

**CENTRICA NO. 12 LIMITED**  
**(formerly BG Energy Finance Limited)**  
**Annual Report & Accounts**  
**for the year ended**  
**31 December 1996**

**Registered No: 2629371**



**CENTRICA NO. 12 LIMITED**  
**(formerly BG Energy Finance Limited)**

**Annual Report and Accounts**

**for the year ended**

**31 December 1996**

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# **CENTRICA NO. 12 LIMITED**

## **(formerly BG Energy Finance Limited)**

### **Directors' Report for the year ended 31 December 1996**

The Directors present their report and financial statements for the year ended 31 December 1996.

#### **Principal Activities**

The Company did not trade during the period. The Company changed its name from BG Energy Finance Limited on 14 February 1997.

#### **Financial Results and Dividends**

The financial results are set out on pages 4 to 6. The Directors do not recommend the payment of a dividend.

#### **Directors**

The Directors who served during the period covered by this report are:-

<u>Name</u>	<u>Date Appointed</u>
G N Thackery	15 July 1991
A Garrihy	14 December 1995
M Edwards	14 December 1995

The following changes in directors have occurred since 31 December 1996:-

<u>Name</u>	<u>Date Appointed</u>	<u>Date Resigned</u>
M Edwards		30 January 1997
I G Dawson	30 January 1997	
T J Furnston	30 January 1997	

#### **Director's Interests**

At no time during the year did any Director still holding office on 31 December 1996 have any beneficial interest in the shares of the Company or any other company within the Group except for the interests in the shares of the ultimate parent company, British Gas plc, as stated below:-

<u>Name</u>	<u>Beneficial Holdings</u>	
	<u>1 January 1996</u>	<u>31 December 1996</u>
M Edwards	17,072	17,349
A Garrihy	633	910
G N Thackery	10,547	9,834

**CENTRICA NO. 12 LIMITED**  
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**Directors' Report for the year ended 31 December 1996**

**Directors' Interests (continued)**

Options to purchase fully paid ordinary shares were granted under the Long Term Incentive and Executive Share Option Schemes as follows:

<u>Name</u>	<u>Long Term Incentive Scheme</u>			
	<u>At 01 January 1996</u>	<u>Granted</u>	<u>Exercised</u>	<u>At 31 December 1996</u>
M Edwards	Nil	Nil	Nil	Nil
A Garrihy	Nil	Nil	Nil	Nil
G N Thackery	6,137	Nil	Nil	6,137

<u>Executive Share Option Scheme</u>				
M Edwards	Nil	Nil	Nil	Nil
A Garrihy	Nil	Nil	Nil	Nil
G N Thackery	17,172	Nil	Nil	17,172

All options were granted under the terms of the ultimate parent company's Long Term Incentive Scheme or Executive Share Option Scheme, details of which are given in that company's report and accounts for the year ended 31 December 1996.

**Directors Insurance**

The Company has through its ultimate parent company, British Gas plc, maintained insurance for the Directors in respect of their duties as Directors of the Company.


**Share Capital**

The Company is a wholly owned subsidiary undertaking of G B Gas Holdings Limited, a company registered in England. Details of issued and authorised share capital are set out in note 4 on page 6.

**Auditors**

The Company was dormant within the meaning of Section 250 of the Companies Act 1985 during the financial year covered by these accounts and, on 14 December 1995, passed a Special Resolution whereby it became exempt from the obligation to appoint auditors as required by Section 384 of that Act.

**By Order of the Board**

  
**Teresa Jane Furmston**  
**Company Secretary**

**Date:** 17 October 1997

Registered Office:  
Charter Court  
50 Windsor Road  
Slough  
Berkshire  
SL1 2HA

Registered in England  
No: 2629371

**CENTRICA NO. 12 LIMITED**  
**(formerly BG Energy Finance Limited)**

**Statement of Directors' Responsibilities**

The Directors are required by UK company law to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Company as at the end of the financial year and of the profit and loss for that period.

In preparing the financial statements, appropriate accounting policies have been used and applied consistently. Reasonable and prudent judgements and estimates have been made and applicable accounting standards have been followed.

The Directors are responsible for maintaining adequate accounting records, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.

## **CENTRICA NO. 12 LIMITED**

**(formerly BG Energy Finance Limited)**

### **Profit and Loss Account for the year ended 31 December 1996**

The Company has not traded during the period and has received no income and incurred no expenditure. Consequently, during the period the Company has made neither a profit nor a loss.

The accompanying notes on page 6 form part of these accounts.

**CENTRICA NO. 12 LIMITED**  
**(formerly BG Energy Finance Limited)**  
**Company Registered Number: 2629371**

**Balance Sheet at 31 December 1996**

	Notes	31.12.95	31.12.96
<b>CURRENT ASSETS</b>			
Debtors (amount falling due within 1 year)	4	1,000,002	1,000,002
		—	—
<b>CAPITAL AND RESERVES</b>			
Called up share capital	5	1,000,002	1,000,002

The Company is exempt under Section 250 of the Companies Act 1985 from the obligation to appoint auditors and entitled to claim the exemption afforded to small companies under Section 246 of the said Act.

The Company was dormant throughout the financial year.

**Approved by the Board on 17 October 1997**

  
.....  
**A Garrihy**  
**Director**

**Date:** 17 October 1997

# CENTRICA NO. 12 LIMITED

## (formerly BG Energy Finance Limited)

**Notes to the Accounts - 31 December 1996**

### 1 **Ownership**

Centrica No. 12 Limited (formerly BG Energy Finance Limited) is a direct wholly owned subsidiary of GB Gas Holdings Limited. At the balance sheet date GB Gas Holdings Limited was a wholly owned subsidiary of British Gas plc, the ultimate parent company at that date. On 12 February 1997 British Gas plc's shareholding in GB Gas Holdings Limited was transferred to Centrica plc, which then became the company's ultimate parent. The company has not traded since incorporation and any incidental expenses are borne by the ultimate parent.

### 2 **Basis of Accounting**

The accounts have been prepared under historical cost accounting convention.

### 3 **Directors' Emoluments and Employees**

No director received emoluments in respect of his services to the Company during the year (1995 nil). The Company had no employees during the year (1995 nil).

4	<b>Debtors</b> (amounts falling due within one year)	<b>31.12.95</b> £	<b>31.12.96</b> £
	Amounts owed by group undertakings	1,000,002	1,000,002
		_____	_____
5	<b>Share Capital</b>	<b>31.12.95</b> £	<b>31.12.96</b> £
	<b>Authorised</b>		
	20,000,000 ordinary shares of £1 each		
	(1995 20,000,000)	20,000,000	20,000,000
		_____	_____
	<b>Issued, Allotted and Fully Paid</b>		
	1,000,002 ordinary shares of £1 each		
	(1995 1,000,002)	1,000,002	1,000,002
		_____	_____