In accordance with Section 555 of the Companies Act 2006

SH01
Return of allotment of shares

Companies House

You can use the WebFiling service to file this form online.
Please go to www companieshouse gov uk

WEDNESDAY

R3BRBDMO
RM 09/07/2014 #1
COMPANIES HOUSE

✓ **What this form is for**
You may use this form to give notice of shares allotted following incorporation

✗ **What this form is NOT for**
You cannot use this form to give notice of shares taken by subscribers on formation of the company or for an allotment of a new class of shares by an unlimited company

1 Company details

Company number	3 9 5 8 2 6
Company name in full	Balfour Beatty plc

→ **Filling in this form**
Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by *

2 Allotment dates ❶

From Date	01	06	2014
To Date	30	06	2014

❶ **Allotment date**
If all shares were allotted on the same day enter that date in the 'from date' box If shares were allotted over a period of time, complete both 'from date' and 'to date' boxes.

3 Shares allotted

Please give details of the shares allotted, including bonus shares
(Please use a continuation page if necessary)

❷ **Currency**
If currency details are not completed we will assume currency is in pound sterling

Class of shares (E g Ordinary/Preference etc)	Currency ❷	Number of shares allotted	Nominal value of each share	Amount paid (including share premium) on each share	Amount (if any) unpaid (including share premium) on each share
50p ORDINARY		1,166	50p	236.0p	£NIL

If the allotted shares are fully or partly paid up otherwise than in cash, please state the consideration for which the shares were allotted

Continuation page
Please use a continuation page if necessary

Details of non-cash consideration

If a PLC, please attach valuation report (if appropriate)

SH01
Return of allotment of shares

Statement of capital

Section 4 (also **Section 5** and **Section 6**, if appropriate) should reflect the company's issued capital at the date of this return

4 Statement of capital (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 4** and then go to **Section 7**

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
50p Ordinary	See attached	£NIL	689,478,099	£344,739,049.50
1p Cumulative Convertible	£1 00	£NIL	111,839,795	£ 1,118,397.95
Redeemable Preference Shares				£
				£
		Totals	801,317,894	£345,857,447.45

5 Statement of capital (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 (E g Ordinary / Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
		Totals		

Currency

Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ❶	Amount (if any) unpaid on each share ❶	Number of shares ❷	Aggregate nominal value ❸
		Totals		

6 Statement of capital (Totals)

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

Total number of shares	801,317,894
Total aggregate nominal value ❹	£ 345,857,447.45

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

❶ Including both the nominal value and any share premium

❷ Total number of issued shares in this class

❸ E g Number of shares issued multiplied by nominal value of each share

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

SH01: Return of allotment of shares (continuation)

Company number **395826**
Company name **Balfour Beatty plc**

4. Statement of capital (Share capital in pound sterling (£))

Class of shares **50p Ordinary**

	Amount paid up on each share	Amount (if any) unpaid on each share	*Latest allotment included* Number of shares	***16 June 2014*** Aggregate nominal value
At 30 Sep 09	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	449,672	£224,836 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	707,732	£353,866 00
	236 00 p	£ nil	444,309	£222,154 50
	249 00 p	£ nil	901,023	£450,511 50
	265 60 p	£ nil	544,665	£272,332 50
	305 00 p	£ nil	13,628	£6,814 00
	315 20 p	£ nil	130,863	£65,431 50
	338.70 p	£ nil	13,202	£6,601.00
				£0 00
		Totals	**689,478,099**	**£344,739,049.50**

In accordance with Section 555 of the Companies Act 2006

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	50p Ordinary Shares (continued)
Prescribed particulars	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

In accordance with Section 555 of the Companies Act 2006

SH01 - continuation page

Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

Class of share	1p Cumulative Convertible Redeemable Preference (continued)
Prescribed particulars	on their shares is in arrears for six months or more after any date fixed for payment thereof 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 pari passu with each other and any shares expressed to rank, in terms of participation in the profits of the Company, pari passu 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 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 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

SH01
Return of allotment of shares

7 Statement of capital (Prescribed particulars of rights attached to shares)

Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in **Section 4** and **Section 5**

Class of share	50p Ordinary
Prescribed particulars ❶	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
Class of share	1p Cumulative Convertible Redeemable Preference
Prescribed particulars ❶	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
Class of share	
Prescribed particulars ❶	

❶ **Prescribed particulars of rights attached to shares**

The particulars are
a particulars of any voting rights, including rights that arise only in certain circumstances,
b particulars of any rights, as respects dividends, to participate in a distribution,
c particulars of any rights, as respects capital, to participate in a distribution (including on winding up), and
d whether the shares are to be redeemed or are liable to be redeemed at the option of the company or the shareholder and any terms or conditions relating to redemption of these shares

A separate table must be used for each class of share

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

8 Signature

I am signing this form on behalf of the company

Signature

Signature
X X

This form may be signed by
Director ❷, Secretary, Person authorised ❸, Administrator, Administrative receiver, Receiver, Receiver manager, CIC manager

❷ **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

❸ **Person authorised**
Under either section 270 or 274 of the Companies Act 2006

SH01

Return of allotment of shares

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 Mr C M Pryce

Company name Balfour Beatty plc

Address 130 Wilton Road

Post town London

County/Region

Postcode S W 1 V 1 L Q

Country

DX

Telephone

Checklist

We may return the forms completed incorrectly or with information missing

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- ☐ You have shown the date(s) of allotment in section 2
- ☐ You have completed all appropriate share details in section 3
- ☐ You have completed the appropriate sections of the Statement of Capital
- ☐ You have signed the form

Important information

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

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,
First Floor, Waterfront Plaza, 8 Laganbank Road,
Belfast, Northern Ireland, BT1 3BS
DX 481 N R Belfast 1

Further information

For further information please see the guidance notes on the website at www companieshouse gov uk
or email enquiries@companieshouse gov uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk