



**Certificate of Approval of a Prospectus
pursuant to The Prospectus Regulations 2005**

To:

**FINANZMARKTAUFSICHT (FMA) - FINANCIAL MARKET AUTHORITY (AUSTRIA)
COMMISSION BANCAIRE, FINANCIERE ET DES ASSURANCES (BELGIUM)
BUNDESANSTALT FUR FINANZDIENSTLEISTUNGSAUFIGHT (BAFIN) (GERMANY)
COMMISSION DE SURVEILLANCE DU SECTEUR FINANCIER (LUXEMBOURG)
AUTORITEIT FINANCIERE MARKTEN (AFM) (THE NETHERLANDS)**

From:

**The Financial Services Authority
25 The North Colonnade, Canary Wharf, London E14 5HS, United Kingdom**

We hereby certify that the Base Prospectus detailed below has been drawn up in accordance with Directive 2003/71/EC or national law transposing the Directive and was approved by the FSA on 28th June 2011.

Name of Issuer: 1. SHELL INTERNATIONAL FINANCE B.V.
2. ROYAL DUTCH SHELL PLC

Registered Office/Seat: 1. The Netherlands
2. England

Type of Securities: U.S.\$25,000,000,000 DEBT SECURITIES PROGRAMME

Guarantor (if any): ROYAL DUTCH SHELL PLC

Annexes: IV, V, VI & XII

We have authorised, in accordance with Article 8 of Directive 2003/71/EC or national law transposing Directive 2003/71/EC, the omission of the information on the following grounds: **No omission**

Attachments:

- 1. Base Prospectus dated 28th June 2011**
- 2. German translation of the Summary**
- 3. Dutch translation of the Summary**
- 4. French translation of the Summary**

Financial Services Authority
UK Listing Authority
Document approved

Date: 29 June 2011

Signed: 1. 

Signed: 2. _____