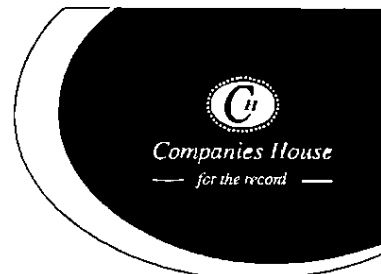


103302/301



Company Name
**MGN GAS NETWORKS (UK)
LIMITED**

363s Annual Return

Company Type
**Private Company Limited By
Shares**

Company Number
5095454

Information extracted from
Companies House records on
20th April 2007

- > Please check the details printed in the "Current details" column
- > If any details are wrong, strike them through and write the correct details in the "Amended details" column
- > Please complete in **black ink** and

Section 1: Company details

FRIDAY



A25 *ATPP3P2B* 149
27/04/2007
COMPANIES HOUSE m

Ref 5095454/09/28

	Current details	Amended details
> Registered Office Address <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Wales & West House Spooner Close Coedkernew Newport NP10 8FZ	Address _____ _____ _____ UK Postcode _ _ _ _ _
> Register of Members <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Address where the Register is held At Registered Office	Address LEVEL 30 CITYPOINT 1 ROPEMAKER ST LONDON UK Postcode EC2Y 9AD
> Register of Debenture Holders <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	Not Applicable	Address _____ _____ _____ UK Postcode _ _ _ _ _
> Principal Business Activities <i>If any of the details are wrong, strike them through and fill in the correct details in the "Amended details" column</i>	SIC Code Description 7415 Holding companies incl head offices	SIC CODE Description _ _ _ _ _____ _ _ _ _ _____ _ _ _ _ _____ _ _ _ _ _____ _ _ _ _ _____
> Please enter additional principal activity code(s) in "Amended details" column <i>See notes for guidance for list of activity codes</i>		

Section 2: Details of Officers of the Company

	Current details	Amended details
> Company Secretary <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Company Secretary must be notified on form 288a</i>	Name Christopher John TALBOT Address 18 Somerleyton Avenue Kidderminster Worcestershire DY10 3AS	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> Date of change <u> </u> <u> </u> / <u> </u> <u> </u> / <u> </u> <u> </u> <u> </u> Date Christopher John TALBOT ceased to be secretary (if applicable) <u> </u> <u> </u> / <u> </u> <u> </u> / <u> </u> <u> </u> <u> </u>
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Peter Szymon ANTOLIK Address 81 Regina Road London N4 3PT Date of birth 17/12/1968 Nationality British Occupation Operations Director	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode <u> </u> <u> </u> <u> </u> <u> </u> <u> </u> Date of birth <u> </u> <u> </u> / <u> </u> <u> </u> / <u> </u> <u> </u> <u> </u> Nationality <u> </u> Occupation <u> </u> Date of change <u> </u> <u> </u> / <u> </u> <u> </u> / <u> </u> <u> </u> <u> </u> Date Peter Szymon ANTOLIK ceased to be director (if applicable) <u> </u> <u> </u> / <u> </u> <u> </u> / <u> </u> <u> </u> <u> </u>

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	Current details	Amended details
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Anthony Raymond CLAMP Address 9 Devonshire Park Reading Berkshire RG2 7DX Date of birth 04/06/1959 Nationality British Occupation Investment Manager	Name <hr/> <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address <hr/> <hr/> <hr/> UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Anthony Raymond CLAMP ceased to be director (if applicable) _ _ / _ _ / _ _ _ _
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Philip Stuart GARLING Address 28 Darling Point Road Darling Point New South Wales 2027 Australia Date of birth 08/10/1953 Nationality Australian Occupation Manager	Name <hr/> <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address <hr/> <hr/> <hr/> UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Philip Stuart GARLING ceased to be director (if applicable) _ _ / _ _ / _ _ _ _

	Current details	Amended details
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Howard Charles HIGGINS Address Church Farm Glasshouse Lane Hockley Heath Solihull West Midlands B94 6PU Date of birth 30/03/1953 Nationality British Occupation Utility Executive	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Howard Charles HIGGINS ceased to be director (if applicable) _ _ / _ _ / _ _ _ _
> Director <i>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</i> <i>Particulars of a new Director must be notified on form 288a</i>	Name Christopher Robert KOSKI Address 174 Woburn Avenue Toronto Ontario M5M 1K7 Canada M5M 1K7 Date of birth 11/05/1970 Nationality Canadian Occupation Company Director	Name <input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985 Address UK Postcode _ _ _ _ _ Date of birth _ _ / _ _ / _ _ _ _ Nationality _____ Occupation _____ Date of change _ _ / _ _ / _ _ _ _ Date Christopher Robert KOSKI ceased to be director (if applicable) _ _ / _ _ / _ _ _ _

	Current details	Amended details
<p>> Director</p> <p>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</p> <p>Particulars of a new Director must be notified on form 288a</p>	<p>Name Martin Stephen William STANLEY #</p> <p>Address</p> <p>IP12</p> <p>Date of birth 13/06/1963</p> <p>Nationality British</p> <p>Occupation Banker</p>	<p>Name</p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985</p> <p>Address</p> <hr/> <hr/> <hr/> <p>UK Postcode _ _ _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Martin Stephen William STANLEY ceased to be director (if applicable)</p> <p style="text-align: right;">_ _ / _ _ / _ _ _ _</p>
<p>> Director</p> <p>If any of the details for this person are wrong, strike them through and fill in the correct details in the "Amended details" column</p> <p>Particulars of a new Director must be notified on form 288a</p>	<p>Name Duncan WHYTE</p> <p>Address 4 Victoria Crescent Kilsyth Lanarkshire G65 9BJ</p> <p>Date of birth 27/07/1946</p> <p>Nationality British</p> <p>Occupation Executive Director</p>	<p>Name</p> <hr/> <p><input type="checkbox"/> Tick this box if this address is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985</p> <p>Address</p> <hr/> <hr/> <hr/> <p>UK Postcode _ _ _ _ _ _ _</p> <p>Date of birth _ _ / _ _ / _ _ _ _</p> <p>Nationality _____</p> <p>Occupation _____</p> <p>Date of change _ _ / _ _ / _ _ _ _</p> <p>Date Duncan WHYTE ceased to be director (if applicable)</p> <p style="text-align: right;">_ _ / _ _ / _ _ _ _</p>

Issued share capital details

> *Please fill in the details of total share capital by class (eg ordinary, preference etc) that has been issued to the company's shareholders*

Class of Share	Number of shares issued
<u>ORDINARY</u>	<u>290,272,506</u>
	Aggregate Nominal Value of issued shares
	<u>£290,272,506</u>

Class of Share	Number of shares issued
_____	_____
	Aggregate Nominal Value of issued shares

Class of Share	Number of shares issued
_____	_____
	Aggregate Nominal Value of issued shares

Class of Share	Number of shares issued
_____	_____
	Aggregate Nominal Value of issued shares

> <i>Please fill in the total number of issued shares and their total nominal value</i>	Number of shares issued
	<u>290,272,506</u>
	Aggregate Nominal Value of issued shares
	<u>£290,272,506</u>

List of past and present members (Tick appropriate box)

- > *Please complete the required information on the attached schedules or in another format agreed by Companies House*
- ☒ There were no changes during the period
☐ A list of changes is enclosed
☒ A full list of members is enclosed

The last full list of members was received on 05/04/2006

- > **REMEMBER:**
Changes to shareholder particulars or details of shares transferred to be **completed each year**
 A full list of shareholders is required with the first and every third Annual Return thereafter
 List shareholders in alphabetical order or provide an index
 List joint shareholders consecutively

Section 4: Details of New Shareholders and Transfers (A) (ii)

- > Please fill in details of any persons or corporate bodies who have become shareholders since the last annual return
- > Please fill in details of any persons or corporate bodies that have transferred shares since the last annual return
- > Please use Section 4B to give details of any persons or corporate bodies who have ceased to be shareholders since the last annual return or, in the case of a first return, since the incorporation of the company
- > Please copy this page if there is not enough space to enter all the company's current shareholders

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name <u>AMP CAPITAL INVESTORS (LUXEMBOURG NO 1) SARL</u> Address <u>12-14 RUE LEON THYES</u> <u>L2636</u> <u>LUXEMBOURG</u> UK Postcode <u> </u>	ORDINARY 36,375,000		
Name <u>CHALLENGER WALES & THE WEST GAS LIMITED</u> Address <u>WHITELY CHAMBERS</u> <u>DON ST, ST HELIER</u> <u>JERSEY JE</u> UK Postcode <u>JE4 9WG</u>	ORDINARY 25,059,636		
Name <u>CPP INVESTMENT BOARD EUROPEAN HOLDINGS SARL</u> Address <u>46A AVENUE JOHN KENNEDY</u> <u>L-1855</u> <u>LUXEMBOURG</u> UK Postcode <u> </u>	ORDINARY 49,275,001		
Name <u>INDUSTRY FUNDS MANAGEMENT (NONINEES) LTD (IN ITS CAPACITY AS TRUSTEE OF THE IFM (INTERNATIONAL INFRASTRUCTURE) WHOLESALE TRUST</u> Address <u>LEVEL 29 CASSELDEN PLACE</u> <u>2 LONSDALE ST MELBOURNE</u> <u>VICTORIA 3000 AUSTRALIA</u> UK Postcode <u> </u>	ORDINARY 43,575,001		

- > Please fill in the details of any persons or corporate bodies who are shareholders at the date of this return
- > For jointly held shares please list those joint shareholders consecutively on the form. If a joint shareholder also holds shares in their own right, list that holding separately
- > Please use Section 4B to give details of any persons or corporate bodies who have ceased to be shareholders since the last annual return or, in the case of a first return, since the incorporation of the company
- > Please copy this page if there is not enough space to enter all the company's current shareholders

Shareholders details	Class and number of shares or amount of stock held	Class and number of shares or amount of stock transferred (If appropriate)	Date of registration of transfer (If appropriate)
Name MACQUARIE LUXEMBOURG CASSARL Address SGUILLAUME KROLL LUXEMBOURG L-1882 LUXEMBOURG UK Postcode	ORDINARY 111,825,002		
Name MACQUARIE GLOBAL INFRASTRUCTURE FUNDS ISA Address SGUILLAUME KROLL LUXEMBOURG L-1882 LUXEMBOURG UK Postcode	ORDINARY 15,000,000		
Name WHALEY PTY LTD Address LEVEL 9, 1 MARTIN PLACE SYDNEY NSW 2000 AUSTRALIA UK Postcode	ORDINARY 9,162,866		
Name Address UK Postcode			

Section 4B: Details of Former Shareholders

- > Please fill in details of any persons or corporate bodies who have ceased to be shareholders at the date of this return. Also, please give the dates that their shares were transferred
- > Please copy this page if there is not enough space to enter all the company's former shareholders

Former shareholders details	Class and number of shares or amount of stock transferred	Date of registration of transfer
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		
Name _____ Address _____ _____ _____ UK Postcode _ _ _ _ _		

363s Annual Return Declaration

- > When you have checked all the sections of this form, please complete this page and sign the declaration below
- > If you want to change the made up date of this annual return, please complete 2 below

1. Declaration

- ☐ I confirm that the details in this annual return are correct as at the made-up-date (shown at 2 below) I enclose the filing fee of £30

Signature

Christopher Tallon
(Director / Secretary)

Date

24 / 04 / 2007

This date must not be earlier than the return date at 2 below

What to do now

Complete this page then send the whole of the Annual Return and the declaration to the address shown at 4 below

2. Date of this return

- ☐ This AR is made up to **5/4/2007** If you are making this return up to an earlier date, please give the date here

__ / __ / ____

Note The form must be delivered to CH within 28 days of this date

3. Date of next return

- ☐ If you wish to change your next return to a date earlier than **5th April 2008** please give the new date here

__ / __ / ____

4. Where to send this form

- ☐ Please return this form to

Registrar of Companies
Companies House
Crown Way
Cardiff CF14 3UZ

OR

For members of the Hays Document
Exchange service
DX 33050 Cardiff

Have you enclosed the filing fee with the company number written on the reverse of the cheque?

Contact Address

You do not have to give any contact information below, but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record

Contact Name

C. J. TALBOT

Telephone number inc code

02920 278542

Address

WALES & WEST HOUSE
SPEDNER CLOSE
COEDKERN NEWPORT

DX number if applicable

DX exchange

Postcode

NP10 8FZ