

AR01

Annual Return

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

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

☒ **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 give
notice of changes to the company
officers, registered office address,
company type or information
relating to the company records

THURSDAY



R48VCM1D

RCS

04/06/2015

#19

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 ① 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.

Date of this return ② d 2 d 4 m 0 m 4 y 2 y 0 y 1 y 5

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.

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

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Company type¹

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

A5

Registered office address²

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)³

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 records⁴

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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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 ^①**

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) ^②	

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 ^①**

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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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		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.
Building name/number		
Street		
Post town		
County/Region		
Postcode		
Country		
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		② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
Registration number		
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		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.
Governing law		
If applicable, where the company/firm is registered ^④		
If applicable, the registration number		

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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)	Philip Stanley	
Surname	Aiken	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	Australian	
Date of birth	d0 d9 m0 m1 y1 y9 y4 y9	
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.

D2	Director's service address ^①	
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.

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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	d 2 d 1 m 0 m 7 y 1 y 9 y 4 y 9	
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 ^①	
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.

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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)	Stuart	
Surname	Doughty	
Former name(s) ^②		
Country/State of residence	UNITED KINGDOM.	
Nationality	British	
Date of birth	d 1 d 3 m 0 m 9 y 1 y 9 y 4 y 3	
Business occupation (if any)	Chartered Civil Engineer	

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 ^①	
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.

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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)	Iain George Thomas	
Surname	Ferguson	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	d 0 d 1 m 0 m 7 y 1 y 9 y 5 y 5	
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.

D2	Director's service address ^①	
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.

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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)	Vera Maureen																	
Surname	Kempston Darkes																	
Former name(s) ^②																		
Country/State of residence	United States																	
Nationality	Canadian																	
Date of birth	<table><tr><td>d</td><td>3</td><td>d</td><td>1</td><td>m</td><td>0</td><td>m</td><td>7</td><td>y</td><td>1</td><td>y</td><td>9</td><td>y</td><td>4</td><td>y</td><td>8</td></tr></table>	d	3	d	1	m	0	m	7	y	1	y	9	y	4	y	8	
d	3	d	1	m	0	m	7	y	1	y	9	y	4	y	8			
Business occupation (if any)	Lawyer																	

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 ^①	
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.

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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)	Duncan Jonathan	
Surname	Magrath	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	d 1 d 1 m 0 m 5 y 1 y 9 y 6 y 4	
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 ^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

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)	Leo Martin
Surname	Quinn
Former name(s) ^②	
Country/State of residence	United Kingdom
Nationality	British
Date of birth	d1 d3 m1 m2 y1 y9 y5 y6
Business occupation (if any)	Civil Engineer

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.

This information will appear on the public record.

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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)	Graham Charles	
Surname	Roberts	
Former name(s) ^②		
Country/State of residence	United Kingdom	
Nationality	British	
Date of birth	d 1 d 7 m 0 m 6 y 1 y 9 y 5 y 8	
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 ^①	
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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Corporate director

E1	Corporate director's details^①	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.
	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		
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^②	② EEA A full list of countries of the EEA can be found in our guidance www.companieshouse.gov.uk ③ This is the register mentioned in Article 3 of the First Company Law Directive (68/151/EEC)
	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		
E4	Non-EEA companies	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.
	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 ^④		
If applicable, the registration number		

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Part 3**Statement of capital¹**

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 (E g Ordinary/Preference etc)	Amount paid up on each share ²	Amount (if any) unpaid on each share ²	Number of shares ³	Aggregate nominal value ⁴
CUMULATIVE CONVERTIBLE REDEEMABLE PREFERENCE	0 01	0 00	111,839,795	£ 1,118,397 95
ORDINARY	SEE ATTACHED	0 00	689,508,135	£ 344,754,067 50
				£
				£
Totals			801,347,930	£ 345,872,465 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 (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid on each share ②	Number of shares ③	Aggregate nominal value ④
Totals				

Currency				
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share ②	Amount (if any) unpaid 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 ⁵⁵ 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 premium³ Number of shares issued multiplied by
nominal value of each shareContinuation Pages
Please use a Statement of Capital continuation
page if necessary⁴ Total number of issued shares in this class

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F4	Statement of capital (Voting rights)
Class of share	£0 01 CUMULATIVE CONVERTIBLE REDEEMABLE PREFERENCE
Voting rights	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. 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. 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.

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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 (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 on each share	Amount (if any) unpaid on 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	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	449,143	£ 224,571 50
	249 00 p	£ nil	926,225	£ 463,112 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
Totals			689,508,135	£ 344,754,067.50

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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
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Voting rights	See attached schedule
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Class of share	£0 50 ORDINARY
----------------	----------------

Voting rights	See attached schedule
---------------	-----------------------

Class of share	
----------------	--

Voting rights	
---------------	--

Class of share	
----------------	--

Voting rights	
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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

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 ❶**

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)

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

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

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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

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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

Christine Kelly

X

This form may be signed by
Director¹, Secretary, Person authorised², Charity commission receiver and
manager, CIC manager, Judicial factor

1 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.

2 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 Mr C M Pryce, Assistant Secretary

Company name Balfour Beatty plc

Address 130 Wilton Road

Post town London

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 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

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
Balfour Beatty Investment Holdings Ltd	England	Ordinary	100	-	Balfour Beatty Group Ltd
Birse Group Ltd (formerly Birse Group plc)	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Infrastructure Investments Ltd	England	Ordinary	100	-	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Group Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Guinea Investments Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Ampledge Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Overseas Investments Ltd (formerly BICC Overseas Investments Ltd)	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
The Telegraph Construction and Maintenance Company Ltd	England	Ordinary	-	100	Ampledge Ltd
Balfour Beatty Chile SA	Chile	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty New Zealand Ltd	New Zealand	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail Design International Sdn Bhd	Malaysia	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail (Mexico) SA de CV	Mexico	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail Gen. (in liquidation)	Italy	Ordinary	-	50	Balfour Beatty Rail SpA
Balfour Beatty Rail Srl	Romania	Ordinary	-	50	Balfour Beatty Rail GmbH
Balfour Beatty Netherlands BV	Netherlands	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
BICC Finance BV	Netherlands	Ordinary	-	100	Guinea Investments Ltd
Balfour Beatty Australia Pty Ltd	Australia	Ordinary	-	100	Guinea Investments Ltd
Devonshire House Netherlands Ltd	Scotland	Ordinary	-	100	Balfour Beatty Holdings Australia Pty Ltd
Balfour Beatty do Brasil Ferrovias Ltda (Parsons Brinckerhoff do Brasil Ferrovias Ltda)	Brazil	Ordinary	-	100	BICC Finance BV
Balfour Beatty Employees' Trustees Ltd	Jersey	Ordinary	100	-	Balfour Beatty Netherlands BV
Balfour Beatty Engineering Services (CL) Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Engineering Services Ceylon (Pte) Ltd	Sri Lanka	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Clarke Securities Ltd	England	Ordinary	100	-	
Delphian Insurance Company Ltd	Isle of Man	Ordinary	100	-	
Heery Holdings Ltd	England	Ordinary	100	-	
BICC Holdings GmbH	Germany	Ordinary	-	100	Balfour Beatty Overseas Investments Ltd
Balfour Beatty LLC	USA	Common	-	100	Balfour Beatty Holdings Inc
Balfour Beatty Capital GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Balfour Beatty Rail GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Balfour Beatty Rail Schweiz GmbH	Switzerland	Ordinary	-	100	Balfour Beatty Rail GmbH
BBR Electrification Equipment Trading (Beijing) Ltd	China	Ordinary	-	100	Balfour Beatty Rail GmbH
Balfour Beatty Rail Signal GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Schreck-Mieves GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Schreck-Mieves BV	Netherlands	Ordinary	-	100	Schreck-Mieves GmbH

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
Balfour Beatty Investments Inc (formerly Balfour Beatty Capital Group Inc)	USA	Common	-	100	Balfour Beatty LLC
Balfour Beatty Construction Group Inc	USA	Common	-	100	Balfour Beatty LLC
Heery International Inc	USA	Common	-	100	Balfour Beatty LLC
Balfour Beatty Infrastructure Inc	USA	Common	-	100	Balfour Beatty LLC
Balfour Beatty Campus Solutions LLC	USA	Common	-	100	Balfour Beatty Investments Inc
BBCS Development LLC	USA	Common	-	100	Balfour Beatty Campus Solutions LLC
BBCS Management LLC	USA	Common	-	100	Balfour Beatty Campus Solutions LLC
Balfour Beatty Capital Investments LLC	USA	Common	-	100	Balfour Beatty Investments Inc
Balfour Beatty Communities LLC	USA	Common	-	100	Balfour Beatty Investments Inc
BBC AF Housing Construction LLC	USA	Common	-	100	Balfour Beatty Communities LLC
Balfour Beatty Communities TRS Inc	USA	Common	-	100	Balfour Beatty Communities LLC
Balfour Beatty Military Housing LLC	USA	Common	-	100	Balfour Beatty Communities TRS Inc
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 Management LLC	USA	Common	-	100	Balfour Beatty Military Housing LLC
Balfour Beatty Military Housing Investments LLC	USA	Common	-	100	Balfour Beatty Communities LLC
Balfour Beatty Energy Solutions LLC	USA	Common	-	100	Balfour Beatty Investments Inc
PB-Heery Americas Inc	USA	Common	-	100	Balfour Beatty Holdings Inc
Heery Architects & Engineers Inc	USA	Common	-	100	Heery International Inc
Heery Engineering Inc	USA	Common	-	100	Heery International Inc
Heery Program Management Inc	USA	Common	-	100	Heery International Inc
JCM Group	USA	Common	-	100	Heery International Inc
Sequera & Gavarette Inc	USA	Common	-	100	Heery International Inc
Balfour Beatty Bahamas Ltd (in liquidation)	Bahamas	Ordinary	-	100	Balfour Beatty LLC
Balfour Beatty Management Inc	USA	Common	-	100	Balfour Beatty LLC
BICC Cables Corporation	USA	Common	-	100	Balfour Beatty LLC
National Engineering & Contracting Company	USA	Common	-	100	Balfour Beatty LLC
Balfour Beatty Overseas Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Dean & Dyball Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Cowlin Group Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Haden Building Services Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Ground Engineering Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Manvell plc	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Holdings (Thailand) Company Ltd	Thailand	Ordinary	-	51	Lanwood Company Ltd
		Ordinary	-	49	Balfour Beatty Overseas Ltd
Asia Trade Development Company Ltd	Thailand	Ordinary	-	100	Balfour Beatty Holdings (Thailand) Company Ltd
Balfour Beatty Construction (Thailand) Company Ltd	Thailand	Ordinary	-	100	Balfour Beatty Holdings (Thailand) Company Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
Balfour Beatty Thai Ltd	Thailand	Ordinary	-	100	Balfour Beatty Overseas Ltd
Balfour Beatty Transmission Sdn Bhd (In liquidation)	Malaysia	Ordinary	-	100	Balfour Beatty Overseas Ltd
Construcciones Balfour Beatty de Venezuela C.A	Venezuela	Ordinary	-	100	Balfour Beatty Overseas Ltd
Engineering & Power Development (Nigeria) Ltd	Nigeria	Ordinary	-	60	Balfour Beatty Overseas Ltd
Jancon Construction Sdn Bhd	Malaysia	Ordinary	-	100	Balfour Beatty Overseas Ltd
Linwood Company Ltd	Thailand	Ordinary	-	100	Balfour Beatty Overseas Ltd
Dean & Dyball Investments Ltd	England	Ordinary	-	100	Dean & Dyball Ltd
Dean & Dyball Civil Engineering Ltd	England	Ordinary	-	100	Dean & Dyball Investments 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
Stat 123 Limited (formerly Our Parklife Ltd)	England	Ordinary	-	100	Haden Building Services Ltd
Balfour Beatty Engineering Services (IIV) Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
G/N Haden & Sons Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Cowlin Management Ltd	England	Ordinary	-	100	Cowlin Group Ltd
Cowlin Construction Ltd	England	Ordinary	-	100	Cowlin Management Ltd
William Cowlin (Holdings) Ltd	England	Ordinary	-	100	Cowlin Management Ltd
Pennine Vibropiling Ltd (in liquidation)	England	Ordinary	-	100	Balfour Beatty Ground Engineering Ltd
Balfour Beatty Building Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Investments Ltd (formerly Balfour Beatty Capital Ltd)	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty CE Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Plant & Fleet Services Limited (formerly 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 Const Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Construction International Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
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 Engineering Services (Ltd.) Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Engineering Services Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group 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 Management Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Power Networks (Distribution Services) Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Living Places (formerly Balfour Beatty Power Networks Ltd)	England	Ordinary	-	100	Balfour Beatty Group Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
Balfour Beatty Projects & Engineering Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Corporate Services Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Infrastructure Services 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 Technologies Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Track Systems Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Refurbishment Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Utility Solutions Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balvac Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Bical Construction Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Bignell & Associates Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Residuary Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
Heery International Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Laser Rail Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Multibuild (Construction & Interiors) Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Network Plant Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Painter Brothers Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Raynesway Construction Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Sunderland Streetlighting Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Tsung and Analysis Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty NV	Netherlands	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Investments Ltd	Antilles	Ordinary	-	100	Balfour Beatty Group Ltd
STIMCO Ltd	England	Ordinary	-	100	Balfour Beatty Rail Investments Ltd
South Fast Infrastructure Maintenance Company Ltd	England	Ordinary	-	100	STIMCO Ltd
BB Indonesia Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Chris Britton Consultancy Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Indgar Allen Engineering Ltd (in liquidation)	England	Ordinary	-	100	Balfour Beatty Group Ltd
I-IMCO Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Eastern Infrastructure Maintenance Company Ltd	England	Ordinary	-	100	I-IMCO Ltd
John Kennedy (Holdings) Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
John Kennedy (Civil Engineering) Ltd	England	Ordinary	-	100	John Kennedy (Holdings) Ltd
Kenton Utilities & Developments (Ireland) Ltd	Ireland	Ordinary	-	100	Balfour Beatty Group Ltd
Kenton Utility Service Management 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
Southern Track Renewals Company Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
Balfour Beatty Nominees Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Kilpatrick Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Kilpatrick Northern Ireland Ltd	Northern Ireland	Ordinary	-	100	Balfour Beatty Group Ltd
Branlow Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Lonsdale Electric Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Walgrave Group Ltd (in liquidation)	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Construction LLC	USA	Common	-	100	Balfour Beatty Construction Group Inc
Balfour Beatty Construction Company Inc	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty-Golden Construction Company	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty-Landis LLC No. 1	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty South East LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty-Worthgroup LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty-Moseley LLC	USA	Common	-	90	Balfour Beatty Construction LLC
Connect CNDR Holdings Ltd	England	Ordinary	-	25	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 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 South Tyneside Holdings Ltd	England	Ordinary	-	100	Balfour Beatty Infrastructure Investments Ltd
Connect Roads South Tyneside Holdings 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
Balfour Beatty Education Ltd	England	Ordinary	-	100	Balfour Beatty Infrastructure Investments Ltd
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
Blackpool Airport Ltd (in liquidation)	England	Ordinary	-	100	Regional & City Airports (Blackpool) Ltd
Blackpool Airport Properties Ltd	England	Ordinary	-	100	Regional & City Airports (Blackpool) Ltd
Balfour Beatty Regional Construction Ltd (Mansell Construction Services Ltd)	England	Ordinary	-	100	Balfour Beatty Group Limited
Mansell Property Investments Ltd	England	Ordinary	-	100	Mansell plc
Aberdeen Construction Group Ltd	Scotland	Ordinary	-	100	Mansell plc
Sunny Mount Ltd	England	Ordinary	-	100	Mansell plc
Mansell Maintenance Ltd	England	Ordinary	-	85	Sunny Mount Ltd
			-	15	Mansell plc
Hall & Tawse Group Ltd	England	Ordinary	-	100	Aberdeen Construction Group Ltd
Mansell Energy Ltd (formerly Mansell Group Ltd)	England	Ordinary	-	100	Mansell plc
R Mansell (City) Ltd	England	Ordinary	-	100	Mansell plc

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
R Mansell (Developments) Ltd	England	Ordinary	-	100	Mansell plc
R Mansell (Homes) Ltd	England	Ordinary	-	100	Mansell plc
Birse Construction Ltd	England	Ordinary	-	100	Birse Group Ltd
Balfour Beatty Engineering Solutions Ltd	England	Ordinary	-	100	Birse Construction Ltd
Balfour Beatty Civils Limited (Birse Civils Ltd)	England	Ordinary	-	100	Balfour Beatty Group Limited
Birse Integrated Solutions Ltd	England	Ordinary	-	100	Balfour Beatty Group Limited
Birse Micro Ltd	England	Ordinary	-	100	Birse Construction Ltd
Birse Rail Ltd	England	Ordinary	-	100	Birse Construction Ltd
Balfour Beatty Build Ltd (Mansell Build Ltd)	England	Ordinary	-	100	Balfour Beatty Group Limited
Birse Stadia Ltd	England	Ordinary	-	100	Balfour Beatty Group Limited
BPH Equipment Ltd	England	Ordinary	-	100	Birse Group Ltd
Traffic Flow Ltd	England	Ordinary	-	100	Birse Group Ltd
Birse Group Services Ltd	England	Ordinary	-	100	Birse Group Ltd
Birse Properties Ltd	England	Ordinary	-	100	Birse Group Ltd
Balfour Beatty Property Ltd	England	Ordinary	100	-	Birse Group Ltd
Balfour Beatty Property Investments Ltd	England	Ordinary	100	-	Birse Group Ltd
Avatar Ltd	England	Ordinary	-	-	Balfour Beatty Property Investments Ltd
Dean & Dyball Developments Ltd	England	Ordinary	-	100	Balfour Beatty Property Investments Ltd
Barton Investments Ltd (in liquidation)	England	Ordinary	-	100	Balfour Beatty Property Investments Ltd
Mayfair Place Investments Ltd (in liquidation)	England	Ordinary	-	100	Barton Investments Ltd
Fielden & Ashworth Ltd (in liquidation)	England	Ordinary	-	100	Mayfair Place Investments Ltd
Balfour Beatty Pension Trust Ltd	England	Ordinary	100	-	Barton Investments Ltd
Brooms Ltd	England	Ordinary	100	-	Mayfair Place Investments Ltd
Fladen Young Ltd (formerly Power Transmission Ltd)	England	Ordinary	100	-	Barton Investments Ltd
Manning Homes Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Balfour Beatty Homes Ltd	England	Ordinary	-	100	Manning Homes Ltd
Balfour Beatty Homes (South Western) Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Hall & Iawse Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
Mansell North East Ltd	England	Ordinary	-	100	Balfour Beatty Group Limited
Kirby MacLean Ltd	England	Ordinary	-	100	Balfour Beatty Group Limited
Strata Construction Ltd	England	Ordinary	-	100	Balfour Beatty Group Limited
Hall & Tawse Western Ltd	England	Ordinary	-	100	Balfour Beatty Group Limited
Burbank House Ltd	England	Ordinary	-	75	Balfour Beatty Group Limited
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 Rail Argentina SA	Argentina	Ordinary	-	90	Balfour Beatty Netherlands BV
		Ordinary	-	10	Balfour Beatty Investment Holdings Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
Balfour Beatty Regional Civil Engineering Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty WorkSmart Ltd	England	Ordinary	-	100	Balfour Beatty Group 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 Cambridgeshire Holdings Ltd
Connect Roads Coventry Holdings Ltd	England	Ordinary	-	100	Connect Roads Infrastructure Investments 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 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
National Casualty and Assurance Inc	USA	Common	-	100	Balfour Beatty Construction Group Inc
Schreck-Mueves Sp zoo	Poland	Ordinary	-	100	Schreck-Mueves GmbH
Balfour Beatty Hong Kong Ltd	Hong Kong	Ordinary	-	100	Balfour Beatty Netherlands BV
Balfour Beatty Infrastructure Partners Member Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty OFTO Holdings Ltd	England	Ordinary	-	100	Balfour Beatty Infrastructure Investments Ltd
Balfour Beatty Holdings Australia Pty Ltd	Australia	Ordinary	-	100	Balfour Beatty Australia LP
Balfour Beatty Equipment LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty Ireland Ltd	Ireland	Ordinary	-	100	Balfour Beatty Netherlands BV
Columbia Plaza Investments LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Communications Sales & Service LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Footprint Furniture Ltd	England	Ordinary	-	100	Office Projects Group Ltd
Howard S Wright Construction Co	USA	Common	-	100	HSW Inc
HSW Inc	USA	Common	-	100	Balfour Beatty Construction LLC
HSW Rock Springs LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Office Projects Group Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Office Projects Ltd	England	Ordinary	-	100	Office Projects Group Ltd
Balfour Beatty Infrastructure India (Pvt) Ltd	India	Ordinary	-	100	Balfour Beatty Group Ltd
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 Member Ltd
Balfour Beatty Infrastructure Projects Investments Ltd	England	Ordinary	-	100	Balfour Beatty Infrastructure Investments Ltd
Balfour Beatty Australia Finance Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Australia LP	Australia	Preference General partner Limited partner	- - -	100 100 100	Balfour Beatty Investment Holdings Ltd Balfour Beatty Overseas Investments Ltd Balfour Beatty Overseas Investments Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
Balfour Beatty Projects Sdn Bhd	Malaysia	Ordinary	-	100	Balfour Beatty Rail Design International Sdn Bhd
Office Projects (Interiors) Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Group Employment Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Infrastructure Investments (Asia) Pte Ltd (in process of being liquidated)	Singapore	Ordinary	-	100	Balfour Beatty Infrastructure Investments Ltd
Balfour Beatty Infrastructure Partners GP Ltd	Guernsey	Ordinary	-	100	Balfour Beatty Infrastructure Partners LLP
Balfour Beatty Infrastructure Partners LP	England	General partner Limited partner	-	100	Balfour Beatty Infrastructure Partners GP Ltd BBIP Founder Partner LP
Balfour Beatty Transmission Investments Pte Ltd (in process of being liquidated)	Singapore	Ordinary	-	100	Balfour Beatty Infrastructure Investments (Asia) Pte Ltd
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
Harvest Power Pty Ltd	Australia	Ordinary	-	100	Harvest Power Holdings Pty Limited
Balfour Beatty Investments Australia Pty Limited	Australia	Ordinary	-	100	Balfour Beatty Holdings Australia Pty Ltd
Balfour Beatty Construction DC LLC	USA	Common	-	100	Balfour Beatty Construction LLC
BBCS - Hawkeye Housing LLC	USA	Common	-	100	Balfour Beatty Campus Solutions LLC
BBCS - UN Reno Housing LLC	USA	Common	-	100	Balfour Beatty Campus Solutions LLC
BBCS Condominium Association Inc	USA	Common	-	100	BBCS - Hawkeye Housing LLC
Aberystwyth Student Accommodation Limited	England	Ordinary	100	100	Balfour Beatty Infrastructure Projects Investments Ltd
Balfour Beatty Finance No. 2 Limited	Jersey	Ordinary	-	-	Balfour Beatty plc
Initial GPI Limited	England	Ordinary	-	-	Balfour Beatty Infrastructure Partners LP
Initial Founder Partner GPI Limited	Scotland	Ordinary	-	-	Balfour Beatty Infrastructure Partners LLP
BBIP Founder Partner LP	Scotland	General partner Limited partner	-	-	Balfour Beatty Infrastructure Partners GP Limited Balfour Beatty Infrastructure Investments Limited
BICC Benelux SA (in liquidation)	Belgium	Ordinary	-	-	Balfour Beatty Overseas Investments Ltd
Societe Financiere et de Participations BICC SA (in liquidation)	France	Ordinary	-	-	Balfour Beatty Overseas Investments Ltd
BB Group Canada Inc (formerly Balfour Beatty Group Canada Inc)	Canada	Ordinary	-	-	Balfour Beatty Netherlands BV
Greater Gabbard OFTO Holdings Ltd	England	Ordinary	-	-	Balfour Beatty OFTO Holdings Ltd
Greater Gabbard OFTO Intermediate Ltd	England	Ordinary	-	-	Greater Gabbard OFTO Holdings Ltd
Greater Gabbard OFTO Ltd	England	Ordinary	-	-	Greater Gabbard OFTO Holdings Ltd
Holyrood Student Accommodation Holdings Ltd	Scotland	Ordinary	-	-	Balfour Beatty Infrastructure Projects Investments Ltd
Holyrood Student Accommodation Intermediate Ltd	Scotland	Ordinary	-	-	Holyrood Student Accommodation Holdings Ltd
Holyrood Student Accommodation plc	Scotland	Ordinary	-	-	Holyrood Student Accommodation Holdings Ltd
Holyrood Student Accommodation SPV Ltd	Scotland	Ordinary	-	-	Holyrood Student Accommodation Holdings Ltd
Balfour Beatty Investments GP Inc	Canada	Common	0	100	BB Group Canada Inc

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
			(%)	(%)	(%)	(%)	
Balfour Beatty Investments LP	Canada	General partner Limited partner	0	0 01	99 99	0 01	Balfour Beatty Investments GP Inc BB Group Canada Inc
BB CWH GP Inc	Canada	Common	0	100			BB Group Canada Inc
BB CWH LP	Canada	General partner Limited partner	0	01	99 99	01	BB CWH GP Inc Balfour Beatty Investments LP
Balfour Beatty CWH Holdings Inc	Canada	Common	0	100			Balfour Beatty Investments LP
Balfour Beatty Construction GP Inc	Canada	Common		100			BB Group Canada Inc
Balfour Beatty Construction LP	Canada	General partner Limited partner		01	99 99	01	Balfour Beatty Construction GP Inc BB Group Canada Inc
Balfour Beatty Communities GP Inc	Canada	Common		100			BB Group Canada Inc
Balfour Beatty Communities LP	Canada	General partner Limited partner		01	99 99	01	Balfour Beatty Communities GP Inc BB Group Canada Inc
Balfour Beatty Healthcare (Irvine) Holdings Limited	Scotland	Ordinary		100			Consort Healthcare Infrastructure Investments Ltd
Balfour Beatty Healthcare (Irvine) Intermediate Limited	Scotland	Ordinary		100			Balfour Beatty Healthcare (Irvine) Holdings Limited
Balfour Beatty Healthcare (Irvine) Limited	Scotland	Ordinary		100			Balfour Beatty Healthcare (Irvine) Holdings Limited
BB Holdings Australia Limited	England	Ordinary		100			Balfour Beatty Infrastructure Investments Limited
Harvest Power Holdings Trustee Pty Limited	Australia	Ordinary		100			BB Holdings Australia Limited
Harvest Power Trustee Pty Limited	Australia	Ordinary		100			Harvest Power Holdings Trustee Pty Limited
Harvest Power Holdings Trust	Australia	Trust		100			BB Holdings Australia Limited
Harvest Power Property Trust	Australia	Trust		100			Harvest Power Holdings Trustee Pty Limited as trustee for the
Harvest Power Holdings Pty Limited	Australia	Ordinary		100			Harvest Power Holdings Trust
Balfour Beatty Offshore Transmission Germany GmbH	Germany	Ordinary		100			BB Holdings Australia Limited
Living & Learning Holdings Trust	Australia	Ordinary		100			BICC Holdings GmbH
BBIP AIV Voting Stock Feeder LP	USA	General partner Limited partner		100			Living & Learning Holdings Custodians Pty Ltd Balfour Beatty Infrastructure Investments Ltd
BB NIH GP Inc	Canada	Ordinary		97 5			BB Group Canada Inc
BB NIH LP	Canada	General partner Limited partner		0 01	99 99	0 01	BB NIH GP Inc Balfour Beatty Investments LP
Balfour Beatty THP Holdings Inc	Canada	Ordinary		100			Balfour Beatty Investments LP
THP GP Inc	Canada	Ordinary		100			Gracorp Balfour Beatty THP Holdings Inc

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2015

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
			(%)	(%)	
TTIP Partnership (A general partnership)	Canada	General partner		0.01	TTIP GBB Inc
Aberdeen Roads (Finance) plc	Scotland	General partner	99.99	99.99	TTIP Limited Partnership
Aberdeen Roads Limited	Scotland	Ordinary	100	100	Aberdeen Roads Holdings Limited
Squires Gate Airport Operations Limited	England	Ordinary	99	99	Aberdeen Roads Holdings Limited
BB1 - Indy LLC	USA	Ordinary	100	100	Regional & City Airport (Blackpool) Limited
BBC Multifamily Holdings LLC	USA	Ordinary	100	100	Balfour Beatty Investments Inc
Glasgow Residences (Kennedy Street) Holdings Limited	Scotland	Ordinary	100	100	Balfour Beatty Communities LLC
Glasgow Residences (Kennedy Street) SPV Limited	Scotland	Ordinary	100	100	Balfour Beatty Infrastructure Projects Investments Ltd
West Stratford Developments Limited	England	Ordinary	100	100	Glasgow Residences (Kennedy Street) Holdings Limited
East Wick and Sweetwater (Phase 1) Limited	England	Ordinary	100	100	Balfour Beatty Infrastructure Projects Investments Ltd
East Wick and Sweetwater (Phase 2) Limited	England	Ordinary	100	100	East Wick and Sweetwater Projects (Holdings) Limited
East Wick and Sweetwater (Phase 3) Limited	England	Ordinary	100	100	East Wick and Sweetwater Projects (Holdings) Limited
East Wick and Sweetwater (Phase 4) Limited	England	Ordinary	100	100	East Wick and Sweetwater Projects (Holdings) Limited
East Wick and Sweetwater (Phase 5) Limited	England	Ordinary	100	100	East Wick and Sweetwater Projects (Holdings) Limited
East Wick and Sweetwater (Phase 6) Limited	England	Ordinary	100	100	East Wick and Sweetwater Projects (Holdings) Limited
East Wick and Sweetwater (Phase 7) Limited	England	Ordinary	100	100	East Wick and Sweetwater Projects (Holdings) Limited
Welland Bio Power Limited	England	Ordinary	100	100	East Wick and Sweetwater Projects (Holdings) Limited
BBCS - Northside Campus LLC	USA	Ordinary	100	100	Pebblehill Bio Power Limited
					Balfour Beatty Campus Solutions LLC

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2015

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
			(%)		(%)		
Balfour Beatty Mendes Junior Ltda	Chile	Ordinary	-		50		Balfour Beatty Investment Holdings Ltd
Balfour Beatty RAIL Sdn Bhd	Malaysia	Ordinary	-		70		Balfour Beatty Netherlands BV
Balfour Beatty Ansaldo Systems JV Sdn Bhd	Malaysia	Ordinary	-		60		Balfour Beatty Rail Sdn Bhd
Gammon Asia Ltd	British Virgin Islands	Ordinary	-		50		Balfour Beatty Investment Holdings 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
		Non-voting	-		50		Balfour Beatty Investment Holdings Ltd
		Deferred	-				
BK Gulf LLC	UAE	Ordinary	-		49		Balfour Beatty Netherlands BV
BK Gulf-Nass Contracting WLL	UAE	Ordinary	-		60		BK Gulf LLC
Power Transmission Gulf LLC	UAE	Ordinary	-		100		BK Gulf LLC
Dutco Balfour Beatty LLC	UAE	Ordinary	-		49		Balfour Beatty Netherlands BV
Balfour Beatty Abu Dhabi LLC	UAE	Ordinary	-		100		Dutco Balfour Beatty LLC
Dutco Construction Co LLC	UAE	Ordinary	-		49		Balfour Beatty Netherlands BV
Middle East Scaffolding LLC	UAE	Ordinary	-		100		Dutco Construction Co LLC
Dutco Tunnelling Co LLC	UAE	Ordinary	-		49		Balfour Beatty Netherlands BV
Gammon Investments Pte Ltd	Singapore	Ordinary	-		50		Balfour Beatty Netherlands BV
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
Connect M1-A1 Holdings Ltd	England	Ordinary	50		-		
Connect M1-A1 Ltd	England	Ordinary	-		100		Connect M1-A1 Holdings Ltd
Connect Roads Ltd	England	Ordinary	-		25		Connect Roads Infrastructure Investments Ltd
Connect A30/A35 Ltd	England	Ordinary	-		100		Connect A30/A35 Holdings Ltd
Connect A50 Ltd	England	Ordinary	-		100		Connect Roads Ltd

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2015

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
			(%)		(%)		
CEPER Inmobiliaria SA	Peru	Ordinary	-		50	Balfour Beatty Overseas Investments Ltd	
Baoji BaoDeLa Electrification Equipment Ltd	China	Ordinary	-		25	Balfour Beatty Rail GmbH	
InoSig GmbH	Germany	Ordinary	-		50	Balfour Beatty Rail GmbH	
Tianjin BB Electric JV Ltd	China	Ordinary	-		49	Balfour Beatty Rail GmbH	
C-BBC Development LLC	USA	Common	-		50	BBCS Development LLC	
C-BB Management LLC	USA	Common	-		50	BBCS Management LLC	
Pevensey Coastal Defence Ltd	England	Ordinary	-		25	Dean & Dyball Investments Ltd	
Signalling Solutions Ltd	England	Ordinary	-		50	Balfour Beatty Group Ltd	
Trans4m Ltd	England	Ordinary	-		25	Balfour Beatty Group Ltd	
Balfour Beatty-Maju Sdn Bhd	Malaysia	Ordinary	-		49	Balfour Beatty Overseas Ltd	
Terang Indah Sdn Bhd (formerly Kerjaya Balfour Beatty Cementation Sdn Bhd) (in liquidation)	Malaysia	Ordinary	-		50	Balfour Beatty Overseas Ltd	
PT Balfour Beatty Sakti Indonesia	Indonesia	Ordinary	-		49	Balfour Beatty Overseas Ltd	
Balfour Beatty Construction/Schenkel Shultz Design/Builders LC	USA	Common	-		50	Balfour Beatty Construction LLC	
Balfour Concord Property Management LLC	USA	Common	-		50	Balfour Beatty Construction LLC	
University Hotel Partners LLC	USA	Common	-		49	Balfour Beatty Construction LLC	
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) Ltd	England	Ordinary	-		100	Connect Plus (M25) Holdings Ltd	
Connect Plus (M25) Intermediate Ltd	England	Ordinary	-		40	Balfour Beatty Infrastructure Investments Ltd	
Consort Healthcare (Birmingham) Holdings Ltd	England	Ordinary	-		40	Balfour Beatty Infrastructure Investments Ltd	
Consort Healthcare (Birmingham) Funding plc	England	Ordinary	-		100	Consort Healthcare (Birmingham) Holdings Ltd	
Consort Healthcare (Birmingham) Ltd	England	Ordinary	-		100	Consort Healthcare (Birmingham) Holdings Ltd	
Consort Healthcare (Birmingham) Intermediate Ltd	England	Ordinary	-		40	Balfour Beatty Infrastructure Investments Ltd	

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2015

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by subsidiary undertakings and its nominees		Proportion held by subsidiary undertakings and their nominees		Holder
			Proportion held by Balfour Beatty plc and its nominees (%)		Proportion held by subsidiary undertakings and their nominees (%)		
Consort Healthcare (Fife) Holdings Ltd	Scotland	Ordinary	-		50		Consort Healthcare Infrastructure Investments Ltd
Consort Healthcare (Fife) Ltd	Scotland	Ordinary	-		100		Consort Healthcare (Fife) Holdings Ltd
Consort Healthcare (Fife) Intermediate Ltd	Scotland	Ordinary	-		50		Consort Healthcare Infrastructure Investments Ltd
Transform Islington Ltd	England	Ordinary	-		80		Balfour Beatty Infrastructure Investments Ltd
Transform Islington (Phase 1) Holdings Ltd	England	Ordinary	-		51		Transform Islington Ltd
		Ordinary	-		39 2		Balfour Beatty Infrastructure Investments Ltd
Transform Islington (Phase 1) Ltd	England	Ordinary	-		100		Transform Islington (Phase 1) Holdings Ltd
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
		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
4 Futures Ltd	England	Ordinary	-		80		Balfour Beatty Education Ltd
4 Futures Phase 1 Holdings Ltd	England	Ordinary	-		51		4 Futures Ltd
		Ordinary	-		39 2		Balfour Beatty Education Ltd
4 Futures Phase 1 Ltd	England	Ordinary	-		100		4 Futures Phase 1 Holdings Ltd
UK Power Networks Services Powerlink Ltd	England	Ordinary	-		10		Balfour Beatty Infrastructure Investments Ltd
Power Asset Development Company Ltd	England	Ordinary	-		25		Balfour Beatty Infrastructure Investments Ltd
Regional & City Airports (Exeter) Holdings Ltd	England	Ordinary	-		60		Balfour Beatty Infrastructure Investments Ltd
New Energy Alliance LLC	USA	Common	-		50		Balfour Beatty Infrastructure Inc
BBC Military Housing – Navy Southeast LLC	USA	Common	-		10		Balfour Beatty Construction LLC
Pinnacleone/Barnhart Inc	USA	Common	-		50		Balfour Beatty Construction LLC
Aura (Newcastle) Holding Co Ltd	England	Ordinary	-		72		Aura Holdings (Newcastle) Ltd
		Ordinary	-		10		Aura (Newcastle) Ltd

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2015

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by subsidiary undertakings and its nominees		Proportion held by subsidiary undertakings and their nominees		Holder
			(%)	Balfour Beatty plc and its nominees	(%)	Aura Holdings (Newcastle) Ltd	
Aura (Newcastle) Holding Co Phase 2 Ltd	England	Ordinary	-	-	72	Aura Holdings (Newcastle) Ltd	
		Ordinary	-	-	10	Aura (Newcastle) Ltd	
Aura (Newcastle) Project Co Ltd	England	Ordinary	-	-	100	Aura (Newcastle) Holding Co Ltd	
Aura (Newcastle) Project Co Phase 2 Ltd	England	Ordinary	-	-	100	Aura (Newcastle) Holding Co Phase 2 Ltd	
Aura Holdings (Newcastle) Ltd	England	Ordinary	-	-	25	Balfour Beatty Education Ltd	
Aura (Newcastle) Ltd	England	Ordinary	-	-	80	Aura Holdings (Newcastle) Ltd	
4 Futures Phase 2 Holdings Ltd	England	Ordinary	-	-	51	4 Futures Ltd	
		Ordinary	-	-	39 2	Balfour Beatty Education Ltd	
4 Futures Phase 2 Ltd	England	Ordinary	-	-	100	4 Futures Phase 2 Holdings Ltd	
Blackburn with Darwen and Bolton Phase 2 Holdings Ltd	England	Ordinary	-	-	51	Blackburn with Darwen and Bolton Local Education Partnership Ltd	
		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	
Derby City BSF Holdings Ltd	England	Ordinary	-	-	51	Derby City BSF Partnership Ltd	
		Ordinary	-	-	39 2	Balfour Beatty Education Ltd	
Derby City BSF Ltd	England	Ordinary	-	-	100	Derby City BSF Holdings Ltd	
Derby City BSF Partnership Ltd	England	Ordinary	-	-	80	Balfour Beatty Education Ltd	
Future Ealing Ltd	England	Ordinary	-	-	80	Balfour Beatty Education Ltd	
Future Ealing Phase 1 Holdings Ltd	England	Ordinary	-	-	51	Future Ealing Ltd	
		Ordinary	-	-	39 2	Balfour Beatty Education Ltd	
Future Ealing Phase 1 Ltd	England	Ordinary	-	-	100	Future Ealing Phase 1 Holdings Ltd	
Oldham BSF Holdings Ltd	England	Ordinary	-	-	51	Oldham Education Partnership Ltd	
		Ordinary	-	-	49	Balfour Beatty Education Ltd	
Oldham BSF Ltd	England	Ordinary	-	-	100	Oldham BSF Holdings Ltd	
Oldham Education Partnership Ltd	England	Ordinary	-	-	90	Balfour Beatty Education Ltd	

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2015

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by subsidiary undertakings and its nominees		Proportion held by subsidiary undertakings and their nominees		Holder
			(%)	Balfour Beatty plc and its nominees	(%)	Transform Islington 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	
Hertfordshire Schools Building Partnership Ltd	England	Ordinary	-	-	100	Transform Islington (Phase 2) Holdings Ltd	
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 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	
Balfour Beatty CLG Ltd	Ireland	Ordinary	-	-	50	Balfour Beatty Ireland Ltd	
Connect A30/A35 Holdings Ltd	England	Ordinary	-	-	20	Connect Roads Infrastructure Investments 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	
Working Housing Partnership Ltd	England	Ordinary	-	-	50	Balfour Beatty Group Limited	
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	
Ledcor Balfour Beatty Affinity Holdings Inc	Canada	Common	0	0	50	Balfour Beatty CWH Holdings Inc	
Affinity General Partner Inc	Canada	Common	0	0	100	Ledcor Balfour Beatty Affinity Holdings Inc	
Affinity Limited Partnership	Canada	General partner	0	0	0 01	Affinity General Partner Inc	
		Limited partner			69 993	BB CWH LP	
Affinity BBL Inc	Canada	Common	0	0	100	Ledcor Balfour Beatty Affinity Holdings Inc	
Affinity Partnerships	Canada	Partnership interest	0	0	99 99	Affinity Limited Partnership	
					0 01	Affinity BBL Inc	

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2015

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by		Holder
			Balfour Beatty plc and its nominees (%)	held by subsidiary undertakings and their nominees (%)	
CWH Design-Build GP	Canada	Partnership interest		50	Balfour Beatty Construction LP
CWH FM GP Inc	Canada	Common		50	Balfour Beatty Communities LP
CWH Facilities Management LP	Canada	General partner	0 01		CWH FM GP Inc
		Limited partner	49 995		Balfour Beatty Communities LP
Gwynt y Mor OFTO Holdings Limited	England	Ordinary		60	Balfour Beatty OFTO Holdings Ltd
Gwynt y Mor OFTO Intermediate Limited	England	Ordinary		100	Gwynt y Mor OFTO Holdings Limited
Gwynt y Mor OFTO Limited	England	Ordinary		100	Gwynt y Mor OFTO Holdings Limited
Tyseley Bio Power Limited	England	Ordinary		38	Balfour Beatty Infrastructure Projects Investments Ltd
Birmingham Bio Power Limited	England	Ordinary		100	Tyseley Bio Power Limited
BBC - ApexOne Holdings LLC	USA	Ordinary		45	Balfour Beatty Communities LLC
Carmendy Square Properties LLC	USA	Ordinary		100	BBC - ApexOne Holdings LLC
Living & Learning Holdings Custodians Pty Ltd	Australia	Ordinary		50	BBi Holdings Australia Limited
Living & Learning Custodians Pty Limited	Australia	Ordinary		100	Living & Learning Holdings Custodians Pty Ltd
Living & Learning Unit Trust [PUT]	Australia	Trust		100	Living & Learning Holdings Custodians Pty Ltd
Living & Learning Finance Pty Limited ^^	Australia	Ordinary		100	Perpetual Corporate Trust Ltd
Living & Learning Charitable Trust	Australia	Trust		100	Living & Learning Holdings Custodians Pty Ltd
Founder Partner Lake Feeder LLC	USA	Limited Partner		17 8	Balfour Beatty Infrastructure Investments Ltd
Founder Partner Lake LLC	USA	Limited Partner		100	Founder Partner Lake Feeder LLC
Lake AIV Feeder LLC	USA	Ordinary		20 9	BBIP AIV Voting Stock Feeder LP
Non - Voting Fund Feeder DRE LLC	USA	Ordinary		100	Lake AIV Feeder LLC
Non - Voting Co - Invest Feeder DRE LLC	USA	Ordinary		100	Lake AIV Feeder LLC
Fund Voting Feeder DRE LLC	USA	Ordinary		100	Lake AIV Feeder LLC

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2015

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by		Holder
			Balfour Beatty plc and its nominees (%)	subsidiary undertakings and their nominees (%)	
BBIP AIV LP	USA	General partner Limited partner			Lake AIV Feeder LLC
Gracorp Balfour Beatty THP Holdings Inc	Canada	Ordinary		11 3	
THP Limited Partnership	Canada	General partner Limited partner		50	Balfour Beatty THP Holdings Inc
Aberdeen Roads Holdings Limited	Scotland	Ordinary		0 01	THP GP Inc
WMB Heartland Justice Partners LLC	USA	Ordinary		99 99	BB NIH LP
RAPP - BBC Associates LLC	USA	Ordinary		33 33	Connect Roads Infrastructure Investments Ltd
East Wick and Sweetwater Projects (Holdings) Limited	England	Ordinary		15	BBI - Indy LLC
Pebblehall Bio Power Limited	England	Ordinary		50	BBC Multifamily Holdings LLC
Northside Campus Limited Partner LLC	USA	Limited Partner		50	West Stratford Developments Limited
Northside Campus General Partner LLC	USA	General Partner		25	Balfour Beatty Infrastructure Projects Investments Ltd
Northside Campus Partners LP	USA	Limited Partner		50	BBCS - Northside Campus LLC
				50	BBCS - Northside Campus LLC
				100	Northside Campus Limited Partner LLC