

Registered in England and Wales: Company No. 00289003

SHELL CORPORATE SECRETARY LIMITED

**ANNUAL REPORT
AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2018**

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SHELL CORPORATE SECRETARY LIMITED STRATEGIC REPORT

The Directors present their strategic report on Shell Corporate Secretary Limited (also referred to as the “Company”) for the year ended 31 December 2018.

BUSINESS REVIEW

The Company acts as a Corporate Secretary for many companies in the Shell Group.

The Company has carried on no business activity during the year and accordingly there is no Profit and Loss Account for the year.

During the financial year the Company has not traded and is therefore dormant within the meaning of Section 480 of the Companies Act 2006.

**SHELL CORPORATE SECRETARY LIMITED
DIRECTORS' REPORT**

The Directors present their report and the financial statements for the year ended 31 December 2018.

The Directors' report and financial statements of the Company have been prepared in accordance with the Companies Act 2006.

DIVIDENDS

The Directors recommend that no dividend be paid for the year ended 31 December 2018 (2017: £nil).

FUTURE OUTLOOK

No significant change in the business of the Company has taken place during the year or is expected in the immediately foreseeable future.

DIRECTORS

The Directors of the Company who served throughout the year and to the date of this report were:

M.J. Ashworth
Shell Corporate Director Limited

SHELL CORPORATE SECRETARY LIMITED
DIRECTORS' REPORT (continued)

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Directors are responsible for preparing the Strategic report, Directors' report and the Company's financial statements in accordance with applicable laws and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework' ('FRS 101'). Under company law the Directors must not approve the financial statements 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 financial statements, 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 United Kingdom Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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 financial statements 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.

25 June 2019

Approved by the Board on and signed on its behalf by:

Gary Thomson

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G. Thomson
Company Secretary

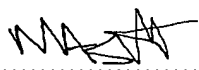
SHELL CORPORATE SECRETARY LIMITED
REGISTERED IN ENGLAND AND WALES: 00289003
BALANCE SHEET
As at 31 December 2018

	Note	2018 £	2017 £
CURRENT ASSETS			
Debtors	2	100,000	100,000
NET ASSETS		<u>100,000</u>	<u>100,000</u>
EQUITY			
Called up share capital	3	100,000	100,000
TOTAL EQUITY		<u>100,000</u>	<u>100,000</u>

The Notes on pages 5 to 7 form part of these financial statements.

- (a) For the year ended 31 December 2018 the Company is exempt from the requirements relating to preparing audited financial statements in accordance with Section 480 of the Companies Act 2006.
- (b) The member has not required the Company to obtain an audit of its financial statements for the year ended 31 December 2018 in accordance with Section 476 of the Companies Act 2006.
- (c) The Directors acknowledge their responsibility for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

The financial statements were approved by the Board of Directors on 25 June 2019 and were signed on its behalf by:



 M.J. Ashworth
 Director

SHELL CORPORATE SECRETARY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the year ended 31 December 2018

General company information

The Company is a private limited company limited by share capital incorporated in England and Wales. The address of its 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, except for certain items measured at fair value, and 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.

New standards applied

The adoption of IFRS 9 and IFRS 15 has had no material impact on the Company's retained earnings or balance sheet as at 1 January 2018.

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)
- 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 cash flow 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 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective)
- 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.

SHELL CORPORATE SECRETARY LIMITED
NOTES TO THE FINANCIAL STATEMENTS (continued)
For the year ended 31 December 2018

1. Summary of significant accounting policies (continued)

b) Consolidation

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 financial statements.

The consolidated financial statements of Royal Dutch Shell plc are available from:

Royal Dutch Shell plc
Tel: +31 888 800 844
Email : order@shell.com
Registered office: Shell Centre, London SE1 7NA

c) Financial Instruments

Financial Assets

All financial assets are measured at amortised cost. Financial assets at amortised cost are initially recognised at fair value plus or minus transaction costs that are directly attributable to the acquisition or issue of the financial asset. Subsequently the financial asset is measured using the effective interest method less any impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

2. Debtors

	2018 Within 1 Year £	2017 Within 1 Year £
Amount owed by Parent undertaking	<u>100,000</u>	<u>100,000</u>

3. Called up share capital

	2018 £	2017 £
Authorised		
100,000 (2017: 100,000) ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>
Allotted and fully paid		
100,000 (2017: 100,000) ordinary shares of £1 each	<u>100,000</u>	<u>100,000</u>

SHELL CORPORATE SECRETARY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (continued)

For the year ended 31 December 2018

4. Profit and loss account

During the year the Company has not traded, received no income and incurred no expenditure and made neither a profit nor a loss. Consequently no Profit and Loss Account has been presented. In the year, the Company had no other recognised gains or losses.

None of the Directors received any emoluments in 2018 (2017: none) in respect of their services to the Company.

The Company had no employees during 2018 (2017: none).