
FORM 6-K

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

**REPORT OF FOREIGN ISSUER
PURSUANT TO RULE 13a-16 OR 15d-16
UNDER THE SECURITIES EXCHANGE ACT OF 1934**

February 2020

Commission File Number: 1-32575

Royal Dutch Shell plc
(Exact name of registrant as specified in its charter)

**30, Carel van Bylandtlaan, 2596 HR The Hague
The Netherlands**
(Address of principal executive office)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F.

Form 20-F Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- _____

Director/PDMR Shareholding

NOTIFICATION AND PUBLIC DISCLOSURE IN ACCORDANCE WITH THE REQUIREMENTS OF THE EU MARKET ABUSE REGULATION OF TRANSACTIONS BY PERSONS DISCHARGING MANAGERIAL RESPONSIBILITIES

February 25, 2020

Royal Dutch Shell plc announces that each of the following Persons Discharging Managerial Responsibilities (“PDMRs”) have received the number of shares as set out below. 50% of the PDMR’s annual bonus is delivered in cash and 50% is delivered in shares. Shares are subject to a three-year holding period, which continues to apply after PDMRs leave employment.

The Directors’ Remuneration Policy can be found in the Royal Dutch Shell plc Annual Report and Form 20-F for the year ended December 31, 2018 (www.shell.com/annualreport).

PDMR	Date Acquired	Share Type	Number of shares delivered
Ben van Beurden	February 24, 2020	RDSA	9,521
Jessica Uhl	February 24, 2020	RDSA	5,951
Harry Brekelmans	February 24, 2020	RDSA	4,142
Ronan Cassidy	February 24, 2020	RDSB	4,243
Donny Ching	February 24, 2020	RDSA	4,058
Wael Sawan	February 24, 2020	RDSA	2,040
Maarten Wetselaar	February 24, 2020	RDSA	4,249

The Notification of Dealing Form for each PDMR can be found below.

This notification is made in accordance with Article 19 of the EU Market Abuse Regulation.

Anthony Clarke
Deputy Company Secretary

ENQUIRIES

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LEI number of Royal Dutch Shell plc: 21380068P1DRHJM8KU70

Classification: Additional regulated information required to be disclosed under the laws of a Member State.

1. Details of the person discharging managerial responsibilities/person closely associated	
First Name(s)	Ben
Last Name(s)	van Beurden
2. Reason for the notification	
Position/status	Chief Executive Officer
Initial notification/ amendment	Initial notification
3. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
Full name of the entity	Royal Dutch Shell plc
Legal Entity Identifier code	21380068P1DRHJM8KU70
4. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; (iv) each place where transactions have been conducted	
Description of the financial instrument	A ordinary shares of €0.07 each
Identification Code	GB00B03MLX29
Nature of the transaction	Delivery of 50% of bonus in shares
Currency	EUR
Price	22.74
Volume	9,521
Total	216,507.54
Aggregated information	
Volume	9,521
Price	22.74
Total	216,507.54
Date of transaction	24/02/2020
Place of transaction	Amsterdam

1. Details of the person discharging managerial responsibilities/person closely associated	
First Name(s)	Jessica
Last Name(s)	Uhl
2. Reason for the notification	
Position/status	Chief Financial Officer
Initial notification/ amendment	Initial notification
3. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
Full name of the entity	Royal Dutch Shell plc
Legal Entity Identifier code	21380068P1DRHJM8KU70
4. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; (iv) each place where transactions have been conducted	
Description of the financial instrument	A ordinary shares of €0.07 each
Identification Code	GB00B03MLX29
Nature of the transaction	Delivery of 50% of bonus in shares
Currency	EUR
Price	22.74
Volume	5,951
Total	135,325.74
Aggregated information	
Volume	5,951
Price	22.74
Total	135,325.74
Date of transaction	24/02/2020
Place of transaction	Amsterdam

1. Details of the person discharging managerial responsibilities/person closely associated	
First Name(s)	Harry
Last Name(s)	Brekelmans
2. Reason for the notification	
Position/status	Projects & Technology Director
Initial notification/ amendment	Initial notification
3. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
Full name of the entity	Royal Dutch Shell plc
Legal Entity Identifier code	21380068P1DRHJM8KU70
4. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; (iv) each place where transactions have been conducted	
Description of the financial instrument	A ordinary shares of €0.07 each
Identification Code	GB00B03MLX29
Nature of the transaction	Delivery of 50% of bonus in shares
Currency	EUR
Price	22.74
Volume	4,142
Total	94,189.08
Aggregated information	
Volume	4,142
Price	22.74
Total	94,189.08
Date of transaction	24/02/2020
Place of transaction	Amsterdam

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1. Details of the person discharging managerial responsibilities/person closely associated	
First Name(s)	Ronan
Last Name(s)	Cassidy
2. Reason for the notification	
Position/status	Chief Human Resources & Corporate Officer
Initial notification/ amendment	Initial notification
3. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
Full name of the entity	Royal Dutch Shell plc
Legal Entity Identifier code	21380068P1DRHJM8KU70
4. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; (iv) each place where transactions have been conducted	
Description of the financial instrument	B ordinary shares of €0.07 each
Identification Code	GB00B03MM408
Nature of the transaction	Delivery of 50% of bonus in shares
Currency	GBP
Price	18.86
Volume	4,243
Total	80,022.98
Aggregated information	
Volume	4,243
Price	18.86
Total	80,022.98
Date of transaction	24/02/2020
Place of transaction	London

1. Details of the person discharging managerial responsibilities/person closely associated	
First Name(s)	Donny
Last Name(s)	Ching
2. Reason for the notification	
Position/status	Legal Director
Initial notification/ amendment	Initial notification
3. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
Full name of the entity	Royal Dutch Shell plc
Legal Entity Identifier code	21380068P1DRHJM8KU70
4. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; (iv) each place where transactions have been conducted	
Description of the financial instrument	A ordinary shares of €0.07 each
Identification Code	GB00B03MLX29
Nature of the transaction	Delivery of 50% of bonus in shares
Currency	EUR
Price	22.74
Volume	4,058
Total	92,278.92
Aggregated information	
Volume	4,058
Price	22.74
Total	92,278.92
Date of transaction	24/02/2020
Place of transaction	Amsterdam

1. Details of the person discharging managerial responsibilities/person closely associated	
First Name(s)	Wael
Last Name(s)	Sawan

2. Reason for the notification	
Position/status	Upstream Director
Initial notification/ amendment	Initial notification
3. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
Full name of the entity	Royal Dutch Shell plc
Legal Entity Identifier code	21380068P1DRHJM8KU70
4. Details of the transaction(s): section to be repeated for (i) each type of instrument; (ii) each type of transaction; (iii) each date; (iv) each place where transactions have been conducted	
Description of the financial instrument	A ordinary shares of €0.07 each
Identification Code	GB00B03MLX29
Nature of the transaction	Delivery of 50% of bonus in shares
Currency	EUR
Price	22.74
Volume	2,040
Total	46,389.60
Aggregated information	
Volume	2,040
Price	22.74
Total	46,389.60
Date of transaction	24/02/2020
Place of transaction	Amsterdam

1. Details of the person discharging managerial responsibilities/person closely associated	
First Name(s)	Maarten
Last Name(s)	Wetselaar
2. Reason for the notification	
Position/status	Integrated Gas and New Energies Director
Initial notification/ amendment	Initial notification
3. Details of the issuer, emission allowance market participant, auction platform, auctioneer or auction monitor	
Full name of the entity	Royal Dutch Shell plc
Legal Entity Identifier code	21380068P1DRHJM8KU70
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Description of the financial instrument	A ordinary shares of €0.07 each
Identification Code	GB00B03MLX29
Nature of the transaction	Delivery of 50% of bonus in shares
Currency	EUR
Price	22.74
Volume	4,249
Total	96,622.26
Aggregated information	
Volume	4,249
Price	22.74
Total	96,622.26
Date of transaction	24/02/2020
Place of transaction	Amsterdam

This Report on Form 6-K is incorporated by reference into:

a) the Registration Statement on Form F-3 of Royal Dutch Shell plc and Shell International Finance B.V. (Registration Numbers 333-222005 and 333-222005-01); and

b) the Registration Statements on Forms S-8 of Royal Dutch Shell plc (Registration Numbers 333-126715, 333-141397, 333-171206, 333-192821, 333-200953, 333-215273, 333-222813 and 333-228137).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Royal Dutch Shell plc
(Registrant)

Date: February 25, 2020

/s/ Anthony Clarke
Anthony Clarke
Deputy Company Secretary