

## FINAL TERMS

23 September, 2013

**CENTRICA PLC**  
**Issue of U.S.\$80,000,000 Floating Rate Notes due September, 2020**  
**under the U.S.\$8,000,000,000**  
**Euro Medium Term Note Programme**

### PART A — CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions set forth in the Base Prospectus dated 26 September, 2012 and the supplements to it dated 27 March, 2013 and 16 August, 2013 which together constitute a base prospectus for the purposes of the Prospectus Directive (the **Base Prospectus**). This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of the Prospectus Directive and must be read in conjunction with the Base Prospectus. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms and the Base Prospectus. The Base Prospectus has been published on <http://www.londonstockexchange.com/exchange/news/market-news/market-news-home.html>.

1.	Issuer:	Centrica plc
2.	(i) Series Number:	23
	(ii) Tranche Number:	1
	(iii) Date on which the Notes will be consolidated and form a single Series:	Not Applicable
3.	Specified Currency or Currencies:	United States Dollars ("U.S.\$")
4.	Aggregate Nominal Amount:	
	(i) Series:	U.S.\$80,000,000
	(ii) Tranche:	U.S.\$80,000,000
5.	(i) Issue Price:	100.00 per cent. of the Aggregate Nominal Amount
6.	(i) Specified Denomination(s):	U.S.\$200,000
	(ii) Calculation Amount:	U.S.\$200,000
7.	(i) Issue Date:	25 September, 2013
	(ii) Interest Commencement Date (if different from the Issue Date):	Issue Date
8.	Maturity Date:	Interest Payment Date falling in or nearest to September, 2020
9.	Interest Basis:	3 month U.S.\$ LIBOR + 1.00 per cent. Floating Rate (further particulars specified below)
10.	Redemption Basis:	Subject to any purchase and cancellation or early redemption, the Notes will be redeemed on the Maturity Date at 100 per cent. of their nominal amount
11.	Change of Interest Basis:	Not Applicable
12.	Put/Call Options:	Not Applicable
13.	(i) Status of the Notes:	Senior
	(ii) Date Board approval for issuance of Notes obtained:	Board approval for the delegation of powers to a committee obtained on 25 September, 2012. Committee approval obtained on 25 September,

2012.

**PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE**

14.	Fixed Rate Note Provisions	Not Applicable
15.	Floating Rate Note Provisions	Applicable
	(i) Specified Period(s)/Specified Interest Payment Dates:	Quarterly in arrear on 25 March, 25 June, 25 September and 25 December in each year from (and including) 25 December, 2013 up to (and including) the Maturity Date, subject to adjustment in accordance with the Business Day Convention set out below.
	(ii) Business Day Convention:	Modified Following Business Day Convention
	(iii) Additional Business Centre(s):	London and New York
	(iv) Manner in which the Rate of Interest and Interest Amount is to be determined;	Screen Rate Determination
	(v) Party responsible for calculating the Rate of Interest and Interest Amount (if not the Principal Paying Agent):	Not Applicable
	(vi) Screen Rate Determination:	
	1. Reference Rate and Relevant Financial Centre:	Reference Rate: 3 month U.S.\$ LIBOR Relevant Financial Centre: London
	2. Interest Determination Date(s):	Second London business day prior to the start of each Interest Period.
	3. Relevant Screen Page:	Reuters screen "LIBOR01"
	(vii) ISDA Determination:	Not Applicable
	(viii) Margin(s):	+ 1.00 per cent. per annum
	(ix) Minimum Rate of Interest:	Zero (0) per cent. per annum
	(x) Maximum Rate of Interest:	Not Applicable
	(xi) Day Count Fraction:	Actual/360
16.	Zero Coupon Note Provisions	Not Applicable

**PROVISIONS RELATING TO REDEMPTION**

17.	Notice periods for Condition 7(b):	Minimum period: 30 days Maximum period: 60 days
18.	Issuer Call:	Not Applicable
19.	General Investor Put:	Not Applicable
20.	Change of Control Investor Put:	Not Applicable
21.	Final Redemption Amount of each Note:	U.S.\$200,000 per Calculation Amount
22.	Early Redemption Amount of each Note payable on redemption for taxation reasons or on event of default:	U.S.\$200,000 per Calculation Amount

**GENERAL PROVISIONS APPLICABLE TO THE NOTES**

23.	Form of Notes:
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(i) Form

Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for definitive Bearer Notes only upon an Exchange Event

(ii) New Global Note:

Yes

24. Additional Financial Centre(s):

London and New York

Signed on behalf of Centrica plc:

By:.....  
Duly authorised

By:.....  
Duly authorised

## PART B — OTHER INFORMATION

### 1. LISTING AND ADMISSION TO TRADING

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|------|---|--|
| (i)  | Listing and Admission to trading                            | Application has been made by the Issuer (or on its behalf) for the Notes to be admitted to trading on the London Stock Exchange's regulated market and listing on the Official List of the UK Listing Authority with effect from 25 September, 2013. |
| (ii) | Estimate of total expenses related to admission to trading: | £2,700   |

### 2. RATINGS

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| Ratings: | The Notes to be issued are expected to be rated A3 by Moody's Investors Service Ltd and A- by Standard & Poor's Credit Market Services Europe Limited. |
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### 3. INTERESTS OF NATURAL AND LEGAL PERSONS INVOLVED IN THE ISSUE

Save for any fees payable to the Dealer, so far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer. The Dealer and its affiliates have engaged, and may in the future engage, in investment banking and/or commercial banking transactions with, and may perform other services for, the Issuer and its affiliates in the ordinary course of business.

### 4. OPERATIONAL INFORMATION

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|-------|--|---------------------------------------|
| (i)   | ISIN Code:   | XS0975608208                          |
| (ii)  | Common Code:   | 097560820                             |
| (iii) | Any clearing system(s) other than Euroclear Bank S.A./N.V. and Clearstream, Luxembourg, société anonyme and the relevant identification number(s): | Not Applicable                        |
| (iv)  | Names and addresses of additional Paying Agent(s) (if any):  | Not Applicable                        |
| (v)   | Names of Managers:   | Not Applicable                        |
| (vi)  | Name of Dealer:  | Société Générale                      |
| (vii) | U.S. Selling Restrictions:   | Reg. S Compliance Category 2; TEFRA D |