



Royal Dutch Shell plc

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Carel van Bylandtlaan 30
2596 HR The Hague
The Netherlands

May 2015

Dear Shareholder

ROYAL DUTCH SHELL PLC SCRIP DIVIDEND PROGRAMME

I am writing to tell you about the Royal Dutch Shell plc (the "Company") Scrip Dividend Programme ("SCRIP"). Under the SCRIP, you will be able to increase your shareholding in the Company by choosing to receive new shares instead of cash dividends if declared by your Board.

Although there are both A and B shares in the Company, no new B shares will be issued under the SCRIP due to tax-related constraints. Therefore only A shares will be issued, including to shareholders who currently hold B shares.

HOW DO I JOIN THE SCRIP?

If you wish to join the SCRIP, please refer to Page 1 of the enclosed leaflet. This includes information on the different ways of holding shares in the Company, how to join the SCRIP and who you should contact in each case.

WHEN WILL THE SCRIP BE INTRODUCED?

The SCRIP will be introduced with effect from the first quarter 2015 interim dividend. To join the SCRIP in time for this dividend, your election must be received by the relevant deadline. Please refer to page 4 of the leaflet for more information.

WHERE CAN I FIND MORE INFORMATION?

Please refer to the leaflet and the full Terms and Conditions of the SCRIP for more information.

Continued overleaf

THIS DOCUMENT AND THE ENCLOSED DOCUMENTS ARE IMPORTANT AND REQUIRE YOUR IMMEDIATE ATTENTION.

Joining the SCRIP is optional and this invitation does not constitute advice to join the SCRIP. If you are unsure about what action to take, you should seek your own personal advice from a financial adviser authorised under the Financial Services and Markets Act 2000 if you are resident in the United Kingdom or, if you are not, from another appropriately authorised financial adviser. If you have sold or transferred all of your securities in the Company, this letter and the enclosed documents should be passed to the person through whom the sale or transfer was effected for transmission to the purchaser or transferee.

WHO CAN I CONTACT FOR HELP?

If you wish to speak to someone about the SCRIP, please refer to Page 1 of the leaflet. If after looking at the leaflet you are still not sure who you should contact, please call the Company's Registrar, Equiniti, on **0800 169 1679** (from within the UK) or **+44 (0)121 415 7073** (from outside the UK).

I hope that this letter and accompanying leaflet provides you with a helpful overview of the SCRIP and I invite you to join it. By doing so, you will participate in the future growth of the Company, although you should be aware that the value of shares in the Company may go down as well as up. I encourage you to read the Terms and Conditions of the SCRIP in full.

I would like to take this opportunity to thank you for your continued support of the Company.

Yours faithfully

Jorma Ollila
Chairman