AGM 2013 Proxy Form

BG GROUP

Vote Online

Voting ID	Task ID	Shareholder reference number

If you wish, you can submit your proxy form electronically at www.sharevote.co.uk using the above numbers. For instructions on how to complete this form, or vote online, please read the 'Notes for Voting' on the reverse.

As a shareholder, you are entitled to attend the Annual General Meeting of BG Group plc. If you are unable to attend, you are entitled to appoint a 'proxy' or 'proxies' to exercise all or any of your rights to attend, speak and vote on your behalf.

I/We appoint the Chairman of the Meeting or ____________________
as my/our proxy to attend, speak and vote on my/our behalf at the Annual General Meeting of BG Group plc to be held at 11.30 am on Thursday 23 May 2013, and at any adjournment(s) of that Meeting. A poll will be called on each of the Resolutions set out below.

Please indicate here with an 'X' if this proxy form is one of multiple instructions being given† ☐
Please indicate your instructions by marking the 'for', 'against' or 'vote withheld' boxes in black ink i.e. ☒

Resolutions	For	Against	Vote withheld‡
1 Annual Report and Accounts	☐	☐	☐
2 Remuneration report	☐	☐	☐
3 Declaration of dividend	☐	☐	☐
4 Election of Den Jones	☐	☐	☐
5 Election of Lim Haw-Kuang	☐	☐	☐
6 Re-election of Peter Backhouse	☐	☐	☐
7 Re-election of Vivienne Cox	☐	☐	☐
8 Re-election of Chris Finlayson	☐	☐	☐
9 Re-election of Andrew Gould	☐	☐	☐
10 Re-election of Baroness Hogg	☐	☐	☐
11 Re-election of Dr John Hood	☐	☐	☐
12 Re-election of Martin Houston	☐	☐	☐
13 Re-election of Caio Koch-Weser	☐	☐	☐
14 Re-election of Sir David Manning	☐	☐	☐
15 Re-election of Mark Seligman	☐	☐	☐
16 Re-election of Patrick Thomas	☐	☐	☐
17 Re-appointment of auditors	☐	☐	☐
18 Remuneration of auditors	☐	☐	☐
19 Political donations	☐	☐	☐
20 Authority to allot shares	☐	☐	☐
21 Disapplication of pre-emption rights*	☐	☐	☐
22 Authority to make market purchases of own shares*	☐	☐	☐
23 Notice periods for general meetings*	☐	☐	☐

*Special Resolution

2031–070–S

Date ____________ Please sign here ____________________

Please detach and post this form in the reply paid envelope to Equiniti, Aspect House, Spencer Road, Lancing, West Sussex BN99 8DS. **To be valid, this form must be received no later than 11.30 am on Tuesday 21 May 2013.**

Admission Card

BG GROUP

If you plan to attend the Annual General Meeting, please bring this slip with you and keep it until the end of the Meeting. This slip shows that you are entitled to attend the Annual General Meeting to be held at the Hilton Reading Hotel, Drake Way, Reading RG2 0GQ at 11.30 am on Thursday 23 May 2013. This slip will allow you entry into the Meeting with as little delay as possible.

On the reverse of this slip is your poll card, which you will need to use if you attend the Meeting because a poll will be called on each Resolution. You will be given full instructions on how to vote at the Meeting.

Address Carrier

Payments direct to your bank/building society account

If you have not already elected to receive dividend payments directly into your bank/building society account and wish to do so, please complete this instruction.

Please see notes on reverse. 2031–071–S

Shareholder reference ____________

Sort code: ☐☐ ☐☐ ☐☐ **Account Number:** ____________

Building Society reference or roll number (if applicable) ____________

Please forward, until further notice, all dividends or interest that may from time to time become payable to me/us in respect of any shares held in BG Group plc, to the above nominated bank or building society, or to such other branch of the organisation as the bank or building society may from time to time request. Compliance with this request will discharge BG Group plc from any further liability in respect of such dividends or other monies.

All registered holders must sign to confirm this instruction. Please mark this box if you are signing on behalf of the shareholder under a power of attorney or other authority. ☐

Signature 1 ____________ **Signature 2** ____________

Signature 3 ____________ **Signature 4** ____________

BG_AGM13_PROXY_MANDATE

Poll Card 2013

BG GROUP

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17 Re-appointment of auditors			
18 Remuneration of auditors			
19 Political donations			
20 Authority to allot shares			
21 Disapplication of pre-emption rights*			
22 Authority to make market purchases of own shares*			
23 Notice periods for general meetings*			

*Special Resolution

Please sign here

‡ A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes for and against a Resolution.

Notes

Why we recommend that your dividend should be paid directly into an account

- More secure than cheques sent by post.
- No need to pay in cheque.
- Funds transferred to your account on payment date.
- Avoid inconvenience and cost of lost, stolen, spoiled or out-of-date cheques.
- Tax voucher is sent to your registered address.
- Allows the Company to trace you more easily if your mail is returned undelivered.

How to complete your payment instructions

- This form must be completed in BLOCK CAPITALS and in black ink.
- If you are not entering information in a field please leave it blank and do not cross it through.
- Please note that this instruction is specific to the holding detailed overleaf.
- Once completed, return the form to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex BN99 8DS using the reply paid envelope provided.

To take advantage of this method of payment, please complete the details overleaf as follows:

Sort code and account number
As quoted on your cheque book or statement.

Building society details
If you are unsure of the correct reference number details, your building society will be able to advise you.

Signature(s)
Please sign the form overleaf. For joint holdings all holders must sign. If you are signing on behalf of the shareholder under a power of attorney, for example, you must provide the Registrar, Equiniti, with the document that evidences your authority to sign.

Sign up by telephone
If you hold 2 500 shares or fewer you can provide your bank or building society details over the telephone on 0871 384 2064 (calls to this number are charged at 8p per minute from a BT landline. Other telephony provider costs may vary. Non-UK callers should dial +44 (0)121 415 7029. Lines are open Monday to Friday 8.30 am to 5.30 pm).

Overseas holders

A service has been established to provide shareholders in over 90 countries with the opportunity to receive BG Group dividends in their local currency. For an administration fee, shareholders can have their dividends automatically converted from Pounds Sterling into their local currency and paid into their bank account. For further details please contact Equiniti on +44 (0)121 415 7029.

Notes for Voting

If you are unable to attend the Annual General Meeting, you are entitled to appoint a proxy. There are two ways to do this: vote online using your Voting ID, Task ID and Shareholder reference number and submitting your proxy at www.sharevote.co.uk; or return the Proxy form, overleaf, in the reply paid envelope provided.

The Chairman of the Meeting will be appointed as your proxy unless you cross out the words 'Chairman of the Meeting' and write another proxy's name in the space provided. A proxy need not be a BG Group plc shareholder. A proxy must vote as you have instructed. Please indicate for each Resolution how you wish your proxy to vote. If you do not tell your proxy how to vote, your proxy may vote or withhold his/her vote as he/she thinks fit on the Resolutions or any other business at the Meeting (including amendments to Resolutions). Please note that, if you appoint a particular Director by name as a proxy, your vote will only be cast if that Director is present at the Meeting.

If this proxy form is signed by someone else on your behalf, their authority must also be returned with the form. In the case of joint holdings, any one holder may sign this form, but, if more than one joint holder votes the same shares, the only vote which will count is the vote of the joint holder whose name is listed first on BG Group plc's share register. In the case of a corporation, the proxy must be executed under its common seal or under the hand of a duly authorised officer or attorney. Even if you complete and return the proxy form, you may still attend the Meeting and vote in person should you decide to do so.

† To appoint more than one proxy, additional proxy forms may be obtained by contacting Equiniti on 0871 384 2064 (calls to this number are charged at 8p per minute from a BT landline. Other telephony provider costs may vary. Non-UK callers should dial +44 (0)121 415 7029. Lines are open Monday to Friday 8.30 am to 5.30 pm), or you may photocopy this form. Please note that each proxy must be appointed to exercise the rights attached to a different share or shares. Please indicate next to each proxy's name the number of shares in relation to which he/she is authorised to act as your proxy.

‡ A vote withheld is not a vote in law and will not be counted in the calculation of the proportion of votes for and against a Resolution.

BG GROUP IS NOT BRITISH GAS

BG Group is not British Gas, the UK supplier of gas, electricity and home services. The British Gas business in the UK is owned and operated by Centrica plc. Any British Gas service or shareholder enquiries must be directed to Centrica plc, not BG Group. BG Group cannot answer any questions regarding the British Gas business in the UK at the BG Group AGM.