
Form 8-A

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington D.C. 20549

**FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
Pursuant to Section 12(b) or (g) of the
Securities Exchange Act of 1934**

SHELL PLC
(Exact name of registrant as specified in its charter)

England and Wales
(State of incorporation or organization)

N/A
(I.R.S. Employer Identification No.)

**Shell Centre
London, SE1 7NA
United Kingdom**
(Address of principal executive offices)

N/A
(Zip Code)

SHELL FINANCE US INC.
(Exact name of registrant as specified in its charter)

Delaware
(State of incorporation or organization)

93-4449519
(I.R.S. Employer Identification No.)

**150 N. Dairy Ashford
Houston, Texas 77079**
(Address of principal executive offices)

77079
(Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

<u>Title of each class to be so registered</u>
3.875% Guaranteed Notes due 2028
6.375% Guaranteed Notes due 2038
5.500% Guaranteed Notes due 2040
5.125% Guaranteed Notes due 2041
3.125% Guaranteed Notes due 2049
3.000% Guaranteed Notes due 2051

<u>Name of each exchange on which each class is to be registered</u>
New York Stock Exchange
New York Stock Exchange
New York Stock Exchange
New York Stock Exchange
New York Stock Exchange
New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box. ☒

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box. ☐

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box. ☐

Securities Act registration statement or Regulation A offering statement file number to which this form relates:
333-296155, 333-296155-01

Securities to be registered pursuant to Section 12(g) of the Act:

None
(Title of Class)

Item 1. Description of Registrants' Securities to be Registered.

The description of the securities to be registered is contained in the Prospectus dated June 8, 2026, which forms a part of the Registrants' Registration Statement on Form F-4 (Nos. 333-296155, 333-296155-01), and is incorporated herein by reference.

Item 2. Exhibits.

The following exhibits are filed herewith and are incorporated herein by reference:

99.1 — [Form of Exchange Notes of Shell Finance US Inc. \(incorporated by reference to Exhibit 4.3 to the Registration Statement on Form F-4 of the Registrants \(Registration Numbers 333-296155, 333-296155-01\) filed with the U.S. Securities and Exchange Commission on May 22, 2026\).](#)

99.2 — [Senior Indenture among the Registrants and Deutsche Bank Trust Company Americas, as trustee, dated as of October 8, 2024 \(incorporated by reference to Exhibit 99.1 to the Report on Form 6-K \(No. 001-32575\) of Shell plc filed with the U.S. Securities and Exchange Commission on October 8, 2024\).](#)

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, each of the Registrants has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: June 29, 2026

Shell plc

(Registrant)

By: /s/ Howard Lotgering Jones

Name: Howard Lotgering Jones
Title: EVP Treasury and Corporate Finance

Shell Finance US Inc.

(Registrant)

By: /s/ Mitchell B. Ice

Name: Mitchell B. Ice
Title: Director and President (Principal Officer)