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Elizabeth Murphy
Secretary
US Securities and Exchange Commission
100 F Street, NE
Washington, D.C. 20549-4628

Via e-mail: www.sec.gov/rules/proposed.shtml;
rule-comments@sec.gov

Subject: File Number S7-42-10
Release No. 34-63549

August 1, 2011

Dear Ms. Murphy:

We write in light of the recent decision by the US Court of Appeals for the District of Columbia in *Business Roundtable and Chamber of Commerce v. United States Securities and Exchange Commission, 2011* US App. Lexis 14988. In furtherance of our letters dated October 25, 2010, January 28, 2011, May 17, 2011 and July 11, 2011, we wish to provide greater clarity regarding our expected costs associated with the Commission's proposed rules in its release titled Disclosure of Payments by Resource Extraction Issuers (Release No. 34-63549). Specifically, we wish to inform the Commission that if it were to adopt rules requiring disclosure for immaterial projects, disclosure that by definition is not important to reasonable investors, our marginal costs for this additional disclosure, with the required changes to our financial systems, needed to gather, assure and disclose the proposed information, would be in the tens of millions of dollars. However, by revising its proposed rules to limit disclosure to material projects, those projects that a reasonable investor considers important, we have estimated that the increase in our marginal costs would be reduced very significantly. Therefore, we urge the Commission to limit disclosure to material project in accordance with its obligations under Section 3(f) and 23(a) of the Securities and Exchange Act of 1934 ("Exchange Act").

Further, as discussed in our previous letters, we believe the Commission must provide an exemption for disclosure if such disclosure is prohibited by the host foreign country's laws or regulations. As discussed in detail in our previous letters, we are subject to such prohibitions in two countries: China and Qatar.[1] We have, in aggregate, over $20 billion of investments in these countries. When operating in these countries we are required to follow all their respective laws and regulations. Like in the US, we are not permitted to pick and choose

[1] We have recently signed an agreement that would result in us ceasing extractive operations in Cameroon; we expect this transaction to close in September 2011.

which laws or regulations to follow. Accordingly, we urge the Commission to recognize our obligation, as a commercial enterprise, to respect the laws of these countries by providing an exemption from disclosure that is consistent with the exemption it has provided under its reserves disclosure rules in Instruction 4 to paragraph 2 of Item 1202 of Regulation S-K. We also note that such an exemption would be consistent with the US Foreign Corrupt Practices Act. If the Commission would choose not to provide such an exemption, this would potentially put at risk billions of dollars of our investments. We do not believe these implications were contemplated or intended in developing the Dodd Frank Act and feel the imposition of such consequences would not be consistent with the Commission obligations under Sections 3(f) and 23(a) of the Exchange Act.

We hope the Commission finds this letter useful in meeting its statutory obligations of Sections 3(f) and 23(a) of the Exchange Act. If you have any questions, please contact me at +31 70 377 3120 or Joe Babits at +31 65 258 6700.

Sincerely,

Martin J. ten Brink
Executive Vice President Controller

Cc: The Honorable Luis A Aguila
Commissioner
US Securities and Exchange Commission

The Honorable Kathleen L. Casey
Commissioner
US Securities and Exchange Commission

The Honorable Elisse Walter
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