Exhibit 64

CMD 15 JANUARY 2002

IR PLAN FOR 2002

EXHIBIT
Vander Vijver
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2/2/07

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Note for Information

IR Plan for 2002

A comprehensive IR Plan would include:

1. Key Messages
2. Target Audiences
3. A well thought through delivery mechanism, and
4. Linkage to and reinforcement by other corporate communications efforts both internally and externally

IR has developed a proposal for the first three elements of a 2002 Plan based on the December Group strategy reviews and feedback from other IR events throughout 2001. Input was also received from an US investor perception study conducted in Q3 2001 and advisors, Fergus Macleod and Finsbury.

A summary of the proposed key messages and programme contents is attached for CMD review and input. It is intended that the examples illustrating key messages be updated quarterly, or more frequently based on significant events. The programme timetable would also be reviewed and updated quarterly to incorporate decisions on discretionary events.

If the general direction is supported, IR will work with PX to integrate the messages and approach with other internal and external communications. A complete Group Reputation package is scheduled for review by CMD in February.

Phil Watts
9 January 2002

Key IR messages: beginning 2002

Context re investor concerns…Your stock declined 19.1% in 2001 (US) and was the worst performer in the energy sector – what are you going to do differently in 2002? Why should I own Shell vs others?

Shell strategic direction – value growth through robust profitability and competitive edge

Messages	Examples
Theme – continuing to deliver	
Tough roadmap goals achieved	Cost savings $5.0 bln, 14% ROACE at $14/bbl
Embedded capital discipline, portfolio management, cost leadership	All capital projects cost of capital at $10 Brent…40% of Chemicals disposed… Tejas gas pipelines sold… EP unit opex and UFDC leaders in external surveys
Returns discipline maintained	EP -- 18% at reference conditions for 2002/03…established businesses capable of delivering 15% at reference conditions… Group in range 13-15%, towards top of range in next 2 years
Balance sheet and cash generation resilient	Cash and unused borrowing capacity over $20 bln…desired gearing between 20-30%
Dividends and buyback policies maintained	>$5,0 bln dividends per year, dividends in line with inflation…$4 bln in share buybacks in 2001…50% more cash to shareholders 2001-2005 compared with 2000
Theme -- building on firm foundations	
Clear strategic direction	Growth - but only at stated return rates…long-term projects limited to 10-20% of capital investment… portfolio segmentation completed… highlighted $7 bln for special attention… application of competitive edge (customer focus, technology, brand, reach, reputation, people, sustainable development) to create value
Shift portfolio to EP and GP	Move to > than 50% of the portfolio
Investing about $12 bln through the cycle	$7.5 in EP…$2.8 in OP…$0.8 in GP…$0.8 in Chemicals…$0.3 in new businesses… growth in capital employed around 5% p.a.
3% hydrocarbon growth	Have achieved 4% 1998 to 2001… exploration success in 2001 added 1.5 bln bbls resources… Focused on deepwater, Nigeria and major resource holders
Oil Products earnings growth	US OP to be a $1 billion business… retail earnings growth 4% p.a. …30 US cents per barrel across global refining network
6% LNG contracted sales growth	3 expansions currently underway in Nigeria, Australia and Malaysia…green field site in Sakhalin… securing access at Cove Point and Elba Island… import terminals at Altamira in Mexico, Hazira in India…short term volumes secured from Australia and Oman… four new LNG ships between 2003-05
Investing in new income streams	From new businesses like Shell Capital, Internet Works, Renewables – up to $300m impact (loss) p.a. on P&L… also potentially from Global solutions, GTL, EP tech ventures etc.
Theme -- committed to targets	
Group ROACE at 13-15% at reference conditions	EP – 18% 2002-2003…OP – return to 15% by 2004…Chemical – 15% at mid-cycle
Cost improvements totalling around $500 mln p.a.	Unit cost to reduce 3% p.a. for next 2 years in main businesses, progress reported twice per year… $400 mln from US OP by 2004…Euro 250m from Basell by 2003…$150m from DEA
$7 bln of assets identified for priority attention	Forestry for sale…Basell improvements being implemented…Tejas pipelines sold to Kinder Morgan

…in an uncertain environment we are committed to deliver good returns, and are well placed to take advantage of opportunities that may arise…

IR Programme 2002

9 January 2002

This proposal is based on feedback from various IR events during 2001 and the results of an 'IR perception study' conducted amongst US investors during Q3. The developing needs of the various disclosure regimes are also considered. It contains several proposed changes to the programme of recent years, and is presented for CMD input.

Each of the various elements of the communications strategy is considered separately. The underlying shift in emphasis is from major set piece presentations to face to face time direct with investors. This reflects market feedback and two current trends

- Increasing specialisation and knowledge of the major buyside analysts, and the move in Europe towards an equity culture, both create potential advantage from direct to investor communications
- Perceived 'bang for the buck' from presentations to sell side analysts is limited if the news is not new. However, sell side influence over buy side remains strong in the UK.

It should be recognised that the communications programme is not independent of events as the year progresses, and several elements of the programme need to be responsive to this. In particular, specific transactions, where material to the Group, will need to be well positioned and coordinated with the rest of the programme.

All events will be scheduled, coordinated and attended by IR staff using resources listed in Attachment 1. The overall objective of the programme is to ensure that the parent companies' share prices fully reflect the intrinsic value of the Group.

Group & Business Strategy Presentations

Objective: Regular update of strategy, targets, performance and key success factors in the business, emphasis on profitability, performance delivery, value creation, competitive position.

Recent practice: 2 business strategy presentations (in 2001 Q2 Chemicals / Renewables, Q3 EP) and one Group strategy presentation (December). Presentations broadcast to website and fund managers live on video, repeated in New York. Stock exchange and press releases made. All material, with the exception of the webcast, is made available on the website for an indefinite period.

2002 proposal

Reduce the number of set piece presentations to at most two a year, a business presentation and the Group strategy presentation. Each presentation given in two locations. The timing of the presentations will be flexible and dependent on when appropriate content is available. Video web cast only the Group presentation, with audiocast for business presentation. Businesses that are 'due' for exposure are OP and G&P, and if the news flow is sufficient we could safely combine. Timing could be June or September. Trigger(s) would be progress in delivering synergies from OP deals, or major transactions in either business (acquisitions, divestments, new Greenfield announcements). One alternative for OP would be to combine presentation with a US field trip for analysts. If there is no major news from either business, presentations would be deferred.

For the Group Strategy presentation the recommendation is to either move from December to November, as was the case until the late 1990s or to March/April after year end presentations. See Attachment 2 for options and rationale.

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Industry Conference representation

Objective: Representation in industry events, using the opportunity to get simple Group messages to a wide audience for relatively low effort. Also useful to give market exposure to senior managers below CMD, and to provide valued support to supportive brokers.

Recent Practice: Regular but ad hoc presentations on request from major brokers. Topics are usually relatively specialist rather than general Group themes. Audiences usually consist of fund managers or buy side analysts with a specific interest in the energy sector. Presenters vary from MD, through business CEOs to members of Excoms, depending on event profile and subject. Usually simultaneously offer a number of one on one meetings to conference delegates. In 2001 we presented Deutsche Bank (NY), NAPIA (Singapore), CSFB (London), UBS Warburg (Trinidad) and Euronext (Paris), but chose not to present at Merrill Lynch, Lehman and US retail conferences.

2002 proposal:

Continue as before, selective approach to maximise relevant exposure. Recommend maximum of 6 events, no more than 3 with MDs. Already received some requests and compiling a likely programme.

Quarterly reporting

Objective: Accurate representation and explanation of actual reported results against both prior performance and externally stated targets. Also a primary means of communicating information to sell side analysts for modelling and valuation purposes.

Recent Practice: Q1 and Q3, analyst telecons with web audiocast, hosted by FI, occasional appearances by CFO. Q2 and Q4 analyst presentations in London only, hosted by MD or CFO. Press conferences with presentations are held in London and The Hague in both Q2 and Q4.

2002 proposal

Q1, Q2, Q3 quarterly telecons hosted by FI with live audio webcast and synchronised slides where appropriate, occasional appearances by CFO as required. CFO to present live the full year results to analysts in February, London & web audiocast with synchronised slides only. Other set piece presentations only if there is a major news item or issue.

Continue with Q2, Q4 press conferences, material from IR but meetings owned by PX.

The external reporting dates will remain unchanged during 2002 although internal processes will be developed to allow accelerated reporting (by 1 week) from Q1 2003. BP is definitely intending to accelerate during 2002, so Shell will be the last of the UK / US majors to report, although still ahead of TFE and other Europeans.

No pro-active move to an additional quarterly Trading statement.

Direct interface meetings with fund managers

Objective: Two way interface with the decision makers in the investment community – to communicate the important elements of Group messages to them, and hear their questions and concerns about the Group's performance and prospects.

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Recent Practice:

- Traditional roadshows by MDs or CFO (Celtic 2 days, Europe 5 days, US East & West coast 5 days) one on ones and lunch presentations. Covers maybe 50-60 meetings. UK, Ireland & US arranged by IR, Europe coverage based primarily on broker arranged meetings.
- Targeted one on ones to follow up presentations or events. MD / CFO plus IR representative. London & UK market covered through 1-2 days per main event. Top 15 US covered through IR tours or immediate presentation follow up. Netherlands 1 day follow up to events. Approx. 50 meetings, 10 days MD / CFO plus IR representative.
- Regular, albeit ad hoc, presentations by IR team to broker sales force or client groups, maybe 5 times / year, and 1-1 meetings with 'lesser' fund managers. Currently primarily a UK activity.
- Investor ad hoc visits to IR offices, at investor request.

Limited 'prospecting'.

A list of the largest US and UK shareholders and the last contact dates are provided in Attachments 3 and 4 for reference.

2002 proposal

More targeted & structured approach to investor base. Target:

- Top 5 investors in UK, US, EU, meet twice a year preferably at least once with Chairman or President RD. This covers an estimated 12-13% of total stock.
- Next 45 or so in each market, meet at least 80% of the active funds (i.e. not index trackers) once per year. MD or CFO. This covers a further estimated 25%+ of total stock, could be higher. NB In US and UK, these investors all hold over $100m of stock each.
- Next 50 or so in each market, meet or include at least 80% of active investors in IR tour presentations at least once a year. IR representatives to handle. A further 5-10% of stock.
- IR team to visit or present to at least 10 (potentially significant) fund managers per year in UK and US who currently either do not hold stock or are clearly underweight in the Group relative to the sector or index. Few significant funds hold no Group stock, but active research is required to identify best prospects.
- Based on specific third party market survey, identify best prospective shareholders in Continental Europe and target
- Use tours and sales force presentations to support this targeting. NB MD or CFO presentations to sales forces are well received and we offer to supportive brokers.

Above is aspirational and needs further work to target discretionary investors rather than those who are index trackers, and to identify genuine prospects.

This would require an estimated 40 days commitment to IR 'face to face' time from MDs and CFO, including some presentations to Groups. Suggested split would be 8-10 days for Chairman, President RD and CFO, 5 days for other MDs.

Note the development of disclosure rules particularly in the US needs continual review to ensure content and style of these meetings remains appropriate.

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Sell side analyst contact communications

Recent Practice: Set piece presentations including quarterly reporting, telephone follow up of all news items, broker meetings / lunches

Regular informal contact with IR team, and occasional contact with senior management through brokers lunches or events. Brokers lunches are primarily targeted at the buyside guests and are arranged with supportive sell side brokers.

Care always required regarding disclosure rules.

2002 proposal

No changes.

Use of the IR website communications

Objective: To provide an easy to access and timely source of relevant information to Group shareholders and the interested investment community, and to follow best practice with the disclosure requirements of different stock exchanges, providing immediate dissemination of all share price sensitive information on the Group.

Recent Practice: Web site maintained in English aimed at institutional investors. Limited Dutch language site maintained, aimed primarily at retail investors. No share price tracking or other retail investor tools. Site is highly regarded by the target audience, although lacks some basic functionality e.g. email alerts and a working search function.

2002 proposal

Upgrade current site to cover some basic functionality including email alerts, including capture of information about users in order to provide an on line tailored communications service. Heavily dependent upon the new technical platform, which is the responsibility of Shell Internet Works.

No move to a retail investor focused site until further research carried out.

Internal communications

Objective: To ensure all staff have access to recent market information and total shareholder return, and that drivers of performance are communicated on a regular basis to various levels of management.

Recent Practice: Minimal effort. Ad hoc production of market information reports as requested by senior management. Provision of analysts' reports on request for training or internal purposes.

2002 proposal

Provide regularly updated data on share price, market drivers, TSR. The method of distribution will be electronic (possibly Livelink or Intranet site) with regularly updated data on share price, market drivers, TSR. Augment with occasional communications by IR staff at selected events .e.g. Finance Conference or training events.

Miscellaneous

Recent Practice:

Support for M&A transactions that are significant at a Group level, approximately $1 billion plus. Support can be material in terms of IR resources required.

Occasional (biennial) meetings with 'socially responsible' investment community. Note regular requests received to update individual funds or interest groups in this area.

Field trip for analysts to a major Shell location, once every two years

Annual meetings (x4) with Dutch retail investors.

2002 proposal

Hold an SRI investor seminar in early April to coincide with the release of the 2002 Shell report. Joint effort with PX.

No field trip budgeted for 2002 as 2001 included a planned trip. This was cancelled as a result of the September 11 incidents, and a mini trip may be considered for 2002 depending on events. Budget for a full trip is $150-200k.

Dutch retail meetings to continue as normal.

Emerging communication channels also include Financial TV (CNBC, Bloombergs TV etc.) and web based interviews as offered in the UK by amongst others Cantos. These should be considered on a cost benefit basis as the year progresses, based on feedback from investors.

Attachment 5 provides a timing overview for all proposed 2002 IR events. If the proposal is accepted in general terms, specific dates and meetings will be set where appropriate.

Attachment 1

IR Resources

London	The Hague	New York
Staff		
Head of Group IR	IR Manager – Europe	IR Manager – US
IR Manager UK & Ireland	IR Support position (JG3/4)	Management assistant
IR Support position (JG3/4)	Management assistant	
IR Support position (JG5/6)		
Management assistant		

In addition Fergus Macleod is retained on contract as an adviser for presentations and transaction communications. Fergus's services are available to other parts of the Group and if requested are expected to be recovered from the requesting department.

Budget

The budget for IR activities is not clearly delineated, as in the Netherlands is it is part of the Royal Dutch office budget and in the US it is part of the Shell Oil communications budget.

In the UK the sterling budget for 2002 is:

Staff	£0.7 million
Other	£1.0 million

$US equivalent is $2.4 million. Other covers the majority of the overall budget for presentations and communications, including maintenance of the website.

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Attachment 2

Group strategy presentation

For the past 3 years this has been held in London and New York during the 3rd week of December, effectively the last working week before the Christmas break. This has led to both lower audiences and less follow up research coverage than is obtained by some competitors and makes immediate follow up from 1-1 meetings with media or investors more difficult. On return to work in January, from a news perspective, the story has gone cold.

The December timing has been driven by the desire to link the presentation to the Group Plan that is approved by Conference and is communicated to the senior management in the December GLM. In part this is due to concerns that if the Plan is known internally, it should – for disclosure reasons – be communicated externally as soon as possible.

In practice competitors spread their meetings through the year and do not stick to specific dates. Recently Exxon have presented strategy in April, BP in June or February and TFE and British Gas in September. Sometimes it is linked to quarterly reporting, sometimes not. Recently competitor dates have often been linked to timing of major mergers – e.g. ChevronTexaco in November.

It is recommended to change the presentation date in 2002 to the last week in November (giving timetable space for appropriate follow up communications) or alternatively to move it to the Spring. The pros and cons of these approaches are listed below. In any case, the meeting date will be determined and communicated as late as possible prior to the intended events to assure appropriate content.

Timing	Pros	Cons
Late November 2002	(Just) linked to Plan Between quarter ends, preparation possible Limited competition for news Good timing for follow up	Plan approval process would need to be considered. Acceleration could be difficult Limited possible comment on current year results
February 2003 (link to full year reporting)	Merge with full year results Additional preparation time from Plan Follow up would cover results and strategy	Difficult to separate year end and strategy messages, so both may be diluted. Gap from Plan could create disclosure issues Preparation a challenge as many relevant staff involved in year end work
April 2003	Additional preparation time Clearly a separate exercise from Plan and actual results Follow up easier, but would be duplicate with year end	Close to AGM (mid May) and Q1 reporting (early May) Large time gap from Plan, disclosure issues Likely to be more competitors presenting in this period

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It should be noted that the disclosure issue could be addressed with a separate pre Christmas press and or stock exchange release covering limited details of the Plan that are of interest to investors. Specifically this is the capital investment programme and any updates to existing targets or frameworks such as cost reporting or share buybacks. In the absence of material changes a simple release on investment levels would likely suffice.

Largest US Shareholders (RD) Attachment 3

Rank	Institution	Visited By	Position	% O/S	Pos Chg from prev filing	% Change	Style	Equity Assets ($MM)	Turnover	City	Filing Date	% Portfolio	Value ($MM)
1	Barclays Global Investors	Do not visit -- index fund	50,889,400	2.39	-680,541	-1.08	Index	371,748	Mod	San Francisco	30/06/2001	0.80	2,065
2	State Street Global Advisors	David in February, Jeroen, Judy, Simon and David in September (not really an index fund)	32,134,762	1.51	71,850	0.22	Index	288,942	Low	Boston	30/09/2001	0.56	1,615
3	Capital Research & Management	David in January, David in February, Phil in mid year (London) Judy and Steve and David in August, Phil and Simon and David in September	28,867,000	1.36	110,000	0.38	Core Value	224,686	Mod	Los Angeles	30/06/2001	0.75	1,682
4	Fidelity Management & Research	David in February, Judy and Steve and David in August	28,614,075	1.35	-1,120,217	-3.77	GARP	497,957	Mod	Boston	30/06/2001	0.33	1,667
5	Putnam Investment Management, Inc	David in February. Jeroen, Judy, Simon and David in September	27,547,446	1.3	-146,685	-0.53	Core Growth	209,158	Mod	Boston	30/06/2001	0.77	1,605
6	Vanguard Group, Inc.	Do not visit -- index fund	27,252,224	1.28	-133,425	-0.49	Index	168,066	Low	Malvern	30/09/2001	0.81	1,369
7	Deutsche Asset Management Americas	Do not visit -- index fund	19,397,308	0.91	-243,618	-1.24	Index	134,500	Low	Piscataway	30/06/2001	0.84	1,130
8	Mellon Bank (Private Asset Management)	Do not visit -- index fund	12,382,121	0.58	995,744	8.76	Index	84,525	Low	Pittsburgh	30/09/2001	0.74	822
9	Lazard Asset Management Ltd.	Walter and Dominique and Simon and David in September, David, Bart and Jan in November	10,870,960	0.51	4,656,733	74.94	Core Value	38,052	Mod	New York	30/06/2001	1.86	633
10	Northern Trust Global Investments	Came to meetings in 2001 but no formal 1 on 1 meeting...setting up meeting in January 2002 on our IR trip	9,934,000	0.47	432,166	4.55	Core Growth	58,709	Low	Chicago	30/09/2001	0.85	499
11	Fayez Sarofim & Co.	David in December	8,701,765	0.41	-84,921	-0.97	Core Growth	42,618	Low	Houston	30/06/2001	1.19	507
12	Wellington Management Company, LLP	David in February. Jeroen and Judy and Simon and David in September	8,618,240	0.41	2,110,600	32.43	Core Value	156,482	Mod	Boston	30/06/2001	0.32	502
13	Teacher Retirement System of Texas	Came to meetings in 2001...will try to see in December	8,316,000	0.39	-396,000	-4.56	GARP	52,393	Low	Austin	30/06/2001	0.92	485
14	Zurich Scudder Investments, Inc.	David in August	7,684,569	0.36	-370,708	-4.8	Core Value	71,064	Mod	New York	30/06/2001	0.63	448
15	Smith Barney Asset Management	Harry and David in February	7,504,305	0.35	-1,245,574	-14.24	GARP	153,042	Low	New York	30/06/2001	0.29	437

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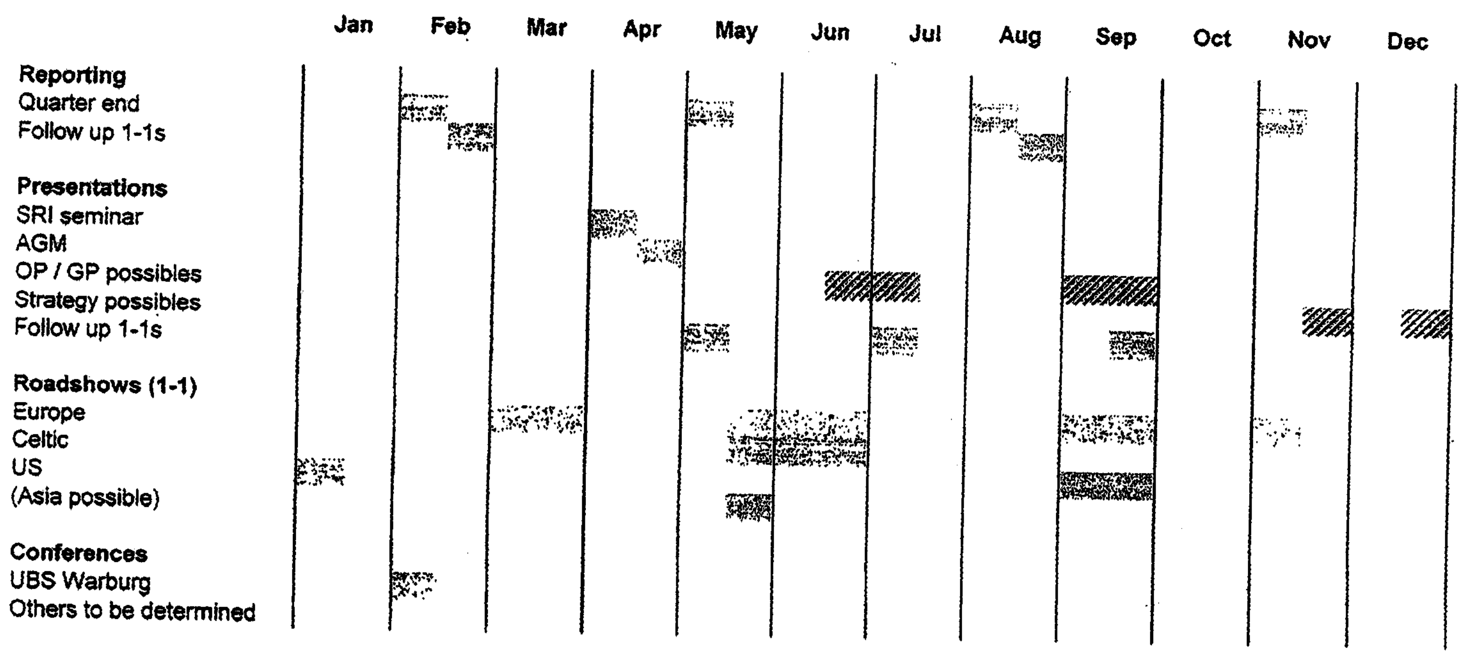
Largest UK Shareholders (STT)

Attachment 4

	Holding	% Issue	Who	When
M & G Investment Management	291,323,740	2.96%	MGDPS	28/09/2001
Legal & General Investment Mgt	289,496,468	2.95%	MGDWV	28/09/2001
Morley Fund Management	258,177,504	2.63%	MGDPW	12/02/2001
Scottish Widows Investment Part'shp	239,691,170	2.44%	SMGH	29/06/2001
Merrill Lynch Inv Managers	233,895,495	2.38%	MGDPS	24/09/2001
Barclays Global Investors	225,867,075	2.30%	MGDMS	08/08/2000
Standard Life Investments Ltd	205,117,051	2.09%	MGDPS	24/09/2001
AXA Investment Managers UK	172,970,513	1.76%	MGDPW	12/02/2001
Schroder Investment Management Ltd	162,021,863	1.65%	MGDWV	28/09/2001
Henderson Investors	161,632,992	1.64%	SMGH	12/02/2001
Deutsche Asset Mgt Ltd	157,915,840	1.61%	MGDWV	28/09/2001
Zurich Scudder Investments	145,397,575	1.48%	MGDPW	12/02/2001
Clerical Medical Investment Group	141,905,877	1.44%	MGDJV	06/08/2001
HSBC Asset Management Europe Ltd	116,007,666	1.18%	MGDJV	06/08/2001
Aegon Asset Management	110,964,791	1.13%	SMGH	29/06/2001
Gartmore Investment Management	108,564,069	1.10%	MGDPS	08/10/2001
Co-operative Insurance Society Ltd	99,626,922	1.01%		
Hermes Pension Management Ltd	95,947,571	0.98%	MGDPS	15/08/2000
Royal & Sun Alliance Investment Mgt	86,126,395	0.88%	MGDJV	06/08/2001
Gerrard Limited	85,193,685	0.87%		
Friends Ivory & Sime plc	81,358,008	0.83%		
Dresdner RCM Global Investors (UK)	74,607,120	0.76%		
Lloyds Private Banking	74,351,120	0.76%		
JP Morgan Fleming Asset Mgt	66,215,992	0.67%		
UBS Asset Management	62,250,163	0.63%		
Britannic Asset Management	57,921,567	0.59%		
Fidelity Investments Ltd	57,316,616	0.58%		
Rathbone Investment Management	57,303,839	0.58%		
Newton Investment Management Ltd	57,197,055	0.58%		
Universities Superannuation Scheme	57,171,833	0.58%		
State Street Global Advisors	51,907,928	0.53%		
Deutsche Bank AG	50,874,057	0.52%		
Goldman Sachs Asset Management	49,321,929	0.50%		
Robeco Intl Asset Managers	47,570,375	0.48%		
Shell Pensions Management Ltd	46,870,327	0.48%		
Deka Deutsche Kapitalanlage GmbH	43,738,983	0.45%		
Cazenove Fund Management Ltd	42,628,106	0.43%		
NFU Mutual & Avon Insurance Group	40,657,955	0.41%		
Aerion Fund Management	32,298,192	0.33%		
BA Pensions Investment Management	31,900,440	0.32%		
Bank of Ireland Asset Mgt Ltd	31,426,083	0.32%		
British Petroleum Pension Fund	31,024,080	0.32%		
SLC Asset Management	29,475,363	0.30%		
Quilter Investment Management	29,407,911	0.30%		
SIS SEGAIntersettle AG	29,004,916	0.30%		
Royal London Asset Management Ltd	27,078,380	0.28%		
Unibank Investment Management	26,771,435	0.27%		
Brewin Dolphin Securities Ltd	26,009,036	0.26%		
Scottish Mutual Portfolio Managers	25,478,029	0.26%		
Aberdeen Asset Management	25,268,740	0.26%		

Attachment 5

IR Programme 2002: Timing overview



Notes
OP / GP and Strategy presentation timing to be determined
European programme subject to definition following study

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