

Exhibit 83

**Deepwater Steering Council Meeting
5 October 2001
8-9 Houston Time/3-4 Hague Time
Agenda**

Attendees: Mssrs: Lorin Brass, Heinz Rothermund, John Darley – Hague, C23.1B35
Mssr: Matthias Bichsel; Mdm: Lori Priess – Houston, Wck 1454
Mdm: Fran Lohr – via telephone

Item	Lead	Time	Purpose
Agenda	Lorin	5 min	Agreement
General Resourcing Issues – Q&A	John/Matthias	15 min	Discussion
General Focus of Seahorse including items not covered in Business Plan	Lorin	30 min	Discussion/Support
Other : Next Meeting / Close	Lorin	10 min	Discussion/Decision

EXHIBIT
Rothermund
11/15/06

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Resourcing 2002 Deepwater Activities

SDS Resourcing Models

2001 Level	
Subsurface	195
Well Delivery	10*
Engineering	84**
	260
	125
	539
	125
	664

Requires regrets
 Examples (indicative):

- Bonga SW
- Angola Block 34
- Brazil BS-4/BC-2
- Morocco Rimella
- Regional Studies
- Angola/Congo UUD

Proposal	
2002 BP "50/50"	
Subsurface	214
Well Delivery	16
Engineering	94
	290
	130
	598
	146
	744

Allows execution of DW business plan

2002 BP "10/90"	
Subsurface	225
Well Delivery	16
Engineering	104
	320
	140
	649
	156
	805

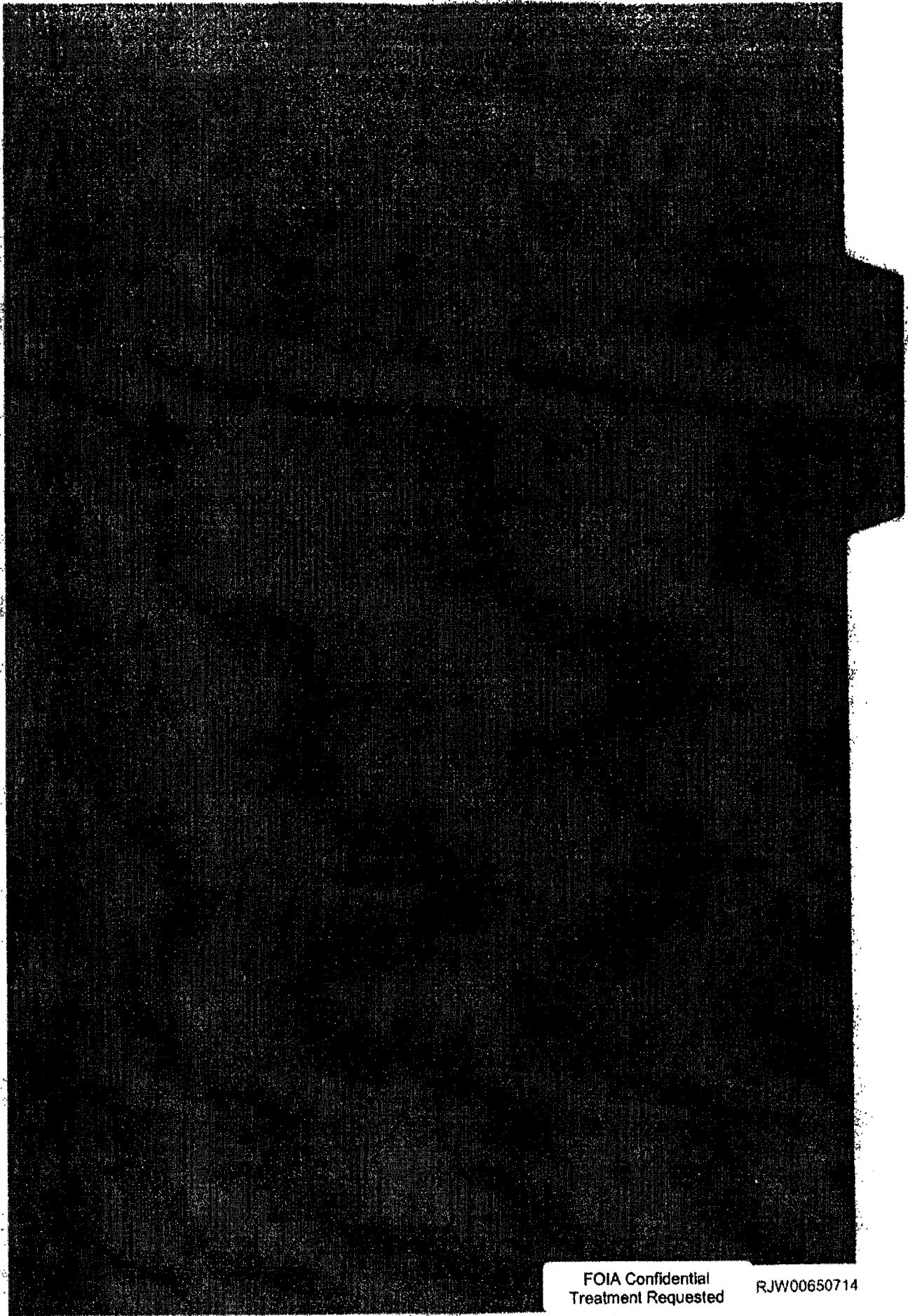
Allows optional projects (unfirm in SDS Plan).

Examples:

- GoM Regional Study
- Great White Follow-up
- OPL 219 Success
- Rhino Success
- Brunei EEZ Success

* Shell Staff / Contract Staff

** includes operations staff assigned to OU's



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Project "Seahorse" Renewal
5 October 2001 Update
(Updates in Blue)

BS-4-OP
BS-2 E/F
Working

Traditional Operator/Non-Operator Enhancements:

- BC-10 may be best monetized by assigning our equity to Petrobras while retaining an over-riding production royalty with incentives for early production
- Unlocking oil and monetizing gas in West Africa utilizing FONG/FLNG (significant potential LNG business of 20-30 mtpa) – EP/GP have agreed to pursuing the following top projects, FLNG/FONG in Nigeria, OPL 219, FLNG in Namibia, acquiring Alba Field in Equatorial Guinea (provides entry point to significant deepwater opportunities in Blocks C & E among others) Update: West Africa Gas Strategy – At the Global LNG Forum meeting 3 October, it was agreed the major challenge is to obtain market access in the Atlantic Basin and Med Rim through existing and new Regassification Terminals in US, Mexico, Canada, Brazil and Iberia. The Forum identified high priority terminal projects for study focus and optimization of Shell commercial and technical resources. The offshore GoM terminal alternative being pursued by EPB features prominently in the value chain approach that is required to mature upstream supply projects to FID and get access to large scale regassing capacity in the US. This and other N American terminal capacity opportunities should be vigorously pursued in parallel with the maturation work on WA LNG supply projects, capitalizing on Shell's FLNG and FONG technologies and our LNG experience and global scope. OPL 219 – A project team is in place, FONG is being customized for application on 219 and a value proposition is being compiled. Both a FONG and FPSO solution are currently being pursued; final selection will take place during 1Q02, after the completion of the Bolla exploration well. Acquisition of Alba Field – Shell has been selected to proceed to the next phase of the process; evaluation work ongoing.
- NOV best operator approach has yielded some success (e.g., Nigeria Erha, Angola Block 18, and GoM Holstein), however, significant value is still seen to justify pursuing new approaches (i.e., GoM Nakika)
- New basin studies for entry following Morocco example – low cost, easy exit, reconnaissance approach. Update: Potential new basins have been identified internally for further screening; methodology and process to be further detailed following up on GEPI, Playsim, and peer review learnings.

Stat 0:1

NEMED
Why? Implications

Leveraging Technology:

- ✓ Internal leveraging has very significantly increased project value – on Shell operated as well as NOV projects (ex. Blok 18, Plutonia – convinced bp to drill deeper => 100MMBO addition, Erha, convinced Exxon to drill appraisal, proving development plans needed to be changed). There are many other examples of internal leveraging. Update: Quantification of these successes has been done which includes a comparison vs our competitors identifying Shell's competitive edge and potential leverage points for pursuing externally.
- Joint heavy oil initiative with Petrobras to the benefit of both companies, pilot on BS-4
- Evaluate tax benefits of joint technical team with Petrobras, if value add, pursue pilot in conjunction with BS-4 or BC-10 / BC-60 efforts
- Pursue using Stena Tay for drill to earn in Brazil and W. Africa
- ✓ External leveraging - Shell has not attempted to use our capabilities to access acreage through NOCs or independents. Form a team of RBAs, BDC, and SDS to develop plans to approach owners and NOCs to acquire WI% of key properties using coveted property lists. Update: Establish a full time Technical Marketing Team for external marketing.

Business Negotiators

Breakthrough
w/ Petrobras
PNC
BC-10

Portfolio Actions:

Mega mergers have provided other majors with advantaged portfolios as compared to Shell.
Acquisitions / swaps are needed to improve Shell's position.

- TFE / Shell swap Brazil / Angola assets, specifically Shell Block 18 for TFE BC-2
Update: Hosted discussions with TFE to identify areas of synergies and generate ideas for potential opportunities. Near term ideas included- leverage operational synergies in Cameroon and Gabon, including terminal logistics, to reduce costs and identify near term production opportunities. Longer term - seek to identify swaps to increase Shell's position in Angola in exchange for US or other W. African interests. Alternatively, swap TFE interests Brazil- BC2 for Shell's interest in Blk 18 Angola.
- Swaps of certain GOM interests (Holstein and other potential satellite developments) for Angola Blk 18 or Brazil assets Update: Teams updating asset values; swap requires methodology to normalize risk profiles.
- Revisit corporate acquisitions of Marathon, Kerr McGee, AHC, AGIP-Brazil, Anadarko, and Enterprise
 - value in light of market discontinuities
 - evaluate opportunities to carve out deepwater properties onlyUpdate: DW acquisition candidate prioritization is aligned with EPB-M&A. Exploration is working with OUs to build asset based valuation models using the GEPI portfolio characterization and DW strategy objectives as input to the value building blocks. Expect to complete analysis of top tier candidates by 1 November.
- Ocean III revival of the prior initiative involving the swapping of GoM and Brazil assets
- Alliance with William Energy, El Paso or another US power company to allow selective exit options and additional access to US gas markets Update: Integrated into evolving W Africa gas strategy.
- Provide structured financing options to enhance new development risk/return profile in Brazil

*Overexposed
in W Africa
Angola
Not owned with
H/BC*

Seahorse Renewal – Project Matrix (WIP)

Revisit corporate acquisition candidates	NOV best operator Joint heavy oil study w/ Petrobras on BS4 Unlocking oil and monetizing gas in W. Africa External leveraging of technology*	Internal leveraging of technology New basin studies for entry*
	BC-10 monetization Stena Tay for drill to earn in Brazil/W Africa Structured financing options to enhance dev'l risk/return profile in Brazil Alliance w/ US power company	
GoM swap Angola/Brazil assets Ocean III revival – GoM swap Brazil assets	Joint technical team w/ Petrobras TFE/Shell swap Brazil/Angola assets	

High

Value
Medium

Low

Low

Medium

High

Traditional Operator/Non-Operator Enhancements
Leveraging Technology
Portfolio Actions

Do-ability

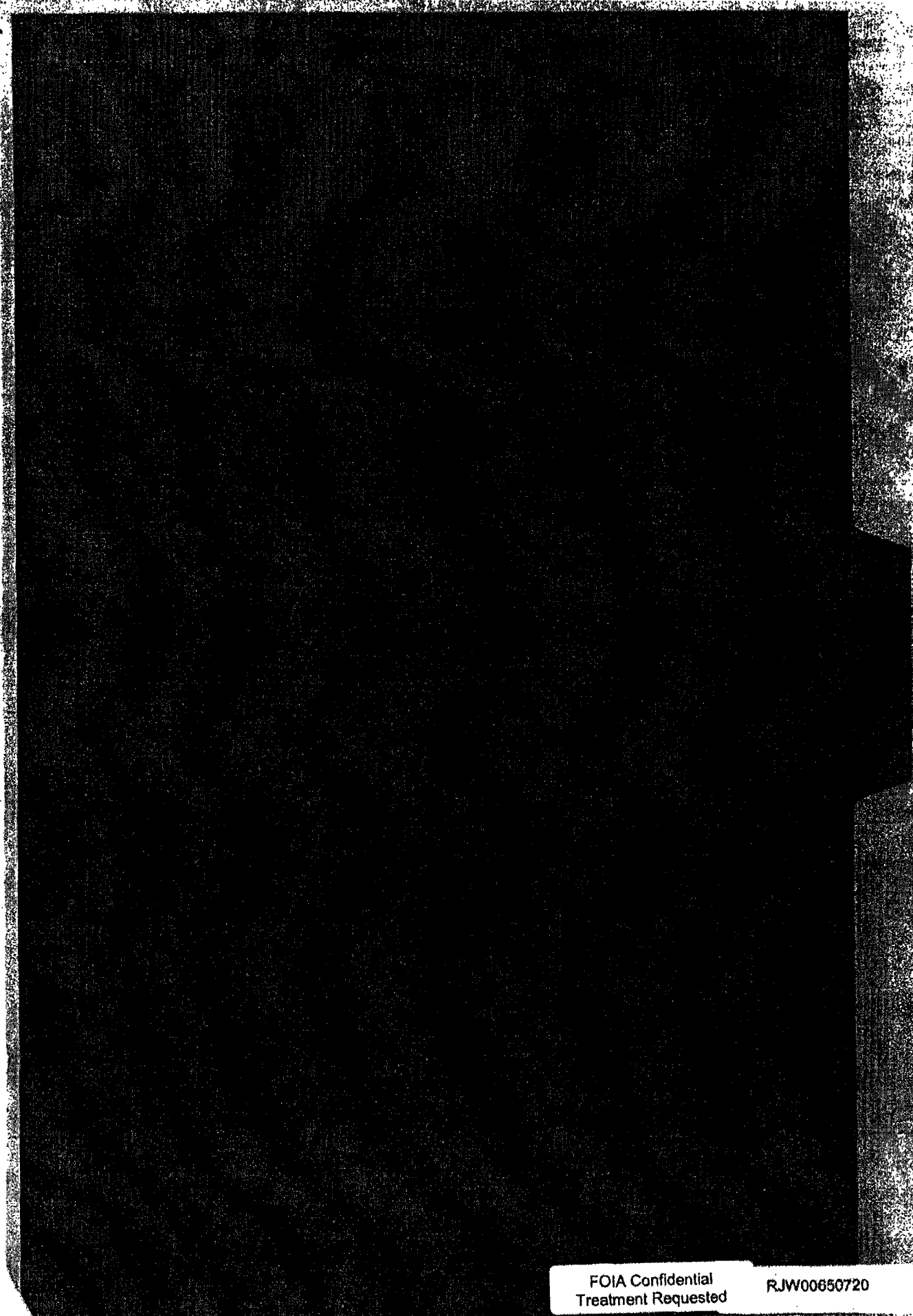
* Item Not Currently Funded

**2001 Deepwater Business Plan
Projects For 2002**

Option/Option

Base	Option
Angola	
Block 18 Development - Greater Plutonio Area Block 34	Block 18 Outside Greater Plutonio Area Block 34 - Option
Brazil	
BC-2 BMS-8 BS-4 Cousteau High SBEP Corporate	BC10 BMC-10 FZA-1
Egypt	
NEMED Firm	
Gabon	
AM2000 UCF Astrid OFB Douka OFB Igoumou HS NM2000 UFC Panga OFB	Kenguerie HS Olonga OFB Olonga UCF
Malaysia	
Block G : Limbayong Block G : Morongo Rhino	Block G : Pisagan ✓
Morocco	
Rimella	
Nigeria (SNEPCO)	
Bonga South-West Erha-Deep Erha-South Oberan Ultra Deepwater Block OPL245 Acquisition Unallocated Overheads	Bolia Bonga West Doro Floating LNG Doro South-East (Oil Rims) Ultra Deepwater Block OPL248/OPL256 Acquisition Ultra Deepwater Block OPL250 Acquisition
Norway	
New E&A Deepwater Licences New E&A Open Area SH3 (Deep Water)	

Base	Option
Oman Offshore	
Oman Deep Water	
Philippines	
SC-38 Acreage Commitments	
SEAPOS	
Stena Tay Under-Recovery	
Trinidad	
Block 25(a)	
UK	
620 - New E&A - Seismic future years - Cwest	612 - New E&A - 2004 - Assynt
	621 - New E&A - 2002 - Kunoy
	622 - New E&A - 2003 - Svinoy
USA	
Auger A15EB2 (Risked)	Deep Mensa Risked
Auger Shallow Gas	DW L&M Model Risk
Baha Risked	Great White Risked
Bohr 551MSV Risked	Poseidon Risked
Delmos Risked	Scout Risked
DW Lse Rent Risk	Vrøde Risked
DW Seismic Model Risked	
Glider Phase II	
Nakika Base	
Oregon Phase 2	
Ryddawg Risked	
Serrano Phase II	
Shawnee Risked	
Tranche 3.DW.EB2 FID 2001	
Ursa Base	
Not Currently Funded:	
New basin studies for entry (\$3MM)	
External leveraging of technology (\$1MM)	



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