



Code *of* Conduct

Shell in the United States

How *we act*

and do business

in the **United States.**

This Code of Conduct, as revised, was approved by resolution of the Shell Oil Company Board of Directors, August, 2002, and includes the Royal Dutch/Shell Group of Companies General Business Principles as revised in March, 1997. It supercedes all previous versions of the Shell Oil Code of Conduct.

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SECTION 1

Introduction

The Shell organizations in the United States* are members of the worldwide Royal Dutch/Shell Group of Companies and are leaders in the energy and petrochemical industries. Our tasks are complex and demanding. Our businesses and business environments are complicated, rapidly changing, and very challenging. Our employees come from all over the globe. Consequently, the ethical challenges we face are increasingly complex.

We share one thing in common with every organization that is part of the Royal Dutch/Shell Group of Companies: our reputation. We are judged by how we act, and the sum of these judgments is our reputation.

Our reputation is based on our commitment to Shell's core values:

- Honesty
- Integrity
- Respect for people

Our business culture is based on trust, openness, teamwork, professionalism, and pride in what we do. We need the trust and confidence of the individuals and groups of people who depend upon us and with whom we do business. Our shareholders, employees, customers, business partners, suppliers and vendors, regulators, and communities expect that we will conduct our business with integrity.

We also accept our responsibility to help deliver the economic, social, and environmental requirements of sustainable development. Being trusted to meet societal expectations is essential for long-term profitability. We are committed to fulfilling our responsibilities.

Shell's core values have determined the Shell General Business Principles. These principles apply to every transaction around the world large or small. Together the values, principles, and policies included in this Code of Conduct describe how we are expected to behave when conducting Shell's business. Paying attention to ethics and compliance is critical to our success.

The purpose of this Code of Conduct is to:

- describe the Shell General Business Principles that govern how each organization within Shell conducts its affairs;
- summarize Shell US's key ethics and compliance policies and practices; and
- describe how each employee is expected to act.

Each person who works for and represents Shell US is expected to act in accordance with the spirit as well as the letter of this Code of Conduct. Compliance with this Code and applicable laws and regulations is fundamental to how we do business.

*In this Code we refer to Shell organizations in the United States as "Shell US." We will use "Shell" to mean the Royal Dutch/Shell Group of Companies.

Using this Code

By following this Code, you will ensure that your business activities and decisions support Shell's values and principles. Your actions must comply with the laws, regulations, and policies that control our business.

A practical summary

This Code of Conduct is a practical summary of how to conduct Shell US's business responsibly and with integrity. We recognize that our business is complex and demanding. We cannot predict today all of the challenges we will face tomorrow. However, this Code:

- provides guidance on how to resolve difficult questions about business conduct;
- explains how to get confidential advice;
- summarizes the policies that control and guide our business;
- directs employees to the resources that they will need;
- contains guidance on how to relate to other employees, our customers, shareholders, communities, vendors and competitors, and the government; and
- applies to all full-time, part-time, and temporary employees.

We expect our suppliers, vendors, contractors, and joint venture partners to behave in the ethical manner described in our Code when doing work for Shell US.

You should use this Code to refresh your knowledge of the basics.

Using this Code with other documents

If you have questions about a specific policy, you are expected to review the policy and any guidance documents on the Ethics and Compliance Website and consult with the subject matter expert on that policy. A list of subject matter experts is also listed on the website.

In addition, you are expected to use this Code in conjunction with the policies, procedures, and work rules adopted by your organization and implemented at each business location. This Code is not an employment contract. It will change over time. In addition, you must follow the provisions of employment manuals and contracts where those documents are more stringent.

Principles and policies

This Code of Conduct provides information about both the Shell General Business Principles as well as Shell US's key compliance policies. All Shell employees worldwide are to follow the Shell General Business Principles, which govern each company that is part of the Royal Dutch/Shell Group of Companies. The policies summarized in the Code assist employees of Shell US in complying with the Shell General Business

Principles, laws and ethical practices in the United States. Taken together, these documents describe:

- our critical company commitments and
- the expectations of employees in terms of how they behave on the job.

Shell US reinforces its commitment to integrity with written ethics and compliance policies concerning key risk areas. This code summarizes each of our key policies. Each policy summary includes:

- an overview,
- key requirements, and
- examples of what you are expected to do or not do.

In some instances, this Code deals fully with the subject covered. In other cases, the subject matter is so complex that you will need additional guidance about the particular area to be able to make informed and risk-sensitive decisions.

Each organization may adopt more specific guidance that directs how that organization is expected to operate. However, all organizations are expected to comply with this Code of Conduct. Organizations may also adopt additional procedures and practices that guide and control operations, business processes, and other functions.

Global reality of our work

Shell conducts its business in the United States as well as in many other countries around the world. Our workforce consists of citizens of many different countries and many diverse cultural groups. We are subject to the laws and regulations of the United States, its states and municipalities, as well as the laws of the other countries where we do business. Our worldwide presence subjects us to the regulatory and legal control of many jurisdictions at the same time.

It is critical that each of us recognizes the global reality of our work. In some instances, there may be a real or apparent conflict between the laws of two or more countries. In that event, you must consult Legal Services immediately to understand how to reconcile the conflict properly.

Ethics and Compliance Website

Shell US's Ethics and Compliance Office offers an Intranet site available to Shell employees. On this Website <http://swwus-ethics.shell.com> you can find an electronic copy of this Code, the full text of each Code policy, frequently asked questions, contact names and their telephone numbers, and other educational resources about ethics and compliance. Links to related resources are also available. Shell US supports its commitment to integrity by providing ethics and compliance training. You can access some of the training through our Ethics and Compliance Website.

Getting answers

This Code will not give you an answer for every situation. Many of us have faced a difficult situation where the appropriate course of action was hard to determine, perhaps because

- the facts were complex;
- many individuals could be affected by our decision;
- a “good” choice was not obvious;
- our own personal interests conflicted with the best interests of Shell; or
- we just did not have the information we needed to make an informed choice.

By reading this Code and understanding Shell US’s expectations, you can handle most situations. If you know the answer to an ethics or compliance question and are comfortable with your decision, you can act with confidence. If not, you have several places where you may turn for advice and guidance:

- Your supervisor or manager.
- Your Human Resources representative.
- Your organization’s Ethics and Compliance Manager (see listing on swvus-ethics.shell.com).
- Legal Services.
- Shell US’s Ethics and Compliance Office (see listing on swvus-ethics.shell.com).
- Ethics and Compliance HelpLine at (800) 738-1615.

Making tough judgment calls

The information in this Code of Conduct will help you work through most difficult business issues and dilemmas. But, the answers to some problems may not be obvious. When that happens, take the extra time to think through these questions.

Think of this as a Quick Quiz:

- Have I reviewed the facts carefully?
- Have I used all of the resources available to me?
- What are the issues?
- Have I thought carefully about my options?
- What are the consequences of my decision?
- Will my decision stand the test of time?
- Would I be comfortable if my decision were reported on the front page of the newspaper?

If you are still not sure what to do, speak up and get the advice and guidance you need. Keep asking questions until you are certain you are doing the appropriate thing.

SECTION 3

Taking Action

Each of us is responsible for acting ethically in the conduct of Shell's business activities.

Our company

Shell US is responsible for implementing our ethics and compliance program, updating and distributing this Code, and making other resources available to employees. We will provide information to help all employees understand and live up to our Code by offering:

- clear policies and procedures,
- training and education,
- resources where employees can get advice, raise concerns, and make reports,
- Ethics and Compliance HelpLine, and
- Ethics and Compliance Office.

All conversations, calls, and reports made in good faith will be taken seriously. Our company will investigate all reported concerns — promptly and as confidentially as possible and resolve those concerns appropriately. If, after investigation, we find that the Code has been violated, we will take appropriate action, which may include notifying the appropriate governmental agency, instituting disciplinary action, and/or implementing system-wide changes. Not only must we deal with an individual situation where our Code was not followed, but we must also take action, as needed, so that similar problems do not reoccur.

Managers and supervisors

Managers and supervisors are expected to provide timely advice and guidance to employees on ethics and compliance concerns. The more we talk openly about ethics and compliance, the clearer everyone will be about what is expected. Managers and supervisors must take the lead by being open and honest about business conduct.

Managers and supervisors shall:

- foster working conditions that reduce business risk and that support ethics and compliance;
- work with their Ethics and Compliance Manager to provide copies of this Code to employees, suppliers, vendors, contractors, and joint venture partners;
- lead by example;
- positively promote the need to follow the laws, regulations, and policies that control our business;
- encourage employees to ask questions and get advice before they act;

- take prompt action to answer questions and concerns;
- ensure employees receive ethics and compliance training;
- monitor the continued effectiveness of our policies and training;
- implement control measures to detect compliance risks and concerns;
- take prompt action to correct problems in compliance;
- consult with Legal Services as necessary; and
- contact their Ethics and Compliance Manager if a policy does not seem effective.

Employees

Employees shall:

- read, understand, and comply with this Code of Conduct;
- learn the details of the policies that specifically impact your work assignments;
- check the Ethics and Compliance Website for more specific guidance;
- use the resources available to you for guidance and assistance;
- take the training that is required to do your job;
- cooperate in internal investigations about a reported ethics or compliance matter;
- be sure that your actions are lawful and ethical;
- where you are uncertain about the right course of conduct, ask questions and get advice before you act; and
- report any concerns or suspected violations.

Reporting suspected violations of our Code of Conduct

If you believe that someone associated with Shell US (including employees, suppliers, vendors, contractors, and joint venture partners) has violated a provision of our Code of Conduct, you are expected to bring the matter in good faith to the attention of your supervisor or manager, your Human Resources representative, your organization's Ethics and Compliance Manager, Legal Services, or the Ethics and Compliance Office. You can make reports by telephone, through e-mail, in person, or by contacting our Ethics and Compliance HelpLine. You have a personal responsibility to report activity that appears to violate this Code or laws or regulations. We will investigate all reported matters promptly and as confidentially as possible. Shell US will take corrective action and make necessary changes.

We expect every employee to cooperate with lawful investigations into allegations that our Code, policies or laws have not been followed. Shell US will cooperate with lawful government investigations. When we are notified of an external investigation, we will take prompt action to preserve documents that may be relevant.

How the Ethics and Compliance HelpLine works

You can always call our Ethics and Compliance HelpLine at (800) 738-1615 to ask a question, express a concern, or report a possible violation of laws, regulations, or our Code. An independent organization answers this telephone line twenty-four hours a day, seven days a week.

When reporting a concern or making an allegation, you will be asked to provide the name of your organization, the name of the people involved, and other details so that the Company can investigate. Every concern or allegation is handled promptly, discretely, and professionally. Shell US will investigate reports of illegal or unethical conduct and take appropriate action to resolve each reported matter.

All calls to the Ethics and Compliance HelpLine are handled as confidentially as possible. If you prefer, you may remain anonymous although this may make it more difficult to investigate and resolve your concern.

Prohibition against retaliation

Shell US will not retaliate against any person who brings an ethics or compliance issue to our attention in good faith. Individuals who raise concerns or who help to resolve reported matters are protected against retaliation. However, anyone who uses the ethics and compliance program to spread falsehoods or threaten others, or with the intent to damage another person's reputation, will be subject to disciplinary action.

Disciplinary action

Violations of this Code, laws, or regulations can have severe consequences for you and for Shell. Some violations may be criminal in nature and punishable by fine or imprisonment of individuals. Violations can jeopardize our relationships with our customers and suppliers, and could result in our loss of the privilege to do business in the United States or elsewhere. Employees who violate this Code, laws, or regulations are subject to disciplinary action up to and including termination of employment.

Discouraging other employees from getting the help they need is prohibited and could result in disciplinary action.

Please refer to page 36 for guidance on addressing employment-related concerns.

SECTION 4

Shell General Business Principles

The Shell General Business Principles apply to every organization affiliated with the Royal Dutch/Shell Group of Companies throughout the world. These are our unifying principles.

Objectives

The objectives of Shell companies are to engage efficiently, responsibly and profitably in the oil, gas, chemicals and other selected businesses and to participate in the search for and development of other sources of energy. Shell companies seek a high standard of performance and aim to maintain a long-term position in their respective competitive environments.

Responsibilities

Shell companies recognize five areas of responsibility:

To shareholders

To protect shareholders' investment, and provide an acceptable return.

To customers

To win and maintain customers by developing and providing products and services which offer value in terms of price, quality, safety and environmental impact, which are supported by the requisite technological, environmental and commercial expertise.

To employees

To respect the human rights of their employees, to provide their employees with good and safe conditions of work, and good and competitive terms and conditions of service, to promote the development and best use of human talent and equal opportunity employment, and to encourage the involvement of employees in the planning and direction of their work, and in the application of these principles within their company. It is recognized that commercial success depends on the full commitment of all employees.

To those with whom they do business

To seek mutually beneficial relationships with contractors, suppliers, and in joint ventures and to promote the application of these principles in so doing. The ability to promote these principles effectively will be an important factor in the decision to enter into or remain in such relationships.

To society

To conduct business as responsible corporate members of society, to observe the laws of the countries in which they operate, to express support for fundamental human rights in line with the legitimate role of business and to give proper regard to health, safety and the environment consistent with their commitment to contribute to sustainable development.

These five areas of responsibility are seen as inseparable. Therefore it is the duty of management continuously to assess the priorities and discharge its responsibilities as best it can on the basis of that assessment.

Economic Principles

Profitability is essential to discharging these responsibilities and staying in business. It is a measure both of efficiency and of the value that customers place on Shell products and services. It is essential to the allocation of necessary corporate resources and to support the continuing investment required to develop and produce future energy supplies to meet consumer needs. Without profits and a strong financial foundation, it would not be possible to fulfill the responsibilities outlined above.

Shell companies work in a wide variety of changing social, political and economic environments, but in general they believe that the interests of the community can be served most efficiently by a market economy.

Criteria for investment decisions are not exclusively economic in nature but also take into account social and environmental considerations and an appraisal of the security of the investment.

Business Integrity

Shell companies insist on honesty, integrity and fairness in all aspects of their business and expect the same in their relationships with all those with whom they do business. The direct or indirect offer, payment, soliciting and acceptance of bribes in any form are unacceptable practices. Employees must avoid conflicts of interest between their private financial activities and their part in the conduct of company business. All business transactions on behalf of a Shell company must be reflected accurately and fairly in the accounts of the company in accordance with established procedures and be subject to audit.

Political Activities

Of companies

Shell companies act in a socially responsible manner within the laws of the countries in which they operate in pursuit of their legitimate commercial objectives.

Shell companies do not make payments to political parties, organizations or their representatives or take any part in party politics. However, when dealing with governments, Shell companies have the right and the responsibility to make their position known on any matter which affects themselves, their employees, their customers, or their shareholders. They also have the right to make their position known on matters affecting the community, where they have a contribution to make.

Of employees

Where individuals wish to engage in activities in the community, including standing for election to public office, they will be given the opportunity to do so where this is appropriate in the light of local circumstances.

Health, Safety and the Environment

Consistent with their commitment to contribute to sustainable development, Shell companies have a systematic approach to health, safety and environmental management in order to achieve continuous performance improvement.

To this end, Shell companies manage these matters as any other critical business activity, set targets for improvement, and measure, appraise, and report performance.

The Community

The most important contribution that companies can make to the social and material progress of the countries in which they operate is in performing their basic activities as effectively as possible. In addition Shell companies take a constructive interest in societal matters which may not be directly related to the business. Opportunities for involvement — for example through community, educational or donations programs — will vary depending upon the size of the company concerned, the nature of the local society, and the scope for useful private initiatives.

Competition

Shell companies support free enterprise. They seek to compete fairly and ethically and within the framework of applicable competition laws; they will not prevent others from competing freely with them.

Communication

Shell companies recognize that in view of the importance of the activities in which they are engaged and their impact on national economies and individuals, open communication is essential. To this end, Shell companies have comprehensive corporate information programs and provide full relevant information about their activities to legitimately interested parties, subject to any overriding considerations of business confidentiality and cost.

Shell US Ethics and Compliance Policies

We will comply with both the letter and the spirit of all applicable laws, regulations, and policies. Everyone associated with Shell US must ensure compliance — it is critical to the way we do business. Our Ethics and Compliance Website includes the full text of each of these policies. You must check the full text of any compliance policy about which you may have a concern or question for it takes precedence over any respective policy discussion in this Section.

ANTITRUST**Policy Overview**

We believe that open competition in a free marketplace will lead to appropriate prices and promote an efficient and productive economy. Federal and state antitrust laws prohibit agreements that unreasonably restrain trade and anti-competitive behavior that results in monopolies. These laws apply to conduct that has economic effects regardless of where it occurs.

- We are committed to fair sales practices.
- We will not engage in practices that would unfairly restrain trade or exclude competitors from the marketplace.
- We will not communicate or agree, formally or informally, with competitors to fix or stabilize prices, limit production, allocate markets or customers, or boycott customers or suppliers.

Key Requirements

Failure to comply with antitrust laws can be extremely damaging to Shell and its employees. You must bring business dealings that raise questions or concerns about antitrust to the attention of Legal Services.

Because antitrust law is complex, we have identified several practices that are generally viewed as violating these laws. Questions about these laws and how they apply to specific business transactions must be discussed with Legal Services.

Generally, the antitrust laws prohibit the following conduct:

- **Price Discrimination** — selling the same product at different prices to different customers when that price difference might have an adverse effect on competition. In general, we should treat all similarly situated customers the same. This rule is subject to numerous exceptions and qualifications. Therefore, you must work closely with our attorneys to approve our pricing practices and review any deviation from established procedures.
- **Price Fixing** — agreements or understandings between competitors to raise, lower, maintain, stabilize, or otherwise fix prices. Competitors may not agree on the prices they will charge for their products. No employee shall ever discuss pricing practices with a competitor except where that competitor is a customer and the discussion is in conjunction with a specific sales transaction in the normal course of business.
- **Minimum Resale Price Maintenance** — dictating to our distributors the minimum prices at which they should sell our products. Such “vertical” price fixing is per se illegal.

- **Bid Rigging** — agreements or understandings between competitors to rig bids or proposals, such as by (1) agreeing upon prices or other terms and conditions; (2) agreeing to rotate or alternate submission of bids, or (3) agreeing that one competitor will bid for certain contracts or customers while other competitors will bid for different contracts or customers.
- **Market Division** — agreements or understandings by which competitors divide the market in which they compete, such as by allocating customers, territories, or products among themselves.
- **Boycotts or Concerted Refusals to Deal** — agreements or understandings by which two or more companies jointly refuse to do business with other companies for the purpose of eliminating competition. As a company, we can decide with whom we wish to do business. But we cannot exercise this right in conjunction with other companies. That would be a boycott—which is illegal.
- **Tying Arrangements** — transactions in which a customer's purchase of a product that it wants is conditioned on purchase of another product that the customer does not want, where the seller has a very strong market position ("market power") with respect to the product the customer does want. Each of our products and services should be able to stand in the marketplace on its own.
- **Monopolization** — attempting to achieve, achieving, or maintaining "monopoly power", i.e. the ability to control prices or exclude competition, through illegal or unfair exclusionary practices, in a particular market. While we believe that Shell US does not have — nor is it likely to have — a monopolistic position in any relevant market, we cannot be sure that a court of law would not define a relevant market so narrowly as to raise a question about monopolization.

Do's and Don'ts

- Antitrust is a very complex area. You are expected to always ask for advice from Legal Services before you act.
- If you are in a situation where others discuss topics that raise antitrust concerns, you must explain, "We do not engage in such conversations." If the discussion continues, you must leave the room and immediately contact Legal Services.
- Avoid conduct that could be termed "predatory." You must not set prices below cost in order to drive out a competitor, with the intention of raising prices to recoup losses when the competitor has been driven out of the marketplace. In general, sales prices that are below our marginal costs can be viewed as predatory.
- Ensure that your business decisions reflect your independent business judgment.
- Conduct business in a manner that does not appear "heavy handed" or otherwise subject to misinterpretation.
- Become familiar with our guidance and training materials.
- Remember that antitrust violations can have severe consequences for individuals, including imprisonment, and can result in major financial penalties and embarrassment for Shell.
- Use care in your writing and speech to avoid any statement that could be misconstrued to indicate an intent to act in a way that violates antitrust laws.

BOYCOTTS

Policy Overview

To comply fully with United States laws and regulations relating to foreign boycotts, we may never refuse to do business with any country, company, or person not expressly sanctioned by the United States government. Our policy applies to all commercial transactions—whether Shell is buying or selling goods or services.

Key Requirements

United States laws prohibit anyone connected with Shell US from participating in boycotts against countries friendly to the United States. We are required to report to the U.S. government both legal and illegal boycott requests as well as requests for information (see below) as a condition to the sale of goods or services. While these laws were passed primarily to address the Arab boycott of Israel, they apply to boycotts of any country friendly to the U.S.

We must not provide information of any kind that will violate U.S. anti-boycott laws and regulations. If you receive an oral or written request, you must report the situation immediately to Legal Services. Do NOT take any action on such request until you receive legal advice.

Do's and Don'ts

- Here are some examples of boycott and information requests that Shell cannot agree to and which you must report immediately:
 - “Certify that the goods are not of Israeli origin.”
 - “Certify that the vessel or shipping company is not on the Arab boycott list.”
 - “Certify that the vessel is eligible to enter” the boycotting country’s port.
 - “Do you have a factory in Israel?”
 - “Identify the race, religion, sex, and national origin of all Shell employees who will work on this project or contract.”
 - “Certify that Shell does not have an office or branch in a listed country.”
- Remember that most boycott requests originate from countries that are part of the Arab League. Review with care any business transaction with these countries.
- Check with Legal Services for up-to-date information about countries that are described as “boycotting.”
- You must examine purchase orders, contracts, letters of credit, invitations to bid, and other types of requests for information to ensure that they do not contain any boycott-related request.

CONFLICTS OF INTEREST

Policy Overview

We must adhere to Shell US's policy regarding outside employment and interests, financial or other participation in businesses, ownership of mineral and other interests, contractor and supplier relations, and gifts and entertainment. Our conduct in each of these areas is important since it reflects upon corporate credibility, ethics and reputation.

In general, if you think a conflict of interest may exist, it is your responsibility to excuse yourself from making any decisions about the issue at hand, disclose in writing the relevant facts and explain the circumstances that create or could create the conflict of interest to your immediate supervisor or manager, your Human Resources representative, Legal Services, the Ethics and Compliance Manager for your organization or the Ethics and Compliance HelpLine. Where applicable, contract workers must disclose such information in writing to the Shell US manager/supervisor of the business unit or work group for whom they are performing work.

Key Requirements

- **Outside Employment and Interests.** Regular full-time employees shall not hold jobs with other employers or engage in outside businesses or other interests (including self-employment) that adversely impact their job performance or Shell US interests.
- **Any Direct or Indirect Financial or Other Participation in Business.** If you or any of your immediate family members (spouse, domestic partner, child(ren), parent(s)) have any direct or indirect financial or other participation in any business which competes with, is a supplier of goods or services to (including any company that provides goods or services to such suppliers), or is a customer of Shell US (or any potential competitor, supplier, or customer), you must disclose such to Shell US and receive written Shell US management approval before any business is transacted with such business. Please refer to the full text of the policy for exceptions to this restriction.
- **Ownership of Mineral and Other Interests.** Except where written permission is given by Legal Services, neither you nor your immediate family member may purchase directly or indirectly, an interest in oil, gas, or various other mineral resource deposits, or in lands that may contain such deposits or a related venture. You may own, without written permission by Legal Services, any tract of land where the mineral or royalty interest is acquired along with the surface rights, provided the mineral or royalty interest is not a primary consideration in acquiring the land. If you receive an offer to purchase or lease a part or all of your mineral or royalty interest, you, when possible, must offer Shell US the right of first refusal.
- **Contractor and Supplier Relations.** Any relationship between you and a contractor or supplier must in no way compromise your ability to transact business on a professional, impartial and competitive basis or influence business decisions made by Shell US.

Conflicts of Interest *cont.*

- **Gifts and Entertainment.** For purposes of this policy, “gifts” and “entertainment” have the broadest meanings possible, including (but not limited to) gifts, trips, services, entertainment, and any other gratuitous item, event, benefit or thing of value. Winnings from lotteries, door prizes, raffles, contests, or other similar games of chance (“prizes”) are considered a special category of gifts and are treated separately. You must not accept gifts and/or entertainment from any person or business doing (or seeking to do) business with Shell US or give to any customer, contractor, supplier, vendor (or any potential such persons). The only exceptions to this policy are normal advertising giveaways of nominal value or social invitations that are deemed to be customary, reasonable and proper under the business circumstances. Furthermore, you are not to accept gifts or entertainment that:
 - you would be unable to reciprocate;
 - carry any business obligation whatsoever;
 - involve significant or “out of the ordinary” expense; or
 - present any potential embarrassment for you or Shell.

You may accept prizes of nominal value. If the prize is of more than nominal value and you are (or might be) in a position to influence or make decisions about doing business with Shell US the source of the prize, you must consult with your supervisor or manager before accepting the prize.

Never accept any gift or entertainment that violates any law or any Shell US policy, including but not limited to, policies against discrimination or harassment.

Conflicts of interest issues are particularly fact specific and thus it is difficult to define and illustrate every possible fact situation wherein a conflict of interest may exist. Accordingly, even if not specifically covered herein or in the full text of the policy, your situation may result in a conflict of interest and it is your responsibility to disclose the facts of the situation.

Do’s and Don’ts

- Refer to the full text of the Conflicts of Interest Policy to ensure proper compliance.
- Disclose to your Shell US supervisor/manager, your Human Resources representative, Legal Services, or the Ethics and Compliance Manager for your organization any situation that you believe creates or could create a conflict of interest. It is your responsibility to voluntarily do so without the need for any specific inquiry by your supervisor/manager. When in doubt, disclose the facts and get advice before you act.
- You should keep a copy of all approvals received from the Company. If others, who are unaware that you received approval for the relationship or activity, question whether the relationship or activity is appropriate under this policy, you will need to establish that you did receive approval to participate in the questionable relationship or activity.
- Determine if your organization or affiliated company has instituted more specific or stringent guidelines to which you are expected to adhere.
- Use Shell resources and assets only for Shell’s business purposes.

EQUAL OPPORTUNITY AND DIVERSITY

Policy Overview

We are committed to lawful human resources policies and practices in all aspects of employment, including recruiting, selection, hiring, evaluation, promotion, training, discipline, development, compensation, and termination. We will not tolerate unlawful discrimination of any kind. We provide equal opportunity to all employees consistent with employment requirements and qualifications.

A diverse workforce is our future. Shell actively supports the attraction, development, retention and promotion of diverse talent. As a business imperative, diversity provides Shell the opportunity to increase our effectiveness in an ever-changing world.

Key Requirements

We will follow the applicable labor and employment laws wherever we have operations. This includes observing laws covering freedom of association, affirmative action, privacy, the right to engage in concerted activity and collective bargaining, child labor, and the elimination of unlawful employment discrimination.

Our employment-related decisions are made regardless of a person's race, color, sex, national origin, age, marital status, religion, disability, sexual orientation, veteran status or other protected status. All company facilities are provided to employees on a lawful and nondiscriminatory basis.

We will have a systemic approach to diversity management and will develop annual diversity plans that will help us achieve a diverse workforce. We will establish annual diversity plans, goals and targets for improvement, measures, and appraise and report business performance.

Small businesses and those owned by minorities and women play a vital role in the communities where they operate. Shell seeks out qualified minority and women-owned businesses capable of supplying the materials, equipment and services we need.

Do's and Don'ts

- You should promote and support affirmative action programs in order to realize the full potential of employees at all Shell locations.
- If you have a question about laws, contact Shell US's Equal Opportunity Office. You can obtain the contact information from your HR representative.
- Review your own decisions to ensure that merit and business considerations drive your actions — rather than subtle bias.
- You are expected to report concerns about any equal opportunity to any of the resources listed on page 7 or Shell US's Equal Opportunity Office.
- You should understand and leverage all of the ways that people are different to utilize a broad range of perspectives in your decision-making. We believe that a diverse workforce is a more creative and productive workforce. Through our differences, we can improve our ability to solve problems.
- You should seek out qualified minority and women-owned businesses with whom to do business, when possible and appropriate.

EXPORT CONTROL AND INTERNATIONAL TRADE

Policy Overview

Shell is a global company. Our contacts with foreign parties and other Shell affiliates around the world increase daily due to our growth in international sales, procurement of components and parts from foreign subcontractors, and the overall global nature of Shell US and its affiliates. We cooperate regularly in research and development with friendly nations. U.S. laws are very specific about what we must do when an export of technology occurs. As a consequence, we must comply with the export control regulations of the United States concerning U.S. origin goods, technology, software, and services.

Anyone associated with Shell who is involved with the export or re-export of goods, services, technology, or software is responsible for knowing about and following the U.S. export control regulations which apply to their duties. We expect strict compliance with these rules, regardless of whether they impact the sale or transfer of goods, technology, software, or services to a Shell affiliate or to any third party.

Key Requirements

You are expected to obtain advice from the responsible Export Control Advisor or Legal Services before you make any commitments concerning export or re-export of goods, services, technology, or software. An oral discussion with any foreign person — even someone inside the United States — that discloses technical information is an export. We support several Export Control Advisors who can provide you with training, information, and advice. You can find a current list of advisors at: <http://swwus-exportcomply.shell.com/>

The following are examples of actions that may be covered by U.S. Export Control regulations:

- Dealings with nationals or representatives of Generally Embargoed Countries.
- The export of goods, services, technology, and software from the U.S
- The re-export of U.S. origin goods, services, technology, and software already outside of the U.S.
- The export and re-export of non-U.S. goods, technology, and software containing more than a nominal amount of U.S. content.

The terms “export” and “re-export” include physical shipment as well as the release of technical data, services, or software source code to a foreign national in the U.S. and abroad, electronic transmission of technical data and software, and the hand-carrying of technical data, software, samples, parts and professional equipment outside of the U.S.

Where necessary the appropriate Export Control Advisor will advise you on how to document the details of a transaction to demonstrate compliance with Shell’s responsibilities.

Do's and Don'ts

- You are responsible for knowing with whom you are dealing when it comes to the export of technical data.
- Make sure that you have the appropriate export control authorization in place before you act.
- All marketing presentations and briefings made to foreign persons — even to individuals who are legitimately within the United States — may be an export of technical data. If you are not certain of the export control status of your presentation or briefing, contact your Export Control Advisor.
- Displaying any technical data at both foreign and domestic trade shows may require export authorization. Check in advance with your Export Control Advisor.
- Sending technical data or hardware, or having technical discussions with employees of Shell who are in foreign offices may require appropriate export authorization prior to export. Check in advance with your Export Control Advisor.
- In some circumstances, you will need to obtain approval before you can send proposal information to a foreign customer. No proposal to sell or to export products and/or technical data can be made until there is satisfactory information regarding the end-use, end-user, and the country of ultimate destination.
- You must not do anything that would facilitate business with any Generally Embargoed Country.

HARASSMENT

Policy Overview

Shell considers behavior that is offensive and unwelcomed or unreasonably disrupts another person in his or her work as harassment. We will not tolerate harassment of any type including that which may be unlawful (i.e., based on race, color, sex, national origin, age, marital status, religion, disability, sexual orientation, veteran status, or other protected status.)

Harassment can occur under many different conditions. The most common form of harassment is sexual harassment. In general, sexual harassment occurs when:

- a request for a date, a sexual favor, or other verbal or physical conduct of a sexual nature that is unwelcome is made a condition of employment or used as the basis for employment decisions; or
- an intimidating, offensive, or hostile work environment is created by unwelcome sexual advances, insulting jokes, or other offensive verbal or physical behavior of a sexual nature.

Harassment can take forms other than sexual harassment. Generally, harassment can include using language and/or exhibiting behavior that is or can be reasonably perceived as threatening and/or offensive and/or insulting. Examples include the use of derogatory, crude and/or insulting remarks or jokes directed at an individual(s) and/or at one of the protected statuses discussed above; calling individual(s) derogatory, crude or insulting names, and/or exhibiting conduct that can reasonably be viewed as obscene, insulting, threatening and/or unwelcomed.

Key Requirements

Harassment — no matter what the basis — is inappropriate and unacceptable. Submission to such harassment (including, for example, a request for sexual favors) is never a term or condition of employment for any person associated with Shell US. You don't have to keep silent if you believe you are being harassed or if you observe harassing behavior. Our goal is to immediately resolve any situation where individuals report that harassment may have occurred. You have the right to be free from improper or offensive conduct at work.

Do's and Don'ts

- Report harassment to any of the resources listed on page 7.
- Treat all employees, contract workers, customers, vendors, and visitors with respect, courtesy, and dignity.
- Do not make unwelcome, insulting, or offensive remarks or take unwelcome, insulting or offensive actions. If one of your comments or jokes offends someone else, it may be seen as harassing.
- Speak up and tell a person if you are upset by his/her choice of words. Explain why your colleague's comments offend you. Ask him/her to stop.
- Avoid making jokes or comments or using nicknames if you question their appropriateness.
- To maintain a work atmosphere free from harassment, exercise good judgment in your relationships with co-workers and others in the work place.
- Don't show favoritism on performance evaluations or in other actions based on personal relationship.

HEALTH, SAFETY AND THE ENVIRONMENT

Policy Overview

We are committed to achieving excellence in our health, safety and environmental performance like any other critical business activity. Our overriding goals are to do no harm to people, to protect our natural environment and to comply with all health, safety, and environmental laws and regulations. To demonstrate our commitments, we regularly report to the public on our health, safety, and environmental performance.

We provide a safe and healthy working environment for everyone associated with Shell. We are committed to the belief that all accidents and occupational illnesses and injuries are preventable. Serious or fatal injuries resulting from our activities are unacceptable.

We develop and use energy resources, products, and services that contribute to the sustainable development of our natural resources. Reporting and alleviating suspect hazards are requirements.

Key Requirements

We aim to play an industry-leading role in promoting best practices. As part of the Royal Dutch/Shell Group, Shell US has adopted a systematic approach to health, safety and environmental management which establishes an assurance process for legal compliance and continuous improvement in performance. Our contractors and joint venture partners are expected to be as committed to health, safety and environmental protection as we are. Together, we set targets for improvement and measures and we appraise and report performance. We foster awareness and responsibility among our suppliers and customers.

Health, safety and environmental performance are key factors in evaluating and rewarding our employees and in selecting contractors.

We provide on-going training to ensure that our commitments to excellence in health, safety and environmental practices are shared by all Shell US employees.

Do's and Don'ts

- Refer to Shell's Manual for Reporting Suspect Hazards (available through the Ethics and Compliance Website) when dealing with suspect or actual hazards to the environment. It is critical that you make reports to the proper authorities in the shortest possible time.
- All of our facilities must operate with the necessary permits, approvals, and controls that are designed to protect health, safety and the environment. Become familiar with the laws, regulations, policies, and procedures that apply to your own job duties.
- Properly and safely handle and dispose of hazardous materials.
- Immediately alert your supervisor or manager to any situation involving the discharge of a hazardous substance or any situation, which could potentially harm people or damage the environment.
- Use required personal protective equipment.
- Follow your organization's procedures for making immediate reports of workplace injuries, unsafe work practices or condition, or any other type of safety or environmental hazard.
- Take appropriate action if you believe an unsafe condition exists.

IMPROPER PAYMENTS AND FOREIGN CORRUPT PRACTICES ACT

Policy Overview

You shall never make improper or illegal payments of any kind to any person. Improper payments violate Shell values, principles, and this Code. The direct or indirect offer, payment, solicitation or acceptance of bribes in any form are unacceptable practices.

Improper payments include actions that violate the federal Foreign Corrupt Practices Act. This law prohibits giving anything of value to officials or their family members for the purposes of obtaining business. It prohibits unlawful political contributions to obtain or retain business. Finally, it prohibits the use of false accounts or records in international business.

The Foreign Corrupt Practices Act mandates that Shell US keep an accurate accounting of all financial transactions, including payment of commissions, consulting fees, service fees, gratuities, etc., and characterize all financial transactions accurately in Shell US's financial records. The act mandates that we maintain a system of internal controls to ensure that all such transactions are properly and fully recorded, and that our records reasonably and fairly reflect the transactions and dispositions of Shell US's assets. Although, under certain circumstances, facilitation payments are allowed under the Foreign Corrupt Practices Act, Shell's policy is that you may not make facilitation payments in any circumstance.

Key Requirements

Employees must never accept or give a bribe or kickback for any reason. A kickback is the giving or accepting of money, gifts, or anything of value which is either directly or indirectly provided in return for favorable treatment. Employees must never give or receive any kind of hidden payment for the purpose of influencing the recipient's judgment about our products and services.

You must never offer anything of value to obtain any improper advantage when selling our goods and services, conducting financial transactions, or representing Shell's interests before a representative of any government. Many countries prohibit the bribery of their own public officials. Many, like the United States, also prohibit the bribery of officials of other countries.

Do's and Don'ts

- Become familiar with the applicable foreign and U.S. laws governing your work.
- Use caution when giving a gift or anything of value or providing entertainment to an official. In some circumstances, these actions could be misconstrued as illegal payments or bribes to an official or as a facilitation payment.
- Be careful when retaining agents to represent Shell's interests outside of the United States. Foreign consultants, agents, sales representatives, distributors, or contractors must comply with this policy.
- Do not establish or maintain an unrecorded fund or asset.

INFORMATION TECHNOLOGY SERVICES AND COMMUNICATION SYSTEMS

Policy Overview

Shell's information technology services (including e-mail, Internet access, Shell Wide Web, World Wide Web, computers, and servers) and communication systems (including voice mail, e-mail, on-line chat and bulletin boards, telephones, facsimile machines, and teleconferencing services) are valuable company property and intended for business use. Shell US has the right to review the information contained in these services and systems in the ordinary course of business.

Key Requirements

Our information technology services and communication systems should be used to exchange information that is business related. If you wish to keep information private, it should not be created or stored on the company's systems.

On occasion and within reasonable limits, you may use these services and systems for necessary personal reasons within the bounds of prudence and good judgment. Your personal use should not harm productivity, embarrass our company, or interfere with your regular work duties. Under no circumstances may you use any of our resources to send or receive illegal, harassing, offensive, obscene, or hateful or otherwise inappropriate materials of any kind.

We must protect our services and systems from unauthorized access by outsiders. Most of the software for services and systems is licensed for our business use only. Software may not be copied for other kinds of business or home use, or shared with others unless an appropriate license is executed.

Do's and Don'ts

- Access to our information technology services and communication systems is a privilege and not a right. You must agree to abide by our policies and work rules in exchange for the privilege of services and system access.
- Safeguard your passwords and follow all directions concerning services and systems security. Security is everybody's responsibility.
- Do not use our e-mail system to send or receive messages that violate our company's policies or that discloses personal or inappropriate information about others without their authorization. Get advice from Legal Services about data protection legislation when sending information outside of the U.S. concerning individuals who are living.
- When you communicate with staff in other Shell companies and with other individuals, follow the Shell Business Communications Principles. (See <http://sww.shell.com/bcp>) This will ensure that you do not expose Shell's business interests to unacceptable risks in the areas of import and export of technology, transmission of data across national borders, and intellectual property.
- Do not use these services and systems to access pornographic or any other inappropriate information.

INSIDER TRADING

Policy Overview

You may learn of material inside information about the Royal Dutch/Shell Group of Companies, or other companies, before this information is known publicly. It is illegal to buy or sell stock in any company while possessing material inside information about that company, or to pass this information on to someone else who then buys or sells stock. This restriction applies to your spouse, children and other people living in your household.

Examples of inside information include knowledge about unannounced marketing plans, new product releases, financial data, changes in dividends or earnings, mergers or acquisitions, stock splits, or business strategies.

“Material inside information” includes information that is not available to the public at large which could affect the market price of a security and to which a reasonable investor would attach importance in deciding whether to buy, sell, or retain the security. Both positive and negative information can be “material.”

Information is considered to be available to the public when it has been released through appropriate channels, such as press releases, and enough time has elapsed to permit the investment market to absorb and evaluate this information. Usually, this means that two or three days have elapsed after release of material information before an individual may resume trading in that company’s stocks and securities.

We will comply with all applicable laws on insider trading. If your job gives you access to material inside public information about Shell, you must refrain from engaging in any transaction involving the shares of Royal Dutch Petroleum Company or The “Shell” Transport & Trading Company while you possess that material inside information.

Also to assure compliance with federal laws on insider trading, if you come into possession of material inside information about another company in the course of your employment with Shell US, you must refrain from engaging in any transaction involving that company’s securities until such information becomes public.

Key Requirements

Trading in a company’s stock (whether Shell or any other company) while possessing material inside information about that company acquired in the course of your job is prohibited.

Disclosure of material inside information about a company (whether Shell or any other company) to anyone that might use that information to deal in the securities of that company is also prohibited.

Certain restrictions exist with respect to the purchase and sale of Shell stock and you should consult Shell US’s policy on Insider Trading prior to making a purchase or sale.

Do's and Don'ts

- Never disclose any material inside information regarding Shell's business or operations to any outside person unless a member of senior management authorizes you to do so.
- If you have material inside information about Shell or about any other company, you must not permit an immediate family member or a member of your household to buy or sell the stock of that company.
- Be particularly careful when dealing in calls and puts of any company, or the securities of any company that could be substantially affected by yet-to-be-disclosed actions of Shell.
- Certain employees because of their job position, may be restricted from engaging in transactions involving securities of Royal Dutch Petroleum Company or The "Shell" Transport & Trading Company, during certain "blackout periods." Shell US will notify those employees of the "blackout periods."

POLITICAL ACTIVITIES

Policy Overview

Shell does not make payments (either directly or indirectly) to political parties, political organizations or their representatives. Shell does not take any part in party politics. Shell US is proud of its participation in public debate about issues that impact its legitimate business goals. Shell US has the right to make its position known on matters that impact its people, activities, communities, and society at large.

U.S. law and the laws of many states prohibit corporate contributions to political candidates or officeholders. We comply with all laws regulating Shell's participation in political affairs, including contributions to political parties, political committees, or individual candidates. In addition, company funds and resources will not be used, even in those states where the law permits corporate political contributions or expenditures, to contribute to political campaigns, or for gifts or payments to any political party, political candidate, or any of their affiliated organizations or to fund trade associations' or other entities' political activity ("soft money").

Key Requirements

We encourage our employees to be informed voters and to get involved in the political process. Your participation, including contributions of time or money, are entirely voluntary. While you are doing so, be sure to convey that you are speaking for yourself and not on behalf of Shell US. You will not be reimbursed by Shell US for any personal political contributions.

U. S. laws and many state laws provide for the creation of independent political action committees that make political contributions on behalf of their members. You may choose to participate in Shell U.S.'s Political Action Committee (PAC). The PAC channels members' voluntary contributions to those candidates whose political philosophies are consistent with Shell US's.

Do's and Don'ts

- You must not use work time, telephones, communications services or systems, or any other type of company resource to solicit for a political campaign or candidate. Do not loan company property for use in a political campaign.
- Some Shell US employees engage in lobbying to promote our company's legitimate concerns. If that is part of your job, become familiar with all laws and regulations that control our company's political activities.
- Do not use your position with Shell US to try to influence any other person to contribute to or support political parties or candidates for office. However, employees are free to comment on issues of importance to them or Shell US.
- Remember that contributions to PAC's are not tax deductible.
- Do not expense any political contributions or soft money payments.

PROTECTION OF PHYSICAL AND INTELLECTUAL ASSETS

Policy Overview

Shell's assets — both physical and intellectual — are highly valuable and are intended for use only to advance Shell's business purposes and goals. These assets must be secured and protected in order to preserve their value.

Key Requirements

Each of us is entrusted with Shell's assets in order to do our jobs. Each employee is personally responsible for safeguarding Shell's assets, including equipment, buildings, tools, funds, accounts, supplies, computer programs, information, technology, documents, know-how, data, patents, trademarks, copyrights, etc., and any other resources or property of Shell, and for using these assets and resources appropriately.

We protect against the waste, loss, damage, misuse, theft, misappropriation, or infringement of Shell's assets, and we use Shell's assets in responsible ways.

We respect the physical and intellectual assets of others. Consequently, we do not knowingly damage or misappropriate the physical assets of others; infringe valid patents, trademarks, or copyrights of others; misappropriate confidential information in violation of the rights of others; or use or disclose confidential information of others without proper authority. We expect others to show the same respect for Shell's physical and intellectual assets.

Do's and Don'ts

- Use Shell's assets to accomplish its business purposes.
- Take care to prevent waste, loss, damage, misuse, theft, misappropriation, or infringement of Shell assets.
- Notify Shell US of any inventions made in the United States during or as a result of employment by Shell. Keep confidential and do not disclose or use any Shell confidential information without proper authorization.
- Comply with specific restrictions placed on the use and/or transfer of Shell assets.
- Avoid the unauthorized receipt of proprietary information from others. Do not disclose to Shell or use for Shell's business any confidential information in your possession as a result of prior employment with another company.
- Promptly send to Intellectual Property Services any unsolicited information on ideas and inventions received from others who are seeking Shell's acquisition of or participation in developing such ideas or inventions.
- Follow established guidelines and procedures in respect of authorities and approvals for dealings with third parties that involve Shell's assets.
- Follow established guidelines and procedures before publishing Shell information.
- Direct to Intellectual Property Services all matters related to the scope, infringement, and validity of Shell's patents or trademarks and the patents of others.

RECORDS AND DOCUMENTS RETENTION

Policy Overview

All entries in Shell US's books, records, and accounts and all documents created must be accurate, complete, and fairly reflect our business transactions. All financial transactions must conform with generally accepted accounting practices.

We create documents and records in the normal course of business to document our compliance with laws, regulations, and policies. We also keep records that preserve key historical information about our business.

We keep documents and records in forms that enable efficient retrieval. All company records will be kept for the shortest time needed to comply with applicable laws, regulations, policies and Shell US's records and documents retention program. We keep documents and records that describe our business activities for enough time to ensure that we have fulfilled our obligations and promises.

Documents and records are any medium, regardless of physical format, which memorializes information created or used by the company. This includes paper documents, audio or video tapes, magnetic or optical media, microfilm or microfiche, voice mail and computer-based information such as electronic mail, computer files on disk, servers or tape, and any other medium that contains information about a company organization or its business activities. Employees are prohibited from tampering with these documents or removing or destroying them prior to the dates specified in our retention program.

Key Requirements

Each organization must create its own records and documents retention program in alignment with Shell US's program. You may destroy records only by following an official retention schedule that sets out the maximum period of time a specific record shall be kept.

By carefully following records and documents retention schedules, we avoid judicial determinations that Shell US destroyed records deliberately to avoid legal liability.

Each employee must safeguard records entrusted to him or her. We maintain records with the appropriate level of privacy.

All records and documents must be accurately maintained, including our financial books and accounts, which must accurately reflect all transactions.

Do's and Don'ts

- If you are asked by any outside person, group, or agency to provide access to records maintained by Shell US, you must first discuss the request with Legal Services.
- Destroy all records and documents in accordance with your organization's records and documents retention program.
- You must stop any scheduled document destruction immediately upon learning that a lawsuit is threatened or receiving notice that a lawsuit has been filed for which those records might be relevant.
- Remember that information recorded electronically or via e-mail is a company record — just as is information recorded on paper.
- If you have a question on your organization's records and documents retention program, contact your Ethics and Compliance Manager.

SUBSTANCE ABUSE

Policy Overview

Our goal is a workplace free from substance abuse, including illegal or illicit use of drugs and abuse of alcohol. You are expected to be fit for duty and capable of performing your assigned responsibilities in a safe manner. You may not use, possess, manufacture, distribute, dispense, transport, promote or sell illegal drugs, drug paraphernalia, or otherwise legal but illicitly used substances while on Shell US business or premises. You are prohibited from being at work or on Shell US business while impaired by alcohol or with illegal or illicit substances present in your system. This prohibition includes prescribed or over-the-counter drugs not being used as intended and authorized.

We reserve the right to test employees to ensure compliance with our Substance Abuse Policy, including employees who appear to be unfit for work due to suspected alcohol abuse or illegal drug use. Some employees and their supervisors will be subject to random testing if their jobs are designated as safety or environmentally sensitive or they hold designated management positions. We reserve the right to conduct reasonable searches of individuals, their personal vehicles, effects, and other areas under the individual's control while on Shell US premises or engaged in Shell US business. You will not be detained or searched without your consent. However, your cooperation in a search is a condition of employment, and you may be terminated if you refuse to cooperate in a search.

Key Requirements

The prohibition against on-the-job impairment due to alcohol or the presence of illegal substances in the systems of employees includes prescribed or over-the-counter drugs that are not used as intended or authorized.

If you test positive for substance abuse, we may elect to send you to rehabilitation. Following rehabilitation, employees are normally returned to work in their former jobs. However, for health, safety, and environmental reasons, you will be required to participate in follow-up rehabilitation monitoring and testing for four years following your return to work.

Do's and Don'ts

- You should seek professional help if you have a problem with substance abuse before it adversely affects you personally or professionally. Under the terms of our Substance Abuse Policy, when you self-identify, we may be able to refer you to rehabilitation.
- If you are subject to random testing, you must notify Shell if you begin treatment for substance abuse on your own initiative.
- You must cooperate with reasonable searches.
- Prior to being tested, you must sign a consent and release form.
- If you are referred to rehabilitation, you must satisfactorily complete your prescribed treatment. You will be subject to periodic or unannounced follow-up testing for four years following your return to work.
- If you are convicted of a criminal drug violation, you must notify Shell US prior to reporting back to work but no later than five days following your conviction. If you are convicted of a felony drug violation, you will be subject to disciplinary action up to and including termination.

SECTION 6

Additional Resources

You have many additional resources where you can get advice and guidance. Remember, when in doubt, ask first.

RESOLVE

Shell US has a program you can use to address conflicts that occur in the workplace. These workplace conflicts include disagreements between employees, or disagreements between an employee and management, on issues such as promotions, raises, etc. The RESOLVE program was created so that we can solve these types of concerns quickly and fairly. If you are a non-represented employee (i.e., you are not represented by a union), you are required to use External Mediation in the RESOLVE program to address workplace concerns before you file a lawsuit against Shell US. We believe that early resolution benefits everyone.

If you have a work-related concern, seek help from the Shell Ombuds by calling 1-888-222-1890. More information about our RESOLVE program can be found at <http://shellresolve.shell.com>.

Shell US Ethics and Compliance Website (<http://swwus-ethics.shell.com>)

The Ethics and Compliance Website provides links to several other resources that employees can use to better understand the Shell General Business Principles and this Code.

Shell General Business Principles Portal

Shell has created a Shell General Business Principles (SGBP) Portal at <http://swweua1.shell.com/sgbp>. The SGBP apply to every organization affiliated with the Royal Dutch/Shell Group of Companies throughout the world. The purpose of this portal is to provide information on SGBP for all Shell employees and to encourage internal communication on SGBP issues. The portal offers many features, including:

- A Learning and Development Module,
- A Guide for Implementation,
- A Monitoring Module, and
- Information on Performance.

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