

APPLICATION FOR ADMISSION OF SECURITIES TO THE OFFICIAL LIST

Admission to the official list must be simultaneous with admission to trading on an RIE's market for listed securities. You will need to complete a separate application form to apply for trading on a RIE.

† - Indicates a section that is mandatory for all applications. Sections that do not apply should be struck-through as necessary.

To: The FSA

Date: 10 September 2012

Centrica plc (the *applicant*) hereby applies for the *securities* described below to be admitted to the *official list* of the FSA.†

Amounts and descriptions of *securities* for which application is now being made (include distinctive numbers if any). Where the *securities* are to be issued under a programme, give a description of the programme and the maximum amount (if any) of *securities* which may be *listed* at any one time†:

£500,000,000 4.25 per cent. Notes due 12 September 2044

Where application is made for the *listing* of *securities* without a *prospectus*, we confirm that a *prospectus* is not required pursuant to the Financial Services and Markets Act (the "*Act*") for the reasons set out below (please ensure a sufficiently detailed explanation is given as to why the relevant exemptions apply):

Public Offer (quote relevant sub-section of *Prospectus Rule* 1.2.2, or relevant part of S85 or S86 of the *Act*, or relevant part of Schedule 11A of the *Act*, and give the reason for the application of that exemption, or confirm the transaction falls outside of the scope of the definition of an offer as defined in the *Prospectus Rules*).

N/A

Admission to a *regulated market* (quote relevant part of S85 of the *Act* or the relevant sub-section of *Prospectus Rule* 1.2.3, or relevant part of Schedule 11A of the *Act*, and give the reason for the application of that exemption).

N/A

Furthermore we confirm that between the date of this application form and the date of *admission* we will not take any action that would otherwise require the publication of a *prospectus* in respect of the *securities* the subject of this application.

Where listing particulars would ordinarily be required in respect of the application but have not been prepared please confirm they are not required and the reason(s) why:

N/A

The ISIN code(s) for each security to be *admitted*†:

XS0825385858

Type of issue for which application is being made: (for example: placing; rights issue; block listing; issuance programme)†:

Issue of Notes under the U.S.\$8,000,000,000 Euro Medium Term Note Programme

For issuance programme applications, please provide a primary contact(s) at the *issuer* for correspondence in relation to the programme for which admission is being sought:

Name(s):	Grant Dawson
Position(s):	General Counsel & Company Secretary
Email Address(es):	grant.dawson@centrica.com
Contact Telephone Number(s):	01753 494000

Please confirm which set of standards are applicable to the securities for which application is being made:

Note: For new lines of securities please ensure that the relevant Listing Category has been discussed and agreed with Listing Transactions prior to submitting the application.

Premium (Please tick the relevant box)

Equity Commercial Companies

Equity Closed Ended Investment Funds

Equity Open Ended Investment Companies

Standard (Please tick the relevant box)			
Shares		GDRs	
Debt	X	Securitised Derivatives	
MISC Securities			

Please specify on which UK market(s) the <i>applicant</i> has applied to have these <i>securities</i> traded†:
Regulated Market of the London Stock Exchange

Please specify where else these <i>securities</i> are, or will be listed and whether the listing(s) are Premium or Standard (if such a distinction is made)†:
N/A

Which EEA State do you regard as your home member state for the purposes of the Transparency Directive (2004/109/EC?):	
Queries in relation to this question should be directed to the Company Monitoring Helpdesk on 020 7066 8333, option 4	
United Kingdom	
Account/Audit Information†	
Accounting Standards used by Issuer	International Financial Reporting Standards
Auditing Standards used by Issuer	International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board

Information to be provided by a <i>Public Sector Issuer</i> that seeks <i>admission</i> of <i>securities</i> without a <i>prospectus</i> *	
Series Number:	N/A
Issue Price:	N/A
Specified Denominations:	N/A
Issue Date:	N/A
Maturity Date:	N/A
Form of Securities:	N/A
Listing:	N/A
ISIN:	N/A

***Where this information is already set out in some other document describing the issue (such as final terms) it is sufficient to simply attach that document.**

Confirmation

We acknowledge our obligations arising under the *listing rules* and the legal implications of *listing* under the *Act*. Accordingly, we confirm that:

- 1, all the requirements for *listing* in the *listing rules*, which are required to be fulfilled before the application is to be considered, have been fulfilled in relation to the *issuer* and the *securities* for which application is now made (save where otherwise agreed with the *FSA*);
- 2, all the documents and information required to be included in the application have been or will be supplied in line with the *listing rules*, and all other requirements of the *FSA* in respect of the application have been or will be complied with.
- 3, we undertake to comply with the *listing rules* so far as applicable to the *issuer*.
- 4, we acknowledge the obligation to comply with the requirement to publish a *supplementary prospectus* or *supplementary listing particulars* if, at any time after a *prospectus* or *listing particulars* have been approved such document would be required by the *Act*, the *Prospectus Rules* or the *Listing Rules*.
- 5, on *admission* the *securities* for which application has been made will be allotted (for *equity securities*) and in issue (for *debt securities*) pursuant to the appropriate board resolutions and with the appropriate authority (save in circumstances where the *FSA* has specifically agreed otherwise including *inter alia* block listings, applications by *open-ended investment companies*, applications for the *admission* of 'up to' amounts).

SIGNED BY

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Director/company secretary/suitably experienced *employee*/duly authorised officer, for and on behalf of:

Centrica plc

Name of *applicant*

Application to be heard on†:	12 September 2012
<i>Admission</i> expected to be effective on†:	13 September 2012

Name(s) of contact(s) at <i>applicant</i> regarding the application†:	Grant Dawson
Telephone number(s) of contact(s) at <i>applicant</i> regarding the application†:	01753 494000