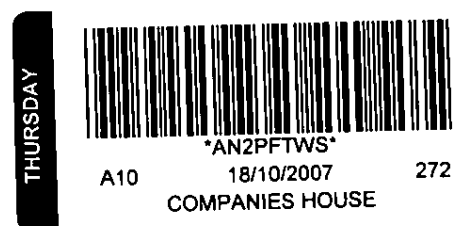


# **HYDROCARBON RESOURCES LIMITED**

## **FINANCIAL STATEMENTS**

### **FOR THE PERIOD ENDED**

**31 DECEMBER 2006**



**REGISTERED NO: 3115179**

# **Hydrocarbon Resources Limited**

## **Directors' report for the period ended 31 December 2006**

The Directors present their report and the audited financial statements of Hydrocarbon Resources Limited ("the Company") for the period ended 31 December 2006. The accounting reference date for 2006 has been changed to 31 December 2006 resulting in the preparation of financial statements for the period then ended. As a result, comparatives for the Profit and Loss Account, the Statement of Total Recognised Gains and Losses and related notes are not comparable.

### **Principal activities**

The principal activity of the Company is the production of gas from the North and South Morecambe Gas fields.

### **Business review**

The Company, as part of the Centrica plc group ("the Group"), continued its major activity in the production of gas and associated condensate from its two production fields (North and South Morecambe) in Morecambe Bay. These fields represent the largest producing gas fields in the UK continental shelf, with proven and probable reserves of approximately 1,016 billion cubic feet at 31 December 2006 (30 December 2005 – 1,136 billion cubic feet). Production of gas amounted to 120 billion cubic feet (30 December 2005 – 246 billion cubic feet) in the period with total condensate sales equivalent to 460,000 barrels of oil equivalent (30 December 2005 – 500,000 barrels of oil equivalent).

In addition to the Morecambe gas fields, Hydrocarbon Resources Limited is Operator of the Bains field (52.8% working interest).

### **Financial results and dividends**

The Company's profit after tax for the period is £527,926,000 (period ended 30 December 2005 – £652,047,000). In the period to 31 December 2006, £527,926,000 has been transferred to reserves (£652,047,000 transferred to reserves for the period ended 30 December 2005).

No dividends were paid during the period and the Directors do not recommend the payment of a dividend (2005 – nil).

### **Future developments**

The Company is in a good position to take advantage of any opportunities which may arise in the future.

### **Key performance indicators**

The Directors of the Centrica plc group use a number of key performance indicators to monitor progress against the Group's strategy. The development, performance and position of the Group, which includes the Company, are discussed on pages 10-11 of the Annual Report and Accounts of Centrica plc which does not form part of this report.

### **Risks and uncertainties**

From the perspective of the Company, the principal risks and uncertainties are integrated with the principal risks of the Group and are not managed separately. Accordingly, the principal risks and uncertainties of the Group which include those of the Company are discussed on page 21 of the Annual Report and Accounts of Centrica plc group which does not form part of this report.

### **Financial risk management**

The Directors have established objectives and policies for managing financial risks to enable the Company to achieve its long-term shareholder value growth targets within a prudent risk management framework. These objectives and policies are regularly reviewed.

Exposure to commodity price risk, counterparty credit risk and liquidity risks arises in the normal course of the Company's business.

## **Hydrocarbon Resources Limited**

### **Directors' report for the period ended 31 December 2006-continued**

#### **Financial risk management- continued**

The most significant financial risk facing the Company relates to commodity prices. The risk is primarily that market prices for commodities will move adversely thereby potentially reducing expected margins. This risk is managed on a Group basis whereby the Group optimises its asset and contract portfolio based on comprehensive market analysis and continuous assessment overseen by the Financial Risk Management Committee.

Counterparty credit exposures are monitored by individual counterparty and by category of credit rating, and are subject to approved limits. Credit risk is predominantly limited to exposures with other Centrica group companies.

Cash forecasts identifying the liquidity requirements of the Company are produced frequently and reviewed regularly to ensure there is sufficient financial headroom for at least the subsequent 12 month period.

The Company does not take part in hedging of any kind.

#### **Directors**

The following served as Directors during the year and up to the date of signing these financial statements:

Michael Garstang

Jake Ulrich

Kevin Cochrane

John Shears

Andrew Le Poidevin (appointed 19 January 2006)

Nicholas Dunn (resigned 19 January 2006)

At no time during the period ended 31 December 2006, did any Director have any interest in the shares of the Company or any other company in the Centrica group, except for the interests in, and the options over, the shares and interests of the ultimate parent company, Centrica plc.

Details of the interest of Jake Ulrich in the shares and options over shares in the ultimate parent company, Centrica plc, are shown in the Annual Report and Accounts of Centrica plc, which do not form part of this report.

There were no contracts of significance during or at the end of the financial period to which the Company or any subsidiary and associated undertakings is a party and in which any Director is or was materially interested.

#### **Related party transactions**

The Company has taken advantage of the exemptions within Financial Reporting Standard No 8 "Related Party Disclosures" from disclosure of transactions with other Centrica group companies. There have been no other related party transactions during the period requiring disclosure (period ended 30 December 2005: £nil).

#### **Creditor payment policy**

The Company aims to pay all its creditors promptly within agreed contract terms. The trade creditors at the period end represented 18 days (2005: 29 days) of purchases.

#### **Political and charitable donations**

The Company made no political or charitable donations during the period (2005: £nil).

#### **Employment policies**

During 2006, the Company employed an average of 301 people, all employed in the United Kingdom (2005: 307).

The Company is committed to pursuing equality and diversity in all its employment activities and continues to support initiatives to provide employment for people from minority groups in the community, including people with disabilities, carers and lone parents. To the extent possible, people with disabilities are offered the same employment training, career development and promotion opportunities as other employees. The Centrica Group, to which Hydrogen Resources Limited belongs, is actively working with a number of organisations in the diversity arena including the Employers' Forum on Disability, the Employers' Forum on Age, Race for Opportunity, Carers UK, Opportunity Now, Working Families and Jobcentre Plus.

## **Hydrocarbon Resources Limited**

### **Directors' report for the period ended 31 December 2006-continued**

#### **Employment policies- continued**

The Company's business principles and policies set out standards of behaviour expected of its employees in conducting business in an ethical way

Employees are regularly updated on performance against the Company's strategy. There are regular employee surveys, action planning forums and dialogue with representatives of local employee consultative bodies and recognised trade unions to ensure a comprehensive understanding of employees' views. The Centrica Group, to which Hydrogen Resources Limited belongs, encourages employee share ownership by operating tax authority-approved share schemes open to all eligible employees, including Executive Directors.

#### **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 period under review.

#### **Auditors**

In accordance with Section 386 of the Companies Act 1985, the Company has elected to dispense with the obligation to reappoint auditors annually, and PricewaterhouseCoopers LLP will therefore continue in office.

#### **Disclosure of information to auditors**

Each of the Directors who held office at the date of approval of this Director's Report confirm that so far as he is aware, there is no relevant audit information of which the Company's auditors are unaware and he has taken all steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

#### **Post Balance Sheet Events**

There have been no post balance sheet events which require disclosure.

# Hydrocarbon Resources Limited

## Directors' report for the period ended 31 December 2006- continued

### Statement of Directors' responsibilities for preparing the financial statements

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

Company law requires the Directors to prepare financial statements for each financial period. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). The financial statements are required by law to give a true and fair view of the state of affairs of the Company as at the end of the financial period and of the profit or loss of the Company for the financial period.

In preparing those financial statements the Directors are required to

- select suitable accounting policies and then apply them consistently, except for changes arising on the adoption of new accounting standards,
- make judgements and 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.

The Directors confirm that they have complied with the above requirements in preparing the financial statements.

The Directors are responsible for keeping proper accounting records that 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 1985. 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.

By order of the Board

  
For and on behalf of  
Centrica Secretaries Limited  
(Company Secretary)

Date 15 OCTOBER 2007

Registered Office

Millstream  
Maidenhead Road  
Windsor  
Berkshire  
SL4 5GD

## Hydrocarbon Resources Limited

### INDEPENDENT AUDITORS' REPORT TO THE MEMBER OF HYDROCARBON RESOURCES LIMITED

We have audited the financial statements of Hydrocarbon Resources Limited for the period ended 31 December 2006 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Total Recognised Gains and Losses and the related notes. These financial statements have been prepared under the accounting policies set out therein.

#### Respective responsibilities of directors and auditors

The directors' responsibilities for the preparation of the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice) are set out in the Statement of Directors' Responsibilities.

Our responsibility is to audit the financial statements in accordance with relevant legal and regulatory requirements and International Standards on Auditing (UK and Ireland). This report, including the opinion, has been prepared for and only for the company's members as a body in accordance with Section 235 of the Companies Act 1985 and for no other purpose. We do not, in giving this opinion, 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.

We report to you our opinion as to whether the financial statements give a true and fair view and are properly prepared in accordance with the Companies Act 1985. We also report to you if in our opinion the information given in the Directors' Report is consistent with the financial statements.

In addition we report to you if, in our opinion, the company has not kept proper accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and other transactions is not disclosed.

We read the Directors' Report and consider the implications for our report if we become aware of any apparent misstatements within it.

#### Basis of audit opinion

We conducted our audit in accordance with International Standards on Auditing (UK and Ireland) issued by the Auditing Practices Board. An audit includes examination, on a test basis, of evidence relevant to the amounts and disclosures in the financial statements. It also includes an assessment of the significant estimates and judgments made by the directors in the preparation of the financial statements, and of whether the accounting policies are appropriate to the company's circumstances, consistently applied and adequately disclosed.

We planned and performed our audit so as to obtain all the information and explanations which we considered necessary in order to provide us with sufficient evidence to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or other irregularity or error. In forming our opinion we also evaluated the overall adequacy of the presentation of information in the financial statements.

#### Opinion

In our opinion

- the financial statements give a true and fair view, in accordance with United Kingdom Generally Accepted Accounting Practice, of the state of the company's affairs as at 31 December 2006 and of its profit for the period then ended,
- the financial statements have been properly prepared in accordance with the Companies Act 1985, and
- the information given in the Directors' Report is consistent with the financial statements.



PricewaterhouseCoopers LLP  
Chartered Accountants and Registered Auditors  
1 Embankment Place, London WC2N 6RH  
16 October 2007

# Hydrocarbon Resources Limited

## Profit and Loss Account for the period ended 31 December 2006

	Notes	Period ended 31 December 2006 £000	Period ended 30 December 2005 £000
Turnover	2	827,809	1,296,444
Cost of sales		(218,306)	(448,554)
<b>Gross profit</b>		<b>609,503</b>	<b>847,890</b>
Other income		6,895	1,746
<b>Operating profit</b>		<b>616,398</b>	<b>849,636</b>
Interest receivable and similar income	5	82,047	6,468
Interest payable and similar charges	5	(2,701)	(5,959)
<b>Profit on ordinary activities before taxation</b>	3	<b>695,744</b>	<b>850,145</b>
Tax on profit on ordinary activities	6	(167,818)	(198,098)
<b>Retained profit for the financial period</b>		<b>527,926</b>	<b>652,047</b>

All activities relate to continuing operations

There is no difference between the profit on ordinary activities before taxation and the retained profit for the period stated above and their historic cost equivalents

A statement of movements in equity shareholders' funds is shown in note 17

## Statement of Total Recognised Gains and Losses for the period ended 31 December 2006

	Note	Period ended 31 December 2006 £000	Period ended 30 December 2005 £000
<b>Profit for the financial period</b>		<b>527,926</b>	<b>652,047</b>
Prior period adjustment- Increase in net assets as at 31/12/04	21	-	1,508
<b>Total recognised gains and losses since last financial statements</b>		<b>527,926</b>	<b>653,555</b>

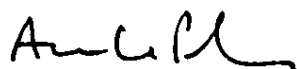
The notes on pages 8 to 23 form part of these financial statements

# Hydrocarbon Resources Limited

## Balance Sheet as at 31 December 2006

	Notes	As at 31 December 2006 £000	As at 30 December 2005 £000
<b>Fixed assets</b>			
Intangible fixed assets	7	100	456
Tangible fixed assets	8	431,351	438,598
		<u>431,451</u>	<u>439,054</u>
<b>Current assets</b>			
Stocks	9	16,576	16,225
Debtors (amount receivable within one year)	10	1,661,367	2,528,124
Debtors (amounts receivable after one year)	10	1,355,443	-
Cash at bank and in hand		46	181
		<u>3,033,432</u>	<u>2,544,530</u>
<b>Creditors (amounts falling due within one year)</b>			
Borrowings	11	(30)	(30)
Creditors	12	(149,158)	(269,440)
		<u>(149,188)</u>	<u>(269,470)</u>
<b>Net current assets</b>		<u>2,884,244</u>	<u>2,275,060</u>
<b>Total assets less current liabilities</b>		<u>3,315,695</u>	<u>2,714,114</u>
<b>Creditors (amounts falling due after one year)</b>			
Borrowings	11	(222)	(252)
Creditors	12	(428,553)	(435,065)
		<u>(428,775)</u>	<u>(435,317)</u>
<b>Provisions for liabilities and charges</b>	13,14	(304,627)	(224,812)
<b>Net assets</b>		<u>2,582,293</u>	<u>2,053,985</u>
<b>Capital and reserves - equity interests</b>			
Called up share capital	15	800,000	800,000
Share premium account	16	447,162	447,162
Share option reserve	16	1,382	1,000
Profit and loss account	16	1,333,749	805,823
<b>Shareholder funds</b>	17	<u>2,582,293</u>	<u>2,053,985</u>

The financial statements were approved and authorised for issue by the Board of Directors on 15th October 2007 and were signed on its behalf by



Andrew Le Poidevin  
Director

The notes on pages 8 to 23 form part of these financial statements



# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006

### 1 Principal accounting policies

#### a) Basis of preparation

The financial statements have been prepared in accordance with applicable UK accounting standards and under the historical cost convention and the Companies Act 1985. The accounting policies, where applicable, are in accordance with the Statement of Recommended Practice ('SORP') 'Accounting for Oil and Gas Exploration, Development, Production and Decommissioning Activities' issued by the UK Oil Industry Accounting Committee on 7 June 2001. The following policies have been applied consistently to the Company's financial statements.

The accounting reference date for 2006 has been changed to 31 December 2006 resulting in the preparation of financial statements for the period then ended. As a result, comparatives for the Profit and Loss Account, the Statement of Total Recognised Gains and Losses and related notes are not comparable.

#### b) Pensions and other retirement benefits

The Company's employees participate in a number of the Group's defined benefit pension schemes. The Company is unable to identify its share of the underlying assets and liabilities in these schemes on a consistent and reasonable basis and therefore accounts for the schemes as if they were defined contribution schemes. The charge to the profit and loss account is equal to the contributions payable to the schemes in the accounting period, which are based on pension costs across the Group as a whole.

#### c) Exemptions

As the Company is a wholly owned subsidiary of British Gas Trading Limited which is a wholly owned subsidiary of Centrica plc, the Company has taken advantage of the exemptions within FRS 1, "Cash Flow Statements" from presenting a cash flow statement and within FRS 8, "Related Party Disclosures" from disclosure of transactions with other companies that are part of the Centrica plc group.

#### d) Turnover

Turnover represents amounts receivable for goods and services provided in the normal course of business, net of trade discounts, VAT and other sales related taxes.

Turnover includes the Company's share of turnover arising within The Centrica Gas Production LP, a limited partnership in which the Company holds a general partnership interest.

Where the Company has ongoing obligations to provide services, revenues are apportioned on a time basis, and those monies received in advance are treated as deferred income and excluded from current turnover.

#### e) Cost of sales

Cost of sales include the cost of gas produced, and related transportation and royalty costs, bought in materials and services, and direct labour and related overheads on installation works, repairs and service contracts. Gas production costs include petroleum revenue taxes, calculated on a unit of production basis, with changes in estimates dealt with prospectively over the remaining lives of gas fields. Cost of sales includes the Company's share of cost of sales arising within The Centrica Gas Production LP, a limited partnership in which the Company holds a general partnership interest.

#### f) Other Income

Other operating income includes fees earned from the provision of gas production services in the North and South Morecambe gas fields to The Centrica Gas Production LP. The fees are recognised on the basis of services rendered in the period.

#### g) Foreign currencies

Assets and liabilities denominated in foreign currencies are translated into sterling at closing rates of exchange. Exchange differences on monetary assets and liabilities are taken to the profit and loss account. Period end exchange rates used were £1 \$1 959 (2005 £1 \$1 723). Foreign currency transactions are translated at the average exchange rate for the period in which they occur.

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 1 Principal accounting policies- continued

#### h) Emissions Trading Scheme

Granted CO2 emissions allowances received in a period are initially recognised at nominal value (nil value). Purchased CO2 emissions allowances are initially recognised at cost (purchase price) within intangible fixed assets. A liability is recognised when the level of emissions exceeds the level of allowances granted. The intangible asset is surrendered at the end of the compliance period reflecting the consumption of economic benefit. As a result no amortisation is recorded during the period.

#### i) Fixed assets

Tangible fixed assets are included in the balance sheet at cost, less accumulated depreciation and any provisions for impairment. Other tangible fixed assets, except exploration and production assets, are depreciated on a straight-line basis at rates sufficient to write off the cost, less estimated residual values, of individual assets over their estimated useful lives.

Assets held under finance leases are depreciated over the shorter of the lease term or their useful economic life.

Exploration and production assets are depreciated from the commencement of production in the fields concerned, using the successful efforts and unit of production methods, as defined in the SORP, based on all of the proven and probable reserves of those fields. Changes in these estimates are dealt with prospectively. The net carrying value of fields in production is compared on a field-by-field basis with the likely future net revenues to be derived from the estimated remaining commercial reserves. A provision is made where it is considered that recorded amounts are unlikely to be fully recovered from the net present value of future net revenues.

Intangible fixed assets are included in the balance sheet at cost, less provisions for impairment.

#### j) Decommissioning costs

Provision is made for the net present cost of decommissioning gas production facilities. A corresponding tangible fixed asset is recognised in respect of the decommissioning costs, based on price levels and technology at the balance sheet date. This asset is amortised using the unit of production method, based on proven and probable developed reserves. Notional interest charges arise over time, based upon the discounted decommissioning liabilities.

#### k) Leases

Assets held under finance leases are capitalised and included in tangible fixed assets at cost. The obligations relating to finance leases, net of finance charges in respect of future periods, are included within borrowings. The interest element of the rental obligation is allocated to accounting periods during the lease term to reflect the constant rate of interest on the remaining balance of the obligation for each accounting period. Rentals under operating leases are charged to the profit and loss account on a straight line basis.

#### l) Stocks

Stocks are valued at the lower of cost and net realisable value.

#### m) Taxation

Current tax, including UK corporation tax and foreign 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.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 1 Principal accounting policies- continued

#### m) Taxation- continued

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits in the foreseeable future from which the reversal of the underlying timing differences can be deducted

Deferred tax is not recognised when fixed assets are revalued unless by the balance sheet date there is a binding agreement to sell the revalued assets and the gain or loss expected to arise on sale has been recognised in the financial statements. Neither is deferred tax recognised when fixed assets are sold and it is more likely than not that the taxable gain will be rolled over, being charged to tax only if and when the replacement assets are sold.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which the timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

#### n) Employee Share Schemes

As a subsidiary of Centrica plc, the Company participates in a number of the Group's employee share schemes under which it makes equity-settled share based payments in Centrica plc shares to certain employees. These are detailed in the Annual Report and Accounts of Centrica plc.

Equity-settled share-based payments are measured at fair value at the date of grant (excluding the effect of non market-based vesting conditions). The fair value determined at the grant date is expensed on a straight line basis together with the corresponding increase in equity over the vesting period, based on the Group's estimate of the number of shares that will vest and adjusted for the effect of non market-based conditions.

Fair value is measured using methods appropriate to each of the different schemes as follows:

LTIS awards up to 2005	A Black-Scholes valuation augmented by a Monte Carlo simulation to predict the Total Shareholder Return performance
LTIS 2006 EPS awards	Market value on date of grant
LTIS 2006 TSR awards	A Monte Carlo simulation to predict the Total Shareholder Return performance
Sharesave	Black-Scholes
ESOS	Black-Scholes using an adjusted option life assumption to reflect the possibility of early exercise
Share Award scheme	Market value on date of grant

The Company has taken advantage of the transitional provisions of FRS20 "Share-based payment" in respect of equity-settled awards and has applied FRS20 only to equity-settled awards granted after 7 November 2002, that were unvested at 1 January 2005.

#### o) Commercial reserves

Commercial reserves are proved and probable developed and undeveloped oil and gas reserves as defined in the SORP.

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 1 Principal accounting policies- continued

#### p) The Centrica Gas Production LP

The Company is general partner to The Centrica Gas Production LP, a limited partnership and subsidiary of the Company. The Company accounts for its share of The Centrica Gas Production LP partnership profits and losses within the profit and loss account and its share of The Centrica Gas Production LP partnership assets and liabilities within the balance sheet by proportional consolidation.

#### q) Deferred Income – The Centrica Gas Production LP

Deferred income represents the Company's share of cash invested by a limited partner to the Centrica Gas Production LP in exchange for a limited partnership entitling it to profits from the South Morecambe gas field for the next six years. The Company, as General Partner to the partnership, is under no obligation to return the cash to the limited partner. The income is deferred and is recognised within turnover on a unit of production basis based on South Morecambe production in the period compared to total production over the seven year period to which it relates.

### 2 Segmental analysis

Turnover relates to the principal activities of the business and arose wholly in the United Kingdom and comprises

	Period ended 31 December 2006 £000	Period ended 30 December 2005 £000
<b>Turnover</b>		
HRL sales of gas and condensate	259,753	1,043,037
The Centrica Gas Production LP	568,056	253,407
	<b>827,809</b>	<b>1,296,444</b>

Turnover – The Centrica Gas Production LP represents the Company's share of turnover arising within The Centrica Gas Production LP. This includes £76,923,000 (2005: £19,772,000) relating to the release of deferred income as described in more detail in note 12.

### 3 Profit on ordinary activities before taxation

Profit on ordinary activities before taxation is stated after charging

	Period ended 31 December 2006 £000	Period ended 30 December 2005 £000
<b>a) Depreciation and amortisation</b>		
Owned assets	49,969	95,776
Leased assets	5,284	13,044
	<b>55,253</b>	<b>108,820</b>
<b>b) Operating lease rentals</b>		
Land and buildings	373	304
Other operating leases	295	295
	<b>668</b>	<b>599</b>
<b>c) Auditors' remuneration</b>		
Audit fees	60	60

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 4 Directors and employees

#### i) Directors' remuneration

None of the Directors received any fees or remuneration from the Company for services as director of the Company during the financial year. All of the Directors who served during the period are members of the ultimate parent company's defined benefit pension scheme.

Five directors exercised share options in Centrica plc under the Long-term Incentive scheme during 2006 (2005: 5).

#### ii) Employee costs

	Period ended 31 December 2006 £000	Period ended 30 December 2005 £000
Wages and salaries	14,306	13,957
Social security costs	1,479	1,338
Other pension and retirement benefit costs	2,439	2,482
Long-term incentive scheme	22	52
Employee share award scheme	29	-
Employee sharesave scheme	331	472
	<b>18,606</b>	<b>18,301</b>

#### iii) Employee numbers

The average number of employees during the period ended 31 December 2006 was 301 (period ended 30 December 2005: 307).

	Period ended 31 December 2006	Period ended 30 December 2005
Production	268	272
Admin	33	35
	<b>301</b>	<b>307</b>

### 5 Interest

	Period ended 31 December 2006 £000	Period ended 30 December 2005 £000
<b>i) Interest receivable and similar income</b>		
Interest received from group undertakings	(82,047)	(6,468)
<b>ii) Interest payable and similar charges:</b>		
Finance lease charges	-	1,291
Other interest payable	-	1,710
Notional interest arising on discounted items	2,701	2,958
	<b>2,701</b>	<b>5,959</b>

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 6 Tax on profit on ordinary activities

#### (a) Analysis of tax charge in the period

The tax charge comprises

	Period ended 31 December 2006 £000	Period ended 30 December 2005 £000
<b>Current tax:</b>		
- UK corporation tax at 30%	28,757	191,685
- Supplemental Upstream Tax at 20% (2005 - 10%)	12,576	64,137
- Adjustments in respect of prior years	(3,155)	(12,489)
Total current tax	38,178	243,333
<b>Deferred tax:</b>		
- Effect of increase in supplementary charge rate	9,301	-
- Deferred petroleum revenue (PRT) relief	27,579	39,850
- Origination and reversal of timing differences	91,619	(93,457)
- Adjustments in respect of prior periods	1,141	8,372
Taxation charge	167,818	198,098

#### (b) Factors affecting the tax charge for the period

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

	Period ended 31 December 2006 £000	Period ended 30 December 2005 £000
<b>Profit/(loss) on ordinary activities before tax</b>	<b>695,744</b>	<b>850,145</b>
Tax on profit/(loss) on ordinary activities at standard UK corporation tax rate of 30% (2005 30%)	208,723	255,044
Effects of		
Net income not taxable	(94,217)	(100,109)
Utilisation of timing differences	(37,710)	45,116
Depreciation in excess of capital allowances	(5,627)	25,864
Movement on deferred PRT provision	(26,491)	(29,888)
Supplementary charge applicable to upstream profits	12,576	64,137
UK- UK transfer pricing	9,776	3,935
Group relief for nil consideration	(25,697)	(8,277)
Adjustments to tax charge in respect of previous periods	(3,155)	(12,489)
<b>Current tax charge for the year</b>	<b>38,178</b>	<b>243,333</b>

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 7 Intangible fixed assets

	£000
<b>Cost</b>	
At 30 December 2005 & 31 December 2006	<u>456</u>
<b>Amortisation</b>	
As at 30 December 2005	-
Impairment charge for the period	356
As at 31 December 2006	<u>100</u>
<b>Net book value as at 31 December 2006</b>	<u>100</u>
Net book value as at 30 December 2005	<u>456</u>

### 8 Tangible fixed assets

	£000
<b>Cost</b>	
As at 30 December 2005	2,815,380
Additions	17,674
Revisions of abandonment asset	30,332
As at 31 December 2006	<u>2,863,386</u>
<b>Depreciation and amortisation</b>	
As at 30 December 2005	2,376,782
Charge for the period	55,253
As at 31 December 2006	<u>2,432,035</u>
<b>Net book value as at 31 December 2006</b>	<u>431,351</u>
Net book value as at 30 December 2005	<u>438,598</u>

The net book value of tangible fixed assets held under finance leases, as at 31 December 2006, was £58,943,000 (2005 £64,227,000). This represents certain South Morecambe gas field production assets sold and leased back in 1998 and 1999. The net book value of the Company's decommissioning costs at 31 December 2006 were £35,238,000 (2005 £8,450,000).

### 9 Stocks

	As at 31 December 2006 £000	As at 30 December 2005 £000
Operational spares and consumables	<u>16,576</u>	<u>16,225</u>

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 10 Debtors

	As at 31 December 2006 £000	As at 30 December 2005 £000
<b>Amounts receivable within one year.</b>		
Amounts owed by group undertakings	1,426,847	2,518,302
Other debtors	234,520	9,822
	<b>1,661,367</b>	<b>2,528,124</b>
<b>Amounts receivable after one year:</b>		
Amounts owed by group undertakings	1,350,000	-
Other debtors	5,443	-
	<b>1,355,443</b>	<b>-</b>

### 11 Borrowings

	As at 31 December 2006 £000	As at 30 December 2005 £000
<b>Amount falling due within one year</b>		
Amounts payable under finance leases	30	30
<b>Amounts falling due after more than one year:</b>		
Amounts payable under finance leases	222	252
<b>Obligations under finance leases were repayable as follows:-</b>		
Less than one year	30	30
Between one and two years	30	30
Between two and five years	120	120
After more than five years	72	102
	<b>252</b>	<b>282</b>

### 12 Creditors

	As at 31 December 2006 £000	As at 30 December 2005 £000
<b>Amount falling due within one year</b>		
Trade creditors	3,070	2,502
Amounts owed to group companies	35,797	-
Taxation and social security	-	95,102
Accruals and deferred income	26,538	17,672
Deferred Income – The Centrica Gas Production LP	83,753	154,164
	<b>149,158</b>	<b>269,440</b>
<b>Amounts falling due after more than one year:</b>		
Deferred Income – The Centrica Gas Production LP	428,553	435,065

Deferred Income – The Centrica Gas Production LP represents the Company's share of cash invested by a limited partner in The Centrica Gas Production LP in exchange for a limited partnership interest representing entitlement to profits from South Morecambe gas field for a seven year period. The Company, as General Partner to the partnership, is under no obligation to return the cash to the limited partner. The income has been deferred and is released to turnover on a unit of production basis based on South Morecambe production in the period compared to total production over the seven year period to which it relates. The amount released during the year was £76,923,000.



# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 13 Provisions for liabilities and charges

	Decommissioning costs £000	Deferred PRT £000	Deferred CT £000	Total £000
As at 30 December 2006	104,750	82,858	37,204	224,812
Revisions	30,332	-	-	30,332
Profit and loss charge/ (credit)	2,701	104,103	129,640	236,444
Utilised in the period	-	(186,961)	-	(186,961)
<b>As at 31 December 2006</b>	<b>137,783</b>	<b>-</b>	<b>166,844</b>	<b>304,627</b>

#### Decommissioning costs

Provision has been made for the estimated net present cost of decommissioning gas production facilities at the end of their producing lives. The estimate has been based on proved and probable reserves, price levels and technology at the balance sheet date. The timing of decommissioning payments are dependent on the lives of a number of fields but are anticipated to occur between 2010 and 2017. The revision in the period is due to an increase in the estimate for gas field abandonment costs. The profit and loss charge includes £2,701,000 (period ended 30 December 2005 - £2,958,000) of notional interest.

#### Deferred PRT (petroleum revenue tax)

The provision for tax on gas activities has been calculated on a unit of production basis.

### 14 Deferred corporation tax

A deferred tax provision has been made in respect of accelerated capital allowances and other timing differences, net of recognised deferred tax assets. As required by FRS 19, deferred tax assets are only recognised when there is persuasive and reliable evidence that the assets can be realised. Detailed operating plans covering two years from the balance sheet date are used for deferred tax asset recognition purposes. Potential deferred tax asset utilisation falling outside that planning horizon is not currently recognised on the balance sheet. As encouraged by FRS 19, deferred tax asset recognition will be regularly reassessed.

Movement on the deferred corporation tax provision in the period is analysed below.

	As at 31 December 2005 £000	Profit and loss charge/(credit) £000	As at 31 December 2006 £000
Deferred corporation tax			
-accelerated capital allowances	126,322	42,376	168,698
-deferred PRT	(33,144)	35,865	2,721
-other timing differences	(55,974)	51,399	(4,575)
	<b>37,204</b>	<b>129,640</b>	<b>166,844</b>

Deferred corporation tax provision/(asset) at 50% (as at 31 December 2005 40%) is analysed as follows:

	Amounts provided		Potential amounts unprovided	
	2006 £000	2005 £000	2006 £000	2005 £000
-accelerated capital allowances	168,698	126,322	-	-
-deferred PRT	2,721	(33,144)	-	-
-other timing differences	(4,575)	(55,974)	(51,651)	(38,823)
	<b>166,844</b>	<b>37,204</b>	<b>(51,651)</b>	<b>(38,823)</b>

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 15 Called up share capital

	As at 31 December 2006 £000	As at 30 December 2005 £000
<b>Authorised:</b>		
800,000,100 ordinary shares of £1 each	800,000	800,000
<b>Issued, allotted and fully paid</b>		
800,000,001 ordinary shares of £1 each	800,000	800,000

### 16 Reserves

	Share premium account £000	Share option reserve £000	Profit and loss account £000	Total £000
30 December 2005	447,162	1,000	805,823	1,253,985
Profit for the period	-	-	527,926	527,926
Employee share option schemes	-	382	-	382
<b>31 December 2006</b>	<b>447,162</b>	<b>1,382</b>	<b>1,333,749</b>	<b>1,782,293</b>

### 17 Reconciliation of movements in shareholder funds

	2006 £000	2005 £000
30 December 2005	2,053,985	1,401,415
Profit for the period	527,926	652,047
Employee share option schemes	382	523
<b>31 December 2006</b>	<b>2,582,293</b>	<b>2,053,985</b>

### 18 Share based payments

Centrica plc operates a number of employee share schemes including the Executive Share Option Scheme (ESOS), the Long Term Incentive Scheme (LTIS), Sharesave, the Share Award Scheme (SAS), and the Share Incentive Plan (SIP). These are described in the Directors' Report on page 26 of the Centrica plc Annual Report and Accounts 2006, and in the Remuneration Report on pages 34 to 36 of the Centrica plc Annual Report and Accounts 2006. There were no other share-based payment transactions during the period.

#### ESOS

Under the ESOS the Board may grant options over shares in Centrica plc to employees of the Group. Options are granted with a fixed exercise price equal to the market price of the shares at the date of grant. The contractual life of an option is ten years. Awards under the ESOS are generally reserved for employees at senior management level and above and nil employees are currently eligible to participate. Options granted under the ESOS will become exercisable on the third anniversary of the date of grant, subject to the growth in earnings per share over that period exceeding RPI growth by more than 18 percentage points. The number of options becoming exercisable is reduced on a sliding scale if EPS growth exceeds RPI growth by between nine and 18 percentage points. Options granted up to March 2004 also permit retesting of EPS growth annually for a further two years. Exercise of options is subject to continued employment within the Group. Options were valued using the Black-Scholes option pricing model. No performance conditions were included in the fair value calculations. Early exercise has been taken into account by estimating the expected life of the options. The fair values and the related assumptions used in the calculations are as follows:

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 18 Share based payments-continued

Grant date	23		1		1		24 March 2003
	27 April 2006	September 2005	1 April 2005	September 2004	18 March 2004	September 2003	
Share price at grant date	£2 99	£2 46	£2 28	£2 46	£2 28	£1 80	£1 47
Exercise price	£2 85	£2 51	£2 29	£2 45	£2 24	£1 78	£1 47
Number of options originally granted	6,220,098	291,235	8,339,818	195,795	8,815,399	635,599	13,319,276
Vesting period	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs
Expected volatility (i)	24%	30%	30%	27%	27%	35%	35%
Contractual option life	10 yrs	10 yrs	10 yrs	10 yrs	10 yrs	10 yrs	10 yrs
Expected life	5 yrs	5 yrs	5 yrs	5 yrs	5 yrs	5 yrs	5 yrs
Risk-free rate	4 70%	4 80%	4 70%	5 00%	5 01%	4 45%	4 44%
Expected dividend yield	4 10%	4 37%	4 37%	4 82%	4 82%	3 09%	3 09%
Expected forfeitures	25%	25%	25%	25%	25%	25%	25%
Fair value per option	£0 59	£0 50	£0 49	£0 47	£0 45	£0 51	£0 41

(i) The expected volatility is based on historical volatility over the last three years (except in the case of options granted in 2003, where historical volatility over the preceding three years was 43% and this was felt to be unrepresentative because it included a significant period of exceptionally high volatility in 1999/2000. In this case the volatility was reassessed ignoring this period). The expected life is the average expected period to exercise. The risk-free rate of return is the yield on zero-coupon UK government bonds of a term consistent with the expected option life.

The company has nil options outstanding under this scheme (2005 nil)

#### LTIS

Under the LTIS, allocations of shares in Centrica plc are made to employees of the Group. Awards under the LTIS are generally reserved for employees at senior management level and above and 2 employees are currently eligible to participate.

For awards made up to 2005, the number of shares that are to be released to participants is calculated subject to Centrica plc's total shareholder return (TSR) during the three years following the grant date, compared to the TSR of other shares in the FTSE 100 Index over the same period. The number of shares released is reduced on a sliding scale if Centrica plc's TSR is ranked between 50th and 25th. Shares are released to participants immediately following the end of the period in which TSR performance is assessed, but release of shares is subject to continued employment within the Group at the date of release. Allocations were valued using the Black-Scholes option pricing model. Performance conditions were included in the fair value calculations, through the use of a Monte Carlo simulation model.

For awards made from 2006, the vesting of only half of each award is made on the basis of TSR performance. For this half of the award, the calculation of TSR performance as compared to the TSR of other FTSE 100 index shares is consistent with awards made to the end of 2005, except that allocations are valued using a Monte Carlo simulation model. The number of shares released is increased on a sliding scale between 25% and 100% if Centrica plc's TSR is ranked between 50th and 20th. The vesting of the remaining half of awards made since 2006 is dependent on earnings per share (EPS) growth. This is considered a non-market condition under FRS 20 and dividends attach to the awards, requiring the shares to be fair valued at market value on the date of grant. The likelihood of achieving the performance conditions is taken into account in calculating the number of awards expected to vest. For shares that vest on awards made from 2006 (for both TSR and EPS portions) the cash payment is increased to reflect the dividends that would have been paid on them during the performance period. The fair values and the related assumptions used in the calculations are as follows:

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 18 Share based payments-continued

				23					
Grant date	4 September 2006	19 May 2006	2 May 2006	September 2005	1 April 2005	1 September 2004	1 April 2004	1 September 2003	1 April 2003
Share price at grant date	£3 03	£2 65	£3 01	£2 46	£2 28	£2 46	£2 30	£1 80	£1 47
Exercise price	£nil	£nil	£nil	£nil	£nil	£nil	£nil	£nil	£nil
Number of shares originally granted	654,396	1,456,064	6,153,355	456,421	8,408,130	310,460	9,765,341	665,696	13,573,547
Vesting period	3 yrs	2 9 yrs	2 9 yrs	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs
Expected volatility (i)	22%	22%	21%	30%	30%	27%	27%	35%	35%
Contractual life	3 yrs	2 9 yrs	2 9 yrs	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs
Expected life	3 yrs	2 9 yrs	2 9 yrs	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs	3 yrs
Risk-free rate	4 80%	4 80%	4 70%	4 80%	4 68%	5 00%	5 04%	4 31%	3 88%
Expected dividend yield	n/a	n/a	n/a	4 37%	4 37%	4 82%	4 82%	3 09%	3 09%
Expected forfeitures	20%	20%	20%	20%	20%	20%	20%	20%	20%
Average volatility of FTSE 100	30%	30%	30%	30%	30%	30%	30%	30%	30%
Average cross-correlation of FTSE 100	(ii)	(ii)	(ii)	(ii)	(ii)	30%	30%	30%	30%
Fair value per share allocated – TSR awards	£1 66	£1 38	£1 80	£1 20	£1 03	£1 25	£1 17	£0 99	£0 89
Fair value per share allocated – EPS awards	£3 03	£2 65	£3 01	n/a	n/a	n/a	n/a	n/a	n/a

(i) The expected volatility is based on historical volatility over the last three years (except in the case of options granted in 2003, where historical volatility over the preceding three years was 43%. This was felt to be unrepresentative because it included a significant period of exceptionally high volatility in 1999/2000. In this case the volatility was reassessed ignoring this period). The expected life is the contract life, which is a fixed-term of three years. The risk-free rate of return is the yield on zero-coupon UK government bonds of a term consistent with the expected option life. A reconciliation of movements in allocations is shown below.

	2006 Number	2005 Number
Outstanding at start of period	83,947	333,671
Granted	57,147	-
Exercised	(41,218)	(223,504)
Forfeited – performance related	(13,740)	(26,220)
Forfeited – non-performance related	(28,989)	-
Outstanding at the end of the period	57,147	83,947
Exercisable at the end of the period	-	-

(ii) From 2005, the cross-correlation of the FTSE 100 has been obtained from a model which calculates the correlation between Centrica's historical share price and each of the FTSE 100 over the period from March 2000.

For shares released during the period the weighted average share price was £2 89 (2005 £2 40).

#### Centrica Sharesave Scheme

Under the Centrica Sharesave Scheme the Board of Centrica plc may grant options over shares in Centrica plc to UK-based employees of the Group. Options are granted with a fixed exercise price equal to 80% of the average market price of the shares for the three days prior to invitation which is three to four weeks prior to the grant date. Employees pay a fixed amount from salary into a savings account each month, and may elect to save over three or five years. At the end of the savings period, employees have six months in which to exercise their options using the funds saved including interest earned. If employees decide not to exercise their options, they may withdraw the funds saved, and the options expire. Exercise of options is subject to continued employment within the Group. Options were valued using the Black-Scholes option pricing model. The fair values and the related assumptions used in the

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 18 Share based payments-continued

calculations are as follows

Grant date	10 April 2006	10 April 2006	6 April 2005	6 April 2005	1 April 2004	1 April 2004	8 April 2003
Share price at grant date	£2 86	£2 86	£2 36	£2 36	£2 30	£2 30	£1 59
Exercise price	£2 38	£2 38	£1 88	£1 88	£1 83	£1 83	£1 07
Number of options originally granted	3,587,711	8,548,648	4,329,658	5,791,571	3,854,639	7,407,793	37,280,748
Vesting period	5 yrs	3 yrs	5 yrs	3 yrs	5 yrs	3 yrs	5 yrs
Expected volatility (1)	25%	23%	30%	30%	27%	27%	35%
Contractual option life	5 5yrs	3 5 yrs	5 5 yrs	3 5 yrs	5 5 yrs	3 5 yrs	5 5 yrs
Expected life	5 yrs	3 yrs	5 yrs	3 yrs	5 yrs	3 yrs	5 yrs
Risk-free rate	4 5%	4 5%	4 65%	4 64%	5 13%	5 04%	3 90%
Expected dividend yield	4 1%	4 1%	4 37%	4 37%	4 82%	4 82%	3 09%
Expected forfeitures	40%	25%	40%	25%	40%	25%	40%
Fair value per option	£0 72	£0 65	£0 68	£0 64	£0 61	£0 58	£0 64

(1) The expected volatility is based on historical volatility over the last three years (except in the case of options granted in 2003, where historical volatility over the preceding three years was 43% and this was felt to be unrepresentative because it included a significant period of exceptionally high volatility in 1999/2000. In this case the volatility was reassessed ignoring this period). The expected life is the contract life, which is a fixed-term of three years. The risk-free rate of return is the yield on zero-coupon UK government bonds of a term consistent with the expected option life. A reconciliation of movements in allocations is as follows

	2006		2005	
	Weighted average exercise price		Weighted average exercise price	
	Number	£	Number	£
Outstanding at start of period	2,430,625	1 21	2,351,786	1 17
Granted	341,832	2 38	205,136	1 88
Exercised	(938,205)	1 09	(54,564)	1 66
Lapsed	(125,082)	1 40	(71,733)	1 45
Expired	-	-	-	-
Outstanding at the end of the period	1,709,170	1 49	2,430,625	1 21
Exercisable at the end of the period	-	-	-	-

For options outstanding at the end of the period, the range of exercise prices and the average remaining life was as follows

2006				2005			
Average remaining contractual life				Average remaining contractual life			
Range of exercise prices	Weighted average exercise price	Number of shares	Years	Range of exercise prices	Weighted average exercise price	Number of shares	Years
£1 00 – £1 09	1 07	1,004,786	1 3	£1 00 – £1 09	1 07	2,005,646	2 4
£1 70 – £1 79	1 78	40,541	0 3	£1 70 – £1 79	1 78	42,404	2 3
£1 80 – £1 89	1 86	334,805	1 9	£1 80 – £1 89	1 86	362,434	3 9
£1 90 – £1 99	-	Nil	-	£1 90 – £1 99	1 91	20,141	1 3
£2 30 – £2 39	2 38	329,038	2 7	£2 30 – £2 39	-	Nil	-
	1 49	1,709,170	1 7		1 21	2,430,625	2 6

# Hydrocarbon Resources Limited

## Notes to the financial statements for the period ended 31 December 2006- continued

### 18 Share based payments-continued

For options exercised during the period the weighted average share price was £2 80 (2005 £2 33)

#### SAS

Under the SAS, allocations of shares in Centrica plc are made to employees of the Group. Awards under the SAS are generally reserved for certain selected employees at middle management levels, based on recommendation by the executive. There is no contractual eligibility for SAS and each year's award is made independently from previous awards. For the 2006 award, 9 employees were eligible to participate. Allocations are subject to no performance conditions and vest unconditionally subject to continued employment with the Group in two stages – half of the awards vesting after two years, the other half vesting after three years. On vesting, additional shares or a cash payment are made to reflect dividends that would have been paid on the allocations during the retention period. The fair value is therefore considered to be the market value at date of grant. The fair value is therefore considered to be the market value at date of grant.

The fair values and related assumptions used to calculate the cost to the Group are as follows

Grant date	3 April 2006	3 April 2006
Share price at grant date	£2 84	£2 84
Exercise price	£nil	£nil
Number of options originally granted	65,459	65,440
Vesting period	3 yrs	2 yrs
Contractual option life	3 yrs	2 yrs
Expected forfeitures	25%	15%
Fair value per option	£2 84	£2 84

A reconciliation of movements in the allocations is as follows

	2006 Number	2005 Number
Outstanding at start of period	-	-
Granted	130,899	-
Shares sold and transferred out of the plan	-	-
Forfeited	(3,682)	-
Outstanding at end of period	127,217	-
Exercisable at end of period	-	-

For shares released during the period, the weighted average share price was £3 40 (2005 £nil)

#### SIP

Under SIP, employees in the UK may purchase 'partnership shares' through monthly salary deductions. The Company then grants one 'matching share' for every two purchased, up to a maximum of 20 matching shares per employee per month. Both partnership shares and matching shares are held in a trust initially. Partnership shares may be withdrawn at any time, but matching shares are forfeited if the related partnership shares are withdrawn within three years from the original purchase date. Matching shares vest unconditionally for employees after being held for three years in the trust. Vesting of matching shares is also subject to continued employment within the Group. Matching shares are valued at the market price at the grant date. The average fair value of these awards during the period was £2 97 (2005 £2 36). A reconciliation of matching shares granted is shown below

	2006 Number	2005 Number
Unvested at start of period	71,508	49,585
Granted	24,066	36,507
Vested	(6,908)	(5,788)
Forfeited	(4,786)	(8,796)
Unvested at end of period	83,880	71,508

## Hydrocarbon Resources Limited

### Notes to the financial statements for the period ended 31 December 2006- continued

#### 19 Commitments and contingent liabilities

##### a) Capital expenditure

Contracted future capital expenditure, as at 31 December 2006, was £19,218,000 (as at 30 December 2005 £1,353,654)

##### b) Operating lease commitments

As at 31 December 2006 commitments for the following year under operating leases were as follows

	Land and buildings		Other	
	As at	As at	As at	As at
	31 December	30 December	31 December	30 December
	2006	2005	2006	2005
	£000	£000	£000	£000
Expiring after five years	373	305	295	295

##### c) Abandonment costs

The Company and the ultimate parent company have agreed to provide security to a subsidiary undertaking of BG Group plc, BG International Limited, following the change of name of BG Exploration and Production Limited who, as original licence holder for the Morecambe gas fields, will have exposure to abandonment costs relating to the Morecambe gas fields should liabilities not be fully discharged by the Company and its ultimate parent company. The security is to be provided when the estimated future net revenue stream from the Morecambe gas fields falls below 150% of the estimated cost of such abandonment. The nature of the security may take a number of different forms and will remain in force unless and until the costs of such abandonment have been irrevocably discharged and the relevant Department of Trade and Industry abandonment notice in respect of the Morecambe gas fields has been revoked.

##### d) Guarantee

Centrica plc has a bilateral credit facility of up to £1,300,000,000 with various financial institutions. The Company was one of the guarantors of that facility, such that it has guaranteed, jointly and severally, to pay on demand any sum, which Centrica plc does not pay in accordance with the facility agreement.

##### e) Contingent liabilities

The Group is currently in dispute with Her Majesty's revenue and Customs (HMRC) on a technical matter concerning intra-group transfer pricing of gas produced within the UK Continental Shelf. The Group has taken the advice of leading tax counsel and believes that the risk that HMRC will succeed in its arguments is remote or slight.

#### 20 Pensions

The majority of the Company's UK employees as at 31 December 2006 were members of one of the three main schemes in the Centrica plc Group, the Centrica Pension Scheme, the Centrica Engineers Pension Scheme and the Centrica Management Pension Scheme.

These are defined benefit schemes and their assets are held in separate trustee administered funds. However, it is not possible on a reasonable and consistent basis to identify the Company's share of the underlying assets and liabilities within these schemes, and therefore, as allowed within FRS17, these schemes have been treated as defined contribution schemes. The aggregate contributions to the schemes during the period were £2,439,000 (2005 £2,482,000). The amount outstanding at the balance sheet date was £nil (2005 £nil). The latest actuarial valuation of the schemes, updated for the purposes of FRS17 show a total deficit of £291 million (£204 million net of deferred tax) (2005 total deficit of £729 million (£511 million net of deferred tax)). These pension schemes are included on a consolidated basis within the group financial statements of Centrica plc as prepared under IFRS.

## Hydrocarbon Resources Limited

### Notes to the financial statements for the period ended 31 December 2006- continued

#### 20 Pensions- continued

The liabilities under the pension schemes will be paid out over an extended period. The Company is contributing to the pension fund on the basis of actuarial advice as to the amounts required to meet these liabilities in full. This actuarial advice is based on funding valuations, carried out at least triennially, the last of which was as at 31 March 2006.

#### 21 Prior period adjustment

The adoption, with effect from 1 January, 2005, by the Company of the standards FRS17, Retirement benefits and FRS20, Share based payments, resulted in an increase to net assets as follows

	2005 £000
Adoption of FRS 17, retirement benefits	703
Adoption of FRS 20, share based payments	<u>805</u>
	<u>1,508</u>

#### 22 Ultimate parent company

The Company is an indirect wholly owned subsidiary undertaking of Centrica plc. The Company's immediate parent undertaking is British Gas Trading Limited, which is a wholly owned subsidiary of Centrica plc. Centrica plc is the ultimate parent undertaking and the only group to consolidate the financial statements of the Company. Copies of the Annual Report and Accounts of Centrica plc may be obtained from [www.centrica.com](http://www.centrica.com).



## Hydrocarbon Resources Limited

### GAS RESERVES (un-audited)

The principal fields in the UK are South Morecambe and North Morecambe

#### Estimated net proven and probable reserves of gas (billion cubic feet)

	2006	2005
As at January	1,136	1,369
Revisions of previous estimates	-	13
Production	(120)	(246)
As at 30 December	<u>1,016</u>	<u>1,136</u>