

centrica
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 Supplementary Prospectus (the **Supplement**), to the Base Prospectus (the **Prospectus**) dated 26th September, 2008 (which comprises 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 U.S.\$6,000,000,000 Euro Medium Term Note Programme (the **Programme**) established by Centrica plc (the **Issuer**). Terms defined in the Prospectus have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Prospectus and any other supplementary prospectuses to the 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 (having 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 has been prepared to disclose certain updated information relating to the Issuer. On 31st October, 2008 the Issuer published a prospectus (the **Rights Issue Prospectus**) relating to the proposed issue by way of rights of new ordinary shares in the share capital of the Issuer to certain of its shareholders. The information set out under each of the following headings in the Rights Issue Prospectus shall be incorporated in, and form part of, the Prospectus, in each case (as indicated below) either replacing, or adding to, the information set out under the headings in the Prospectus:

Section of Rights Issue Prospectus	Page	Section of Prospectus	Page
"Risk Factors - Risks related to Centrica"	14-20	"Risk Factors - Factors that may affect the Issuer's ability to fulfil its obligations under Notes issued under the Programme" to be replaced	9-13
"Part I Letter from the Chairman of Centrica - Background to and reasons for the Rights Issue";	37	"Description of the Centrica Group - Recent Developments" to be added after "Description of the Centrica Group - Principal Operations"	62
"Part I Letter from the Chairman of Centrica - Principal terms of the Rights Issue - first paragraph and first sentence of the fourth paragraph only";	38		

Section of Rights Issue Prospectus	Page	Section of Prospectus	Page
"Part I Letter from the Chairman of Centrica - Financial effects of the Potential Acquisition";	38-39		
"Part I Letter from the Chairman of Centrica - Current trading and prospects";	39-40		
"Part V Financial Information on Centrica - Part C: Capitalization and indebtedness"; and	91		
"Part VI Overview of Business Performance and Operating and Financial Review of Centrica - Update on financial risk management"	135-136		
"Part IX Additional Information - 15 Litigation"	180	"General Information - Litigation" to be replaced	68
"Part IX Additional Information - 21 No significant change" - except for the reference to "Summary - Current trading and prospects"	182	"General Information - Significant or Material Change" to be replaced In addition, the following new sentence should be inserted at the end of paragraph: "There has been no material adverse change in the financial position or prospects of the Issuer and its Subsidiaries taken as a whole since 31st December, 2007."	68
"Part XI Definitions - the following definitions only:	187-191	"Description of the Centrica Group - Definitions" to be added after "Description of the Centrica Group - Recent Developments"	62
<ul style="list-style-type: none"> • British Energy; • Centrica Group or the Group; • Company or Centrica; • EDF; • Excluded Territories and each an Excluded Territory; • Existing Shares; • Issue Price; • Lake Acquisitions; • New Shares; • Ordinary Shares or Shares; 			

Section of Rights Issue Prospectus	Page	Section of Prospectus	Page
<ul style="list-style-type: none"> • Potential Acquisition; • Qualifying Shareholders; • Record Date; • Rights; • Rights Issue; • Shareholder or Centrica Shareholder; • UK Energy Bill; • Underwriting Agreement; • United Kingdom or UK; and • United States or US.” 			

Copies of all documents incorporated by reference in the Prospectus can be obtained from the registered office of the Issuer and from the specified office of the Paying Agent for the time being in London.

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

Save as disclosed in this Supplement, no other significant new factor, material mistake or inaccuracy relating to information included in the Prospectus has arisen or been noted, as the case may be, since the publication of the Prospectus.

An investor should be aware of its rights arising pursuant to Section 87Q(4) of the FSMA.

If documents which are incorporated by reference into this Supplement themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement, except where such information or other documents are specifically incorporated by reference into, or attached to, this Supplement.