

BLUEPRINT

OneWorld

Bulk.

056925/30

363a

Please complete in typescript,
or in bold black capitals.

Annual Return

CHFP010

Company Number

395826

Company Name in full

Balfour Beatty plc

Date of this return

The information in this return is made up
to

Day Month Year
2 4 0 4 2 0 0 9

Date of next return

If you wish to make your next return to a
date earlier than the anniversary of this
return please show the date here.
Companies House will then send a form at
the appropriate time.

Day Month Year
| | | | | | |

Registered Office

Show here the address at the date of
this return.

130 Wilton Road

Any change of
registered office must
be notified on form
287.

Post town

County / Region

London

UK Postcode

SW1V 1LQ

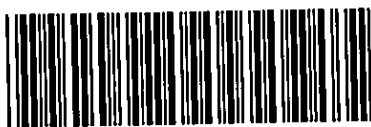
Principal business activities

Show trade classification code number(s)
for the principal activity or activities.

7415

If the code number cannot be determined,
give a brief description of principal activity.

FRIDAY



LD2 22/05/2009 284
COMPANIES HOUSE

When you have completed and signed the form please send it to the
Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff
for companies registered in England and Wales or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland

DX ED235 Edinburgh 1
or LP-4 Edinburgh 2

Register of members

If the register of members is not kept at the registered office, state here where it is kept.

Capita Registrars, 34 Beckenham Road

Post town Beckenham

County / Region Kent

UK Postcode BR3 4TU

Register of Debenture holders

If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept.

Post town

County / Region

UK Postcode

Company type

Public limited company

X

Private company limited by shares

Private company limited by guarantee without share capital

Private company limited by shares exempt under section 30

Private company limited by guarantee exempt under section 30

Private unlimited company with share capital

Private unlimited company without share capital

Please tick the appropriate box

Company Secretary

* Voluntary details.
(Please photocopy this area to provide details of joint secretaries).

Name

* Style / Title

Forename(s) Christopher David

Surname Vaughan

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

28 Mill Lane ✓

Post town Gerrards Cross

County / Region Buckinghamshire

UK Postcode SL9 8BA

Country United Kingdom

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

1 1 0 5 1 9 5 3

Forename(s) Michael John

Surname Donovan

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

3564 Fair Oaks Lane, Longboat Key

Post town

County / Region Florida 34228

UK Postcode

Country

Nationality British

Business occupation

Company Director

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

2 5 0 3 1 9 5 3

Forename(s) Stephen Lee

Surname Howard

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

Daljarrock, East Road, St George's Hill

Post town Weybridge

County / Region Surrey

UK Postcode KT13 0LG

Country England

Nationality American / British

Business occupation

Lawyer

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Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day		Month		Year			
1	1	1	1	1	9	4	7

Forename(s) | Hubertus

Surname | Krossa

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† | Panoramaweg 3, 65191 Wiesbaden

Post town |

County / Region |

UK Postcode |

Country | Germany

Nationality | German

Business occupation | Senior Adviser

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day		Month		Year			
1	1	0	5	1	9	6	4

Forename(s) | Duncan Jonathan

Surname | Magrath

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† | Daymer, 22a Long Park

Post town | Amersham

County / Region | Buckinghamshire

UK Postcode | HP6 5LA

Country | England

Nationality | British

Business occupation | Chartered Accountant

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Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day		Month		Year			
1	1	0	2	1	9	5	7

Forename(s) | Steven

Surname | Marshall

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† | Virginia Drive, Wentworth Estate, Virginia Water

Post town | Surrey

County / Region | England

UK Postcode | GU25 4RX

Country |

Nationality | British

Business occupation | Company Director

**Directors**

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Date of birth

Day		Month		Year			
2	7	1	1	1	9	6	3

Forename(s) | Andrew James

Surname | McNaughton

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† | 24 Park Road

Post town | Burgess Hill

County / Region | West Sussex

UK Postcode | RH15 8ET

Country | UK

Nationality | British

Business occupation | Chartered Civil Engineer



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Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year
Date of birth 2 4 0 8 1 9 5 5 ✓

Forename(s) Anthony Leon Philip

Surname Rabin

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† 17 Collingwood Avenue ✓

Post town London

County / Region UK Postcode N10 3EH

Country England Nationality British

Business occupation Chartered Accountant ✓

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year
Date of birth 1 7 0 6 1 9 5 8 ✓

Forename(s) Graham Charles

Surname Roberts

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address †† 6A Lower Belgrave Street ✓

Post town London

County / Region UK Postcode SW1W 0LJ

Country United Kingdom Nationality British

Business occupation Chartered Accountant ✓

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Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

Mr

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

2 1 0 4 1 9 4 7

Forename(s) Gordon Holden

Surname Sage

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

18 Reynolds Close

Post town London

County / Region

UK Postcode NW11 7EA

Country

Nationality British

Business occupation Company Director

Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a

* Voluntary details.

Name

* Style / Title

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year

Date of birth

0 7 0 7 1 9 6 0

Forename(s) Ian Paul

Surname Tyler

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

☐

Address ††

Grasslands, The Ridge

Post town Woldingham

County / Region

Surrey

UK Postcode CR3 7AL

Country

England

Nationality British

Business occupation Chartered Accountant

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Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year
Date of birth 0 9 0 2 1 9 4 7 ✓

Forename(s) Robert Joris Willem

Surname Walvis

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

X

Address †† British Energy, GSO Business Park, East Kilbride ✓

Post town

County / Region

UK Postcode G74 5PG

Country

Nationality Dutch ✓

Business occupation Company Director ✓

Directors

Please list directors in alphabetical order.

* Voluntary details.

Name

* Style / Title

Details of new directors must be notified on form 288a

In the case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.

Day Month Year
Date of birth 2 3 0 7 1 9 5 3 ✓

Forename(s) Peter John Louis

Surname Zinkin

†† Tick the box if the address shown is a service address for the beneficiary of a Confidentiality Order granted under section 723B of the Companies Act 1985. Otherwise, give your usual residential address. In the case of a corporation or Scottish firm, give the registered or principal office address.

Address †† 2 Armitage Road ✓

Post town London

County / Region

UK Postcode NW11 8RA

Country

Nationality British

Business occupation Director of Planning & Development ✓

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Issue share capital

Enter details of all the shares in issue at the date of this return.

Class (e.g. Ordinary/Preference)	Number of shares Issued	Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock)
CUMULATIVE CONVERTIBLE REDEEMABLE PREFERENCE ^{1p.}	111,839,795	£1,118,397.95
ORDINARY ^{50p}	478,065,789	£239,032,894.50
Totals	589,905,584	£240,151,292.45

Traded public companies

A traded public company means a company any of whose shares are shares admitted to trading on a regulated market

Please tick this box if your company was a traded public company at any time during the period of this return

☒**List of past and present shareholders**

(use attached schedule where appropriate)

Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns.

Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns.

Please tick the appropriate box below:

A full list of shareholders for a private or non-traded public company is enclosed. **Please complete Schedule A.**on paper ☐ in another format ☐A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. **Please complete Schedule B.**☐ ☒

A list containing shareholder changes is enclosed

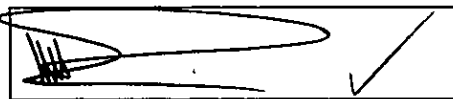
☐ ☐→ For private or non-traded public companies, please complete **Schedule A**→ For traded public companies, please complete **Schedule B**

There were no shareholder changes in this period

☐**Certificate**

I certify that the information given in this return is true to the best of my knowledge and belief.

Signed



Date

22 MAY 2009

† Please delete as appropriate.

† (director / secretary)

When you have signed the return send it with the fee to the Registrar of Companies. Make cheques payable to Companies House.

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

This return includes continuation sheets.
(enter number)

Mr C M Pryce, Assistant Secretary, Balfour Beatty

plc, 130 Wilton Road, SW1V 1LQ

Tel DX number DX exchange

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BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by Balfour Beatty plc and its nominees (%)	Proportion held by subsidiary undertakings and their nominees (%)	Holder
Aberdeen Construction Group Ltd	Scotland	Ordinary	-	100	Mansell plc
Arnpfield Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Asia Trade Development Company Ltd	Thailand	Ordinary	-	100	Balfour Beatty Holdings (Thailand) Company Ltd
Avatar Ltd	England	Ordinary	-	100	Balfour Beatty Property Investments Ltd
Balfour Beatty & Company LLC	Oman	Ordinary	-	49	Balfour Beatty Overseas Ltd
Balfour Beatty Asset & Facilities Management Ltd	England	Ordinary	-	100	Haden Building Services Ltd
Balfour Beatty Australia Pty Ltd	Australia	Ordinary	-	100	BICC Finance BV
Balfour Beatty Bahamas Ltd	Bahamas	Ordinary	-	100	Balfour Beatty Inc
Balfour Beatty Bioscience LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty Building Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Capital GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Balfour Beatty Capital Group Inc	USA	Common	-	100	Balfour Beatty Inc
Balfour Beatty Capital Inc	USA	Common	-	100	Balfour Beatty Capital Group Inc
Balfour Beatty Capital Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty CE Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Chile SA	Chile	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Civil & Construction Plant Services Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Civil Engineering Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Communities LLC	USA	Common	-	100	Balfour Beatty Capital Group Inc
Balfour Beatty Communities TRS Inc	USA	Common	-	100	Balfour Beatty Communities LLC
Balfour Beatty Const Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Construction Company Inc	USA	Common	-	100	Balfour Beatty Group Ltd
Balfour Beatty Construction Group Inc	USA	Common	-	100	Balfour Beatty Construction Group Inc
Balfour Beatty Construction International Ltd	England	Ordinary	-	100	Balfour Beatty Inc
Balfour Beatty Construction LLC	USA	Common	-	100	Balfour Beatty Group Ltd
Balfour Beatty Construction Ltd	Scotland	Ordinary	-	100	Balfour Beatty Construction Group Inc
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 Construction (Thailand) Company Ltd	Thailand	Ordinary	-	100	Balfour Beatty Holdings (Thailand) Company Ltd
Balfour Beatty Employees' Trustees Ltd	Jersey	Ordinary	100	-	-
Balfour Beatty Engineering Solutions Ltd	England	Ordinary	-	100	Birse Construction Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

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 Finance LLC	USA	Common	-	100	Balfour Beatty Inc
Balfour Beatty GmbH	Austria	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Balfour Beatty-Golden Construction Company	USA	Common	-	100	Balfour Beatty Construction Group Inc
Balfour Beatty Group Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty-HKS II LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty-HKS LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty Holdings (Thailand) Company Ltd	Thailand	Ordinary	-	51	Linwood Company Ltd
		Ordinary	-	49	Balfour Beatty Overseas Ltd
Balfour Beatty Homes (Aria) Ltd	England	Ordinary	-	100	Manring Homes Ltd
Balfour Beatty Homes (Avon) Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Balfour Beatty Homes (East Midlands) Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Balfour Beatty Homes Ltd	England	Ordinary	-	100	Manring Homes Ltd
Balfour Beatty Homes (Midlands) Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Balfour Beatty Homes (South Eastern) Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Balfour Beatty Homes (Southern) Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Balfour Beatty Homes (South Western) Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Balfour Beatty Homes (West Midlands) Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Balfour Beatty Inc	USA	Common	-	100	BICC Overseas Investments Ltd
Balfour Beatty Infrastructure Inc	USA	Common	-	100	Balfour Beatty Inc
Balfour Beatty Infrastructure Investments Ltd	England	Ordinary	100	-	
Balfour Beatty Infrastructure Services Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty International Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Investment Holdings Ltd	England	Ordinary	100	-	
Balfour Beatty-Landis LLC No. 1	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty Leasing Inc	USA	Common	-	100	Balfour Beatty Inc
Balfour Beatty-Lee Papa LLC	USA	Common	-	80	Balfour Beatty Construction LLC
Balfour Beatty Management Inc	USA	Common	-	100	Balfour Beatty Inc
Balfour Beatty Management Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Military Housing Construction LLC	USA	Common	-	100	Balfour Beatty Military Housing LLC
Balfour Beatty Military Housing Development LLC	USA	Common	-	100	Balfour Beatty Military Housing LLC

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

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 Military Housing Investments LLC	USA	Common	-	100	Balfour Beatty Communities LLC
Balfour Beatty Military Housing LLC	USA	Common	-	100	Balfour Beatty Communities TRS Inc
Balfour Beatty Military Housing Management LLC	USA	Common	-	100	Balfour Beatty Military Housing LLC
Balfour Beatty-Moseley LLC	USA	Common	-	90	Balfour Beatty Construction LLC
Balfour Beatty Netherlands BV	Netherlands	Ordinary	-	100	Guinea Investments Ltd
Balfour Beatty New Zealand Ltd	New Zealand	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Nominees Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty NV	Netherlands Antilles	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Overseas Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Pension Trust Ltd	England	Ordinary	100	-	
Balfour Beatty Power Construction Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Power Inc	Canada	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Power Networks (Distribution Services) Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Power Networks Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Projects & Engineering Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Property Investments Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Property Ltd	England	Ordinary	100	-	
Balfour Beatty Rail AB	Sweden	Ordinary	100	-	
Balfour Beatty Rail AS	Norway	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail - Caminhos de Ferro SU Lda	Portugal	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail Denmark AS	Denmark	Ordinary	-	100	Balfour Beatty Rail AB
Balfour Beatty Rail Design International Sdn Bhd	Malaysia	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail Geie	Italy	Ordinary	-	50	Balfour Beatty Rail SpA
		Ordinary	-	50	Balfour Beatty Rail GmbH
Balfour Beatty Rail GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Balfour Beatty Rail Iberica SA	Spain	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail Inc	USA	Common	-	100	Balfour Beatty Inc
Balfour Beatty Rail Infrastructure Services Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Investments Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

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 Rail (Mexico) SA de CV	Mexico	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail Plant Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Projects Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Schweiz GmbH	Switzerland	Ordinary	-	100	Balfour Beatty Rail GmbH
Balfour Beatty Rail Signal GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Balfour Beatty Rail SpA	Italy	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail Srl	Romania	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
Balfour Beatty Rail Technologies Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Rail Track Systems Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Refurbishment Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty Residential Estates Ltd	England	Ordinary	100	-	Balfour Beatty Group Ltd
Balfour Beatty SA	France	Ordinary	-	100	Balfour Beatty Overseas Ltd
Balfour Beatty-Smithgroup LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty South East LLC (formerly Balfour Beatty Classrooms LLC)	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Beatty Srl	Italy	Ordinary	-	100	Balfour Beatty Overseas Ltd
Balfour Beatty Thai Ltd	Thailand	Ordinary	-	100	Balfour Beatty Overseas Ltd
Balfour Beatty Transmission Sdn Bhd	Malaysia	Ordinary	-	100	Balfour Beatty Overseas Ltd
Balfour Beatty Utility Solutions Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Beatty WorkPlace Ltd (formerly Haden Building Management Ltd)	England	Ordinary	-	100	Haden Building Services Ltd
Balfour Beatty-Worthgroup LLC	USA	Common	-	100	Balfour Beatty Construction LLC
Balfour Kilpatrick International Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Kilpatrick Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
Balfour Kilpatrick Northern Ireland Ltd	Northern Ireland	Ordinary	-	100	Balfour Beatty Group Ltd
Balken Piling Ltd	England	Ordinary	-	100	Hercules Foundations Ltd
Balvac Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Barnhart Inc	USA	Common	-	100	Heery International Inc
Bayford Builders Ltd	England	Ordinary	-	100	Cowlin Construction Ltd
BBC AF Housing Construction LLC	USA	Common	-	100	Balfour Beatty Communities LLC
BB Indonesia Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

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
BBR Electrification Equipment Trading (Beijing) Ltd	China	Ordinary	-	100	Balfour Beatty Rail GmbH
Bentworth Ltd	Jersey	Ordinary	100	-	
Bical Construction Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
BICC (Blackley) Ltd	England	Ordinary	100	-	
BICC Cables Corporation	USA	Common	-	100	Balfour Beatty Inc
BICC Cables Energia y Comunicaciones SA	Spain	Class I (Ordinary)	-	100	BICC Overseas Investments Ltd
		Class II (Preference)	-	100	BICC Overseas Investments Ltd
		Class III (Preference)	100	-	
BICC Cables Ltd	England	Ordinary	100	-	
BICC Canada Inc	Canada	Common	-	100	BICC Overseas Investments Ltd
		Redeemable Preference	-	100	BICC Overseas Investments Ltd
BICC Finance BV	Netherlands	Ordinary	-	100	Guinea Investments Ltd
BICC Holdings GmbH	Germany	Ordinary	-	100	BICC Overseas Investments Ltd
BICC KWO Kabel GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
BICC Overseas Investments Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd
BICC Sprintchance Ltd	England	Ordinary	100	-	
Bignell & Associates Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Birse Civils Ltd	England	Ordinary	-	100	Birse Construction Ltd
Birse Construction Ltd	England	Ordinary	-	100	Birse Group plc
Birse Developments Ltd	England	Ordinary	-	100	Birse Construction Ltd
Birse Group plc	England	Ordinary	100	-	
Birse Group Services Ltd	England	Ordinary	-	100	Birse Group plc
Birse Homes (London) Ltd	England	Ordinary	-	100	Birse Group plc
Birse Insurance Ltd	Isle of Man	Ordinary	-	100	Birse Group plc
Birse Integrated Solutions Ltd	England	Ordinary	-	100	Birse Construction Ltd
Birse Metro Ltd	England	Ordinary	-	100	Birse Construction Ltd
Birse Properties Ltd	England	Ordinary	-	100	Birse Group plc
Birse Rail Ltd	England	Ordinary	-	100	Birse Construction Ltd
Birse Stadia Ltd	England	Ordinary	-	100	Birse Construction Ltd
Blackpool Airport Ltd	England	Ordinary	-	100	Mansell Build Ltd
Blackpool Airport Properties Ltd	England	Ordinary	-	100	Regional & City Airports (Blackpool) Ltd
		Ordinary	-	100	Regional & City Airports (Blackpool) Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

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
Brooms Ltd	England	Ordinary	100	-	
BPH Equipment Ltd	England	Ordinary	-	100	Birse Group plc
Branlow Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Bruton Investments Ltd	England	Ordinary	100	-	
Burnbank House Ltd	England	Ordinary	-	75	Mansell Construction Services Ltd
Charter Builders Ltd	USA	Common	-	99	Heery Program Management Inc
		Common	-	1	John Mowlem & Co LLC
Chris Britton Consultancy Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
CKC Facilities Group LC	USA	Common	-	60	Balfour Beatty Construction LLC
Clarke Securities Ltd	England	Ordinary	100	-	
Colledge, Trundle & Hall Ltd	England	Ordinary	-	100	Balfour Beatty Group 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 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
Construcciones Balfour Beatty de Venezuela CA	Venezuela	Ordinary	-	100	Balfour Beatty Overseas Ltd
Construct HR Ltd	England	Ordinary	-	100	Birse Group plc
Covion Holdings Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Covion Ltd	England	Ordinary	-	100	Covion Holdings Ltd
Cowlin Construction Ltd	England	Ordinary	-	100	Cowlin Management Ltd
Cowlin Developments Ltd	England	Ordinary	-	100	Cowlin Construction Ltd
Cowlin Group Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Cowlin Management Ltd	England	Ordinary	-	100	Cowlin Group Ltd
Cruickshanks Ceylon (Pte) Ltd	Sri Lanka	Ordinary	-	100	Cruickshanks Ltd
Cruickshanks Ltd	Scotland	Ordinary	100	-	
D & D Ltd	England	Ordinary	-	100	Dean & Dyball Estates Ltd
Dean & Dyball Civil Engineering Ltd (formerly Dean & Dyball Construction Ltd)	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Dean & Dyball Developments Ltd	England	Ordinary	-	100	Balfour Beatty Property Investments Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

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
Dean & Dyball Estates Ltd	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Dean & Dyball Homes Ltd	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Dean & Dyball Investments Ltd	England	Ordinary	-	100	Dean & Dyball Ltd
Dean & Dyball Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Dean & Dyball Management Ltd	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Dean & Dyball Marinas Ltd	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Dean & Dyball Marine Ltd	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Dean & Dyball Projects Ltd	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Dean & Dyball Rail Ltd	England	Ordinary	-	100	Dean & Dyball Civil Engineering Ltd
Dean & Dyball RSB Ltd	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Dean & Dyball Workforce Ltd	England	Ordinary	-	100	Dean & Dyball Investments Ltd
Delphian Insurance Company Ltd	Isle of Man	Ordinary	100	-	
Devonshire House Netherlands Ltd	Scotland	Ordinary	-	100	BICC Finance BV
Dooley Construction LP	USA	Common	-	85	Balfour Beatty Construction LLC
		Common	-	15	Balfour Beatty Construction Company Inc
Duncan Watson Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Eastern Infrastructure Maintenance Company Ltd	England	Ordinary	-	100	EIMCO Ltd
Edgar Allen Engineering Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Edgar Allen Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
EIMCO Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Engineering & Power Development (Nigeria) Ltd	Nigeria	Ordinary	-	60	Balfour Beatty Overseas Ltd
Eprop.com Ltd	England	Ordinary	-	100	Mansell plc
Fielden & Ashworth Ltd	England	Ordinary	-	100	Mayfair Place Investments Ltd
Frank Pearce (Tugs) Ltd	England	Ordinary	-	100	Dean & Dyball Marine Ltd
GHQ Company Inc	USA	Common	-	60	Balfour Beatty Construction LLC
		Common	-	20	Balfour Beatty Construction Company Inc
		Common	-	20	Balfour Beatty-Golden Construction Company
GN Haden & Sons Ltd	England	Ordinary	-	100	Haden Young Ltd
Grant Road Garage Ltd	England	Ordinary	-	100	Mansell plc
Guinea Investments Ltd	England	Ordinary	-	100	Balfour Beatty Investment Holdings Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by Balfour Beatty plc and its nominees (%)	Proportion held by subsidiary undertakings and their nominees (%)	Holder
Haden Building Mgt. (2008) Ltd (formerly Haden Facilities Management Ltd)	England	Ordinary	-	100	Haden Building Services Ltd
Haden Building Services Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Haden Maintenance Ltd	England	Ordinary	-	100	Haden Building Services Ltd
Haden Young Ltd	England	Ordinary	-	100	Haden Building Services Ltd
Hall & Tawse City Ltd	England	Ordinary	-	100	Hall & Tawse South Ltd
Hall & Tawse East Anglia Ltd	England	Ordinary	-	100	Mansell Construction Services Ltd
Hall & Tawse Group Ltd	England	Ordinary	-	100	Aberdeen Construction Group Ltd
Hall & Tawse Ltd	Scotland	Ordinary	-	100	Mansell Construction Services Ltd
Hall & Tawse South Ltd	England	Ordinary	-	100	Hall & Tawse Group Ltd
Hall & Tawse Western Ltd	England	Ordinary	-	100	Mansell Construction Services Ltd
Halico 1173 Ltd	England	Ordinary	-	100	Stent Foundations Ltd
Heery America Inc	USA	Common	-	100	Heery International Inc
Heery Architects & Engineers Inc	USA	Common	-	100	Heery International Inc
Heery Architects & Engineers Ltd	England	Ordinary	-	100	Heery Holdings Ltd
Heery Engineering Inc	USA	Common	-	100	Heery International Inc
Heery Holdings Ltd	England	Ordinary	100	-	
Heery International Inc	USA	Common	-	100	Balfour Beatty Inc
Heery International Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Heery Program Management Inc	USA	Common	-	100	Heery International Inc
Heery Program Management Ltd	England	Ordinary	-	100	Heery Holdings Ltd
Hercules Foundations Ltd	England	Ordinary	-	100	Stent Foundations Ltd
Hercules Piling Ltd	England	Ordinary	-	100	Stent Foundations Ltd
Herkules Piling Ltd	Scotland	Ordinary	-	100	Hercules Foundations Ltd
Homeswood Developments Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Insight Information Solutions Ltd	England	Ordinary	-	100	Birse Group plc
Island Builders Group Ltd	England	Ordinary	-	100	Mansell plc
Island Builders Ltd	England	Ordinary	-	100	Mansell plc
IT Incorporated Ltd	England	Ordinary	-	100	Birse Group plc
IVV Ingenieurgesellschaft für Verkehrsplanung und Verkehrssicherung GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

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
James Kilpatrick (Overseas) Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Jatron Construction Sdn Bhd	Malaysia	Ordinary	-	100	Balfour Beatty Overseas Ltd
JC Barker & Sons Ltd	England	Ordinary	-	100	Manring Homes Ltd
JCM Group	USA	Common	-	100	Heery International Inc
J Jeffreys & Company Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
John Kennedy (Civil Engineering) Ltd	England	Ordinary	-	100	John Kennedy (Holdings) Ltd
John Kennedy (Holdings) Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
John Mowlem & Co LLC	USA	Common	-	100	Heery Program Management Inc
JumboTec GmbH	Germany	Ordinary	-	100	Schreck-Mieves GmbH
JumboTec Nordic AB	Sweden	Ordinary	-	100	JumboTec GmbH
Kenton Utilities & Developments (Ireland) Ltd	Ireland	Ordinary	-	100	Balfour Beatty Group Ltd
Kenton Utility Service Management Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Kirby MacLean Ltd	England	Ordinary	-	100	Mansell Construction Services Ltd
Laser Rail Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Linwood Company Ltd	Thailand	Ordinary	-	100	Balfour Beatty Overseas Ltd
Loundsdale Electric Ltd	Scotland	Ordinary	-	100	Balfour Beatty Group Ltd
Manring Homes Ltd	England	Ordinary	-	100	Clarke Securities Ltd
Mansell Build Ltd	England	Ordinary	-	100	Birse Construction Ltd
Mansell Construction Services Ltd	England	Ordinary	-	100	Mansell plc
Mansell Group Ltd	England	Ordinary	-	100	Mansell plc
Mansell Maintenance Ltd	England	Ordinary	-	85	Sunny Mount Ltd
			-	15	Mansell plc
			-	100	Mansell plc
Mansell Maintenance Services Ltd	England	Ordinary	-	100	Hall & Tawse Ltd
Mansell North East Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Mansell plc	England	Ordinary	-	100	Mansell plc
Mansell Property Investments Ltd	England	Ordinary	-	100	Bruton Investments Ltd
Mayfair Place Investments Ltd	England	Ordinary	-	100	Birse Group plc
Minerva Creative Solutions Ltd	England	Ordinary	-	100	Balfour Beatty Inc
National Engineering & Contracting Company	USA	Common	-	100	National Engineering & Contracting Company
National Engineering & Technical Company	USA	Common	-	100	National Engineering & Contracting Company
Network Plant Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

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
Network Plant (Midlands) Ltd	England	Ordinary	-	100	Network Plant Ltd
New Start Ventures Ltd	England	Ordinary	-	100	Balfour Beatty WorkPlace Ltd
Painter Brothers Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Pennine Projects Ltd	England	Ordinary	-	100	Hallco 1173 Ltd
Pennine Vibropiling Ltd	England	Ordinary	-	100	Stent Foundations Ltd
Pipeline Consultants Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Power Transmission Ltd	England	Ordinary	-	100	
Pratten Construction Ltd	England	Ordinary	100	-	
Projektmanagement Consult GmbH	England	Ordinary	-	100	Cowlin Construction Ltd
Propdotcom Ltd	Germany	Ordinary	-	100	Balfour Beatty Rail Signal GmbH
Raynesway Construction Ltd	England	Ordinary	-	100	Mansell plc
Regional & City Airports (Blackpool) Holdings Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Regional & City Airports (Blackpool) Ltd	England	Ordinary	-	90	Balfour Beatty Infrastructure Investments Ltd
R Mansell (City) Ltd	England	Ordinary	-	99	Regional & City Airports (Blackpool) Holdings Ltd
R Mansell (Croydon) Ltd	England	Ordinary	-	100	Mansell plc
R Mansell (Developments) Ltd	England	Ordinary	-	100	Mansell plc
R Mansell (Homes) Ltd	England	Ordinary	-	100	Mansell plc
R Mansell (Lettings) Ltd	England	Ordinary	-	100	Mansell plc
R Mansell Ltd	England	Ordinary	-	100	Mansell Property Investments Ltd
R Mansell (Plant Hire) Ltd	England	Ordinary	-	100	Mansell plc
R Mansell (Properties) Ltd	England	Ordinary	-	100	Mansell Property Investments Ltd
R Mansell (Westminster) Ltd	England	Ordinary	-	100	Mansell plc
Samuel Wren & Sons Ltd	England	Ordinary	-	100	Cowlin Construction Ltd
Schreck-Mieves BV	Netherlands	Ordinary	-	100	Schreck-Mieves GmbH
Schreck-Mieves GmbH	Germany	Ordinary	-	100	BICC Holdings GmbH
Schreck-Mieves Sp zoo	Poland	Ordinary	-	100	Schreck-Mieves GmbH
SEIMCO Ltd	England	Ordinary	-	100	Balfour Beatty Rail Investments Ltd
Sequeira & Gavarette Inc	USA	Ordinary	-	100	Heery International Inc
SHW Weichenbau GmbH	Germany	Ordinary	-	100	Schreck-Mieves GmbH
Simplify Services GmbH	Germany	Ordinary	-	100	Schreck-Mieves GmbH
South East Infrastructure Maintenance Company Ltd	England	Ordinary	-	100	SEIMCO Ltd

BALFOUR BEATTY GROUP SUBSIDIARY COMPANIES AT 24 APRIL 2009

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by		Holder
			Balfour Beatty plc and its nominees (%)	Proportion held by subsidiary undertakings and their nominees (%)	
Southern Track Renewals Company Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Stent Foundations Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Stratton Electrical Ltd	England	Ordinary	-	100	Cowlin Construction Ltd
Sunderland Streetlighting Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
Sunny Mount Ltd	England	Ordinary	-	100	Mansell plc
Taylor, Phillips & Company Ltd	England	Ordinary	-	100	Mansell plc
Testing and Analysis Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
The Telegraph Construction and Maintenance Company Ltd	England	Ordinary	-	100	Armpledge Ltd
Traffic Flow Ltd	England	Ordinary	-	100	Birse Group plc
Transform Schools (Knowsley) Holdings Ltd	England	Ordinary	-	100	Balfour Beatty Infrastructure Investments Ltd
Transform Schools (Knowsley) Intermediate Ltd	England	Ordinary	-	100	Transform Schools (Knowsley) Holdings Ltd
Transform Schools (Knowsley) Ltd	England	Ordinary	-	100	Transform Schools (Knowsley) Holdings Ltd
Tri-State Steel Construction Inc	USA	Common	-	100	National Engineering & Contracting Company
Walgrave Group Ltd	England	Ordinary	-	100	Balfour Beatty Group Ltd
William Cowlin (Holdings) Ltd	England	Ordinary	-	100	Cowlin Management Ltd

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2009

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by Balfour Beatty plc and its nominees (%)	Proportion held by subsidiary undertakings and their nominees (%)	Holder
Aberdeen Environmental Services (Holdings) Ltd	Scotland	Ordinary	-	45	Balfour Beatty Infrastructure Investments Ltd
Aberdeen Environmental Services Ltd	Scotland	Ordinary	-	100	Aberdeen Environmental Services (Holdings) Ltd
Alderley Birse Alliance Ltd	England	Ordinary	-	50	Balfour Beatty Engineering Solutions Ltd
Balfour Beatty Abu Dhabi LLC	UAE	Ordinary	-	100	Dutco Balfour Beatty LLC
Balfour Beatty Construction/Schenkel Shultz Design/Builders LC	USA	Common	-	50	Balfour Beatty Construction LLC
Balfour Beatty Mendes Junior Ltda	Chile	Ordinary	-	50	Balfour Beatty GmbH (Austria)
Balfour Beatty Rail Sdn Bhd	Malaysia	Ordinary	-	49	Balfour Beatty Investment Holdings Ltd
Balfour Beatty-Maju Sdn Bhd	Malaysia	Ordinary	-	49	Balfour Beatty Overseas Ltd
Balfour Concord Property Management LLC	USA	Common	-	50	Balfour Beatty Construction LLC
BaoDeLi Ltd	China	Ordinary	-	25	Balfour Beatty Rail GmbH
Barking Power Ltd	England	Ordinary	-	51	Thames Power Ltd
BBA Systems JV Sdn Bhd	Malaysia	Ordinary	-	60	Balfour Beatty Rail Sdn Bhd
BK Gulf LLC	UAE	Ordinary	-	49	Balfour Beatty Netherlands BV
BK Gulf-Nass Contracting WLL	UAE	Ordinary	-	60	BK Gulf LLC
Bombardier Balfour Beatty AB	Sweden	Ordinary	-	49	Balfour Beatty Rail AB
CEPER Inmobiliaria SA	Peru	Ordinary	-	50	BICC Cables Energia y Comunicaciones SA
Community Commitment Group Builders LLC	USA	Common	-	40	Balfour Beatty Construction LLC
Connect A30/A35 Ltd	England	Ordinary	-	100	Connect Roads Ltd
Connect A50 Ltd	England	Ordinary	-	100	Connect Roads Ltd
Connect M1-A1 Holdings Ltd	England	Ordinary	50	-	
Connect M1-A1 Ltd	England	Ordinary	-	100	Connect M1-A1 Holdings Ltd
Connect M77/GSO Holdings Ltd	England	Ordinary	-	85	Balfour Beatty Infrastructure Investments Ltd
Connect M77/GSO plc	England	Ordinary	-	100	Connect M77/GSO Holdings Ltd
Connect Road Operators Ltd	England	Ordinary	-	100	Connect Roads Ltd
Connect Roads Ltd	England	Ordinary	85	-	
Consort Healthcare (Birmingham) Funding plc	England	Ordinary	-	100	Consort Healthcare (Birmingham) Holdings Ltd
Consort Healthcare (Birmingham) Holdings Ltd	England	Ordinary	-	40	Balfour Beatty Infrastructure Investments Ltd
Consort Healthcare (Birmingham) Intermediate Ltd	England	Ordinary	-	40	Balfour Beatty Infrastructure Investments Ltd
Consort Healthcare (Birmingham) Ltd	England	Ordinary	-	100	Consort Healthcare (Birmingham) Holdings Ltd
Consort Healthcare (Blackburn) Funding plc	England	Ordinary	-	100	Consort Healthcare (Blackburn) Holdings Ltd
Consort Healthcare (Blackburn) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2009

Name of undertaking	Country of registration or incorporation	Class of capital	Proportion held by		Holder
			Balfour Beatty plc and its nominees (%)	Proportion held by subsidiary undertakings and their nominees (%)	
Consort Healthcare (Blackburn) Intermediate Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Consort Healthcare (Blackburn) Ltd	England	Ordinary	-	100	Consort Healthcare (Blackburn) Holdings Ltd
Consort Healthcare (Durham) Holdings Ltd	England	Ordinary	50	-	
Consort Healthcare (Durham) Ltd	England	Ordinary	-	100	Consort Healthcare (Durham) Holdings Ltd
Consort Healthcare (Edinburgh Royal Infirmary) Finance Ltd	Scotland	Ordinary	-	100	Consort Healthcare (Edinburgh Royal Infirmary) Investments Ltd
Consort Healthcare (Edinburgh Royal Infirmary) Holdings Ltd	Scotland	Ordinary	42.5	31.4	Balfour Beatty Infrastructure Investments Ltd
Consort Healthcare (Edinburgh Royal Infirmary) Investments Ltd	Scotland	Ordinary	-	100	Consort Healthcare (Edinburgh Royal Infirmary) Holdings Ltd
Consort Healthcare (Edinburgh Royal Infirmary) Ltd	Scotland	Ordinary	-	100	Consort Healthcare (Edinburgh Royal Infirmary) Investments Ltd
Consort Healthcare (Mid Yorkshire) Funding plc	England	Ordinary	-	100	Consort Healthcare (Mid Yorkshire) Holdings Ltd
Consort Healthcare (Mid Yorkshire) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Consort Healthcare (Mid Yorkshire) Intermediate Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Consort Healthcare (Mid Yorkshire) Ltd	England	Ordinary	-	100	Consort Healthcare (Mid Yorkshire) Holdings Ltd
Consort Healthcare (Salford) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Consort Healthcare (Salford) Intermediate Ltd	England	Ordinary	-	100	Consort Healthcare (Salford) Holdings Ltd
Consort Healthcare (Salford) plc	England	Ordinary	-	100	Consort Healthcare (Salford) Holdings Ltd
Consort Healthcare (Tameside) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Consort Healthcare (Tameside) Intermediate Ltd	England	Ordinary	-	100	Consort Healthcare (Tameside) Holdings Ltd
Consort Healthcare (Tameside) plc	England	Ordinary	-	100	Consort Healthcare (Tameside) Holdings Ltd
Dutco Balfour Beatty LLC	UAE	Ordinary	-	49	Balfour Beatty Netherlands BV
Dutco Construction Co LLC	UAE	Ordinary	-	49	Balfour Beatty Netherlands BV
Dutco Tunnelling Co LLC	UAE	Ordinary	-	49	Balfour Beatty Netherlands BV
EDF Energy Powerlink Ltd	England	Ordinary	-	10	Balfour Beatty Infrastructure Investments Ltd
Exeter and Devon Airport Ltd	England	Ordinary	-	100	Regional & City Airports (Exeter) Ltd
Gammon Asia Ltd	British Virgin Islands	Ordinary	-	50	Balfour Beatty Investment Holdings Ltd
Gammon Capital (West) Holdings Pte Ltd	Singapore	Ordinary	-	100	Gammon Investments Pte Ltd
Gammon Capital (West) Pte Ltd	Singapore	Ordinary	-	100	Gammon Capital (West) Holdings Pte Ltd
Gammon China Ltd	Hong Kong	Ordinary	-	50	Balfour Beatty Investment Holdings Ltd

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2009

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
Gammon Construction Holdings Ltd	British Virgin Islands	Ordinary	-	100	Gammon China Ltd
Gammon Construction Ltd	Hong Kong	Ordinary	-	100	Gammon China Ltd
		Non-voting	Deferred	50	Balfour Beatty Investment Holdings Ltd
Gammon Investments Pte Ltd	Singapore	Ordinary	-	50	Balfour Beatty Netherlands BV
GMH Military Housing – Navy Southeast LLC	USA	Common	-	10	Balfour Beatty Construction LLC
Health Management (UCLH) Holdings Ltd	England	Ordinary	-	33.3	Balfour Beatty Infrastructure Investments Ltd
Health Management (UCLH) plc	England	Ordinary	-	100	Health Management (UCLH) Holdings Ltd
InoSig GmbH	Germany	Ordinary	-	50	Balfour Beatty Rail GmbH
JumboRail GmbH	Germany	Ordinary	-	50	JumboTec GmbH
JumboTec Service ooo	Russia	Ordinary	-	40	JumboTec GmbH
Kerjaya Balfour Beatty Cementation Sdn Bhd	Malaysia	Ordinary	-	35	Balfour Beatty Overseas Ltd
Knightsbridge Residential Ltd	England	Ordinary	-	50	Balfour Beatty Group Ltd
Metronet Rail BCV Finance plc	England	Ordinary	-	100	Metronet Rail BCV Holdings Ltd
Metronet Rail BCV Holdings Ltd	England	Ordinary	-	20	Balfour Beatty Infrastructure Investments Ltd
Metronet Rail BCV Intermediate Ltd	England	Ordinary	-	100	Metronet Rail BCV Holdings Ltd
Metronet Rail BCV Ltd	England	Ordinary	-	100	Metronet Rail BCV Holdings Ltd
Metronet Rail SSL Finance plc	England	Ordinary	-	100	Metronet Rail SSL Holdings Ltd
Metronet Rail SSL Holdings Ltd	England	Ordinary	-	20	Balfour Beatty Infrastructure Investments Ltd
Metronet Rail SSL Intermediate Ltd	England	Ordinary	-	100	Metronet Rail SSL Holdings Ltd
Metronet Rail SSL Ltd	England	Ordinary	-	100	Metronet Rail SSL Holdings Ltd
Metronet REW Ltd	England	Ordinary	-	100	Metronet Rail SSL Ltd
Metronet TMU Ltd	England	Ordinary	-	100	Metronet Rail BCV Ltd
Middle East Scaffolding LLC	UAE	Ordinary	-	100	Dutco Construction Co LLC
Monteray Ltd	England	Ordinary	-	24.5	Balfour Beatty Workplace Ltd
Pevensey Coastal Defence Ltd	England	Ordinary	-	25	Dean & Dyball Investments Ltd
Power Asset Development Company Ltd	England	Ordinary	-	25	Balfour Beatty Infrastructure Investments Ltd
Power Transmission Gulf LLC	UAE	Ordinary	-	100	BK Gulf LLC
PT Balfour Beatty Sakti Indonesia	Indonesia	Ordinary	-	49	Balfour Beatty Overseas Ltd
Regional & City Airports (Exeter) Holdings Ltd	England	Ordinary	-	60	Balfour Beatty Infrastructure Investments Ltd
Regional & City Airports (Exeter) Ltd	England	Ordinary	-	100	Regional & City Airports (Exeter) Holdings Ltd

BALFOUR BEATTY GROUP ASSOCIATED COMPANIES AT 24 APRIL 2009

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
Romec Ltd	England	Ordinary	-	49	Balfour Beatty WorkPlace Ltd
Romec Services Ltd	England	Ordinary	-	100	Romec Ltd
Signalling Solutions Ltd	England	Ordinary	-	50	Balfour Beatty Group Ltd
Thames Power Ltd	England	Ordinary	50	-	
Thames Power Services Ltd	England	Ordinary	-	100	Thames Power 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
Trans4m Ltd	England	Ordinary	-	25	Balfour Beatty Group Ltd
Transform Schools (Bassetlaw) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Transform Schools (Bassetlaw) Ltd	England	Ordinary	-	100	Transform Schools (Bassetlaw) Holdings Ltd
Transform Schools (Birmingham) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Transform Schools (Birmingham) Ltd	England	Ordinary	-	100	Transform Schools (Birmingham) Holdings Ltd
Transform Schools (North Lanarkshire) Funding plc	England	Ordinary	-	100	Transform Schools (North Lanarkshire) Holdings Ltd
Transform Schools (North Lanarkshire) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Transform Schools (North Lanarkshire) Intermediate Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Transform Schools (North Lanarkshire) Ltd	England	Ordinary	-	100	Transform Schools (North Lanarkshire) Holdings Ltd
Transform Schools (Rotherham) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Transform Schools (Rotherham) Ltd	England	Ordinary	-	100	Transform Schools (Rotherham) Holdings Ltd
Transform Schools (Stoke) Holdings Ltd	England	Ordinary	-	50	Balfour Beatty Infrastructure Investments Ltd
Transform Schools (Stoke) Ltd	England	Ordinary	-	100	Transform Schools (Stoke) Holdings Ltd
University Hotel Partners LLC	USA	Common	-	49	Balfour Beatty Construction LLC

FORM ML8 (03/07)
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COMPANY NUMBER – 395826**

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