

Part 4

1 WALTER VAN DE VIJVER

2 A. I don't know. As you recall from
3 looking at the document themselves there were
4 many contributors to the document. It says on
5 the bottom EPS, EPT, and EPF. So that is the
6 planning group, the technology group, and the
7 finance group. So I wouldn't know who the
8 individuals were that contributed.

9 (Van de Vijver Exhibit Number 44
10 was marked for identification.)

11 BY MR. HABER:

12 Q. I just handed the witness what
13 we've marked as van de Vijver Exhibit 44, it's a
14 multi-page document. A series of e-mails with
15 an attachment called Storyline.

16 The last e-mail is from Mr. Van de
17 Vijver, it's dated December 28, 2003 to Frank
18 Coopman, John Darley. Subject line reads:
19 Rockford. The attachment, as I said, says
20 Storyline-Full PowerPoint. The Bates range is
21 HAG00205769 through HAG00205786.

22 Mr. Van de Vijver, have you seen
23 this document before today?

24 A. Yes.

25 Q. And if you could take a look at

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2 the storyline there's handwriting on this
3 document. Do you recognize this handwriting?

4 A. Yeah, that's mine.

5 Q. Can you explain to us what a
6 storyline is and especially in this context?

7 A. If I recollect this correctly it
8 was part of preparing the material to take to
9 the Group Audit Committee and CMD, of course.

10 Q. And was there to be a presentation
11 called storyline that was to be made to the CMD
12 and Group Audit Committee?

13 A. Well, storyline is sort of
14 typical, short of Shell speak. That's when
15 people prepare for making a presentation.

16 Q. Do you know if this document was
17 ever finalized?

18 A. Presentations were made in the
19 end, but I don't know how much it contained of
20 this particular material.

21 Q. If you look in the first page of
22 the summary on page 771, what does the
23 handwritten note in the upper right-hand corner
24 say?

25 A. "What to do with 10/03 Shell

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2 guidelines." That means what to do with the
3 Shell guidelines that were issued in
4 October 2003, very recently.

5 Q. Why were you asking that question?

6 A. Well, I think it comes back here
7 with me now having been present in quite a few
8 of the meetings with my teams, et cetera, I'm
9 basically asking the question do we really need
10 to have Shell guidelines.

11 Q. Did anyone ever respond to that
12 question?

13 A. I cannot be sure, but I think John
14 Darley did respond to that.

15 Q. Do you recall what Mr. Darley had
16 said?

17 A. That he agreed with my thinking,
18 but I cannot be sure. I think that sort of
19 evolved over time.

20 Q. Over time, you mean over the time
21 of Rockford?

22 A. Yes.

23 Q. How long -- how long did Rockford
24 last?

25 A. Rockford continued for quite a

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2 long time, all the way until I left the company,
3 because it also involved not just coordinating
4 of whatever work needed to be done to get to a
5 final conclusion on the numbers and the
6 disclosures to the market, but also as it
7 related to communication with the SEC.

8 Q. And you were fired from your
9 position in the company in March of 2004?

10 A. Yes.

11 Q. I believe on Wednesday when we
12 talked about what had happened you had said that
13 it was unexpected; correct?

14 A. A total utter shock.

15 Q. Had anyone ever communicated to
16 you prior to the time that you were told you
17 were going to be let go that you should be
18 worried about your position?

19 A. I was personally very worried
20 about my position prior to my first interview
21 with Davis Polk.

22 Q. And when was that interview?

23 A. That was -- the interview I think
24 was on the 10th of February 2004.

25 Q. Did you ever communicate your

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2 concern about your position to anyone?

3 A. Yes. What happened was that
4 during the weekend I got a phone call from
5 Curtis Frasier advising me that I needed to have
6 a lawyer because quote unquote as Curtis said,
7 "Phil and Judy are out to poison you."

8 Q. And that's what caused you concern
9 about your position?

10 A. Yes. Immediately when it happened
11 I went to visit the former group chairman of
12 Shell, Lo van Wachem, and expressed my deep
13 unrest with having to have a personal lawyer and
14 the process the company was getting into.

15 Q. And what did he say to you?

16 A. He considered it totally
17 inappropriate that that would happen in the
18 company and he told me to calm down.

19 Q. When you say that you went to him
20 immediately after the call from Mr. Frasier, do
21 you recall when this meeting occurred?

22 A. During the weekend, so on a
23 Sunday. So on a Sunday I went to visit
24 Mr. Wachem.

25 Q. Was this at his home?

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2 A. Yes.

3 Q. Do you recall how long that
4 meeting lasted?

5 A. About half an hour. This was of
6 course not a planned visit but he lives very
7 close to me.

8 Q. After the meeting did you feel
9 reassured ?

10 A. No, not yet, because I was also
11 advised that I had to be in London, I think it
12 was on the 10th of February for this interview,
13 and I had to actually cancel a planned visit
14 that I had during the day to Egypt at the very
15 last minute.

16 Q. When Mr. Frasier had called you
17 where were you?

18 A. At home.

19 Q. Was there an analyst presentation
20 in the United States at or about that time
21 that --

22 A. I had just come back from the
23 analyst presentation.

24 Q. Okay. So prior to these
25 discussions and the communication with

1 WALTER VAN DE VIJVER

2 Mr. Frasier had you spoken to anyone else about
3 concerns you were feeling about the security of
4 your position?

5 A. No, but I did mention to Jeroen
6 van der Veer a couple of times that I felt
7 uncomfortable with the atmosphere at CMD and I
8 also asked him at numerous occasions whether it
9 would not be appropriate for me to meet Aad
10 Jacobs.

11 Q. You say that you met with Mr. Van
12 der Veer a couple of times. Do you recall what
13 times?

14 MR. TUTTLE: Objection to the
15 characterization of the testimony.

16 THE WITNESS: This was all after
17 the 8th of December or the 9th of December 2003
18 when Project Rockford started.

19 BY MR. HABER:

20 Q. Okay. So in your prior answer you
21 said I did mention to Jeroen van der Veer a
22 couple of times that I felt uncomfortable with
23 the atmosphere at CMD.

24 Do you recall what times in
25 particular? I'm looking for dates?

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2 A. Yeah. My memory is very good, but
3 trying to remember exact dates, I can't. I
4 can't. I'm sorry.

5 Q. Did you ever speak to Mr. Van der
6 Veer before you were fired?

7 A. Yes. Actually, the Friday before
8 I was fired Jeroen van der Veer wanted to see me
9 when I was just about to go off to Oman for my
10 visit. And Jeroen was talking a bit around
11 about way, but the final question from him was
12 whether I would have any difficulty reporting to
13 him as the chairman of CMD, because it was
14 likely that Watts would not stay.

15 Q. What did you say?

16 A. I said, yes. I said this issue
17 for me was never anything personal about Watts.
18 I would throw in my own glasses if that was what
19 it was about. I said I wanted to run EP and
20 that was all.

21 MR. DOWD: Excuse me. Is it yes
22 you would have difficulty reporting to him?

23 THE WITNESS: No. No. I'm sorry.
24 I didn't answer the question correctly.

25 MR. DOWD: Can we go over that

1 WALTER VAN DE VIJVER

2 again, Jeff?

3 BY MR. HABER:

4 Q. The question I asked was did you
5 ever speak to Mr. Van der Veer before you were
6 fired?

7 A. The answer is yes.

8 Q. And then I asked what did you say
9 and -- I should say before that your response --
10 you said, actually, the Friday before I was
11 fired Jeroen van der Veer wanted to see me when
12 I was just about to go off to Oman for my visit
13 and Jeroen was talking a bit around about way,
14 but the final question from him was whether I
15 would have any difficulty reporting to him as
16 the chairman of CMD, because it was likely that
17 Watts would not stay.

18 Then I asked what did you say?

19 A. I said no.

20 Q. Did you ever communicate to him
21 your concern about the security of your position
22 during that meeting?

23 A. Not -- that meeting we just talked
24 about Friday, no.

25 Q. Yes.

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2 A. But I had talked about the
3 security of my position after that first
4 interview by Davis Polk, which I considered
5 totally hostile and unjustified.

6 Q. And why did you feel that way?

7 A. Because I was confronted with
8 three e-mails that were -- the famous destroy
9 e-mail. The sick and tired e-mail. I think the
10 third e-mail was fooling the market. Those were
11 the three e-mails I was confronted with in a
12 very hostile manner, and I left the meeting
13 wondering what was going on. And after that
14 meeting I called Jeroen van der Veer. I then
15 next day I visited Jeroen van der Veer and I
16 also talked to Hennie de Ruiter and I talked to
17 Marteen van den Bergh, and they all calmed me
18 down and told me my position was not at stake.

19 Q. Can we go back to the storyline
20 for a couple of minutes. If you can turn to
21 page 775?

22 A. Yes.

23 Q. Can you decipher what your
24 handwritten notes note says on the second bullet
25 point?

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2 A. "Increase expectation reserves
3 lead to immediate increase in proved reserves
4 [probabilistic method]."

5 Q. And the handwritten notes on the
6 bottom?

7 A. "Weakened OU governance and asset
8 based organizations in OUs," meaning operating
9 units.

10 Q. Taking the first handwritten note,
11 why did you put that note on this document?

12 A. That was a clarification of my
13 understanding what had happened, because the
14 reserve addition bonuses in both those countries
15 were linked to expectation reserves.

16 Q. And the last bullet note that you
17 added, why did you put that in there?

18 A. Well, this is sort of the
19 recurring theme of my tenure, that I felt
20 operating units were not adequately managed and
21 that there had been a fragmentation in a lot of
22 the organizations, what was called an asset
23 based organization, leading to the central
24 technical and professional excellence eroding.

25 Q. If you can just turn back to page

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2 773. The very bottom. The dash mark that says,
3 "pressure on staff to obtain approved reserves
4 replacement ratio (RRR of 100 percent)
5 particularly in 2000."

6 Who did you understand to be
7 exerting pressure on the staff to obtain a
8 proved reserves replacement ratio of
9 100 percent?

10 A. The EP leadership team at that
11 time.

12 Q. And that would include Philip
13 Watts?

14 A. Yes.

15 Q. If you would turn to the last page
16 there's some more of your handwriting. Under
17 the bullet point, basic technical flaws at OU
18 level. The middle subpoint there's some
19 handwriting?

20 A. "And consistency check between
21 reserves and long-term forecasts."

22 Q. Why did you insert that?

23 A. Because what I meant to say there
24 that obviously business plans focus on
25 production. And as you produce you reduce your

1 WALTER VAN DE VIJVER

2 reserves. And what we found in our analysis in,
3 I recall in Oman, for instance, there was no
4 ability to tie back the production forecast to
5 individual assets and their individual reserves.
6 It's a quality issue of the overall business
7 performance.

8 Q. And if you look at the bottom of
9 the page you add two bullet points. What's the
10 first one?

11 A. "Oman Nigeria support efforts
12 2002, 2003."

13 Q. And the last one?

14 A. "New operating model strengthens
15 technical function."

16 I think as we recalled earlier if
17 you don't to the technical work the reserve
18 audit can do all he can do, but he doesn't have
19 the quality.

20 Q. If you can turn to Exhibit 1,
21 which is your letter dated March 22, 2004. If
22 you can turn to page 3 again. You say that in
23 the paragraph that begins in November 2003, I
24 want you to focus at the bottom of that
25 paragraph now.

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2 You say, "My efforts to effect
3 full disclosure were continually challenged,
4 even up until the day before the analyst
5 presentations in early February 2004."

6 How were your efforts to effect
7 full disclosure challenged?

8 A. It was an extreme battle to
9 finalize the presentation to the analysts in
10 2004. Where I was very keen to give as much
11 regional breakdown of where the exposures had
12 now materialized the debookings were taking
13 place and also wanted to put it in a historic
14 context about when these bookings were first
15 made.

16 Even at the end -- at the
17 presentation I made to Conference as sort of
18 final draft version of the analyst presentation
19 there was quite a hostile environment because I
20 wanted to flag, for instance, that on -- during
21 that analyst presentation that if you make a
22 change in proved reserves, if you take the
23 terminology correctly, if you take away proved
24 reserves then the probable reserves can also not
25 exist because of this part of a buildup. I

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2 wanted to flag that as a result of the proved
3 reserves there would also be an impact on the
4 probable reserves. I'm getting a little bit
5 technical, but that's just way it is.

6 Forgetting about it it is not
7 about challenging the total technical resource
8 thing, this is all about classification.

9 Q. Who was challenging your efforts
10 to effect full disclosure?

11 A. This whole process was a very
12 difficult process with investor relations and
13 whoever was close to investor relations.

14 Q. Would that include Ms. Boynton?

15 A. Yes.

16 Q. Would that include Simon Henry?

17 A. Yes.

18 Q. Would that include Tim Morrison?

19 A. I cannot be sure.

20 Q. Other than the people I
21 identified, did it also include Mr. Watts?

22 A. Yes.

23 Q. How was the investor relations
24 group of people challenging your efforts to
25 effect full disclosure?

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2 A. There were many cycles to finalize
3 the presentation. Originally just after an
4 announcement was made it would be the intention
5 that there would just be a group presentation, a
6 group presentation meaning a presentation that
7 would be done by Phil Watts and Judy Boynton.
8 And then subsequently it was decided that there
9 would be a dedicated EP presentation that I
10 would do where I would provide the EP details of
11 the reserves recategorization.

12 There were a lot of discussions,
13 as you could see, also in the early note to the
14 CMD about whether we were using the word Brunei,
15 yes or no, Oman yes or no, all about providing
16 the detail and also the historical context about
17 when some of these bookings were made, which in
18 the end is a business process.

19 Q. Well, in this letter were you
20 trying to convey what was happening was more
21 than just business process?

22 A. There was a lot of pressure at
23 that time. I mean, and understandably so, it
24 was a difficult subject, but it -- it did
25 require extreme efforts from my side to

1 WALTER VAN DE VIJVER

2 ultimately get what I wanted to get out to the
3 market.

4 Q. Can you think of any specific
5 examples of where Ms. Watts had thrown a
6 roadblock, for instance, in your efforts to make
7 this disclosure?

8 MR. TUTTLE: You mean Mr. Watts?

9 BY MR. HABER:

10 Q. I'm sorry, Mr. Watts. My
11 apologies.

12 A. I recollect there was a lot of
13 resistance initially to show a plot that
14 indicated when the original bookings were made
15 and some of the debookings or recategorizations
16 we were posing at that time.

17 Q. What was Mr. Watts' position?

18 A. I think the position, and
19 ultimately he is the boss, that there were still
20 ongoing discussions also with the SEC at that
21 time around restatements and revisions and many
22 other communications, so there was a tension on
23 what could be shown and what could not be shown.

24 Q. Can you think of any other
25 examples?

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2 A. No. I mean during the whole
3 process there was a lot of challenge before we
4 finalized our numbers on what should be in, what
5 should be out. Are there offsets, yes or no, et
6 cetera.

7 Q. Can you think of any examples
8 involving Ms. Boynton where she erected
9 roadblocks to your efforts to make full
10 disclosure?

11 MR. TUTTLE: Objection to form.

12 MS. SENNETT: Objection to the
13 form of the question.

14 THE WITNESS: No, not specific,
15 because it was always difficult to know who
16 provided the feedback because it was funneled
17 through the IR organization. So I would not be
18 able to personalize where some of these comments
19 would come from.

20 BY MR. HABER:

21 Q. During your tenure as a member of
22 the CMD do you recall any presentations on IR
23 program for the particular year or for the
24 upcoming year?

25 A. Yes. That would come up on a

1 WALTER VAN DE VIJVER

2 regular basis to the CMD.

3 Q. And do you have an understanding
4 as to why that would come up on a regular basis?

5 A. The understanding was that that
6 was one of the things CMD members will do and
7 there would be a discussion on who would be
8 doing what type of presentations or meetings.

9 (Van de Vijver Exhibit Number 45
10 was marked for identification.)

11 BY MR. HABER:

12 Q. We've marked as van de Vijver
13 Exhibit 45 a document which is a Note For
14 Information, IR plan for 2002. The cover page
15 says CMD January 15, 2002, IR plan for 2002.
16 Its Bates number is LON00940595 through
17 LON00940608.

18 Have you seen this document before
19 today?

20 A. Yes.

21 Q. And did you receive it in the
22 manner in which you testified earlier about it
23 being submitted and then circulated
24 electronically?

25 A. You would always receive wherever

1 WALTER VAN DE VIJVER

2 you were a hard copy of the prereading for a
3 follow-up CMD meeting.

4 Q. If you look at the first page that
5 is with writing on page 596 it -- underneath the
6 four items listed it says, "IR has developed a
7 proposal for the first three elements of a 2002
8 plan based on the December group strategy
9 reviews and feedback from other IR events
10 throughout 2001."

11 It then goes on to say, "Input was
12 also received from a U.S. investor perception
13 study conducted in Q3 2001 and advisors Fergus
14 McCloud and Finsbury." Do you see that?

15 A. Yes.

16 Q. What U.S. investor perception
17 study is being referred to here?

18 A. I cannot recollect.

19 Q. Do you remember any discussion
20 about such a study?

21 A. No. Is it covered further? I
22 don't recollect.

23 Q. Who was Fergus McCloud?

24 A. Fergus McCloud was a former well
25 respected analyst. I'm not so sure from what --

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2 which bank anymore, but who was hired by Steve
3 Hodge to assist in the preparation of analyst
4 presentations. If I'm fully correct then today
5 he is still head of IR at BP.

6 Q. So at the time he was also at BP?

7 A. No. No. He was in between jobs.

8 Q. So he served as a consultant?

9 A. Yes.

10 Q. The other person mentioned is
11 Finsbury. Do you know who that is?

12 A. Not totally sure, but I think they
13 are sort of consultancy that helps with
14 presentation and skills and formatting, also a
15 consultancy.

16 Q. If you turn to page 3 of the
17 document which has the Bates number 600 at the
18 end. If you take a look at the bullet points,
19 the proposal is proposing targeting investor
20 relation activities, and the first bullet point
21 says, "top five investors in U.K., U.S., E.U."
22 Why were the top investors in the U.S. being
23 targeted?

24 A. I don't know. I assume they were
25 the largest shareholders in the group.

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2 Q. Did the CMD discuss the U.S.
3 market at all?

4 A. The CMD as a body had a global
5 responsibility, so that would include the United
6 States.

7 Q. I'm referring -- let me be a
8 little more specific. I'm referring with regard
9 to investor relations activities?

10 A. Yes. In a similar vein as
11 investor relations activity in Europe or
12 anywhere else.

13 Q. Do you know if this proposal
14 that's reflected in Exhibit 45 was approved by
15 the CMD?

16 A. I do not recollect. You would
17 have to look at the minutes.

18 Q. So that would be reflected in the
19 minutes?

20 A. Yes. If there is no comment in
21 the minutes then it means it's supported.

22 Q. Supported meaning approved?

23 A. Yes.

24 (Van de Vijver Exhibit Number 46
25 was marked for identification.)

1 WALTER VAN DE VIJVER

2 BY MR. HABER:

3 Q. I've handed the witness what we've
4 marked as Exhibit 46. It's an e-mail from Simon
5 Henry to Frank Coopman and a number of other
6 people with a cc to Judith Boynton, dated
7 August 30, 2002. The subject line reads: Note.
8 And the attachment is a Note For Information,
9 Investor Relations Program Enhancement Status
10 Update.

11 I will note that this was produced
12 in native format on the native drive that was
13 produced to us and as with one of the other
14 documents, I would also note there is a footer
15 that came from our printer that is not part of
16 the document. Again, this is just way the
17 default on the printer is set. I'm sorry, it's
18 already been redacted.

19 Have you seen this document before
20 today?

21 A. No, not that I recollect, but it
22 does show a note, at least in draft form for
23 something that went to CMD, the attachment, but
24 I don't see the e-mail, the e-mail note.

25 Q. Do you recall having a discussion

1 WALTER VAN DE VIJVER

2 at the CMD in or about the end of August in 2002
3 where investor relations program was discussed?

4 A. No.

5 MR. HABER: At this time then we
6 have nothing further.

7 MR. DOWD: 30 minutes all right?

8 MR. FERRARA: I think there may be
9 the need to ask some additional questions, so
10 perhaps 45 minutes would give everybody the
11 opportunity to kind of collect their thoughts
12 and prepare for that.

13 MR. DOWD: All right. 45 minutes.

14 THE VIDEOGRAPHER: We're going off
15 the record. The time is 12:37 p.m.

16
17 (Whereupon, at 12:37 p.m., a lunch
18 recess was taken.)
19
20
21
22
23
24
25

1 WALTER VAN DE VIJVER

2 AFTERNOON SESSION

3 (1:26 p.m.)

4 THE VIDEOGRAPHER: We're back on
5 the record. The time is 1:26 p.m.

6
7 EXAMINATION BY COUNSEL FOR ROYAL DUTCH/SHELL

8
9 BY MR. FERRARA:

10 Q. Mr. Van der Veer, first I want to
11 thank you --

12 A. Van de Vijver is the name.

13 Q. Sorry. Van de Vijver. Well, my
14 client is Mr. Van der Veer so I sometimes get
15 them confused. I may call you Walter if you
16 permit that on the record?

17 A. Sure.

18 Q. First I want to thank you for
19 appearing here for the past two-and-a-half days.
20 I understand that these are difficult sessions
21 and not one that folks who are not lawyers are
22 used to dealing with, and we appreciate it.

23 We also appreciate that you have
24 agreed to continue to be available for discovery
25 in these proceedings as if you were still a

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2 party to them.

3 We also appreciate that you have
4 agreed to become or be available at a trial of
5 this case in the event that a trial occurs. And
6 in light of those things the questions that I
7 have to ask you at this point are limited.

8 First, I just want to be clear
9 that while you've been very articulate in the
10 course of these two-and-a-half days, English is
11 not your first language; is it?

12 A. That's true.

13 Q. So I'm going to ask you a series
14 of questions where I'm going to use a word that
15 has appeared, unfortunately, in some of these
16 documents is word is lie or lying.

17 A. Uh-huh.

18 Q. Now, for purposes of having this
19 record be as clear as my ability to make it, I
20 would like to have an understanding that when I
21 use that word in these questions I'm referring
22 to two things:

23 First, a misstatement of fact,
24 that would be a lie.

25 Second, a half truth. And by that

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2 I mean an omission to state a fact that is
3 necessary to be stated in order to make what has
4 been stated not appear misleading.

5 So when I ask about a lie I'm
6 incorporating a misstatement or a half truth.

7 Is that an agreeable definition
8 for lie for purpose of my question?

9 MR. HABER: Objection to form,
10 calls for a legal conclusion.

11 BY MR. FERRARA:

12 Q. Sorry. Do you understand what I
13 mean by lying if I use that term?

14 A. I understand what lying means, but
15 I find your definition rather complex.

16 Q. Then let's -- let me make sure
17 it's clear. I'm talking about misstatements and
18 half truths. Is that clear to you?

19 A. Yes.

20 Q. Okay. So if I say lying and I ask
21 you a question about lying it will include in
22 your answer a misstatement or a half truth?

23 MR. HABER: Objection to form.

24 MR. DOWD: I object. Let's just
25 let his answers speak for themselves.

1 WALTER VAN DE VIJVER

2 THE WITNESS: I really don't get
3 it. Can you please ask your questions?

4 BY MR. FERRARA:

5 Q. I think this is important, so
6 perhaps we should spend --

7 MR. DOWD: You may, but I don't
8 think he should forecast what his answer is
9 going to include until you ask the question.

10 MR. FERRARA: Sorry.

11 MR. DOWD: I don't think that's
12 fair and I object to it and I'm not going to let
13 him answer that kind of question.

14 MR. FERRARA: You're welcome to
15 object to it.

16 MR. DOWD: I will. And I will
17 also tell him whether he can answer or not.
18 We're not going to, you know --

19 MR. FERRARA: Sorry. Why don't
20 you complete your objection. Have you completed
21 your objection?

22 MR. DOWD: Yes.

23 BY MR. FERRARA:

24 Q. Perhaps you could share with me,
25 Walter, what you understand a lie to be?

1 WALTER VAN DE VIJVER

2 A. A lie is not telling the truth
3 or -- I think that's as short as I can be.

4 Q. Okay. We'll accept that for
5 purposes of my question. You testified earlier
6 in the course of your examination that your
7 memory is good. Do you recall that?

8 A. Yes.

9 Q. And your memory is good; is it
10 not?

11 A. Yes.

12 Q. I would like you to focus if you
13 would on the period of time when you were chief
14 executive officer of E&P, which I believe you
15 said was approximately June of '01 until March
16 of '04; correct?

17 A. Yes.

18 Q. And I would particularly like you
19 to focus on the period June '01 to what we have
20 defined to be the beginning of Project Rockford,
21 that period of time. Is that understood?

22 A. That for me is November 2003;
23 correct?

24 Q. That's fine. So we'll be focusing
25 on the period June of 2001 to November of 2003

1 WALTER VAN DE VIJVER

2 in all of my questions; is that understood?

3 A. Yes.

4 Q. Okay. During that period, Walter,
5 do you ever have a recollection of lying to EP
6 ExCom, the CMD, or Conference with respect to
7 any business plan that was submitted by the E&P
8 organization for their consideration?

9 A. No.

10 Q. Do you ever recall during that
11 period of time lying about a business plan in
12 any session that you attended where there was
13 present either a Shell investor, securities
14 analyst, or a member of the financial press?

15 A. No.

16 Q. We talked in Exhibit 20 about what
17 has been euphemistically called "caught in the
18 box parameters;" do you recall that?

19 A. Yes.

20 Q. And do you recall what those
21 caught in the box parameters are?

22 A. Yes.

23 Q. Have you ever lied to an investor,
24 a securities analyst or member of the financial
25 press about Shell's estimate of a 15 percent

1 WALTER VAN DE VIJVER

2 ROACE return during your tenure as CEO of E&P?

3 A. No.

4 Q. So any time when you address the
5 subject of ROACE in the context of a meeting
6 where an investor and analyst or member of the
7 financial press was present you told the truth?

8 A. Yes.

9 Q. With respect to the second
10 parameter of the so-called caught in the box
11 metaphor, and here I'm referring to the
12 production growth rate, in any session where
13 there was present an investor of Shell, a
14 securities analyst or a member of the financial
15 press, did you ever lie about Shell's projected
16 3 percent production growth rate?

17 MR. HABER: Objection.

18 MR. DOWD: Just answer the
19 question.

20 THE WITNESS: No.

21 BY MR. FERRARA:

22 Q. At any time when you advised an
23 investor, securities analyst, or a member of the
24 financial press that Shell's production growth
25 rate was 3 percent were you telling the truth?

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2 A. Yes.

3 Q. With respect to what we've been
4 calling RRR or reserve replacement ratio, each
5 and every time that you can recall -- no.
6 Withdraw that.

7 Each and every time that you spoke
8 to an investor in Shell, a securities analyst,
9 or a member of the financial press where you
10 articulated what Shell's reserve replacement
11 ratio was, were you telling the truth?

12 A. Yes.

13 Q. Did you ever lie in any of those
14 fora about what the reserve replacement ratio
15 was?

16 MR. HABER: Objection.

17 THE WITNESS: No.

18 BY MR. FERRARA:

19 Q. Thank you. We talked over the
20 past three days about proved reserves; do you
21 recall that?

22 A. Yes.

23 Q. And did you ever advise the CMD,
24 EP ExCom or Conference that any reserved
25 previously reported by Shell as proved should be

1 WALTER VAN DE VIJVER

2 debooked that wasn't debooked?

3 A. No.

4 Q. So in each and every instance that
5 you can recall recommending that a resource,
6 whether it be proved or expectation, should be
7 debooked it was?

8 A. I did not make personally those
9 recommendations.

10 Q. To the extent that a
11 recommendation was made by you to debook a
12 reserve, to your knowledge it was done though?

13 A. Yes.

14 Q. Are you aware of any
15 recommendation made to CMD or Conference to
16 debook a reserve that wasn't debooked during the
17 period June of '01 through November of '03?

18 MR. HABER: Objection.

19 THE WITNESS: No, but just to
20 clarify again, I did not personally make those
21 recommendations.

22 BY MR. FERRARA:

23 Q. I understand.

24 During the time when you were
25 chief executive officer of EP ExCom did you

1 WALTER VAN DE VIJVER

2 believe that Shell's reporting of proved
3 reserves was consistent and compliant with
4 Shell's proved reserves -- Shell's guideline for
5 reporting proved reserves?

6 A. Yes, until November 2003.

7 Q. Did you believe during that same
8 period of time that Shell's guidelines were in
9 all material respects consistent with the SEC
10 guidelines, to the extent you knew what the SEC
11 guidelines were?

12 A. Yes.

13 MR. HABER: Objection.

14 BY MR. FERRARA:

15 Q. Did anyone ever tell you while you
16 were chief executive officer of Shell that Shell
17 was materially out of compliance with SEC proved
18 reserve reporting guidelines?

19 A. No.

20 Q. We've talked a good deal over the
21 past two-and-a-half days about exposure catalogs
22 and exposure lists; do you recall that
23 testimony?

24 A. Yes.

25 Q. With respect to those exposure

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2 lists that were created during your tenure, and
3 I understand they took different form, was there
4 ever an instance when you advised EP ExCom, CMD,
5 or Conference that any of the exposures listed
6 on that catalog should be debooked and they were
7 not?

8 A. No. I merely kept challenging my
9 staff to get the best most accurate numbers.

10 Q. We've talked throughout the course
11 of these three days about pressure. Pressure
12 being exerted on members of Shell's staff by
13 other members of Shell's staff. Do you recall
14 testimony to that effect during the course of
15 the past three days?

16 A. Yes.

17 Q. And you recall that on two or
18 three occasions you have testified that you felt
19 the object of pressure to act or not act in a
20 particular way; correct?

21 A. Yes.

22 Q. Did you ever tell a lie to CMD,
23 Conference, EP ExCom, a Shell investor, a Shell
24 securities analyst, or a member of the financial
25 media because of the pressure you received to

1 WALTER VAN DE VIJVER
2 lie?

3 MR. HABER: Objection to form.

4 THE WITNESS: No.

5 MR. FERRARA: If you would like to
6 tell me what the objection to the form is I'll
7 straighten it out. Is it a compound question?

8 MR. HABER: Yes.

9 MR. DOWD: He answered it. Let's
10 move on.

11 MR. FERRARA: No, no. I want to
12 make sure. I will go through them one at a time
13 if you would like.

14 MR. HABER: Ask him if the answer
15 was no to all of those.

16 BY MR. FERRARA:

17 Q. Was the answer no to each of
18 those, that is you did not lie with respect to
19 each of those?

20 A. Yes.

21 Q. Walter, did you ever make a
22 recommendation with respect to the operations or
23 business of E&P to ExCom, the CMD, or Conference
24 that you personally did not believe in, that you
25 personally did not believe was the correct