

248659/60

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

5213525

Company Name in full

Northern Gas Networks Holdings Limited

Date of this return

The information in this return is made up
to

| Day | | Month | | Year | | |
|-----|---|-------|---|------|---|---|
| 2 | 4 | 0 | 8 | 2 | 0 | 5 |

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 | | |
|-----|--|-------|--|------|--|--|
| | | | | | | |

Registered Office

Show here the address at the date of
this return.

Kempson House, Camomile Street

Any change of
registered office **must**
be notified on form
287.

Post town

London

County / Region

UK Postcode

EC3A 7AN

Principal business activities

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

7415

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

or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX 235 Edinburgh

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

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

Public limited company

Private company limited by shares

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

Private unlimited company with share capital

Private unlimited company without share capital

☐☒☐☐☐☐☐

Please tick the appropriate box

Company Secretary

(Please photocopy this area to provide details of joint secretaries).

* Voluntary details.

Name

* Style / Title

Forename(s)

Surname

Address

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town

County / Region

Country

Details of a new company secretary must be notified on form 288a.

Norose Company Secretarial Services Limited

Kempson House, Camomile Street

London

UK Postcode EC3A 7AN

England

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

| | | | |
|---------------------|-------------------------|-------------|----------|
| Name | * Style / Title | Mr | |
| | | Day | Month |
| | | Year | |
| Date of birth | | 1 | 5 |
| | | 0 | 2 |
| | | 1 | 9 |
| | | 3 | 0 |
| Forename(s) | Frank Riddell | | |
| Surname | Frame | | |
| Address | The Old Rectory, Bepton | | |
| | | | |
| Post town | Midhurst | | |
| County / Region | West Sussex | UK Postcode | GU29 0HX |
| Country | England | Nationality | British |
| Business occupation | Solicitor Retired | | |

* Voluntary details.

| | | | |
|---------------------|---|-------------|---------|
| Name | * Style / Title | | |
| | | Day | Month |
| | | Year | |
| Date of birth | | 2 | 2 |
| | | 1 | 0 |
| | | 1 | 9 |
| | | 5 | 8 |
| Forename(s) | Andrew | | |
| Surname | Hunter | | |
| Address | Flat 13, Stewart Terrace, 81-95 Peak Road | | |
| | | | |
| Post town | Hong Kong | | |
| County / Region | | UK Postcode | |
| Country | Hong Kong | Nationality | British |
| Business occupation | Director | | |

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title _____

Day Month Year

Date of birth

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| 2 | 8 | 0 | 8 | 1 | 9 | 4 | 4 |
|---|---|---|---|---|---|---|---|

Forename(s) Eric Bing Sing

Surname Kwan

Address 26A Block 4 , , Pacific View, 38 Tai Tam Road

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town _____

County / Region _____ UK Postcode _____

Country Hong Kong Nationality Australian

Business occupation Deputy Managing Director

* Voluntary details.

Name * Style / Title _____

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| 1 | 9 | 1 | 0 | 1 | 9 | 4 | 6 |
|---|---|---|---|---|---|---|---|

Forename(s) Kam Hing

Surname Lam

Address 2nd Floor, 1 Kotewall Road

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town _____

County / Region _____ UK Postcode _____

Country Hong Kong Nationality Chinese

Business occupation Director

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Name * Style / Title _____

Day Month Year

Date of birth

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| 2 | 0 | 0 | 9 | 1 | 9 | 6 | 6 |
|---|---|---|---|---|---|---|---|

Forename(s) Daniel VincentSurname LathamAddress 26 Eddy Road

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town Chatswood WestCounty / Region New South Wales

UK Postcode _____

Country AustraliaNationality AustralianBusiness occupation Finance Executive

* Voluntary details.

Name * Style / Title _____

Day Month Year

Date of birth

| | | | | | | | |
|---|---|---|---|---|---|---|---|
| 0 | 2 | 0 | 9 | 1 | 9 | 5 | 5 |
|---|---|---|---|---|---|---|---|

Forename(s) BasilSurname ScarsellaAddress Level 6, 1 Anzac Highway

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town KeswickCounty / Region South Australia

UK Postcode _____

Country AustraliaNationality AustralianBusiness occupation CEO

Directors*Please list directors in alphabetical order.***Details of new directors must be notified on form 288a**

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

| | | | |
|---------------------|-------------------------------|-------------|------------|
| Name | * Style / Title | Dr | |
| | | Day | Month |
| | | Year | |
| Date of birth | | 0 | 9 |
| | | 0 | 7 |
| | | 1 | 9 |
| | | 3 | 1 |
| Forename(s) | William | | |
| Surname | Shurniak | | |
| Address | | | |
| | | | |
| Post town | Limerick | | |
| County / Region | Saskatchewan | UK Postcode | SOH 2PO |
| Country | Canada | Nationality | Australian |
| Business occupation | Company Director and Chairman | | |

* Voluntary details.

| | | | |
|---------------------|---------------------------------|-------------|---------|
| Name | * Style / Title | | |
| | | Day | Month |
| | | Year | |
| Date of birth | | 2 | 1 |
| | | 0 | 4 |
| | | 1 | 9 |
| | | 3 | 1 |
| Forename(s) | Kai Sum | | |
| Surname | Tso | | |
| Address | House B, 90 Peak Road, The Peak | | |
| | | | |
| Post town | | | |
| County / Region | Hong Kong | UK Postcode | |
| Country | Hong Kong | Nationality | British |
| Business occupation | Director | | |

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

Directors In the case of a director that is a corporate or a Scottish firm, the name is the corporate or firm name.

Name * Style / Title _____

Day Month Year
 Date of birth 0 6 0 6 1 9 4 7

Forename(s) | Gordon Arthur Ivan

Surname | Waters

Address | 10 Corbett Avenue

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town | Droitwich

County / Region | Worcestershire

UK Postcode | WB9 7RE

Country | England

Nationality | British

Business occupation | Managing Director

* Voluntary details.

Name * Style / Title _____

Day Month Year
 Date of birth

Forename(s) |

Surname |

Address |

Usual residential address must be given. In the case of a corporation, give the registered or principal office address.

Post town |

County / Region |

UK Postcode |

Country |

Nationality |

Business occupation |

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 | 555,007,969 | £555,007,969.00 |
| Special | 1 | £1.00 |
| | | |
| | | |
| Totals | 555,007,970 | 555,007,970.00 |

List of past and present shareholders

(use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

There were no changes in the period

☐

on paper

in another format

A list of changes is enclosed

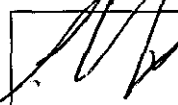
☐☐

A full list of shareholders is enclosed

☒☐**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed


 AUTHORISED SIGNATORY OF
NOROSE COMPANY
SECRETARIAL SERVICES LTD

Date

30/8/05

† Please delete as appropriate.

† a director / secretary

When you have signed the return send it with the fee to the Registrar of Companies.
Cheques should be made payable to **Companies House**.

This return includes continuation sheets.
(enter number)

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.

Clive Weston, Norton Rose, Kempson House, Camomile
Street, London, EC3A 7AN, England
Tel
DX number DX exchange

List of past and present shareholders Schedule to form 363a

CHFP010

Company Number | 5213525

Company Name in full | Northern Gas Networks 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

| 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 |
|--|--|---|----------------------------------|
| <p>Name Able Venture Profits Limited</p> <p>Address P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands</p> <p>UK postcode </p> | <p>£1.00 Ordinary</p> <p>Shares Held 222,003,187</p> | <p>58 41</p> | <p>17/12/2004 17/12/2004</p> |
| <p>Name Alpha Central Profits Limited</p> <p>Address P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands</p> <p>UK postcode </p> | <p>£1.00 Ordinary</p> <p>Shares Held 110,446,586</p> | | |
| <p>Name Challenger Life No.2 Limited</p> <p>Address Level 41, Aurora Place, 88 Phillip Street, Sydney, New South Wales 2000, Australia</p> <p>UK postcode </p> | <p>£1.00 Ordinary</p> <p>Shares Held 0</p> | <p>32,190,463</p> | <p>01/07/2005</p> |

Company Number | 5213525

Continuation Page 2

Company Number 5213525

Continuation Page 3

List of past and present shareholders
Schedule to form 363a

CHFP010

Company Number | 5213525

Company Name in full | Northern Gas Networks 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

| Shareholders' details | Class and number of shares or amount of stock held | Shares or amount of stock transferred <i>(if appropriate)</i> | Date of registration of transfer |
|--|--|--|----------------------------------|
| Name Able Venture Profits Limited Address P.O. Box 957, Offshore Incorporations Centre, Road Town, Tortola, British Virgin Islands UK postcode _____ | £1.00 Special <div style="text-align: right;">Shares Held 1</div> | | |
| Name Address UK postcode _____ | | | |
| Name Address UK postcode _____ | | | |