

ROYAL DUTCH SHELL PLC
Registered Number: 04366849

UNAUDITED INTERIM ACCOUNTS
FOR THE 3 MONTH PERIOD ENDED 31 MARCH 2016

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COMPANIES HOUSE

These interim accounts are prepared only for the purposes of Sections 836 and 838 of the Companies Act 2006. They are abridged and unaudited.

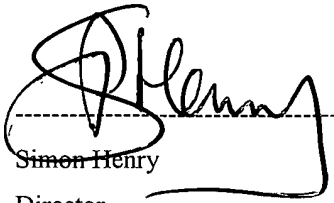
	Unaudited	Audited
	Period from	Year ended
	1 January	31 December 2015
	to 31 March 2016	31 December 2015
	\$ million	\$ million
STATEMENT OF INCOME		
Dividend income	6,157	8,167
Administrative expenses	(441)	(113)
Finance income	502	5
Finance expense	(16)	(2,029)
Income before taxation	<u>6,202</u>	<u>6,030</u>
Taxation	(9)	(1)
Income for the period	<u><u>6,193</u></u>	<u><u>6,029</u></u>

STATEMENT OF COMPREHENSIVE INCOME		
Income for the period	<u>6,193</u>	<u>6,029</u>
Comprehensive income for the period	<u><u>6,193</u></u>	<u><u>6,029</u></u>

STATEMENT OF RETAINED EARNINGS		
Opening balance of retained earnings	16,045	18,703
Comprehensive income for the period	6,193	6,029
Dividends paid	(3,734)	(11,972)
Scrip dividends	1,476	2,602
Repurchase of shares	-	1
Share-based compensation	503	682
Closing balance of retained earnings	<u><u>20,483</u></u>	<u><u>16,045</u></u>

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	Unaudited 31 March 2016 \$ million	Audited 31 December 2015 \$ million
BALANCE SHEET		
Non-current assets		
Investments in subsidiaries (Note 2)	256,294	203,066
Deferred tax	478	438
	256,772	203,504
Current assets		
Accounts receivable	3,506	19,006
Cash and cash equivalents	462	465
	3,968	19,471
Total assets	260,740	222,975
Non-current liabilities		
Accounts payable and accrued liabilities	105	245
	105	245
Current liabilities		
Accounts payable and accrued liabilities	4,252	4,465
	4,252	4,465
Total liabilities	4,357	4,710
Equity		
Ordinary share capital (Note 3)	671	546
Other reserves (Note 4)	235,229	201,674
Retained earnings	20,483	16,045
Total equity	256,383	218,265
Total liabilities and equity	260,740	222,975


 Simon Henry
 Director

4 May 2016

Notes to Financial Statements

1. Accounting policies and convention

The accounting policies of Royal Dutch Shell plc ('the Company') are explained in the relevant notes.

The interim accounts and notes on pages 1 to 5 herein have been prepared to support the proposed dividends on the Class A and B Ordinary shares in accordance with and for the purposes of sections 836 and 838 of the Companies Act 2006, for determining whether the proposed distribution would contravene the said Act, and also to support any share buybacks. They have been prepared on the basis of accounting policies which are in accordance with International Financial Reporting Standards ('IFRS'). These interim accounts are abridged and unaudited.

The accounts have been prepared under the historical cost convention except for certain items measured at fair value.

These interim accounts do not constitute statutory accounts within the meaning of sections 434(3) of the Companies Act 2006. Statutory accounts for the year ended 31 December 2015 were published in Shell's Annual Report and delivered to the Registrar of Companies in England and Wales. The auditor's report on those accounts was unqualified, did not include a reference to any matters to which the auditor drew attention by way of emphasis without qualifying the report, and did not contain any statement under sections 498(2) or (3) of the Companies Act 2006. No statutory accounts have been delivered to the Registrar of Companies in England and Wales in respect of the period covered by these interim accounts.

2. Investments in subsidiaries

Investments in subsidiaries are stated at cost, net of any impairment. The fair value of share-based compensation for equity-settled plans granted to employees of subsidiaries under the Company's plans is recognised as an investment in subsidiaries from the date of grant over the vesting period with a corresponding increase in equity. The change in the fair value of share-based compensation for cash-settled plans relating to employees of subsidiaries is recognised as an investment in subsidiaries with a corresponding change in liabilities. In the year of vesting of a plan, the costs for the actual deliveries are charged to the relevant employing subsidiaries. This is recognised as a realisation of the investment originally booked. If the actual vesting costs are higher than the cumulatively recognised share-based compensation charge, the difference is recognised in income.

On February 15, 2016, the Company acquired all the voting rights in BG Group plc (BG) by means of a Scheme of Arrangement under Part 26 of the Companies Act 2006 in exchange for cash of £13.1 billion (\$19.0 billion) and 218.7 million A shares and 1,305.1 million B shares issued, with a total fair value of \$34.1 billion. The fair value of the shares issued was calculated using the market price of the Company's A and B shares of 1,545.0 and 1,538.5 pence respectively on the London Stock Exchange at its opening of business on February 15, 2016. This acquisition of \$53.1 billion is included within the Company's investment balance as at March 31, 2016.

3. Ordinary share capital

At 31 March 2016 the issued share capital of the Company was:

	Nominal value original currency	Nominal value \$ million
4,275,353,925 (31 December 2015: 3,990,921,569) Class A shares of €0.07 each	€299,274,775	363
3,745,486,731 (31 December 2015: 2,440,410,614) Class B shares of €0.07 each	€262,184,071	308
50,000 (31 December 2015: 50,000) Sterling deferred shares of £1 each	£50,000	-
Total		<u>671</u>

Royal Dutch Shell plc

Company Number 04366849

4. Other reserves

Other reserves consist of:

- Merger reserve, which was established as a consequence of the Company becoming the single parent company of Royal Dutch and Shell Transport, and represented the difference between the cost of the investment in those companies and the nominal value of shares issued in exchange for those investments as required by the prevailing legislation at that time, section 131 of the Companies Act 1985.
- A second merger reserve, which was established as a consequence of the Company acquiring BG on 15 February, 2016 (see Note 2), and represented the difference between the fair value of shares issued in exchange for this investment and the nominal value of the shares as required by the prevailing legislation at that time, section 612 of the Companies Act 2006.
- Capital redemption reserve, which was established in connection with repurchases of shares of the Company.
- Share plan reserve, which represents the fair value of share-based compensation under the Company's equity-settled plans currently in issue.
- Share premium reserve, which represents the difference between the carrying value of loan notes converted to 4,827,974 Class A shares on 6 January 2006, and the nominal value of those shares.