



[Home](#) | [Bookmark site](#) | [Links](#)

[About us](#)

[Forms](#)

[Press Desk](#)

[Careers](#)

[Contact us](#)



[Info and guidance on](#)



[To](#)

[Login](#) | [My Account](#) | [My Download Area](#) | [Your Order](#)

Please select

Please

Company Details

The WebCheck service is available from Monday to Saturday 7.00am to 12 Midnight UK Time

[HELP](#)

Name & Registered Office:
ROYAL DUTCH SHELL PLC
 SHELL CENTRE
 LONDON
 SE1 7NA
Company No. 04366849

Status: Active

Date of Incorporation: 05/02/2002

Country of Origin: United Kingdom

Company Type: Public Limited Company

Nature of Business (SIC(92)):

7499 - Non-trading company

Accounting Reference Date: 31/12

Last Accounts Made Up To: 31/12/2004 (FULL)

Next Accounts Due: 31/07/2006

Last Return Made Up To: 08/02/2005

Next Return Due: 08/03/2006

Last Members List: 08/02/2005

Previous Names:

Date of change

27/10/2004

Previous Name

FORTHDEAL LIMITED

Branch Details

There are no branches associated with this company.

Overseas Company Info

There are no Overseas Details associated with this company.

System Requirements

[Return to search page](#)



[Order information](#)

[company](#)



[SEARCH FOR ANOTHER](#)

Tell Us

▶ [Are you satisfied wi](#)

▶ [Have you got a que](#)

[Top](#)

ROYAL DUTCH SHELL PLC

DIRECTORS' REPORT

The Directors submit their annual report and audited accounts for the 10 months ended 31 December 2004.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

Royal Dutch Shell plc (the 'Company') has not engaged in any operational activities since its incorporation. The Company has only borne the costs of administration expenses, acquired investments and issued share capital.

The Company was incorporated as Forthdeal Limited on 5 February 2002. On 21 October 2004 the entire issued share capital was acquired from BFT Nederland B.V. by Shell Hydrocarbon Investments (VII) B.V., a company owned equally by Royal Dutch Petroleum Company (N.V. Koninklijke Nederlandsche Petroleum Maatschappij) ("RD") and The "Shell" Transport and Trading Company, p.l.c. ("STT").

In addition, on 27 October 2004 the Company was re-registered as a public limited company and its name changed to Royal Dutch Shell plc. Details of the changes in share capital are set out in Note 10.

On 28 October 2004, the RD Board and the STT Board announced that they had unanimously agreed to propose to shareholders the unification of RD and STT under a single parent company, Royal Dutch Shell plc ("RDS").

It is the intention of RDS, RD and STT to enter into an agreement which governs the implementation of the proposed transaction ("the Transaction") pursuant to which the Company will become the holding company of RD and STT, and the parent company of the Royal Dutch/Shell Group of companies (the companies, other than Royal Dutch Shell plc, in which RD and STT together, either directly or indirectly, have control either through a majority of the voting rights or the right to exercise a controlling influence or to obtain the majority of the benefits and be exposed to the majority of the risks; the "Royal Dutch/Shell Group").

The terms of the Transaction will reflect the current 60:40 ownership of the Royal Dutch/Shell Group by RD and STT. The Transaction seeks to ensure that RD and STT shareholders, holders of STT Bearer Warrants and holders of STT ADRs are offered RDS Shares or RDS ADRs with equivalent economic interests as their existing shares or ADRs in the Royal Dutch/Shell Group.

RDS will have two classes of ordinary shares, "A" Shares and "B" Shares. RD shareholders are being offered "A" Shares (other than holders of Royal Dutch New York Registered Shares who are being offered "A" ADRs) in return for their ordinary shareholding in RD. STT shareholders and holders of STT Bearer Warrants are being offered "B" Shares and holders of STT ADRs are being offered "B" ADRs, in return for their shareholding in STT.

The "A" Shares and the "B" Shares will have identical rights except that, to facilitate the preservation of the current tax treatment of dividends for all shareholders, dividends to be received by holders of "A" Shares are intended to have a Dutch source and dividends to be received by holders of "B" Shares are intended to have a UK source.

The Company's profit for the 10 months ended 31 December 2004 was US \$ 763,402 (year ended 28 February 2004: loss of US \$ 97, period ended 28 February 2003: loss of US \$ 227). The profit for the period was principally due to an increase in interest receivable.

The Directors recommend that no dividend be paid for the 10 months ended 31 December 2004 (year ended 28 February 2004: US \$ Nil, period ended 28 February 2003: US \$ Nil).

ROYAL DUTCH SHELL PLC
DIRECTORS' REPORT (Continued)

DIRECTORS

The Directors of the Company, who served throughout the period and to the date of this report (except as noted) were:

C.A. Andriesse	Resigned 21 October 2004
J.J.P. Kohlmann	Resigned 21 October 2004
J.M. Van Dijk	Appointed 21 October 2004, Resigned 21 October 2004
M.C.M. Brandjes	Appointed 21 October 2004, Resigned 27 October 2004
D.J. Dieleman	Appointed 21 October 2004, Resigned 27 October 2004
M.M. Luijk	Appointed 21 October 2004, Resigned 27 October 2004
M.A. Brinded	Appointed 27 October 2004
Sir Peter Burt	Appointed 27 October 2004
L.Z. Cook	Appointed 27 October 2004
M.R. Henderson	Appointed 27 October 2004
A.G. Jacobs	Appointed 27 October 2004
Sir Peter Job	Appointed 27 October 2004
Lord Kerr of Kinlochard	Appointed 27 October 2004
W. Kok	Appointed 27 October 2004
A.A. Loudon	Appointed 27 October 2004
C.J.M. Morin-Postel	Appointed 27 October 2004
L.R. Ricciardi	Appointed 27 October 2004
R.J. Routs	Appointed 27 October 2004
M.A. van den Bergh	Appointed 27 October 2004
J. van der Veer	Appointed 27 October 2004
P.R. Voser	Appointed 27 October 2004

DIRECTORS' INTERESTS

According to the Register recording such interests, no Director who was in office on 31 December 2004 had any such shareholdings or debenture-holding interests in the above-named Company or in any other undertaking requiring disclosure in this respect under the Companies Act 1985.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Companies Act 1985 requires the directors to prepare accounts for each financial year which give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing those accounts, the directors are required to:

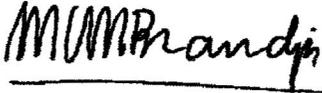
- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The directors are responsible for keeping proper accounting records which disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts comply with the Companies Act 1985. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

ROYAL DUTCH SHELL PLC
DIRECTORS' REPORT (Continued)

AUDITORS

On 21 October 2004 PricewaterhouseCoopers LLP and KPMG Audit Plc were jointly appointed as auditors. The joint Auditors, PricewaterhouseCoopers LLP and KPMG Audit Plc, have expressed their willingness to act as joint Auditors of the Company and a resolution proposing their re-appointment will be put to the members at the annual general meeting.

A handwritten signature in black ink, reading "MUM Brandjes", with a horizontal line underneath.

By order of the Board
Michiel Brandjes
Secretary
1 March 2005

REPORT OF THE INDEPENDENT AUDITORS TO THE MEMBERS OF ROYAL DUTCH SHELL PLC

We have audited the accounts on pages 5 to 20.

This report is made solely to the company's members, as a body, in accordance with section 235 of the Companies Act 1985. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Respective responsibilities of directors and auditors

The directors are responsible for preparing the directors' report and, as described on pages 2 and 3, the accounts in accordance with applicable United Kingdom law and accounting standards. Our responsibility is to audit the accounts in accordance with relevant legal and regulatory requirements and United Kingdom Auditing Standards issued by the Auditing Practices Board.

We report to you our opinion as to whether the accounts give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if, in our opinion, the directors' report is not consistent with the accounts, if the Company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Company is not disclosed.

We read the directors' report and consider the implications for our report if we become aware of any apparent misstatements.

Basis of audit opinion

We conducted our audit in accordance with Auditing Standards issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the accounts. It also includes an assessment of the significant estimates and judgements made by the directors in the preparation of the accounts, and of whether the accounting policies are appropriate to the Company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the accounts are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the accounts.

Opinion

In our opinion the accounts give a true and fair view of the state of the Company's affairs as at 31 December 2004 and of its profit and cashflows for the 10 month period then ended and have been properly prepared in accordance with the Companies Act 1985.

KPMG Audit Plc

KPMG Audit Plc
Chartered Accountants
Registered Auditor
London

22 March 2005

PricewaterhouseCoopers LLP

PricewaterhouseCoopers LLP
Chartered Accountants
Registered Auditor
London

22 March 2005

ROYAL DUTCH SHELL PLC
PROFIT AND LOSS ACCOUNT
For the 10 months ended 31 December 2004

	Note	10 months ended 31 December 2004 US \$	Restated Year ended 28 February 2004 US \$	Restated Period ended 28 February 2003 * US \$
Administrative expenses		(293,261)	(697)	(242)
Operating loss		(293,261)	(697)	(242)
Other interest receivable and similar income	4	1,443,925	600	15
Profit/(loss) on ordinary activities before tax	2	1,150,664	(97)	(227)
Tax on profit/(loss) on ordinary activities	5	(387,262)	-	-
Profit/(loss) after tax		763,402	(97)	(227)

* For the period from incorporation on 5 February 2002 to 28 February 2003.

ROYAL DUTCH SHELL PLC

STATEMENT OF TOTAL RECOGNISED GAINS AND LOSSES

For the 10 months ended 31 December 2004

	10 months ended 31 December 2004 US \$	Restated Year ended 28 February 2004 US \$	Restated Period ended 28 February 2003 * US \$
Profit/(loss) for the period	763,402	(97)	(227)
Currency translation adjustments (Notes 1 (c) and 11)	29,762,003	3,246	(33)
Total recognised gains and losses for the period	30,525,405	3,149	(260)
Prior period adjustment (Note 1(h))	1,089		
Total recognised gains and losses since previously reported accounts	30,526,494		

RECONCILIATION OF MOVEMENTS IN SHAREHOLDERS' FUNDS

	10 months ended 31 December 2004 US \$	Restated Year ended 28 February 2004 US \$	Restated Period ended 28 February 2003* US \$
Total recognised gains and losses for the period	30,525,405	3,149	(260)
New share capital issued	366,429,959	-	21,042
Net addition to shareholders' funds	396,955,364	3,149	20,782
Opening shareholders' funds (previously stated as US \$ 22,842 (£12,771) at 29 February 2004 and US \$ 20,650 (£13,088) at 1 March 2003) (Note 1(h))	23,931	20,782	-
Closing shareholders' funds	396,979,295	23,931	20,782

* For the period from incorporation on 5 February 2002 to 28 February 2003.

ROYAL DUTCH SHELL PLC
 BALANCE SHEET
 At 31 December 2004

	Note	At 31 December 2004 US \$	Restated At 28 February 2004 US \$	Restated At 28 February 2003 US \$
CURRENT ASSETS				
Debtors	6	434,520	159	20,307
Investments	7	391,250,015	1,409	475
Cash at bank and in hand		11,970,737	23,508	-
		<u>403,655,272</u>	<u>25,076</u>	<u>20,782</u>
CREDITORS: amounts falling due within one year	8	(6,675,977)	(1,145)	-
NET CURRENT ASSETS		<u>396,979,295</u>	<u>23,931</u>	<u>20,782</u>
NET ASSETS		<u>396,979,295</u>	<u>23,931</u>	<u>20,782</u>
CAPITAL AND RESERVES				
Called up share capital	10	366,451,001	21,042	21,042
Currency translation reserve	11	29,765,216	3,213	(33)
Profit and loss account	11	763,078	(324)	(227)
SHAREHOLDERS' FUNDS	11	<u>396,979,295</u>	<u>23,931</u>	<u>20,782</u>
Equity		939,475	23,931	20,782
Non equity		396,039,820	-	-
		<u>396,979,295</u>	<u>23,931</u>	<u>20,782</u>

The notes on pages 9 to 20 form part of these accounts.

The accounts were approved by the Board of Directors on 1 March 2005 and were signed on its behalf by:



A.G. Jacobs
 Director

ROYAL DUTCH SHELL PLC

CASH FLOW STATEMENT

For the 10 months ended 31 December 2004

	Note	10 months ended 31 December 2004 US \$	Restated Year ended 28 February 2004 US \$
Net cash inflow/(outflow) from operating activities	12	14,316	(13)
Returns on investments and servicing of finance			
Interest received		1,039,811	108
Capital expenditure and financial investment			
Purchase of bonds		-	(660)
Management of liquid resources			
Increase in short term investments	1(g)	(361,421,048)	-
Financing			
Issue of share capital		366,429,959	20,675
Short term financing from related party		5,568,718	-
Increase in cash in the period	13	<u>11,631,756</u>	<u>20,110</u>
Reconciliation of net cash flow to movement in net funds			
Increase in cash in the period		11,631,756	20,110
Cash outflow from management of liquid resources		361,421,048	-
Changes in net funds resulting from cash flows		373,052,804	20,110
Exchange movement		30,142,896	3,398
Movement in net funds in the period		<u>403,195,700</u>	<u>23,508</u>
Net funds at start of period		<u>23,508</u>	-
Net funds at end of period	13	<u>403,219,208</u>	<u>23,508</u>

There were no cash movements in the period from 5 February 2002 to 28 February 2003.

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS

For the 10 months ended 31 December 2004

1. Accounting policies

The following accounting policies have been applied consistently in dealing with items that are considered material in relation to the Company's accounts.

a) Accounting convention and compliance with accounting standards

The accounts have been prepared on a going concern basis under the historical cost convention and in accordance with the Companies Act 1985, applicable Accounting Standards in the United Kingdom and the accounting policies as described below.

b) Foreign currency translation

The functional currency of the Company for the 10 months ended 31 December 2004, year ended 28 February 2004 and period from 5 February 2002 (date of incorporation) to 28 February 2003 is the Euro. The Company has had a limited number of transactions since incorporation, but its net assets are predominately Euro denominated.

Income and expense items denominated in currencies other than the functional currency are translated into the functional currency at the rate ruling on their transaction date. Monetary assets and liabilities recorded in currencies other than the functional currency have been expressed in the functional currency at the rates of exchange ruling at the respective balance sheet dates. Differences on translation are included in the profit and loss account.

Share capital issued in currencies other than in the functional currency is translated into the functional currency at the exchange rate as at the date of issue.

Previously filed statutory accounts have used Sterling as the functional currency. The comparative periods have been restated to reflect the Euro functional currency.

c) Presentation currency

The Company's presentation currency for each of the three periods is US Dollars.

The results of the Royal Dutch/Shell Group are presented in US Dollars in the Annual Report and Accounts of RD and STT. As the intended parent company of the Royal Dutch/Shell Group, the Directors of the Company, having considered the requirements to select the most appropriate accounting policies and presentation of results, have concluded that it is appropriate that the presentation currency of the Company is US Dollars to enable relevance, comparability and understandability of the accounts to existing RD and STT shareholders.

Assets and liabilities for each balance sheet presented are translated from the functional currency into US Dollars using the closing rate at the date of the balance sheet. Income, expenses and cash flows recognised in the period are translated at an average US Dollar exchange rate for the period. Resulting exchange differences are reflected as currency translation adjustments in the statement of total recognised gains and losses and are included in the currency translation reserve.

Share capital is recorded at the historical rate on the date of being issued and is not re-translated at each subsequent balance sheet date.

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

1. Accounting policies (Continued)

c) Presentation currency (Continued)

Previously filed statutory accounts have used Sterling as the presentation currency. The comparative periods have been restated to reflect the US Dollar presentation currency.

The applicable exchange rates compared to the US Dollar for each period are as follows:

	Euro		Pound Sterling	
	Average	Period End	Average	Period End
10 months ended 31 December 2004	0.8077	0.7333	0.5469	0.5186
Year ended 28 February 2004	0.8618	0.8044	0.5995	0.5591
Period from 5 February 2002 (date of incorporation) to 28 February 2003	1.0271	0.9303	0.6534	0.6338

d) Taxation

The Company is tax resident in the Netherlands.

The Company records a tax charge or credit in the profit and loss account calculated at the tax rate prevailing in the year for tax payable to the Netherlands Tax authorities.

e) Deferred tax

Deferred tax is recognised in respect of all timing differences that have originated, but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future, have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profit and its results as stated in the accounts that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the accounts.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Amounts relating to deferred tax are undiscounted.

f) Current asset investments

Securities are stated at cost adjusted by the amortisation of premiums or the accrual of discounts, as appropriate, over periods to maturity. Provisions are made to reduce the carrying value of investments to their net realisable value when the net book value exceeds the net realisable value.

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

1. Accounting policies (Continued)

g) Management of liquid resources

The Company includes as liquid resources short term deposits that are readily convertible into known amounts of cash.

h) Restatement of prior periods

The financial information presented for the two comparative periods has been restated to reflect the appropriate application of the Company's foreign currency translation policy and the correction of a cut-off error in the previously filed statutory accounts of Forthdeal Limited.

The impact of the restatement is to increase opening shareholders funds at 29 February 2004 by US \$ 1,089.

The restatement for the change of functional currency from Sterling to Euro has resulted in a gain on the translation of monetary items of US \$ 427 in the year to 28 February 2004 and a loss of US \$ 22 in the period to 28 February 2003.

The two comparative periods presented have been restated to reflect the correction of a cut-off error in the previously filed statutory accounts. The restatement for the cut-off error has reduced administrative expenses by US \$ 5 in the year to 28 February 2004 and by US \$ 121 in the period to 28 February 2003.

2. Profit/(loss) on ordinary activities before tax

Profit/(loss) on ordinary activities before taxation is stated after charging the following:

	10 months ended 31 December 2004 US \$	Year ended 28 February 2004 US \$	Period ended 28 February 2003 US \$
Auditors' remuneration for audit services	91,379	-	-

US \$ 201,034 was paid to the auditors in respect of work to re-register the Company as a public limited company in the 10 months ended 31 December 2004 (year ended 28 February 2004: US \$ Nil, period ended 28 February 2003: US \$ Nil). No other fees for non-audit services provided to the Company were payable to the auditors.

Any audit fees for the year ended 28 February 2004 and the period ended 28 February 2003 were met by the former shareholder.

The Company had no employees during the 10 months ended 31 December 2004 (year ended 28 February 2004: Nil, period ended 28 February 2003: Nil).

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

6. Tax on profit/(loss) on ordinary activities (Continued)

The tax charge for the 10 months ended 31 December 2004 differs from the standard rates of Netherlands corporation tax (29% and 34.5%). The differences are explained below:

	10 months ended 31 December 2004 US \$	Restated Year ended 28 February 2004 US \$	Restated Period ended 28 February 2003 US \$
(Profit)/loss on ordinary activities before tax	(1,150,664)	97	227
Tax on (profit)/loss on ordinary activities at standard Netherlands corporation tax rates:			
of 29.0%	8,146	(28)	(66)
of 34.5%	387,288	-	-
	395,434	(28)	(66)
Effects of:			
Imputed interest in respect of short term financing from related party	(8,172)	-	-
Losses not utilised	-	28	66
Current tax charge for the period	387,262	-	-

There are no deferred tax losses carried forward at 31 December 2004. No deferred tax asset has been recognised in respect of tax losses carried forward at 28 February 2004 and 28 February 2003. Consequently there is no tax credit on the loss on ordinary activities before taxation for the year ended 28 February 2004 or the period ended 28 February 2003.

6. Debtors

	31 December 2004 US \$	Restated 28 February 2004 US \$	Restated 28 February 2003 US \$
Amounts receivable from related party	434,452	-	-
Amounts receivable from shareholders	-	-	20,174
Prepayments	-	159	133
Other debtors	68	-	-
	434,520	159	20,307

7. Current asset investments

	31 December 2004 US \$	28 February 2004 US \$	28 February 2003 US \$
Short term investments with a related party	391,248,471	-	-
Other investments	1,544	1,409	475
	391,250,015	1,409	475

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

3. Directors

None of the Directors received any emoluments (year ended 28 February 2004: US \$ Nil, period ended 28 February 2003: US \$ Nil) in respect of their services to the Company.

4. Other interest receivable and similar income

	10 months ended 31 December 2004 US \$	Restated Year ended 28 February 2004 US \$	Restated Period ended 28 February 2003 US \$
Interest from short term investments with a related party	1,434,229	-	-
Interest from banks and similar income	25	173	37
Profit/(loss) on currency translation	9,671	427	(22)
	<u>1,443,925</u>	<u>600</u>	<u>15</u>

5. Tax on profit/(loss) on ordinary activities

The charge for the 10 months ended 31 December 2004 of US \$ 387,262 (year ended 28 February 2004: US \$ Nil, period ended 28 February 2003: US \$ Nil) is made up as follows:

	10 months ended 31 December 2004 US \$	Year ended 28 February 2004 US \$	Period ended 28 February 2003 US \$
Netherlands corporation tax	387,262	-	-
Total current tax charge	<u>387,262</u>	<u>-</u>	<u>-</u>
Deferred tax	-	-	-
Total tax charge	<u>387,262</u>	<u>-</u>	<u>-</u>

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

8. Creditors: amounts falling due within one year

	31 December 2004 US \$	28 February 2004 US \$	28 February 2003 US \$
Amounts owed to a related party	5,940,827	-	-
Amounts owed to shareholders	-	1,145	-
Corporation tax payable	426,575	-	-
Accruals	308,575	-	-
	6,675,977	1,145	-

9. Financial instruments

Financial assets and liabilities

The Company's financial instruments are cash, investments in short term deposits and other short term debtors and creditors. Short term debtors and creditors have been excluded from the table below in accordance with FRS 13:

The interest rate risk of financial assets was:

		Fixed rate US \$	Floating rate US \$	Total US \$
31 December 2004	Euro	1,544	403,125,350	403,126,894
	Sterling	-	93,858	93,858
28 February 2004	Euro	1,409	-	1,409
	Sterling	-	23,508	23,508
28 February 2003	Euro	475	-	475
	Sterling	-	-	-

The weighted average interest rate for the fixed rate financial assets was:

	Weighted average interest rate %	Weighted average period for which rate is fixed Years
31 December 2004	5.25	3.5
28 February 2004	5.25	4.4
28 February 2003	5.25	5.4

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

9. Financial instruments (Continued)

The tables below show the Company's currency exposure for its monetary assets and liabilities. The exposures that are not denominated in the Company's functional currency of Euro give rise to exchange gains and losses which are recognised in the profit and loss account.

		Euro US \$	Sterling US \$	US Dollar US \$	Total US \$
31 December 2004	Assets	403,561,240	94,032	-	403,655,272
	Liabilities	(5,940,827)	(308,575)	-	(6,249,402)
	Total	397,620,413	(214,543)	-	397,405,870
28 February 2004	Assets	1,568	23,508	-	25,076
	Liabilities	-	(1,145)	-	(1,145)
	Total	1,568	22,363	-	23,931
28 February 2003	Assets	608	20,174	-	20,782
	Liabilities	-	-	-	-
	Total	608	20,174	-	20,782

Fair value of financial assets and liabilities

There is no significant difference between the book value and the fair value of financial assets and liabilities at 31 December 2004, 28 February 2004 and 28 February 2003.

Derivative financial instruments

In the period from incorporation until 31 December 2004, the Company has not entered into any foreign currency or interest rate contracts, swaps or similar instruments or arrangements.

Non-equity shares

As at 31 December 2004, the Company had in issue 4,148,800,000 Euro deferred shares of €0.07 each (28 February 2004: Nil, 28 February 2003: Nil). See Note 10 for the explanation of dividend rights applicable to these shares.

ROYAL DUTCH SHELL PLC
 NOTES TO THE ACCOUNTS (Continued)
 For the 10 months ended 31 December 2004

10. Called up share capital

	31 December 2004	28 February 2004	28 February 2003
Authorised			
20,000 (28 February 2004: 20,000) (28 February 2003: 20,000) Ordinary shares of £1 each	£20,000	£20,000	£20,000
30,000 (28 February 2004: Nil) (28 February 2003: Nil) Sterling deferred shares of £1 each	£30,000	-	-
4,500,000,000 (28 February 2004: Nil) (28 February 2003: Nil) Euro deferred shares of €0.07 each	€315,000,000	-	-
	31 December 2004 US \$	Restated 28 February 2004 US \$	Restated 28 February 2003 US \$
Allotted, called up and fully paid			
20,000 (28 February 2004: 13,301) (28 February 2003: 13,301) Ordinary shares of £1 each	33,253	21,042	21,042
30,000 (28 February 2004: Nil) (28 February 2003: Nil) Sterling deferred shares of £1 each	54,685	-	-
4,148,800,000 (28 February 2004: Nil) (28 February 2003: Nil) Euro deferred shares of €0.07 each	366,363,063	-	-
	<u>366,451,001</u>	<u>21,042</u>	<u>21,042</u>

The Company was incorporated with an authorised share capital of £1,000 divided into 1,000 ordinary shares of £1 each. On the date of incorporation, 1 ordinary share of £1 was issued at par.

The following alterations to the authorised and issued share capital of the Company have taken place since its incorporation:

- a) On 21 March 2002, 300 ordinary shares of £1 were allotted and issued;
- b) On 25 February 2003:
 - the authorised share capital was increased to £20,000 by the creation of 19,000 ordinary shares of £1 each ranking pari passu for all purposes with the existing ordinary shares.
 - 13,000 ordinary shares were allotted, called up and fully paid up at par in money's worth, with the amount outstanding at 28 February 2003 included within amounts receivable from shareholders (Note 6);

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

10. Called up share capital (Continued)

c) On 21 October 2004:

- the authorised share capital was increased to £50,000 and €315,000,000 by the creation of:
 - i) 30,000 Sterling deferred shares of £1 each; and
 - ii) 4,500,000,000 Euro deferred shares of €0.07 each
- 4,148,800,000 Euro deferred shares, 30,000 Sterling deferred shares and 6,699 Sterling ordinary shares were allotted, called up and fully paid up at par.

d) On 22 November 2004 the rights attaching to the Euro deferred shares were amended such that the Company will have the right at any time to redeem all or any of the Euro deferred shares at a price not exceeding €0.01 (previously redeemable at the nominal value of €0.07 Euro each) for all the Euro deferred shares redeemed at any one time without the requirement to give notice to the holder(s) of the Euro deferred shares.

The Sterling deferred shares are redeemable only at the option of the Company at £1 for the whole class and carry no voting rights. There are no further rights to participate in profits or assets, including the right to receive dividends. Upon winding up or liquidation, the shares carry a right to repayment of paid up nominal value, ranking ahead of the ordinary shares, but behind the Euro deferred shares.

The Euro deferred shares are redeemable only at the option of the Company at a price not exceeding €0.01 for all the Euro deferred shares redeemed at any one time and carry no voting rights. The shares carry a right to receive a non-cumulative preference dividend of 1 per cent of nominal value out of the profits of the Company available for distribution in each financial year, subject to a resolution under the Articles approving the distribution. No such resolution has been passed to date. Upon winding up or liquidation, the shares carry a preferred right to repayment of paid up nominal value. The Euro deferred shares represent the non equity shareholders' funds.

ROYAL DUTCH SHELL PLC
 NOTES TO THE ACCOUNTS (Continued)
 For the 10 months ended 31 December 2004

11. Reconciliation of movements in reserves and shareholders' funds

	Share capital US \$	Currency translation reserve US \$	Profit and loss account US \$	Total US \$
At 5 February 2002	-	-	-	-
Shares issued	21,042	-	-	21,042
Loss retained for the period (restated)	-	-	(227)	(227)
Currency translation adjustments	-	(33)	-	(33)
At 28 February 2003 (restated)	21,042	(33)	(227)	20,782
Loss retained for the year (restated)	-	-	(97)	(97)
Currency translation adjustments	-	3,246	-	3,246
At 28 February 2004 (restated)	21,042	3,213	(324)	23,931
Shares issued	366,429,959	-	-	366,429,959
Profit retained for the period	-	-	763,402	763,402
Currency translation adjustments	-	29,762,003	-	29,762,003
At 31 December 2004	366,451,001	29,765,216	763,078	396,979,295

Currency translation adjustments for the 10 months ended 31 December 2004 are largely a result of the impact of the movements of the Euro/ US Dollar exchange rate on the translation from the Euro functional to US Dollar presentation currency of the short term investment with a related party.

The restatement of prior periods, as described in note 1(h) and disclosed in the reconciliation of movements in shareholders' funds, primarily affected the profit and loss.

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

12. Reconciliation of operating loss to net cash inflow/(outflow) from operating activities

	10 months ended 31 December 2004 US \$	Restated Year ended 28 February 2004 US \$	Restated Period ended 28 February 2003 US \$
Operating loss	(293,261)	(697)	(242)
Decrease in shareholder funding and prepayments	148	684	242
Increase in creditors	307,429	-	-
Net cash inflow/(outflow) from operating activities	14,316	(13)	-

There were no cash movements in the period from 5 February 2002 until 28 February 2003.

13. Analysis of net funds

	28 February 2004 US \$	Cash Flow US \$	Exchange Movement US \$	31 December 2004 US \$
Cash at bank and in hand	23,508	11,631,756	315,473	11,970,737
Short term investments	-	361,421,048	29,827,423	391,248,471
Total	23,508	373,052,804	30,142,896	403,219,208

	28 February 2003 US \$	Cash Flow US \$	Exchange Movement US \$	28 February 2004 US \$
Cash at bank and in hand	-	20,110	3,398	23,508
Short term investments	-	-	-	-
Total	-	20,110	3,398	23,508

ROYAL DUTCH SHELL PLC

NOTES TO THE ACCOUNTS (Continued)

For the 10 months ended 31 December 2004

14. Related party transactions

On 22 October 2004, €290,469,029 (US \$ 366,429,959) received from Shell Hydrocarbon Investments (VII) B.V. was invested in short term deposits with Shell Treasury Centre Limited, an entity within the Royal Dutch/Shell Group. The Company earned interest on these deposits of €1,158,490 (US \$ 1,434,229) up to 31 December 2004.

At 31 December 2004 the balance outstanding with Shell Treasury Centre Limited was US \$ 391,248,471 (made up of €286,850,254 and £36,945) plus interest accrued of US \$ 434,452 (€318,584). These balances are shown within Notes 7 and 6 respectively.

Interest on the Euro deposit is earned at Euribor less 0.0625% and on the Pound Sterling deposit at LIBOR less 0.125%. Interest earned is added to the principal amount outstanding at each maturity date. The deposits mature and are rolled over on a monthly basis. The deposits can be withdrawn prior to maturity but this will incur a breakage cost based on prevailing market interest rates.

Administrative expenses of US \$ 697 and US \$ 242 in the year ended 28 February 2004 and the period ended 28 February 2003 respectively were settled by the then shareholder, BFT Nederland B.V.. At 28 February 2004 US \$ 1,145 was payable to the former shareholder (28 February 2003 US \$ 20,174 receivable from the shareholder). The amount was reimbursed to the former shareholder in the 10 months ended 31 December 2004.

At 31 December 2004, a balance of US \$ 5,940,827 (€4,356,408) was owed to Shell Petroleum N.V., an entity within the Royal Dutch/Shell Group.

15. Ultimate parent undertaking

Royal Dutch Shell plc is a 100% owned subsidiary of Shell Hydrocarbon Investments (VII) B.V., a company owned equally by RD and STT, where the financial rights of RD and STT as shareholders, such as but not limited to the right to profits and liquidation proceeds, are divided 60% for RD and 40% for STT.

16. Subsequent events

There have been no circumstances or events subsequent to the period end which require adjustment of or disclosure in the accounts or in the notes thereto.

Details of the proposed Transaction pursuant to which the Company is intended to become the holding company of RD and STT are disclosed in the Directors' Report on page 1.



363a

Please complete in typescript, or in bold black capitals.

Annual Return

000869/30

CHFP029

Company Number 04366849

Company Name in full ROYAL DUTCH SHELL PLC

Date of this return

The information in this return is made up to

Day Month Year 08/10/2005

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Day Month Year 08/10/2006

Registered Office

Show here the address at the date of this return.

SHELL CENTRE

Any change of registered office must be notified on form 287.

Post town County / Region UK Postcode

LONDON SE1 7NA

Principal business activities

Show trade classification code number(s) for the principal activity or activities.

7499

If the code number cannot be determined, give a brief description of principal activity.

Non-trading



Form April 2002

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales

or Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB DX 235 Edinburgh for companies registered in Scotland

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Post town _____
County/Region _____ UK Postcode L L L L L L L L

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Post town _____
County/Region _____ UK Postcode L L L L L L L L

Company type

- Public limited company
- Private company limited by shares
- Private company limited by guarantee without share capital
- Private company limited by shares exempt under section 30
- Private company limited by guarantee exempt under section 30
- Private unlimited company with share capital
- Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

Details of a new company secretary must be notified on form 288a.

* Voluntary details

(Please photocopy this area to provide details of joint secretaries).

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mr _____
 Forename(s) Michiel Christofoor Maria _____
 Surname BRANDJES _____
 Address †† SHELL CENTRE _____
 Post town LONDON _____
 County/ Region _____ UK Postcode S E 1 1 7 N A
 Country England _____

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1986 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Mr	
	Day	Month	Year
Date of Birth	1	8	03 / 19 53
Forename(s)	Malcolm Arthur		
Surname	BRINDED		
<input checked="" type="checkbox"/> Address ††	SHELL CENTRE		
Post town	LONDON		
County / Region		UK Postcode	S E 1 7 N A
Country	England	Nationality	British
Business occupation	Oil Company Executive		

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1986 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name	* Style / Title	Sir	
	Day	Month	Year
Date of Birth	0	6	03 / 19 44
Forename(s)	Peter Alexander		
Surname	BURT		
<input checked="" type="checkbox"/> Address ††	SHELL CENTRE		
Post town	LONDON		
County / Region		UK Postcode	S E 1 7 N A
Country	England	Nationality	British
Business occupation	BANKER		

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mrs

Day Month Year

Date of Birth 0 4 / 0 6 / 1 9 5 8

Forename(s) Linda Zarda

Surname COOK

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality United States Citizen

Business occupation Oil Company Executive

* Voluntary details.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mrs

Day Month Year

Date of Birth 0 6 / 0 7 / 1 9 5 0

Forename(s) Mary Regina

Surname HENDERSON

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality United States Citizen

Business occupation Company Director

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mr

Day Month Year

Date of Birth 2 8 / 0 5 / 1 9 3 6

Forename(s) Adrianus Gerardus

Surname JACOBS

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality Dutch

Business occupation Financial Advisor

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Sir

Day Month Year

Date of Birth 1 3 / 0 7 / 1 9 4 1

Forename(s) Peter James Denton

Surname JOB

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality British

Business occupation Chief Executive

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title LORD

Day Month Year

Date of Birth 2 2 / 0 2 / 1 9 4 2

Forename(s) John Olav

Surname KERR OF KINLOCHARD

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality British

Business occupation Retired Diplomat

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mr

Day Month Year

Date of Birth 2 9 / 0 9 / 1 9 3 8

Forename(s) Willem

Surname KOK

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality Dutch

Business occupation Non-Executive Director

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mr

Day Month Year

Date of Birth 1 0 / 1 2 / 1 9 3 6

Forename(s) Aarmout Alexander

Surname LOUDON

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality Dutch

Business occupation Non-Executive Director

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Madame

Day Month Year

Date of Birth 0 6 / 1 0 / 1 9 4 6

Forename(s) Christina Jacqueline Michelle

Surname MORIN-POSTEL

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality French

Business occupation Non-Executive Director

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mr

Day Month Year

Date of Birth 1 4 / 0 8 / 1 9 4 0

Forename(s) Lawrence Robert

Surname RICCIARDI

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality United States Citizen

Business occupation Senior Advisor

* Voluntary details.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Dr

Day Month Year

Date of Birth 1 0 / 0 9 / 1 9 4 6

Forename(s) Robert John

Surname ROUTS

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality Dutch

Business occupation Oil Company Executive

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mr

Day Month Year

Date of Birth 1 9 / 0 4 / 1 9 4 2

Forename(s) Maarten Albert

Surname VAN DEN BERGH

Address †† SHELL CENTRE

Post town LONDON

County / Region _____ UK Postcode S E 1 7 N A

Country England Nationality Dutch

Business occupation Oil Company Executive

* Voluntary details.

Directors in the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mr

Day Month Year

Date of Birth 2 7 / 1 0 / 1 9 4 7

Forename(s) Jeroen

Surname VAN DER VEER

Address †† Shell Centre

Post town _____

County / Region London UK Postcode S E 1 7 N A

Country England Nationality Dutch

Business occupation Oil Company Executive

Directors

Details of new directors must be notified on form 288a

Please list directors in alphabetical order.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title Mr

Day Month Year

Date of Birth 2 9 / 0 8 / 1 9 5 8

Forename(s) Peter Robert

Surname VOSER

Address †† Shell Centre

Post town _____

County / Region London UK Postcode S E 1 L 7 N A

Country England Nationality Swiss

Business occupation Oil Company Exeuctive

* Voluntary details.

Directors In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

†† Tick this box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 otherwise, give your usual residential address. In the case of a corporation, or Scottish firm, give the registered or principal office address

Name * Style / Title _____

Day Month Year

Date of Birth _____

Forename(s) _____

Surname _____

Address †† _____

Post town _____

County / Region _____ UK Postcode _____

Country _____ Nationality _____

Business occupation _____

Issued share capital
Enter details of all the shares in issue at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value <small>(i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)</small>
Euro Deferred Shares of € 0.07 each	4148800000	€ 290,416,000.00
Ordinary Shares of £1 each	20000	£ 20,000.00
Sterling Deferred Shares of £1 each	30000	£ 30,000.00
Totals		

List of past and present shareholders
(Use attached schedule where appropriate)
A full list is required if one was not included with either of the last two returns.

There were no changes in the period

on paper in another format

A list of changes is enclosed

A full list of shareholders is enclosed

Certificate

I certify that the information given in this return is true to the best of my Knowledge and belief.

Signed MOM Brandji Date 04/03/2005
† a director / secretary

† Please delete as appropriate.

If you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to Companies House.

This return includes continuation sheets
(enter number)

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record.

Catherine How-Choon
LSSL, Shell International Limited, Shell Centre, LONDON, SE1 7NA.
 Tel
 DX number DX exchange

CHFP029

Company Number 04366849

Company Name in full ROYAL DUTCH SHELL PLC

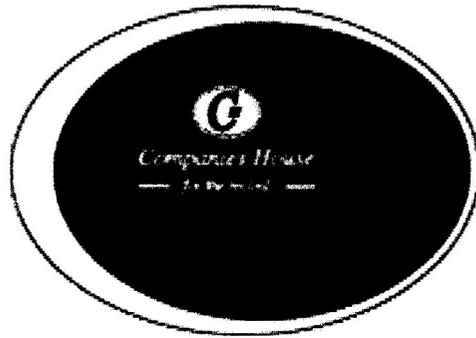
- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical or provide an index
- List joint shareholders consecutively

Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name BFT NEDERLAND B.V. <hr/> Address Locatellikade 1 Pamassustrm <hr/> 1076A2 Amsterdam <hr/> NETHERLANDS <hr/> UK Postcode L L L L L L L	Ordinary Shares of £1 each 0.00	Ordinary Shares of £1 each 13301	20/10/2004
Name DE BRAUW BLACKSTONE WESTBROEK N.V. <hr/> Address Zuid-Hollandlaan 7 <hr/> 2596 AL The Hague <hr/> NETHERLANDS <hr/> UK Postcode L L L L L L L	Ordinary Shares of £1 each 0.00	Ordinary Shares of £1 each 13301	21/10/2004
Name SHELL HYDROCARBON INVESTMENTS (VI) BV <hr/> Address Carel van Bylandtlaan 30 <hr/> 2596 HR The Hague <hr/> NETHERLANDS <hr/> UK Postcode L L L L L L L	Euro Deferred Shares of €0.07 each 4148800000		

List of past and present shareholders (Continued)

Company Number 04366849

Shareholders' details	Class and number of shares or amount of stock held	Shares or amount of stock transferred	
		Class and number of shares or amount of stock transferred	Date of registration of transfer
Name SHELL HYDROCARBON INVESTMENTS (VII) BV <hr/> Address Carel van Bylandtlaan 30 <hr/> 2596 HR The Hague <hr/> NETHERLANDS <hr/> UK Postcode L L L L L L L	Ordinary Shares of £1 each 19999	Ordinary Shares of £1 each 1	25/10/2004
Name SHELL HYDROCARBON INVESTMENTS (VII) BV <hr/> Address Carel van Bylandtlaan 30 <hr/> 2596 HR The Hague <hr/> NETHERLANDS <hr/> UK Postcode L L L L L L L	Sterling Deferred Shares of £1 each 30000		
Name SHELL PETROLEUM N.V. <hr/> Address Carel van Bylandtlaan 30 <hr/> 2596 HR The Hague <hr/> NETHERLANDS <hr/> UK Postcode L L L L L L L	Ordinary Shares of £1 each 1		
Name _____ <hr/> Address _____ <hr/> _____ <hr/> _____ <hr/> UK Postcode L L L L L L L			
Name _____ <hr/> Address _____ <hr/> _____ <hr/> _____ <hr/> UK Postcode L L L L L L L			



**Current Appointments Report for:
ROYAL DUTCH SHELL PLC
04366849**

Created: 31/05/2005

Company Register Information

Company Number: 04366849 **Incorporated on:** 05/02/2002
Company Name: ROYAL DUTCH SHELL PLC
Registered Office: SHELL CENTRE
LONDON
SE1 7NA
Company Type: Public Limited Company
Country of Origin: United Kingdom
Status: Active
Nature Of Business (SIC(92)): 7499 - Non-trading company
Mortgage: Number of Charges: (0 outstanding / 0 part satisfied / 0 satisfied)

Previous Names

Date of Change	Previous Name
27/10/2004	FORTHDEAL LIMITED

Key Filing Dates

Accounting Reference Date:	31/12
Last Accounts Made Up To:	31/12/2004 (FULL)
Next Accounts Due:	31/07/2006
Last Return Made Up To:	08/02/2005
Next Return Due:	08/03/2006
Last members list:	08/02/2005
Last Bulk Shareholders List:	Not available

Current Appointments

Number of current appointments: 16

SECRETARY: BRANDJES, MICHIEL
CHRISTOFOOR MARIA

Appointed: 02/02/2005 **Date of Birth:** 14/12/1954

Nationality: BRITISH

No. of Company appointments: 2

Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: BRINDED, MALCOLM ARTHUR

Appointed: 27/10/2004 **Date of Birth:** 18/03/1953

Nationality: BRITISH

No. of Company appointments: 13

Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: BURT, PETER ALEXANDER SIR

Appointed: 27/10/2004 **Date of Birth:** 06/03/1944

Nationality: BRITISH

No. of Company appointments: 2

Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: COOK, LINDA ZARDA

Appointed: 27/10/2004 **Date of Birth:** 04/06/1958

Nationality: UNITED STATES CITIZE

No. of Company appointments: 2
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: HENDERSON, MARY REGINA
Appointed: 27/10/2004 **Date of Birth:** 06/07/1950
Nationality: UNITED STATES CITIZE
No. of Company appointments: 2
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: JACOBS, ADRIANUS GERARDUS
Appointed: 27/10/2004 **Date of Birth:** 28/05/1936
Nationality: DUTCH
No. of Company appointments: 1
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: JOB, PETER JAMES DENTON KBE
SIR
Appointed: 27/10/2004 **Date of Birth:** 13/07/1941
Nationality: BRITISH
No. of Company appointments: 2
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: KERR OF KINLOCHARD, JOHN
OLAV GCMG LORD

Appointed: 27/10/2004 **Date of Birth:** 22/02/1942
Nationality: BRITISH
No. of Company appointments: 2
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: KOK, WILLEM
Appointed: 27/10/2004 **Date of Birth:** 29/09/1938
Nationality: DUTCH
No. of Company appointments: 1
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: LOUDON, AARNOUT ALEXANDER
Appointed: 27/10/2004 **Date of Birth:** 10/12/1936
Nationality: DUTCH
No. of Company appointments: 1
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: MORIN-POSTEL, CHRISTINA
JACQUELINE MICHELLE MADAME
Appointed: 27/10/2004 **Date of Birth:** 06/10/1946
Nationality: FRENCH
No. of Company appointments: 1
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: RICCIARDI, LAWRENCE ROBERT
Appointed: 27/10/2004 **Date of Birth:** 14/08/1940
Nationality: UNITED STATES CITIZEN
No. of Company appointments: 1
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: ROUTS, ROBERT JOHN DR
Appointed: 27/10/2004 **Date of Birth:** 10/09/1946
Nationality: DUTCH
No. of Company appointments: 5
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: VAN DEN BERGH, MAARTEN
ALBERT
Appointed: 27/10/2004 **Date of Birth:** 19/04/1942
Nationality: DUTCH
No. of Company appointments: 20
Address: THE SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: VAN DER VEER, JEROEN
Appointed: 27/10/2004 **Date of Birth:** 27/10/1947
Nationality: DUTCH
No. of Company appointments: 6
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

DIRECTOR: VOSER, PETER ROBERT
Appointed: 27/10/2004 **Date of Birth:** 29/08/1958
Nationality: SWISS
No. of Company appointments: 3
Address: SHELL CENTRE
LONDON
SE1 7NA

This is a Service Address

This Report excludes resignations

Recent Filing History

Documents filed since 17/07/2003

DATE	FORM	DESCRIPTION
24/05/2005	PROSP	LISTING OF PARTICULARS
14/04/2005	AA	FULL ACCOUNTS MADE UP TO 31/12/04
16/03/2005	363a	RETURN MADE UP TO 08/02/05; FULL LIST OF MEMBERS
23/02/2005	288b	SECRETARY RESIGNED
23/02/2005	288b	DIRECTOR RESIGNED
22/02/2005	288a	DIRECTOR APPOINTED
22/02/2005	288a	SECRETARY APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
04/02/2005	288a	DIRECTOR APPOINTED
19/01/2005	288a	DIRECTOR APPOINTED
13/01/2005	288b	DIRECTOR RESIGNED
06/01/2005	288a	DIRECTOR APPOINTED
06/01/2005	288a	DIRECTOR APPOINTED
07/01/2005	288a	DIRECTOR APPOINTED
07/01/2005	288a	DIRECTOR APPOINTED
07/01/2005	288a	DIRECTOR APPOINTED
06/01/2005	288a	DIRECTOR APPOINTED
21/12/2004	RES01	ADOPT ARTICLES 22/11/04
16/12/2004	288a	SECRETARY APPOINTED
16/12/2004	288a	DIRECTOR APPOINTED
02/12/2004	288a	DIRECTOR APPOINTED

23/11/2004	288b	DIRECTOR RESIGNED
23/11/2004	288b	DIRECTOR RESIGNED
16/11/2004	AA	TOTAL EXEMPTION FULL ACCOUNTS MADE UP TO 28/02/04
16/11/2004	AA	TOTAL EXEMPTION FULL ACCOUNTS MADE UP TO 28/02/03
17/11/2004	287	REGISTERED OFFICE CHANGED ON 17/11/04 FROM:2ND FLOOR TRITON COURT14 FINSBURY SQUARELONDON EC2A 1BR
09/11/2004	288a	DIRECTOR APPOINTED
09/11/2004	123	NC INC ALREADY ADJUSTED 21/10/04
09/11/2004	RES04	EUR NC 0/315000000 21/10/04
09/11/2004	123	NC INC ALREADY ADJUSTED 21/10/04
09/11/2004	RES01	AUTH ALLOT OF SECURITY 21/10/04; Â& NC; ADOPT ARTICLES 21/10/04
04/11/2004	288b	SECRETARY RESIGNED
04/11/2004	288b	DIRECTOR RESIGNED; SECRETARY RESIGNED
04/11/2004	287	REGISTERED OFFICE CHANGED ON 04/11/04 FROM: 400 CAPABILITY GREENLUTON BEDFORDSHIRE LU1 3LU
04/11/2004	225	ACC. REF. DATE SHORTENED FROM 28/02/05 TO 31/12/04
04/11/2004	288b	DIRECTOR RESIGNED
04/11/2004	288a	DIRECTOR APPOINTED
04/11/2004	288a	DIRECTOR APPOINTED
04/11/2004	288a	SECRETARY APPOINTED
04/11/2004	288b	DIRECTOR RESIGNED
27/10/2004	CERT7	NAME CHANGE AND REREGISTRATION FROM PRIVATE TO PLC
27/10/2004	MAR	REREGISTRATION MEMORANDUM AND ARTICLES
27/10/2004	BS	BALANCE SHEET
27/10/2004	AUDS	AUDITORS' STATEMENT
27/10/2004	AUDR	AUDITORS' REPORT
27/10/2004	43(3)e	DECLARATION ON REREGISTRATION FROM PRIVATE TO PLC
27/10/2004	43(3)	APPLICATION FOR REREGISTRATION FROM PRIVATE TO PLC
27/10/2004	RES01	CHANGE OF NAME 27/10/04; REREG PRI-PLC 27/10/04; ADOPT MEM AND ARTS 27/10/04
18/08/2004	363s	RETURN MADE UP TO 08/02/04; FULL LIST OF MEMBERS; DIRECTOR'S PARTICULARS CHANGED
11/12/2003	244	DELIVERY EXT'D 3 MTH 28/02/03
17/07/2003	288b	DIRECTOR RESIGNED

This Report excludes 88(2) Share Allotment documents