

Annual General Meeting 2006 – Poll Results

19 May 2006

At the Centrica plc annual general meeting held earlier today (19 May 2006) the following resolutions were proposed by the Chairman and passed by on a show of hands. Proxies were received by the Company from shareholders prior to the meeting as follows:

Resolution 1:

Report and Accounts

To receive the Accounts and Reports of the Directors and the for the Company for the year ended 31 December 2005.

For: 99.73% of votes cast
Against: 0.27% of votes cast
Total proxy votes cast: 55.33% of shares in issue

Resolution 2:

Remuneration Report

To approve the Remuneration Report for the year ended 31 December 2005.

For: 97.13% of votes cast
Against: 2.87% of votes cast
Total proxy votes cast : 52.12% of shares in issue

Resolution 3:

Dividend

To approve a final dividend of 7.4 pence per ordinary share to those shareholders on the register of members at close of business on 28 April 2006.

For: 99.99% of votes cast
Against: 0.01% of votes cast
Total proxy votes cast: 56.81% of shares in issue

Resolution 4:

Re-election of Director

To re-elect Sir Roy Gardner as a Director of the Company.

For: 99.45% of votes cast
Against: 0.55% of votes cast
Total proxy votes cast: 56.82% of shares in issue

Resolution 5:

Election of Director

To re-elect Helen Alexander as a Director of the Company.

For: 99.41% of votes cast
Against: 0.59% of votes cast
Total proxy votes cast: 56.82% of shares in issue

Resolution 6:

Election of Director

To re-elect Paul Walsh as a Director of the Company.

For: 98.94% of votes cast
Against: 1.06% of votes cast
Total proxy votes cast: 56.83% of shares in issue

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Resolution 7:***Election of Director***

To elect Andrew Mackenzie as a Director of the Company.

For: 99.44% of votes cast
Against: 0.56% of votes cast
Total proxy votes cast: 56.83% of shares in issue

Resolution 8:***Reappointment of Auditors***

To reappoint PricewaterhouseCoopers LLP as Auditors of the Company, to hold office until the conclusion of the next General Meeting at which accounts are laid.

For: 99.05% of votes cast
Against: 0.95% of votes cast
Total proxy votes cast: 56.03% of shares in issue

Resolution 9:***Auditors' Remuneration***

To authorise the Directors to determine the Auditors' remuneration.

For: 99.37% of votes cast
Against: 0.63% of votes cast
Total proxy votes cast: 56.83% of shares in issue

Resolution 10:***Political donations and expenditure***

Authority for the Company to make donations to European Union political organisations not exceeding £125,000 in total and to incur EU political , not exceeding £125,000 in total.

For: 97.05% of votes cast
Against: 2.95% of votes cast
Total proxy votes cast: 55.87% of shares in issue

Resolution 11:***Authority to allot shares***

Authority under Section 80 of the Companies Act 1985, for the Directors of the Company to allot unissued shares up to a nominal value of £51,612,016.

For: 99.26% of votes cast
Against: 0.74% of votes cast
Total proxy votes cast: 56.83% of shares in issue

Resolution 12:***Authority to disapply pre-emption rights***

Authority under the Company's Articles of Association for the Directors to allot unissued without first offering shares to existing shareholders in proportion to their existing holdings.

For: 97.88% of votes cast
Against: 2.12% of votes cast
Total proxy votes cast: 56.83% of shares in issue

Resolution 13:***Authority to purchase own shares***

Authority for the Company to purchase its own shares, subject to a limit of 10% of the present issued share capital.

For: 99.67% of votes cast
Against: 0.33% of votes cast
Total proxy votes cast: 56.81% of shares in issue

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Resolution 14:

Authority to establish the Centrica Long Term Incentive Scheme 2006

For: 96.04% of votes cast

Against: 3.96% of votes cast

Total proxy votes cast: 55.45% of shares in issue

Resolution 15:

Authority to establish the Centrica Deferred and Matching Scheme 2006

For: 98.50% of votes cast

Against: 1.50% of votes cast

Total proxy votes cast: 56.09% of shares in issue

Resolution 16:

Authority to establish the Centrica Share Award Scheme 2006

For: 99.34% of votes cast

Against: 0.66% of votes cast

Total proxy votes cast: 56.79% of shares in issue

Resolution 17:

Authority to establish the Centrica Sharesave Scheme 2006

For: 99.11% of votes cast

Against: 0.89% of votes cast

Total proxy votes cast: 56.81% of shares in issue

Note to the disclosure

Any proxy appointments which gave discretion to the Chairman have been included in the "for" total.