

BG Gas Limited

Directors' Report and Financial Statements

For the year ended 31 December 2008



Company Registration Number: 2941910

Contents	Pages
Directors' Report	2-3
Balance Sheet	4
Notes to the Financial Statements	5

Directors' report for the year ended 31 December 2008

The Directors present their report and Financial Statements for BG Gas Limited for the year ended 31 December 2008.

Principal activities

The Company did not trade during the period and has not commenced to trade as at the date of this report.

Reserves

There have been no movements in reserves during the period.

Directors

The following served as Directors of the Company during the accounting period:

C S Inman
A W McCulloch

Company Secretaries

The following served as Company Secretaries during the year:

C S Inman
A W McCulloch

Directors' Insurance

The ultimate parent company has maintained insurance premiums to cover Directors and other officers against any liabilities in relation to the Company.

Dividend

The Directors do not propose to declare a dividend for the year ended 31 December 2008.

Auditors

As the Company is dormant within the meaning of Section 249aa (1) of the Companies Act 1985, the Company is exempt from the obligation to appoint auditors as required by Section 384 of that Act.

By Order of the Board:



C S Inman
Secretary

Date: 15 June 2009

Registered Office:

100 Thames Valley Park Drive

Reading

Berkshire

RG6 1PT

Registered in England & Wales No: 2941910

Balance sheet as at 31 December 2008

	<u>Notes</u>	<u>2008</u> £	<u>2007</u> £
Current assets			
Debtors (amounts falling due within one year)	2	2	2
Capital and reserves			
Called up share capital	3	2	2

For the year ended 31 December 2008 the Company was entitled to exemption under section 249aa(1) of the Companies Act 1985.

No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 249b(2).

The Directors acknowledge their responsibility for (i) ensuring the Company keeps accounting records which comply with section 221; and (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company.

The notes on page 5 form part of these Financial Statements.

Approved by the Board:



C S Inman
Director

Date: 15 June 2009

Notes to the Financial Statements

1. Ultimate parent undertaking

The immediate parent undertaking is BG Intellectual Property Limited.

The ultimate parent undertaking and controlling party is BG Group plc, which is the parent undertaking of the largest group to consolidate these Financial Statements. The smallest group into which the Company is consolidated is that of which BG Energy Holdings Limited which is the parent undertaking. BG Energy Holdings Limited and BG Group plc are both registered in England. Copies of these consolidated accounts may be obtained from the Company Secretary, 100 Thames Valley Park Drive, Reading, Berkshire, RG6 1PT

2 Debtors: amounts falling due within one year

	2008 £	2007 £
Amounts owed by group undertakings	2	2

3 Called up share capital

	2008 £	2007 £
Authorised:		
100 ordinary shares of £1 each	100	100
Allotted and fully paid:		
2 ordinary shares of £1 each	2	2