



QUEENSLAND GAS COMPANY LIMITED

30 Herschel Street, Brisbane QLD 4000

GPO Box 3107, Brisbane QLD 4001

Tel: (61) 7 3020 9000 Fax: (61) 7 3012 8411

Website: www.qgc.com.au

Email: qgc@qgc.com.au

13 January 2009

Company Announcement Officer
Australian Securities Exchange
Exchange Centre
20 Bridge Street
SYDNEY NSW 2008

To whom it may concern

BG GROUP COMPULSORY ACQUISITION OF SHARES IN QGC COMMENCES

BG International (AUS) Investments Pty Ltd ("BG AUS") today commenced the process of completing the compulsory acquisition of the remaining shares in Queensland Gas Company Limited ("QGC") not already owned by it, pursuant to the Notice of Compulsory Acquisition lodged with the Australian Securities and Investments Commission on 8 December 2008.

I attach a copy of the written notice and covering letter which will be sent by QGC to each shareholder upon the compulsory acquisition of their shares in accordance with section 666B(2)(c) of the Corporations Act 2001 (Cth). The notice informs each shareholder that the consideration for the acquisition of their shares has been received and is being held by QGC in accordance with the Corporations Act pending their instructions as to how it is to be dealt with.

QGC will notify the Australian Securities Exchange ("ASX") once the compulsory acquisition of all remaining shares by BG AUS has been completed, after which time it is expected that ASX will remove QGC from the official list pursuant to listing rule 17.14.

Yours faithfully

Mark Anning
Company Secretary



Queensland Gas Company Limited

ABN 11 089 642 553

[DATE]

NAME LINE 1
NAME LINE 2
NAME LINE 3
NAME LINE 4
NAME LINE 5
NAME LINE 6

Dear QGC Shareholder,

**Completion of compulsory acquisition of your shares in Queensland Gas Company Limited
- Instructions for payment**

We refer to the on-market takeover offer (“**Offer**”) by BG International (AUS) Investments Pty Limited (ACN 131 104 651) (“**BG AUS**”), a subsidiary indirectly wholly owned by BG Group plc, for all of the shares in Queensland Gas Company Limited (ABN 11 089 642 553) (“**QGC**”), which closed at 4.00pm (AEST) on Monday 15 December 2008.

On Monday 8 December 2008, BG AUS announced that, in accordance with section 661 of the Corporations Act 2001 (Cwlth), it would compulsorily acquire those remaining QGC shares which it did not own at the end of the Offer period, and issued a Notice of Compulsory Acquisition Following Takeover Bid to compulsorily acquire your QGC shares for A\$5.75 per share (“**Notice**”).

In accordance with the Notice, BG AUS has now completed compulsory acquisition of your QGC shares. BG AUS has been registered as the holder of those shares and has provided to QGC the consideration payable for the shares, which you are now entitled to claim in respect of your holding.

QGC is now holding that consideration on trust for you, pending receipt of directions from you as to how to deal with it. A Direction Notice for the purpose of claiming the total consideration payable to you is enclosed.

Please complete and sign the Direction Notice and return it (with any accompanying documents that the Direction Notice instructs you to provide) as soon as possible to Link Market Services in accordance with the instructions provided on the Direction Notice.

It should be noted that if you do not instruct QGC as to how it should deal with the money payable to you within applicable statutory timeframes, it is anticipated that the unclaimed consideration will be gazetted as unclaimed property in March 2010 and ultimately transferred to the Australian Securities and Investments Commission to be dealt with as unclaimed property.

If you have any questions or require further information, please contact Link Market Services on 1800 554 474 or +61 2 8280 7454.

Yours faithfully,

A handwritten signature in grey ink that reads "Mark Anning". The signature is written in a cursive style with a large, sweeping loop at the end.

Mark Anning
Company Secretary
Queensland Gas Company Limited



Queensland Gas Company Limited

ABN 11 089 642 553

Direction as to payment of compulsory acquisition consideration

From:

- NAME LINE 1
- NAME LINE 2
- NAME LINE 3
- NAME LINE 4
- NAME LINE 5
- NAME LINE 6

To:

Queensland Gas Company Limited

SRN/HIN:

| | |
|---|--|
| Number of Shares held in Queensland Gas | Cash consideration at \$5.75 for every Queensland Gas share held |
| <UNITS HELD> | <CHEQUE AMOUNT> |

**QUEENSLAND GAS COMPANY LIMITED
COMPULSORY ACQUISITION CLAIM FORM**

This is an important document, which requires your immediate attention. If you are in any doubt about how to deal with this document, please consult your professional advisor immediately.

Please read and complete the sections below. See overleaf for further instructions.

I/We, the undersigned, being the former holder(s) of the number of Shares in Queensland Gas Company Limited ("Queensland Gas") shown above, hereby:

- (a) claim the cash consideration to which I/we am/are entitled for those shares and direct Queensland Gas to pay the cash consideration which it holds on trust for me/us by way of bank cheque posted to the address specified; and
- (b) agree that payment of the consideration set out above will be a complete release and discharge of all obligations of Queensland Gas to me/us in respect of the consideration for the acquisition of my/our Queensland Gas shares, and that Queensland Gas, BG International (AUS) Investments Pty Limited and Link Market Services Limited will not be responsible for any loss of documents in the ordinary course of post.

If the above address is incorrect or if you would like to have the payment sent to an alternative address, please write the desired address below:

PLEASE SIGN AND DATE HERE

Signed this _____ day of _____ 200__

Individual or Shareholder 1

Shareholder 2

Shareholder 3

| | | |
|--|--|--|
| | | |
|--|--|--|

Sole Director and Sole Company Secretary

Director/Secretary

Director

Please enter a contact name and your telephone number where you may be contacted during business hours

Contact Name Daytime telephone number

Further Instructions

Please sign and date this claim form where indicated in accordance with the following instructions:

- **For individual holders:** a single signature is required.
- **For joint holders:** all of the holders must sign this claim form.
- **If signed under power of attorney:** please attach a certified copy of the power of attorney when you return this claim form. By signing this form, the attorney declares that he/she has no notice of revocation of the power of attorney.
- **Deceased estates:** when you return this claim form, please attach the probate, letters of administration or certificate of grant accompanied (where required by law for the purpose of transfer) by a certificate of payment of death or succession duties (if necessary) and by a statement in terms of section 1071B(9)(b)(iii) of the Corporations Act 2001 (Cwlth).
- **Companies:** signed by two directors, a director and company secretary or by the sole director in the case of an Australian company with a sole director who is also the sole company secretary. Delete titles as applicable.

Supply of information

Information you supply in this claim form will be used by Queensland Gas for the primary purpose of processing your claim and to provide you with the consideration to which you are entitled for the compulsory acquisition of your shares in Queensland. This information may be disclosed to Queensland's professional advisers, securities brokers and other third parties in connection with the compulsory acquisition of your shares. If you fail to supply this information your claim may not be processed and you may not receive the consideration.

Consideration

Cash Consideration

A cheque will be sent to you at your risk by ordinary mail to your address as shown on this form. Under no circumstances will interest be paid on the consideration.

Mail or delivery instructions

Queensland Gas shareholders should mail or deliver their completed form and any other documents required by these instructions to:

| | | |
|--|----|---|
| Mail to: Link Market Services BG AUS Takeover of QGC Locked Bag A14 SYDNEY SOUTH NSW 1235 | or | Deliver to: Link Market Services BG AUS Takeover of QGC Level 12, 680 George Street SYDNEY NSW |
|--|----|---|

A reply paid envelope has been provided for the return of your claim form.

Where to get help

If you have any questions about the terms of the offer or about how to complete this claim form, please contact Link Market Services on 1300 554 474 or +61 2 8280 7454 for overseas domiciled holders.