

centrica

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FAX MESSAGE

To: Office of International Corporation Finance, SEC

Date: 20 February, 2008

Fax: 001 202-772-9207

Ref: Stock Exchange Announcement

From: Secretariat

No. of pages 4 (incl. this one)

Please find attached a recently released Stock Exchange Announcement.

Secretariat



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centrica

Centrica plc
Millstream
Maidenhead Road
Windsor
Berkshire SL4 5GD

Telephone 01753 494000
Facsimile 01753 494001
www.centrica.com

20 February 2008

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



Derek Woodward
HEAD OF SECRETARIAT

For and on behalf of
Centrica plc

Enc

Centrica plc
Registered in England & Wales No 3033851
Registered Office
Millstream, Maidenhead Road
Windsor, Berkshire SL4 5GD

Purchase of ordinary shares of 6 ¹⁴/₈₁ pence in Centrica plc ("**Shares**" and the "**Company**", respectively) by Directors of the Company and Persons Discharging Managerial Responsibility (PDMRs) under its Share Incentive Plan ("**SIP**").

The SIP trustee, Equiniti Share Plan Trustees Limited (the "**Trustee**"), notified the Company on 20 February 2008 that:

(1) The following Directors and other Persons Discharging Managerial Responsibility for the Company acquired Shares under the SIP on 19 February 2008 held through the Trustee:

	Number of Shares Acquired*	Aggregate Shares held Beneficially (across all accounts following acquisition)
Directors		
Phil Bentley	55	623,831
Sam Laidlaw	57	342,078
Nick Luff	57	200,369
Jake Ulrich	55	861,342
Persons Discharging Managerial Responsibility		
Grant Dawson	55	278,073
Catherine May	57	6,311
Anne Minto	55	195,811
Chris Weston	57	134,061

* The 'Number of Shares Acquired' includes 37 Partnership shares (38 Partnership shares for Sam Laidlaw, Nick Luff, Catherine May and Christopher Weston with a higher residual balance) acquired at 330.44 pence per share and 18 Matching shares (19 Matching shares for Sam Laidlaw, Nick Luff, Catherine May and Christopher Weston with a higher residual balance) acquired at 332.92 pence per share. Both Partnership and Matching elements are registered in the name of the Trustee.

(2) They had transferred 9,000 ordinary shares of 6 ¹⁴/₈₁ pence each from Lloyds TSB Registrars Corporate Nominee Limited AESOP1 (Allocated shares) to Lloyds TSB Registrars Corporate Nominee Limited AESOP2 (Unallocated shares). The transfer was made following the forfeiture of shares, under the rules of the SIP, by participants who have left the group since the last purchase and the shares had been used towards February's allocation of Matching shares. The Directors listed above, together with some 5,185 other employees, are participants in the SIP and are potentially interested in the remaining 221 shares held by Lloyds TSB Registrars Corporate Nominee Limited AESOP2 left following the purchase.

The SIP operates as follows

- Each month the Trustee uses participants' contributions (which may not exceed £125 per participant per month) to purchase shares in the market. These shares are called '**Partnership Shares**'.
- At the same time the Company allots to participants via the Trustee one '**Matching Share**' for every two partnership shares purchased that month (up to a maximum of 20 matching shares per month).
- Participants may change their monthly savings rate whenever they wish. However, Directors and others bound by the Company's Securities Dealing Code (the "**Code**") may not make such a change during a close period or when otherwise prohibited from dealing by the Code.

END