

TIMETABLE

2015 FIRST QUARTER INTERIM DIVIDEND ANNOUNCEMENT	APRIL 30, 2015
RECORD DATE	MAY 15, 2015
SCRIP REFERENCE SHARE PRICE ANNOUNCEMENT	MAY 21, 2015
CLOSING DATE FOR SCRIP ELECTIONS	
<ul style="list-style-type: none"> • Holders of share certificates and CREST shareholders (i.e. shares registered in your own name) 	JUNE 1, 2015
<ul style="list-style-type: none"> • Shares held through the RDS Corporate Nominee Service 	JUNE 1, 2015
<ul style="list-style-type: none"> • Shares held through a securities account with a bank or another financial institution holding ultimately through Euroclear Nederland 	SEE NOTE 1 BELOW
<ul style="list-style-type: none"> • Registered ADS Holders i.e. ADSs registered in your own name and held directly through The Bank of New York Mellon 	MAY 26, 2015
<ul style="list-style-type: none"> • Beneficial ADS Holders i.e. ADSs registered in a name other than your own, such as the name of a broker, bank or other financial intermediary 	SEE NOTE 2 BELOW
<ul style="list-style-type: none"> • Shares held by any other method 	SEE NOTE 3 BELOW
PAYMENT DATE	JUNE 22, 2015

Full details of the Dividend Timetable can be found at www.shell.com/dividend

NOTE 1

A different closing date may apply to shareholders holding shares in a securities account with a bank or financial institution holding ultimately through Euroclear Nederland. To obtain the closing date that applies, contact your broker, financial intermediary, bank or financial institution where you hold your securities account.

NOTE 2

To obtain the closing date that applies, contact your bank, broker or financial intermediary through which you hold your ADSs.

NOTE 3

To obtain the closing date that applies, contact your bank, broker or financial institution.

ROYAL DUTCH SHELL PLC SCRIP DIVIDEND PROGRAMME

SUMMARY OF HOW TO JOIN THE SCRIP AND WHO TO CONTACT

WAY OF HOLDING SHARES	WHAT YOU SHOULD READ	WHO TO CONTACT FOR HELP	HOW TO CONTACT THEM	HOW TO JOIN THEM
Holders of share certificates and CREST shareholders (i.e. shares registered in your name)	This leaflet and Part A of the Terms and Conditions	The Company's registrar, Equiniti	Phone 0800 169 1679 (from within the UK) Phone +44 (0) 121 415 7073 (from outside the UK)	Holders of share certificates: return the brown form (in respect of A shares) and/or the blue form (in respect of B shares) CREST shareholders: join using the CREST system
Shares held through the RDS Corporate Nominee Service	This leaflet and Part A of the Terms and Conditions	The Company's registrar, Equiniti	Phone 0800 169 1679 (from within the UK) Phone +44 (0) 121 415 7073 (from outside the UK)	Return the green form (in respect of A Shares) and/or the purple form (in respect of B Shares)
Shares held through a securities account with a bank or another financial institution holding ultimately through Euroclear Nederland	This leaflet and Part B of the Terms and Conditions	Your bank or financial institution where your relevant securities account is held or ABN AMRO Bank N.V. on +800 2226 2676 (from within the EU) or on +31 20 344 2000 (from outside the EU)	Contact your bank or financial institution using their usual contact details or ABN AMRO Bank N.V. on +800 2226 2676 (from within the EU) or on +31 20 344 2000 (from outside the EU)	Contact your bank or financial institution using their usual contact details or ABN AMRO Bank N.V. on +800 2226 2676 (from within the EU) or on +31 20 344 2000 (from outside the EU)
Registered ADS holders i.e. ADSs registered in your name and held directly through The Bank of New York Mellon	This leaflet and Part C of the Terms and Conditions	The Bank of New York Mellon	Phone +1 888 737 2377 (from within the US) Phone +1 201 680 6825 (from outside the US)	Return the Scrip dividend instruction form
Beneficial ADS holders i.e. ADSs registered in a name other than your own such as the name of a broker, bank or other financial intermediary	Part C of the Terms and Conditions	Your bank, broker or financial intermediary through which you hold your ADSs	Contact your bank, broker or financial intermediary using their usual contact details	Contact your bank, broker or financial intermediary using their usual contact details
Shares held by any other method	Contact your bank, broker or financial institution and refer to www.shell.com/scrip	Your bank, broker or financial institution	Contact your bank, broker or financial institution using their usual contact details	Contact your bank, broker or financial institution using their usual contact details

FAQs

WHAT IS THE SCRIP DIVIDEND PROGRAMME (“SCRIP”)?

The SCRIP allows you to receive your dividend in the form of new fully paid A shares in the Company (or A ADSs in the case of ADS holders) instead of in cash.

The Company has both A and B shares, but due to tax-related constraints, no new B shares will be issued under the SCRIP. Therefore only A shares will be issued, including to our shareholders who currently hold B shares.

If you hold both A and B shares, you must in most cases make separate elections on each type of share.

WHAT HAPPENS IF I JOIN THE SCRIP?

You will increase the number of shares you hold in the Company without having to buy existing shares in the market, which would involve you paying dealing costs.

Your percentage ownership of the Company will be maintained and is likely to increase, depending on shareholders' choices. If you choose not to join the SCRIP and others do, your percentage ownership of the Company will fall.

HOW DO I JOIN THE SCRIP?

For details of how you can join, please refer to page 1 of this leaflet.

If you live outside the UK, the Netherlands or the US, you may join the SCRIP only if you are satisfied that, by doing so, you will comply with all laws that apply to you and you will not impose additional legal burdens on the Company. Please refer to paragraph 4.5 of the introduction to the Terms and Conditions of the SCRIP for more details.

WHAT IF I DON'T JOIN THE SCRIP?

We will continue to pay any dividends declared in cash to our shareholders who choose not to join the SCRIP (or who cancel their participation) in accordance with our cash dividend procedure. You can find full details of our cash dividend procedure and the dividend timetable on our website at www.shell.com/dividend.

If you hold shares in a securities account with a bank or financial institution holding through Euroclear Nederland, it may be that they will enrol you automatically in the SCRIP without asking you first. You should therefore contact your bank or financial institution for further information.

If you do not join the SCRIP now, you may do so at any point in the future whilst the SCRIP continues to be offered.

WHAT ARE THE TAX CONSEQUENCES OF JOINING THE SCRIP?

If in the future you receive cash dividends on your A shares (for instance because you do not make an election on A shares issued to you under the SCRIP or because the SCRIP is cancelled or suspended), they will be subject to any applicable Dutch dividend withholding tax (currently 15 per cent).

In some countries, joining the SCRIP may currently offer a significant tax advantage compared with receiving cash dividends. In particular, dividends paid out as shares by the Company will not be subject to Dutch dividend withholding tax, unlike cash dividends paid on A shares, and they will not generally be taxed on receipt by a UK shareholder or a Dutch shareholder.

WILL I BE ABLE TO LEAVE THE SCRIP?

For details of how you can leave the SCRIP please refer to the Terms and Conditions of the SCRIP.

WHEN WILL THE SCRIP BE INTRODUCED?

The SCRIP will be introduced with effect from the Company's first quarter interim dividend for 2015. To join the SCRIP in time for this dividend your election or instruction form(s) must be received by the relevant deadline. If you hold share certificates or hold your shares through either CREST or the RDS Corporate Nominee Service your election or instruction form(s) must be received by the Company's registrar, Equiniti, by 16:30 (UK time), 17:30 (Dutch time) on June 1, 2015.

A different deadline applies to ADS holdings and to shares held in a securities account with a bank or financial institution through the Euroclear Nederland system – you should contact the relevant financial institution for details.

WHAT WILL HAPPEN TO RESIDUAL CASH AMOUNTS?

No fraction of a new A share will be issued under the SCRIP. Instead, the number of new A shares issued will always be rounded down to the nearest whole A share. Any residual cash amount will be retained by the Company and carried forward in US dollars and will be included in the next SCRIP dividend calculation. If you are an RDS Corporate Nominee Participant your residues will be held by Equiniti Financial Services Limited as client money.

In the case of registered shareholders, following cancellation of the SCRIP or cancellation of an election to participate in it, residual cash amounts will be paid to ShareGift (a UK charity), unless you elect otherwise at the time of joining the SCRIP. If you are an RDS Corporate Nominee Participant, ShareGift is not available and any residual cash amount will be paid to you.

Following cancellation, residual cash amounts will normally be paid on the payment date of the Company's next cash dividend. However, if the election or SCRIP is cancelled after the deadline for election to join the SCRIP for that dividend, the payment will be made on the following dividend payment date.

If you are a registered ADS holder on the books of the depository, then residual cash amounts will be paid out on an ongoing basis on the relevant dividend payment date. If you are an ADS holder and you are not the registered holder on the books of the depository, or if you hold shares in a securities account with a bank or financial institution holding through Euroclear Nederland, then residual cash amounts may be treated differently. You should contact the relevant financial institution for details.

HOW DOES A SCRIP DIFFER FROM A DIVIDEND REINVESTMENT PLAN (“DRIP”)?

Under a SCRIP you receive your dividend in the form of newly issued shares in the Company.

Under a DRIP your cash dividend is used to purchase more shares (which are already in issue) in the Company.

WHAT WILL HAPPEN TO THE DRIP?

When the SCRIP is introduced, the DRIPs currently provided by Equiniti and ABN AMRO Bank will be suspended; the dividend reinvestment feature of the plan currently provided by The Bank of New York Mellon will likewise be suspended. If you participate in one of these plans, you will in most cases not automatically be enrolled in the SCRIP. If you wish to join the SCRIP, you will in most cases need to elect to do so.

Residual cash amounts attributable to these DRIPs may be retained by the plan provider until such time that the DRIP is reactivated, in which case the residual cash amounts will be handled in accordance with the applicable Terms and Conditions of the DRIP.

Depending on how you hold your shares in the Company, you may be able to specify on the enclosed Election Form whether you wish to participate in the DRIP should it be reintroduced.

WHERE CAN I FIND FURTHER INFORMATION?

You will find further information about the SCRIP on our website at www.shell.com/scrip.

WHO SHOULD I CONTACT FOR HELP?

If you wish to speak to someone about the SCRIP please refer to page 1 of this leaflet. This sets out the different ways of holding shares in the Company and who you should contact in each case.