

Board and Committee Changes

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[Shell plc](#)

BOARD AND COMMITTEE CHANGES March 09, 2022

DIRECTOR CHANGE

[Shell plc](#) (the "Company") announces that Mr. Gerrit Zalm, Non-executive Director, member of the Audit Committee and member of the Remuneration Committee, will not stand for re-election at the 2022 AGM, having served as a Non-executive Director for more than nine years.

Sir Andrew Mackenzie, Chair of [Shell plc](#) said "Gerrit is a highly regarded and seasoned leader. We will miss his insightful counsel and deep understanding of global business and would like to thank him for his nine years of valuable contribution to the business".

BOARD COMMITTEE CHANGES

Audit Committee

Ms. Jane Holl Lute, a Non-executive Director, will step down from her role on the Audit Committee with effect from the conclusion of the 2022 Annual General Meeting (AGM), scheduled for May 24, 2022, and has been appointed a member of the Safety, Environment and Sustainability Committee effective on the same date.

Remuneration Committee

Mr. Bram Schot, a Non-executive Director, has been appointed a member of the Remuneration Committee with effect from the conclusion of the 2022 AGM, scheduled for May 24, 2022.

Following the conclusion of the 2022 AGM, the membership of each of the Board Committees will be as follows:

Committee

Membership

AUDIT COMMITTEE

Ann Godbehere (Chair)
Dick Boer
Martina Hund-Mejean

SAFETY, ENVIRONMENT AND SUSTAINABILITY COMMITTEE

Catherine Hughes (Chair)
Neil Carson
Jane Holl Lute
Bram Schot

NOMINATION AND SUCCESSION COMMITTEE

Sir Andrew Mackenzie (Chair)
Euleen Goh
Dick Boer
Ann Godbehere

REMUNERATION COMMITTEE

Neil Carson (Chair)
Euleen Goh
Catherine Hughes
Bram Schot

Anthony Clarke
Deputy Company Secretary

ENQUIRIES

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Cautionary Note

The companies in which [Shell plc](#) directly and indirectly owns investments are separate legal entities. In this disclosure "Shell", "Shell Group" and "Group" are sometimes used for convenience where references are made to [Shell plc](#) and its subsidiaries in general. Likewise, the words "we", "us" and "our" are also used to refer to [Shell plc](#) and its subsidiaries in general or to those who work for them. These terms are also used where no useful purpose is served by identifying the particular entity or entities. "Subsidiaries", "Shell subsidiaries" and "Shell companies" as used in this disclosure refer to entities over which [Shell plc](#) either directly or indirectly has control. Entities and unincorporated arrangements over which Shell has joint control are generally referred to as "joint ventures" and "joint operations", respectively. Entities over which Shell has significant influence but neither control nor joint control are referred to as "associates". The term "Shell interest" is used for convenience to indicate the direct and/or indirect ownership interest held by Shell in an entity or unincorporated joint arrangement, after exclusion of all third-party interest.

This disclosure contains forward-looking statements (within the meaning of the U.S. Private Securities Litigation Reform Act of 1995) concerning the financial condition, results of operations and businesses of Shell. All statements other than statements of historical fact are, or may be deemed to be, forward-looking statements. Forward-looking statements are statements of future expectations that are based on management's current expectations and assumptions and involve known and unknown risks and uncertainties that could cause actual results, performance or events to differ materially from those expressed or implied in these statements. Forward-looking statements include, among other things, statements concerning the potential exposure of Shell to market risks and statements expressing management's expectations, beliefs, estimates, forecasts, projections and assumptions. These forward-looking statements are identified by their use of terms and phrases such as "aim", "ambition", "anticipate", "believe", "could", "estimate", "expect", "goals", "intend", "may", "milestones", "objectives", "outlook", "plan", "probably", "project", "risks", "schedule", "seek", "should", "target", "will" and similar terms and phrases. There are a number of factors that could affect the future operations of Shell and could cause those results to differ materially from those expressed in the forward-looking statements included in this disclosure, including (without limitation): (a) price fluctuations in crude oil and natural gas; (b) changes in demand for Shell's products; (c) currency fluctuations; (d) drilling and production results; (e) reserves estimates; (f) loss of market share and industry competition; (g) environmental and physical risks; (h) risks associated with the identification of suitable potential acquisition properties and targets, and successful negotiation and completion of such transactions; (i) the risk of doing business in developing countries and countries subject to international sanctions; (j) legislative, judicial, fiscal and regulatory developments including regulatory measures addressing climate change; (k) economic and financial market conditions in various countries and regions; (l) political risks, including the risks of expropriation and renegotiation of the terms of contracts with governmental entities, delays or advancements in the approval of projects and delays in the reimbursement for shared costs; (m) risks associated with the impact of pandemics, such as the COVID-19 (coronavirus) outbreak; and (n) changes in trading conditions. No assurance is provided that future dividend payments will match or exceed previous dividend payments. All forward-looking statements contained in this disclosure are expressly qualified in their entirety by the cautionary statements contained or referred to in this section. Readers should not place undue reliance on forward-looking statements. Additional risk factors that may affect future results are contained in [Shell plc](#)'s Form 20-F for the year ended December 31, 2020 (available at www.shell.com/investor and www.sec.gov). These risk factors also expressly qualify all forward-looking statements contained in this disclosure and should be considered by the reader. Each forward-looking statement speaks only as of the date of this disclosure, March 9, 2022. Neither [Shell plc](#) nor any of its subsidiaries undertake any obligation to publicly update or revise any forward-looking statement as a result

of new information, future events or other information. In light of these risks, results could differ materially from those stated, implied or inferred from the forward-looking statements contained in this disclosure.

The content of websites referred to in this disclosure does not form part of this disclosure.

We may have used certain terms, such as resources, in this disclosure that the United States Securities and Exchange Commission (SEC) strictly prohibits us from including in our filings with the SEC. Investors are urged to consider closely the disclosure in our Form 20-F, File No 1-32575, available on the SEC website www.sec.gov.

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