

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

100406/40

BLUEPRINT

OneWorld

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online
Please go to www.companieshouse.gov.uk

☒ **What this form is for**
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

☐ **What this form is NOT for**
You cannot use this form to
notice of changes to the company
officers, registered office address
company type or information
relating to the company records



LD7 27/02/2013 #38
COMPANIES HOUSE

Part 1

Company details

The section must be completed by all companies

→ **Filling in this form**
Please complete in typescript or in
bold black capitals

All fields are mandatory unless
specified or indicated by *

A1 Company details

Company number 3 0 3 3 6 5 4

Company name in full Centrica plc

① **Company name change**
If your company has recently
changed its name, please provide
the company name as at the date of
this return

A2 Return date

Please give the annual return made up date. The return date must not be a future
date. The annual return must be delivered within 28 days of the date given below.

If you would like the company's made up date to be earlier than 1 October 2011,
please complete the AR01 appropriate for earlier made up dates.

Date of this return ② d 0 1 m 0 2 y 2 0 y 1 3

② **Date of this return**
Your company's return date
is usually the anniversary of
incorporation or the anniversary
of the last annual return filed at
Companies House. You may choose
an earlier return date but it must not
be a later date.

A3 Principal business activity

Please show the trade classification code number(s) for the principal
activity or activities ③

Classification code 1 3 5 1 1 0

Classification code 2 3 5 1 3 0

Classification code 3 3 5 2 1 0

Classification code 4 3 5 2 2 0

If you cannot determine a code, please give a brief description of your
business activity below

Principal activity
description 64209

③ **Principal business activity**
You must provide a trade
classification code (SIC code 2007)
or a description of your company's
main business in this section.

A full list of the trade classification
codes are available on our website
www.companieshouse.gov.uk

AR01**Annual Return**(For returns made up to a date on or **after 1 October 2011**)**A4****Company type^①**

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☒ Public limited company
☐ Private company limited by shares
☐ Private company limited by guarantee
☐ Private company limited by shares exempt under section 60
☐ Private company limited by guarantee exempt under section 60
☐ Private unlimited company with share capital
☐ Private unlimited company without share capital

① Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website
www.companieshouse.gov.uk

A5**Registered office address^②**

Building name/number	Millstream
Street	Maidenhead Road
Post town	Windsor
County/Region	Berkshire
Postcode	S L 4 5 G D

② Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form **AD01** and submit it together with this annual return

A6**Single alternative inspection location (SAIL) of the company records (if applicable)^③**

Building name/number	Aspect House
Street	Spencer Road
Post town	Lancing
County/Region	West Sussex
Postcode	B N 9 9 6 D A

③ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form **AD02** and submit it together with this annual return

A7**Location of company records^④**Please tick the appropriate box to indicate which records are kept at the SAIL address in **Section A6**

- ☒ Register of members
☐ Register of directors
☐ Directors' service contracts
☐ Directors' indemnities
☐ Register of secretaries
☐ Records of resolutions etc
☐ Contracts relating to purchase of own shares
☐ Documents relating to redemption or purchase of own share out of capital by private company
☐ Register of debenture holders
☐ Report to members of outcome of investigation by public company into interests in its shares
☐ Register of interests in shares disclosed to public company
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland
☐ Instruments creating charges and register of charges Scotland

④ Location of company records

If the company records are held at the registered office address, **do not** tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form **AD03** and submit it together with this annual return

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)**Part 2****Officers of the company**

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

Continuation pages

Please use a continuation page if you need to enter more officer details

Secretary**B1****Secretary's details ^①**

Please use this section to list all the secretaries of the company
For a corporate secretary, complete Section C1-C4

Title*	Mr
Full forename(s)	Ian Grant
Surname	Dawson
Former name(s) ^②	

① Secretary appointments

You may not use this form to appoint a secretary. To do this, please complete form **AP03** and submit it together with this annual return.

Corporate details

Please use **Section C1-C4** to enter corporate secretary details.

Secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH03**.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

B2**Secretary's service address ^③**

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Corporate secretary**C1 Corporate secretary's details ^①**

Please use this section to list all the corporate secretaries of the company

Corporate body/firm
name

Building name/number

Street

Post town

County/Region

Postcode

Country

① Corporate secretary appointments

You cannot use this form to appoint a corporate secretary. To do this, please complete form **AP04** and submit it together with this annual return.

Corporate secretary details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH04**.

This information will appear on the public record.

C2 Location of the registry of the corporate body or firm

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3 EEA companies ^②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/
firm is registered ^③

Registration number

② EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

C4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the
corporate body
or firm

Governing law

If applicable, where
the company/firm is
registered ^④If applicable, the
registration number**④ Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)**Director****D1****Director's details ①**

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Phillip Keague	
Surname	Bentley	
Former name(s) ②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div>d</div> <div>1</div> <div>d</div> <div>4</div> <div>m</div> <div>0</div> <div>m</div> <div>1</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>9</div>	
Business occupation (if any)	Company Director	

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form **AP01** and submit it together with this annual return.

Corporate details

Please use **Section E1-E4** to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH01**.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2**Director's service address ③**

Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div>	
Country		

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Director**D1****Director's details ①**

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	Sir
Full forename(s)	Roger Martyn
Surname	Carr
Former name(s) ②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d ₂ d ₂ m ₁ m ₂ y ₁ y ₉ y ₄ y ₆
Business occupation (if any)	Company Director

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2**Director's service address ③**

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1 Director's details ^①	
Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	
Full forename(s)	Margherita
Surname	Della Valle
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	Italian
Date of birth	<div>d1</div> <div>d3</div> <div>m0</div> <div>m4</div> <div>y1</div> <div>y9</div> <div>y6</div> <div>y5</div>
Business occupation (if any)	Company Director

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^①	
Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1

Director's details ^①

Please use this section to list all the directors of the company
For a corporate director, complete Section E1-E4

Title*	
Full forename(s)	Mary Elizabeth
Surname	Francis
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d2 d4 m0 m7 y1 y9 y4 y8
Business occupation (if any)	Company Director

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details

Please use Section E1-E4 to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2

Director's service address ^①

Building name/number	The Company's Registered Office
Street	
Post town	
County/Region	
Postcode	
Country	

① Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Vincent Mark	
Surname	Hanafin	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	d2 d7 m1 m0 y1 y9 y5 y9	
Business occupation (if any)	Company Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form **AP01** and submit it together with this annual return.

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH01**.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^①	
Building name/number	Millstream	
Street	Maidenhead Road	
Post town	Windsor	
County/Region	Berkshire	
Postcode	S L 4 5 G D	
Country	United Kingdom	

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①																
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4																
Title*	Mrs	① Director appointments You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return. Corporate details Please use Section E1-E4 to enter corporate director details. Director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01. ② Former name(s) Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.															
Full forename(s)	Lesley Mary Samuel																
Surname	Knox																
Former name(s) ^②																	
Country/State of residence	United Kingdom																
Nationality	British																
Date of birth	<table><tr><td>d</td><td>1</td><td>d</td><td>9</td><td>m</td><td>0</td><td>m</td><td>9</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>5</td><td>y</td><td>3</td></tr></table>		d	1	d	9	m	0	m	9	y	1	y	9	y	5	y
d	1	d	9	m	0	m	9	y	1	y	9	y	5	y	3		
Business occupation (if any)	Merchant Banker																

D2	Director's service address ^③	
Building name/number	The Company's Registered Office	③ Service address If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address. This information will appear on the public record.
Street		
Post town		
County/Region		
Postcode		
Country		

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	William Samuel Hugh	
Surname	Laidlaw	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div> <div>d0</div> <div>d3</div> <div>m0</div> <div>m1</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y6</div> </div>	
Business occupation (if any)	Chief Executive Officer	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^①	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1 Director's details ^①

	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4							
Title*	Mr							
Full forename(s)	Nicholas Lawrence							
Surname	Luff							
Former name(s) ^②								
Country/State of residence	United Kingdom							
Nationality	British							
Date of birth	d1	d1	m0	m3	y1	y9	y6	y7
Business occupation (if any)	Company Director							

① Director appointments

You cannot use this form to appoint a director. To do this, please complete form **AP01** and submit it together with this annual return.

Corporate details

Please use **Section E1-E4** to enter corporate director details.

Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH01**.

② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2 Director's service address ^③

Building name/number	The Company's Registered Office						
Street							
Post town							
County/Region							
Postcode							
Country							

③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Andrew Stewart	
Surname	Mackenzie	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	<div> <div>d2</div> <div>d0</div> <div>m1</div> <div>m2</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y6</div> </div>	
Business occupation (if any)	Company Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form **AP01** and submit it together with this annual return.

Corporate details
Please use **Section E1-E4** to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH01**.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①								
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4								
Title*		① Director appointments You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return. Corporate details Please use Section E1-E4 to enter corporate director details. Director details All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01. ② Former name(s) Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.							
Full forename(s)	Ian Kerth								
Surname	Meakins								
Former name(s) ^②									
Country/State of residence	United Kingdom								
Nationality	British								
Date of birth	<table><tr><td>d3</td><td>d1</td><td>m0</td><td>m8</td><td>y1</td><td>y9</td><td>y5</td><td>y6</td></tr></table>		d3	d1	m0	m8	y1	y9	y5
d3	d1	m0	m8	y1	y9	y5	y6		
Business occupation (if any)	Company Director								

D2	Director's service address ^①									
Building name/number	The Company's Registered Office	① Service address If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address. This information will appear on the public record.								
Street										
Post town										
County/Region										
Postcode	<table><tr><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></tr></table>									
Country										

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Paul Ashley	
Surname	Rayner	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	Australian	
Date of birth	<div>d0</div> <div>d3</div> <div>m0</div> <div>m3</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y4</div>	
Business occupation (if any)	Company Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^③	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div>	
Country		

③ Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01 - continuation page

Annual Return

Director

D1	Director's details ^①	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	
Title*	Mr	
Full forename(s)	Christopher Phillip Anthony	
Surname	Weston	
Former name(s) ^②		
Country/State of residence	Canada	
Nationality	British	
Date of birth	<div> <div>d0</div> <div>d5</div> <div>m0</div> <div>m1</div> <div>y1</div> <div>y9</div> <div>y6</div> <div>y4</div> </div>	
Business occupation (if any)	Company Director	

① Director appointments
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

Corporate details
Please use Section E1-E4 to enter corporate director details.

Director details
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

② Former name(s)
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

D2	Director's service address ^①	
Building name/number	The Company's Registered Office	
Street		
Post town		
County/Region		
Postcode	<div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div>	
Country		

① Service address
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Corporate director**E1 Corporate director's details**

Please use this section to list all the corporate director's of the company

Corporate body/firm
name

Building name/number

Street

Post town

County/Region

Postcode

Country

Corporate director appointments

You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return.

Corporate director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02.

This information will appear on the public record.

E2 Location of the registry of the corporate body or firm

Is the corporate director registered within the European Economic Area (EEA)?

→ Yes Complete **Section E3 only**→ No Complete **Section E4 only****E3 EEA companies**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/
firm is registered

Registration number

EEA

A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk

This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

E4 Non-EEA companies

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the
corporate body
or firm

Governing law

If applicable, where
the company/firm is
registeredIf applicable, the
registration number**Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 3**Statement of capital¹**

Does your company have share capital?

- **Yes** Complete the sections below and the following **Part 4**
 → **No** Go to **Part 5 (Signature)**

1 This should reflect the company's capital status at the made up date of this annual return

F1 Share capital in pound sterling (£)

Please complete the table below to show each class of shares held in pound sterling
 If all your issued capital is in sterling, only complete **Section F1** and then go to **Section F4**

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Ordinary - 6 14/81 pence				£
(see attached schedule)				£
				£
				£
Totals			5,199,238,323	£ 320,940,637 23

F2 Share capital in other currencies

Please complete the table below to show any class of shares held in other currencies
 Please complete a separate table for each currency

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
Totals				

F3 Totals

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares	
Total aggregate nominal value ⁵	

5 Total aggregate nominal value
 Please list total aggregate values in different currencies separately For example £100 + €100 + \$10 etc

2 Including both the nominal value and any share premium

3 Number of shares issued multiplied by nominal value of each share

4 Total number of issued shares in this class

Continuation Pages

Please use a Statement of Capital continuation page if necessary

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share

Ordinary - 6 14/81 pence

Voting rights

Please see continuation sheets attached

Class of share

Voting rights

Class of share

Voting rights

Class of share

Voting rights

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 4

Shareholders

Does your company have share capital?

- Yes go to **Section G1** 'Companies with share capital'
- No Go to **Part 5** (Signature)

G1

Companies with share capital

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below ❶

- ☐ No go to **Section G2** 'Past and present shareholders'
- ☒ Yes go to **Question 2**

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to Section G2 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies? (3) Please tick the appropriate box below ❷

- ☐ No go to **Section G4** 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'
- ☒ Yes go to **Part 5** 'Signature'

❶ A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at www.fsa.gov.uk/register/exchanges.do

❷ DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%)

G2

List of past and present shareholders ❸

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below

- ☐ There were no shareholder changes in this period. Go to **Part 5** (Signature)
- ☒ A full list of shareholders is enclosed
- ☐ A list of shareholder changes is enclosed

How is the list of shareholders enclosed? Please tick the appropriate box below

- ☐ The list of shareholders is enclosed on paper. Go to **Section G3** 'List of past and present shareholders'
- ☐ The list of shareholders is enclosed in another format. Go to **Part 5** (Signature)

❸ This section only applies to companies answering 'No' in Section G1

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

G3**List of past and present shareholders¹**

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

¹ Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders

Please use a 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

Shareholder's Name (Address not required)	Class of share	Shares or stock currently held	Shares or stock transferred (if appropriate)	
		Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /
				/ /

(For returns made up to a date on or **after 1 October 2011**)

Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return

→ Go to Part 5 (Signature)

Please use a 'Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return' continuation page if necessary

[illegible]

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

Part 5

Signature

This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X  X

This form may be signed by

~~Director~~ ①, Secretary, ~~Person authorised~~ ②, ~~Charity commission receiver and~~
~~manager~~, ~~Chief executive~~, ~~Joint director~~

① Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

② Person authorised

Under either section 270 or 274 of the Companies Act 2006

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)



Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Company Secretarial

Department

Address

Centrica plc

Millstream, Maidenhead Road

Post town

Windsor

County/Region

Berkshire

Postcode

S

L

4

5

G

D

Country

United Kingdom

DX

145260 WINDSOR 4

Telephone



Checklist

We may return forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee



Important information

Please note that all information on this form will appear on the public record



How to pay

A fee of £40 is payable to Companies House in respect of an Annual Return

Make cheques or postal orders payable to 'Companies House'



Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales

The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff

For companies registered in Scotland

The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland

The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG
DX 481 N R Belfast 1



Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk

Centrica plc - 3033654 - Statement of Capital - Share capital in pound sterling (£)

Class of shares	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares	Aggregate nominal value
Ordinary - 6 14/81 pence	0 2307	N/A	5,173,486,296	319,351,005 93
Ordinary - 6 14/81 pence	0 2308	N/A	42,034	2,594 69
Ordinary - 6 14/81 pence	0 2308	N/A	7,974	492 22
Ordinary - 6 14/81 pence	0 2308	N/A	34,933	2,156 36
Ordinary - 6 14/81 pence	0 2309	N/A	61,038	3,767 78
Ordinary - 6 14/81 pence	0 2309	N/A	78,170	4,825 31
Ordinary - 6 14/81 pence	0 2309	N/A	95,162	5,874 20
Ordinary - 6 14/81 pence	0 2309	N/A	60,086	3,709 01
Ordinary - 6 14/81 pence	0 2309	N/A	6,515	402 16
Ordinary - 6 14/81 pence	0 2310	N/A	86,570	5,343 83
Ordinary - 6 14/81 pence	0 2310	N/A	4,506	278 15
Ordinary - 6 14/81 pence	0 2310	N/A	18,628	1,149 88
Ordinary - 6 14/81 pence	0 2310	N/A	43,799	2,703 64
Ordinary - 6 14/81 pence	0 2310	N/A	6,338	391 23
Ordinary - 6 14/81 pence	0 2311	N/A	91,676	5,659 01
Ordinary - 6 14/81 pence	0 2327	N/A	4,316,010	266,420 37
Ordinary - 6 14/81 pence	0 2336	N/A	2,434,945	150,305 25
Ordinary - 6 14/81 pence	0 2342	N/A	1,514,227	93,470 80
Ordinary - 6 14/81 pence	0 2342	N/A	5,454	336 67
Ordinary - 6 14/81 pence	0 2350	N/A	1,470,546	90,774 44
Ordinary - 6 14/81 pence	0 2350	N/A	30,168	1,862 22
Ordinary - 6 14/81 pence	0 2350	N/A	64,751	3,996 98
Ordinary - 6 14/81 pence	0 2351	N/A	92,957	5,738 09
Ordinary - 6 14/81 pence	0 2351	N/A	38,253	2,361 30
Ordinary - 6 14/81 pence	0 2351	N/A	12,214	753 95
Ordinary - 6 14/81 pence	0 2351	N/A	31,014	1,914 44
Ordinary - 6 14/81 pence	0 2351	N/A	16,105	994 13
Ordinary - 6 14/81 pence	0 2371	N/A	5,566,501	343,611 17
Ordinary - 6 14/81 pence	0 2371	N/A	92,763	5,726 11
Ordinary - 6 14/81 pence	0 2371	N/A	14,955	923 15
Ordinary - 6 14/81 pence	0 2375	N/A	1,224,644	75,595 31
Ordinary - 6 14/81 pence	0 2375	N/A	7,072	436 54
Ordinary - 6 14/81 pence	0 2380	N/A	1,277,140	78,835 80
Ordinary - 6 14/81 pence	0 2385	N/A	1,438,742	88,811 23
Ordinary - 6 14/81 pence	0 2386	N/A	416,058	25,682 59
Ordinary - 6 14/81 pence	0 2387	N/A	90,204	5,568 15
Ordinary - 6 14/81 pence	0 2388	N/A	399,364	24,652 10
Ordinary - 6 14/81 pence	0 2388	N/A	8,761	540 80
Ordinary - 6 14/81 pence	0 2390	N/A	461,086	28,462 10
Ordinary - 6 14/81 pence	0 2390	N/A	5,135	316 97
Ordinary - 6 14/81 pence	0 2391	N/A	258,459	15,954 26
Ordinary - 6 14/81 pence	0 2391	N/A	143,745	8,873 15
Ordinary - 6 14/81 pence	0 2391	N/A	112,330	6,933 95
Ordinary - 6 14/81 pence	0 2392	N/A	80,132	4,946 42

Ordinary - 6 14/81 pence	0 2392	N/A	151,512	9,352 59
Ordinary - 6 14/81 pence	0 2392	N/A	13,811	852 53
Ordinary - 6 14/81 pence	0 2393	N/A	155,049	9,570 93
Ordinary - 6 14/81 pence	0 2393	N/A	4,725	291 67
Ordinary - 6 14/81 pence	0 2394	N/A	264,840	16,348 15
Ordinary - 6 14/81 pence	0 2394	N/A	98,362	6,071 73
Ordinary - 6 14/81 pence	0 2394	N/A	109,720	6,772 84
Ordinary - 6 14/81 pence	0 2395	N/A	84,011	5,185 86
Ordinary - 6 14/81 pence	0 2395	N/A	87,591	5,406 85
Ordinary - 6 14/81 pence	0 2395	N/A	9,344	576 79
Ordinary - 6 14/81 pence	0 2396	N/A	136,572	8,430 37
Ordinary - 6 14/81 pence	0 2396	N/A	156,844	9,681 73
Ordinary - 6 14/81 pence	0 2398	N/A	364,447	22,496 73
Ordinary - 6 14/81 pence	0 2398	N/A	7,453	460 06
Ordinary - 6 14/81 pence	0 2399	N/A	299,098	18,462 84
Ordinary - 6 14/81 pence	0 2400	N/A	237,313	14,648 95
Ordinary - 6 14/81 pence	0 2400	N/A	88,565	5,466 98
Ordinary - 6 14/81 pence	0 2400	N/A	29,325	1,810 19
Ordinary - 6 14/81 pence	0 2401	N/A	93,662	5,781 60
Ordinary - 6 14/81 pence	0 2401	N/A	3,865	238 58
Ordinary - 6 14/81 pence	0 2401	N/A	109,105	6,734 88
Ordinary - 6 14/81 pence	0 2401	N/A	59,280	3,659 26
Ordinary - 6 14/81 pence	0 2402	N/A	71,121	4,390 18
Ordinary - 6 14/81 pence	0 2402	N/A	53,233	3,285 99
Ordinary - 6 14/81 pence	0 2402	N/A	93,231	5,755 00
Ordinary - 6 14/81 pence	0 2402	N/A	45,915	2,834 26
Ordinary - 6 14/81 pence	0 2402	N/A	3,614	223 09
Ordinary - 6 14/81 pence	0 2403	N/A	54,833	3,384 75
Ordinary - 6 14/81 pence	0 2403	N/A	5,950	367 28
Ordinary - 6 14/81 pence	0 2403	N/A	34,516	2,130 62
Ordinary - 6 14/81 pence	0 2403	N/A	1,372	84 69
Ordinary - 6 14/81 pence	0 2403	N/A	1,651	101 91
Ordinary - 6 14/81 pence	0 2403	N/A	27,459	1,695 00
Ordinary - 6 14/81 pence	0 2403	N/A	38,933	2,403 27
Ordinary - 6 14/81 pence	0 2404	N/A	93,070	5,745 06
Ordinary - 6 14/81 pence	0 2404	N/A	11,881	733 39
Ordinary - 6 14/81 pence	0 2404	N/A	126,630	7,816 67
Ordinary - 6 14/81 pence	0 2404	N/A	6,815	420 68
Ordinary - 6 14/81 pence	0 2404	N/A	6,431	396 98
Ordinary - 6 14/81 pence	0 2404	N/A	20,510	1,266 05
Ordinary - 6 14/81 pence	0 2404	N/A	10,555	651 54
Ordinary - 6 14/81 pence	0 2405	N/A	84,476	5,214 57
Ordinary - 6 14/81 pence	0 2405	N/A	100,226	6,186 79
Ordinary - 6 14/81 pence	0 2405	N/A	3,889	240 06
Ordinary - 6 14/81 pence	0 2405	N/A	15,504	957 04
Ordinary - 6 14/81 pence	0 2405	N/A	14,554	898 40
Totals			5,199,238,323	320,940,637.23

(01/02/2012 - 31/01/2013)

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4	Statement of capital (Voting rights)
Class of share	ORDINARY - 6 14/81 PENCE
Voting rights	<p>Centrica plc Extract from the Articles of Association</p> <p>5 Rights Attached to Shares</p> <p>The company can issue shares with any rights or restrictions attached to them as long as this is not restricted by any rights attached to existing shares. These rights or restrictions can be decided either by an ordinary resolution passed by the shareholders or by the directors as long as there is no conflict with any resolution passed by the shareholders. These rights and restrictions will apply to the relevant shares as if they were set out in these articles.</p> <p>7 Variation of Rights</p> <p>If the legislation allows this, the rights attached to any class of shares can be changed if this is approved either in writing by shareholders holding at least three quarters of the issued shares of that class by amount (excluding any shares of that class held as treasury shares) or by a special resolution passed at a separate meeting of the holders of the relevant class of shares. This is called a "class meeting".</p> <p>All the articles relating to general meetings will apply to any such class meeting, with any necessary changes. The following changes will also apply -</p> <p>(i) a quorum will be present if at least two shareholders who are entitled to vote are present in person or by proxy who own at least one third in amount of the issued shares of the class (excluding any shares of that class held as treasury shares),</p> <p>(ii) any shareholder who is present in person or by proxy and entitled to vote can demand a poll, and</p> <p>(iii) at an adjourned meeting, one person entitled to vote and who holds shares of the class, or his proxy, will be a quorum.</p> <p>The provisions of this article will apply to any change of rights of shares forming part of a class. Each part of the class which is being treated differently is treated as a separate class in applying this article.</p> <p>8 Pari Passu Issues</p> <p>If new shares are created or issued which rank equally with any other existing shares, the rights of the existing shares will not be regarded as changed or abrogated unless the terms of the existing shares expressly say otherwise.</p>

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4

Statement of capital (Voting rights)

Class of share	ORDINARY - 6 14/81 PENCE
Voting rights	<p>Centrica plc Extract from the Articles of Association</p> <p>12 Suspension of Rights Where Non-Disclosure of Interest (LR 9 3 9R)</p> <p>(A) The company can under the legislation send out notices to those it knows or has reasonable cause to believe have an interest in its shares. In the notice, the company will ask for details of those who have an interest and the extent of their interest in a particular holding of shares. In these articles this notice is referred to as a "statutory notice" and the holding of shares is referred to as the "identified shares"</p> <p>(B) When a person receives a statutory notice, he has 14 days to comply with it. If he does not do so or if he makes a statement in response to the notice which is false or inadequate in some important way, the company can decide to restrict the rights relating to the identified shares and send out a further notice to the holder, known as a restriction notice. The restriction notice will take effect when it is delivered. The restriction notice will state that the identified shares no longer give the shareholder any right to attend or vote either personally or by proxy at a shareholders' meeting or to exercise any other right in relation to shareholders' meetings.</p> <p>(C) Where the identified shares make up 0.25 per cent or more (in amount or in number) of the existing shares of a class (calculated exclusive of any shares of that class held as treasury shares) at the date of delivery of the restriction notice, the restriction notice can also contain the following further restrictions -</p> <p>(i) the directors can withhold any dividend or part of a dividend (including scrip dividend) or other money which would otherwise be payable in respect of the identified shares without any liability to pay interest when such money is finally paid to the shareholder, and</p>

AR01 - continuation page

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share	ORDINARY - 6 14/81 PENCE
Voting rights	<p>Centrica plc Extract from the Articles of Association</p> <p>12 Suspension of Rights Where Non-Disclosure of Interest (LR 9 3 9R) (continued)</p> <p>(ii) the directors can refuse to register a transfer of any of the identified shares which are certificated shares unless the directors are satisfied that they have been sold outright to an independent third party. The independent third party must not be connected with the shareholder or with any person appearing to be interested in the shares. Any sale through a recognised investment exchange or any other stock exchange outside the United Kingdom or by way of acceptance of a takeover offer will be treated as an outright sale to an independent third party. For this purpose, any associate (as that term is defined in section 435 of the Insolvency Act 1986) is included in the class of persons who are connected with the shareholder or any person appearing to be interested in the shares. In order to enforce the restriction in this sub-paragraph, the directors can give notice to the relevant shareholder requiring him to change identified shares which are CREST shares to certificated shares by the time given in the notice and to keep them in certificated form for as long as the directors require. The notice can also say that the relevant shareholder may not change any identified shares which are certificated shares to CREST shares. If the shareholder does not comply with the notice, the directors can authorise any person to instruct the Operator to change any identified shares which are CREST shares to certificated shares in the name and on behalf of the relevant shareholder.</p> <p>(D) Once a restriction notice has been given, the directors are free to cancel it or exclude any shares from it at any time they think fit. In addition, they must cancel the restriction notice within seven days of being satisfied that all information requested in the statutory notice has been given. Also, where any of the identified shares are sold and the directors are satisfied that they were sold outright to an independent third party, they must cancel the restriction notice within seven days of receipt of notification of the sale. If a restriction notice is cancelled or ceases to have effect in relation to any shares, any moneys relating to those shares which were withheld will be paid to the person who would have been entitled to them or as he directs.</p>

AR01 - continuation page

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4

Statement of capital (Voting rights)

Class of share	ORDINARY - 6 14/81 PENCE
Voting rights	<p>Centrica plc Extract from the Articles of Association</p> <p>12 Suspension of Rights Where Non-Disclosure of Interest (LR 9 3 9R) (continued)</p> <p>(E) The restriction notice will apply to any further shares issued in right of the identified shares. The directors can also make the restrictions in the restriction notice apply to any right to an allotment of further shares associated with the identified shares.</p> <p>(F) If a shareholder receives a restriction notice, he can ask the company for a written explanation of why the notice was given, or why it has not been cancelled. The company must respond within 14 days of receiving the request.</p> <p>(G) If the company gives a statutory notice to a person it has reasonable cause to believe has an interest in any of its shares, it will also give a copy at the same time to the person who holds the shares. If the company does not do so or the holder does not receive the copy, this will not invalidate the statutory notice.</p> <p>(H) This article does not restrict in any way the provisions of the legislation which apply to failures to comply with notices under the legislation.</p> <p>45 Sub-Division Any resolution authorising the company to sub-divide any of its shares can provide that, as between the holders of the divided shares, different rights and restrictions of a kind which the company can apply to new shares can apply to different divided shares.</p> <p>46 Fractions If any shares are consolidated, consolidated and then divided or divided, the directors have power to deal with any fractions of shares which result. If the directors decide to sell any shares representing fractions, they must do so for the best price reasonably obtainable and distribute the net proceeds of sale among shareholders in proportion to their fractional entitlements. The directors can arrange for any shares representing fractions to be entered in the register as certificated shares if they consider that this makes it easier to sell them. The directors can sell those shares to anyone, including the company, and can authorise any person to transfer or deliver the shares to the buyer or in accordance with the buyer's instructions. The buyer does not have to take any steps to see how any money he is paying is used and his ownership will not be affected if the sale is irregular or invalid in any way.</p>

AR01 - continuation page

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

F4 Statement of capital (Voting rights)

Class of share	ORDINARY - 6 14/81 PENCE
Voting rights	<p>Centrica plc Extract from the Articles of Association</p> <p>60 Votes of Members</p> <p>Shareholders will be entitled to vote at a general meeting, whether on a show of hands or a poll, as provided in the legislation. Where a proxy is given discretion as to how to vote on a show of hands this will be treated as an instruction by the relevant shareholder to vote in the way in which the proxy decides to exercise that discretion. This is subject to any special rights or restrictions as to voting which are given to any shares or upon which any shares may be held at the relevant time and to these articles</p> <p>61 Method of Voting</p> <p>A resolution put to the vote at any general meeting will be decided on a show of hands unless a poll is demanded when, or before, the chairman of the meeting declares the result of the show of hands. Subject to the legislation, a poll can be demanded by -</p> <ul style="list-style-type: none"> (i) the chairman of the meeting, (ii) at least five persons at the meeting who are entitled to vote, (iii) one or more shareholders at the meeting who are entitled to vote (or their proxies) and who have between them at least ten per cent of the total votes of all shareholders who have the right to vote at the meeting, or (iv) one or more shareholders at the meeting who have shares which allow them to vote at the meeting (or their proxies) and on which the total amount which has been paid up is at least ten per cent of the total sum paid up on all shares which give the right to vote at the meeting <p>The chairman of the meeting can also demand a poll before a resolution is put to the vote on a show of hands</p> <p>A demand for a poll can be withdrawn if the chairman of the meeting agrees to this</p> <p>If no poll is demanded or a demand for a poll is withdrawn, any declaration by the chairman of the meeting of the result of a vote on that resolution by a show of hands will stand as conclusive evidence of the result without proof of the number or proportion of the votes recorded for or against the resolution</p>

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4	Statement of capital (Voting rights)
Class of share	ORDINARY - 6 14/81 PENCE
Voting rights	<p>Centrica plc Extract from the Articles of Association</p> <p>62 Procedure if Poll Demanded</p> <p>If a poll is demanded in the way allowed by these articles, the chairman of the meeting can decide when, where and how it will be taken. The result will be treated as the decision of the meeting at which the poll was demanded, even if the poll is taken after the meeting.</p> <p>63 When Poll to be Taken</p> <p>If a poll is demanded on a vote to elect the chairman of the meeting, or to adjourn a meeting, it must be taken immediately at the meeting. Any other poll demanded can either be taken immediately or within 30 days from the date it was demanded and at a time and place decided on by the chairman of the meeting. It is not necessary to give notice for a poll which is not taken immediately.</p> <p>64 Continuance of Other Business after Poll Demand</p> <p>A demand for a poll on a particular matter (other than on the election of the chairman of the meeting or on the adjournment of the meeting) will not stop a meeting from continuing to deal with other matters.</p> <p>65 Votes of Joint Holders</p> <p>If more than one joint shareholder votes (including voting by proxy), the only vote which will count is the vote of the person whose name is listed before the other voters on the register for the share.</p> <p>66 Voting on behalf of Incapable Member</p> <p>This article applies where a court or official claiming jurisdiction to protect people who are unable to manage their own affairs has made an order about the shareholder. The person appointed to act for that shareholder can vote for him. He can also exercise any other rights of the shareholder relating to meetings. This includes appointing a proxy, voting on a show of hands and voting on a poll. Before the representative does so however, such evidence of his authority as the directors require must be received by the company not later than the latest time at which proxy forms must be received to be valid for use at the relevant meeting or on the holding of the relevant poll.</p> <p>67 No Right to Vote where Sums Overdue on Shares</p> <p>Unless the directors decide otherwise, a shareholder cannot attend or vote shares at any general meeting of the company or upon a poll or exercise any other right conferred by membership in relation to general meetings or polls if he has not paid all amounts relating to those shares which are due at the time of the meeting.</p>

AR01 - continuation page

Annual Return

(For returns made up to a date on or after 1 October 2011)

F4

Statement of capital (Voting rights)

Class of share	ORDINARY - 6 14/81 PENCE
Voting rights	<p>Centrica plc Extract from the Articles of Association</p> <p>68 Objections or Errors in Voting</p> <p>If -</p> <p>(i) any objection to the right of any person to vote is made,</p> <p>(ii) any votes have been counted which ought not to have been counted or which might have been rejected, or</p> <p>(iii) any votes are not counted which ought to have been counted,</p> <p>the objection or error must be raised or pointed out at the meeting (or the adjourned meeting) or poll at which the vote objected to is cast or at which the error occurs. Any objection or error must be raised with or pointed out to the chairman of the meeting. His decision is final. If a vote is allowed at a meeting or poll, it is valid for all purposes and if a vote is not counted at a meeting or poll, this will not affect the decision of the meeting or poll.</p>

Centrica plc - 3033655

Joint Venture and Subsidiary Undertakings

AR01 as at 1 February 2013

Name	Country	Group interest in ordinary shares (unless otherwise stated) if less than 100%
1544546 Ontario Limited	Canada	
932624 Ontario Inc	Canada	
Accord Energy (Trading) Limited	United Kingdom	
Accord Energy Limited	United Kingdom	
Airco Mechanical, Ltd	United States	
AirTime Canada ULC	Canada	
AirTime, LLC	United States	
Airtron, Inc	United States	
Alertme com Ltd	United Kingdom	16.97%
Atform Limited	United Kingdom	
Bacton Storage Company Limited	United Kingdom	70%
Baird Underground Gas Storage Limited	United Kingdom	70%
Barrow Gas Storage Limited	United Kingdom	
Barrow Offshore Wind Limited	United Kingdom	50%
Bastrop Energy GP, LLC	United States	
Bastrop Energy Partners, L P	United States	
Bastrop LP, Inc	United States	
Benjamin Franklin Franchising, LLC	United States	
BGP GS Limited	United Kingdom	
BMS Setpoint Limited	United Kingdom	
BMS Solutions Limited	United Kingdom	
Brae Canada Ltd	Canada	
Brae Canada Ltd	United Kingdom	
Braes of Doune Wind Farm (Scotland) Limited	United Kingdom	50%
British Gas Business Services Limited	United Kingdom	
British Gas Direct Employment Limited	United Kingdom	
British Gas Energy Limited	United Kingdom	
British Gas Energy Services Limited	United Kingdom	
British Gas Housing Services Limited	United Kingdom	
British Gas Insurance Limited	United Kingdom	
British Gas Limited	United Kingdom	
British Gas New Heating Limited	United Kingdom	
British Gas Pipelines Limited	United Kingdom	
British Gas Service Limited	United Kingdom	
British Gas Services (Commercial) Limited	United Kingdom	
British Gas Services Limited	United Kingdom	
British Gas Social Housing Limited	United Kingdom	
British Gas Solar Limited	United Kingdom	
British Gas Trading Limited	United Kingdom	

Business Gas Limited	United Kingdom	
BuyMax LLC	United States	
Caythorpe Gas Storage Limited	United Kingdom	
Celtic Array Limited	United Kingdom	50%
Central Recoveries Limited	United Kingdom	
Centrica (BOW) Limited	United Kingdom	
Centrica (DSW) Limited	United Kingdom	
Centrica (Home & Wren) Limited	United Kingdom	
Centrica (IOM) Limited	Isle of Man	
Centrica (Lincs) Topco Limited	United Kingdom	
Centrica (Lincs) Wind Farm Limited	United Kingdom	
Centrica (RBW) Limited	United Kingdom	
Centrica 25 Limited	United Kingdom	
Centrica 27 Limited	United Kingdom	
Centrica Alpha Finance Limited	United Kingdom	
Centrica America Limited	United Kingdom	
Centrica Baird Limited	United Kingdom	70%
Centrica Barry Limited	United Kingdom	
Centrica Bastrop Finance Holdings	United Kingdom	
Centrica Beta Holdings Limited	United Kingdom	
Centrica Brigg Limited	United Kingdom	
Centrica Business Services Limited	United Kingdom	
Centrica Combined Common Investment Fund Limited	United Kingdom	
Centrica Credit Limited	United Kingdom	
Centrica Delta Limited	Isle of Man	
Centrica Directors Limited	United Kingdom	
Centrica Electric Limited	United Kingdom	
Centrica Energy (Trading) Limited	United Kingdom	
Centrica Energy Limited	United Kingdom	
Centrica Energy Netherlands B V	Netherlands	
Centrica Energy Operations Limited	United Kingdom	
Centrica Energy Renewable Investments Limited	United Kingdom	
Centrica Energy Tolling BV	Netherlands	
Centrica Engineers Pension Trustees Limited	United Kingdom	
Centrica Enterprises (Isle of Man) Limited	Isle of Man	
Centrica Epsilon Limited	United Kingdom	
Centrica F3 Developments Limited	United Kingdom	
Centrica Finance (Canada) Limited	United Kingdom	
Centrica Finance (Scotland) Limited	United Kingdom	
Centrica Finance (UK) Limited	United Kingdom	
Centrica Finance (US) Limited	United Kingdom	
Centrica Finance Investments Limited	United Kingdom	
Centrica Finance Limited	United Kingdom	
Centrica Finance Limited Partnership	United Kingdom	
Centrica Finance Norway Limited	Jersey	
Centrica Fuels Limited	United Kingdom	
Centrica Gamma Holdings Limited	United Kingdom	
Centrica Gas Limited	United Kingdom	
Centrica Holdco GP, LLC	United States	

Centrica Holdings Limited	United Kingdom	
Centrica India Offshore Private Limited	India	
Centrica Infrastructure B V	Netherlands	
Centrica Infrastructure Limited	United Kingdom	
Centrica Insurance Company Limited	Isle of Man	
Centrica Jersey Limited	Jersey	
Centrica KL Limited	United Kingdom	
Centrica KPS Limited	United Kingdom	
Centrica Langage Limited	United Kingdom	
Centrica Leasing (KL) Limited	United Kingdom	
Centrica Leasing (PB) Limited	United Kingdom	
Centrica LNG Company Limited	United Kingdom	
Centrica LSA Trust Limited	United Kingdom	
Centrica Newco Limited	United Kingdom	
Centrica Nigena Limited	United Kingdom	
Centrica No 12 Limited	United Kingdom	
Centrica Nominees No 1 Limited	United Kingdom	
Centrica North Sea Gas Exploration Limited	United Kingdom	
Centrica North Sea Gas Limited	United Kingdom	
Centrica North Sea Oil Limited	United Kingdom	
Centrica Norway Limited	United Kingdom	
Centrica Offshore UK Limited	United Kingdom	
Centrica Onshore Processing UK Limited	United Kingdom	
Centrica Overseas Holdings Limited	United Kingdom	
Centrica Overseas Limited	United Kingdom	
Centrica PB Limited	United Kingdom	
Centrica Pension Plan Trustees Limited	United Kingdom	
Centrica Pension Trustees Limited	United Kingdom	
Centrica Production (DMF) Limited	United Kingdom	
Centrica Production (GMA) Limited	United Kingdom	
Centrica Production (Services) Limited	United Kingdom	
Centrica Production Limited	United Kingdom	
Centrica Production Nederland B V	Netherlands	
Centrica Production Trustees Limited	United Kingdom	
Centrica Quest Limited	United Kingdom	
Centrica Renewable Energy Limited	United Kingdom	
Centrica Resources (Armada) Limited	United Kingdom	
Centrica Resources (Nigena) Limited	Nigena	
Centrica Resources (Norge) AS	Norway	
Centrica Resources (UK) Limited	United Kingdom	
Centrica Resources Limited	United Kingdom	
Centrica Resources North Sea Limited	United Kingdom	
Centrica Resources Petroleum UK Limited	United Kingdom	
Centrica Resources UK Holdings Limited	United Kingdom	
Centrica Retail Holdings Netherlands BV	Netherlands	
Centrica Retail Netherlands BV	Netherlands	
Centrica Risk Limited	Ireland	
Centrica RPS Limited	United Kingdom	
Centrica Russia Limited	United Kingdom	

Centrica Secretaries Limited	United Kingdom	
Centrica Services Limited	United Kingdom	
Centrica SHB Limited	United Kingdom	
Centrica Storage Holdings Limited	United Kingdom	
Centrica Storage Limited	United Kingdom	
Centrica Trading Limited	United Kingdom	
Centrica Trinidad and Tobago Limited	Trinidad and Tobago	
Centrica Trust (No 1) Limited	United Kingdom	
Centrica Trustees Limited	United Kingdom	
Centrica Upstream Investment Limited	United Kingdom	
Centrica US Holdings Inc	United States	
Centrica Utilities Limited	United Kingdom	
Ceres Power Holdings plc	United Kingdom	9 94%
CH4 Energy Limited	United Kingdom	
CH4 Old Limited	United Kingdom	
Cheltenham Renovators Limited	United Kingdom	
Climate Select, Inc	United States	
Clockwork IP, LLC	United States	
Clockwork Retail Services, Inc	United States	
Clockwork True, LLC	United States	
Clockwork, Inc	United States	
CPL Retail Energy L P	United States	
DEML Investments Limited	Canada	
Denico, LLC	United States	
DER Development No 10 Ltd	Canada	
Direct Debt Inc	United States	
Direct Energy (B C) Limited	Canada	
Direct Energy (GW), Inc	United States	
Direct Energy Bates, LLC	United States	
Direct Energy Business Services Limited	Canada	
Direct Energy Business, LLC	United States	
Direct Energy GP, LLC	United States	
Direct Energy Holdings (Alberta) Inc	Canada	
Direct Energy HVAC Services Ltd	Canada	
Direct Energy Investments, LLC	United States	
Direct Energy Marketing Inc	United States	
Direct Energy Marketing Limited	Canada	
Direct Energy Operations, Inc	United States	
Direct Energy Partnership	Canada	
Direct Energy Resources Partnership	Canada	
Direct Energy Services (U S) Inc	United States	
Direct Energy Services, LLC	United States	
Direct Energy Source, LLC	United States	
Direct Energy US Home Services, Inc	United States	
Direct Energy, LP	United States	

Direct Holdings, Inc	United States	
Direct LP, Inc	United States	
Dnps Limited	United Kingdom	
Dyno Developments Limited	United Kingdom	
Dyno Holdings Limited	United Kingdom	
Dyno Kil (Franchising) Limited	United Kingdom	
Dyno-Plumbing Limited	United Kingdom	
Dyno-Rod Limited	United Kingdom	
Dyno-Roofing Limited	United Kingdom	
Dyno-Secure Limited	United Kingdom	
Dyno-Security Services Limited	United Kingdom	
Dyno-Services Limited	United Kingdom	
ECL Contracts Limited	United Kingdom	
ECL Investments Limited	United Kingdom	
Econergy Limited	United Kingdom	
Electricians' Success International, LLC	United States	
Electricity And Gas Recoveries Limited	United Kingdom	
Electricity Direct (Greater London) Limited	United Kingdom	
Electricity Direct (UK) Limited	United Kingdom	
Electricity Direct Limited	United Kingdom	
EN1 Property Holdings Limited	United Kingdom	
Energetix, Inc	United States	
Energy America, LLC	United States	
Energy And Building Management Solutions Limited	United Kingdom	
Energy For Tomorrow	United Kingdom	
ES Old Limited	United Kingdom	
Excelsia Limited	United Kingdom	
Fairfield Bio Energy Ltd	United Kingdom	50% Ordinary-B
FCP Enterprises, Inc	United States	
Firefly Investments 235 (Proprietary) Limited	South Africa	
First Choice Power GP, LLC	United States	
First Choice Power Retail LP	United States	
First Choice Power Special Purpose, L P	United States	
First Choice Power, L P	United States	
First Choice Special Purpose GP, LLC	United States	
Frontera Generation GP, LLC	United States	
Frontera Generation Limited Partnership	United States	
Frontera LP, Inc	United States	
Gateway Energy Services Corporation	United States	
Gateway Energy Services of PA, Inc	United States	
GB Gas Holdings Limited	United Kingdom	
Gemserve Limited	United Kingdom	16%
Glens of Foudland Wind Farm Limited	United Kingdom	50%
GLID Limited	United Kingdom	
GLID Wind Farms TopCo Limited	United Kingdom	50%

Goldbrand Development Limited	United Kingdom	
Greensource Capital Inc	Canada	
Greensource Ltd	Canada	
Hardesty and Crick LLC	United States	
Hillserve Limited	United Kingdom	
Home Assistance UK Limited	United Kingdom	
Home Warranty Holdings Corp	United States	
Home Warranty of America, Inc	United States	
Home Warranty of America, Inc	United States	
Humberland Limited	United Kingdom	
HWOA, LLC	United States	
Hydrocarbon Resources Limited	United Kingdom	
Inner Dowsing Wind Farm Limited	United Kingdom	50%
Jannco 2 Limited	Guernsey	
Jannco 2 Limited	United Kingdom	
JK Environmental Services (UK) Limited	United Kingdom	
Killingholme Pensions Limited	United Kingdom	
Lake Acquisition Limited		20%
Lincs Wind Farm Limited	United Kingdom	50%
Lynn Wind Farm Limited	United Kingdom	50%
Masters, Inc	United States	
Mirabito Gas & Electric Corp	United States	
Mister Sparky Franchising, L L C	United States	
Mister Sparky, Inc	United States	
Mitchell Heating & Cooling, Inc	United States	
Myrtle Beach Heating & Cooling, Inc	United States	
NNB Holding Company Limited	United Kingdom	20%
Nessermolen Finance BV	Netherlands	
New Energy Communities Solar Limited	United Kingdom	
New Energy Residential Solar Limited	United Kingdom	
New Millennium Academy, L L C	United States	
Newnova Ltd	United Kingdom	
Newnova Old Limited	United Kingdom	
North Sea Infrastructure Partners Limited	United Kingdom	50% B Ordinary
NSGP (Amanda-Agatha) Limited	Jersey	
NSGP (Ensign) Limited	Jersey	
NSIP (ETS) Limited	United Kingdom	
NSIP (GKA) Limited	United Kingdom	
NSIP (Holdings) Limited	United Kingdom	
Nogat BV	Netherlands	1 81%
NYSEG Solutions, Inc	United States	
O'Connor Plumbing, Heating & Cooling, Inc	United States	
One Hour Air Conditioning Franchising, L L C	United States	
Phoenix Energy Technologies, Inc	United States	9 3%
P H Jones Facilities Management Ltd	United Kingdom	

P H Jones Group Limited	United Kingdom	
Pans Generation LP	United States	
Pans GP, LLC	United States	
Pans LP, Inc	United States	
Plumbers' Success International, LLC	United States	
Point Fortin LNG Exports Limited	Trinidad and Tobago	17 31%
Power Plus Communications AG	Germany	11 48%
Power Plus Communications GMBH	Germany	11 48%
Quality A/C Service, LLC	United States	
Repair and Care Limited	United Kingdom	
Residential Services of Colorado, Inc	United States	
Residential Services of Indiana, Inc	United States	
Residential Services of Tennessee, Inc	United States	
Rhiannon Wind Farm Limited	United Kingdom	50%
Roofers' Success International, LLC	United States	
RSG Holding Corp	United States	
Scottish Gas Limited	United Kingdom	
Secure Electrons Limited	United Kingdom	19%
Semplice Energy Limited	United Kingdom	
Semplice Limited	United Kingdom	
SF (UK) Limited	United Kingdom	
Solar Technologies Distribution Limited	United Kingdom	
Solar Technologies Group Limited	United Kingdom	
Solar Technologies Limited	United Kingdom	
Solar Technologies Service Limited	United Kingdom	
Soren Holdings Limited	United Kingdom	
Soren Limited	United Kingdom	
SuccessWare, Inc	United States	
Tab Hunter Plumbing Company, Inc	United States	
The Centrica Gas Production LP	United Kingdom	
UWIN, LLC	United States	
VV Capital Holdings, Inc	United States	
Willis Refrigeration, Air Conditioning & Heating, Inc	United States	
WTU Retail Energy L P	United States	