



## TOTAL S.A.

Statement in compliance with the article 223-16 of the General Regulation of the  
Financial Markets Authority (AMF- Autorité des Marchés Financiers)  
*Cancel and replaces the statement dated March 16, 2009*

Date	Total number of shares	Number of voting rights exercisable at Shareholders' meetings
February 28, 2009	2,371,926,561	2,339,558,967

A total number of 2,582,961,074 voting rights were attached to the 2,371,926,561 underlying Total shares (referred to as "theoretical voting rights"), including:

- 200,662,536 voting rights attached to the 100,331,268 Total shares held by Total S.A. subsidiaries that cannot be exercised at shareholders' meetings pursuant to the provisions of the Article L.233-31 of the French Commercial Code, and
- 42,739,571 voting rights attached to the 42,739,571 Total shares held by Total S.A. that also cannot be exercised at shareholders' meetings pursuant to the provisions of the Articles L.225-111 and L.225-210 of the French Commercial Code.