

THE ASIATIC PETROLEUM COMPANY LIMITED

DIRECTORS' REPORT

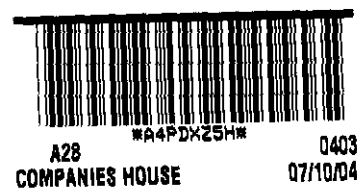
AND ACCOUNTS

2003

CONTENTS

DIRECTORS' REPORT	1
BALANCE SHEET	3
NOTES TO THE ACCOUNTS	4

Registered in England & Wales: 403645



THE ASIATIC PETROLEUM COMPANY LIMITED
DIRECTORS' REPORT

The Directors submit their annual report and audited accounts for the year ended 31 December 2003.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The Company has carried on no business activity during the year and accordingly there is no Profit and Loss Account to lay before the Members.

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

The Directors recommend that no dividend be paid for the year ended 31 December 2003 (2002: £nil).

DIRECTORS

The Directors of the Company during the year ended 31 December 2003 were as follows:

Shell Corporate Director Ltd

DIRECTORS' INTERESTS

According to the Register recording such interests, no Director who was in office on 31 December 2003 had any such shareholdings or debenture-holding interests in the above-named undertaking or in any other undertaking requiring disclosure under the Companies Act 1985.

Directors' interests in shares, pursuant to the Companies Act 1985, are set out in Note 2 to the accounts.

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Companies Act 1985 requires the Directors to prepare accounts for each financial year which 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 those 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 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.

The Directors are responsible for keeping proper accounting records which 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 1985. 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.

THE ASIATIC PETROLEUM COMPANY LIMITED

DIRECTORS' REPORT (Continued)

ELECTIVE REGIME

The Company has passed an Elective Resolution in accordance with the Companies Act 1985 to dispense with the holding of annual general meetings, and the laying of accounts and reports before general meeting. However, pursuant to Section 253(2) of the Companies Act 1985, any Member of the Company may require the accounts and reports to be laid before a general meeting by depositing a notice to that effect at the registered office of the Company not later than 28 days after the despatch of the accounts and reports to the Members.

By order of the Board



C. Bushay
Authorised Signatory
For Shell Corporate Secretary Limited
Secretary
04 / 10 / 2004

THE ASIATIC PETROLEUM COMPANY LIMITED

BALANCE SHEET

At 31 December 2003

	Note	2003 £	2002 £
CURRENT ASSETS			
Debtors	3	100	100
NET CURRENT ASSETS		<u>100</u>	<u>100</u>
CAPITAL AND RESERVES			
Called up share capital	4	100	100
EQUITY SHAREHOLDERS' FUNDS		<u>100</u>	<u>100</u>

For the year ended 31 December 2003 the Company was entitled to exemption under Section 249AA(1) of the Companies act 1985.

Members have not required the Company to obtain an audit in accordance with Section 249B(2) of the Companies Act 1985.

The Director(s) acknowledge(s) responsibility for:

- a) ensuring the Company keeps accounting records which comply with Section 221; and
- b) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of the financial year, and profit and loss for the financial year, in accordance with the requirements of Section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

The notes on pages 4 and 5 form part of these accounts.

The accounts were approved by the Board of Directors on 4/10/2004 and were signed on its behalf by:



K. A. Dean
 Authorised Signatory
 For Shell Corporate Director Ltd
 Director

THE ASIATIC PETROLEUM COMPANY LIMITED

NOTES TO THE ACCOUNTS

For the year ended 31 December 2003

1. Accounting policies

a) Accounting convention and compliance with Accounting Standards

The accounts have been prepared under the historical cost convention and in accordance with the Companies Act 1985 and applicable Accounting Standards, in the United Kingdom and the accounting policies as described below.

b) Group accounts

The Company is a wholly-owned subsidiary undertaking of The Shell Petroleum Company Limited.

The ultimate parent company is N.V. Koninklijke Nederlandsche Petroleum Maatschappij (Royal Dutch Petroleum Company), which is incorporated in the Netherlands. The ultimate parent company owns 60% of the share capital of The Shell Petroleum Company Limited, which is the main holding company in the UK, of which this Company is an indirect subsidiary. The remaining 40% is owned by The "Shell" Transport and Trading Company, p.l.c ("ST&T").

The accounts of the Company are incorporated in the accounts of the Royal Dutch/Shell Group of Companies, which are included in the Annual Reports of Royal Dutch Petroleum Company and ST&T.

Copies of the accounts of the Royal Dutch/Shell Group of Companies are available from:

Publications and Communications Administration
Group External Affairs
PXXC Division
Shell Centre
London
SE1 7NA
United Kingdom

c) Deferred taxation

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the company's taxable profit and its results as stated in the accounts that arise from the inclusion of gains and losses in the tax assessments in periods different from those in which they are recognised in the accounts.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

THE ASIATIC PETROLEUM COMPANY LIMITED

NOTES TO THE ACCOUNTS (Continued)

For the year ended 31 December 2003

1. Accounting policies (Continued)

c) Deferred taxation (Continued)

Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on the sale has been recognised in the accounts. Neither is deferred tax recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Amounts relating to deferred taxation are undiscounted.

2. Directors

Information relating to Directors' emoluments and pensions pursuant to section 232 of and schedule 6 to the Companies Act 1985

None of the Directors received any emoluments (2002: £nil) in respect of their services to the Company.

3. Debtors

	2003 Within 1 year £	2002 Within 1 year £
Amounts owed by parent undertaking	100	100

4. Called-up share capital

	2003 £	2002 £
Authorised		
100 (2002: 100) ordinary shares of £1 each	100	100
Allocated, called up and fully paid		
100 (2002: 100) ordinary shares of £1 each	100	100