Royal Dutch Shell plc

3RD QUARTER 2012

UNAUDITED RESULTS

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- Royal Dutch Shell's third quarter 2012 earnings, on a current cost of supplies (CCS) basis (see Note 1), were \$6.1 billion compared with \$7.2 billion in the same quarter a year ago.
- Third quarter 2012 CCS earnings, excluding identified items (see page 6), were \$6.6 billion compared with \$7.0 billion in the third quarter 2011, a decrease of 6%. Basic CCS earnings per share excluding identified items decreased by 6% versus the same quarter a year ago.
- Cash flow from operating activities for the third quarter 2012 was \$9.5 billion. Cash flow from operating activities excluding movements in working capital was \$11.7 billion in the third quarter 2012.
- Net capital investment (see Note 1) for the third quarter 2012 was \$8.0 billion. Capital investment for the third quarter 2012 was some \$8.8 billion and proceeds from divestments were \$0.8 billion.
- Total dividends distributed in the quarter were \$2.8 billion, of which some \$0.8 billion were settled under the Scrip Dividend Programme. During the third quarter 4.3 million shares were bought back for cancellation for a consideration of some \$0.1 billion.
- Gearing at the end of the third quarter 2012 was 8.6%.
- A third quarter 2012 dividend has been announced of \$0.43 per ordinary share and \$0.86 per American Depository Share (ADS), an increase of 2.4% compared with the third quarter 2011.

SUMMARY OF UNAUDITED RESULTS

Quarters				\$ million	Nine months		
Q3 2012	Q2 2012	Q3 2011	%[1]		**2012**	2011	%
7,139	4,063	6,976	**+2**	**Income attributable to shareholders**	**19,921**	24,418	**-18**
(1,012)	1,901	270		Current cost of supplies (CCS) adjustment for Downstream	**(171)**	(2,252)	
6,127	5,964	7,246	**-15**	**CCS earnings**	**19,750**	22,166	**-11**
(432)	245	245		Less: Identified items[2]	**193**	2,325	
6,559	5,719	7,001	**-6**	**CCS earnings excluding identified items**	**19,557**	19,841	**-1**
				Of which:			
4,888	4,507	5,435		**Upstream**	**15,648**	15,493	
1,731	1,296	1,818		**Downstream**	**4,148**	4,552	
(60)	(84)	(252)		**Corporate and Non-controlling interest**	**(239)**	(204)	
9,483	13,305	11,645	**-19**	**Cash flow from operating activities**	**36,227**	30,306	**+20**
0.98	0.95	1.16	**-16**	**Basic CCS earnings per share (\$)**	**3.16**	3.57	**-11**
1.96	1.90	2.32		Basic CCS earnings per ADS (\$)	**6.32**	7.14	
1.05	0.91	1.12	**-6**	**Basic CCS earnings per share excl. identified items (\$)**	**3.13**	3.20	**-2**
2.10	1.82	2.24		Basic CCS earnings per ADS excl. identified items (\$)	**6.26**	6.40	
0.43	0.43	0.42	**+2**	**Dividend per share (\$)**	**1.29**	1.26	**+2**
0.86	0.86	0.84		Dividend per ADS (\$)	**2.58**	2.52	

[1] Q3 on Q3 change.
[2] See page 6.

The information in this results announcement reflects the consolidated financial position and results of Royal Dutch Shell plc ("Royal Dutch Shell"). All amounts shown throughout this report are unaudited. Company No. 4366849, Registered Office: Shell Centre, London, SE1 7NA, England, UK.

Royal Dutch Shell Chief Executive Officer Peter Voser commented:

"Shell is driving a long-term and consistent strategy, against a backdrop of volatile energy markets. Our profits pay for substantial investments in new energy supplies, and they pay dividends for our shareholders.

"Our earnings were driven by lower oil and gas prices, and lower chemicals margins, which offset the benefits of our operating performance, underlying growth in oil and gas production, and higher results in Integrated Gas and Oil Products.

"We've made progress with our Alaska exploration programme, commencing drilling operations in the Beaufort and Chukchi seas, as the industry continues to assess offshore potential there. This will be a multi-year exploration programme, demonstrating Shell's commitments to high standards on sustainable development and safety.

"We continue to refresh our portfolio, launching new oil and gas developments, making new exploration discoveries, purchasing new liquids-rich shale acreage and increasing our positions in oil and gas fields where we can add value with our innovation and scale. We are also continuing with our capital efficiency drive, selling down positions where others can add more value. We have announced around $6 billion of acquisitions and new acreage and also around $6 billion of asset sales in 2012, which will better position Shell for growth.

"I am pleased with our progress in a difficult industry environment. There is more to come from Shell."

THIRD QUARTER 2012 PORTFOLIO DEVELOPMENTS

Upstream

In **Australia**, Shell signed a agreement to consolidate the Crux gas and condensate field with Nexus Energy and Osaka Gas. Following the completion of the agreement, which is subject to regulatory approvals, Shell will assume operatorship and hold an 80% interest in the new joint venture.

Also in Australia, Shell agreed to exchange its 33.3% interest in Clio-Acme for Chevron's 16.7% interest in East Browse and Chevron's 20% interest in West Browse. In addition to the assets exchanged, a cash payment of some $0.5 billion from Shell to Chevron was agreed. Following the completion of this transaction, Shell's interest will be 35% in West Browse and 25% in East Browse. The transaction is subject to regulatory approvals.

In **China**, Shell and China National Petroleum Corporation signed an amendment of the production-sharing contract ("PSC") for the onshore Changbei block, covering some 1,692 square kilometres in the Ordos basin. The PSC amendment allows for development of additional tight gas sands as well as further development of the already producing main reservoir.

Shell and China National Offshore Oil Corporation ("CNOOC") agreed for CNOOC to acquire a 25% participating interest in offshore exploration blocks BC9 and BCD10 in **Gabon**. CNOOC will reimburse Shell for 25% of certain past exploration costs and carry part of the future exploration costs. Following completion of the transaction in October, Shell's interest is 75%.

In **Norway**, Shell agreed to acquire BP's 18.36% interest in the offshore Draugen field for a consideration of some $0.2 billion. Shell is already the operator of the field and this transaction will bring Shell's interest to 44.56%. The transaction, subject to regulatory approvals, is expected to be completed by the end of the year.

In the **United States**, Shell agreed to acquire 618 thousand net acres (equivalent to some 2,500 square kilometres) in the Permian basin in West Texas from Chesapeake Energy for a consideration of some $1.9 billion. The acreage is rich in oil and natural gas liquids and currently produces some 26 thousand barrels of oil equivalent per day ("boe/d") with growth potential. The transaction was completed in October.

Also in the United States, Shell agreed to divest its 50% interest in the mature Holstein field (Shell share of production of 5 thousand boe/d) in the Gulf of Mexico for a consideration of some $0.6 billion. The transaction is expected to be completed by the end of the year.

Shell announced three **final investment decisions**, including on the Quest carbon capture and storage project (Shell share 60%) in **Canada**. Quest is expected to capture and store deep underground more than one million tonnes per annum of CO_2 produced in bitumen processing. Quest is expected to reduce direct emissions from the Scotford Upgrader by up to 35%. In **Italy**, the final investment decision was taken on the onshore Tempa Rossa field (Shell share 25%) in the Basilicata region. The project is expected to produce some 45 thousand boe/d at peak production. In October, Shell announced the final investment decision for the Fram oil and gas field (Shell share 32%) in the **United Kingdom** North Sea. The field will be developed using floating production, storage and offloading technology. The project is expected to produce 35 thousand boe/d at peak production.

In **Nigeria**, Shell completed the sale of its 30% interest in Oil Mining Lease 34 (Shell share of production of some 20 thousand boe/d) in the Niger Delta for a consideration of some $0.4 billion. In a separate transaction, Shell also completed the sale of its 30% interest in the non-producing Oil Mining Lease 40 for a consideration of some $0.1 billion. Including these transactions, Upstream **divestment proceeds** totalled some $0.6 billion in the third quarter 2012.

During the third quarter 2012, Shell participated in the Satyr-2 gas **discovery** (Shell share 25%) in the Carnarvon basin offshore Australia and the Tukau Timur Deep gas discovery (Shell share 50%) offshore Malaysia. Shell also drilled a **successful appraisal** well at Appomattox Southwest (Shell share 80%) in the Gulf of Mexico.

As part of its global exploration programme, Shell spent some $0.6 billion on **new acreage** positions during the third quarter of 2012, including positions in Benin deepwater, the Gulf of Mexico and onshore North America. New acreage positions were also added offshore Australia, China, Malaysia and Ukraine.

Downstream

In **Norway**, Shell acquired the remaining outstanding shares in Gasnor AS ("Gasnor") for some $0.1 billion. Shell previously owned 4.1% of the shares in the company. Gasnor is a market leader in Norway in small scale LNG, supplying LNG as a transport fuel to industrial and marine customers.

KEY FEATURES OF THE THIRD QUARTER 2012

- **Third quarter 2012 CCS earnings** (see Note 1) were $6,127 million, 15% lower than in the same quarter a year ago.
- **Third quarter 2012 CCS earnings, excluding identified items** (see page 6), were $6,559 million compared with $7,001 million in the third quarter 2011, a decrease of 6%.
- **Basic CCS earnings per share** decreased by 16% versus the same quarter a year ago.
- **Basic CCS earnings per share excluding identified items** decreased by 6% versus the same quarter a year ago.
- **Cash flow from operating activities** for the third quarter 2012 was $9.5 billion, compared with $11.6 billion in the same quarter last year. Excluding movements in working capital, cash flow from operating activities in the third quarter 2012 was $11.7 billion, compared with $10.6 billion in the same quarter last year.
- **Net capital investment** (see Note 1) for the third quarter 2012 was $8.0 billion. **Capital investment** for the third quarter 2012 was some $8.8 billion and proceeds from **divestments** were $0.8 billion.
- Total **dividends distributed** in the third quarter 2012 were $2.8 billion, of which some $0.8 billion were settled by issuing some 22.3 million Class A shares under the Scrip Dividend Programme for the second quarter 2012. Under our **share buyback programme** some 4.3 million Class B shares were bought back for cancellation during the quarter for a consideration of some $0.1 billion.
- **Return on average capital employed** (see Note 6) on a reported income basis was 12.9% at the end of the third quarter 2012.
- **Gearing** was 8.6% at the end of the third quarter 2012 versus 10.8% at the end of the third quarter 2011.
- **Oil and gas production** for the third quarter 2012 was 2,982 thousand boe/d. Excluding the impact of divestments, exits, PSC price effects and security impacts onshore Nigeria, third quarter 2012 production volumes were 1% higher compared with the same period last year.
- **LNG** sales volumes of 4.97 million tonnes in the third quarter 2012 were 4% higher than in the same quarter a year ago.
- **Oil products sales volumes** in the third quarter 2012 were 1% lower compared with the third quarter 2011.
- **Chemicals product sales volumes** in the third quarter 2012 decreased by 3% compared with the same quarter a year ago.

- **Supplementary financial and operational disclosure** for the third quarter 2012 is available at www.shell.com/investor.

SUMMARY OF IDENTIFIED ITEMS

Earnings in the third quarter 2012 reflected the following items, which in aggregate amounted to a net charge of $432 million (compared with a net gain of $245 million in the third quarter 2011), as summarised in the table below:

- **Upstream** earnings included a net charge of $298 million, reflecting impairments of $354 million mainly related to onshore gas properties in North America, a tax charge of $329 million related to the enactment of legislation in the United Kingdom restricting tax relief on decommissioning costs, an update to provisions related to decommissioning and restoration in the United States and the estimated fair value accounting of commodity derivatives. These items were partially offset by divestment gains of $554 million and the mark-to-market valuation of certain gas contracts. Upstream earnings for the third quarter 2011 included a net gain of $636 million.
- **Downstream** earnings included a net charge of $134 million, reflecting legal and environmental provisions. Downstream earnings for the third quarter 2011 included a net charge of $338 million.
- **Corporate results and Non-controlling interest** included a net charge of $53 million for the third quarter 2011.

SUMMARY OF IDENTIFIED ITEMS

Quarters			$ million	Nine months	
Q3 2012	Q2 2012	Q3 2011		**2012**	2011
			Segment earnings impact of identified items:		
(298)	181	636	Upstream	**336**	2,397
(134)	64	(338)	Downstream	**128**	(19)
-	-	(53)	Corporate and Non-controlling interest	**(271)**	(53)
(432)	245	245	**Earnings impact**	**193**	2,325

These identified items generally relate to events with an impact of more than $50 million on Royal Dutch Shell's CCS earnings and are shown to provide additional insight into segment earnings and income attributable to shareholders. Further comments on the business segments are provided in the section 'Earnings by Business Segment' on page 7 to 9.

EARNINGS BY BUSINESS SEGMENT

UPSTREAM

Quarters				$ million	Nine months		
Q3 2012	Q2 2012	Q3 2011	%[1]		**2012**	2011	%
4,888	4,507	5,435	**-10**	**Upstream earnings excluding identified items**	**15,648**	15,493	**+1**
4,590	4,688	6,071	**-24**	**Upstream earnings**	**15,984**	17,890	**-11**
8,278	9,830	8,520	**-3**	**Upstream cash flow from operating activities**	**26,896**	24,094	**+12**
6,932	5,293	5,944	**+17**	**Upstream net capital investment**	**15,997**	11,720	**+36**
1,599	1,612	1,676	**-5**	Liquids production available for sale (thousand b/d)	**1,631**	1,674	**-3**
8,022	8,647	7,749	**+4**	Natural gas production available for sale (million scf/d)	**9,167**	8,769	**+5**
2,982	3,103	3,012	**-1**	**Total production available for sale (thousand boe/d)**	**3,211**	3,186	**+1**
4.97	4.57	4.76	**+4**	**LNG sales volumes (million tonnes)**	**14.71**	13.99	**+5**

[1] Q3 on Q3 change

Third quarter Upstream earnings excluding identified items were $4,888 million compared with $5,435 million a year ago. Identified items were a net charge of $298 million, compared with a net gain of $636 million in the third quarter 2011 (see page 6).

Compared with the third quarter 2011, Upstream earnings excluding identified items benefited from the increased contribution from Integrated Gas, which included an additional dividend from an LNG venture. Upstream Americas incurred a loss as a result of higher depreciation, increased operating expenses, lower gas realisations and the impact of hurricane Isaac on offshore operations in the Gulf of Mexico. Upstream earnings also reflected higher maintenance activities and increased exploration expenses.

Global liquids realisations were 5% lower and synthetic crude oil realisations in Canada were 8% lower than in the third quarter 2011. Global natural gas realisations were 3% lower than in the same quarter a year ago. Natural gas realisations in the Americas decreased by 38%, whereas natural gas realisations outside the Americas increased by 8%.

Third quarter 2012 production was 2,982 thousand boe/d compared with 3,012 thousand boe/d a year ago. Liquids production decreased by 5% and natural gas production increased by 4% compared with the third quarter 2011. Excluding the impact of divestments, exits, PSC price effects and security impacts onshore Nigeria, third quarter 2012 production volumes were 1% higher compared with the same period last year.

New field start-ups and the continuing ramp-up of fields contributed some 163 thousand boe/d to production in the third quarter 2012, in particular from the ramp-up of Pearl GTL in Qatar and Pluto LNG in Australia, which more than offset the impact of field declines.

LNG sales volumes of 4.97 million tonnes were 4% higher than in the same quarter a year ago. LNG sales volumes mainly reflected the contribution from Pluto LNG.

DOWNSTREAM

Quarters				$ million	Nine months		
Q3 2012	Q2 2012	Q3 2011	%[1]		**2012**	2011	%
1,731	1,296	1,818	**-5**	**Downstream CCS earnings excluding identified items**	**4,148**	4,552	**-9**
1,597	1,360	1,480	**+8**	**Downstream CCS earnings**	**4,276**	4,533	**-6**
335	3,265	2,069	**-84**	**Downstream cash flow from operating activities**	**6,808**	4,597	**+48**
1,051	967	149	**+605**	**Downstream net capital investment**	**2,804**	1,980	**+42**
2,880	2,810	2,854	**+1**	**Refinery processing intake (thousand b/d)**	**2,824**	2,905	**-3**
6,290	6,321	6,374	**-1**	**Oil products sales volumes (thousand b/d)**	**6,191**	6,210	**-**
4,699	4,671	4,832	**-3**	**Chemicals sales volumes (thousand tonnes)**	**14,049**	14,391	**-2**

[1] Q3 on Q3 change

Third quarter Downstream earnings excluding identified items were $1,731 million compared with $1,818 million in the third quarter 2011. Identified items were a net charge of $134 million, compared with a net charge of $338 million in the third quarter 2011 (see page 6).

Compared with the third quarter 2011, Downstream earnings excluding identified items benefited from a recovery in industry refining margins and Shell's operating performance. Earnings were also supported by lower operating expenses, mainly as a result of favourable currency exchange rate effects. These items were more than offset by lower Chemicals earnings and reduced contributions from marketing and trading. Rising oil prices during the third quarter 2012 and the global economic slowdown impacted marketing contributions. Compared with the third quarter 2011, Chemicals earnings decreased due to rising feedstock prices in Europe, the impact of hurricane Isaac on operations in the Gulf of Mexico as well as the global economic slowdown.

Oil products sales volumes were 1% lower compared with the same period a year ago. Lower marketing volumes, as a result of weaker demand as well as portfolio divestments, were largely offset by higher trading volumes.

Chemicals sales volumes decreased by 3% compared with the same quarter last year, mainly due to reductions in European capacity and the impact of hurricane Isaac in the Gulf of Mexico. Chemicals manufacturing plant availability was 89% compared with 90% in the third quarter 2011. Improved global operating performance during the quarter largely offset the impact on availability of hurricane Isaac in the Gulf of Mexico.

Refinery intake volumes were 1% higher compared with the third quarter 2011. Excluding portfolio impacts, refinery intake volumes were 3% higher than in the same period a year ago as result of improved operating performance. Excluding the impact of hurricane Isaac in the Gulf of Mexico, availability was in line with the 94% availability in the third quarter 2011.

CORPORATE AND NON-CONTROLLING INTEREST

Quarters			$ million	Nine months	
Q3 2012	Q2 2012	Q3 2011		2012	2011
(60)	(84)	(252)	**Corporate and Non-controlling interest excl. identified items**	**(239)**	(204)
			Of which:		
15	(36)	(201)	**Corporate**	**(51)**	39
(75)	(48)	(51)	**Non-controlling interest**	**(188)**	(243)
(60)	(84)	(305)	**Corporate and Non-controlling interest**	**(510)**	(257)

Third quarter Corporate results and Non-controlling interest excluding identified items incurred a loss of $60 million compared with a loss of $252 million in the same period last year.

Corporate results excluding identified items compared with the third quarter 2011 mainly reflected favourable currency exchange rate effects and higher tax credits. These items were partly offset by increased net interest expense. In the third quarter 2012 favourable currency exchange rate effects were $77 million compared with adverse currency exchange rate effects of $270 million in the same period last year.

FORTHCOMING EVENTS

Fourth quarter 2012 results and fourth quarter 2012 dividend are scheduled to be announced on January 31, 2013. First quarter 2013 results and first quarter 2013 dividend are scheduled to be announced on May 2, 2013. Second quarter 2013 results and second quarter 2013 dividend are scheduled to be announced on August 1, 2013. Third quarter 2013 results and third quarter 2013 dividend are scheduled to be announced on October 31, 2013.

UNAUDITED CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

CONSOLIDATED STATEMENT OF INCOME

Quarters				$ million	Nine months		
Q3 2012	Q2 2012	Q3 2011	%[1]		**2012**	2011	%
112,118	117,068	123,412		Revenue	**349,106**	354,596	
2,367	1,514	2,041		Share of profit of equity-accounted investments	**6,821**	6,504	
944	1,304	504		Interest and other income	**3,162**	4,261	
115,429	119,886	125,957		**Total revenue and other income**	**359,089**	365,361	
87,265	95,041	98,094		Purchases	**276,375**	278,179	
6,513	6,379	6,761		Production and manufacturing expenses	**18,941**	19,465	
3,709	3,459	3,516		Selling, distribution and administrative expenses	**10,857**	10,629	
311	289	253		Research and development	**895**	721	
713	862	661		Exploration	**1,937**	1,441	
3,875	3,503	3,803		Depreciation, depletion and amortisation	**10,780**	9,985	
415	411	331		Interest expense	**1,378**	1,086	
12,628	9,942	12,538	**+1**	**Income before taxation**	**37,926**	43,855	**-14**
5,389	5,874	5,505		Taxation	**17,785**	19,138	
7,239	4,068	7,033	**+3**	**Income for the period**	**20,141**	24,717	**-19**
100	5	57		Income attributable to non-controlling interest	**220**	299	
7,139	4,063	6,976	**+2**	**Income attributable to Royal Dutch Shell plc shareholders**	**19,921**	24,418	**-18**

[1] Q3 on Q3 change.

EARNINGS PER SHARE

Quarters			$	Nine months	
Q3 2012	Q2 2012	Q3 2011		**2012**	2011
1.14	0.65	1.12	Basic earnings per share	**3.19**	3.93
1.14	0.65	1.12	Diluted earnings per share	**3.18**	3.93

SHARES[2]

Quarters			Million	Nine months	
Q3 2012	Q2 2012	Q3 2011		**2012**	2011
			Weighted average number of shares as the basis for:		
6,266.3	6,265.9	6,238.1	Basic earnings per share	**6,253.9**	6,206.2
6,273.9	6,273.2	6,247.1	Diluted earnings per share	**6,261.2**	6,216.2
6,284.8	6,266.2	6,236.5	Shares outstanding at the end of the period	**6,284.8**	6,236.5

[2] Royal Dutch Shell plc ordinary shares of €0.07 each.

Notes 1 to 6 are an integral part of these Condensed Consolidated Interim Financial Statements.

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME

Quarters			$ million	Nine months	
Q3 2012	Q2 2012	Q3 2011		**2012**	2011
7,239	4,068	7,033	**Income for the period**	**20,141**	24,717
			Other comprehensive income, net of tax:		
2,424	(2,805)	(4,642)	Currency translation differences	**1,504**	(2,018)
(97)	70	23	Unrealised gains/(losses) on securities	**(132)**	13
(187)	567	(130)	Cash flow hedging gains/(losses)	**(70)**	(89)
27	39	29	Share of other comprehensive income/(loss) of equity-accounted investments	**(43)**	99
2,167	(2,129)	(4,720)	**Other comprehensive income/(loss) for the period**	**1,259**	(1,995)
9,406	1,939	2,313	**Comprehensive income for the period**	**21,400**	22,722
132	(36)	(46)	Comprehensive income/(loss) attributable to non-controlling interest	**254**	255
9,274	1,975	2,359	**Comprehensive income attributable to Royal Dutch Shell plc shareholders**	**21,146**	22,467

Notes 1 to 6 are an integral part of these Condensed Consolidated Interim Financial Statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

	Equity attributable to Royal Dutch Shell plc shareholders						
$ million	Share capital	Shares held in trust	Other reserves	Retained earnings	**Total**	Non-controlling interest	**Total equity**
At January 1, 2012	536	(2,990)	8,984	162,987	**169,517**	1,486	**171,003**
Comprehensive income for the period	-	-	1,225	19,921	**21,146**	254	**21,400**
Capital contributions from and other changes in non-controlling interest	-	-	-	36	**36**	(76)	**(40)**
Dividends paid	-	-	-	(8,194)	**(8,194)**	(266)	**(8,460)**
Scrip dividends[1]	6	-	(6)	2,438	**2,438**	-	**2,438**
Repurchases of shares[2]	(2)	-	2	(1,815)	**(1,815)**	-	**(1,815)**
Shares held in trust: net sales/ (purchases) and dividends received	-	782	-	114	**896**	-	**896**
Share-based compensation	-	-	243	(482)	**(239)**	-	**(239)**
At September 30, 2012	540	(2,208)	10,448	175,005	**183,785**	1,398	**185,183**

[1] During the first nine months of 2012 some 69.6 million Class A shares, equivalent to $2.4 billion, were issued under the Scrip Dividend Programme.
[2] Includes shares committed to repurchase at September 30, 2012.

	Equity attributable to Royal Dutch Shell plc shareholders						
$ million	Share capital	Shares held in trust	Other reserves	Retained earnings	**Total**	Non-controlling interest	**Total equity**
At January 1, 2011	529	(2,789)	10,094	140,179	**148,013**	1,767	**149,780**
Comprehensive income for the period	-	-	(1,951)	24,418	**22,467**	255	**22,722**
Capital contributions from and other changes in non-controlling interest	-	-	-	48	**48**	(46)	**2**
Dividends paid	-	-	-	(7,816)	**(7,816)**	(374)	**(8,190)**
Scrip dividends[1]	9	-	(9)	2,627	**2,627**	-	**2,627**
Repurchases of shares[2]	(3)	-	3	(1,501)	**(1,501)**	-	**(1,501)**
Shares held in trust: net sales/ (purchases) and dividends received	-	961	-	99	**1,060**	-	**1,060**
Share-based compensation	-	-	(230)	(67)	**(297)**	-	**(297)**
At September 30, 2011	535	(1,828)	7,907	157,987	**164,601**	1,602	**166,203**

[1] During the first nine months of 2011 some 77.3 million Class A shares, equivalent to $2.6 billion, were issued under the Scrip Dividend Programme.
[2] Includes shares committed to repurchase and repurchases subject to settlement at September 30, 2011.

Notes 1 to 6 are an integral part of these Condensed Consolidated Interim Financial Statements.

CONDENSED CONSOLIDATED BALANCE SHEET

	$ million		
	Sept 30, 2012	June 30, 2012	Sept 30, 2011
Assets			
Non-current assets:			
Intangible assets	**4,478**	4,425	4,500
Property, plant and equipment	**162,401**	155,526	147,027
Equity-accounted investments	**39,033**	38,424	38,321
Investments in securities	**5,492**	5,530	3,915
Deferred tax	**4,246**	4,141	5,512
Prepaid pension costs	**12,461**	11,542	11,132
Trade and other receivables	**10,070**	9,467	9,040
	238,181	229,055	219,447
Current assets:			
Inventories	**32,358**	28,295	30,250
Trade and other receivables	**70,972**	71,200	78,529
Cash and cash equivalents	**18,839**	17,282	19,256
	122,169	116,777	128,035
Total assets	**360,350**	345,832	347,482
Liabilities			
Non-current liabilities:			
Debt	**28,078**	28,383	31,092
Trade and other payables	**4,322**	4,250	5,415
Deferred tax	**16,107**	15,626	15,814
Retirement benefit obligations	**6,169**	6,026	5,988
Decommissioning and other provisions	**16,262**	15,805	15,442
	70,938	70,090	73,751
Current liabilities:			
Debt	**8,280**	4,597	8,268
Trade and other payables	**77,550**	75,361	80,357
Taxes payable	**14,869**	14,491	15,305
Retirement benefit obligations	**399**	403	374
Decommissioning and other provisions	**3,131**	2,814	3,224
	104,229	97,666	107,528
Total liabilities	**175,167**	167,756	181,279
Equity attributable to Royal Dutch Shell plc shareholders	**183,785**	176,637	164,601
Non-controlling interest	**1,398**	1,439	1,602
Total equity	**185,183**	178,076	166,203
Total liabilities and equity	**360,350**	345,832	347,482

Notes 1 to 6 are an integral part of these Condensed Consolidated Interim Financial Statements.

CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS

Quarters			$ million	Nine months	
Q3 2012	Q2 2012	Q3 2011		**2012**	2011
			Cash flow from operating activities		
7,239	4,068	7,033	**Income for the period**	**20,141**	24,717
			Adjustment for:		
5,385	5,892	5,746	- Current taxation	**16,756**	17,193
362	358	249	- Interest expense (net)	**1,219**	889
3,875	3,503	3,803	- Depreciation, depletion and amortisation	**10,780**	9,985
(428)	(1,193)	(347)	- Net gains on sale of assets	**(2,145)**	(3,335)
(2,209)	3,836	1,011	- Decrease/(increase) in net working capital	**2,397**	(5,783)
(2,367)	(1,514)	(2,041)	- Share of profit of equity-accounted investments	**(6,821)**	(6,504)
2,537	2,799	2,402	- Dividends received from equity-accounted investments	**7,918**	6,485
(75)	(70)	(204)	- Deferred taxation and decommissioning and other provisions	**826**	1,927
(205)	261	(540)	- Other	**(352)**	(399)
14,114	17,940	17,112	Net cash from operating activities (pre-tax)	**50,719**	45,175
(4,631)	(4,635)	(5,467)	Taxation paid	**(14,492)**	(14,869)
9,483	13,305	11,645	**Net cash from operating activities**	**36,227**	30,306
			Cash flow from investing activities		
(8,413)	(7,033)	(7,261)	Capital expenditure	**(21,902)**	(16,387)
(789)	(724)	(199)	Investments in equity-accounted investments	**(2,811)**	(1,571)
786	1,675	1,594	Proceeds from sales of assets	**4,833**	5,815
56	170	200	Proceeds from sales of equity-accounted investments	**283**	425
(26)	10	6	Proceeds from sales/(purchases) of securities (net)	**(56)**	7
47	45	75	Interest received	**140**	185
(8,339)	(5,857)	(5,585)	**Net cash used in investing activities**	**(19,513)**	(11,526)
			Cash flow from financing activities		
507	248	(365)	Net (decrease)/increase in debt with maturity period within three months	**302**	(2,883)
2,551	134	477	Other debt: New borrowings	**3,295**	1,244
(182)	(1,533)	(2,529)	Repayments	**(4,682)**	(4,064)
(352)	(339)	(173)	Interest paid	**(1,145)**	(1,195)
(10)	(2)	(3)	Change in non-controlling interest	**(2)**	(3)
			Cash dividends paid to:		
(1,973)	(2,112)	(1,865)	- Royal Dutch Shell plc shareholders	**(5,756)**	(5,189)
(164)	(78)	(175)	- Non-controlling interest	**(266)**	(374)
(149)	(890)	(817)	Repurchases of shares	**(1,039)**	(817)
(93)	(103)	10	Shares held in trust: net sales/(purchases) and dividends received	**9**	413
135	(4,675)	(5,440)	**Net cash used in financing activities**	**(9,284)**	(12,868)
278	(515)	(829)	Currency translation differences relating to cash and cash equivalents	**117**	(100)
1,557	2,258	(209)	**Increase in cash and cash equivalents**	**7,547**	5,812
17,282	15,024	19,465	**Cash and cash equivalents at beginning of period**	**11,292**	13,444
18,839	17,282	19,256	**Cash and cash equivalents at end of period**	**18,839**	19,256

Notes 1 to 6 are an integral part of these Condensed Consolidated Interim Financial Statements.

NOTES TO THE CONDENSED CONSOLIDATED INTERIM FINANCIAL STATEMENTS

1. Basis of preparation

These Condensed Consolidated Interim Financial Statements ("Interim Statements") of Royal Dutch Shell plc and its subsidiaries (collectively "Shell") are prepared in accordance with IAS 34 'Interim Financial Reporting' as adopted by the European Union and on the basis of the same accounting principles as, and should be read in conjunction with, the Annual Report and Form 20-F for the year ended December 31, 2011 (pages 105 to 110) as filed with the US Securities and Exchange Commission.

The financial information presented in the Interim Statements does not constitute statutory accounts within the meaning of section 434(3) of the Companies Act 2006. Statutory accounts for the year ended December 31, 2011 were published in Shell's Annual Report and a copy was delivered to the Registrar of Companies in England and Wales. The auditors' report on those accounts was unqualified, did not include a reference to any matters to which the auditors drew attention by way of emphasis without qualifying the report and did not contain a statement under sections 498(2) or (3) of the Companies Act 2006.

The Interim Statements are unaudited; however, in the opinion of management, the interim data includes all adjustments, consisting only of normal recurring adjustments, necessary for a fair statement of the results for the interim period.

Segment information

Segment earnings are presented on a current cost of supplies basis (CCS earnings). On this basis, the purchase price of volumes sold during the period is based on the current cost of supplies during the same period after making allowance for the tax effect. CCS earnings thus exclude the effect of changes in the oil price on inventory carrying amounts. Net capital investment information is presented as measured based on capital expenditure as reported in the Condensed Consolidated Statement of Cash Flows, adjusted for: proceeds from divestments; exploration expenses excluding exploration wells written off; investments in equity-accounted investments; and leases and other items.

CCS earnings and net capital investment information are the dominant measures used by the Chief Executive Officer for the purposes of making decisions about allocating resources and assessing performance.

2. Information by Business Segment

Quarters		$ million	Nine months	
Q3 2012	Q3 2011		**2012**	2011
		Third-party revenue		
10,028	10,888	Upstream	**32,066**	30,659
102,075	112,516	Downstream	**317,000**	323,907
15	8	Corporate	**40**	30
112,118	123,412	**Total third-party revenue**	**349,106**	354,596
		Inter-segment revenue		
12,338	12,929	Upstream	**38,337**	37,304
172	125	Downstream	**555**	545
-	-	Corporate	**-**	-
		Segment earnings		
4,590	6,071	Upstream	**15,984**	17,890
1,597	1,480	Downstream	**4,276**	4,533
15	(254)	Corporate	**(285)**	(14)
6,202	7,297	**Total segment earnings**	**19,975**	22,409

Quarters		$ million	Nine months	
Q3 2012	Q3 2011		**2012**	2011
6,202	7,297	**Total segment earnings**	**19,975**	22,409
		Current cost of supplies adjustment:		
1,130	(260)	Purchases	**160**	2,787
(294)	75	Taxation	**(51)**	(794)
201	(79)	Share of profit of equity-accounted investments	**57**	315
7,239	7,033	**Income for the period**	**20,141**	24,717

3. Share capital

Issued and fully paid

Number of shares	shares of €0.07 each Class A	Class B	Sterling deferred shares of £1 each
At January 1, 2012	3,668,550,437	2,661,403,172	50,000
Scrip dividends	69,588,598	-	-
Repurchases of shares	-	(30,728,970)	-
At September 30, 2012	**3,738,139,035**	**2,630,674,202**	**50,000**

Nominal value

$ million	Class A	Class B	Total
At January 1, 2012	312	224	536
Scrip dividends	6	-	6
Repurchases of shares	-	(2)	(2)
At September 30, 2012	**318**	**222**	**540**
The total nominal value of sterling deferred shares is less than $1 million.			

At Royal Dutch Shell plc's Annual General Meeting on May 22, 2012, the Board was authorised to allot ordinary shares in Royal Dutch Shell plc and grant rights to subscribe for or to convert any security into ordinary shares in Royal Dutch Shell plc up to an aggregate nominal amount of €147 million (representing 2,100 million ordinary shares of €0.07 each), and to list such shares or rights on any stock exchange. This authority expires at the earlier of August 22, 2013, and the conclusion of the Annual General Meeting to be held in 2013, unless previously renewed, revoked or varied in a General Meeting of Shareholders.

4. Other reserves

$ million	Merger reserve[1]	Share premium reserve[1]	Capital redemption reserve[2]	Share plan reserve	Accumulated other comprehensive income	**Total**
At January 1, 2012	3,432	154	60	1,571	3,767	**8,984**
Other comprehensive income attributable to Royal Dutch Shell plc shareholders	-	-	-	-	1,225	**1,225**
Scrip dividends	(6)	-	-	-	-	**(6)**
Repurchases of shares	-	-	2	-	-	**2**
Share-based compensation	-	-	-	243	-	**243**
At September 30, 2012	3,426	154	62	1,814	4,992	**10,448**
At January 1, 2011	3,442	154	57	1,483	4,958	**10,094**
Other comprehensive loss attributable to Royal Dutch Shell plc shareholders	-	-	-	-	(1,951)	**(1,951)**
Scrip dividends	(9)	-	-	-	-	**(9)**
Repurchases of shares	-	-	3	-	-	**3**
Share-based compensation	-	-	-	(230)	-	**(230)**
At September 30, 2011	3,433	154	60	1,253	3,007	**7,907**

[1] The merger reserve and share premium reserve were established as a consequence of Royal Dutch Shell plc becoming the single parent company of Royal Dutch Petroleum Company and of The "Shell" Transport and Trading Company plc, now The Shell Transport and Trading Company Limited, in 2005.
[2] The capital redemption reserve was established in connection with repurchases of shares of Royal Dutch Shell plc.

5. Impacts of accounting for derivatives

In the ordinary course of business Shell enters into contracts to supply or purchase oil and gas products, and also enters into derivative contracts to mitigate resulting economic exposures (generally price exposure). Derivative contracts are carried at period-end market price (fair value), with movements in fair value recognised in income for the period. Supply and purchase contracts entered into for operational purposes are, by contrast, recognised when the transaction occurs (see also below); furthermore, inventory is carried at historical cost or net realisable value, whichever is lower.

As a consequence, accounting mismatches occur because: (a) the supply or purchase transaction is recognised in a different period; or (b) the inventory is measured on a different basis.

In addition, certain UK gas contracts held by Upstream are, due to pricing or delivery conditions, deemed to contain embedded derivatives or written options and are also required to be carried at fair value even though they are entered into for operational purposes.

The accounting impacts of the aforementioned are reported as identified items in the quarterly results.

6. Return on average capital employed

Return on average capital employed measures the efficiency of Shell's utilisation of the capital that it employs and is a common measure of business performance. In this calculation, return on average capital employed is defined as the sum of income for the current and previous three quarters adjusted for after-tax interest expense as a percentage of the average capital employed for the same period. Capital employed consists of total equity, current debt and non-current debt. The tax rate is derived from calculations at the published segment level.

LIQUIDITY AND CAPITAL RESOURCES

Third quarter Net cash from operating activities in the third quarter 2012 was $9.5 billion compared with $11.6 billion for the same period last year.

Total current and non-current debt increased to $36.4 billion at September 30, 2012 from $33.0 billion at June 30, 2012 while cash and cash equivalents increased to $18.8 billion at September 30, 2012, from $17.3 billion at June 30, 2012. During the third quarter 2012 Shell issued $2.5 billion of debt under the US universal shelf registration. No new debt was issued under the euro medium-term note programme.

Net capital investment in the third quarter 2012 was $8.0 billion, of which $6.9 billion was in Upstream and $1.1 billion in Downstream. Net capital investment in the same period of 2011 was $6.1 billion, of which $5.9 billion was in Upstream and $0.2 billion in Downstream.

Dividends of $0.43 per share are announced on November 1, 2012 in respect of the third quarter. These dividends are payable on December 20, 2012. In the case of the Class B shares, the dividends will be payable through the dividend access mechanism and are expected to be treated as UK-source rather than Dutch-source. See the Annual Report and Form 20-F for the year ended December 31, 2011 for additional information on the dividend access mechanism.

Shell provides shareholders with a choice to receive dividends in cash or in shares via a Scrip Dividend Programme. Under the Scrip Dividend Programme shareholders can increase their shareholding in Shell by choosing to receive new shares instead of cash dividends. Only new Class A shares will be issued under the Programme, including to shareholders who currently hold Class B shares.

Nine months Net cash from operating activities in the first nine months of 2012 was $36.2 billion compared with $30.3 billion for the same period last year.

Total current and non-current debt decreased to $36.4 billion at September 30, 2012 from $37.2 billion at December 31, 2011 while cash and cash equivalents increased to $18.8 billion at September 30, 2012, from $11.3 billion at December 31, 2011. During the first nine months of 2012 Shell issued $2.5 billion of debt under the US universal shelf registration. No new debt was issued under the euro medium-term note programme.

Net capital investment in the first nine months of 2012 was $18.9 billion, of which $16.0 billion was in Upstream, $2.8 billion in Downstream and $0.1 billion in Corporate. Net capital investment in the same period of 2011 was $13.8 billion, of which $11.7 billion was in Upstream, $2.0 billion in Downstream and $0.1 billion in Corporate.

CAUTIONARY STATEMENT

All amounts shown throughout this Report are unaudited.

The companies in which Royal Dutch Shell plc directly and indirectly owns investments are separate entities. In this document "Shell", "Shell Group" and "Royal Dutch Shell" are sometimes used for convenience where references are made to Royal Dutch Shell plc and its subsidiaries in general. Likewise, the words "we", "us" and "our" are also used to refer to subsidiaries in general or to those who work for them. These expressions are also used where no useful purpose is served by identifying the particular company or companies. "Subsidiaries", "Shell subsidiaries" and "Shell companies" as used in this document refer to companies in which Royal Dutch Shell either directly or indirectly has control, by having either a majority of the voting rights or the right to exercise a controlling influence. The companies in which Shell has significant influence but not control are referred to as "associated companies" or "associates" and companies in which Shell has joint control are referred to as "jointly controlled entities". In this document, associates and jointly controlled entities are also referred to as "equity-accounted investments". The term "Shell interest" is used for convenience to indicate the direct and/or indirect (for example, through our 23 per cent shareholding in Woodside Petroleum Ltd.) ownership interest held by Shell in a venture, partnership or company, after exclusion of all third-party interest.

This document contains forward-looking statements concerning the financial condition, results of operations and businesses of Royal Dutch Shell. All statements other than statements of historical fact are, or may be deemed to be, forward-looking statements. Forward-looking statements are statements of future expectations that are based on management's current expectations and assumptions and involve known and unknown risks and uncertainties that could cause actual results, performance or events to differ materially from those expressed or implied in these statements. Forward-looking statements include, among other things, statements concerning the potential exposure of Shell and the Shell Group to market risks and statements expressing management's expectations, beliefs, estimates, forecasts, projections and assumptions. These forward-looking statements are identified by their use of terms and phrases such as "anticipate", "believe", "could", "estimate", "expect", "goals", "intend", "may", "objectives", "outlook", "plan", "probably", "project", "risks", "seek", "should", "target", "will" and similar terms and phrases. There are a number of factors that could affect the future operations of Shell and the Shell Group and could cause those results to differ materially from those expressed in the forward-looking statements included in this document, including (without limitation): (a) price fluctuations in crude oil and natural gas; (b) changes in demand for Shell's products; (c) currency fluctuations; (d) drilling and production results; (e) reserves estimates; (f) loss of market share and industry competition; (g) environmental and physical risks; (h) risks associated with the identification of suitable potential acquisition properties and targets, and successful negotiation and completion of such transactions; (i) the risk of doing business in developing countries and countries subject to international sanctions; (j) legislative, fiscal and regulatory developments including regulatory measures addressing climate change; (k) economic and financial market conditions in various countries and regions; (l) political risks, including the risks of expropriation and renegotiation of the terms of contracts with governmental entities, delays or advancements in the approval of projects and delays in the reimbursement for shared costs; and (m) changes in trading conditions. All forward-looking statements contained in this document are expressly qualified in their entirety by the cautionary statements contained or referred to in this section. Readers should not place undue reliance on forward-looking statements. Additional factors that may affect future results are contained in Shell's Annual Report and Form 20-F for the year ended December 31, 2011 (available at www.shell.com/investor and www.sec.gov). These factors also should be considered by the reader. Each forward-looking statement speaks only as of the date of this document, November 1, 2012. Neither Shell nor any of its subsidiaries nor the Shell Group undertake any obligation to publicly update or revise any forward-looking statement as a result of new information, future events or other information. In light of these risks, results could differ materially from those stated, implied or inferred from the forward-looking statements contained in this document.

We may have used certain terms, such as resources, in this report that United States Securities and Exchange Commission (SEC) strictly prohibits us from including in our filings with the SEC. U.S. Investors are urged to consider closely the disclosure in our Form 20-F, File No 1-32575, available on the SEC website www.sec.gov. You can also obtain these forms from the SEC by calling 1-800-SEC-0330.

November 1, 2012

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