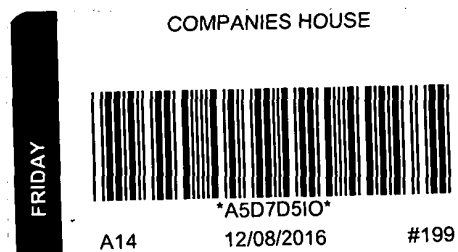


SHELL VENTURES NEW ZEALAND LIMITED

**DIRECTORS' REPORT
AND ACCOUNTS
FOR THE YEAR ENDED 31 DECEMBER 2015**

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SHELL VENTURES NEW ZEALAND LIMITED

STRATEGIC REPORT

The Directors present their strategic report on Shell Ventures New Zealand Limited (also referred to as the "Company") for the year ended 31 December 2015.

The Company is one of the entities within the "Shell Group". In this context the term "Shell Group" and "Companies of the Shell Group" or "Group companies" means companies in which Royal Dutch Shell plc, either directly or indirectly, has control either through a majority of the voting rights or the right to exercise a controlling influence or to obtain the majority of the benefits and be exposed to the majority of the risks. Companies in which Group companies have significant influence but not control are classified as "Associated companies." Royal Dutch Shell plc, a company incorporated in England and Wales, is known as the "Parent Company" of the Shell Group. In this Report "Shell", "Shell Group" and "Royal Dutch Shell" are sometimes used for convenience where references are made to Royal Dutch Shell and its subsidiaries in general. These expressions are also used where no useful purpose is served by identifying the particular company or companies.

BUSINESS REVIEW

The principal activities of Shell Ventures New Zealand Limited are to act as a holding and financing company to other companies of the Shell Group. The Company will continue with these activities for the foreseeable future.

The Company's profit for the financial year decreased from NZ \$ 302,863,000 as at 31 December 2014 to NZ \$ 1,764,000 as at 31 December 2015. The decrease in profit is largely attributable to no dividend being received from a subsidiary undertaking during 2015 (2014: NZ \$ 300,000,000).

The Directors consider that the year-end financial position of the Company was satisfactory.

The shareholders of the Company approved the transition of the financial statements to a new reporting framework, Financial Reporting Standard 101. This has resulted in the adoption of International Financial Reporting Standards ("IFRS") with a reduced level of disclosure, with disclosure exemptions taken on the basis of equivalent disclosures in Royal Dutch Shell Plc's Annual Report and Form 20-F.

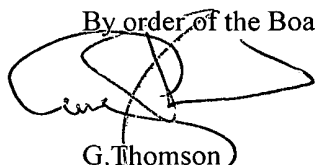
Principal risks and uncertainties

The Shell Group has a single risk based control framework – The Shell Control Framework – to identify and manage risks. The Shell Control Framework applies to all wholly owned Shell companies and to those ventures and other companies in which Royal Dutch Shell has directly or indirectly a controlling interest. From the perspective of the Company, the principal risks and uncertainties affecting the Company are considered to be those that affect the Shell group. Accordingly, the principal risks and uncertainties of the Shell Group, which are discussed on pages 8 to 12 of Royal Dutch Shell's Annual Report and Form 20-F for the year ended 31 December 2015 (the "Group Report"), include those of the Company. (The Group Report does not form part of this report).

Key performance indicators

Companies of the Shell Group comprise the Upstream businesses of Exploration and Production, Gas and Power and Oil Sands and the Downstream businesses of Oil Products and Chemicals. The Company's key performance indicators, that give an understanding of the development, performance and position of the business, are aligned with those of the Shell Group. The development, performance and position of the various businesses is discussed on pages 23 to 48 of the Group Report and the key performance indicators through which the Group's performance is measured are as set out on pages 20 to 21 of the Group Report.

By order of the Board



G. Thomson
Authorised Signatory for
Shell Corporate Secretary Limited
Company Secretary
15th July, 2016

SHELL VENTURES NEW ZEALAND LIMITED

DIRECTORS' REPORT

The Directors present their report and audited accounts for the year ended 31 December 2015.

The Directors' Report and audited accounts of the Company have been prepared in accordance with the Companies Act 2006.

Dividends

Interim dividend of NZ \$ 300,000,000 were paid in the year (2014: NZ \$ 217,000,000). The Directors recommend that no further dividend be paid for the year ended 31 December 2015 (2014: NZ \$ nil).

Future Outlook

The Company expects to continue to hold its investments and there are no immediate plans to liquidate the Company. The Directors believe that the balances held will be realised at their reported carrying value in the normal course of business and so the accounts continue to be prepared on a going concern basis.

DIRECTORS

The Directors of the Company who served throughout the year and to the date of this report (except as noted) were:

A. Enever

J. R. Crossman

N. W. Mead

FINANCIAL RISK MANAGEMENT

The Company's Directors are required to follow the requirements of Shell Group risk management policies, which include specific guidelines on the management of market, credit and liquidity risk, and advice on the use of financial instruments to manage them. Shell Group risk management policies can be found in the Group Report (see pages 74 to 75 and note 19).

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Directors' Report, Strategic Report and the Company's accounts in accordance with applicable law and regulations.

Company law requires the Directors to prepare accounts for each financial year. Under that law the Directors have elected to prepare the Company's accounts in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law) including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law, the Directors must not approve the accounts unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these accounts, the Directors are required to:

- Select suitable accounting policies and then apply them consistently;
- Make judgements and estimates that are reasonable and prudent;
- State whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the accounts; and
- Prepare the accounts on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

SHELL VENTURES NEW ZEALAND LIMITED

DIRECTORS' REPORT (continued)

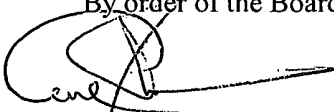
STATEMENT OF DIRECTORS' RESPONSIBILITIES (continued)

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the accounts comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

DISCLOSURE OF INFORMATION TO AUDITORS

All Directors in office at the date of approval of the Directors' report confirm that in so far as each of the Directors is aware, there is no relevant audit information (meaning information needed by the Company's auditors in connection with preparing their report) that has not been disclosed to the Company's auditors. Each of the Directors believes that he or she has taken all steps that ought to have been taken to make himself or herself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

By order of the Board

A handwritten signature in black ink, appearing to be 'G. Thomson', written over a circular stamp.

G. Thomson
Authorised Signatory for
Shell Corporate Secretary Limited
Company Secretary
15th July, 2016

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SHELL VENTURES NEW ZEALAND LIMITED

Report on the financial statements

Our opinion

In our opinion, Shell Ventures New Zealand Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the Company's affairs as at 31 December 2015 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

Shell Venture New Zealand Limited's financial statements comprise:

- the Balance Sheet as at 31 December 2015;
- the Profit and Loss Account for the year then ended;
- the statement of changes in Equity; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) including FRS 101 "Reduced Disclosure Framework".

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on matter prescribed by the Companies Act 2006

In our opinion, the information given in the Strategic Report and the Directors' Report for the financial year for which the financial statements are prepared is consistent with the Financial Statements.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns;

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report if, in our opinion, certain disclosures of directors' remuneration specified by law are not been made. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' Responsibilities set out on pages 2 and 3, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF SHELL VENTURES NEW ZEALAND LIMITED (continued)

What an audit of financial statements involves

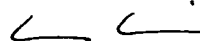
We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the Company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Directors' Report and Accounts to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Lorraine Quinn (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Glasgow

19 July 2016

SHELL VENTURES NEW ZEALAND LIMITED
PROFIT AND LOSS ACCOUNT
For the period ended 31 December 2015

Continuing operations

	Note	2015 NZ \$000	2014 NZ \$000
Income from shares in subsidiary undertakings		-	300,000
RESULT/PROFIT ON ORDINARY ACTIVITIES BEFORE INTEREST AND TAXATION		-	300,000
Interest receivable and similar income	3	2,387	3,645
Interest payable and similar charges	4	(146)	-
PROFIT ON ORDINARY ACTIVITIES BEFORE TAXATION	5	2,241	303,645
Tax on profit on ordinary activities	6	(477)	(782)
PROFIT FOR THE YEAR		1,764	302,863

There is no material difference between the profit on ordinary activities before taxation and the profit for the year stated above and their historical cost equivalents.

The profit for the current year and the profit for the prior year are equal to the total comprehensive income and accordingly a statement of comprehensive income has not been presented.

SHELL VENTURES NEW ZEALAND LIMITED
REGISTERED IN ENGLAND AND WALES: 5653928
BALANCE SHEET
As at 31 December 2015

	Note	2015 NZ \$000	2014 NZ \$000
FIXED ASSETS			
Investments	7	8,000	8,000
CURRENT ASSETS			
Debtors	8	8,797	306,239
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR	9	(2,170)	(1,376)
NET CURRENT ASSETS		<u>6,627</u>	<u>304,863</u>
TOTAL ASSETS LESS CURRENT LIABILITIES		<u>14,627</u>	<u>312,863</u>
EQUITY			
Called up share capital	10	1	1
Profit and loss account		<u>14,626</u>	<u>312,862</u>
TOTAL EQUITY		<u>14,627</u>	<u>312,863</u>

The accounts on pages 6 to 17 were approved by the Board of Directors on 15th July, 2016 and were signed on its behalf by:


A. Enever
 Director

SHELL VENTURES NEW ZEALAND LIMITED

STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2015

	Note	Called - up Share Capital NZ \$000	Profit and loss account NZ \$000	Total NZ \$000
Balance as at 1 January 2014		1	226,999	227,000
Profit for the year		-	302,863	302,863
Dividends paid	11	-	(217,000)	(217,000)
Balance as at 31 December 2014		1	312,862	312,863
Balance as at 1 January 2015		1	312,862	312,863
Profit for the year		-	1,764	1,764
Dividends paid	11	-	(300,000)	(300,000)
Balance as at 31 December 2015		1	14,626	14,627

SHELL VENTURES NEW ZEALAND LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2015

General company information

The Company is a limited company, which is incorporated in the England and Wales. The registered office is

Shell Centre
London SE1 7NA
United Kingdom

1. Summary of significant accounting policies

a) Basis of preparation

The financial statements have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' ("FRS 101"), which involves the application of International Financial Reporting Standards ("IFRS") with a reduced level of disclosure. The financial statements have been prepared under the historical cost convention in accordance with the Companies Act 2006.

As applied to the Company, there are no material differences between EU endorsed IFRS and IFRS as issued by the International Accounting Standards Board.

This represents the Company's first application of IFRS and the accounting policies are set out in note 1. These policies have been applied to all periods presented.

IFRS 1 'First-time Adoption of International Financial Reporting Standards' requires an entity to develop accounting policies based on the standards and related interpretations effective at the reporting date of its first annual IFRS financial statements, being 31 December 2015. IFRS 1 also requires that those policies be applied as of the transition date to IFRS (1 January 2014) and throughout all the periods presented in the first IFRS financial statements. In regards to recognition and measurement, there are no material differences between IFRS financial statements and those prepared under FRS 101.

The financial statements of the Company for 2014 were prepared in accordance with UK Generally Accepted Accounting Principles ("UK GAAP"); accounting policies were set out in note 1 to those financial statements. UK GAAP differs in certain respects to FRS 101. There is no effect of transition from UK GAAP to FRS 101 and no reconciliation of Equity and Total Comprehensive Income have been disclosed.

As part of the Company's adoption of FRS 101, no elections have been made under IFRS 1.

The accounting policies have been consistently applied. There have been no changes in accounting policies in 2015.

The following exemptions from the requirements of IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- IFRS 7, 'Financial Instruments: Disclosures'
- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities)

SHELL VENTURES NEW ZEALAND LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2015

1. Summary of significant accounting policies

a) Basis of preparation (continued)

- Paragraph 38 of IAS 1, 'Presentation of financial statements' comparative information requirements in respect of:
 - paragraph 79(a)(iv) of IAS 1 'Presentation of financial statements';
- The following paragraphs of IAS 1, 'Presentation of financial statements':
 - (i) 10(d), (statement of cash flows);
 - (ii) 10(f) (a balance sheet as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements);
 - (iii) 16 (statement of compliance with all IFRS);
 - (iv) 38A (requirement for minimum of two primary statements, including cashflow statements);
 - (v) 38B-D (additional comparative information);
 - (vi) 40A-D (requirements for a third balance sheet);
 - (vii) 111 (cash flow statement information); and
 - (viii) 134-136 (capital management disclosures)
- IAS 7, 'Statement of cash flows'
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation)
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more wholly owned members of a group.

b) Consolidation

Group accounts of the Company and its subsidiary undertakings and its participating undertakings have not been prepared. The Company is exempt from the requirement to prepare group accounts under the provisions of Section 400 of the Companies Act 2006. The accounts present information about the Company as an individual undertaking and not about its group.

The immediate parent company is The Shell Petroleum Company Limited.

The ultimate parent company and controlling party is Royal Dutch Shell plc, which is incorporated in England and Wales. Royal Dutch Shell plc is the parent undertaking of the smallest and largest group to consolidate these accounts.

The consolidated accounts of Royal Dutch Shell plc are available from:

Royal Dutch Shell plc
Tel: +31 888 800 844
email : order@shell.com

c) Income from shares in subsidiary and participating undertakings

Income from shares in subsidiary and participating undertakings represents dividends relating to the current year and prior periods, provided that the dividends have been approved by the Company.

SHELL VENTURES NEW ZEALAND LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2015

1. Summary of significant accounting policies (continued)

d) Taxation

(i) Corporation Tax

The Company records a tax charge or credit in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity which is calculated at the tax rate prevailing in the year for tax payable to HM Revenue and Customs, or for group relief to surrender to or to be received from other Group undertakings, and for which payment may be requested.

e) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The financial statements are presented in 'NZ Dollars' (NZ \$), which is also the Company's functional currency.

(ii) Transaction and balances

Income and expense items denominated in foreign currencies are translated into NZ Dollars at the rate ruling on their transaction date.

Monetary assets and liabilities recorded in foreign currencies have been expressed in NZ Dollars at the rates of exchange ruling at the year end. Differences on translation are included in the profit and loss account. Non-monetary assets and liabilities denominated in a foreign currency are translated using exchange rates at the date of the transaction. No subsequent translations are made once this has occurred.

Foreign currency amounts have been translated at 1NZ \$ = £ 0.4621 (2014: 1NZ \$ = £0.5033) being the relevant exchange rate prevailing at the balance sheet date.

f) Financial assets

(i) Classification

The Company classifies its financial assets as loans and receivables. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition.

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. The company's loans and receivables comprise trade, contractual loans and cash on the balance sheet.

SHELL VENTURES NEW ZEALAND LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2015

1. Summary of significant accounting policies (continued)

(ii) Recognition and measurement

Loans and trade and other receivables are initially recognised at fair value based on amounts exchange and are subsequently carried at amortised cost using the effective interest method, less any provision for impairment. Loans and trade and other receivables are derecognised when the rights to receive cash flows from the investments have expired or have been transferred and the company has transferred substantially all risks and rewards of ownership.

g) Financial liabilities

(i) Classification

The Company classifies its financial liabilities at amortised cost. The classification depends on the nature of underlying liabilities with management determining the classification of its financial assets at initial recognition.

(ii) Recognition and measurement

Financial liabilities are initially recognised at fair value, and then subsequently at amortised cost using the effective interest rate method.

h) Investment in subsidiaries and participating undertakings

These comprise investments in shares that the Company intends to hold on a continuing basis. The investments in subsidiaries are stated at cost, less provisions for impairment. The Company carries out a review for the potential impairment of an investment if events or changes in circumstances indicate that the carrying amount of the investment may not be recoverable. Such impairment reviews are performed in accordance with IAS 36. Any impairments are recorded in the profit and loss account.

i) Netting-off policy

Balances with other companies of the Shell Group are stated gross, unless both of the following conditions are met:

- (i) Currently there is a legally enforceable right to set off the recognised amounts; and
- (ii) There is intent either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

j) Interest income

Interest income is recognised using the effective interest method. When a loan or receivable is impaired, the company reduces the carrying amount to its recoverable amount, being the estimated future cash flow discounted at the original effective interest rate of the instrument, and continues unwinding the discount as interest income. Interest income on impaired loan and receivables is recognised using the original effective interest rate.

k) Related party disclosures

In accordance with the exemption allowed by FRS 101, no disclosure is made of transactions with wholly owned companies of the Shell Group.

SHELL VENTURES NEW ZEALAND LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2015

2. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

a) Impairment of investments

For the purposes of determining whether impairment of investments has occurred, and the extent of any impairment or its reversal, management review a range of measures relating to the underlying entity's performance, including the net present value of future cash flows. In assessing these measures, management make a number of assumptions relating (but not restricted) to future oil and gas prices, expected production volumes and refining margins appropriate to the local circumstances and environment. These assumptions and the judgements of management that are based on them are subject to change as new information becomes available. Changes in economic conditions can also affect the rate used to discount future cash flow estimates.

3. Interest receivable and similar income

	2015 NZ \$000	2014 NZ \$000
Interest from Group undertakings:		
Fellow subsidiary undertakings	2,387	3,633
Profit on currency translation	-	12
	<u>2,387</u>	<u>3,645</u>

4. Interest payable and similar charges

	2015 NZ \$000	2014 NZ \$000
Loss on currency translation	<u>146</u>	<u>-</u>

SHELL VENTURES NEW ZEALAND LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2015

5. Profit on ordinary activities before taxation

Operating profit is stated after charging / (crediting) the following:

	2015	2014
	NZ \$000	NZ \$000
Currency Translation:		
Financing	146	(12)

The Auditors' remuneration of NZ \$ 35,413 (2014: NZ \$ 40,205) in respect of the statutory audit performed in the UK were borne by the immediate parent company for both the current and preceding years.

Fees paid to PricewaterhouseCoopers LLP and its associates for non-audit services to the Company itself are not disclosed in the individual accounts of Shell Ventures New Zealand Limited because Royal Dutch Shell plc consolidated accounts are required to disclose such fees on a consolidated basis.

None of the directors received any emoluments (2014: nil) in respect of their services to the Company.

The Company had no employees during 2015 (2014: None).

6. Tax on profit on ordinary activities

b) Tax charge included in profit

The tax charge for the year of NZ \$ 477,000 (2014: NZ \$ 782,000) is made up as follows:

	2015	2014
	NZ \$000	NZ \$000
Current tax:		
UK corporation tax charge on results for the period	477	782
Total tax on profit on ordinary activities	477	782

SHELL VENTURES NEW ZEALAND LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2015

6. Tax on profit on ordinary activities (continued)

c) Reconciliation of total tax charge

The tax assessed for the year differs from the standard effective rate of corporation tax in the UK of 20.25% (2014: 21.5%). The differences are explained below:

	2015 NZ \$000	2014 NZ \$000
Profit on ordinary activities before taxation	(2,241)	(303,645)
Tax on profit on ordinary activities at standard UK corporation tax rate of 20.25% (2014: 21.5%)	454	65,284
Effects of:		
Income not assessable	-	(64,500)
Expenses not deductible	23	(2)
Total tax on profit on ordinary activities	<u>477</u>	<u>782</u>

d) Factors affecting current and future tax charges

Reductions of the UK corporation tax rate to 21% effective from 1 April 2014, and to 20% effective from 1 April 2015 were introduced by the Finance Act 2013 and enacted on 17 July 2013.

UK Finance (No 2) Act 2015 which introduced further reductions in the UK corporation tax rate to 19% effective from 1 April 2017 and to 18% effective from 1 April 2020 was enacted on 18 November 2015.

7. Investments

**Subsidiary
Undertakings
Shares
NZ \$000**

Cost and net book value

Balance at 1 January and 31 December 2015	<u>8,000</u>
-------------------------------------------	--------------

The investment relates to a holding of ordinary shares in Shell Investments NZ Limited, a company engaged in oil and gas exploration and production in New Zealand.

The Directors believe that the carrying value of the investment is supported by its underlying net assets.

SHELL VENTURES NEW ZEALAND LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2015

7. Investments (continued)

The subsidiary undertaking at 31 December 2015 was as follows:

	Country of incorporation	Class of share	Principal activity	% of shares held directly	Number of Shares
Shell Investments NZ Limited	New Zealand	Ordinary	Exploration and production	100%	1,265,000,000

List of investments

A list of the Company's subsidiary undertakings as at 31 December 2015 is included in note 12.

8. Debtors

2015 Within 1 Year NZ \$000	2014 Within 1 Year NZ \$000
------------------------------------------------	------------------------------------------------

Amounts owed by Group undertakings:

Fellow subsidiary undertakings	<u>8,797</u>	<u>306,239</u>
--------------------------------	--------------	----------------

Due from group companies includes interest bearing current account balance of NZ \$ 8,423,000 (2014: NZ \$ 306,073,000) with Shell Treasury Centre East pte at an effective average interest rate of 3.26%.

The balance amounts owed by group undertakings are unsecured, interest free and repayable on demand.

9. Creditors: amounts falling due within one year

2015 NZ \$000	2014 NZ \$000
--------------------------	--------------------------

Amounts owed to Group undertakings:

Fellow subsidiary undertakings	201	-
Tax and social security	<u>1,969</u>	<u>1,376</u>
	<u>2,170</u>	<u>1,376</u>

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

SHELL VENTURES NEW ZEALAND LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2015

10. Called up share capital

	2015 NZ \$000	2014 NZ \$000
Authorised		
61,090,786 (2014: 61,090,786) ordinary shares of NZ \$ 1 each	61,091	61,091
Allotted and fully paid		
1,000 (2014: 1,000) ordinary shares of NZ \$ 1 each	1	1

11. Dividends

An interim dividend of NZ \$ 300,000 per share totaling NZ \$ 300,000,000 was paid during the year (2014: NZ \$ 217,000,000). The Directors recommend that no further dividend be paid for the year ended 31 December 2015 (2014: NZ \$ nil).

12. List of Investments

Subsidiary undertakings

The subsidiary undertakings at 31 December 2015 were as follows:

	Country of Incorporation	% of ordinary shares held
Energy Finance NZ Limited *	New Zealand	100%
Energy Holdings Offshore Limited *	New Zealand	100%
Energy Infrastructure Limited *	New Zealand	100%
Energy Petroleum Holdings Limited *	New Zealand	100%
Energy Petroleum Investments Limited *	New Zealand	100%
Energy Petroleum Taranaki Limited *	New Zealand	100%
Maui Development Limited *	New Zealand	84%
Shell (Petroleum Mining) Company Limited *	New Zealand	100%
Shell Energy Asia Limited *	New Zealand	100%
Shell Exploration NZ Limited *	New Zealand	100%
Shell GSB Limited *	New Zealand	100%
Shell Investments NZ Limited	New Zealand	100%
Shell New Zealand (2011) Limited *	New Zealand	100%
Shell New Zealand Pensions Limited *	New Zealand	100%
Southern Petroleum No Liability *	New Zealand	100%
Taranaki Offshore Petroleum Company of NZ *	New Zealand	100%

* These subsidiaries are indirectly held by the Company.