

Section 89(3)

Form 4.70

The Insolvency Act 1986
Members' Voluntary Winding Up
Declaration of Solvency Embodying a
Statement of Assets and Liabilities
Pursuant to section 89(3) of the Insolvency Act 1986

S89(3)

To the Registrar of Companies

For official use

Company Number

01570273

Name of Company

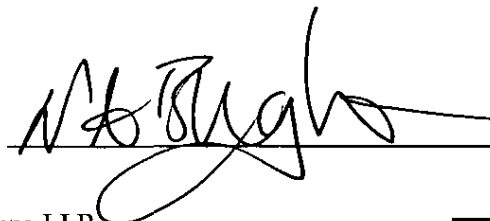
(a) **SHELL DEVELOPMENTS (CHINA) LIMITED**

We Elizabeth Anne Bingham
Ernst & Young LLP
1 More London Place
London
SE1 2AF

Kerry Lynne Trigg
Ernst & Young LLP
1 More London Place
London
SE1 2AF

Attached is a declaration of solvency embodying a statement of assets and liabilities.

Signed



Date

21/12/09

Presenter's name, address
and reference (if any):

Ernst & Young LLP
1 More London Place
London
SE1 2AF

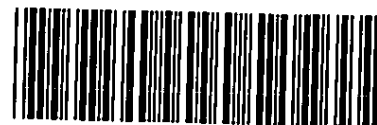
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For Official Use

Liquidation Section

Post Room

THURSDAY



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24/12/2009

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COMPANIES HOUSE

Section 89(3)

The Insolvency Act 1986
 Members' Voluntary Winding Up
 Declaration of Solvency
 Embodying a Statement of
 Assets and Liabilities

Company number 01570273
 Name of company **SHELL DEVELOPMENTS (CHINA) LIMITED**
 Presented by Ernst & Young LLP

Declaration of Solvency
 We

Simon Constant-Glema
 for and on behalf of
 Shell Corporate Director Limited
 Shell Centre, London, UK SE1 7NA

Karin J. Hawkins
 Shell Centre, London, UK SE1 7NA

Signed: Simon Constant-Glema Signed: K. J. Hawkins

being all the full board of the directors of **Shell Developments (China) Limited** do solemnly and sincerely declare that we have made a full inquiry into the affairs of this company, and that, having done so, we have formed the opinion that this company will be able to pay its debts in full together with the interest at the official rate within a period of 12 months, from the commencement of the winding-up.

I/We append a statement of the company's assets and liabilities as at 9 December 2009 being the latest practicable date before the making of this declaration.

I/We make this solemn declaration, conscientiously believing it to be true, and by virtue of the provisions of the Statutory Declarations Act 1835.

Declared at The Shell Centre, London SE1 7NA

this NINTH day of DECEMBER 2009

Before me,



Notary/Solicitor/Commissioner of Oaths

A Commissioner for Oaths
 Bankside House, 107 Leadenhall Street,
 London EC3A 4AF
 England
 (Iain Alexander Rogers)

Statement as at 9 December 2009 showing assets at estimated realisable values and liabilities expected to rank:

Assets and liabilities		Estimated to realise or to rank for payment to nearest GBP
Assets:		£
	Balance at bank	
	Deposits	0.00
	Cash in hand	0.00
	Marketable securities	0.00
	Dividends receivable	0.00
	Bills receivable	0.00
	Trade debtors	0.00
	Intercompany debtors	6,193,970.18
	Loans and advances	0.00
	Income tax recoverable	0.00
	Unpaid calls	0.00
	Stock in trade	0.00
	Work in progress	0.00
	Freehold property	0.00
	Leasehold property	0.00
	Plant and machinery	0.00
	Furniture, fittings, utensils, etc	0.00
	Patents, trade marks, etc	0.00
	Investments other than marketable securities	0.00
	Other property, viz	
	Estimated realisable value of assets	GBP 6,193,970.18
Liabilities:		
	Secured on specific assets, viz	0.00
	Secured by floating charge(s)	0.00
	Estimated cost of liquidation and other expenses including interest accruing until payment of debts in full	0.00
	Unsecured creditors (amounts estimated to rank for payment)	0.00
		GBP
	Trade accounts	0.00
	Taxation payable	0.00
	Accrued expenses	0.00
	Other liabilities (group)	0.00
	Contingent liabilities	
Estimated surplus after paying debts in full		6,193,970.18

Remarks: The costs of the liquidation are to be met by another group company.
The Company's functional currency is Renminbi, the surplus after paying debts in full at 9 December 2009 was CNY 68,782,180.63 exchanged at a rate of 1 GBP = 11.1047 on 9 December 2009.

A Commissioner for Oaths
Bankside House, 107 Leadenhall Street,
London EC3A 4AF
England
(Iain Alexander Rogers)