
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 January 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 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-_____

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

January 7, 2020

Royal Dutch Shell plc (the “Company”) announces that on January 2, 2020, Wael Sawan, a Person Discharging Managerial Responsibilities (“PDMR”), acquired shares through participation in the Company’s Global Employee Share Purchase plan (“GESPP” or the “Plan”) in 2019. His contributions to GESPP prior to becoming a PDMR on July 1, 2019, were automatically used to purchase shares in accordance with the Rules of the Plan. Details of the number of shares and price are set out below.

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

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/amendments 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 21380068P1DRHJMJ8KU70

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
Identification Code GB00B03MLX29
Nature of the transaction Purchase of shares
Currency EURO
Price €22.06
Volume 147
Total €3,242.82

Aggregated information

Volume 147
Price €22.06
Total €3,242.82

Date of transaction January 2, 2020

Place of transaction Amsterdam

Anthony Clarke
Deputy Company Secretary

ENQUIRIES

Shell Media Relations

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Shell Investor Relations

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United States: +1 832 337 2034

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)

By: /s/ A Clarke

Name: A Clarke

Title: Deputy Company Secretary

Date: January 7, 2020