the date when the Securities are awarded.

以上