

# AR01

## Annual Return

(For returns made up to a date on or after 1 October 2011)

103856/40

BLUEPRINT

OneWorld

**A fee is payable with this form**  
Please see 'How to pay' on the  
last page

**You can use the WebFiling service to file this form online.**  
Please go to [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

☒ **What this form is for**  
You may use this form to confirm  
that the company information is  
correct as at the date of this return  
You must file an Annual Return at  
least once every year

☒ **What this form is NOT for**  
You cannot use this form to  
notice of changes to the company  
officers, registered office address  
company type or information  
relating to the company re

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A03 14/06/2013 #367  
COMPANIES HOUSE

### Part 1

### Company details

The section must be completed by all companies.

→ **Filing in this form**  
Please complete in typescript or in  
bold black capitals  
  
All fields are mandatory unless  
specified or indicated by \*

#### A1 Company details

Company number 3 9 5 8 2 6

Company name in full Balfour Beatty plc

① **Company name change**  
If your company has recently  
changed its name, please provide  
the company name as at the date of  
this return

#### A2 Return date

Please give the annual return made up date The return date must not be a future  
date The annual return must be delivered within 28 days of the date given below  
  
If you would like the company's made up date to be earlier than 1 October 2011,  
please complete the AR01 appropriate for earlier made up dates

② **Date of this return**  
Your company's return date  
is usually the anniversary of  
incorporation or the anniversary  
of the last annual return filed at  
Companies House You may choose  
an earlier return date but it must not  
be a later date

Date of this return 2 4 0 4 2 0 1 3

#### A3 Principal business activity

Please show the trade classification code number(s) for the principal  
activity or activities ③

Classification code 1 7 0 1 0 0

Classification code 2

Classification code 3

Classification code 4

If you cannot determine a code, please give a brief description of your  
business activity below

Principal activity  
description

③ **Principal business activity**  
You must provide a trade  
classification code (SIC code 2007)  
or a description of your company's  
main business in this section  
  
A full list of the trade classification  
codes are available on our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

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A4

Company type<sup>①</sup>

Please confirm your company type by ticking the appropriate box below (only one box must be ticked)

- ☒ Public limited company  
☐ Private company limited by shares  
☐ Private company limited by guarantee  
☐ Private company limited by shares exempt under section 60  
☐ Private company limited by guarantee exempt under section 60  
☐ Private unlimited company with share capital  
☐ Private unlimited company without share capital

## ① Company type

If you are unsure of your company type, please check your latest certificate of incorporation or our website  
[www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

A5

Registered office address<sup>②</sup>

|                      |                    |   |   |   |  |   |   |   |  |  |
|----------------------|--------------------|---|---|---|--|---|---|---|--|--|
| Building name/number | Balfour Beatty plc |   |   |   |  |   |   |   |  |  |
| Street               | 130 Wilton Road    |   |   |   |  |   |   |   |  |  |
| Post town            | London             |   |   |   |  |   |   |   |  |  |
| County/Region        | England            |   |   |   |  |   |   |   |  |  |
| Postcode             | S                  | W | 1 | V |  | 1 | L | Q |  |  |

## ② Change of registered office

This must agree with the address that is held on the Companies House record at the date of this return

If the registered office address has changed, you should complete form AD01 and submit it together with this annual return

A6

Single alternative inspection location (SAIL) of the company records (if applicable)<sup>③</sup>

|                      |  |  |  |  |  |  |  |  |  |  |
|----------------------|--|--|--|--|--|--|--|--|--|--|
| Building name/number |  |  |  |  |  |  |  |  |  |  |
| Street               |  |  |  |  |  |  |  |  |  |  |
| Post town            |  |  |  |  |  |  |  |  |  |  |
| County/Region        |  |  |  |  |  |  |  |  |  |  |
| Postcode             |  |  |  |  |  |  |  |  |  |  |

## ③ SAIL address

This must agree with the address that is held on the Companies House record at the date of this return

If the address has changed, you should complete form AD02 and submit it together with this annual return

A7

Location of company records<sup>④</sup>

Please tick the appropriate box to indicate which records are kept at the SAIL address in Section A6

- ☐ Register of members  
☐ Register of directors  
☐ Directors' service contracts  
☐ Directors' indemnities  
☐ Register of secretaries  
☐ Records of resolutions etc  
☐ Contracts relating to purchase of own shares  
☐ Documents relating to redemption or purchase of own share out of capital by private company  
☐ Register of debenture holders  
☐ Report to members of outcome of investigation by public company into interests in its shares  
☐ Register of interests in shares disclosed to public company  
☐ Instruments creating charges and register of charges England and Wales or Northern Ireland  
☐ Instruments creating charges and register of charges Scotland

## ④ Location of company records

If the company records are held at the registered office address, do not tick any of the boxes in this section

Certain records must be kept by every company while other records are only kept by certain company types where appropriate

If the records are not kept at the SAIL address, they must be available at the registered office

If any of the company records have moved from the registered office to the address in Section A6 since the last annual return, you must complete form AD03 and submit it together with this annual return

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Annual Return

(For returns made up to a date on or after 1 October 2011)

**Part 2****Officers of the company**

This section should include details of the company at the date to which this annual return is made up

- For a **secretary** who is an individual, go to **Section B1**
- For a **corporate secretary**, go to **Section C1**
- For a **director** who is an individual, go to **Section D1**
- For a **corporate director**, go to **Section E1**

**Continuation pages**

Please use a continuation page if you need to enter more officer details.

**Secretary****B1****Secretary's details <sup>①</sup>**

Please use this section to list all the secretaries of the company  
For a corporate secretary, complete Section C1-C4

|                             |                   |
|-----------------------------|-------------------|
| Title*                      |                   |
| Full forename(s)            | Christopher David |
| Surname                     | Vaughan           |
| Former name(s) <sup>②</sup> |                   |

**① Secretary appointments**

You may not use this form to appoint a secretary. To do this, please complete form AP03 and submit it together with this annual return.

**Corporate details**

Please use Section C1-C4 to enter corporate secretary details.

**Secretary details**

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH03.

**② Former name(s)**

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

**B2****Secretary's service address <sup>①</sup>**

|                      |                                 |  |  |  |  |  |  |
|----------------------|---------------------------------|--|--|--|--|--|--|
| Building name/number | The Company's Registered Office |  |  |  |  |  |  |
| Street               |                                 |  |  |  |  |  |  |
| Post town            |                                 |  |  |  |  |  |  |
| County/Region        |                                 |  |  |  |  |  |  |
| Postcode             |                                 |  |  |  |  |  |  |
| Country              |                                 |  |  |  |  |  |  |

**① Service address**

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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Annual Return

(For returns made up to a date on or after 1 October 2011)

**Corporate secretary****C1****Corporate secretary's details ①**

Please use this section to list all the corporate secretaries of the company

Corporate body/firm  
name

Building name/number

Street

Post town

County/Region

Postcode

Country

**① Corporate secretary appointments**

You cannot use this form to appoint a corporate secretary. To do this, please complete form AP04 and submit it together with this annual return.

**Corporate secretary details**

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH04.

This information will appear on the public record.

**C2****Location of the registry of the corporate body or firm**

Is the corporate secretary registered within the European Economic Area (EEA)?

→ Yes Complete **Section C3 only**→ No Complete **Section C4 only****C3****EEA companies ②**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/  
firm is registered ③

Registration number

**② EEA**

A full list of countries of the EEA can be found in our guidance [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

**C4****Non-EEA companies**

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the  
corporate body  
or firm

Governing law

If applicable, where  
the company/firm is  
registered ④If applicable, the  
registration number**④ Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

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(For returns made up to a date on or after 1 October 2011)

**Director****D1****Director's details ①**

Please use this section to list all the directors of the company  
For a corporate director, complete Section E1-E4

|                              |   |
|------------------------------|---|
| Title*                       |   |
| Full forename(s)             | Robert Michael  |
| Surname                      | Amen  |
| Former name(s) ②             |   |
| Country/State of residence   | United States   |
| Nationality                  | American  |
| Date of birth                | <div>d2</div> <div>d1</div> <div>m0</div> <div>m7</div> <div>y1</div> <div>y9</div> <div>y4</div> <div>y9</div> |
| Business occupation (if any) | Director  |

**① Director appointments**

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**

Please use Section E1-E4 to enter corporate director details.

**Director details**

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

**D2****Director's service address ③**

|                      |                                 |
|----------------------|---------------------------------|
| Building name/number | The Company's Registered Office |
| Street               |                                 |
| Post town            |                                 |
| County/Region        |                                 |
| Postcode             |                                 |
| Country              |                                 |

**③ Service address**

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

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## Director

|                              |  |  |
|------------------------------|--|--|
| <b>D1</b>                    | <b>Director's details ①</b>  |  |
|                              | Please use this section to list all the directors of the company<br>For a corporate director, complete Section E1-E4   |  |
| Title*                       |  |  |
| Full forename(s)             | Michael John   |  |
| Surname                      | Donovan  |  |
| Former name(s) ②             |  |  |
| Country/State of residence   | United Kingdom   |  |
| Nationality                  | British  |  |
| Date of birth                | <div> <div>d</div> <div>1</div> <div>d</div> <div>1</div> <div>m</div> <div>0</div> <div>m</div> <div>5</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>3</div> </div> |  |
| Business occupation (if any) | Company Director   |  |

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

|                      |  |  |
|----------------------|--|--|
| <b>D2</b>            | <b>Director's service address ③</b>  |  |
| Building name/number | The Company's Registered Office  |  |
| Street               |  |  |
| Post town            |  |  |
| County/Region        |  |  |
| Postcode             | <div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div> |  |
| Country              |  |  |

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

(For returns made up to a date on or after 1 October 2011)

### Director

|                              |  |  |  |
|------------------------------|--|--|--|
| <b>D1</b>                    | <b>Director's details ①</b>  |  | <p><b>① Director appointments</b><br/>You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.</p> <p><b>Corporate details</b><br/>Please use Section E1-E4 to enter corporate director details.</p> <p><b>Director details</b><br/>All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.</p> <p><b>② Former name(s)</b><br/>Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.</p> |
|                              | Please use this section to list all the directors of the company<br><b>For a corporate director, complete Section E1-E4</b>  |  |  |
| Title*                       |  |  |  |
| Full forename(s)             | Iain George Thomas   |  |  |
| Surname                      | Ferguson   |  |  |
| Former name(s)②              |  |  |  |
| Country/State of residence   | United Kingdom   |  |  |
| Nationality                  | British  |  |  |
| Date of birth                | <div> <div>d</div> <div>0</div> <div>d</div> <div>1</div> <div>m</div> <div>0</div> <div>m</div> <div>7</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>5</div> </div> |  |  |
| Business occupation (if any) | Company Director   |  |  |

|                      |  |  |  |
|----------------------|--|--|--|
| <b>D2</b>            | <b>Director's service address ①</b>  |  | <p><b>① Service address</b><br/>If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.</p> <p>This information will appear on the public record.</p> |
| Building name/number | The Company's Registered Office  |  |  |
| Street               |  |  |  |
| Post town            |  |  |  |
| County/Region        |  |  |  |
| Postcode             | <div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div> |  |  |
| Country              |  |  |  |

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## Annual Return

(For returns made up to a date on or after 1 October 2011)

### Director

|                              |  |  |  |
|------------------------------|--|--|--|
| <b>D1</b>                    | <b>Director's details <sup>①</sup></b>   |  | <p><b>① Director appointments</b><br/>You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.</p> <p><b>Corporate details</b><br/>Please use Section E1-E4 to enter corporate director details.</p> <p><b>Director details</b><br/>All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.</p> <p><b>② Former name(s)</b><br/>Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.</p> |
|                              | Please use this section to list all the directors of the company<br>For a corporate director, complete Section E1-E4   |  |  |
| Title*                       |  |  |  |
| Full forename(s)             | Vera Maureen   |  |  |
| Surname                      | Kempston Darkes  |  |  |
| Former name(s) <sup>②</sup>  |  |  |  |
| Country/State of residence   | United States  |  |  |
| Nationality                  | Canadian   |  |  |
| Date of birth                | <div> <div>d</div> <div>3</div> <div>d</div> <div>1</div> <div>m</div> <div>0</div> <div>m</div> <div>7</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>4</div> <div>y</div> <div>8</div> </div> |  |  |
| Business occupation (if any) | Lawyer   |  |  |

|                      |  |  |  |
|----------------------|--|--|--|
| <b>D2</b>            | <b>Director's service address <sup>③</sup></b>   |  | <p><b>③ Service address</b><br/>If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.</p> <p>This information will appear on the public record.</p> |
| Building name/number | The Company's Registered Office  |  |  |
| Street               |  |  |  |
| Post town            |  |  |  |
| County/Region        |  |  |  |
| Postcode             | <div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div> |  |  |
| Country              |  |  |  |



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## Annual Return

(For returns made up to a date on or **after 1 October 2011**)

### Director

|                              |  |  |
|------------------------------|--|--|
| <b>D1</b>                    | <b>Director's details <sup>①</sup></b>   |  |
|                              | Please use this section to list all the directors of the company<br><b>For a corporate director, complete Section E1-E4</b>  |  |
| Title*                       |  |  |
| Full forename(s)             | Hubertus   |  |
| Surname                      | Krossa   |  |
| Former name(s) <sup>②</sup>  |  |  |
| Country/State of residence   | Germany  |  |
| Nationality                  | German   |  |
| Date of birth                | <div> <div>d1</div> <div>d1</div> <div>m1</div> <div>m1</div> <div>y1</div> <div>y9</div> <div>y4</div> <div>y7</div> </div> |  |
| Business occupation (if any) | Senior Adviser   |  |

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form **AP01** and submit it together with this annual return.

**Corporate details**  
Please use **Section E1-E4** to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form **CH01**.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

|                      |  |  |
|----------------------|--|--|
| <b>D2</b>            | <b>Director's service address <sup>③</sup></b>   |  |
| Building name/number | The Company's Registered Office  |  |
| Street               |  |  |
| Post town            |  |  |
| County/Region        |  |  |
| Postcode             | <div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div> |  |
| Country              |  |  |

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

(For returns made up to a date on or after 1 October 2011)

### Director

| D1 Director's details <sup>①</sup>   |  |
|--|--|
| Please use this section to list all the directors of the company<br>For a corporate director, complete Section E1-E4 |  |
| Title*   |  |
| Full forename(s)   | Duncan Jonathan  |
| Surname  | Magrath  |
| Former name(s) <sup>②</sup>  |  |
| Country/State of residence   | United Kingdom   |
| Nationality  | British  |
| Date of birth  | <div> <div>d</div> <div>1</div> <div>d</div> <div>1</div> <div>m</div> <div>0</div> <div>m</div> <div>5</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>6</div> <div>y</div> <div>4</div> </div> |
| Business occupation (if any)   | Chartered Accountant   |

**① Director appointments**  
You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

**Corporate details**  
Please use Section E1-E4 to enter corporate director details.

**Director details**  
All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

**② Former name(s)**  
Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

| D2 Director's service address <sup>③</sup> |                                 |
|--|---------------------------------|
| Building name/number                       | The Company's Registered Office |
| Street                                     |                                 |
| Post town                                  |                                 |
| County/Region                              |                                 |
| Postcode                                   |                                 |
| Country                                    |                                 |

**③ Service address**  
If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

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## Annual Return

(For returns made up to a date on or **after 1 October 2011**)

### Director

|                              |  |  |   |
|------------------------------|--|--|---|
| <b>D1</b>                    | <b>Director's details ①</b>  |  | <p><b>① Director appointments</b><br/>You cannot use this form to appoint a director. To do this, please complete form <b>AP01</b> and submit it together with this annual return.</p> <p><b>Corporate details</b><br/>Please use <b>Section E1-E4</b> to enter corporate director details.</p> <p><b>Director details</b><br/>All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form <b>CH01</b>.</p> <p><b>② Former name(s)</b><br/>Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.</p> |
|                              | Please use this section to list all the directors of the company<br><b>For a corporate director, complete Section E1-E4</b>  |  |   |
| Title*                       |  |  |   |
| Full forename(s)             | Steven   |  |   |
| Surname                      | Marshall   |  |   |
| Former name(s) ②             |  |  |   |
| Country/State of residence   | United Kingdom   |  |   |
| Nationality                  | British  |  |   |
| Date of birth                | <div> <div>d1</div> <div>d1</div> <div>m0</div> <div>m2</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y7</div> </div> |  |   |
| Business occupation (if any) | Company Director   |  |   |

|                      |  |  |  |
|----------------------|--|--|--|
| <b>D2</b>            | <b>Director's service address ①</b>  |  | <p><b>① Service address</b><br/>If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.</p> <p>This information will appear on the public record.</p> |
| Building name/number | The Company's Registered Office  |  |  |
| Street               |  |  |  |
| Post town            |  |  |  |
| County/Region        |  |  |  |
| Postcode             | <div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div> |  |  |
| Country              |  |  |  |

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## Annual Return

(For returns made up to a date on or after 1 October 2011)

### Director

|                              |  |  |   |
|------------------------------|--|--|---|
| <b>D1</b>                    | <b>Director's details <sup>①</sup></b>   |  | <b>① Director appointments</b><br>You cannot use this form to appoint a director. To do this, please complete form <b>AP01</b> and submit it together with this annual return.<br><br><b>Corporate details</b><br>Please use <b>Section E1-E4</b> to enter corporate director details.<br><br><b>Director details</b><br>All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form <b>CH01</b> .<br><br><b>② Former name(s)</b><br>Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes. |
|                              | Please use this section to list all the directors of the company<br>For a corporate director, complete <b>Section E1-E4</b>  |  |   |
| Title*                       |  |  |   |
| Full forename(s)             | Andrew James   |  |   |
| Surname                      | McNaughton   |  |   |
| Former name(s) <sup>②</sup>  |  |  |   |
| Country/State of residence   | United Kingdom   |  |   |
| Nationality                  | British  |  |   |
| Date of birth                | <div> <div>d</div> <div>2</div> <div>d</div> <div>7</div> <div>m</div> <div>1</div> <div>m</div> <div>1</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>6</div> <div>y</div> <div>3</div> </div> |  |   |
| Business occupation (if any) | Chartered Civil Engineer   |  |   |

|                      |  |  |  |
|----------------------|--|--|--|
| <b>D2</b>            | <b>Director's service address <sup>③</sup></b>   |  | <b>③ Service address</b><br>If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.<br><br>This information will appear on the public record. |
| Building name/number | The Company's Registered Office  |  |  |
| Street               |  |  |  |
| Post town            |  |  |  |
| County/Region        |  |  |  |
| Postcode             | <div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div> |  |  |
| Country              |  |  |  |

# AR01 - continuation page

## Annual Return

(For returns made up to a date on or after 1 October 2011)

### Director

|                              |  |  |  |
|------------------------------|--|--|--|
| <b>D1</b>                    | <b>Director's details <sup>①</sup></b>   |  | <p><b>① Director appointments</b><br/>You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.</p> <p><b>Corporate details</b><br/>Please use Section E1-E4 to enter corporate director details.</p> <p><b>Director details</b><br/>All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.</p> <p><b>② Former name(s)</b><br/>Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.</p> |
|                              | Please use this section to list all the directors of the company<br>For a corporate director, complete Section E1-E4   |  |  |
| Title*                       |  |  |  |
| Full forename(s)             | Graham Charles   |  |  |
| Surname                      | Roberts  |  |  |
| Former name(s) <sup>②</sup>  |  |  |  |
| Country/State of residence   | United Kingdom   |  |  |
| Nationality                  | British  |  |  |
| Date of birth                | <div> <div>d</div> <div>1</div> <div>d</div> <div>7</div> <div>m</div> <div>0</div> <div>m</div> <div>6</div> <div>y</div> <div>1</div> <div>y</div> <div>9</div> <div>y</div> <div>5</div> <div>y</div> <div>8</div> </div> |  |  |
| Business occupation (if any) | Chartered Accountant   |  |  |

|                      |  |  |  |
|----------------------|--|--|--|
| <b>D2</b>            | <b>Director's service address <sup>③</sup></b>   |  | <p><b>③ Service address</b><br/>If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.</p> <p>This information will appear on the public record.</p> |
| Building name/number | The Company's Registered Office  |  |  |
| Street               |  |  |  |
| Post town            |  |  |  |
| County/Region        |  |  |  |
| Postcode             | <div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> <div></div> </div> |  |  |
| Country              |  |  |  |

# AR01 - continuation page

## Annual Return

(For returns made up to a date on or after 1 October 2011)

### Director

**D1**

#### Director's details <sup>①</sup>

Please use this section to list all the directors of the company  
**For a corporate director, complete Section E1-E4**

|                              |   |
|------------------------------|---|
| Title*                       |   |
| Full forename(s)             | Peter John Louis  |
| Surname                      | Zinkin  |
| Former name(s) <sup>②</sup>  |   |
| Country/State of residence   | United Kingdom  |
| Nationality                  | British   |
| Date of birth                | <div>d2</div> <div>d3</div> <div>m0</div> <div>m7</div> <div>y1</div> <div>y9</div> <div>y5</div> <div>y3</div> |
| Business occupation (if any) | Director of Planning & Development  |

#### ① Director appointments

You cannot use this form to appoint a director. To do this, please complete form AP01 and submit it together with this annual return.

#### Corporate details

Please use Section E1-E4 to enter corporate director details.

#### Director details

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH01.

#### ② Former name(s)

Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.

**D2**

#### Director's service address <sup>③</sup>

|                      |                                 |
|----------------------|---------------------------------|
| Building name/number | The Company's Registered Office |
| Street               |                                 |
| Post town            |                                 |
| County/Region        |                                 |
| Postcode             |                                 |
| Country              |                                 |

#### ③ Service address

If you have previously notified Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.

This information will appear on the public record.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

**Corporate director****E1 Corporate director's details<sup>1</sup>**

Please use this section to list all the corporate director's of the company

Corporate body/firm  
name

Building name/number

Street

Post town

County/Region

Postcode

Country

**1 Corporate director appointments**

You cannot use this form to appoint a corporate director. To do this, please complete form AP02 and submit it together with this annual return.

**Corporate director details**

All details must agree with those previously notified to Companies House. If you have made changes since the last annual return and have not notified us, please complete form CH02.

This information will appear on the public record.

**E2 Location of the registry of the corporate body or firm**

Is the corporate director registered within the European Economic Area (EEA)?

→ Yes Complete **Section E3 only**→ No Complete **Section E4 only****E3 EEA companies<sup>2</sup>**

Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register.

Where the company/  
firm is registered<sup>3</sup>

Registration number

**2 EEA**

A full list of countries of the EEA can be found in our guidance [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk)

**3** This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)

**E4 Non-EEA companies**

Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.

Legal form of the  
corporate body  
or firm

Governing law

If applicable, where  
the company/firm is  
registered<sup>4</sup>If applicable, the  
registration number**4 Non-EEA**

Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in that register.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

**Part 3****Statement of capital <sup>①</sup>**

Does your company have share capital?

- Yes Complete the sections below and the following **Part 4**  
 → No Go to **Part 5 (Signature)**

**①** This should reflect the company's capital status at the made up date of this annual return

**F1 Share capital in pound sterling (£)**

Please complete the table below to show each class of shares held in pound sterling  
 If all your issued capital is in sterling, only complete **Section F1** and then go to **Section F4**

| Class of shares<br>(E.g. Ordinary/Preference etc.) | Amount paid up on each share <sup>②</sup> | Amount (if any) unpaid on each share <sup>②</sup> | Number of shares <sup>③</sup> | Aggregate nominal value <sup>④</sup> |
|--|---|---|-------------------------------|--------------------------------------|
| CUMULATIVE CONVERTIBLE REDEEMABLE PREFERENCE       | 0.01                                      | 0.00  | 111,839,795                   | £ 1,118,397.95                       |
| ORDINARY   | SEE ATTACHED                              | 0.00  | 688,638,211                   | £ 344,319,105.50                     |
|  |   |   |                               | £                                    |
|  |   |   |                               | £                                    |
| <b>Totals</b>                                      |   |   | 800,478,006                   | £ 345,437,503.45                     |

**F2 Share capital in other currencies**

Please complete the table below to show any class of shares held in other currencies  
 Please complete a separate table for each currency

|  |                                   |   |                    |                           |
|--|-----------------------------------|---|--------------------|---------------------------|
| Currency   |                                   |   |                    |                           |
| Class of shares<br>(E.g. Ordinary/Preference etc.) | Amount paid up on<br>each share ② | Amount (if any) unpaid<br>on each share ② | Number of shares ③ | Aggregate nominal value ④ |
|  |                                   |   |                    |                           |
|  |                                   |   |                    |                           |
| Totals   |                                   |   |                    |                           |

|   |                                   |   |                    |                           |
|---|-----------------------------------|---|--------------------|---------------------------|
| Currency  |                                   |   |                    |                           |
| Class of shares<br>(E g Ordinary/Preference etc ) | Amount paid up on<br>each share ② | Amount (if any) unpaid<br>on each share ② | Number of shares ③ | Aggregate nominal value ④ |
|   |                                   |   |                    |                           |
|   |                                   |   |                    |                           |
| Totals  |                                   |   |                    |                           |

**F3 Totals**

Please give the total number of shares and total aggregate nominal value of issued share capital

Total number of shares

Total aggregate nominal value <sup>⑤</sup>

**⑤ Total aggregate nominal value**  
 Please list total aggregate values in different currencies separately. For example £100 + €100 + \$10 etc

**②** Including both the nominal value and any share premium

**③** Number of shares issued multiplied by nominal value of each share

**④** Total number of issued shares in this class

**Continuation Pages**  
 Please use a Statement of Capital continuation page if necessary



## AR01: Annual Return (continuation)

Company Number 395826

Company Name Balfour Beatty plc

### 3 Statement of capital (Share capital in pound sterling (£)) (continuation)

F1

Class of shares **50p Ordinary**

|                                   | Amount paid up<br>on each share | Amount (if any) unpaid on<br>each share | Number of shares | Aggregate nominal value             |
|-----------------------------------|---------------------------------|---|------------------|-------------------------------------|
| At 30 September 2009              | 56 95 p                         | £ nil                                   | 479,458,727      | £ 239,729,363 50                    |
| Issued on or after 1 October 2009 |                                 |   |                  |                                     |
|                                   | 68 80 p                         | £ nil                                   | 54,541           | £ 27,270 50                         |
|                                   | 95 70 p                         | £ nil                                   | 75,573           | £ 37,786 50                         |
|                                   | 110 00 p                        | £ nil                                   | 10,000           | £ 5,000 00                          |
|                                   | 150 60 p                        | £ nil                                   | 415,226          | £ 207,613 00                        |
|                                   | 173 00 p                        | £ nil                                   | 5,000            | £ 2,500 00                          |
|                                   | 174 10 p                        | £ nil                                   | 138,617          | £ 69,308 50                         |
|                                   | 180 00 p                        | £ nil                                   | 205,502,237      | £ 102,751,118 50                    |
|                                   | 182 80 p                        | £ nil                                   | 73,369           | £ 36,684 50                         |
|                                   | 200 00 p                        | £ nil                                   | 15,000           | £ 7,500 00                          |
|                                   | 207 20 p                        | £ nil                                   | 312,799          | £ 156,399 50                        |
|                                   | 210 00 p                        | £ nil                                   | 2,864            | £ 1,432 00                          |
|                                   | 217 70 p                        | £ nil                                   | 624,278          | £ 312,139 00                        |
|                                   | 227 30 p                        | £ nil                                   | 318,432          | £ 159,216 00                        |
|                                   | 236 00 p                        | £ nil                                   | 54,837           | £ 27,418 50                         |
|                                   | 249 00 p                        | £ nil                                   | 880,926          | £ 440,463 00                        |
|                                   | 265 60 p                        | £ nil                                   | 544,665          | £ 272,332 50                        |
|                                   | 305 00 p                        | £ nil                                   | 13,628           | £ 6,814 00                          |
|                                   | 315 20 p                        | £ nil                                   | 124,290          | £ 62,145 00                         |
|                                   | 338 70 p                        | £ nil                                   | 13,202           | £ 6,601 00                          |
|                                   |                                 |   | <b>Totals</b>    | <b>688,638,211 £ 344,319,105 50</b> |

AR01

Annual Return

(For returns made up to a date on or **after 1 October 2011**)

**F4**

**Statement of capital (Voting rights)**

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Sections F1 and F2**

Class of share

£0.01 CUMULATIVE CONVERTIBLE REDEEMABLE PREFERENCE

Voting rights

See attached schedule

Class of share

£0.50 ORDINARY

Voting rights

See attached schedule

Class of share

Voting rights

Class of share

Voting rights

# AR01 - continuation page

## Annual Return

(For returns made up to a date on or after 1 October 2011)

**F4**

### Statement of capital (Voting rights)

|                |   |
|----------------|---|
| Class of share | £0 01 CUMULATIVE CONVERTIBLE REDEEMABLE PREFERENCE  |
| Voting rights  | <p>Holders of Preference Shares are not entitled to attend, speak or vote at any general meeting unless the business of the meeting includes the consideration of a resolution for the winding-up of the Company or any resolution directly affecting the rights and privileges attached to any such shares and then in such case only to speak to and vote upon any such resolution. However, holders of Preference Shares have the right to vote in respect of any matter when the preferential dividend payable on their shares is in arrears for six months or more after any date fixed for payment thereof.</p> <p>Each Preference Share confers the right to a preferential dividend at such a rate per annum as, with the addition of any tax credit to which an individual resident in the UK for UK tax purposes would be entitled in his capacity as the recipient of a dividend paid at such a rate, would result in a gross dividend (inclusive of such tax credit) at the rate per annum of 10.75 per cent of the redemption amount (being 100 pence in respect of each Preference Share) for each Preference Share. The preferential dividend is payable half-yearly in arrear on 1 January and 1 July in each year (the "dividend payment dates"). Payments of the preferential dividend shall be made to holders of Preference Shares on the register at any date selected by the Directors, such date not being more than 42 days prior to the relevant dividend payment date. The Preference Shares rank for dividend <i>pari passu</i> with each other and any shares expressed to rank, in terms of participation in the profits of the Company, <i>pari passu</i> therewith and otherwise in priority to dividends payable on the Ordinary Shares and any other share capital in the Company. The holders of Preference Shares are not entitled to any further right of participation in the profits of the Company.</p> <p>Any Preference Shares still outstanding are redeemable on 1 July 2020 at £1 each, together with any arrears of accruals of dividend, unless the holder exercises any option granted by the Company to extend the redemption date. On a winding-up of the Company, holders are entitled to receive the sum of £1 per preference share, together with any arrears or accruals of dividend, in priority to any payment on any other class of shares.</p> <p>The Company may also convert all outstanding Convertible Preference Shares into Ordinary Shares if there are fewer than 44,281,239 Convertible Preference Shares in issue or if the average of the closing mid-market price for an Ordinary Share during a 30-day period exceeds 200 per cent of the conversion price.</p> |

# AR01 - continuation page

## Annual Return

(For returns made up to a date on or after 1 October 2011)

**F4**

### Statement of capital (Voting rights)

Class of share

£0 50 ORDINARY

Voting rights

On a show of hands at a general meeting of the Company every holder of Ordinary Shares present in person or by proxy and entitled to vote shall have one vote. On a poll, every holder of Ordinary Shares present in person or by proxy and entitled to vote shall have one vote for every share held. Voting rights may not be exercised by a member who has been served with a restriction notice after failure to provide the Company with information concerning interests in shares to be provided under UK law. In addition, no member shall, unless the Directors otherwise determine, be entitled in respect of any share held by him to vote either personally or by proxy at a general meeting or to exercise any other right conferred by membership in relation to general meetings of the Company if any call or other sum presently payable by him to the Company in respect of that share remains unpaid.

The income and capital rights attaching to the Ordinary Shares shall be as follows

(a) as regards income the profits which the Company may determine to distribute in respect of any financial year or other period for which its accounts are made up shall, subject to the special rights attached to the Preference Shares (as the same may be modified from time to time in accordance with the Articles) and to any special rights which may for the time being be attached to any shares hereafter created or issued, be distributed among the holders of the Ordinary Shares according to the amounts paid up on the Ordinary Shares held by them respectively, and

(b) as regards capital on a return of assets on liquidation or otherwise (other than on conversion or redemption of any Preference Shares) the surplus assets of the Company remaining after payment of its liabilities shall, subject to the special rights attached to the Preference Shares (as the same may be modified from time to time in accordance with these Articles) and to any special rights which may for the time being be attached to any shares hereafter created or issued, belong to and be distributed among the holders of the Ordinary shares in proportion to the number of Ordinary Shares held by them respectively.

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

**Part 4**

**Shareholders**

Does your company have share capital?

→ Yes go to **Section G1** 'Companies with share capital'

→ No Go to **Part 5** (Signature)

**G1**

**Companies with share capital**

Question 1

Were any of the company's shares admitted to trading on a market at any time during this return period? Please tick the appropriate box below ❶

☐ No go to **Section G2** 'Past and present shareholders'

☒ Yes go to **Question 2**

Question 2

Please only refer to Question 2 below if you have answered 'Yes' to Question 1. If you answered 'No', please go to **Section G2** 'Past and present shareholders'

Did the company, throughout the return period, have any shares admitted to trading on a relevant market and was it, throughout the return period, an issuer to which DTR5 applies? (3) Please tick the appropriate box below ❷

☐ No go to **Section G4** 'Shareholders who hold at least 5% of any class of shares of the company as at the made up date of the return'

☒ Yes go to **Part 5** 'Signature'

❶ A market is one established under the rules of a UK recognised investment exchange or any other regulated markets in or outside of the UK, or any other market outside of the UK. The current UK recognized investment exchanges and regulated markets can be found at [www.fsa.gov.uk/register/exchanges.do](http://www.fsa.gov.uk/register/exchanges.do)

❷ DTR5 refers to the Vote Holder and Issuer Notification Rules contained in Chapter 5 of the Disclosure and Transparency Rules source book issued by the Financial Services Authority. Notification is required when the percentage acquisition of a shareholder in the company has reached a certain threshold (starting at 3%)

**G2**

**List of past and present shareholders ❸**

The company is required to provide a full list of past and present shareholders if one was not included with either of the last two returns. Please tick the appropriate box below

☐ There were no shareholder changes in this period. Go to **Part 5** (Signature)

☐ A full list of shareholders is enclosed

☐ A list of shareholder changes is enclosed

How is the list of shareholders enclosed? Please tick the appropriate box below

☐ The list of shareholders is enclosed on paper. Go to **Section G3** 'List of past and present shareholders'

☐ The list of shareholders is enclosed in another format. Go to **Part 5** (Signature)

❸ This section only applies to companies answering 'No' in **Section G1**

## AR01

## Annual Return

(For returns made up to a date on or after 1 October 2011)

G3

**List of past and present shareholders<sup>1</sup>**

Changes during this period to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year

You must provide a 'full list' of all company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

<sup>1</sup> Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

**Further shareholders**

Please use a 'List of past and present shareholders' continuation page if necessary

This section only applies to companies answering 'No' to Question 1 in Section G1

| Shareholder's Name<br>(Address not required) | Class of share | Shares or stock<br>currently held      | Shares or stock transferred (if appropriate) |                                     |
|--|----------------|--|--|-------------------------------------|
|  |                | Number of shares or<br>amount of stock | Number of shares or<br>amount of stock       | Date of registration<br>of transfer |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |
|  |                |  |  | / /                                 |

# AR01

## Annual Return

(For returns made up to a date on or after 1 October 2011)

G4

### Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return

This section should show only the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return

It should only be completed by companies that have answered 'Yes' to Question 1 in Section G1, and 'No' to Question 2 in Section G1

If there were no shareholders holding at least 5% of any class of share(s) at the date of this return, this section may be left blank

→ Go to Part 5 (Signature)

This section only applies to companies answering 'No' to Question 2 in Section G1

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

#### Further shareholders

Please use a 'Shareholders who hold at least 5% of any class of share(s) of the company as at the made up date of this return' continuation page if necessary

|                    |                       | Shares or stock currently held |                                     |
|--------------------|-----------------------|--------------------------------|-------------------------------------|
| Shareholder's name | Shareholder's address | Class of share                 | Number of shares or amount of stock |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |
|                    |                       |                                |                                     |

AR01

Annual Return

(For returns made up to a date on or after 1 October 2011)

## Part 5

## Signature

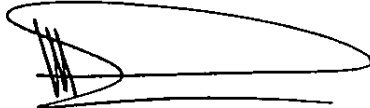
This must be completed by all companies

I am signing this form on behalf of the company

Signature

Signature

X



X

This form may be signed by  
Director<sup>❶</sup>, Secretary, Person authorised<sup>❷</sup>, Charity commission receiver and  
manager, CIC manager, Judicial factor

### ❶ Societas Europaea

If the form is being filed on behalf of a Societas Europaea (SE) please delete 'director' and insert details of which organ of the SE the person signing has membership

### ❷ Person authorised

Under either section 270 or 274 of the Companies Act 2006



**AR01****Annual Return**(For returns made up to a date on or **after 1 October 2011**)**Presenter information**

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name Mr C M Pryce, Assistant

Secretary

Address Balfour Beatty plc

130 Wilton Road

Post town

County/Region

Postcode

S

W

1

V

1

L

Q

Country

United Kingdom

DX

Telephone

**Checklist**

**We may return forms completed incorrectly or with information missing**

**Please make sure you have remembered the following**

- ☐ That if the made up date of the return is any earlier than 1 October 2011, you must complete the appropriate form AR01
- ☐ The company name and number match the information held on the public Register
- ☐ You have completed your principal business activity
- ☐ You have not used this form to make changes to the registered office address
- ☐ You have not used this form to make changes to secretary and director details
- ☐ You have fully completed the Statement of capital (if applicable)
- ☐ You have signed the form
- ☐ You have enclosed the correct fee

**Important information**

Please note that all information on this form will appear on the public record

**How to pay**

**A fee of £40 is payable to Companies House in respect of an Annual Return**

Make cheques or postal orders payable to 'Companies House'

**Where to send**

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

**For companies registered in England and Wales.**

The Registrar of Companies, Companies House,  
Crown Way, Cardiff, Wales, CF14 3UZ  
DX 33050 Cardiff

**For companies registered in Scotland**

The Registrar of Companies, Companies House,  
Fourth floor, Edinburgh Quay 2,  
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF  
DX ED235 Edinburgh 1  
or LP - 4 Edinburgh 2 (Legal Post)

**For companies registered in Northern Ireland**

The Registrar of Companies, Companies House,  
Second Floor, The Linenhall, 32-38 Linenhall Street,  
Belfast, Northern Ireland, BT2 8BG  
DX 481 N R Belfast 1

**Further information**

For further information, please see the guidance notes on the website at [www.companieshouse.gov.uk](http://www.companieshouse.gov.uk) or email [enquiries@companieshouse.gov.uk](mailto:enquiries@companieshouse.gov.uk)

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**BALEFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2013**

| Name of undertaking   | Country of registration or incorporation | Class of capital                                      | Proportion held by Balfour Beatty plc and its nominees (%) | Proportion held by subsidiary undertakings and their nominees (%) | Holder   |
|---|--|---|--|---|--|
| Aberdeen Construction Group Ltd                             | Scotland                                 | Ordinary  | -  | 100   | Marsell plc  |
| ACN 006 475 056 Pty Ltd (in liquidation)                    | Australia                                | Ordinary  | -  | 100   | Parsons Brinckerhoff Australia Pty Ltd   |
| Alltech Inc   | USA                                      | Common  | -  | 100   | Parsons Brinckerhoff Group Inc   |
| Armpledge Ltd   | England                                  | Ordinary  | -  | 100   | Balfour Beatty Investment Holdings Ltd   |
| Asa Trade Development Company Ltd                           | Thailand                                 | Ordinary  | -  | 100   | Balfour Beatty Holdings (Thailand) Company Ltd   |
| Associated Engineers Inc                                    | USA                                      | Common  | -  | 100   | Parsons Brinckerhoff Inc   |
| Avalar Ltd  | England                                  | Ordinary  | -  | 100   | Balfour Beatty Property Investments Ltd  |
| Avid Engineering Inc  | USA                                      | Common  | -  | 100   | Parsons Brinckerhoff Inc   |
| Balfour Beatty & Parsons Brinckerhoff Australia Finance Ltd | England                                  | Ordinary  | -  | 100   | Balfour Beatty Investment Holdings Ltd   |
| Balfour Beatty & Parsons Brinckerhoff Australia LP          | Australia                                | General partner<br>Limited partner<br>Limited partner | -<br>-<br>-  | 100<br>90<br>10   | Balfour Beatty Overseas Investments Ltd<br>Balfour Beatty Overseas Investments Ltd<br>Parsons Brinckerhoff Ltd |
| Balfour Beatty Australia Pty Ltd                            | Australia                                | Ordinary  | -  | 100   | Balfour Beatty Holdings Australia Pty Ltd  |
| Balfour Beatty Bahamas Ltd (in liquidation)                 | Bahamas                                  | Ordinary  | -  | 100   | Balfour Beatty LLC   |
| Balfour Beatty Building Ltd                                 | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty Campus Solutions LLC                         | USA                                      | Common  | -  | 100   | Balfour Beatty Investments Inc   |
| Balfour Beatty Capital GmbH                                 | Germany                                  | Ordinary  | -  | 100   | BICC Holdings GmbH   |
| Balfour Beatty Capital Investments LLC                      | USA                                      | Common  | -  | 100   | Balfour Beatty Investments Inc   |
| Balfour Beatty CE Ltd                                       | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty Chile SA                                     | Chile                                    | Ordinary  | -  | 100   | Balfour Beatty Investment Holdings Ltd   |
| Balfour Beatty Civil & Construction Plant Services Ltd      | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty Civil Engineering Ltd                        | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty Communities LLC                              | USA                                      | Common  | -  | 100   | Balfour Beatty Investments Inc   |
| Balfour Beatty Communities TRS Inc                          | USA                                      | Common  | -  | 100   | Balfour Beatty Communities LLC   |
| Balfour Beatty Const Ltd                                    | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty Construction (Thailand) Company Ltd          | Thailand                                 | Ordinary  | -  | 100   | Balfour Beatty Holdings (Thailand) Company Ltd   |
| Balfour Beatty Construction Advisors LLC                    | USA                                      | Common  | -  | 100   | Balfour Beatty Construction LLC  |
| Balfour Beatty Construction Company Inc                     | USA                                      | Common  | -  | 100   | Balfour Beatty Construction Group Inc  |
| Balfour Beatty Construction Group Inc                       | USA                                      | Common  | -  | 100   | Balfour Beatty LLC   |
| Balfour Beatty Construction International Ltd               | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty Construction LLC                             | USA                                      | Common  | -  | 100   | Balfour Beatty Construction Group Inc  |
| Balfour Beatty Construction Ltd                             | Scotland                                 | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty Construction Northern Ltd                    | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty Construction Scottish & Southern Ltd         | Scotland                                 | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Balfour Beatty do Brazil Ferrovias Ltda                     | Brazil                                   | Ordinary  | -  | 100   | Balfour Beatty Netherlands BV  |

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2013

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|--|--|------------------|--|---|--|
| Balfour Beatty Education Ltd                         | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd      |
| Balfour Beatty Employees' Trustees Ltd               | Jersey                                   | Ordinary         | 100  | -   |  |
| Balfour Beatty Energy Solutions LLC                  | USA                                      | Common           | -  | 100   | Balfour Beatty Investments Inc                     |
| Balfour Beatty Engineering Services (CL) Ltd         | Scotland                                 | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                           |
| Balfour Beatty Engineering Services (HY) Ltd         | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                           |
| Balfour Beatty Engineering Services (LEL) Ltd        | Scotland                                 | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                           |
| Balfour Beatty Engineering Services Ceylon (Pte) Ltd | Sri Lanka                                | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd             |
| Balfour Beatty Engineering Services Ltd              | Scotland                                 | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                           |
| Balfour Beatty Engineering Solutions Ltd             | England                                  | Ordinary         | -  | 100   | Birse Construction Ltd                             |
| Balfour Beatty Equipment LLC                         | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC                    |
| Balfour Beatty Finance LLC                           | USA                                      | Common           | -  | 100   | Balfour Beatty LLC                                 |
| Balfour Beatty Fire and Rescue NW Holdings Ltd       | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd      |
| Balfour Beatty Fire and Rescue NW Intermediate Ltd   | England                                  | Ordinary         | -  | 100   | Balfour Beatty Fire and Rescue NW Holdings Ltd     |
| Balfour Beatty Fire and Rescue NW Ltd                | England                                  | Ordinary         | -  | 100   | Balfour Beatty Fire and Rescue NW Holdings Ltd     |
| Balfour Beatty General Partner LLC                   | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC                    |
| Balfour Beatty GmbH                                  | Austria                                  | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd             |
| Balfour Beatty Group Canada Inc                      | Canada                                   | Ordinary         | -  | 100   | Balfour Beatty Netherlands BV                      |
| Balfour Beatty Ground Engineering Ltd                | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                           |
| Balfour Beatty Group Employment Ltd                  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd             |
| Balfour Beatty Group Inc                             | USA                                      | Preference       | -  | 100   | Balfour Beatty Investment Holdings Ltd             |
|  |  | Common           | -  | 67.9  | Balfour Beatty Overseas Investments Ltd            |
|  |  | Common           | -  | 18.8  | Balfour Beatty Overseas Investments Ltd            |
|  |  | Common           | -  | 6.8   | Parsons Brinckerhoff UK (Europe Africa) Ltd        |
|  |  | Common           | -  | 4.0   | Parsons Brinckerhoff UK (Hong Kong) Ltd            |
|  |  | Common           | -  | 2.5   | Parsons Brinckerhoff UK (Singapore) Ltd            |
| Balfour Beatty Group Ltd                             | England                                  | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd             |
| Balfour Beatty Holdings (Mauritius) Ltd              | Mauritius                                | Ordinary         | -  | 100   | Balfour Beatty Netherlands BV                      |
| Balfour Beatty Holdings (Thailand) Company Ltd       | Thailand                                 | Ordinary         | -  | 51  | Balfour Beatty Netherlands BV                      |
|  |  | Ordinary         | -  | 49  | Linwood Company Ltd                                |
| Balfour Beatty Holdings Australia Pty Ltd            | Australia                                | Ordinary         | -  | 100   | Balfour Beatty Overseas Ltd                        |
| Balfour Beatty Homes (South Western) Ltd             | England                                  | Ordinary         | -  | 100   | Balfour Beatty & Parsons Brinckerhoff Australia LP |
| Balfour Beatty Homes Ltd                             | England                                  | Ordinary         | -  | 100   | Clarke Securities Ltd                              |
| Balfour Beatty Hong Kong Ltd                         | Hong Kong                                | Ordinary         | -  | 100   | Manning Homes Ltd                                  |
| Balfour Beatty India Pvt Ltd                         | India                                    | Ordinary         | -  | 100   | Balfour Beatty Netherlands BV                      |
| Balfour Beatty Infrastructure Inc                    | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Pte Ltd                       |
|  |  |                  | -  | 100   | Balfour Beatty LLC                                 |

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| Balfour Beatty Infrastructure India (Pvt) Ltd                              | India                                    | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Balfour Beatty Infrastructure Investments (Asia) Pte Ltd                   | Singapore                                | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |
| Balfour Beatty Infrastructure Investments Ltd                              | England                                  | Ordinary         | 100  | -   |   |
| Balfour Beatty Infrastructure Partners GP Ltd                              | Guernsey                                 | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Partners LLP    |
| Balfour Beatty Infrastructure Partners LLC                                 | USA                                      | Common           | -  | 100   | Balfour Beatty Infrastructure Partners LLP    |
| Balfour Beatty Infrastructure Partners LLP                                 | England                                  | Corporate member | -  | 100   | Balfour Beatty Infrastructure Partners GP Ltd |
| Balfour Beatty Infrastructure Partners LP                                  | England                                  | General partner  | -  | 100   | Balfour Beatty Infrastructure Partners GP Ltd |
| Balfour Beatty Infrastructure Partners Member Ltd                          | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Partners GP Ltd |
| Balfour Beatty Infrastructure Projects Investments Ltd                     | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |
| Balfour Beatty Infrastructure Services Ltd                                 | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Balfour Beatty International Ltd   | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Balfour Beatty Investment Holdings Ltd                                     | England                                  | Ordinary         | 100  | -   |   |
| Balfour Beatty Investments Inc (formerly Balfour Beatty Capital Group Inc) | USA                                      | Common           | -  | 100   | Balfour Beatty LLC                            |
| Balfour Beatty Investments Ltd (formerly Balfour Beatty Capital Ltd)       | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Balfour Beatty Ireland Ltd   | Ireland                                  | Ordinary         | -  | 100   | Balfour Beatty Netherlands BV                 |
| Balfour Beatty Limited Partner LLC   | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC               |
| Balfour Beatty Living Places (formerly Balfour Beatty Power Networks)      | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Balfour Beatty LLC   | USA                                      | Common           | -  | 100   | Balfour Beatty Group Inc                      |
| Balfour Beatty Management Inc  | USA                                      | Common           | -  | 100   | Balfour Beatty LLC                            |
| Balfour Beatty Management Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Balfour Beatty Military Housing Construction LLC                           | USA                                      | Common           | -  | 100   | Balfour Beatty Military Housing LLC           |
| Balfour Beatty Military Housing Development LLC                            | USA                                      | Common           | -  | 100   | Balfour Beatty Military Housing LLC           |
| Balfour Beatty Military Housing Investments LLC                            | USA                                      | Common           | -  | 100   | Balfour Beatty Communities LLC                |
| Balfour Beatty Military Housing LLC  | USA                                      | Common           | -  | 100   | Balfour Beatty Communities TRS Inc            |
| Balfour Beatty Military Housing Management LLC                             | USA                                      | Common           | -  | 100   | Balfour Beatty Military Housing LLC           |
| Balfour Beatty Netherlands BV  | Netherlands                              | Ordinary         | -  | 100   | Guinea Investments Ltd                        |
| Balfour Beatty New Zealand Ltd   | New Zealand                              | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd        |
| Balfour Beatty Nominees Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Balfour Beatty NV  | Netherlands                              | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Balfour Beatty OFTO Holdings Ltd   | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |

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| Balfour Beatty Overseas Investments Ltd (formerly BICC Overseas Investments Ltd) | England                                  | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd           |
| Balfour Beatty Overseas Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Persson Trust Ltd   | England                                  | Ordinary         | 100  | -   |  |
| Balfour Beatty Power Networks (Distribution Services) Ltd                        | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Projects & Engineering Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Projects Sdn Bhd  | Malaysia                                 | Ordinary         | -  | 100   | Balfour Beatty Rail Design International Sdn Bhd |
| Balfour Beatty Property Investments Ltd  | England                                  | Ordinary         | 100  | -   |  |
| Balfour Beatty Property Ltd  | England                                  | Ordinary         | 100  | -   |  |
| Balfour Beatty Rail (Mexico) SA de CV  | Mexico                                   | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd           |
| Balfour Beatty Rail AB   | Sweden                                   | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd           |
| Balfour Beatty Rail Argentina SA   | Argentina                                | Ordinary         | -  | 90  | Balfour Beatty Netherlands BV                    |
|  |  | Ordinary         | -  | 10  | Balfour Beatty Investment Holdings Ltd           |
| Balfour Beatty Rail AS   | Norway                                   | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd           |
| Balfour Beatty Rail Corporate Services Ltd                                       | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Denmark AS   | Denmark                                  | Ordinary         | -  | 100   | Balfour Beatty Rail AB                           |
| Balfour Beatty Rail Design International Sdn Bhd                                 | Malaysia                                 | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd           |
| Balfour Beatty Rail Gae  | Italy                                    | Ordinary         | -  | 50  | Balfour Beatty Rail SpA                          |
|  |  | Ordinary         | -  | 50  | Balfour Beatty Rail GmbH                         |
|  |  | Ordinary         | -  | 100   | BICC Holdings GmbH                               |
| Balfour Beatty Rail GmbH   | Germany                                  | Ordinary         | -  | 100   | Balfour Beatty LLC                               |
| Balfour Beatty Rail Inc  | USA                                      | Common           | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Infrastructure Services Ltd                                  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Investments Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Projects Ltd   | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Residuary Ltd  | Scotland                                 | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Schweiz GmbH   | Switzerland                              | Ordinary         | -  | 100   | Balfour Beatty Rail GmbH                         |
| Balfour Beatty Rail Signal GmbH  | Germany                                  | Ordinary         | -  | 100   | BICC Holdings GmbH                               |
| Balfour Beatty Rail SpA  | Italy                                    | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd           |
| Balfour Beatty Rail Srl  | Romania                                  | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd           |
| Balfour Beatty Rail Technologies Ltd   | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Track Systems Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Rail Refurbishment Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty Regional Civil Engineering Ltd                                    | Scotland                                 | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                         |
| Balfour Beatty South East LLC  | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC                  |

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|---|--|------------------|--|---|--|
| Balfour Beatty Tha Ltd                              | Thailand                                 | Ordinary         | -  | 100   | Balfour Beatty Overseas Ltd                              |
| Balfour Beatty Transmission Investments Pte Ltd     | Singapore                                | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments (Asia) Pte Ltd |
| Balfour Beatty Transmission Sdn Bhd                 | Malaysia                                 | Ordinary         | -  | 100   | Balfour Beatty Overseas Ltd                              |
| Balfour Beatty Utility Solutions Ltd                | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                                 |
| Balfour Beatty WorkPlace Ltd                        | England                                  | Ordinary         | -  | 100   | Haden Building Services Ltd                              |
| Balfour Beatty WorkSmart Ltd                        | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                                 |
| Balfour Beatty-Golden Construction Company          | USA                                      | Common           | -  | 100   | Balfour Beatty Construction Group Inc                    |
| Balfour Beatty-HKS II LLC                           | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC                          |
| Balfour Beatty-HKS LLC                              | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC                          |
| Balfour Beatty-Landis LLC No 1                      | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC                          |
| Balfour Beatty-Lee Papa LLC                         | USA                                      | Common           | -  | 80  | Balfour Beatty Construction LLC                          |
| Balfour Beatty-Moseley LLC                          | USA                                      | Common           | -  | 90  | Balfour Beatty Construction LLC                          |
| Balfour Beatty-Smithgroup LLC                       | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC                          |
| Balfour Beatty-Worthingroup LLC                     | USA                                      | Common           | -  | 100   | Balfour Beatty Construction LLC                          |
| Balfour Kilpatrick Ltd                              | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                                 |
| Balfour Kilpatrick Northern Ireland Ltd             | Northern Ireland                         | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                                 |
| Balvac Ltd  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                                 |
| BB Indonesia Ltd                                    | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                                 |
| BBC AF Housing Construction LLC                     | USA                                      | Common           | -  | 100   | Balfour Beatty Communities LLC                           |
| BBC Independent Member I Inc                        | USA                                      | Common           | -  | 100   | Balfour Beatty Military/Housing Investments LLC          |
| BBC Independent Member II Inc                       | USA                                      | Common           | -  | 100   | Balfour Beatty Military/Housing Investments LLC          |
| BBCS Development LLC                                | USA                                      | Common           | -  | 100   | Balfour Beatty Campus Solutions LLC                      |
| BBCS Management LLC                                 | USA                                      | Common           | -  | 100   | Balfour Beatty Campus Solutions LLC                      |
| BBR Electrification Equipment Trading (Beijing) Ltd | China                                    | Ordinary         | -  | 100   | Balfour Beatty Rai GmbH                                  |
| Bical Construction Ltd                              | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                                 |
| BICC Benelux SA (in liquidation)                    | Belgium                                  | Ordinary         | -  | 100   | Balfour Beatty Overseas Investments Ltd                  |
| BICC Cables Corporation                             | USA                                      | Common           | -  | 100   | Balfour Beatty LLC                                       |
| BICC Finance BV                                     | Netherlands                              | Ordinary         | -  | 100   | Guinea Investments Ltd                                   |
| BICC Holdings GmbH                                  | Germany                                  | Ordinary         | -  | 100   | Balfour Beatty Overseas Investments Ltd                  |
| Bignell & Associates Ltd                            | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                                 |
| Birse Civilis Ltd                                   | England                                  | Ordinary         | -  | 100   | Birse Construction Ltd                                   |
| Birse Construction Ltd                              | England                                  | Ordinary         | -  | 100   | Birse Group Ltd  |
| Birse Developments Ltd (in liquidation)             | England                                  | Ordinary         | -  | 100   | Birse Construction Ltd                                   |
| Birse Group Ltd (formerly Birse Group plc)          | England                                  | Ordinary         | 100  | -   |  |

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| Birse Group Services Ltd                        | England                                  | Ordinary         | -  | 100   | Birse Group Ltd                               |
| Birse Integrated Solutions Ltd                  | England                                  | Ordinary         | -  | 100   | Birse Construction Ltd                        |
| Birse Metro Ltd                                 | England                                  | Ordinary         | -  | 100   | Birse Construction Ltd                        |
| Birse Properties Ltd                            | England                                  | Ordinary         | -  | 100   | Birse Group Ltd                               |
| Birse Real Ltd                                  | England                                  | Ordinary         | -  | 100   | Birse Construction Ltd                        |
| Birse Stadia Ltd                                | England                                  | Ordinary         | -  | 100   | Mansell Build Ltd                             |
| Blackpool Airport Ltd                           | England                                  | Ordinary         | -  | 100   | Regional & City Airports (Blackpool) Ltd      |
| Blackpool Airport Properties Ltd                | England                                  | Ordinary         | -  | 100   | Regional & City Airports (Blackpool) Ltd      |
| Bnorns Ltd                                      | England                                  | Ordinary         | 100  | -   |   |
| BPH Equipment Ltd                               | England                                  | Ordinary         | -  | 100   | Birse Group Ltd                               |
| Branlow Ltd                                     | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Bruton Investments Ltd                          | England                                  | Ordinary         | 100  | -   |   |
| Burnbank House Ltd                              | England                                  | Ordinary         | -  | 75  | Mansell Construction Services Ltd             |
| Chris Britton Consultancy Ltd                   | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| CKC Facilities Group LC                         | USA                                      | Common           | -  | 60  | Balfour Beatty Construction LLC               |
| Clarke Securities Ltd                           | England                                  | Ordinary         | 100  | -   |   |
| College, Trundle & Hall Ltd                     | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Columbia Plaza Investments LLC                  | USA                                      | Common           | -  | 100   | Howard S Wright Enterprises LP                |
| Communications Sales & Service LLC              | USA                                      | Common           | -  | 100   | Howard S Wright Enterprises LP                |
| Connect CNDR Holdings Ltd                       | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |
| Connect CNDR Intermediate Ltd                   | England                                  | Ordinary         | -  | 100   | Connect CNDR Holdings Ltd                     |
| Connect CNDR Ltd                                | England                                  | Ordinary         | -  | 100   | Connect CNDR Holdings Ltd                     |
| Connect Roads Cambridgeshire Holdings Ltd       | England                                  | Ordinary         | -  | 100   | Connect Roads Infrastructure Investments Ltd  |
| Connect Roads Cambridgeshire Intermediate Ltd   | England                                  | Ordinary         | -  | 100   | Connect Roads Cambridgeshire Holdings Ltd     |
| Connect Roads Cambridgeshire Ltd                | England                                  | Ordinary         | -  | 100   | Connect Roads Infrastructure Investments Ltd  |
| Connect Roads Coventry Holdings Ltd             | England                                  | Ordinary         | -  | 100   | Connect Roads Coventry Holdings Ltd           |
| Connect Roads Coventry Intermediate Ltd         | England                                  | Ordinary         | -  | 100   | Connect Roads Coventry Holdings Ltd           |
| Connect Roads Coventry Ltd                      | England                                  | Ordinary         | -  | 100   | Connect Roads Coventry Holdings Ltd           |
| Connect Roads Derby Holdings Ltd                | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |
| Connect Roads Derby Ltd                         | England                                  | Ordinary         | -  | 100   | Connect Roads Derby Holdings Ltd              |
| Connect Roads Infrastructure Investments Ltd    | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |
| Connect Roads Northamptonshire Holdings Ltd     | England                                  | Ordinary         | -  | 100   | Connect Roads Infrastructure Investments Ltd  |
| Connect Roads Northamptonshire Intermediate Ltd | England                                  | Ordinary         | -  | 100   | Connect Roads Northamptonshire Holdings Ltd   |
| Connect Roads Northamptonshire Ltd              | England                                  | Ordinary         | -  | 100   | Connect Roads Northamptonshire Holdings Ltd   |
| Connect Roads South Tyreside Holdings Ltd       | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |

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| Name of undertaking                               | Country of registration or incorporation | Class of capital | Proportion held by Balfour Beatty plc and its nominees (%) | Proportion held by subsidiary undertakings and their nominees (%) | Holder  |
|---|--|------------------|--|---|---|
| Connect Roads South Tyneside Ltd                  | England                                  | Ordinary         | -  | 100   | Connect Roads South Tyneside Holdings Ltd     |
| Connect Roads Sunderland Holdings Ltd             | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |
| Connect Roads Sunderland Ltd                      | England                                  | Ordinary         | -  | 100   | Connect Roads Sunderland Holdings Ltd         |
| Consort Healthcare Infrastructure Investments Ltd | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |
| Construcciones Balfour Beatty de Venezuela CA     | Venezuela                                | Ordinary         | -  | 100   | Balfour Beatty Overseas Ltd                   |
| Covion Holdings Ltd                               | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Covion Ltd  | England                                  | Ordinary         | -  | 100   | Covion Holdings Ltd                           |
| Cowlin Construction Ltd                           | England                                  | Ordinary         | -  | 100   | Cowlin Management Ltd                         |
| Cowlin Group Ltd                                  | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Cowlin Management Ltd                             | England                                  | Ordinary         | -  | 100   | Cowlin Group Ltd                              |
| Dean & Dyball Civil Engineering Ltd               | England                                  | Ordinary         | -  | 100   | Dean & Dyball Investments Ltd                 |
| Dean & Dyball Developments Ltd                    | England                                  | Ordinary         | -  | 100   | Balfour Beatty Property Investments Ltd       |
| Dean & Dyball Investments Ltd                     | England                                  | Ordinary         | -  | 100   | Dean & Dyball Ltd                             |
| Dean & Dyball Ltd                                 | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Dean & Dyball Rail Ltd                            | England                                  | Ordinary         | -  | 100   | Dean & Dyball Civil Engineering Ltd           |
| Dean & Dyball Workforce Ltd (in liquidation)      | England                                  | Ordinary         | -  | 100   | Dean & Dyball Investments Ltd                 |
| Delphian Insurance Company Ltd                    | Ile of Man                               | Ordinary         | 100  | -   |   |
| Devonshire House Netherlands Ltd                  | Scotland                                 | Ordinary         | -  | 100   | BICC Finance BV                               |
| Eastern Infrastructure Maintenance Company Ltd    | England                                  | Ordinary         | -  | 100   | EIMCO Ltd                                     |
| Edgar Allen Engineering Ltd (in liquidation)      | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| EIMCO Ltd   | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Engineering & Power Development (Nigeria) Ltd     | Nigeria                                  | Ordinary         | -  | 60  | Balfour Beatty Overseas Ltd                   |
| Envirocorp Inc                                    | USA                                      | Common           | -  | 100   | Subsurface Group Inc                          |
| Fielden & Ashworth Ltd                            | England                                  | Ordinary         | -  | 100   | Mayfar Place Investments Ltd                  |
| Footprint Furniture Ltd                           | England                                  | Ordinary         | -  | 100   | Office Projects Group Ltd                     |
| Fru-Con Construction LLC                          | USA                                      | Common           | -  | 100   | Balfour Beatty Infrastructure Inc             |
| GHQ Company Inc                                   | USA                                      | Common           | -  | 60  | Balfour Beatty Construction LLC               |
|   |  | Common           | -  | 20  | Balfour Beatty Construction Company Inc       |
|   |  | Common           | -  | 20  | Balfour Beatty-Golden Construction Company    |
| GN Haden & Sons Ltd                               | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Greater Gabbard OFTO Holdings Ltd                 | England                                  | Ordinary         | -  | 100   | Balfour Beatty OFTO Holdings Ltd              |
| Greater Gabbard OFTO Intermediate Ltd             | England                                  | Ordinary         | -  | 100   | Greater Gabbard OFTO Holdings Ltd             |
| Greater Gabbard OFTO Ltd                          | England                                  | Ordinary         | -  | 100   | Greater Gabbard OFTO Holdings Ltd             |
| Guinea Investments Ltd                            | England                                  | Ordinary         | -  | 100   | Balfour Beatty Investment Holdings Ltd        |
| Haden Building Services Ltd                       | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |



**BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2013**

| Name of undertaking   | Country of registration or incorporation | Class of capital                                | Proportion held by Balfour Beatty plc and its nominees (%) | Proportion held by subsidiary undertakings and their nominees (%) | Holder   |
|---|--|---|--|---|--|
| Haden Young Ltd (formerly Power Transmission Ltd)                   | England                                  | Ordinary  | 100  | -   |  |
| Hall & Tawse Group Ltd  | England                                  | Ordinary  | -  | 100   | Aberdeen Construction Group Ltd  |
| Hall & Tawse Ltd  | Scotland                                 | Ordinary  | -  | 100   | Mansel Construction Services Ltd   |
| Hall & Tawse Western Ltd  | England                                  | Ordinary  | -  | 100   | Mansel Construction Services Ltd   |
| Heery Architects & Engineers Inc                                    | USA                                      | Common  | -  | 100   | Heery International Inc  |
| Heery Engineering Inc   | USA                                      | Common  | -  | 100   | Heery International Inc  |
| Heery Holdings Ltd  | England                                  | Ordinary  | 100  | -   |  |
| Heery International Inc   | USA                                      | Common  | -  | 100   | Balfour Beatty LLC   |
| Heery International Ltd   | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| Heery Program Management Inc  | USA                                      | Common  | -  | 100   | Heery International Inc  |
| Holyrood Student Accommodation Holdings Ltd                         | Scotland                                 | Ordinary  | -  | 100   | Balfour Beatty Infrastructure Projects Investments Ltd   |
| Holyrood Student Accommodation Intermediate Ltd                     | Scotland                                 | Ordinary  | -  | 100   | Holyrood Student Accommodation Holdings Ltd  |
| Holyrood Student Accommodation plc                                  | Scotland                                 | Ordinary  | -  | 100   | Holyrood Student Accommodation Holdings Ltd  |
| Holyrood Student Accommodation SPV Ltd                              | Scotland                                 | Ordinary  | -  | 100   | Holyrood Student Accommodation Holdings Ltd  |
| Howard S. Wright Construction Co                                    | USA                                      | Common  | -  | 100   | HSW Inc  |
| Howard S. Wright Constructors LP                                    | USA                                      | General Partner Limited Partner Limited Partner | -  | 100<br>45<br>45   | HSW Management Co<br>Balfour Beatty Limited Partner LP<br>Howard S. Wright Enterprises LP                      |
| Howard S. Wright Enterprises LP                                     | USA                                      | General Partner Limited Partner Limited Partner | -  | 100<br>90<br>10   | Balfour Beatty General Partner LLC<br>Balfour Beatty General Partner LLC<br>Balfour Beatty Limited Partner LLC |
| HSW Builders LLC  | USA                                      | Common  | -  | 100   | Howard S. Wright Enterprises LP  |
| HSW Inc   | USA                                      | Common  | -  | 100   | Balfour Beatty Construction LLC  |
| HSW Management Co   | USA                                      | Common  | -  | 100   | Balfour Beatty Construction LLC  |
| HSW Rock Springs LLC  | USA                                      | Common  | -  | 100   | Howard S. Wright Enterprises LP  |
| IVV Ingenieurgesellschaft für Verkaufsplanung und Vertriebsberatung | Germany                                  | Ordinary  | -  | 100   | BICC Holdings GmbH   |
| Jannan Construction Sdn Bhd   | Malaysia                                 | Ordinary  | -  | 100   | Balfour Beatty Overseas Ltd  |
| JCM Group   | USA                                      | Common  | -  | 100   | Heery International Inc  |
| John Kennedy (Civil Engineering) Ltd                                | England                                  | Ordinary  | -  | 100   | John Kennedy (Holdings) Ltd  |
| John Kennedy (Holdings) Ltd   | England                                  | Ordinary  | -  | 100   | Balfour Beatty Group Ltd   |
| JumboTec GmbH   | Germany                                  | Ordinary  | -  | 100   | Balfour Beatty Holdings GmbH   |
| JumboTec Nordic AB  | Sweden                                   | Ordinary  | -  | 100   | JumboTec GmbH  |
| Kennedy & Donkin (Asa) Ltd  | England                                  | Ordinary  | -  | 100   | Parsons Brinckerhoff International Inc   |
| Kennedy & Donkin Generation & Industrial Ltd                        | England                                  | Ordinary  | -  | 100   | PB Ltd   |

**BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2013**

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|---|--|------------------|--|---|---------------------------------------|
| Kennedy & Donkin Ltd                              | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Ltd              |
| Kennedy & Donkin Power Ltd                        | England                                  | Ordinary         | -  | 100   | PB Ltd                                |
| Kennedy & Donkin Transportation Ltd               | England                                  | Ordinary         | -  | 100   | PB Ltd                                |
| Kenton Utilities & Developments (Ireland) Ltd     | Ireland                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| Kenton Utility Services Management Ltd            | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| Keystone Environmental & Planning Inc             | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Inc              |
| Kirby Maclean Ltd                                 | England                                  | Ordinary         | -  | 100   | Mansell Construction Services Ltd     |
| Laser Rail Ltd                                    | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| Linwood Company Ltd                               | Thailand                                 | Ordinary         | -  | 100   | Balfour Beatty Overseas Ltd           |
| Lounsdale Electric Ltd                            | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| Maring Homes Ltd                                  | England                                  | Ordinary         | -  | 100   | Clarke Securities Ltd                 |
| Mansell Build Ltd                                 | England                                  | Ordinary         | -  | 100   | Birse Construction Ltd                |
| Mansell Construction Services Ltd                 | England                                  | Ordinary         | -  | 100   | Mansell plc                           |
| Mansell Energy Ltd (formerly Mansell Group Ltd)   | England                                  | Ordinary         | -  | 100   | Mansell plc                           |
| Mansell Maintenance Ltd                           | England                                  | Ordinary         | -  | 85  | Sunny Mount Ltd                       |
|   |  | Ordinary         | -  | 15  | Mansell plc                           |
| Mansell Maintenance Services Ltd (in liquidation) | England                                  | Ordinary         | -  | 100   | Mansell plc                           |
| Mansell North East Ltd                            | England                                  | Ordinary         | -  | 100   | Hall & Tawse Ltd                      |
| Mansell plc                                       | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| Mansell Property Investments Ltd                  | England                                  | Ordinary         | -  | 100   | Mansell plc                           |
| Mayfar Place Investments Ltd                      | England                                  | Ordinary         | -  | 100   | Barton Investments Ltd                |
| MDP (Engineering) Ltd                             | Scotland                                 | Ordinary         | -  | 100   | Romec Services Ltd                    |
| Mez and McAllan Ltd                               | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Ltd              |
| Mez and McAllan (Zimbabwe) (Pte) Ltd              | Zimbabwe                                 | Ordinary         | -  | 100   | Parsons Brinckerhoff Ltd              |
| Mez and McAllan Consulting Engineers Ltd          | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Ltd              |
| Mez Properties Pte Ltd                            | Zimbabwe                                 | Ordinary         | -  | 100   | Mez and McAllan (Zimbabwe) (Pte) Ltd  |
| Multibuild (Construction & Interiors) Ltd         | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| Multibuild Hotels and Leisure Ltd                 | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| Multibuild Interiors Ltd                          | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| National Casualty and Assurance Inc               | USA                                      | Common           | -  | 100   | Balfour Beatty Construction Group Inc |
| National Engineering & Contracting Company        | USA                                      | Common           | -  | 100   | Balfour Beatty LLC                    |
| Network Plant (Midlands) Ltd                      | England                                  | Ordinary         | -  | 100   | Network Plant Ltd                     |
| Network Plant Ltd                                 | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |
| New Start Ventures Ltd                            | England                                  | Ordinary         | -  | 100   | Balfour Beatty WorkPlace Ltd          |
| Office Projects Group Ltd                         | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd              |

**BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2013**

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|--|--|-----------------------|--|----------|---|--|--------|
|  |  |                       | (%)  | nominees | nominees (%)  |  |        |
| Office Projects (Interiors) Ltd  | England                                  | Ordinary              | -  | 100      | Balfour Beatty Group Ltd  |  |        |
| Office Projects Midlands Ltd   | England                                  | Ordinary              | -  | 100      | Office Projects Group Ltd   |  |        |
| Office Projects Ltd  | England                                  | Ordinary              | -  | 100      | Office Projects Group Ltd   |  |        |
| Our Parklife Ltd (formerly Balfour Beatty Asset & Facilities Management Ltd)           | England                                  | Ordinary              | -  | 100      | Haden Building Services Ltd                                       |  |        |
| Painter Brothers Ltd   | England                                  | Ordinary              | -  | 100      | Balfour Beatty Group Ltd  |  |        |
| Parsons Brinckerhoff (Asia) Ltd  | Hong Kong                                | Ordinary              | -  | 100      | Balfour Beatty Overseas Investments Ltd                           |  |        |
| Parsons Brinckerhoff (Tianjin) Ltd   | China                                    | Ordinary              | -  | 100      | Parsons Brinckerhoff (Asia) Ltd                                   |  |        |
| Parsons Brinckerhoff Advisory Services Inc (formerly PB Consult Inc)                   | USA                                      | Common                | -  | 100      | Parsons Brinckerhoff Group Inc                                    |  |        |
| Parsons Brinckerhoff Africa (Pty) Ltd  | South Africa                             | Ordinary              | -  | 75       | Parsons Brinckerhoff Ltd  |  |        |
| Parsons Brinckerhoff AG  | Switzerland                              | Ordinary              | -  | 100      | Parsons Brinckerhoff International Inc                            |  |        |
| Parsons Brinckerhoff Asia Pacific Ltd  | Hong Kong                                | Ordinary              | -  | 100      | Parsons Brinckerhoff (Asia) Ltd                                   |  |        |
| Parsons Brinckerhoff Associates Ltd  | New Zealand                              | Ordinary              | -  | 100      | Parsons Brinckerhoff Australia Pty Ltd                            |  |        |
| Parsons Brinckerhoff Australia Pty Ltd   | Australia                                | Ordinary              | -  | 100      | PB Australia Pty Ltd  |  |        |
| Parsons Brinckerhoff Constructors Ltd  | England                                  | Ordinary              | -  | 100      | Parsons Brinckerhoff Holdings Ltd                                 |  |        |
| Parsons Brinckerhoff do Brazil Ltda  | Brazil                                   | Ordinary              | -  | 100      | Parsons Brinckerhoff International Inc                            |  |        |
| Parsons Brinckerhoff Engineering Management Company Ltd                                | Macau                                    | Ordinary              | -  | 60       | Parsons Brinckerhoff Asia Pacific Ltd                             |  |        |
| Parsons Brinckerhoff Engineering Technology (Beijing) Co Ltd                           | China                                    | Ordinary              | -  | 100      | Parsons Brinckerhoff (Asia) Ltd                                   |  |        |
| Parsons Brinckerhoff Group Administration Inc  | USA                                      | Common                | -  | 100      | Parsons Brinckerhoff Group Inc                                    |  |        |
| Parsons Brinckerhoff Group Holdings Ltd  | England                                  | Ordinary              | -  | 100      | Parsons Brinckerhoff Investments Ltd                              |  |        |
|  |  | Preference            | -  | 99       | Parsons Brinckerhoff Investments Ltd                              |  |        |
|  |  | Preference            | -  | 1        | Parsons Brinckerhoff Holdings Ltd                                 |  |        |
| Parsons Brinckerhoff Group Inc (formerly Parsons Brinckerhoff Inc)                     | USA                                      | Common                | -  | 100      | Balfour Beatty Group Inc  |  |        |
| Parsons Brinckerhoff Haisell Inc (formerly Haisell Associates Ltd and BICC Canada Inc) | Canada                                   | Common                | -  | 100      | Balfour Beatty Netherlands BV                                     |  |        |
|  |  | Redeemable Preference | -  | 100      | Balfour Beatty Netherlands BV                                     |  |        |
| Parsons Brinckerhoff Holdings Ltd  | England                                  | Ordinary              | -  | 100      | Parsons Brinckerhoff International Inc                            |  |        |
| Parsons Brinckerhoff Inc (formerly PB Americas Inc)                                    | USA                                      | Common                | -  | 100      | Parsons Brinckerhoff Group Inc                                    |  |        |
| Parsons Brinckerhoff India Pte Ltd   | India                                    | Ordinary              | -  | 100      | Parsons Brinckerhoff International Inc                            |  |        |
| Parsons Brinckerhoff Internacional SA (in liquidation)                                 | Argentina                                | Ordinary              | -  | 100      | Parsons Brinckerhoff International Inc                            |  |        |
| Parsons Brinckerhoff International Inc   | USA                                      | Common                | -  | 100      | Parsons Brinckerhoff Group Inc                                    |  |        |
| Parsons Brinckerhoff International Pte Ltd   | Singapore                                | Ordinary              | -  | 100      | Balfour Beatty Overseas Investments Ltd                           |  |        |
| Parsons Brinckerhoff Investments Ltd   | England                                  | Ordinary              | -  | 100      | Parsons Brinckerhoff Holdings Ltd                                 |  |        |
| Parsons Brinckerhoff Ltd   | England                                  | Ordinary              | -  | 100      | Parsons Brinckerhoff Holdings Ltd                                 |  |        |
| Parsons Brinckerhoff Ltda  | Mozambique                               | Ordinary              | -  | 100      | Balfour Beatty Overseas Investments Ltd                           |  |        |
| Parsons Brinckerhoff Michigan Inc  | USA                                      | Common                | -  | 100      | Balfour Beatty Holdings (Mauritius) Ltd                           |  |        |
|  |  |                       | -  | 100      | Parsons Brinckerhoff Inc  |  |        |

**BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2013**

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|--|--|------------------|--|---|--|
| Parsons Brinckerhoff Middle East Ltd   | Cyprus                                   | Ordinary         | -  | 100   | PBC International Inc                              |
| Parsons Brinckerhoff Muhendislik AS  | Turkey                                   | Ordinary         | -  | 100   | Balfour Beatty Netherlands BV                      |
| Parsons Brinckerhoff NZ Ltd  | New Zealand                              | Ordinary         | -  | 100   | PBC International Inc                              |
| Parsons Brinckerhoff Overseas Holdings Ltd   | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Group Holdings Ltd            |
| Parsons Brinckerhoff Philippines Inc   | Philippines                              | Ordinary         | -  | 98.3  | Parsons Brinckerhoff International Pte Ltd         |
| Parsons Brinckerhoff Pte Ltd   | Singapore                                | Ordinary         | -  | 100   | Parsons Brinckerhoff International Pte Ltd         |
| Parsons Brinckerhoff SA RL (in liquidation)  | Lebanon                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff International Inc             |
| Parsons Brinckerhoff Sp zoo  | Poland                                   | Ordinary         | -  | 100   | Parsons Brinckerhoff International Inc             |
| Parsons Brinckerhoff UK (Australia) Ltd  | England                                  | Ordinary         | -  | 100   | PBC International Inc                              |
| Parsons Brinckerhoff UK (Europe Africa) Ltd  | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Overseas Holdings Ltd         |
|  |  | Preference       | -  | 85  | Parsons Brinckerhoff Investments Ltd               |
|  |  | Preference       | -  | 15  | PBC International Inc                              |
| Parsons Brinckerhoff UK (Hong Kong) Ltd  | England                                  | Ordinary         | -  | 100   | PBC International Inc                              |
| Parsons Brinckerhoff UK (Singapore) Ltd  | England                                  | Ordinary         | -  | 100   | PBC International Inc                              |
| Parsons Brinckerhoff Urban Planning and Design (Shanghai) Co Ltd (formerly PB Constructors (Shanghai) Company Ltd) | China                                    | Ordinary         | -  | 100   | Parsons Brinckerhoff (Asia) Ltd                    |
| Parsons Brinckerhoff-FG Inc  | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Group Inc                     |
| PB Architect Company   | Korea                                    | Ordinary         | -  | 100   | PBC International Inc                              |
| PB Australia Pty Ltd   | Australia                                | Ordinary         | -  | 100   | Balfour Beatty & Parsons Brinckerhoff Australia LP |
| PB Booker Associates Inc   | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Inc                           |
| PB Constructors (Asia) Ltd   | Hong Kong                                | Ordinary         | -  | 100   | Parsons Brinckerhoff (Asia) Ltd                    |
| PB Constructors Inc  | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Group Inc                     |
| PB Energy Storage Services Inc   | USA                                      | Common           | -  | 70.1  | Alltech Inc  |
|  |  | Common           | -  | 29.9  | Parsons Brinckerhoff Inc                           |
| PB Facilities Inc  | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Group Inc                     |
| PB Foundation  | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Holdings Ltd                  |
| PB Ingenieros Consultores SA   | Spain                                    | Ordinary         | -  | 100   | Parsons Brinckerhoff International Inc             |
| PB Ingenieros de Mexico S de RL de CV  | Mexico                                   | Ordinary         | -  | 100   | Parsons Brinckerhoff International Inc             |
| PB Ltd   | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Overseas Holdings Ltd         |
|  |  | Preference       | -  | 85  | Parsons Brinckerhoff International Inc             |
|  |  | Preference       | -  | 15  | PBC International Inc                              |
| PB Malaysia Sdn Bhd  | Malaysia                                 | Ordinary         | -  | 100   | Parsons Brinckerhoff International Inc             |
| PB New Zealand Ltd   | New Zealand                              | Ordinary         | -  | 100   | Parsons Brinckerhoff UK (Australia) Ltd            |
| PB Panama SA   | Panama                                   | Ordinary         | -  | 100   | Parsons Brinckerhoff Inc                           |
| PB Power (NZ) Ltd  | New Zealand                              | Ordinary         | -  | 100   | Parsons Brinckerhoff NZ Ltd                        |

BALEFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2013

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|--|--|------------------|--|---|--|
| PB Power Inc   | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Group Inc                         |
| PB Power Ltd   | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Ltd                               |
| PB Power Ltd   | Nigeria                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Ltd                               |
| PB Services Inc  | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Group Inc                         |
| PB Transit & Rail Systems Inc                                    | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff Inc                               |
| PBC International Inc  | USA                                      | Common           | -  | 100   | Parsons Brinckerhoff International Inc                 |
| PB-Heery Americas Inc  | USA                                      | Common           | -  | 100   | Balfour Beatty Group Inc                               |
| Pennine Vibration Ltd (in liquidation)                           | England                                  | Ordinary         | -  | 100   | Balfour Beatty Ground Engineering Ltd                  |
| Pivotal Projects Inc   | Canada                                   | Common           | -  | 100   | Pivotal Projects Ltd                                   |
| Pivotal Projects Ltd   | Canada                                   | Common           | -  | 100   | Parsons Brinckerhoff Halsall Inc                       |
| Power Efficiency Holdings Ltd                                    | England                                  | Ordinary         | -  | 100   | Balfour Beatty WorkPlace Ltd                           |
| Power Efficiency Ltd   | England                                  | Ordinary         | -  | 100   | Power Efficiency Holdings Ltd                          |
| R Mansell (City) Ltd   | England                                  | Ordinary         | -  | 100   | Mansell plc  |
| R Mansell (Developments) Ltd                                     | England                                  | Ordinary         | -  | 100   | Mansell plc  |
| R Mansell (Homes) Ltd  | England                                  | Ordinary         | -  | 100   | Mansell plc  |
| R Mansell (Plant Hire) Ltd (in liquidation)                      | England                                  | Ordinary         | -  | 100   | Mansell plc  |
| R Mansell (Properties) Ltd (in liquidation)                      | England                                  | Ordinary         | -  | 100   | Mansell plc  |
| Raynesway Construction Ltd                                       | England                                  | Ordinary         | -  | 100   | Mansell plc  |
| Regional & City Airports (Blackpool) Holdings Ltd                | England                                  | Ordinary         | -  | 95  | Balfour Beatty Infrastructure Investments Ltd          |
| Regional & City Airports (Blackpool) Ltd                         | England                                  | Ordinary         | -  | 99  | Regional & City Airports (Blackpool) Holdings Ltd      |
| Regional & City Airports Management Ltd                          | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Projects Investments Ltd |
| Romec Services Ltd   | England                                  | Ordinary         | -  | 100   | Balfour Beatty WorkPlace Ltd                           |
| Rust Consulting Ltd (in liquidation)                             | England                                  | Ordinary         | -  | 100   | Parsons Brinckerhoff Overseas Holdings Ltd             |
| Schreck-Mieves BV  | Netherlands                              | Ordinary         | -  | 100   | Schreck-Mieves GmbH                                    |
| Schreck-Mieves GmbH  | Germany                                  | Ordinary         | -  | 100   | BICC Holdings GmbH                                     |
| Schreck-Mieves Sp zoo  | Poland                                   | Ordinary         | -  | 100   | Schreck-Mieves GmbH                                    |
| SEIMCO Ltd   | England                                  | Ordinary         | -  | 100   | Balfour Beatty Rail Investments Ltd                    |
| Sequera & Gavarette Inc  | USA                                      | Common           | -  | 100   | Heery International Inc                                |
| Societe Financiere et de Participations BICC SA (in liquidation) | France                                   | Ordinary         | -  | 100   | Balfour Beatty Overseas Investments Ltd                |
| South East Infrastructure Maintenance Company Ltd                | England                                  | Ordinary         | -  | 100   | SEIMCO Ltd   |
| Southern Track Renewals Company Ltd                              | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                               |
| Strata Construction Ltd  | England                                  | Ordinary         | -  | 100   | Mansell Construction Services Ltd                      |
| Subsurface Construction Corp                                     | USA                                      | Common           | -  | 100   | Subsurface Group Inc                                   |
| Subsurface Engineering Inc                                       | USA                                      | Common           | -  | 100   | Subsurface Group Inc                                   |
| Subsurface Equipment Inc   | USA                                      | Common           | -  | 100   | Subsurface Group Inc                                   |

# BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2013

| Name of undertaking                                    | Country of registration or incorporation | Class of capital | Proportion held by Balfour Beatty plc and its nominees | Proportion held by subsidiary undertakings and their nominees (%) | Holder  |
|--|--|------------------|--|---|---|
|  |  |                  | (%)  | nominees (%)  |   |
| Subsurface Group Inc                                   | USA                                      | Common           | -  | 100   | PB Energy Storage Services Inc                |
| Subsurface Operations Inc                              | USA                                      | Common           | -  | 100   | Subsurface Group Inc                          |
| Subsurface Technology Inc                              | USA                                      | Common           | -  | 100   | Subsurface Group Inc                          |
| Sunderland Streetlighting Ltd                          | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Sunny Mount Ltd  | England                                  | Ordinary         | -  | 100   | Marsell plc                                   |
| Team Build LP  | USA                                      | General Partner  | -  | 100   | HSW Management Co                             |
|  |  | Limited Partner  | -  | 90  | HSW Management Co                             |
|  |  | Limited Partner  | -  | 10  | Howard S. Wright Enterprises LP               |
| Testing and Analysis Ltd                               | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| Thanet OFTO Holdco Ltd                                 | England                                  | Ordinary         | -  | 100   | Balfour Beatty OFTO Holdings Ltd              |
| Thanet OFTO Intermediate Ltd                           | England                                  | Ordinary         | -  | 100   | Thanet OFTO Holdco Ltd                        |
| Thanet OFTO Ltd  | England                                  | Ordinary         | -  | 100   | Thanet OFTO Holdco Ltd                        |
| The Telegraph Construction and Maintenance Company Ltd | England                                  | Ordinary         | -  | 100   | Ampledge Ltd                                  |
| The WorkPlace Partnership Ltd                          | England                                  | Ordinary         | -  | 51  | Balfour Beatty WorkPlace Ltd                  |
| Traffic Flow Ltd                                       | England                                  | Ordinary         | -  | 100   | Birse Group Ltd                               |
| Transform Schools (Knowsley) Holdings Ltd              | England                                  | Ordinary         | -  | 100   | Balfour Beatty Infrastructure Investments Ltd |
| Transform Schools (Knowsley) Intermediate Ltd          | England                                  | Ordinary         | -  | 100   | Transform Schools (Knowsley) Holdings Ltd     |
| Transform Schools (Knowsley) Ltd                       | England                                  | Ordinary         | -  | 100   | Transform Schools (Knowsley) Holdings Ltd     |
| Walgrave Group Ltd                                     | England                                  | Ordinary         | -  | 100   | Balfour Beatty Group Ltd                      |
| William Cowlin (Holdings) Ltd                          | England                                  | Ordinary         | -  | 100   | Cowlin Management Ltd                         |

**BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2013**

| Name of undertaking  | Country of registration or incorporation | Class of capital | Proportion held by Balfour Beatty plc and its nominees (%) | Proportion held by subsidiary undertakings and their nominees (%) | Holder   |
|--|--|------------------|--|---|--|
| Aura (Newcastle) Holding Co Ltd                                  | England                                  | Ordinary         | -  | 72  | Aura Holdings (Newcastle) Ltd                                    |
| Aura (Newcastle) Holding Co Ltd                                  | England                                  | Ordinary         | -  | 10  | Aura (Newcastle) Ltd   |
| Aura (Newcastle) Holding Co Phase 2 Ltd                          | England                                  | Ordinary         | -  | 72  | Aura Holdings (Newcastle) Ltd                                    |
| Aura (Newcastle) Holding Co Phase 2 Ltd                          | England                                  | Ordinary         | -  | 10  | Aura (Newcastle) Ltd   |
| Aura (Newcastle) Project Co Ltd                                  | England                                  | Ordinary         | -  | 80  | Aura Holdings (Newcastle) Ltd                                    |
| Aura (Newcastle) Project Co Phase 2 Ltd                          | England                                  | Ordinary         | -  | 100   | Aura (Newcastle) Holding Co Ltd                                  |
| Aura Holdings (Newcastle) Ltd                                    | England                                  | Ordinary         | -  | 100   | Aura (Newcastle) Holding Co Phase 2 Ltd                          |
| Balfour Beatty Abu Dhabi LLC                                     | UAE                                      | Ordinary         | -  | 25  | Parsons Brinckerhoff Overseas Holdings Ltd                       |
| Balfour Beatty Ansaldo Systems JV Sdn Bhd                        | Malaysia                                 | Ordinary         | -  | 100   | Dutco Balfour Beatty LLC   |
| Balfour Beatty CLG Ltd   | Ireland                                  | Ordinary         | -  | 60  | Balfour Beatty Rail Sdn Bhd                                      |
| Balfour Beatty Construction/Schenkel Shultz Design/Builders LC   | USA                                      | Ordinary         | -  | 50  | Balfour Beatty Ireland Ltd                                       |
| Balfour Beatty Mendes Junior Ltda                                | Chile                                    | Ordinary         | -  | 50  | Balfour Beatty Construction LLC                                  |
| Balfour Beatty Rail Sdn Bhd                                      | Malaysia                                 | Ordinary         | -  | 50  | Balfour Beatty GmbH (Austria)                                    |
| Balfour Beatty Rail Sdn Bhd                                      | Malaysia                                 | Ordinary         | -  | 70  | Balfour Beatty Netherlands BV                                    |
| Balfour Beatty-Mayu Sdn Bhd                                      | Malaysia                                 | Ordinary         | -  | 49  | Balfour Beatty Overseas Ltd                                      |
| Balfour Concord Property Management LLC                          | USA                                      | Ordinary         | -  | 50  | Balfour Beatty Construction LLC                                  |
| Balfour Sevan LLC  | USA                                      | Ordinary         | -  | 50  | Balfour Beatty Construction LLC                                  |
| Baqi Baodai Electrification Equipment Ltd                        | China                                    | Ordinary         | -  | 25  | Balfour Beatty Rail GmbH   |
| BBC Military Housing – Navy Southeast LLC                        | USA                                      | Ordinary         | -  | 10  | Balfour Beatty Construction LLC                                  |
| BK Gulf LLC  | UAE                                      | Ordinary         | -  | 49  | Balfour Beatty Netherlands BV                                    |
| BK Gulf-Nass Contracting WLL                                     | UAE                                      | Ordinary         | -  | 60  | BK Gulf LLC  |
| Blackburn with Darwen and Bolton Local Education Partnership Ltd | England                                  | Ordinary         | -  | 80  | Balfour Beatty Education Ltd                                     |
| Blackburn with Darwen and Bolton Phase 1 Holdings Ltd            | England                                  | Ordinary         | -  | 51  | Blackburn with Darwen and Bolton Local Education Partnership Ltd |
| Blackburn with Darwen and Bolton Phase 1 Holdings Ltd            | England                                  | Ordinary         | -  | 39.2  | Balfour Beatty Education Ltd                                     |
| Blackburn with Darwen and Bolton Phase 1 Ltd                     | England                                  | Ordinary         | -  | 100   | Blackburn with Darwen and Bolton Phase 1 Holdings Ltd            |
| Blackburn with Darwen and Bolton Phase 2 Holdings Ltd            | England                                  | Ordinary         | -  | 51  | Blackburn with Darwen and Bolton Local Education Partnership Ltd |
| Blackburn with Darwen and Bolton Phase 2 Holdings Ltd            | England                                  | Ordinary         | -  | 39.2  | Balfour Beatty Education Ltd                                     |
| Blackburn with Darwen and Bolton Phase 2 Ltd                     | England                                  | Ordinary         | -  | 100   | Blackburn with Darwen and Bolton Phase 2 Holdings Ltd            |
| C-BB Management LLC  | USA                                      | Ordinary         | -  | 50  | BBCS Management LLC  |
| C-BBC Development LLC  | USA                                      | Ordinary         | -  | 50  | BBCS Development LLC   |
| CEPER Immobilien SA  | Peru                                     | Ordinary         | -  | 50  | Balfour Beatty Overseas Investments Ltd                          |
| Connect A30/A35 Holdings Ltd                                     | England                                  | Ordinary         | -  | 85  | Connect Roads Infrastructure Investments Ltd                     |
| Connect A30/A35 Holdings Ltd                                     | England                                  | Ordinary         | -  | 100   | Connect A30/A35 Holdings Ltd                                     |
| Connect A50 Ltd  | England                                  | Ordinary         | -  | 100   | Connect Roads Ltd  |
| Connect M1-A1 Holdings Ltd                                       | England                                  | Ordinary         | -  | 50  | Connect Roads Ltd  |

# BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2013

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|--|--|------------------|--|---|--|
| Connect M1-A1 Ltd  | England                                  | Ordinary         | -  | 100   | Connect M1-A1 Holdings Ltd                                     |
| Connect M77/GSO Holdings Ltd                                   | England                                  | Ordinary         | -  | 85  | Balfour Beatty Infrastructure Investments Ltd                  |
| Connect M77/GSO plc  | England                                  | Ordinary         | -  | 100   | Connect M77/GSO Holdings Ltd                                   |
| Connect Plus (M25) Holdings Ltd                                | England                                  | Ordinary         | -  | 40  | Balfour Beatty Infrastructure Investments Ltd                  |
| Connect Plus (M25) Intermediate Ltd                            | England                                  | Ordinary         | -  | 40  | Balfour Beatty Infrastructure Investments Ltd                  |
| Connect Plus (M25) Ltd   | England                                  | Ordinary         | -  | 100   | Connect Plus (M25) Holdings Ltd                                |
| Connect Roads Ltd  | England                                  | Ordinary         | -  | 25  | Connect Roads Infrastructure Investments Ltd                   |
| Consort Healthcare (Birmingham) Funding plc                    | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Birmingham) Holdings Ltd                   |
| Consort Healthcare (Birmingham) Holdings Ltd                   | England                                  | Ordinary         | -  | 40  | Balfour Beatty Infrastructure Investments Ltd                  |
| Consort Healthcare (Birmingham) Intermediate Ltd               | England                                  | Ordinary         | -  | 40  | Balfour Beatty Infrastructure Investments Ltd                  |
| Consort Healthcare (Birmingham) Ltd                            | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Birmingham) Holdings Ltd                   |
| Consort Healthcare (Durham) Holdings Ltd                       | England                                  | Ordinary         | 50   | -   | Consort Healthcare (Durham) Holdings Ltd                       |
| Consort Healthcare (Durham) Ltd                                | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Durham) Holdings Ltd                       |
| Consort Healthcare (Edinburgh Royal Infirmary) Finance Ltd     | Scotland                                 | Ordinary         | -  | 100   | Consort Healthcare (Edinburgh Royal Infirmary) Investments Ltd |
| Consort Healthcare (Edinburgh Royal Infirmary) Holdings Ltd    | Scotland                                 | Ordinary         | 42.5   | 7.5   | Balfour Beatty Infrastructure Investments Ltd                  |
| Consort Healthcare (Edinburgh Royal Infirmary) Investments Ltd | Scotland                                 | Ordinary         | -  | 100   | Consort Healthcare (Edinburgh Royal Infirmary) Holdings Ltd    |
| Consort Healthcare (Edinburgh Royal Infirmary) Ltd             | Scotland                                 | Ordinary         | -  | 100   | Consort Healthcare (Edinburgh Royal Infirmary) Investments Ltd |
| Consort Healthcare (Fife) Holdings Ltd                         | Scotland                                 | Ordinary         | -  | 50  | Consort Healthcare Infrastructure Investments Ltd              |
| Consort Healthcare (Fife) Intermediate Ltd                     | Scotland                                 | Ordinary         | -  | 50  | Consort Healthcare Infrastructure Investments Ltd              |
| Consort Healthcare (Fife) Ltd                                  | Scotland                                 | Ordinary         | -  | 100   | Consort Healthcare (Fife) Holdings Ltd                         |
| Consort Healthcare (Mid Yorkshire) Funding plc                 | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Mid Yorkshire) Holdings Ltd                |
| Consort Healthcare (Mid Yorkshire) Holdings Ltd                | England                                  | Ordinary         | -  | 50  | Balfour Beatty Infrastructure Investments Ltd                  |
| Consort Healthcare (Mid Yorkshire) Intermediate Ltd            | England                                  | Ordinary         | -  | 50  | Balfour Beatty Infrastructure Investments Ltd                  |
| Consort Healthcare (Mid Yorkshire) Ltd                         | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Mid Yorkshire) Holdings Ltd                |
| Consort Healthcare (Salford) Holdings Ltd                      | England                                  | Ordinary         | -  | 50  | Balfour Beatty Infrastructure Investments Ltd                  |
| Consort Healthcare (Salford) Intermediate Ltd                  | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Salford) Holdings Ltd                      |
| Consort Healthcare (Salford) plc                               | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Salford) Holdings Ltd                      |
| Consort Healthcare (Tameside) Holdings Ltd                     | England                                  | Ordinary         | -  | 50  | Balfour Beatty Infrastructure Investments Ltd                  |
| Consort Healthcare (Tameside) Intermediate Ltd                 | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Tameside) Holdings Ltd                     |
| Consort Healthcare (Tameside) plc                              | England                                  | Ordinary         | -  | 100   | Consort Healthcare (Tameside) Holdings Ltd                     |
| CPB Consultores CA   | Venezuela                                | Ordinary         | -  | 49  | Parsons Brinckerhoff International Inc                         |
| Derby City BSF Holdings Ltd                                    | England                                  | Ordinary         | -  | 51  | Derby City BSF Partnership Ltd                                 |
| Derby City BSF Ltd   | England                                  | Ordinary         | -  | 39.2  | Balfour Beatty Education Ltd                                   |
| Derby City BSF Partnership Ltd                                 | England                                  | Ordinary         | -  | 100   | Derby City BSF Holdings Ltd                                    |
| Derby City BSF Partnership Ltd                                 | England                                  | Ordinary         | -  | 80  | Balfour Beatty Education Ltd                                   |



# BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2013

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|---|--|---------------------|--|---|---|
| Dutoo Balfour Beatty LLC  | UAE                                      | Ordinary            | -  | 49  | Balfour Beatty Netherlands BV                                   |
| Dutoo Construction Co LLC                                       | UAE                                      | Ordinary            | -  | 49  | Balfour Beatty Netherlands BV                                   |
| Dutoo Tunneling Co LLC  | UAE                                      | Ordinary            | -  | 49  | Balfour Beatty Netherlands BV                                   |
| Exeter and Devon Airport Ltd                                    | England                                  | Ordinary            | -  | 100   | Regional & City Airports (Exeter) Ltd                           |
| 4 Futures Ltd   | England                                  | Ordinary            | -  | 80  | Balfour Beatty Education Ltd                                    |
| 4 Futures Phase 1 Holdings Ltd                                  | England                                  | Ordinary            | -  | 51  | 4 Futures Ltd   |
| 4 Futures Phase 1 Ltd   | England                                  | Ordinary            | -  | 39.2  | Balfour Beatty Education Ltd                                    |
| 4 Futures Phase 2 Holdings Ltd                                  | England                                  | Ordinary            | -  | 100   | 4 Futures Phase 1 Holdings Ltd                                  |
| 4 Futures Phase 2 Ltd   | England                                  | Ordinary            | -  | 51  | 4 Futures Ltd   |
| Future Ealing Ltd   | England                                  | Ordinary            | -  | 39.2  | Balfour Beatty Education Ltd                                    |
| Future Ealing Phase 1 Holdings Ltd                              | England                                  | Ordinary            | -  | 100   | 4 Futures Phase 2 Holdings Ltd                                  |
| Future Ealing Phase 1 Ltd                                       | England                                  | Ordinary            | -  | 51  | Balfour Beatty Education Ltd                                    |
| Future Ealing Phase 1 Holdings Ltd                              | England                                  | Ordinary            | -  | 39.2  | Balfour Beatty Education Ltd                                    |
| Future Ealing Phase 1 Ltd                                       | England                                  | Ordinary            | -  | 100   | Future Ealing Phase 1 Holdings Ltd                              |
| Gammon Asa Ltd  | British Virgin Islands                   | Ordinary            | -  | 50  | Balfour Beatty Investment Holdings Ltd                          |
| Gammon Capital (West) Holdings Pte Ltd                          | Singapore                                | Ordinary            | -  | 100   | Gammon Investments Pte Ltd                                      |
| Gammon Capital (West) Pte Ltd                                   | Singapore                                | Ordinary            | -  | 100   | Gammon Capital (West) Holdings Pte Ltd                          |
| Gammon China Ltd  | Hong Kong                                | Ordinary            | -  | 50  | Balfour Beatty Investment Holdings Ltd                          |
| Gammon Construction Holdings Ltd                                | British Virgin Islands                   | Ordinary            | -  | 100   | Gammon China Ltd  |
| Gammon Construction Ltd   | Hong Kong                                | Ordinary            | -  | 100   | Gammon China Ltd  |
| Gammon Investments Pte Ltd                                      | Singapore                                | Non-voting Deferred | -  | 50  | Balfour Beatty Investment Holdings Ltd                          |
| Hertfordshire Schools Building Partnership Ltd                  | England                                  | Ordinary            | -  | 50  | Balfour Beatty Netherlands BV                                   |
| Hertfordshire Schools Building Partnership Phase 1 Holdings Ltd | England                                  | Ordinary            | -  | 80  | Balfour Beatty Education Ltd                                    |
| Hertfordshire Schools Building Partnership Phase 1 Ltd          | England                                  | Ordinary            | -  | 51  | Hertfordshire Schools Building Partnership Ltd                  |
| Hertfordshire Schools Building Partnership Phase 1 Holdings Ltd | England                                  | Ordinary            | -  | 39.2  | Balfour Beatty Education Ltd                                    |
| Hertfordshire Schools Building Partnership Phase 1 Ltd          | England                                  | Ordinary            | -  | 100   | Hertfordshire Schools Building Partnership Phase 1 Holdings Ltd |
| InoSig GmbH   | Germany                                  | Ordinary            | -  | 50  | Balfour Beatty Rail GmbH  |
| JumboRail GmbH  | Germany                                  | Ordinary            | -  | 33.3  | JumboTec GmbH   |
| Metronet Rail BCV Ltd (in liquidation)                          | England                                  | Ordinary            | -  | 20  | Balfour Beatty Infrastructure Investments Ltd                   |
| Metronet Rail SSJ Ltd (in liquidation)                          | England                                  | Ordinary            | -  | 20  | Balfour Beatty Infrastructure Investments Ltd                   |
| Middle East Scaffolding LLC                                     | UAE                                      | Ordinary            | -  | 100   | Dutoo Construction Co LLC                                       |
| New Energy Alliance LLC   | USA                                      | Common              | -  | 50  | Balfour Beatty Infrastructure Inc                               |
| North Corridor Transit Partners LLC                             | USA                                      | Common              | -  | 50  | Parsons Brinckerhoff Inc  |

**BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2013**

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|--|--|----------------------|--|---|--|
| Oldham BSF Holdings Ltd  | England                                  | Ordinary             | -  | 51  | Oldham Education Partnership Ltd               |
| Oldham BSF Ltd   | England                                  | Ordinary             | -  | 49  | Balfour Beatty Education Ltd                   |
| Oldham Education Partnership Ltd   | England                                  | Ordinary             | -  | 100   | Oldham BSF Holdings Ltd                        |
| Parsons Brinckerhoff Arabia Co Ltd   | England                                  | Ordinary             | -  | 90  | Balfour Beatty Education Ltd                   |
| Parsons Brinckerhoff Ohio Inc  | Saudi Arabia                             | Ordinary             | -  | 49  | Parsons Brinckerhoff International Inc         |
| Parsons Brinckerhoff Sdbour SAE (in liquidation)   | USA                                      | Common               | -  | 49  | Parsons Brinckerhoff Inc                       |
| Parsons Brinckerhoff Inc   | Egypt                                    | Ordinary             | -  | 50  | Parsons Brinckerhoff International Inc         |
| PB Architecture Inc  | USA                                      | Common               | -  | 33  | Parsons Brinckerhoff Inc                       |
| PB Asia Ltd  | Thailand                                 | Ordinary             | -  | 37  | Parsons Brinckerhoff Pte Ltd                   |
| PB Japan Co Ltd  | Japan                                    | Ordinary             | -  | 40  | Parsons Brinckerhoff (Asia) Ltd                |
| PBI Agaba Industrial Estate LLP  | England                                  | Partnership interest | -  | 37  | PBC International Inc                          |
| Revensey Coastal Defence Ltd   | England                                  | Ordinary             | -  | 25  | Parsons Brinckerhoff International Inc         |
| Pinnacleone/Barnhart Inc   | USA                                      | Common               | -  | 50  | Dean & Dyball Investments Ltd                  |
| Power Asset Development Company Ltd  | England                                  | Ordinary             | -  | 25  | Balfour Beatty Construction LLC                |
| Power Transmission Gulf LLC  | UAE                                      | Ordinary             | -  | 100   | Balfour Beatty Infrastructure Investments Ltd  |
| PT Balfour Beatty Sakti Indonesia  | Indonesia                                | Ordinary             | -  | 49  | BK Gulf LLC                                    |
| Regional & City Airports (Exeter) Holdings Ltd   | England                                  | Ordinary             | -  | 60  | Balfour Beatty Overseas Ltd                    |
| Regional & City Airports (Exeter) Ltd  | England                                  | Ordinary             | -  | 100   | Balfour Beatty Infrastructure Investments Ltd  |
| Romec Ltd  | England                                  | Ordinary             | -  | 49  | Regional & City Airports (Exeter) Holdings Ltd |
| Signalling Solutions Ltd   | England                                  | Ordinary             | -  | 50  | Balfour Beatty Workplace Ltd                   |
| Terang Indah Sdn Bhd (formerly Kajaya Balfour Beatty Cementation Sdn Bhd) (in liquidation) | Malaysia                                 | Ordinary             | -  | 50  | Balfour Beatty Group Ltd                       |
| Tianjin BB Electric JV Ltd   | China                                    | Ordinary             | -  | 49  | Balfour Beatty Overseas Ltd                    |
| TransAm Ltd  | England                                  | Ordinary             | -  | 25  | Balfour Beatty Rail GmbH                       |
| Transform Islington (Phase 1) Holdings Ltd   | England                                  | Ordinary             | -  | 51  | Balfour Beatty Group Ltd                       |
| Transform Islington (Phase 2) Holdings Ltd   | England                                  | Ordinary             | -  | 39.2  | Transform Islington Ltd                        |
| Transform Islington (Phase 1) Ltd  | England                                  | Ordinary             | -  | 100   | Balfour Beatty Infrastructure Investments Ltd  |
| Transform Islington (Phase 2) Holdings Ltd   | England                                  | Ordinary             | -  | 51  | Transform Islington Ltd                        |
| Transform Islington (Phase 2) Ltd  | England                                  | Ordinary             | -  | 39.2  | Balfour Beatty Infrastructure Investments Ltd  |
| Transform Islington Ltd  | England                                  | Ordinary             | -  | 100   | Transform Islington (Phase 2) Holdings Ltd     |
| Transform Schools (Bassellaw) Holdings Ltd   | England                                  | Ordinary             | -  | 80  | Transform Islington Ltd                        |
| Transform Schools (Bassellaw) Ltd  | England                                  | Ordinary             | -  | 50  | Balfour Beatty Infrastructure Investments Ltd  |
| Transform Schools (Birmingham) Holdings Ltd  | England                                  | Ordinary             | -  | 100   | Balfour Beatty Infrastructure Investments Ltd  |
| Transform Schools (Birmingham) Ltd   | England                                  | Ordinary             | -  | 50  | Transform Schools (Bassellaw) Holdings Ltd     |

**BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2013**

| Name of undertaking                          | Country of registration or incorporation | Class of capital | Proportion                                  |   | Holder   |
|--|--|------------------|---|---|--|
|  |  |                  | held by Balfour Beatty plc and its nominees | Proportion held by subsidiary undertakings and their nominees (%) |  |
| Transform Schools (Birmingham) Ltd           | England                                  | Ordinary         | -   | 100   | Transform Schools (Birmingham) Holdings Ltd            |
| Transform Schools (Rotherham) Holdings Ltd   | England                                  | Ordinary         | -   | 50  | Balfour Beatty Infrastructure Investments Ltd          |
| Transform Schools (Rotherham) Ltd            | England                                  | Ordinary         | -   | 100   | Transform Schools (Rotherham) Holdings Ltd             |
| Transform Schools (Stoke) Holdings Ltd       | England                                  | Ordinary         | -   | 50  | Balfour Beatty Infrastructure Investments Ltd          |
| Transform Schools (Stoke) Ltd                | England                                  | Ordinary         | -   | 100   | Transform Schools (Stoke) Holdings Ltd                 |
| UBB Waste (Essex) Holdings Ltd               | England                                  | Ordinary         | -   | 30  | Balfour Beatty Infrastructure Projects Investments Ltd |
| UBB Waste (Essex) Intermediate Ltd           | England                                  | Ordinary         | -   | 100   | UBB Waste (Essex) Holdings Ltd                         |
| UBB Waste (Essex) Ltd                        | England                                  | Ordinary         | -   | 100   | UBB Waste (Essex) Holdings Ltd                         |
| UBB Waste (Gloucestershire) Holdings Ltd     | England                                  | Ordinary         | -   | 49.5  | Balfour Beatty Infrastructure Projects Investments Ltd |
| UBB Waste (Gloucestershire) Intermediate Ltd | England                                  | Ordinary         | -   | 100   | UBB Waste (Gloucestershire) Holdings Ltd               |
| UBB Waste (Gloucestershire) Ltd              | England                                  | Ordinary         | -   | 100   | UBB Waste (Gloucestershire) Holdings Ltd               |
| UK Power Networks Services Powerlink Ltd     | England                                  | Ordinary         | -   | 10  | Balfour Beatty Infrastructure Investments Ltd          |
| University Hotel Partners LLC                | USA                                      | Common           | -   | 49  | Balfour Beatty Construction LLC                        |
| URS Energy Security Partners LLC             | USA                                      | Common           | -   | 33  | PB-Heery Americas Inc                                  |
| Working Housing Partnership Ltd              | England                                  | Ordinary         | -   | 50  | Mansell Construction Services Ltd                      |