

## FINAL TERMS

Final Terms dated 20 March 2014

**Shell International Finance B.V., with corporate seat in The Hague**

Guaranteed by

**Royal Dutch Shell plc**

Issue of €1,000,000,000 2.500 per cent. Guaranteed Notes due 2026  
under a U.S.\$25,000,000,000 Debt Securities Programme (the Programme)

### PART A — CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Information Memorandum dated 15 August 2013 and the supplement to it dated 13 March 2014 which together constitute a base prospectus for the purposes of the Prospectus Directive (the **Information Memorandum**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Information Memorandum. Full information on the Issuer, the Guarantor and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Information Memorandum. The Information Memorandum has been published on the London Stock Exchange website at <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

#### Principal Operational Information

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|--|--|
| 1. (a) Issuer:   | Shell International Finance B.V.   |
| (b) Guarantor:   | Royal Dutch Shell  |
| 2. (a) Series Number:  | 13   |
| (b) Tranche Number:  | 1  |
| (c) Date on which the Notes will be consolidated and form a single Series: | Not Applicable   |
| 3. Specified Currency or Currencies:                                       | Euro (€)   |
| 4. Aggregate Nominal Amount:   |  |
| (a) Series:  | €1,000,000,000   |
| (b) Tranche:   | €1,000,000,000   |
| 5. Issue Date:   | 24 March 2014  |
| 6. Maturity Date:  | 24 March 2026  |
| 7. Form of Notes:  | Temporary Global Note exchangeable for Permanent Global Note and further exchangeable into Definitive Notes at the request of the Issuer and only in the limited circumstances set out therein |
| 8. New Global Note:  | Yes  |
| 9. Specified Denomination(s):  | €100,000 and integral multiples of €1,000 in excess thereof up to and including €199,000. No Notes in definitive form will be issued with a denomination above €199,000                        |
| 10. Calculation Amount:  | €1,000   |
| 11. Interest/Payment Basis:  | Fixed Rate (further particulars specified below)   |
| 12. Talons for future Coupons to be attached to Definitive                 | No   |

Notes (and dates on which such Talons mature):

**Issue of Notes**

13. Issue Price: 99.550 per cent. of the Aggregate Nominal Amount  
14. Interest Commencement Date: Issue Date

**Provisions Relating to Interest (if any) Payable**

15. Effective yield: Not Applicable  
16. Fixed Rate Note Provisions Applicable  
(a) Fixed Rate of Interest: 2.500 per cent. per annum  
(b) Fixed Interest Date(s): 24 March in each year up to and including the Maturity Date  
(c) Fixed Amount: €25.00 per Calculation Amount  
(d) Initial Broken Amount: Not Applicable  
(e) Final Broken Amount: Not Applicable  
(f) Fixed Day Count Fraction: Actual/Actual (ICMA)  
For the purposes of the definition of 'Actual/Actual-ICMA' in Condition 3, the Determination Date shall be 24 March in each year

17. Floating Rate Note Provisions Not Applicable

18. Zero Coupon Notes Not Applicable

**Provisions Relating to Redemption**

19. Issuer call option: Not Applicable

**Put Option**

20. Noteholders' put option: Not Applicable

**Final Redemption Amount**

21. Final Redemption Amount: €1,000 per Calculation Amount

**Early Redemption Amount**

22. Early Redemption Amount payable on redemption for taxation reasons or on an Event of Default: €1,000 per Calculation Amount

**Provisions Regarding Payments**

23. Definition of "Payment Day" if different to that set out in Condition 5(c): Not Applicable

**General Provisions Applicable to the Notes**

24. Additional Financial Centre(s): Not Applicable

25. Renminbi Currency Event: Not Applicable

Signed on behalf of Royal Dutch Shell plc

By:  .....

(Duly authorised)

Signed on behalf of Shell International Finance B.V.

By: ..... *Paul Va* .....

*(Duly authorised)*

## PART B — OTHER INFORMATION

### Listing

1. Listing and admission to trading: Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's regulated market and for the Official List of the UK Listing Authority with effect from the Issue Date.
2. Estimate of total expenses related to admission to trading: £3,650.00

### Ratings

3. Ratings: The Notes to be issued are expected to be rated:  
Standard & Poor's Credit Market Services Europe Limited: AA (Stable)  
Moody's Investors Service Ltd: Aa1 (Stable).

### Interests of Natural and Legal Persons Involved in the Issue

4. Save for any fees payable to the Managers, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

### Yield (Fixed Rate Notes only)

5. Indication of yield: The yield on the Notes is 2.544 per cent. calculated on an annual basis.  
The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

### Operational Information

6. (a) ISIN Code: XS1048529041
- (b) Common Code: 104852904
- (c) Any clearing system(s) other than Euroclear Bank SA/NV and Clearstream Banking, société anonyme and the relevant identification number(s): Not Applicable
- (d) Delivery: Delivery against payment
- (e) Names and addresses of additional Paying Agent(s) (if any): Not Applicable
- (f) Intended to be held in a manner which would allow Eurosystem eligibility: Yes. Note that the designation "yes" simply means that the Notes are intended upon issue to be deposited with one of the ICSDs as common safekeeper and does not necessarily mean that the Notes will be recognised as eligible collateral for Eurosystem monetary policy and intra-day credit operations by the Eurosystem either upon issue or at any or all times during their life. Such recognition will depend upon the ECB being satisfied that the Eurosystem eligibility criteria have been met.
- (g) Trustee: Citicorp Trustee Company Limited
- (h) Agent: Citibank, N.A., London Branch, Citigroup Centre, Canada Square, Canary Wharf, London E14 5LB
- (i) Paying Agent: Banque Internationale à Luxembourg S.A., 69 route d'Esch, L-2953 Luxembourg

**Distribution**

- |   |   |
|---|---|
| 7. (a) Method of distribution:                    | Syndicated  |
| (b) If syndicated, names of Managers:             | BNP Paribas<br>Deutsche Bank AG, London Branch<br>HSBC Bank plc |
| (c) If non-syndicated, name of Dealer:            | Not Applicable  |
| (d) Applicable TEFRA rules:                       | D Rules   |
| (e) Certificate of Non-U.S. Beneficial Ownership: | Yes   |

