



SUPPLEMENT DATED 20 MARCH, 2009 TO THE BASE PROSPECTUS DATED 26TH
SEPTEMBER, 2008

CENTRICA plc

(incorporated in England and Wales with limited liability under registered number 3033654)

U.S.\$6,000,000,000

Euro Medium Term Note Programme

This Supplement (the **Supplement**) to the Base Prospectus dated 26th September, 2008 (the **Base Prospectus**) as supplemented by the Supplement dated 3rd November, 2008 and the Supplement dated 26th February, 2009 which together comprise a base prospectus constitutes a supplementary prospectus for the purposes of Section 87G of the Financial Services and Markets Act 2000 (the **FSMA**) and is prepared in connection with the Euro Medium Term Note Programme (the **Programme**) established by Centrica plc (the **Issuer**). Terms defined in the Base Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus, the Supplement dated 3rd November, 2008, the Supplement dated 26th February, 2009 and any other supplements to the Base Prospectus issued by the Issuer.

The Issuer accepts responsibility for the information contained in this Supplement. To the best of the knowledge of the Issuer (which has taken all reasonable care to ensure that such is the case) the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

This Supplement is prepared for the purpose of updating the Base Prospectus, as described below.

The section in the Base Prospectus entitled "*Description of the Centrica Group*" shall be deemed to be amended by the insertion of the following new paragraph after the final paragraph of such section:

"Recent Developments

On 18th March, 2009 the Issuer announced that its wholly owned subsidiary, Centrica Resources (UK) Limited, had acquired 33,016,611 ordinary shares of Venture Production plc (**Venture**) for cash, equivalent to approximately 22.0 per cent. of Venture's issued share capital, at a price of 725 pence per share and approximately £239.4 million in total.

As at 18th March, 2009, the Issuer, together with its concert parties, now holds a total of 33,445,180 ordinary shares of Venture, equivalent to approximately 22.3 per cent. of Venture's issued share capital. The Issuer, through its broker, Goldman Sachs International, may acquire further shares in Venture.

As at 18th March, 2009, the Issuer is considering its options in relation to Venture, which could include making a possible cash offer for Venture. There can be no certainty that an offer will ultimately be made by the Issuer for Venture."

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement and any supplement to the Base Prospectus previously issued, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Base Prospectus.

In accordance with section 87Q(4) FSMA, investors who have agreed to purchase or subscribe for Notes before the Supplement is published have the right, exercisable before the end of the period of two working days beginning with the working day after the date on which this Supplement was published, to withdraw their acceptances.