

363a

Please	comple	te in	types	cript
or in b	old blaci	k cap	itals	

Annual Return

CHFP010

Company Number | 2059279

Company Name in full

BG UK HOLDINGS LIMITED

Date	of	this	return

The information in this return is made up to

•	Month	Year		
0 [1	0 2	2 0 0 8		

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here Companies House will then send a form at the appropriate time

Day	Month	Year		
L_	LL			

100 THAMES VALLEY PARK DRIVE

Registered Office

Show here the address at the date of this return.

Any change of registered office must be notified on form 287

Post town

READING

County / Region

BERKSHIRE

UK Postcode

Principal business activities

Show trade classification code number(s) for the principal activity or activities

7415	
· · · · · · · · · · · · · · · · · · ·	
1	

If the code number cannot be determined, give a brief description of principal

activity

When you have completed and signed the form please send it to the Registrar of Companies at

Companies House, Crown Way, Cardiff, CF14 3UZ

DX 33050 Cardiff

for companies registered in England and Wales

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland DX 235 Edinburgh



	Company No 2059279
Register of members If the register of members is not kept at the registered office, state here where it is kept	
Post town	<u></u>
County / Region	UK Postcode [
Register of Debenture holders If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state where it is kept Post town	
County / Region	UK Postcode [
Company type	
Company type	
Public limited company	
Private company limited by shares	x
Private company limited by guarantee without share capital	
Private company limited by shares exempt under section 30 Private company limited by guarantee exempt under section 30	Please tick the appropriate box
Private unlimited company with share capital	
Private unlimited company without share capital	
Company Secretary	Details of a new company secretary must be notified on form 288a
(Please photocopy this area to provide details of joint	
secretanes) * Voluntary details	CAROL SUSAN
If a partnership give Surname the names and	INMAN
addresses of the partners or the name Address	11 Privet Close, Lower Earley
of the partnership and office address	
Usual residential address must be Post town	Reading
given in the case of a corporation, County / Region	Berkshire UK Postcode RG6 4NY
give the registered or principal office Country address	

BLUEPRINT

Page 2

Register of members	
If the register of members is not kept at	
the registered office, state here where it is	
kept	
Post town	
County / Region	UK Postcode
, ,	<u> </u>
Register of Debenture holders	
If there is a register of debenture holders,	
or a duplicate of any such register or part	
of it, which is not kept at the registered	
office, state where it is kept	
Post town	
County / Region	UK Postcode
Company type	
Company type	
Public limited company	
Private company limited by shares	
Private company limited by guarantee	
without share capital	
Private company limited by shares	> Please tick the appropriate box
exempt under section 30	
Private company limited by guarantee	
exempt under section 30	
Private unlimited company with share capital	
Private unlimited company without share	
capital	
oop.rd.	
Company Secretary	Details of a new company secretary must be notified on form 288a
(Please photocopy	
this area to provide Name * Style / Title details of joint	
nonmtomos)	
* Voluntary details	Alan William
If a partnership give Surname	McCulloch
the names and addresses of the	
partners or the name Address	5 THE OLD NURSERY, HERMITAGE
of the partnership and office address	
Usual residential address must be Post town	NEWBURY
given in the case	
of a corporation, County / Region	UK Postcode RG18 9WE
give the registered	
or principal office Country	<u> </u>
address	

BLUEPRINT

Page 3

Directors Please list directors in alphabetical order		Details of new directors must be notif	fied on form 288a
P	lame * Style / Title	1	
Directors to the		Day Month Year	
Directors In the case of a director that is a corporate	Date of birth	3 0 1 2 1 9 5 2	
or a Scottish firm, the name is the	rorename(s)	JORN ARILD	
corporate or firm name	Surname	BERGET	
A	Address	Sachel's, Coronation Road	· · · · · · · · · · · · · · · · · · ·
Usual residential address must be			
given In the case of a corporation,	Post town	South Ascot	
give the registered or principal office		UK	Postcode SL5 9LG
address	Country	England N	ationality Norwegian
	Business occupation	VICE PRESIDENT	
* Voluntary details			
N	lame * Style / Title	MISS	
Directors In the case of a director that is a corporate	Date of birth	Day Month Year 2 3 0 8 1 9 5 2	
or a Scottish firm, the name is the	Forename(s)	CAROL ELIZABETH	
corporate or firm name	Surname	BOLTON	
A	Address	ROBINS WOOD, ALDWORTH ROAD	
Usual residential address must be			
given In the case of a corporation,	Post town	UPPER BASILDON	
give the registered or principal office	County / Region	BERKSHIRE UK	Postcode RG8 8NG
address	Country	[N	ationality BRITISH
	Business occupation	TAX MANAGER	



Directors Please list directors in alphabetical order		Details of new directors must be notified on form 288a
1	lame * Style / Title	Mr
-		Day Month Year
Directors In the case of a director		0,4 0,6 1,9,6,1
that is a corporate	חשום וט שמפ	
or a Scottish firm,	- FUI EHAIHEISI	JOHN PATRICK
the name is the corporate or firm		
name	Surname	O'DRISCOLL
A	Address	_1 THE PARK
Usual residential		1
address must be		
given In the case of a corporation,	Pasi iawa	LONDON
give the registered	County / Posson	UK Postcode W5 5NE
or principal office address	County / ragion	OKT OSIGOGO WS SNE
4401000	Country	United Kingdom Nationality IRISH
	Business occupation	TREASURER
		THEROOM
* Voluntary details		
	1	
r	iame * Style / Title	
Directors In the		Day Month Year
case of a director	Date of Diftil	1 0 0 2 1 9 6 1
that is a corporate or a Scottish firm,		
the name is the	roienaine(s)	JOHN CHARLES WILKIE
corporate or firm	Surname	STEWART
name		•
<i>A</i>	Address	THE LITTLE HOUSE, NORTHFIELD AVENUE, LOWER SHIPLAKE
Usual residential		1
address must be given in the case		
of a corporation,	Post town	HENLEY ON THAMES
give the registered or principal office		OXFORDSHIRE UK Postcode RG9 3PB
address		
	Country	Nationality BRITISH
	Business occupation	HEAD OF FUNDING AND INVESTMENT



Issued share capital Enter details of all the shares in issue at the date of this return	Class (e g Ordinary/Preference)	Number of shares issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
ORDINARY		3,103,446,571	£3,103,446,571 0
	Totals	3,103,446,571	3,103,446,571.00
List of past and present shareh	nolders		
(use attached schedule where appropriate) A full list is required if one was not included with either of the last two	There were no change	es in the period on pape	er in another format
returns	A list of changes is end	closed	
	A full list of shareholds	ers is enclosed X	
			a true to the best of my
Certificate	knowledge and belief	nation given in this return i	s true to the best of my ,
Sign	(au) +	Dat	e 28/2/08.
† Please delete as appropriate	† a directo r / secretary		
When you have signed the return send with the fee to the Registrar of Companies Cheques should be made payable to Companies House.	it This return ind	cludes 1 (enter number)	continuation sheets
Please give the name, address, telephonumber and, if available, a DX number		CRETARIAT BG GROUP I	PLC, 100 THAMES
and Exchange of the person Companies House should contact if there is any que		VE, READING, BERKSH	IRE, RG6 1PT
, .	<u> </u>	Tel [
BLUEPRINT OneWorld	DX number [DX exchange	



List of past and present shareholders Schedule to form 363a

CH	FF	0	10

Company Number | 2059279

Company Name in full | BG UK HOLDINGS LIMITED

- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on
 - The company's first annual return following the incorporation,
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

	Shares or amount of stock transferred (# appropriate)		
Shareholders' details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name BG ENERGY HOLDINGS LIMITED	£1 00 ORDINARY		
Address 100 THAMES VALLEY PARK DRIVE, READING, BERKSHIRE			
UK postcode RG6 1PT	Shares Held 3,103,446,571		
Name			
Address			
LIK postorda I			
Name			
Address			
UK postcode			

BG UK HOLDINGS LIMITED 2008 ANNUAL RETURN LIST OF SUBSIDIARIES

ATLANTIC 2/3 HOLDINGS LLC United States 32 500% PERCENTAGE INTERESTS AVENTURA ENERGY (ST LUCIA) INC Samt Lucia 100 000% Ordinary shares BBPP HOLDINGS LTDA Brazii 33 3333% Common shares BG ALASKA E&P, INC United States 100 000% DG ALASKA E&P, INC United States 100 000% DG ASIA, INC United States 100 000% DG DOOW Ordinary shares BG ASIA, INC United States 100 000% DG DOOW Ordinary shares BG COMERCIO E IMPORTACAO LTDA Brazii 100 000% DG COMMON shares BG COMERCIO E IMPORTACAO LTDA Brazii 100 000% DG COMMON shares BG DIGHTON POWER, LLC United States 100 000% DG COMMON Shares BG ENERGY CAPITAL PLC United States 100 000% DG COMMON STOCK BG ENERGY FINANCE, INC United States 100 000% DG COMMON STOCK BG EXPLORATION AND PRODUCTION Nigena 100 000% DG COMMON STOCK BG EXPLORATION AND PRODUCTION Nigena 100 000% DG COMMON STOCK BG EXPLORATION AND PRODUCTION Nigena 100 000% DG COMMON STOCK BG EXPLORATION AND PRODUCTION Nigena 100 000% DG COMMON STOCK DG CARA STLANTIC HOLDINGS BV Netherlands 100 000% DG Codinary shares DG Gas Brazii E&P 11 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary shares DG Gas Brazii E&P 18 B V Netherlands 100 000% DG Ordinary share	Name	Country Name	immediate %	interest
BBPP HOLDINGS LTDA Brazil 33 333% Common shares BG ALASKA E&P, INC United States 100 000% Common shares BG ARGENTINA S A Argentina 100 000% Common shares BG ASIA, INC United States 100 000% ORDINARY shares BG BOLGAS LTDA Brazil 100 000% COMMON shares BG COMERCIO E IMPORTACAO LTDA Brazil 100 000% Common shares BG DIGHTON POWER, ILC United States 100 000% Ordinary shares BG EBP BRASIL LTDA Brazil 100 000% Ordinary shares BG ENERGY CAPITAL PLC United Kingdom 000% Ordinary shares BG ENERGY FINANCE, INC United States 100 000% ORDINARY shares BG EXPLORATION AMERICA, INC United States 100 000% ORDINARY shares BG EXPLORATION AMERICA, INC United States 100 000% Ordinary shares BG Gas Brazil E&P 11 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 1 B V Netherlands 100 000% Ordinary shares BG Ga	ATLANTIC 2/3 HOLDINGS LLC			PERCENTAGE
BG ALASKA E&P, INC United States 100 000% Common shares BG ARGENTINA S A Argentina 100 000% Common shares BG ASIA, INC United States 100 000% ORDINARY shares BG BOLGAS LTDA Brazzi 100 000% Ordinary shares BG CANADA LTD Canada 100 000% COMMON shares BG COMERCIO E IMPORTACAO LTDA Brazzi 100 000% Common shares BG DIGHTON POWER, LLC United States 100 000% Ordinary shares BG EMP BRASIL LTDA Brazzi 100 000% Ordinary shares BG ENERGY CAPITAL PLC United Kingdom 0 002% Ordinary shares BG ENERGY FINANCE, INC United States 100 000% COMMON STOCK BG EXPLORATION AMD PRODUCTION Nigeria 100 000% Ordinary shares BG GE SAPLATION AND PRODUCTION Nigeria 100 000% Ordinary shares BG Gas Brazil E&P 11 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 10 B V Netherlands 100 000% Ordinary shares BG Gas Brazil	AVENTURA ENERGY (ST LUCIA) INC	Saint Lucia	100 000%	Ordinary shares
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BG E&P BRASIL LTDA Brazil 100 000% Ordinary shares BG ENERGY CAPITAL PLC United Kingdom 0 002% Ordinary shares BG ENERGY FINANCE, INC United States 100 000% COMMON STOCK BG EXPLORATION AMERICA, INC United States 100 000% ORDINARY shares BG EXPLORATION AND PRODUCTION NIGERIA LIMITED Nigeria 100 000% Ordinary shares BG GAS ATLANTIC HOLDINGS BV Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 11 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 1 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 1 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 1 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 12 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 3 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 4 B V Netherlands 100 000% Ordinary shares BG Gas Brazil E&P 5 B V Netherlands 100 000% <td>BG COMERCIO E IMPORTACAO LTDA</td> <td>Brazil</td> <td>100 000%</td> <td>Common shares</td>	BG COMERCIO E IMPORTACAO LTDA	Brazil	100 000%	Common shares
BG ENERGY CAPITAL PLC United Kingdom 0 002% Ordinary shares BG ENERGY FINANCE, INC United States 100 000% COMMON STOCK BG EXPLORATION AMERICA, INC United States 100 000% ORDINARY shares BG EXPLORATION AND PRODUCTION Nigeria 100 000% Ordinary shares BG GAS ATLANTIC HOLDINGS BV Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 11 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 1 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 10 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 10 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 12 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 2 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 3 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 3 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 5 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 5 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 6 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 6 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 7 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 8 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 9 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 9 B V Netherlands 100 000% Ordinary shares BG GAS Brazil E&P 8 B V Netherlands 100 000% Ordinary shares BG GAS GLOBAL HOLDINGS BV Netherlands 100 000% Ordinary shares BG GAS GAS GLOBAL HOLDINGS BV Netherlands 100 000% Ordinary shares BG GAS GAS GLOBAL HOLDINGS BV Netherlands 100 000% Ordinary shares BG GAS GAS GAS GAS GAS GAS GAS GAS GAS GA	BG DIGHTON POWER, LLC	United States	100 000%	
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BG GNV DO BRASIL LIMITADA Brazil 94 652% Ordinary shares BG HASDRUBAL LIMITED United Kingdom 100 000% Ordinary shares	BG GENERAL HOLDINGS LIMITED		100 000%	ORDINARY SHARES
	BG GNV DO BRASIL LIMITADA	Brazil	94 652%	Ordinary shares
BG INTERNATIONAL SERVICES AB Sweden 100 000% Ordinary shares	BG HASDRUBAL LIMITED	United Kingdom	100 000%	Ordinary shares
	BG INTERNATIONAL SERVICES AB	Sweden	100 000%	Ordinary shares

BG INVERSIONES ARGENTINAS S A	Argentina	100 000%	Common shares
BG IRAN LIMITED	United Kingdom	100 000%	ORDINARY shares
BG ITALIA POWER S P A	Italy	100 000%	Ordinary shares
BG ITALIA SPA	Italy	99 792%	Ordinary shares
BG KARACHAGANAK TRADING LIMITED	United Kingdom	100 000%	Ordinary shares
BG LNG REGAS INDIA PVT LTD	India	99 998%	Ordinary shares
BG LNG SERVICES, LLC	United States	100 000%	
BG LNG TRADING, LLC	United States	100 000%	Ordinary shares
BG MAURITIUS LNG HOLDINGS LIMITED	Mauntius	100 000%	Ordinary shares
BG NETHERLANDS	United Kingdom	100 000%	Ordinary shares
BG NORTH AMERICA, LLC	United States	100 000%	COMMON STOCK
BG OVERSEAS HOLDINGS LIMITED	United Kingdom	100 000%	ORDINARY shares
BG PUERTO RICO, CORP	Puerto Rico	100 000%	Ordinary shares
BG SINGAPORE LIMITED	United Kingdom	100 000%	ORDINARY shares
BG SOUTH EAST ASIA LIMITED	United Kingdom	100 000%	ORDINARY shares
BG THAILAND LIMITED	United Kingdom	100 000%	ORDINARY shares
BG TRINIDAD EC LIMITED	Trinidad and Tobago	100 000%	ORDINARY shares
BG TUNISIA LIMITED	United Kingdom	100 000%	ORDINARY shares
BG URUGUAY S A	Uruguay	100 000%	Bearer Shares
BG US SERVICES, INC	United States	100 000%	COMMON STOCK AT PAR
BG WEST INDIES LIMITED	Saint Lucia	100 000%	Common Shares
BRINDISI LNG SpA	Italy	100 000%	ORDINARY shares
CASPIAN PIPELINE CONSORTIUM - K	Kazakhstan	2 000%	ORDINARY shares
CASPIAN PIPELINE CONSORTIUM - R	Russia	2 000%	ORDINARY shares
COMPANHIA DE GAS DE SAO PAULO	Brazıl	71 9%	Common shares
DINAREL S A	Uruguay	100 000%	Common - A shares
GAS ARGENTINO S A	Argentina	38 3%	CLASS A shares
GAS TRANSBOLIVIANO S A	Bolivia	2 000%	ORDINARY shares
GASLINK S A	Argentina	51 000%	Common shares
GASODUCTO CRUZ DEL SUR SA	Uruguay	40 000%	Common - A shares
GENTING SANYEN POWER SDN BHD	Malaysia	20 000%	ORDINARY shares
INTEGRAL INVESTMENTS B V	Netherlands	83 5000%	Ordinary shares
IQARA ENERGY SERVICES LTDA	Brazıl	100 000%	Ordinary shares
LAKE CHARLES EXPRESS LLC	United States	100 000%	Ordinary shares
METROENERGÍA S A	Argentina	95%	Ordinary shares
METROGAS S A	Argentina	70%	CLASS A shares, CLASS B shares
Microgen Energy B V	Netherlands	100 000%	Ordinary shares
PACIFIC LNG BOLIVIA SRL	Bolivia	37 551%	QUOTAS shares
POINT FORTIN LNG EXPORTS LIMITED	Trinidad and Tobago	45 885%	ORDINARY shares
THE INTERNATIONAL SCHOOL OF PORT OF SPAIN LIMITED	Tπnidad and Tobago	25 000%	ORDINARY shares
TRANSPORTADORA BRASILEIRA GASODUTO BOLIVIA-BRASIL S/A	Brazil	29 000%	Ordinary shares
TRINLING LIMITED	Trinidad and Tobago	50 000%	ORDINARY - NO PAR VALUE