

DON
MARKETING

Promotional Games & Contests

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Mr Richard Wiseman
General Counsel & Company Secretary
Shell UK Limited
Shell Mex House
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London WC2R ODX

2 June 1997
One Page Fax To:
0171 257 3303

Dear Mr Wiseman.

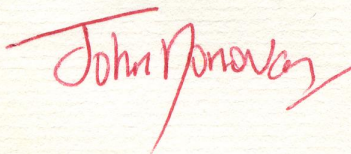
As you will be aware, it has been agreed that D J Freeman will now supply the detailed account on or before next Friday, 13th June.

We are pleased that Shell is dealing with this matter in a serious and constructive way. We will do likewise when the information is received. Indeed, it may take us some time to evaluate the detailed account and to obtain further advice from leading Counsel.

In this connection, as part of the detailed account, we would be grateful if Shell UK Ltd would confirm whether it has given information about the loyalty consortium project to associated Shell companies e.g. Shell International. If so, the date such information was first supplied would obviously be of relevance. Presumably this information would be contained within the documents already assembled by D J Freeman.

There is another issue which we consider to be an important factor in these matters. We would welcome your comments as to the legal status of Shell's Statement of General Business Principles e.g. do you consider that they are binding in honour only? We would include your response to this point in the information put before Counsel.

Yours sincerely



John Donovan
Managing Director

IMPORTANT: All business undertaken in accordance with our Trading Conditions, a copy of which may be obtained on request