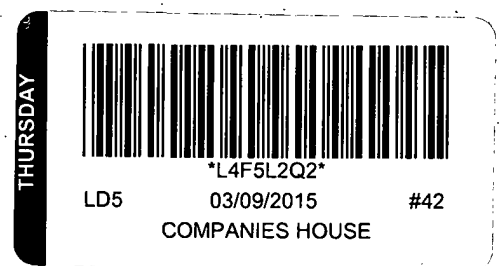


Registered No: 06795997

Centrica Finance Investments Limited
Annual Report and Financial Statements
For the year ended 31 December 2014



Centrica Finance Investments Limited

	Page
Directors' report for the year ended 31 December 2014	1
Strategic report for the year ended 31 December 2014	3
Independent auditors' report to the members of Centrica Finance Investments Limited	4
Profit and loss account for the year ended 31 December 2014	6
Balance sheet as at 31 December 2014	7
Notes to the financial statements for the year ended 31 December 2014	8

Centrica Finance Investments Limited

Directors' report for the year ended 31 December 2014

The Directors present their report and the audited financial statements of Centrica Finance Investments Limited (the "Company") for the year ended 31 December 2014.

Future developments

The Company has ceased trading.

Results and dividends

The results of the Company are set out on page 6. The Company's loss after tax for the year was £121 (2013: £nil). During the year an interim dividend of £9,601,387 (2013: nil) was paid. The Directors do not recommend the payment of a final dividend (2013: £nil). On 3 November 2014 a reduction in the share premium account of £1,999,900 to £nil was approved by the shareholders, and on the 17 November 2014 a dividend of £9,601,387 was paid.

Financial risk management

Details of the Group's financial risk management policy is set out on pages 150 - 154 of the Group's 2014 Annual Report and Accounts. Group Treasury also seeks to limit counter-party risk by conducting most of its banking and dealing activities with a limited number of major international banks, where status is kept under review.

Directors

The following served as Directors during the year and up to the date of signing this report:

J Bell

Centrica Directors Limited

Directors' and officers' liability

Directors' and officers' liability insurance has been purchased by the ultimate parent company, Centrica plc and was in place throughout the year under review. The insurance does not provide cover in the event that the Director is proved to have acted fraudulently.

Statement of Directors' Responsibilities

The Directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

Centrica Finance Investments Limited

Directors' report for the year ended 31 December 2014 (continued)

Statement of Directors' Responsibilities (continued)

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

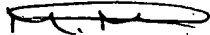
Disclosure of information to auditors

Each of the Directors who held office at the date of approval of this Directors' report confirm that so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware, and they have taken all the steps that they ought to have taken as Directors in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent Auditors

Pursuant to Section 487 of the Companies Act 2006, the auditors will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

This report was approved by the Board on 27 August 2015.



MATTHEW MADELEY

By order of the Board for and on behalf of Centrica Secretaries Limited

Company Secretary

27 August 2015

Company registered in England and Wales, No. 06795997

Registered office:

Millstream

Maidenhead Road

Windsor

Berkshire

SL4 5GD

Centrica Finance Investments Limited

Strategic report for the year ended 31 December 2014

The Directors present their Strategic Report of the Company for the year ended 31 December 2014.

Review of business and future developments

The principal activity of the Company was historically an investment holding company. The Company's loss after tax for the year was £121 (2013: £nil). Shareholders' funds at 31 December 2014 were £100 (2013: £9,601,608). On 3 November 2014 a reduction in the share premium account of £1,999,900 to £nil was approved by the shareholders, and on the 17 November 2014 a dividend of £9,601,387 was paid.

Principal risks and uncertainties

The company ceased trading on 31 December 2014 and is not subject to any significant risks.

Key performance indicators ("KPIs")

Given the nature of the business, the Company's Directors are of the opinion that the KPIs necessary for an understanding of the development, performance and position of the business are net assets and results after tax and these are shown above.

Post balance sheet events

In light of changed circumstances the Group launched a fundamental strategic review in February, focused on: i) outlook and sources of growth; ii) portfolio mix and capital intensity; iii) operating capability and efficiency; and iv) Group financial framework. The conclusions of the strategic review were announced on 30 July 2015 as part of the Centrica plc interim results. The impact of this strategic review on the Company is yet to be fully determined but it will be the focus of the Directors during the remainder of 2015.

This Strategic report was approved by the board on 27 August 2015.


MATTHEW MADLEY

By order of the Board for and on behalf of Centrica Secretaries Limited
Company Secretary
27 August 2015

Registered office:
Millstream
Maidenhead Road
Windsor
Berkshire
SL4 5GD

Centrica Finance Investments Limited

Independent auditors' report to the members of Centrica Finance Investments Limited

Report on the financial statements

Our opinion

In our opinion, Centrica Finance Investments Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2014 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

The financial statements comprise:

- the Balance sheet as at 31 December 2014;
- the Profit and loss account for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. We have no exceptions to report arising from this responsibility.

Centrica Finance Investments Limited

Independent auditors' report to the members of Centrica Finance Investments Limited (continued)

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Statement of Directors' responsibilities set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the Company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

In addition, we read all the financial and non-financial information in the Annual Report and Financial Statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

John Dashwood (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Uxbridge
27 August 2015

Centrica Finance Investments Limited

Profit and loss account for the year ended 31 December 2014

	Notes	2014 £	2013 £
Administrative expenses	3	(151)	-
Operating loss		(151)	-
Interest receivable and similar income	5	30	-
Loss on ordinary activities before taxation		(121)	-
Tax on loss on ordinary activities	6	-	-
Loss for the financial year	11	(121)	-

There are no other recognised gains or losses for either period and accordingly a statement of total recognised gains and losses has not been presented.

A statement of movements in shareholders funds' is shown in note 11.

The notes on pages 8 to 11 form part of these financial statements.

Centrica Finance Investments Limited

Balance sheet as at 31 December 2014

	Notes	2014 £	2013 £
Current assets			
Debtors	7	-	9,591,546
Cash at bank and in hand		<u>10,030</u>	<u>10,062</u>
		10,030	9,601,608
Creditors: amounts falling due within one year	8	<u>(9,930)</u>	-
Net current assets		<u>100</u>	<u>9,601,608</u>
Net assets		<u><u>100</u></u>	<u><u>9,601,608</u></u>
Capital and reserves			
Called up share capital	9	<u>100</u>	100
Share premium account	11	-	1,999,900
Profit and loss account	11	-	<u>7,601,608</u>
Total shareholders' funds	12	<u><u>100</u></u>	<u><u>9,601,608</u></u>

The financial statements on pages 6 to 11 were approved and authorised for issue by the Board of Directors on 27 August 2015 and were signed on its behalf by:



J Bell
Director

Registered Number: 06795997

The notes on pages 8 to 11 form part of these financial statements.

Centrica Finance Investments Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

1. Principal accounting policies

Accounting principles

The financial statements have been prepared in accordance with applicable UK accounting standards, consistently applied accounting policies, and under the historical cost convention and the Companies Act 2006.

Basis of preparation

The Directors believe that the going concern basis is applicable for the preparation of the financial statements.

Exemptions

The Company is a wholly owned subsidiary undertaking of GB Gas Holdings Limited and is included in the consolidated financial statements of Centrica plc which are publicly available.

The Company has also taken advantage of the exemptions within: Financial Reporting Standard No 1 (Revised) "Cash Flow Statements" from presenting a cash flow statement and within Financial Reporting Standard No 8 "Related Party Disclosures" from disclosure of transactions with other Group companies.

Financial instruments

Share capital: Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction from the proceeds received.

The Company is exempted by FRS 29 from providing detailed disclosures in respect of its financial instruments because it does not apply FRS 26.

Taxation

Current tax, including UK corporation tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted by the balance sheet date. Taxable profits or losses are subject to group relief without payment.

2. Directors and employees

The emoluments of all the directors are not paid to them in their capacity as Directors of the Company and are payable for services wholly attributable to other Centrica plc subsidiary undertakings. Accordingly, no details in respect of their emoluments have been included in these financial statements. There were no employees during the year (2013: nil).

3. Administrative expenses

Administrative expenses includes bank charges of £151 (2013:£nil).

4. Auditors' remuneration

Auditors' remuneration totalling £11,000 (2013: £11,000) relates to fees for the audit of the UK GAAP statutory financial statements of the Company and £1,000 (2013: £nil) for other advisory services. The auditors' remuneration of £12,000 (2013: £11,000) is borne by Centrica plc.

5. Interest receivable and similar income

	2014	2013
	£	£
Bank interest	<u>30</u>	<u>-</u>

Centrica Finance Investments Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

6. Tax on result on ordinary activities

	2014	2013
	£	£
(a) Analysis of tax charge in the year		
The tax charge in the year comprises:		
Current tax:		
United Kingdom corporation tax at 21.49% (2013: 23.25%)	-	-
Total current tax and total tax on result for the year	<u>-</u>	<u>-</u>

(b) Factors affecting the tax charge for the year

The differences between the total current tax shown above and the amount calculated by applying the standard rate of UK corporation tax to the result before tax is as follows:

	2014	2013
	£	£
Loss on ordinary activities before tax	<u>(121)</u>	<u>-</u>
Tax on result on ordinary activities at standard UK corporation tax rate of 21.49% (2013: 23.25%)	(26)	-
Effects of:		
Group relief for nil consideration	(16,032)	(61,587)
UK:UK transfer pricing adjustment	<u>16,058</u>	<u>61,587</u>
Tax charge for the year	<u>-</u>	<u>-</u>

No deferred taxation arises in this year.

The main rate of corporation tax was reduced from 23% to 21% from 1 April 2014. A further reduction to reduce rate to 20% from 1 April 2015 were substantively enacted in Finance Act 2013 on 2 July 2013 and has been reflected within these financial statements.

7. Debtors

	2014	2013
	£	£
Amounts receivable within one year:		
Amounts owed by Group undertakings	-	9,591,546
	<u>-</u>	<u>9,591,546</u>

Amounts owed by Group undertakings in 2013 of £9,591,546 were unsecured, repayable on demand and interest free.

Centrica Finance Investments Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

8. Creditors: amounts falling due within one year

	2014	2013
	£	£
Amounts payable within one year:		
Bank loans and overdrafts	30	-
Amounts owed to Group undertakings	9,870	-
Accruals	30	-
	<u>9,930</u>	<u>-</u>

Amounts owed to Group undertakings of £9,870 (2013: £nil) are unsecured, repayable on demand and interest free.

9. Called up share capital

	2014	2013
	£	£
Issued, allotted and fully paid:		
100 (2013: 100) ordinary shares of £1 each	<u>100</u>	<u>100</u>

10. Dividends

	2014	2013
	£	£
Equity ordinary		
Interim paid: £96,013.87 (2013: nil) per share	<u>9,601,387</u>	<u>-</u>

11. Reconciliation of movements in reserves

	Share premium account	Profit and loss account	Total
	£	£	£
At 1 January 2014	1,999,900	7,601,608	9,601,508
Loss for the financial year	-	(121)	(121)
Capital reduction	(1,999,900)	1,999,900	-
Dividends paid	-	(9,601,387)	(9,601,387)
At 31 December 2014	<u>-</u>	<u>-</u>	<u>-</u>

On 3 November 2014 a reduction in the share premium account of £1,999,900 to £nil was approved by the shareholders, and on the 17 November 2014 a dividend of £9,601,387 was paid.

12. Reconciliation of movements in shareholder's funds

	2014	2013
	£	£
Opening shareholder's funds	<u>9,601,608</u>	<u>9,601,608</u>
Loss for the financial year	(121)	-
Dividends paid	(9,601,387)	-
Closing shareholder's funds	<u>100</u>	<u>9,601,608</u>

Centrica Finance Investments Limited

Notes to the financial statements for the year ended 31 December 2014 (continued)

13. Ultimate parent undertaking

GB Gas Holdings Limited, a company registered in England and Wales, is the immediate parent undertaking. Centrica plc, a company registered in England and Wales, is the ultimate parent undertaking and controlling party and the only company to consolidate the financial statements of the Company. Copies of the Annual Report of Centrica plc may be obtained from centrica.com.