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**centrica**

taking care of the essentials

082-4578

**FAX MESSAGE**

**To:** Office of International Corporation Finance, SEC

**Date:** 7 September, 2006

**At:** 001 202-772-9207

**Ref:** Stock Exchange Announcement

**From:** Secretariat

**No. of pages (incl. this one)** 4

A recently released Stock Exchange Announcement follows.

**SUPL**

Secretariat

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SEP 11 2006  
THOMSON  
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2006 SEP -7 P 2:12  
OFFICE OF INTERNATIONAL  
CORPORATE FINANCE

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7 September 2006

Office of International Corporation Finance  
Division of Corporation Finance  
Securities and Exchange Commission  
450 Fifth Street, N.W.  
Washington D.C. 20549  
USA

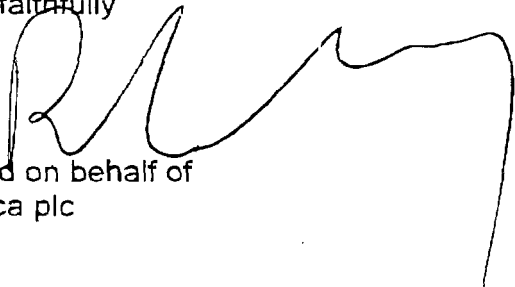
Dear Sir / Madam

**Centrica plc**  
**NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS**  
**DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS**

The enclosed document is to be furnished to the Securities and Exchange Commission (the "SEC") on behalf of Centrica plc (the "Company") pursuant to the exemption from the Securities Exchange Act 1934 (the "Act") afforded by Rule 12g 3-2 (b) thereunder.

This information is being furnished under paragraph (1) of Rule 12g 3-2 (b) with the understanding that such information and documents will not be deemed to be "filed" with the SEC or otherwise subject to the liabilities of Section 128 of the Act and that neither this letter nor the furnishing of such information and documents shall constitute an admission for any purpose that the Company is subject to the Act.

Yours faithfully



For and on behalf of  
Centrica plc

Enc.

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS  
DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS**

This form is intended for use by an *issuer* to make a *R/S* notification required by *DR 3.1.4R(1)*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the *issuer*  
**CENTRICA PLC**

2. State whether the notification relates to

- (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or
- (ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or
- (iii) both (i) and (ii)

**(i) ONLY**

3. Name of *person discharging managerial responsibilities/director*  
**IAN GRANT DAWSON**

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*  
**N.A.**

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest<sup>1</sup>  
**HOLDING IN RESPECT OF IAN GRANT DAWSON**

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*  
**ORDINARY SHARES OF 6 14/81 PENCE**

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them  
**IAN GRANT DAWSON**

8. State the nature of the transaction  
**SALE OF SHARES**

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired  
**N.A.**

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

**N.A.**

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

**165,000**

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

**0.0045**

13. Price per *share* or value of transaction

**312.75 pence**

14. Date and place of transaction

**6 SEPTEMBER 2006**

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

**219,258 ORDINARY SHARES**

**0.006%**

16. Date issuer informed of transaction

**6 SEPTEMBER 2006**

**If a person discharging managerial responsibilities has been granted options by the issuer complete the following boxes**

17. Date of grant

18. Period during which or date on which it can be exercised

19. Total amount paid (if any) for grant of the option

20. Description of *shares* or debentures involved (*class* and number)

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

22. Total number of *shares* or debentures over which options held following notification

23. Any additional information

24. Name of contact and telephone number for queries

**CENTRICA INVESTOR RELATIONS 01753 494900**

**CENTRICA MEDIA RELATIONS 01753 494085**

**Name and signature of duly authorised officer or issuer responsible for making notification**

**PHILIP DAVIES**

**DATE OF NOTIFICATION 6 SEPTEMBER 2006**