

# REPORT ON PAYMENTS TO GOVERNMENTS FOR THE YEAR 2017



#### INTRODUCTION

This Report provides a consolidated overview of the payments to governments made by Royal Dutch Shell plc and its subsidiary undertakings (hereinafter refer to as "Shell") for the year 2017 as required under the UK's Report on Payments to Governments Regulations 2014 (as amended in December 2015). These UK Regulations enact domestic rules in line with Directive 2013/34/EU (the EU Accounting Directive (2013)) and apply to large UK incorporated companies like Shell that are involved in the exploration, prospection, discovery, development and extraction of minerals, oil, natural gas deposits or other materials. This Report is also filed with the National Storage Mechanism (<a href="http://www.morningstar.co.uk/uk/nsm">http://www.morningstar.co.uk/uk/nsm</a>) intended to satisfy the requirements of the Disclosure and Transparency Rules of the Financial Conduct Authority in the United Kingdom

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#### BASIS FOR PREPARATION – REPORT ON PAYMENTS TO GOVERNMENTS FOR THE YEAR 2017

## Legislation

This Report is prepared in accordance with The Reports on Payments to Governments Regulations 2014 as enacted in the UK in December 2014 and as amended in December 2015.

#### Reporting entities

This Report includes payments to governments made by Royal Dutch Shell plc and its subsidiary undertakings (Shell). Payments made by entities over which Shell has joint control are excluded from this Report.

#### **Activities**

Payments made by Shell to governments arising from activities involving the exploration, prospection, discovery, development and extraction of minerals, oil and natural gas deposits or other materials (extractive activities) are disclosed in this Report. It excludes payments related to refining, natural gas liquefaction or gas-to-liquids activities. For a fully integrated project, which does not have an interim contractual cut-off point where a value can be attached or ascribed separately to the extractive activities and to other processing activities, payments to governments will not be artificially split but disclosed in full.

#### Government

Government includes any national, regional or local authority of a country, and includes a department, agency or entity that is a subsidiary of a government, which includes a national oil company.

#### **Project**

Payments are reported at project level except that payments that are not attributable to a specific project are reported at entity level. Project is defined as operational activities which are governed by a single contract, licence, lease, concession or similar legal agreement, and form the basis for payment liabilities with a government. If such agreements are substantially interconnected, those agreements are to be treated as a single project.

"Substantially interconnected" means forming a set of operationally and geographically integrated contracts, licences, leases or concessions or related agreements with substantially similar terms that are signed with a government giving rise to payment liabilities. Such agreements can be governed by a single contract, joint venture, production sharing agreement, or other overarching legal agreement. Indicators of

integration include, but are not limited to, geographic proximity, the use of shared infrastructure and common operational management.

## **Payment**

The information is reported under the following payment types.

#### Production entitlements

These are the host government's share of production in the reporting period derived from projects operated by Shell. This includes the government's share as a sovereign entity or through its participation as an equity or interest holder in projects within its sovereign jurisdiction (home country). Production entitlements arising from activities or interests outside of its home country are excluded.

In certain contractual arrangement, typically a production sharing contract, a government through its participation interest may contribute funding of capital and operating expenditure to projects, from which it derives production entitlement to cover such funding (cost recovery). Such cost recovery production entitlement is included.

In situations where a government settles Shell's income tax obligation on behalf of Shell by utilising its share of production entitlements (typically under a tax-paid concession), such amount will be deducted from the reported production entitlement.

#### Taxes

These are taxes paid by Shell on its income, profits or production (which include resource severance tax, and petroleum resource rent tax), including those settled by a government on behalf of Shell under a tax-paid concession. Payments are reported net of refunds. Consumption taxes, personal income taxes, sales taxes, property and environmental taxes are excluded.

## Royalties

These are payments for the rights to extract oil and gas resources, typically at set percentage of revenue less any deductions that may be taken.

#### Dividends

These are dividend payments other than dividends paid to a government as an ordinary shareholder of an entity unless paid in lieu of production entitlements or royalties. For the year ended December 31, 2017, there were no reportable dividend payments to a government.

#### **Bonuses**

These are payments for Bonuses. These are usually paid upon signing an agreement or a contract, or when a commercial discovery is declared, or production has commenced or reached a milestone.

## License fees, rental fees, entry fees and other considerations for licenses and/or concessions

These are fees and other sums paid as consideration for acquiring a licence for gaining access to an area where extractive activities are performed. Administrative government fees that are not specifically related to the extractive sector, or to access to extractive resources, are excluded. Also excluded are payments made in return for services provided by a government.

#### Infrastructure improvements

These are payments which relate to the construction of infrastructure (road, bridge or rail) not substantially dedicated for the use of extractive activities. Payments which are of a social investment in nature, for example building of a school or hospital, are excluded.

#### **OTHER**

## Operatorship

When Shell makes a payment directly to a government arising from a project, regardless of whether Shell is the operator, the full amount paid is disclosed even where Shell as the operator is proportionally reimbursed by its non-operating venture partners through a partner billing process (cash-call).

When a national oil company is the operator of a project to whom Shell makes a reportable payment, which is distinguishable in the cash-call, it is included in this Report.

## Cash and in-kind payments

Payments are reported on cash basis. In-kind payments are converted to an equivalent cash value based on the most appropriate and relevant valuation method for each payment, which can be at cost or market value or such value as stated in the contract. In-kind payments are reported in both volumes and the equivalent cash value.

#### Materiality Level

For each payment type, total payments below £86,000 to a government are excluded from this Report.

#### Exchange Rate

Payments made in currencies other than US Dollars are translated for this Report based on the foreign exchange rate at the relevant quarterly average rate.

## REPORT ON PAYMENTS TO GOVERNMENT 20171

GOVERNMENT REPO	ORTS (IN USD)						
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
COUNTRIES							
EUROPE							
Bulgaria	-	-	-	-	155,239	-	155,239
Denmark	-	195,328,114	-	-	-	-	195,328,114
Germany	-	-18,168,575	-	-	-	-	-18,168,575
Ireland	-	-	-	-	714,370	2,515,625	3,229,995
Italy	-	2,573,137	30,071,516	-	-	-	32,644,653
Norway	2,646,006,154	775,843,472	-	-	3,727,565	-	3,425,577,190
United Kingdom	-	87,957,190	-	-	7,524,254	-	95,481,445
ASIA							
Brunei Darussalam	-	-	-	-	1,764,887	-	1,764,887
China	2,559,383	-	-	-	-	-	2,559,383
India	290,187,136	25,775,793	47,897,261	7,500,000	-	-	371,360,190
Iraq	3,360,492,884	30,151,344	-	-	-	-	3,390,644,228
Kazakhstan	-	214,004,779	-	-	-	-	214,004,779
Malaysia	3,232,280,895	190,470,205	695,311,115	-	35,000,000	-	4,153,062,216
Oman	-	1,618,577,938	-	-	-	-	1,618,577,938
Philippines	396,989,625	81,150,797	-	-	-	-	478,140,422
Qatar	292,184,961	446,408,467	-	-	40,410,272	-	779,003,700
Thailand	-	66,220,587	91,670,335	-	-	-	157,890,922
OCEANIA							
Australia	-	206,732,575	115,507,731	-	17,346,366	5,769,116	345,355,788
New Zealand	-	44,412,263	34,840,002	-	149,768	-	79,402,033
Africa							
Egypt	-	116,328,138	-	18,000,027	-	-	134,328,164
Gabon	149,660,679	-	52,105,017	-	2,879,249	7,396,504	212,041,449
Nigeria	3,197,530,557	765,526,389	245,769,306	-	113,916,331	-	4,322,742,582
Tunisia	-	118,146,825	26,459,240	-	-	-	144,606,065
NORTH AMERICA							
Canada	-	-148,710	131,021,043	-	11,190,899	-	142,063,232
USA	-	-97,903,729	478,458,954	-	101,149,875	-	481,705,100
SOUTH AMERICA							
Argentina	-	1,033,863	11,900,805	-	518,468	-	13,453,136
Bolivia	-		-	-	1,615,764	-	1,615,764
Brazil	646,465	-	1,463,568,826	102,465,331	2,839,161	-	1,569,519,784
Trinidad and Tobago	30,315,077	17,310,000	4,340,353	-	8,465,827	-	60,431,256
Total	13,598,853,815	4,887,730,860	3,428,921,506	127,965,358	349,368,293	15,681,245	22,408,521,077

<sup>&</sup>lt;sup>1</sup> This Report is not corrected for rounding.

## **BULGARIA**

Total

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
MINISTRY OF ENERGY OF THE REPUBLIC OF BULGARIA	-	-		-	155,239	-	155,239
Total	-	-	-	-	155,239	-	155,239
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
SILISTAR	-	-	-	-	155,239	-	155,239

- - - 155,239

155,239

## DENMARK

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
TAX AUTHORITIES	-	195,328,114	-	-	-	-	195,328,114
Total	-	195,328,114	-	-	-	-	195,328,114
PROJECT REPORTS (IN USD)							
	Production	T	D. Iv	D	-	Infrastructure	7.1

	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
ENTITY LEVEL PAYMENT							
SHELL OLIE-OG GASUDVINDING DANMARK PIPELINES ApS		1,403,656	-	-		-	1,403,656
SHELL OLIE-OG GASUDVINDING DANMARK B.V.	-	193,924,458	-	-	-	-	193,924,458
Total	-	195,328,114	-	-	-	-	195,328,114

## **GERMANY**

Total

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
TAX AUTHORITIES HAMBURG	-	-18,168,575	-	-	-	-	-18,168,575
Total	-	-18,168,575	-		-	-	-18,168,575
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
ENTITY LEVEL PAYMENT							
DEUTSCHE SHELL HOLDING GmbH	-	-18,168,575	-	-	-	-	-18,168,575

- -18,168,575

-18,168,575

## **IRELAND**

GOVERNMENT REPORTS (IN USD)										
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total			
GOVERNMENTS										
DEPARTMENT OF COMMUNICATIONS	-	-	-	-	130,659	-	130,659			
MAYO COUNTY COUNCIL	-	-	-	-	-	2,515,625	2,515,625			
COMMISSION FOR ENERGY REGULATION	-	-	-	-	583,711	-	583,711			
Total										
lordi	-	-	-	-	714,370	2,515,625	3,229,995			
PROJECT REPORTS (IN USD)		-	-	-	714,370	2,515,625	3,229,995			
	Production Entitlement	Taxes	Royalties	Bonuses	714,370 Fees	2,515,625	3,229,995			
	Production					Infrastructure				
PROJECT REPORTS (IN USD)	Production					Infrastructure				

# ITALY

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
BASILICATA REGION (VDA)			18,131,737				18,131,737
CALVELLO MUNICIPALITY		-	516,144	-	-		516,144
GRUMENTO NOVA MUNICIPALITY		-	221,205	-	-		221,205
MARSICO NUOVO MUNICIPALITY	-	-	221,205	-	-		221,205
TESSORERIA PROVINICIALE DELLO STATO	-	2,573,137	8,953,517	-			11,526,654
VIGGIANO MUNICIPALITY	-	-	2,027,708	-	-	-	2,027,708
Total	-	2,573,137	30,071,516	-	-	-	32,644,653
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
ITALY UPSTREAM ASSET		-	30,071,516		-		30,071,516
ENTITY LEVEL PAYMENT							
SHELL ITALIA E&P SpA	-	2,573,137	-	-	-	-	2,573,137
Total	-	2,573,137	30,071,516	-	-	-	32,644,653

## **NORWAY**

Total

HORWAI							
GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
STATOIL ASA	989,272,947 [A]	-	-	-	-	-	989,272,947
OLJEDIREKTORATET	-		-		3,309,047		3,309,047
DIREKTORATET FOR SAMFUNNSSIKKERHET	-		-	-	418,518	-	418,518
PETORO AS	1,656,733,207 <sup>[B]</sup>	-	-	-	-	-	1,656,733,207
SKATTE OG AVGIFTSREGNSKAP	-	773,686,372	-	-	-	-	773,686,372
SKATTEOPPKREVEREN I SOLA	-	2,157,099	-	-	-	-	2,157,099
Total	2,646,006,154	775,843,472	-	-	3,727,565	-	3,425,577,190
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
ORMEN LANGE AND DRAUGEN	2,646,006,154 <sup>[C]</sup>	-	-	-	2,130,000	-	2,648,136,153
NORWAY EXPLORATION PROJECTS			-	-	1,427,433		1,427,433
ENTITY LEVEL PAYMENT							
A/S NORSKE SHELL	-	775,843,472	-	-	170,132	-	776,013,604

775,843,472

- 3,727,565

2,646,006,154

3,425,577,190

<sup>[</sup>A] Includes payment in kind of \$989,272,947 for 26,652 KBOE valued at market price.

<sup>[</sup>B] Includes payment in kind of \$1,656,733,207 for 42,620 KBOE valued at market price.

<sup>[</sup>C] Includes payment in kind of \$ 2,646,006,154 for 69,272 KBOE valued at market price

#### **UNITED KINGDOM**

Total

UNITED KINGDOM							
GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
DEPARTMENT OF ENERGY AND CLIMATE		-	-	-	2,056,473	-	2,056,473
OIL AND GAS AUTHORITY	-	-	-		5,467,781		5,467,781
HM REVENUE AND CUSTOMS	-	87,957,190	-	-	-	-	87,957,190
Total	-	87,957,190	-	-	7,524,254	-	95,481,445
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
ONEGAS WEST	-	-	-		1,129,134	-	1,129,134
UK OFFSHORE OPERATED	-	-5,040,137	-	-	1,573,507	-	-3,466,630
UK OFFSHORE NON-OPERATED	-	-		-	287,439	-	287,439
BRENT AND OTHER NORTHERN NORTH SEA PROJECTS	-	-95,927,626		-	257,500		-95,670,126
UK EXPLORATIONS PROJECTS	-	-	-	-	972,561	-	972,561
ENTITY LEVEL PAYMENT							
SHELL U.K. LIMITED		11,532,163	-	-	3,304,114	-	14,836,276
BG INTERNATIONAL LIMITED	-	57,767,778	-		-	-	57,767,778
BG INTERNATIONAL (CNS) LIMITED	-	33,411,992	-	-	-	-	33,411,992
BG GLOBAL ENERGY LIMITED	-	86,213,021		-	-		86,213,021

- 87,957,190 - - 7,524,254

- 95,481,445

## **BRUNEI DARUSSALAM**

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
GOVERNMENT OF BRUNEI DARUSSALAM			-	-	1,464,887	-	1,464,887
BRUNEI NATIONAL PETROLEUM COMPANY		-	-	-	300,000	-	300,000
Total	-	-	-	-	1,764,887	-	1,764,887

PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
BRUNEI OFFSHORE BLOCKS	-	-	-	-	1,764,887	-	1,764,887
Total	-	-	-	-	1,764,887	-	1,764,887

## **CHINA**

GOVERNMENT REPORTS (IN USD)											
GOVERNMENTS	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total				
CHINA NATIONAL PETROLEUM CORPORATION	2,559,383 [A]	-	-	-	-	-	2,559,383				
Total	2,559,383	-	-	-	-	-	2,559,383				

PROJECT REPORTS (IN USD)	PROJECT REPORTS (IN USD)											
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total					
PROJECTS												
CHANGBEI	2,029,385 <sup>[B]</sup>	-		-		-	2,029,385					
JINQIU+FUSHUN+ZITONG	529,999 <sup>[C]</sup>	-		-		-	529,999					
Total	2,559,383	-	-	-	-	-	2,559,383					

<sup>[</sup>A] Includes payment in kind of \$2,559,383 for 87 KBOE valued at government selling price.

<sup>[</sup>B] Includes payment in kind of \$2,029,385 for 67 KBOE valued at government selling price.

<sup>[</sup>C] Includes payment in kind of \$ 529,999 for 20 KBOE valued at government selling price

## **INDIA**

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
OIL AND NATURAL GAS CORP. LTD.	257,714,625 [A]	-	-	7,500,000	-	-	265,214,625
PAY AND ACCOUNTS OFFICER, MINISTRY OF PETROLEUM AND NATURAL GAS	32,472,510		38,006,132		-		70,478,643
CENTRAL BOARD OF EXCISE AND CUSTOMS	-	-	9,891,129	-	-	-	9,891,129
INCOME TAX DEPARTMENT	-	25,775,793	-	-	-	-	25,775,793
Total	290,187,136	25,775,793	47,897,261	7,500,000	-	-	371,360,190
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
PANNA MUKTA	290,187,136 <sup>[B]</sup>	-	47,897,261	7,500,000	-	-	345,584,397
ENTITY LEVEL PAYMENT							
BG EXPLORATION AND PRODUCTION INDIA LIMITED	-	25,775,793	-		-	-	25,775,793

<sup>[</sup>A] Includes payment in kind of \$ 257,714,625 for 6,187 KBOE valued at market price.

<sup>[</sup>B] Includes payment in kind of \$ 257,714,625 for 6,187 KBOE valued at market price.

## **IRAQ**

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
SOUTH OIL COMPANY	3,360,492,884 <sup>[A]</sup>	30,151,344 <sup>[B]</sup>	-	-	-	-	3,390,644,228
Total	3,360,492,884	30,151,344	-	-	-	-	3,390,644,228

PROJECT REPORTS (IN USD)									
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total		
PROJECTS									
MAJNOON	3,360,492,884 [0]	17,178,899 [D]	-		-	-	3,377,671,783		
WEST QURNA	-	12,972,445 <sup>[E]</sup>	-	-	-	-	12,972,445		
Total	3,360,492,884	30,151,344	-		-	-	3,390,644,228		

<sup>[</sup>A] Includes payment in kind of  $\$  3,360,492,884 for 68,430 KBOE valued at market price.

<sup>[</sup>B] Includes payment in kind of \$30,151,344\$ for 665 KBOE\$ valued at market price.

<sup>[</sup>C] Includes payment in kind of \$ 3,360,492,884 for 68,430 KBOE valued at market price.

<sup>[</sup>D] Includes payment in kind of \$ 17,178,899 for 364 KBOE valued at market price.

<sup>[</sup>E] Includes payment in kind of \$ 12,972,445 for 302 KBOE valued at market price.

## KAZAKHSTAN

Total

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
WEST KAZAKHSTAN TAX COMMITTEE	-	214,004,779	-	-	-	-	214,004,779
Total	-	214,004,779	-	-	-	-	214,004,779
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
KARACHAGANAK	-	214,004,779	-	-	-	-	214,004,779

214,004,779

214,004,779

#### **MALAYSIA**

GOVERNMENT REPORTS (IN USE	GOVERNMENT REPORTS (IN USD)										
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total				
GOVERNMENTS											
PETROLIAM NASIONAL BERHAD	1,909,083,412 <sup>[A]</sup>		45,433,382		35,000,000	-	1,989,516,794				
MALAYSIA FEDERAL AND STATE GOVERNMENT			649,877,734 <sup>[B]</sup>	-	-	-	649,877,734				
PETRONAS CARIGALI SDN BHD (KL)	1,323,197,484 <sup>[C]</sup>	-760,491		-	-	-	1,322,436,993				
KETUA PENGARAH HASIL DALAM NEGERI	-	191,230,696	-	-	-	-	191,230,696				
Total	3,232,280,895	190,470,205	695,311,115	-	35,000,000	-	4,153,062,216				

<sup>[</sup>B] Includes payment in kind of \$ 230,436,829 for 14,819 KBOE valued at fixed price and \$ 419,440,905 for 7,227 KBOE valued at market price.

<sup>[</sup>C] Includes payment in kind of \$ 546,542,142 for 34,824 KBOE valued at fixed price and \$ 776,655,342 for 13,295 KBOE valued at market price.

#### **MALAYSIA**

PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
SABAH INBOARD AND DEEPWATER OIL	1,353,884,905 [A]	119,793,775	372,351,270 <sup>[B]</sup>	-	-		1,846,029,950
SARAWAK OIL AND GAS	1,878,395,990 [0]	61,890,567	321,032,287 [D]	-	35,000,000	-	2,296,318,843
SABAH GAS – NOT OPERATED	-	5,907,495	1,927,559	-	-	-	7,835,054
ENTITY LEVEL PAYMENT							
SABAH SHELL PETROLEUM COMPANY LIMITED		199,406		-	-	-	199,406
SHELL OIL AND GAS (MALAYSIA) LLC	-	331,832		-	-		331,832
SARAWAK SHELL BERHAD	-	1,043,629	-		-	-	1,043,629
SHELL SABAH SELATAN SDN. BHD.	-	1,037,355	-		-	-	1,037,355
SHELL ENERGY ASIA LIMITED	-	266,145	-	-	-	-	266,145
Total	3,232,280,895	190,470,205	695,311,115	-	35,000,000	-	4,153,062,216

<sup>[</sup>A] Includes payment in kind of \$1,353,884,905 for 23,033 KBOE valued at market price.

<sup>[</sup>B] Includes payment in kind of \$ 357,983,526 for 6,083 KBOE valued at market price.

<sup>[</sup>C] Includes payment in kind of \$1,474,124,381\$ for 94,398 KBOE valued at fixed price and \$404,271,609\$ for 7,540 KBOE valued at market price.

<sup>[</sup>D] Includes payment in kind of \$230,436,829 for 14,819 KBOE valued at fixed price and \$61,457,379 for 1,144 KBOE valued at market price.

## **OMAN**

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
OMAN - MINISTRY OF FINANCE	-	1,618,577,938 [A]	-	-	-		1,618,577,938
Total		1,618,577,938	-	-	-	-	1,618,577,938

PROJECT REPORTS (IN USD)									
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total		
PROJECTS									
BLOCK 6 CONCESSION	-	1,596,015,439		-	-	-	1,596,015,439		
MUKHAIZNA PSC	-	22,562,499 <sup>[B]</sup>	-	-	-	-	22,562,499		
Total	-	1,618,577,938	-	-	-	-	1,618,577,938		

<sup>[</sup>A] Includes payment in kind of 22,562,499 for 470 KBOE valued at government selling price.

<sup>[</sup>B] Includes payment in kind of \$ 22,562,499 for 470 KBOE valued at government selling price.

## **PHILIPPINES**

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
PNOC EXPLORATION CORPORATION	75,440,431	-	-	-	-		75,440,431
BUREAU OF INTERNAL REVENUE	-	81,150,797	-	-		-	81,150,797
DEPARTMENT OF ENERGY	321,549,194	-	-	-	-	-	321,549,194
T . I							
Total	396,989,625	81,150,797	-	-	-	-	478,140,422
PROJECT REPORTS (IN USD)	396,989,625	81,150,797	-	-	-	-	478,140,422
	396,989,625  Production Entitlement	81,150,797 Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	478,140,422
	Production		Royalties	Bonuses	Fees	Infrastructure	
PROJECT REPORTS (IN USD)	Production		Royalties	Bonuses		Infrastructure	

## QATAR

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
RAS LAFFAN INDUSTRIAL CITY	-	-	-	-	40,410,272	-	40,410,272
QATAR PETROLEUM	292,184,961	446,408,467	-	-	-	-	738,593,428
Total	292,184,961	446,408,467	-	-	40,410,272	-	779,003,700
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
PEARL GTL	292,184,961	446,408,467	-	-	40,410,272		779,003,700
Total	292,184,961	446,408,467	-	-	40,410,272	-	779,003,700

## THAILAND

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
DEPARTMENT OF MINERAL FUELS	-	-	61,965,776	-	-		61,965,776
REVENUE DEPARTMENT	-	66,220,587		-		-	66,220,587
MINISTRY OF ENERGY	-	-	29,704,559	-	-	-	29,704,559
Total	-	66,220,587	91,670,335	-	-	-	157,890,922
PROJECT REPORTS (IN USD)							
PROJECT REPORTS (IN 03D)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
BONGKOT	-	66,220,587	91,670,335	-	-	-	157,890,922
Total	-	66,220,587	91,670,335	-	-	-	157,890,922

## AUSTRALIA

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
DEPARTMENT OF INDUSTRY	-	-	112,759,091		335,418	-	113,091,509
AUSTRALIAN TAXATION OFFICE	-	206,732,575	-	-	-		206,732,575
BANANA SHIRE COUNCIL	-	-	-	-	128,287		128,287
WESTERN DOWNS REGIONAL COUNCIL	-	-	-	-	13,413,908	5,769,116	19,183,024
OFFICE OF STATE REVENUE	-	-	2,751,640	-	-	-	2,751,640
DEPARTMENT OF NATURAL RESOURCES AND MINES	-	-	-	-	2,450,885	-	2,450,885
DEPARTMENT OF ENVIRONMENT AND HERITAGE	-	-	-	-	1,017,868	-	1,017,868
Total	-	206,732,575	115,507,731	-	17,346,366	5,769,116	345,355,788

PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
PRELUDE	-	-	-	-	114,511	-	114,511
NORTH WEST SHELF			112,756,091	-	-		112,756,091
AUSTRALIA EXPLORATION PROJECTS				-	220,907		220,907
QGC PROJECT			2,751,640	-	17,010,948	5,769,116	25,531,704
ENTITY LEVEL PAYMENT							
SHELL AUSTRALIA PTY LTD	-	1,036,872	-	-	-		1,036,872
SHELL ENERGY HOLDINGS AUSTRALIA LIMITED	-	205,695,703	-	-	-	-	205,695,703
Total	-	206,732,575	115,507,731	-	17,346,366	5,769,116	345,355,788

#### NFW 7FALAND

Total

NEW ZEALAND							
GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
MINISTRY OF BUSINESS, INNOVATION AND EMPLOYMENT		-	34,840,002	-	149,768	-	34,989,770
INLAND REVENUE DEPARTMENT	-	44,412,263	-	-	-	-	44,412,263
Total	-	44,412,263	34,840,002	-	149,768	-	79,402,033
PROJECT REPORTS (IN USD)							
PROJECT REPORTS (IN USD)	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS (IN USD)  PROJECTS		Taxes	Royalties	Bonuses	Fees		Total
		Taxes	Royalties 33,339,732	Bonuses	Fees		
PROJECTS		Taxes	33,339,732	Bonuses -	Fees -		33,339,732
PROJECTS POHOKURA			33,339,732	Bonuses -	Fees -	Improvements	Total 33,339,732 1,500,270

- 44,412,263 34,840,002

- 79,402,033

149,768

# EGYPT

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
EGYPTIAN GENERAL PETROLEUM COMPANY	-	116,328,138	-	18,000,027	-	-	134,328,164
Total	-	116,328,138	-	18,000,027	-	-	134,328,164

PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
EGYPT OFFSHORE EXPLORATION		3,233,480		-		-	3,233,480
BADR EL-DIN (BED)		55,637,061	-	-	-		55,637,061
NORTH EAST ABU GHARADIG (NEAG)		15,883,091	-	-	-		15,883,091
OBAIYED		41,574,506	-	-	-		41,574,506
NORTH UMBARAKA	-	-	-	18,000,027	-	-	18,000,027
Total	-	116,328,138	-	18,000,027	-	-	134,328,164

## **GABON**

GOVERNMENT REPORTS (IN US	SD)						
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
TRESORIER PAY.GEN. DU GABON	470,790	-	52,105,017	-	2,879,249		55,455,056
GABON OIL COMPANY	149,189,889 [A]	-	-	-	-	-	149,189,889
COMMUNE DE GAMBA.	-	-	-	-	-	7,396,504	7,396,504
Total	149,660,679	-	52,105,017	-	2,879,249	7,396,504	212,041,449

PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
GABON EXPLORATION	-	-	-	-	118,468	-	118,468
GABON NORTH EAST	95,444,008 <sup>[B]</sup>		25,236,659	-	1,843,880	-	122,524,547
GABON CENTRAL	53,411,166 <sup>[C]</sup>		15,938,375	-	626,015	-	69,975,556
GABON SOUTH	805,505 <sup>[D]</sup>	-	10,929,983	-	290,886	7,396,504	19,422,877
Total	149,660,679	-	52,105,017	-	2,879,249	7,396,504	212,041,449

<sup>[</sup>A] Includes payment in kind of \$149,189,889\$ for 2,914 KBOE valued at market price.

<sup>[</sup>B] Includes payment in kind of \$95,444,008 for 1,866 KBOE valued at market price.

<sup>[</sup>C] Includes payment in kind of \$53,411,166 for 1,042 KBOE valued at market price.

<sup>[</sup>D] Includes payment in kind of \$ 334,715 for 7 KBOE valued at market price.

## NIGERIA

GOVERNMENT REPORTS (IN	USD)						
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
NIGERIAN NATIONAL PETROLEUM CORPORATION	3,197,530,557 [A]	-	-	-	-	-	3,197,530,557
NIGER DELTA DEVELOPMENT COMMISSION					79,675,241		79,675,241
DEPARTMENT OF PETROLEUM RESOURCES	-		245,769,306 <sup>[B]</sup>	-	34,241,090	-	280,010,396
FEDERAL INLAND REVENUE SERVICE	-	765,526,389 <sup>[C]</sup>		-	-	-	765,526,389
Total	3,197,530,557	765,526,389	245,769,306	-	113,916,331	-	4,322,742,582

<sup>[</sup>A] Includes payment in kind of \$3,197,530,557 for 111,155 KBOE valued at market price.

<sup>[</sup>B] Includes payment in kind of \$34,847,300 for 627 KBOE valued at market price.

<sup>[</sup>C] Includes payment in kind of \$ 605,889,970 for 11,055 KBOE valued at market price.

#### **NIGERIA**

PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
SPDC SHALLOW WATER	273,747,172 [A]	-	-	-	-	-	273,747,172
SPDC WEST	577,527,685 [B]	-	-	-	-	-	577,527,685
SPDC EAST	1,413,062,569 <sup>[C]</sup>	-	-	-			1,413,062,569
PSC 1993 (OPL212/OML118, OPL219/OML135)	933,193,130 [D]	415,978,890 <sup>[E]</sup>	34,847,300 <sup>[F]</sup>	-	-	-	1,384,019,320
PSC 1993 (OPL209)	-	189,911,080 <sup>[G]</sup>	-	-	-	-	189,911,080
ENTITY LEVEL PAYMENT							
THE SHELL PETROLEUM DEVELOPMENT COMPANY OF NIGERIA LIMITED	-	159,636,419	210,922,006	-	113,916,331		484,474,756
Total	3,197,530,557	765,526,389	245,769,306	-	113,916,331	-	4,322,742,582

<sup>[</sup>A] Includes payment in kind of \$ 273,747,172 for 5,129 KBOE valued at market price.

<sup>[</sup>B] Includes payment in kind of \$ 577,527,685 for 10,541 KBOE valued at market price.

<sup>[</sup>C] Includes payment in kind of \$1,413,062,569 for 78,815 KBOE valued at market price.

<sup>[</sup>D] Includes payment in kind of \$ 933,193,130 for 16,670 KBOE valued at market price.

<sup>[</sup>E] Includes payment in kind of \$ 415,978,890 for 7,590 KBOE valued at market price.

<sup>[</sup>F] Includes payment in kind of \$ 34,847,300 for 627 KBOE valued at market price. [G] Includes payment in kind of \$ 189,911,080 for 3,464 KBOE valued at market price.

## **TUNISIA**

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
ENTREPRISE TUNISIENNE D'ACTIVITES PETROLIERES			7,428,428 <sup>[A]</sup>		-		7,428,428
MONSIEUR LE RECEVEUR DES FINANCES DU LAC	-	118,146,825	19,030,812	-	-	-	137,177,637
Total	-	118,146,825	26,459,240	-	-	-	144,606,065

PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
HASDRUBAL CONCESSION	-	25,055,429	6,575,929 <sup>[B]</sup>			-	31,631,358
MISKAR CONCESSION	-	93,091,396	19,883,311 [9]	-	-	-	112,974,708
Total	-	118,146,825	26,459,240	-	-	-	144,606,065

<sup>[</sup>A] Includes payment in kind of \$ 7,428,428 for 200 KBOE valued at market price.

<sup>[</sup>B] Includes payment in kind of \$5,353,995 for 142 KBOE valued at market price.

<sup>[</sup>C] Includes payment in kind of \$ 2,074,433 for 58 KBOE valued at market price.

## CANADA

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
PROVINCIAL TREASURER OF ALBERTA		-148,710	-	-	4,900,621	-	4,751,911
RECEIVER GENERAL FOR CANADA	-	-	5,173,144	-	162,193	-	5,335,338
CANADA-NOVA SCOTIA OFFSHORE PETROLEUM BOARD		-	-	-	668,582	-	668,582
GOVERNMENT OF ALBERTA	-	-	120,152,686	-		-	120,152,686
MINISTRY OF EMPLOYMENT AND INVESTMENT		-		-	796,557	-	796,557
MINISTER OF FINANCE (BC)	-	-	4,449,867	-	664,892	-	5,114,759
ALBERTA PETROLEUM MARKETING COMMISSION		-	1,245,345	-	-		1,245,345
MUNICIPAL DISTRICT OF GREENVIEW	-	-		-	1,016,189	-	1,016,189
MIKISEW CREE GOVERNMENT	-	-		-	130,361	-	130,361
MIKISEW CREE FIRST NATION TRUST	-	-		-	814,755	-	814,755
ROYAL TRUST CORPORATION OF CANADA – FORT MCKAY FIRST NATION			-	-	2,036,749		2,036,749
Total	-	-148,710	131,021,043	-	11,190,899	-	142,063,232

## CANADA

PROJECT REPORTS (IN USD)									
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total		
PROJECTS									
INSITU	-	-	7,428,834	-	535,023	-	7,963,857		
SABLE DEEPWATER	-	-	2,408,679	-	173,833	-	2,582,512		
GROUNDBIRCH	-	-	4,449,867	-	1,350,509	-	5,800,376		
GREATER DEEP BASIN		-	7,142,975	-	3,944,887	-	11,087,862		
FOOTHILLS	-	-	7,415,552	-	594,957	-	8,010,510		
ATHABASCA OIL SANDS	-	-	102,175,135	-	3,555,231	-	105,730,367		
ENTITY LEVEL PAYMENT									
SHELL CANADA LIMITED	-	-148,710	-	-		-	-148,710		
SHELL CANADA ENERGY	-	-	-	-	1,036,458	-	1,036,458		
Total	-	-148,710	131,021,043	-	11,190,899	-	142,063,232		

# UNITED STATES OF AMERICA (USA)

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
INTERNAL REVENUE SERVICE		-124,780,064	-	-		-	124,780,064
COMMONWEALTH OF PENNSYLVANIA	-	-	-	-	7,468,989	-	7,468,989
PA DEPARTMENT OF CONSERVATION ANDNATURAL RESOURCES	-	-	149,234	-	-	-	149,234
STATE OF TEXAS	-	27,399,389	28,190,317	-	724,950	-	56,314,656
TEXAS GENERAL LAND OFFICE	-	-	-	-	2,070,266	-	2,070,266
THE UNIVERSITY OF TEXAS SYSTEM	-	-	-		1,765,668	-	1,765,668
STATE OF LOUISIANA	-	-523,054		-			-523,054
DIRECTOR, DIVISION OF OIL AND GAS	-	-		-	243,408	-	243,408
OFFICE OF NATURAL RESOURCES REVENUE	-	-	450,119,403	-	88,876,595	-	538,995,998
Total	-	-97,903,729	478,458,954	-	101,149,875	-	481,705,100

# UNITED STATES OF AMERICA (USA)

PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Tota
PROJECTS							
APPALACHIA	-	-	149,234	-	7,468,989	-	7,618,222
PERMIAN	-	27,399,389	28,190,317	-	4,560,883	-	60,150,590
NON-CORE ASSETS	-	-173,054	-	-	-	-	-173,054
ALASKA EXPLORATION	-	-	-	-	243,408	-	243,408
GOM (WEST)	-	-	113,147,794	-	,		113,147,794
GOM (CENTRAL)	-	-	336,813,209	-	ŀ		336,813,209
GOM EXPLORATION	-	-	158,400	-	88,876,595	-	89,034,995
ENTITY LEVEL PAYMENT							
SHELL FRONTIER OIL AND GAS INC.	-	-2,897,863	-	-	-	-	-2,897,863
SHELL ONSHORE VENTURES INC.	-	-1,826,280	-	-	-	-	-1,826,280
SWEPI LP	-	-20,015,047	-	-	-		-20,015,042
SHELL EXPLORATION AND PRODUCTION COMPANY		-350,000	-	-	-		-350,000
SHELL OFFSHORE INC.	-	-100,040,874	-	-	-	-	-100,040,874
Total	-	-97,903,729	478,458,954	-	101,149,875	-	481,705,100

## **ARGENTINA**

Total

AKOLININA							
GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
PROVINCIA DEL NEUQUEN		-	6,600,083		299,392	-	6,899,475
GAS Y PETROLEO DEL NEUQUEN S.A.	-	-	-		219,076	-	219,076
PROVINCIA DE SALTA	-	-	5,300,723	-	-	-	5,300,723
AFIP DIRECCIÓN GENERAL IMPOSITIVA	-	1,033,863	-	-	-	-	1,033,863
Total	-	1,033,863	11,900,805	-	518,468	-	13,453,136
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
ARGENTINA UNCONVENTIONAL PROJECTS	-		6,600,083		518,468		7,118,550
ACAMBUCO	-	-	5,300,723	-	-	-	5,300,723
ENTITY LEVEL PAYMENT							
O & G DEVELOPMENTS LTD S.A.	-	1,033,863	-	-	-	-	1,033,863

- 1,033,863 11,900,805

518,468

13,453,136

## BOLIVIA

DOLIVIA							
GOVERNMENT REPORTS (IN USD)	)						
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
NATIONAL OIL COMPANY OF BOLIVIA	-		-		1,615,764		1,615,764
Total	-	-	-	-	1,615,764	-	1,615,764
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
HUACARETA	-		-	-	1,064,999		1,064,999
LA VERTIENTE	-	-	-	-	550,764	-	550,764
Total					1,615,764	-	1,615,764

## **BRAZIL**

GOVERNMENT REPORTS (IN USD)								
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total	
GOVERNMENTS								
MINISTERIO DA FAZENDA	-	-	1,463,568,826	102,465,331	2,839,161	-	1,568,873,319	
PRÉ-SAL PETRÓLEO SA	646,465 [A]	-	-	-	-	-	646,465	
Total	646,465	-	1,463,568,826	102,465,331	2,839,161	-	1,569,519,784	

PROJECT REPORTS (IN USD)								
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total	
PROJECTS								
BC-10	-	-	35,127,489	-	1,059,888	-	36,187,378	
BIJUPIRA AND SALEMA	-		18,054,263		424,776	-	18,479,039	
BASIN EXPLORATION PROJECTS	-	-	-	83,975,347	297,665	-	84,273,012	
BM-S-9, BM-S-9A, BM-S-11, BM-S-11A and Entorno de Sapinhoá		-	1,410,197,441	18,489,985	-	-	1,428,687,426	
BARREIRINHAS	-				1,056,832		1,056,832	
LIBRA PSC	646,465 <sup>[B]</sup>	-	189,633	-	-	-	836,098	
Total	646,465	-	1,463,568,826	102,465,331	2,839,161	-	1,569,519,784	

<sup>[</sup>A] Includes payments in kind of \$ 646,465 for 12 KBOE valued at Market price.

<sup>[</sup>B] Includes payments in kind of \$646,465 for 12 KBOE valued at Market price.

# TRINIDAD AND TOBAGO

GOVERNMENT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
GOVERNMENTS							
MINISTRY OF ENERGY AND ENERGY AFFAIRS	30,315,077	17,310,000	4,340,353	-	8,465,827	-	60,431,256
Total	30,315,077	17,310,000	4,340,353	-	8,465,827	-	60,431,256
PROJECT REPORTS (IN USD)							
	Production Entitlement	Taxes	Royalties	Bonuses	Fees	Infrastructure Improvements	Total
PROJECTS							
NORTH COAST MARINE AREA 1 (NCMA1)	27,668,794	17,310,000	-		4,511,997		49,490,791
BLOCK 6B	1,221,574	-	-	-	-		1,221,574
CENTRAL BLOCK	-		4,340,353	-	599,176	-	4,939,528
BLOCK 5A AND E	1,424,709		-	-	1,330,218		2,754,927
BLOCK 5C, 5D AND 6D	-	-	-	-	2,024,436	-	2,024,436
Total	30,315,077	17,310,000	4,340,353	-	8,465,827	-	60,431,256

#### **CAUTIONARY NOTE**

The companies in which Royal Dutch Shell plc directly and indirectly owns investments are separate legal entities. In this Report "Shell", "Shell group" and "Royal Dutch Shell" are sometimes used for convenience where references are made to Royal Dutch Shell plc and its subsidiaries in general. Likewise, the words "we", "us" and "our" are also used to refer to subsidiaries in general or to those who work for them. These expressions are also used where no useful purpose is served by identifying the particular company or companies. "Subsidiaries", "Shell subsidiaries", and "Shell companies" as used in this Report refer to companies over which Royal Dutch Shell plc either directly or indirectly has control. Entities and unincorporated arrangements over which Shell has joint control are generally referred to as "joint ventures" and "joint operations" respectively. Entities over which Shell has significant influence but neither control nor joint control are referred to as "associates". The term "Shell interest" is used for convenience to indicate the direct and/or indirect ownership interest held by Shell in a venture, partnership or company, after exclusion of all third-party interest.