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# centrica

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## FAX MESSAGE

**To:** Office of International Corporation Finance, SEC

**Date:** 15 May, 2007

**Att:** 001 202-772-9207

**Ref:** Stock Exchange Announcement

**From:** Secretariat

**No. of pages** 6 (incl. this one)

**A recently released Stock Exchange Announcement follows.**

Secretariat

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**centrica**

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15 May 2007

Office of International Corporation Finance  
Division of Corporation Finance  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington D.C. 20549  
USA

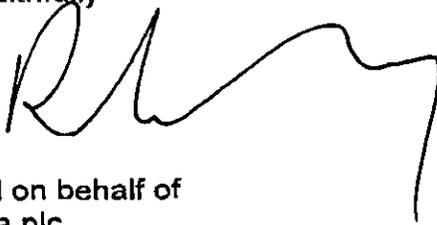
Dear Sir / Madam

**Centrica plc**

The enclosed document is to be furnished to the Securities and Exchange Commission (the "SEC") on behalf of Centrica plc (the "Company") pursuant to the exemption from the Securities Exchange Act 1934 (the "Act") afforded by Rule 12g 3-2 (b) thereunder.

This information is being furnished under paragraph (1) of Rule 12g 3-2 (b) with the understanding that such information and documents will not be deemed to be "filed" with the SEC or otherwise subject to the liabilities of Section 18 of the Act and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that the Company is subject to the Act.

Yours faithfully



For and on behalf of  
Centrica plc

Enc

Centrica plc  
Registered in England & Wales No 3033034  
Registered Office  
Millstream, Maidenhead Road  
Windsor, Berkshire SL4 5GD

14 May 2007

**Centrica plc**

**Annual General Meeting – voting results and proxy appointments**

At the Centrica plc annual general meeting held earlier today (14 May 2007) the following resolutions were proposed by the Chairman and passed by shareholders 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 Auditors for the Company for the year ended 31 December 2006.

<b>For:</b>	99.70% of votes cast
<b>Against:</b>	0.13% of votes cast
<b>Withheld:</b>	0.17% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 2:**

**Remuneration Report**

To approve the Remuneration Report for the year ended 31 December 2006.

<b>For:</b>	94.89% of votes cast
<b>Against:</b>	4.99% of votes cast
<b>Withheld:</b>	0.12% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 3:**

**Dividend**

To approve a final dividend of 8.0 pence per ordinary share to those shareholders on the register of members at close of business on 27 April 2007.

<b>For:</b>	99.72% of votes cast
<b>Against:</b>	0.04% of votes cast
<b>Withheld:</b>	0.24% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 4:**

**Re-election of Director**

To re-elect Phil Bentley as a Director of the Company.

<b>For:</b>	99.56% of votes cast
<b>Against:</b>	0.34% of votes cast
<b>Withheld:</b>	0.10% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 5:****Election of Director**

To re-elect Roger Carr as a Director of the Company.

<b>For:</b>	99.41% of votes cast
<b>Against:</b>	0.49% of votes cast
<b>Withheld:</b>	0.10% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 6:****Election of Director**

To elect Sam Laidlaw as a Director of the Company.

<b>For:</b>	98.80% of votes cast
<b>Against:</b>	1.09% of votes cast
<b>Withheld:</b>	0.11% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

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

To elect Nick Luff as a Director of the Company.

<b>For:</b>	99.41% of votes cast
<b>Against:</b>	0.46% of votes cast
<b>Withheld:</b>	0.13% of votes cast
<b>Total proxy votes cast:</b>	60.95% 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.

<b>For:</b>	99.77% of votes cast
<b>Against:</b>	0.15% of votes cast
<b>Withheld:</b>	0.08% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

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

To authorise the Directors to determine the Auditors' remuneration.

<b>For:</b>	99.49% of votes cast
<b>Against:</b>	0.40% of votes cast
<b>Withheld:</b>	0.11% of votes cast
<b>Total proxy votes cast:</b>	60.95% 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 expenditure, not exceeding £125,000 in total.

<b>For:</b>	94.91% of votes cast
<b>Against:</b>	3.53% of votes cast
<b>Withheld:</b>	1.56% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 11:****Electronic Communications**

That the Company serve any notice or send or supply any other document or information to a member by making the notice, document or information available on a website.

<b>For:</b>	99.45% of votes cast
<b>Against:</b>	0.28% of votes cast
<b>Withheld:</b>	0.27% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 12:****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 £48,869,957.

<b>For:</b>	97.84% of votes cast
<b>Against:</b>	0.46% of votes cast
<b>Withheld:</b>	1.70% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 13:****Authority to disapply pre-emption rights**

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

<b>For:</b>	97.74% of votes cast
<b>Against:</b>	2.07% of votes cast
<b>Withheld:</b>	0.19% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Resolution 14:****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.

<b>For:</b>	99.61% of votes cast
<b>Against:</b>	0.26% of votes cast
<b>Withheld:</b>	0.13% of votes cast
<b>Total proxy votes cast:</b>	60.95% of shares in issue

**Note to the disclosure**

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

*END*