

Premier Energy Holdings Limited

Directors' Report and Financial Statements

For the year ended 31 December 2006



Company Registration Number: 2624599

Contents	Page
Directors' Report	2-3
Balance Sheet	4
Notes to the Financial Statements	5

Directors' report for the year ended 31 December 2006

The Directors present their report and Financial Statements for Premier Energy Holdings Limited for the year ended 31 December 2006

Principal activities

The Company did not trade during the period and has not commenced to trade as at the date of this report

Reserves

There have been no movements in reserves during the period

Directors

The following served as Directors of the Company during the accounting period

	Appointed	Resigned
C S Inman		
B J S Mathews		12 July 2007
A W McCulloch	12 July 2007	

Company Secretaries

The following served as Company Secretary during the year

	Appointed	Resigned
C S Inman		
P A Moore		14 September 2007
A W McCulloch	14 September 2007	

Directors' Insurance

The ultimate parent company has maintained insurance premiums to cover Directors and other officers against any liabilities in relation to the Company

Dividend

The Directors do not propose to declare a dividend for the year ended 31 December 2006

Directors' Share Interests

At no time did any Director still holding office on 31 December 2006 have any beneficial interest in the shares of the Company or any company with the BG Group except for interests in the shares of the parent company, BG Group plc, as stated below

Beneficial holdings

Beneficial interests in ordinary shares

	As at 1 Jan 2006	As at 31 Dec 2006
C S Inman	5,007	11,315
B J S Mathews	2,107	12,462

Sharesave Scheme

	Options held at 1 Jan 2006	Options granted in year	Options exercised in year	Options lapsed in year	Options held at 31 Dec 2006
C S Inman	6,713	-	4,315	-	2,398
B J S Mathews	4,169	481	1,263	-	3,387

Company Share Option Scheme

	Options held at 1 Jan 2006	Options granted in year	Options exercised in year	Options lapsed in year	Options held at 31 Dec 2006
C S Inman	33,987	5,022	4,767	-	34,242
B J S Mathews	55,358	24,658	-	-	80,016

Long Term Incentive Scheme

	Notional allocations of shares as at 1 Jan 2006	Notional allocations of shares made during the year	Number of shares added through dividend reinvestment	Forfeited at end of performance period	Shares vested during the year	Notional allocation of shares as at 31 Dec 2006
C S Inman	-	-	-	-	-	-
B J S Mathews	64,310	20,426	-	4,862	14,585	65,289

Full details of all employee share and option schemes can be found in the BG Group Annual Report and Accounts 2006

Auditors

As the Company is dormant within the meaning of Section 249aa (1) of the Companies Act 1985, the Company is exempt from the obligation to appoint auditors as required by Section 384 of that Act

By Order of the Board


C S Inman
Secretary

Date 23/10/2007

Registered Office
100 Thames Valley Park Drive
Reading
Berkshire
RG6 1PT
Registered in England & Wales No 2624599

Balance sheet as at 31 December 2006

	Notes	2006 £	2005 £
Current assets			
Debtors (amounts falling due within one year)	2	2	2
Capital and reserves			
Called up share capital	3	2	2


For the year ended 31 December 2006 the Company was entitled to exemption under section 249aa(1) of the Companies Act 1985

No members have required the Company to obtain an audit of its accounts for the year in question in accordance with section 249b(2)

The Directors acknowledge their responsibility for (i) ensuring the Company keeps accounting records which comply with section 221, and (ii) preparing accounts which give a true and fair view of the state of affairs of the Company as at the end of its financial year, and of its profit and loss for the financial year in accordance with section 226, and which otherwise comply with the requirements of the Companies Act relating to accounts, so far as applicable to the Company

The notes on page 5 form part of these Financial Statements

Approved by the Board:



C S Inman
Director

Date 23/10/2007

Notes to the Financial Statements

1. Ultimate parent undertaking

The immediate parent undertaking is BG Energy Holdings Limited

The ultimate parent undertaking and controlling party is BG Group plc, which is the parent undertaking of the largest group to consolidate these Financial Statements. The smallest group into which the Company is consolidated is that of which BG Energy Holdings Limited which is the parent undertaking. BG Energy Holdings Limited and BG Group plc are both registered in England. Copies of these consolidated accounts may be obtained from the Company Secretary, 100 Thames Valley Park Drive, Reading, Berkshire, RG6 1PT.

2. Debtors: amounts falling due within one year

	2006 £	2005 £
Amounts owed by group undertakings	2	2

3. Called up share capital

	2006 £	2005 £
Authorised		
100 ordinary shares of £1 each	100	100
Allotted and fully paid		
2 ordinary shares of £1 each	2	2