



88(2)

Return of Allotment of Shares

Please complete in typescript,
or in bold black capitals.

CHFP010.

Company Number

5095454

Company Name in full

MGN Gas Networks (UK) Limited

Shares allotted (including bonus shares):

Date or period during which shares
were allotted

(if shares were allotted on one date enter that
date in the "from" box)

From

Day Month Year

4 0 9 2 0 0 4

To

Day Month Year

Class of shares

(ordinary or preference etc)

Ordinary

Number allotted

15,000,000

Nominal value of each share

£1

Amount (if any) paid or due on each
share (including any share premium)

£1

List the names and addresses of the allottees and the number of shares allotted to each overleaf

If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as
paid up

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Consideration for which the shares
were allotted

(This information must be supported by the duly
stamped contract or by the duly stamped particulars
on Form 88(3) if the contract is not in writing)

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

Companies House, Crown Way, Cardiff, CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB
For companies registered in Scotland

DX 235 Edinburgh



Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name Macquarie Bank Limited	Class of shares allotted Ordinary	Number allotted 2,593,985
Address Level 31 Citypoint, 1 Ropemaker Street, London		
UK postcode EC2Y 9HD		
Name JP MORGAN NOMINEES AUSTRALIA LTD IN ITS CAPACITY AS NOMINEE FOR THE CUSTODIAN FOR THE TRUSTEE OF THE INFRASTRUCTURE UNIT OF THE POOLED SUPERANNUATION TRUST KNOWN AS DEVELOPMENT AUSTRALIA FUND	Class of shares allotted Ordinary	Number allotted 2,251,763
Address Level 35, 259 George Street, Sydney, New South Wales, Australia 2000		
UK postcode		
Name Macquarie Luxembourg Gas SARL	Class of shares allotted Ordinary	Number allotted 5,778,621
Address 5, Guillaume Kroll, Luxembourg L-1882, Luxembourg		
UK postcode		
Name Canada Pension Plan Investment Board	Class of shares allotted Ordinary	Number allotted 968,918
Address 1 Queen Street East, Suite 2700, P O Box 101, Toronto, Ontario, Canada		
UK postcode		

Please enter the number of continuation sheets (if any) attached to this form

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Signed A. Campbell Date 17.9.2004

A director / secretary / administrator / administrative receiver / receiver-manager / receiver

Please give the name, address, telephone number and, if available, a DX number and Exchange of the person Companies House should contact if there is any query.

Alex Campbell, Level 30 Citypoint, 1 Ropemaker Street,	
London EC2Y 9HD	
Tel 020 7065 2460	
DX number	DX exchange

Names and addresses of the allottees (List joint share allotments consecutively)

Shareholder details	Shares and share class allotted	
Name Challenger Life No. 2 Limited	Class of shares allotted Ordinary	Number allotted 751,880
Address Level 41, 88 Phillip Street, Sydney, New South Wales, Australia 2000		
UK postcode		
Name AMP Life Limited	Class of shares allotted Ordinary	Number allotted 1,879,699
Address Level 24, AMP Building, 33 Alfred Street, Sydney, New South Wales, Australia 2000		
UK postcode		
Name Macquarie Specialised Asset Management Limited in its capacity as responsible entity for	Class of shares allotted Ordinary	Number allotted 387,567
Address <i>MACQUARIE GLOBAL INFRASTRUCTURE FUND IIA</i> Level 11, No. 1 Martin Place, Sydney, New South Wales, Australia 2000		
UK postcode		
Name Macquarie Specialised Asset Management 2 Limited in its capacity as responsible entity for	Class of shares allotted Ordinary	Number allotted 387,567
Address <i>MACQUARIE GLOBAL INFRASTRUCTURE FUND IIB</i> Level 11, No. 1 Martin Place, Sydney, New South Wales, Australia 2000		
UK postcode		

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Signed A. Campbell Date 17.9.2004

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