
FORM 6-K

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

For the month of December 2016

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 offices)

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-

The following is the text of an announcement released to the London Stock Exchange by Royal Dutch Shell plc on December 20, 2016

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

December 19, 2016

Royal Dutch Shell plc (the “Company”) has been notified that following the payment of the interim dividend on December 16, 2016 in respect of the third quarter of 2016, the following Persons Discharging Managerial Responsibilities (“PDMRs”) acquired notional dividend shares under the Long-term Incentive Plan (“LTIP”), Deferred Bonus Plan (“DBP”) and Performance Share Plan (“PSP”), as applicable, as set out below. Details of the LTIP, DBP and PSP can be found in the Royal Dutch Shell plc Annual Report and Form 20-F ended December 31, 2015 (www.shell.com/annualreport).

PDMR	Date Acquired	Share Type	Number of notional dividend shares acquired	Price per Share
Ben van Beurden	16 December 2016	RDSA	14,084.43	EUR 25.94
Simon Henry	16 December 2016	RDSB	7,812.65	GBP 22.89
John Abbott	16 December 2016	RDSB	3,830.73	GBP 22.89
Harry Brekelmans	16 December 2016	RDSA	3,218.45	EUR 25.94
Andrew Brown	16 December 2016	RDSB	3,723.65	GBP 22.89
Ronan Cassidy	16 December 2016	RDSB	1,411.79	GBP 22.89
Donny Ching	16 December 2016	RDSA	2,604.19	EUR 25.94
Maarten Wetselaar	16 December 2016	RDSA	1,931.57	EUR 25.94

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.

Mark Edwards
Deputy Company Secretary

ENQUIRIES

Shell Media Relations
International, UK, European Press: +44 20 7934 5550
Shell Investor Relations
Europe: + 31 70 377 4540
United States: +1 832 337 2034

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	21380068P1DRHMJ8KU70

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	Acquisition of notional dividend shares under the LTIP and DBP
Currency	EUR
Price	25.94
Volume	14,084.43
Total	365,350.11
Aggregated information	
Volume	14,084.43
Price	25.94
Total	365,350.11
Date of transaction	16/12/2016
Place of transaction	Outside a trading venue

1. Details of the person discharging managerial responsibilities/person closely associated

First Name(s) Simon

Last Name(s) Henry

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 21380068P1DRHMJ8KU70

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 Acquisition of notional dividend shares under the LTIP and DBP

Currency GBP

Price 22.89

Volume 7,812.65

Total 178,831.56

Aggregated information
Volume 7,812.65

Price 22.89

Total 178,831.56

Date of transaction 16/12/2016

Place of transaction Outside a trading venue

1. Details of the person discharging managerial responsibilities/person closely associated

First Name(s)	John
Last Name(s)	Abbott

2. Reason for the notification

Position/status	Downstream 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	21380068P1DRHMJ8KU70

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
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Identification Code	GB00B03MM408
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Nature of the transaction	Acquisition of notional dividend shares under the LTIP and DBP
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Currency	GBP
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Price	22.89
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Volume	3,830.73
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Total	87,685.41
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Aggregated information	3,830.73
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Volume	22.89
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Price	87,685.41
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Total	87,685.41
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Date of transaction	16/12/2016
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Place of transaction	Outside a trading venue
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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	21380068P1DRHMJ8KU70

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	Acquisition of notional dividend shares under the LTIP, DBP and PSP
Currency	EUR
Price	25.94
Volume	3,218.45
Total	83,486.59
Aggregated information	
Volume	3,218.45
Price	25.94
Total	83,486.59
Date of transaction	16/12/2016
Place of transaction	Outside a trading venue

1. Details of the person discharging managerial responsibilities/person closely associated

First Name(s)	Andrew
Last Name(s)	Brown

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	21380068P1DRHMJ8KU70

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
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Identification Code	GB00B03MM408
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Nature of the transaction	Acquisition of notional dividend shares under the LTIP and DBP
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Currency	GBP
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Price	22.89
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Volume	3,723.65
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Total	85,234.35
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Aggregated information	
Volume	3,723.65

Price	22.89
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Total	85,234.35
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Date of transaction	16/12/2016
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Place of transaction	Outside a trading venue
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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	21380068P1DRHMJ8KU70

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	Acquisition of notional dividend shares under the LTIP and PSP
Currency	GBP
Price	22.89
Volume	1,411.79
Total	32,315.87
Aggregated information	
Volume	1,411.79
Price	22.89
Total	32,315.87
Date of transaction	16/12/2016
Place of transaction	Outside a trading venue

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 21380068P1DRHMJ8KU70

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 Acquisition of notional dividend shares under the LTIP and DBP

Currency EUR

Price 25.94

Volume 2,604.19

Total 67,552.69

Aggregated information 2,604.19

Volume 25.94

Price 67,552.69

Total

Date of transaction 16/12/2016

Place of transaction Outside a trading venue

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	21380068P1DRHMJ8KU70

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	Acquisition of notional dividend shares under the LTIP and PSP
Currency	EUR
Price	25.94
Volume	1,931.57
Total	50,104.93
Aggregated information	
Volume	1,931.57
Price	25.94
Total	50,104.93
Date of transaction	16/12/2016
Place of transaction	Outside a trading venue

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 333-199736 and 333-199736-01); and

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

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)

By: M Edwards

Name: M Edwards

Title: Deputy Company Secretary

Date: December 20, 2016