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**For immediate release  
February 5, 2016**

**Shell's recommended cash and share offer for BG Group plc: publication of a second supplementary prospectus**

**The Hague, February 5, 2016** – As envisaged in the expected timetable of principal events which is set out in the prospectus published by Royal Dutch Shell plc ("**Shell**") on December 22, 2015 (the "**Original Prospectus**") in relation to the proposed issue of new Shell shares in connection with the recommended cash and share offer (the "**Combination**") by Shell for BG Group plc ("**BG**"), as supplemented by a supplementary prospectus published on January 20, 2015 (the "**First Supplementary Prospectus**"), Shell published its fourth quarter and full year 2015 unaudited results on February 4, 2016 and BG published its fourth quarter and full year 2015 unaudited results on February 5, 2016 (together, the "**Results**").

Shell announces that the UK Listing Authority has approved a supplementary prospectus in relation to the Results dated February 5, 2016 (the "**Second Supplementary Prospectus**").

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In accordance with Rule 26.1 of the Code, a copy of this announcement is also available on the website of Shell at: [www.shell.com](http://www.shell.com). For the avoidance of doubt, the contents of the website referred to in this announcement are not incorporated into and do not form part of this announcement.

The Combination will be made solely by means of the scheme document published by BG on December 22, 2015 which contains the full terms and conditions of the Combination including details of how BG shareholders may vote in respect of the proposed Combination.

The release, presentation, publication or distribution of this announcement in jurisdictions other than the United Kingdom may be restricted by law and therefore any persons who are subject to the laws of any jurisdiction other than the United Kingdom should inform themselves about and observe any applicable requirements. Any failure to comply with applicable requirements may constitute a violation of the laws and/or regulations of any such jurisdiction.

This announcement does not constitute a prospectus or prospectus equivalent document.

### Notice to BG shareholders resident in France

A copy of the Second Supplementary Prospectus approved by the UK Listing Authority and the certificate of approval have been or will be served on the Autorité des marchés financiers ("AMF"). A copy of the French translation of the amendments to the summary of the Original Prospectus, as supplemented by the First Supplementary Prospectus, has been or will be made available free of charge at [www.shell.com](http://www.shell.com).

### Notice to BG shareholders resident in India

The information contained in this announcement is directed to each BG shareholder and does not constitute an offer or invitation or solicitation of an offer to the public or to any person or class of investors resident in India.