



**BLUEPRINT**  
Company Secretary

Please complete in typescript,  
or in bold black capitals.

CHFP055

HSBC  
#195X13  
51875

**363a**

## Annual Return

**Company Number** 1198315

**Company Name in full** Balfour Beatty Investment Holdings Limited

### Date of this return

The information in this return is made up to

| Day |   | Month |   | Year |   |   |   |
|-----|---|-------|---|------|---|---|---|
| 3   | 1 | 0     | 5 | 2    | 0 | 0 | 1 |

### 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.

Fourth Floor

130 Wilton Road

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

Post town London

County / Region

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.



A49  
COMPANIES HOUSE  
COMPANIES HOUSE

0295  
21/06/01  
09/06/01

Form revised September 1999

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 235 Edinburgh**

## Register of members

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

Post town

County / Region

UK Postcode

## 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

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

|                                     |
|-------------------------------------|
| <input type="checkbox"/>            |
| <input checked="" type="checkbox"/> |
| <input type="checkbox"/>            |
| <input type="checkbox"/>            |
| <input type="checkbox"/>            |
| <input type="checkbox"/>            |
| <input type="checkbox"/>            |

Please tick the appropriate box

## Company Secretary

Details of a new company secretary must be notified on form 288a.

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

Name

\* Style / Title

Forename(s)

\* Voluntary details.

Surname

Bnoms Limited

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

Address

Fourth Floor

130 Wilton Road

Post town

London

County / Region

UK Postcode

SW1V 1LQ

Country

England

**Usual residential address** must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

## Directors

Please list directors in alphabetical order.

Details of new directors must be notified on form 288a.

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

Name \* Style / Title \_\_\_\_\_

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

Forename(s) Paul William

Surname Goldsmith

### Address

102 Fawnbrake Avenue

**Usual residential address** must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

Herne Hill

Post town London

County / Region UK Postcode SE24 0BZ

Country England Nationality British

Business occupation Chartered Accountant

\* Voluntary details.

Name \* Style / Title \_\_\_\_\_

**Directors** 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 9 1 9 5 5

Forename(s) Francis Declan Finbar Tempany

Surname McCormack

### Address

Brook House

**Usual residential address** must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address.

13 Mead Road

Post town Cranleigh

County / Region Surrey UK Postcode GU6 7BG

Country England Nationality Irish

Business occupation Solicitor

**Issued 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)

|                     |             |                  |
|---------------------|-------------|------------------|
| 'A' Ordinary shares | 99,998      | £99,998.000      |
| 'B' Ordinary shares | 199,832,337 | £199,832,337.000 |
| Deferred shares     | 2           | £2.000           |
|                     |             |                  |
| <b>Totals</b>       | 199,932,337 | £199,932,337.000 |

**List of past and present shareholders**

(Use attached schedule where appropriate)

A full list is required if one was not included with either of the last two returns.

There were no changes in the period



on paper      in another format

A list of changes is enclosed

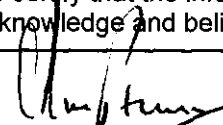


A full list of shareholders is enclosed

**Certificate**

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

**Signed**



**Date**

**07 JUN 2001**

† Please delete as appropriate.

† a director ~~/secretary~~

When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to **Companies House**.

This return includes  continuation sheets.  
(enter number)

Please give the name, address, telephone number, and if available, a DX number and Exchange, for the person Companies House should contact if there is any query.

Secretarial Department, Balfour Beatty plc, 130 Wilton Road, SW1V

1LQ

Tel

DX number 110050

DX exchange Victoria 9

**Directors** (Continued)

Details of new directors must be notified on form 288a.

Please list directors in alphabetical order.

|                                                                                                                              |                          |             |         |   |   |   |   |   |
|------------------------------------------------------------------------------------------------------------------------------|--------------------------|-------------|---------|---|---|---|---|---|
| <b>Name</b>                                                                                                                  | * Style / Title          |             |         |   |   |   |   |   |
| <b>Directors</b> 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    |   |   |   |   |   |
|                                                                                                                              | 0                        | 9           | 0       | 5 | 1 | 9 | 4 | 7 |
| Forename(s)                                                                                                                  | Christopher Rait O'Neill |             |         |   |   |   |   |   |
| Surname                                                                                                                      | Pearson                  |             |         |   |   |   |   |   |
| <b>Address</b>                                                                                                               |                          |             |         |   |   |   |   |   |
| Shirley House                                                                                                                |                          |             |         |   |   |   |   |   |
| 5 West Walks                                                                                                                 |                          |             |         |   |   |   |   |   |
| Post town                                                                                                                    | Dorchester               |             |         |   |   |   |   |   |
| County / Region                                                                                                              | Dorset                   | UK Postcode | DT1 1RE |   |   |   |   |   |
| Country                                                                                                                      |                          | Nationality | British |   |   |   |   |   |
| Business occupation                                                                                                          | Solicitor                |             |         |   |   |   |   |   |

\* Voluntary details.

|                                                                                                                                                   |                     |             |                    |   |   |   |   |   |
|---------------------------------------------------------------------------------------------------------------------------------------------------|---------------------|-------------|--------------------|---|---|---|---|---|
| <b>Name</b>                                                                                                                                       | * Style / Title     |             |                    |   |   |   |   |   |
| <b>Directors</b> 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               |   |   |   |   |   |
|                                                                                                                                                   | 3                   | 0           | 0                  | 1 | 1 | 9 | 6 | 3 |
| Forename(s)                                                                                                                                       | Colin Michael       |             |                    |   |   |   |   |   |
| Surname                                                                                                                                           | Pryce               |             |                    |   |   |   |   |   |
| <b>Address</b>                                                                                                                                    |                     |             |                    |   |   |   |   |   |
| 39c Albert Road                                                                                                                                   |                     |             |                    |   |   |   |   |   |
| <b>Usual residential address</b> must be given. In the case of a corporation or a Scottish firm, give the registered or principal office address. |                     |             |                    |   |   |   |   |   |
| Post town                                                                                                                                         | London              |             |                    |   |   |   |   |   |
| County / Region                                                                                                                                   |                     | UK Postcode | SE25 4JD           |   |   |   |   |   |
| Country                                                                                                                                           | England             | Nationality | British / Jamaican |   |   |   |   |   |
| Business occupation                                                                                                                               | Chartered Secretary |             |                    |   |   |   |   |   |

**BALFOUR BEATTY INVESTMENT HOLDINGS LIMITED**

**PARTICULARS OF HOLDINGS IN ASSOCIATED UNDERTAKINGS AND OTHER SIGNIFICANT HOLDINGS PURSUANT TO SECTION 231 OF THE COMPANIES ACT 1985  
AT 31 MAY 2001**

| Name of Undertaking                                | Country of Registration or Incorporation | Class of Capital | Proportion held by Balfour Beatty Investment Holdings Limited and its Nominees % | Proportion held by Holders and their Nominees |                                         |
|----------------------------------------------------|------------------------------------------|------------------|----------------------------------------------------------------------------------|-----------------------------------------------|-----------------------------------------|
|                                                    |                                          |                  |                                                                                  | %                                             | Holder                                  |
| Abamar Housing & Development Inc                   | US Virgin Islands                        | Common           | -                                                                                | 49                                            | Balfour Beatty Inc                      |
| Anglo Japanese Airport Consortium Sdn Bhd          | Malaysia                                 | Ordinary         | -                                                                                | 37.5                                          | Balfour Beatty Overseas Ltd             |
| Balfour Beatty Abu Dhabi LLC                       | UAE                                      | Ordinary         | -                                                                                | 49                                            | Balfour Beatty Overseas Ltd             |
| Balfour Beatty Construction Nigeria Ltd            | Nigeria                                  | Ordinary         | -                                                                                | 40                                            | Balfour Beatty Overseas Ltd             |
| Balfour Beatty Maju Sdn Bhd                        | Malaysia                                 | Ordinary         | -                                                                                | 49                                            | Balfour Beatty Overseas Ltd             |
| Balfour Beatty Rail Sdn Bhd                        | Malaysia                                 | Ordinary         | 49                                                                               | -                                             |                                         |
| BBR Holdings Ltd                                   | England                                  | Ordinary         | -                                                                                | 49                                            | BICC Cables Corporation                 |
| BBR (Services) Ltd                                 | Scotland                                 | Ordinary         | -                                                                                | 100                                           | BBR Holdings Ltd                        |
| BBSEI Ltd                                          | Hong Kong                                | Ordinary         | -                                                                                | 50                                            | Balfour Beatty Overseas Ltd             |
| CEPER Inmobiliaria SA                              | Peru                                     | Ordinary         | -                                                                                | 50                                            | BICC Cables Energia y Comunicaciones SA |
| Dubai Cable Company (Pre) Ltd                      | UAE                                      | Ordinary         | -                                                                                | 30                                            | BICC Finance BV                         |
| Dutco Balfour Beatty Ltd                           | Qatar                                    | Ordinary         | -                                                                                | 10                                            | Dutco Balfour Beatty LLC                |
| Engineering & Construction Corporation of Asia     | Philippines                              | Ordinary         | -                                                                                | 100                                           | First Philippine Balfour Beatty Inc     |
| First Philippine Balfour Beatty Inc                | Philippines                              | Ordinary         | -                                                                                | 40                                            | Balfour Beatty Overseas Ltd             |
| Forthspan Ltd                                      | Scotland                                 | Ordinary         | -                                                                                | 50                                            | Balfour Beatty Group Ltd                |
| Fuller Warren Charter Services Inc                 | USA                                      | Common           | -                                                                                | 25                                            | Balfour Beatty Construction Inc         |
| Garanti Balfour Beatty Insaat Sanayi ve Ticaret AS | Turkey                                   | Ordinary         | -                                                                                | 49.2                                          | Balfour Beatty Overseas Ltd             |
| Heery Professional Services SA                     | Spain                                    | Ordinary         | -                                                                                | 60                                            | Balfour Beatty Overseas Ltd             |
| Kerjaya Balfour Beatty Cementation Sdn Bhd         | Malaysia                                 | Ordinary         | -                                                                                | 35                                            | Balfour Beatty Overseas Ltd             |

**BALFOUR BEATTY INVESTMENT HOLDINGS LIMITED**

**PARTICULARS OF HOLDINGS IN ASSOCIATED UNDERTAKINGS AND OTHER SIGNIFICANT HOLDINGS PURSUANT TO SECTION 231 OF THE COMPANIES ACT 1985  
AT 31 MAY 2001**

| Name of Undertaking               | Country of<br>Registration<br>or<br>Incorporation | Class of Capital | Proportion<br>held by<br>Balfour Beatty<br>Investment<br>Holdings<br>Limited and<br>its Nominees<br>% | Proportion held by Holders<br>and their Nominees |                               |
|-----------------------------------|---------------------------------------------------|------------------|-------------------------------------------------------------------------------------------------------|--------------------------------------------------|-------------------------------|
|                                   |                                                   |                  |                                                                                                       | %                                                | Holder                        |
| Knightsbridge Residential Ltd     | England                                           | Ordinary         | -                                                                                                     | 50                                               | Balfour Beatty Group Ltd      |
| Locamotion Control Systems BV     | Netherlands                                       | Ordinary         | -                                                                                                     | 45.5                                             | Balfour Beatty Overseas Ltd   |
| M&V Woodcraft Ltd                 | England                                           | Ordinary         | -                                                                                                     | 50                                               | Balfour Beatty Group Ltd      |
| Monteray Ltd                      | England                                           | Ordinary         | -                                                                                                     | 24.5                                             | Haden Building Management Ltd |
| Plant Suppliers Ltd               | Jersey                                            | Ordinary         | -                                                                                                     | 50                                               | Balfour Beatty Overseas Ltd   |
| PT Balfour Beatty Sakti Indonesia | Indonesia                                         | Ordinary         | -                                                                                                     | 49                                               | Balfour Beatty Overseas Ltd   |
| Roland Way Developments Ltd       | England                                           | Ordinary         | -                                                                                                     | 50                                               | Balfour Beatty Group Ltd      |
| Zubair Kilpatrick LLC             | Oman                                              | Ordinary         | -                                                                                                     | 49                                               | Balfour Beatty Overseas Ltd   |

**BALFOUR BEATTY INVESTMENT HOLDINGS LIMITED**

**PARTICULARS OF HOLDINGS IN SUBSIDIARY UNDERTAKINGS PURSUANT TO SECTION 231 OF THE COMPANIES ACT 1985  
AT 31 MAY 2001**

| Name of Undertaking                              | Country of<br>Registration<br>or<br>Incorporation | Class of<br>Capital | Proportion<br>held by<br>Balfour Beatty<br>Investment<br>Holdings<br>Limited and<br>its Nominees<br>% | Proportion held by Subsidiary Undertakings<br>and their Nominees |                                                |
|--------------------------------------------------|---------------------------------------------------|---------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|------------------------------------------------|
|                                                  |                                                   |                     |                                                                                                       | %                                                                | Holder                                         |
| Andover Controls Corporation                     | USA                                               | Common              | -                                                                                                     | 100                                                              | Balfour Beatty Inc                             |
| Andover Controls GmbH                            | Germany                                           | Ordinary            | -                                                                                                     | 100                                                              | Andover Controls Corporation                   |
| Andover Controls Ltd                             | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Andover Controls Corporation                   |
| Andover Controls SA                              | France                                            | Ordinary            | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd                  |
| Andover Controls Singapore Pte Ltd               | Singapore                                         | Ordinary            | -                                                                                                     | 100                                                              | Andover Controls Corporation                   |
| Armpledge Ltd                                    | England                                           | Ordinary            | 100                                                                                                   | -                                                                |                                                |
| Asia Trade Development Company Ltd               | Thailand                                          | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Holdings (Thailand) Company Ltd |
| Balfour Beatty & Company LLC                     | Oman                                              | Ordinary            | -                                                                                                     | 49                                                               | Balfour Beatty Overseas Ltd                    |
| Balfour Beatty Argentina SA                      | Argentina                                         | Ordinary            | -                                                                                                     | 100                                                              | 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 OF Holding Pty Ltd                        |
| Balfour Beatty Bahamas Ltd                       | Bahamas                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Inc                             |
| Balfour Beatty Building Ltd                      | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd                       |
| Balfour Beatty Building Northern Ltd             | Scotland                                          | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd                       |
| Balfour Beatty Building (Southern) Ltd           | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd                       |
| Balfour Beatty Capital Projects 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 Bahamas Ltd          | Bahamas                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Bahamas Ltd                     |

**BALFOUR BEATTY INVESTMENT HOLDINGS LIMITED**

**PARTICULARS OF HOLDINGS IN SUBSIDIARY UNDERTAKINGS PURSUANT TO SECTION 231 OF THE COMPANIES ACT 1985  
AT 31 MAY 2001**

| Name of Undertaking                                    | Country of<br>Registration<br>or<br>Incorporation | Class of<br>Capital  | Proportion<br>held by<br>Balfour Beatty<br>Investment<br>Holdings<br>Limited and<br>its Nominees<br>% | Proportion held by Subsidiary Undertakings<br>and their Nominees |                                                    |
|--------------------------------------------------------|---------------------------------------------------|----------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|----------------------------------------------------|
|                                                        |                                                   |                      |                                                                                                       | %                                                                | Holder                                             |
| Balfour Beatty Construction Inc                        | USA                                               | Common               | -                                                                                                     | 100                                                              | Balfour Beatty Inc                                 |
| 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 (Scotland) 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 Dubai (Pte) Ltd                         | UAE                                               | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd                        |
| Balfour Beatty Engineering Ltd                         | England                                           | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd                           |
| Balfour Beatty GmbH                                    | Austria                                           | Ordinary             | 100                                                                                                   | -                                                                |                                                    |
| Balfour Beatty GmbH                                    | Germany                                           | Ordinary             | -                                                                                                     | 100                                                              | BICC Holdings GmbH                                 |
| Balfour Beatty Group Ltd (formerly Balfour Beatty Ltd) | England                                           | Ordinary             | 100                                                                                                   | -                                                                |                                                    |
| Balfour Beatty Holdings (Thailand) Company Ltd         | Thailand                                          | Ordinary<br>Ordinary | -<br>-                                                                                                | 51<br>49                                                         | Linwood Company Ltd<br>Balfour Beatty Overseas Ltd |
| Balfour Beatty Inc (formerly BICC USA Inc)             | USA                                               | Common               | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd                      |
| Balfour Beatty Insaat Ve Ticaret Ltd                   | Turkey                                            | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd                        |
| Balfour Beatty International Ltd                       | England                                           | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd                           |
| Balfour Beatty Leasing Inc                             | USA                                               | Common               | -                                                                                                     | 100                                                              | Balfour Beatty Construction Inc                    |
| 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 INVESTMENT HOLDINGS LIMITED**

**PARTICULARS OF HOLDINGS IN SUBSIDIARY UNDERTAKINGS PURSUANT TO SECTION 231 OF THE COMPANIES ACT 1985  
AT 31 MAY 2001**

| Name of Undertaking                                                      | Country of<br>Registration<br>or<br>Incorporation | Class of<br>Capital | Proportion<br>held by<br>Balfour Beatty<br>Investment<br>Holdings<br>Limited and<br>its Nominees<br>% | Proportion held by Subsidiary Undertakings<br>and their Nominees |                             |
|--------------------------------------------------------------------------|---------------------------------------------------|---------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|-----------------------------|
|                                                                          |                                                   |                     |                                                                                                       | %                                                                | Holder                      |
| Balfour Beatty Power (Botswana) (Pty) Ltd                                | Botswana                                          | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd |
| Balfour Beatty Power Construction Ltd                                    | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Power Networks Ltd (formerly Balfour Beatty<br>Power Ltd) | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Projects & Engineering Ltd                                | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Rail AB                                                   | Sweden                                            | Ordinary            | 100                                                                                                   | -                                                                |                             |
| Balfour Beatty Rail (Argentina) SA                                       | Argentina                                         | Ordinary            | 100                                                                                                   | -                                                                |                             |
| Balfour Beatty Rail Engineering Ltd                                      | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Rail GmbH                                                 | Germany                                           | Ordinary            | -                                                                                                     | 100                                                              | BICC Holdings GmbH          |
| Balfour Beatty Rail Iberica SA                                           | Spain                                             | Ordinary            | 100                                                                                                   | -                                                                |                             |
| Balfour Beatty Rail Investments Ltd                                      | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Rail Ltd                                                  | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Rail Ltda                                                 | Brazil                                            | Ordinary            | 100                                                                                                   | -                                                                |                             |
| Balfour Beatty Rail Maintenance Ltd                                      | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Rail Plant Ltd                                            | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Railpower Ltd (formerly Angel Square Ltd)                 | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Rail Power Systems (Brazil) Ltda                          | Brazil                                            | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Rail Ltda    |
| Balfour Beatty Rail Projects Ltd                                         | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty Rail Renewals Ltd                                         | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |

**BALFOUR BEATTY INVESTMENT HOLDINGS LIMITED**

**PARTICULARS OF HOLDINGS IN SUBSIDIARY UNDERTAKINGS PURSUANT TO SECTION 231 OF THE COMPANIES ACT 1985  
AT 31 MAY 2001**

| Name of Undertaking                     | Country of<br>Registration<br>or<br>Incorporation | Class of<br>Capital | Proportion<br>held by<br>Balfour Beatty<br>Investment<br>Holdings<br>Limited and<br>its Nominees<br>% | Proportion held by Subsidiary Undertakings<br>and their Nominees |                             |
|-----------------------------------------|---------------------------------------------------|---------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|-----------------------------|
|                                         |                                                   |                     |                                                                                                       | %                                                                | Holder                      |
| Balfour Beatty Rail Spq                 | Portugal                                          | Ordinary            | 100                                                                                                   | -                                                                |                             |
| Balfour Beatty Rail Srl                 | Italy                                             | Ordinary            | 100                                                                                                   | -                                                                |                             |
| Balfour Beatty Rail Systems Inc         | USA                                               | Common              | -                                                                                                     | 100                                                              | Track Holding Inc           |
| Balfour Beatty Refurbishment Ltd        | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Balfour Beatty SA                       | France                                            | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd |
| Balfour Beatty Services Hong Kong Ltd   | Hong Kong                                         | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd |
| Balfour Beatty Srl                      | Italy                                             | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd |
| Balfour Beatty Stonemasonry Ltd         | Scotland                                          | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group 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 Water Engineering Ltd    | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| 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 Whitley Moran Ltd                | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Barlow & Young Ltd                      | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Haden Young Ltd             |
| BB Indonesia Ltd                        | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| BB Zimbabwe (Pte) Ltd                   | Zimbabwe                                          | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd |

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| Name of Undertaking                                     | Country of<br>Registration<br>or<br>Incorporation | Class of<br>Capital                         | Proportion<br>held by<br>Balfour Beatty<br>Investment<br>Holdings<br>Limited and<br>its Nominees<br>% | Proportion held by Subsidiary Undertakings<br>and their Nominees |                                         |
|---------------------------------------------------------|---------------------------------------------------|---------------------------------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|-----------------------------------------|
|                                                         |                                                   |                                             |                                                                                                       | %                                                                | Holder                                  |
| Bical Construction Ltd (formerly BICC Construction Ltd) | England                                           | Ordinary                                    | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd                |
| BICC AMC Pty Ltd                                        | Australia                                         | Ordinary                                    | -                                                                                                     | 100                                                              | BICC OF Holding Pty Ltd                 |
| BICC Cables Corporation                                 | USA                                               | Common                                      | -                                                                                                     | 100                                                              | Balfour Beatty Inc                      |
| BICC Cables Energia y Comunicaciones SA                 | Spain                                             | Class I (Ordinary)<br>Class II (Preference) | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd           |
|                                                         |                                                   |                                             | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd           |
| BICC Cablinsa Peru SA                                   | Peru                                              | Ordinary                                    | -                                                                                                     | 100                                                              | BICC Cables Energia y Comunicaciones SA |
| BICC Canada Inc                                         | Canada                                            | Common<br>Redeemable Preference             | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd           |
|                                                         |                                                   |                                             | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd           |
| BICC Construction (Ghana) Ltd                           | Ghana                                             | Ordinary                                    | -                                                                                                     | 75                                                               | Balfour Beatty Overseas Ltd             |
| BICC Finance BV                                         | Netherlands                                       | Ordinary                                    | -                                                                                                     | 100                                                              | Guinea Investments Ltd                  |
| BICC Holdings GmbH                                      | Germany                                           | Ordinary                                    | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd           |
| BICC International Holdings Pty Ltd                     | Australia                                         | Ordinary                                    | -                                                                                                     | 100                                                              | BICC AMC Pty Ltd                        |
| BICC KWO Kabel GmbH                                     | Germany                                           | Ordinary                                    | -                                                                                                     | 100                                                              | BICC Holdings GmbH                      |
| BICC OF Holding Pty Ltd                                 | Australia                                         | Ordinary                                    | -                                                                                                     | 100                                                              | BICC Finance BV                         |
| BICC Overseas Investments Ltd                           | England                                           | Ordinary                                    | -                                                                                                     | 100                                                              | Fielden & Ashworth Ltd                  |
| BK Gulf LLC                                             | UAE                                               | Ordinary                                    | -                                                                                                     | 100                                                              | BICC Finance BV                         |
| Bruton Investments Ltd                                  | England                                           | Ordinary                                    | 100                                                                                                   | -                                                                |                                         |
| Carrick Estates Ltd                                     | Scotland                                          | Ordinary                                    | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd                |
| Clarke Construction Ltd                                 | England                                           | Ordinary                                    | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd                |

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|------------------------------------------------|---------------------------------------------------|---------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|-------------------------------|
|                                                |                                                   |                     |                                                                                                       | %                                                                | Holder                        |
| Construccion Balfour Beatty de Venezuela CA    | Venezuela                                         | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd   |
| Duncan Watson Ltd                              | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd      |
| Dutco Balfour Beatty LLC                       | UAE                                               | Ordinary            | -                                                                                                     | 100                                                              | BICC Finance BV               |
| Eastern Infrastructure Maintenance Company Ltd | England                                           | Ordinary            | -                                                                                                     | 100                                                              | EIMCO Ltd                     |
| Ecleuse SA                                     | France                                            | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd      |
| EIMCO Ltd                                      | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd      |
| Emform Ltd                                     | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd      |
| Emform Power Projects (Pte) Ltd                | India                                             | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd   |
| Engineering & Power Development (Nigeria) Ltd  | Nigeria                                           | Ordinary            | -                                                                                                     | 60                                                               | Balfour Beatty Overseas Ltd   |
| Extransmit Ltd                                 | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd      |
| Fielden & Ashworth Ltd                         | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Mayfair Place Investments Ltd |
| GN Haden & Sons Ltd                            | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Haden Young Ltd               |
| Guinea Investments Ltd                         | England                                           | Ordinary            | 100                                                                                                   | -                                                                |                               |
| GXII SARL                                      | France                                            | Ordinary            | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd |
| Haden Air Flow Ltd                             | Northern Ireland                                  | Ordinary            | -                                                                                                     | 100                                                              | Haden Young Ltd               |
| Haden Building Management Ltd                  | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Haden Building Services Ltd   |
| Haden Building Services Ltd                    | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd      |
| Haden Facilities Management Ltd                | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Haden Building Services Ltd   |
| Haden International Ltd                        | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Haden Building Services Ltd   |

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|----------------------------------|---------------------------------------------------|---------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|------------------------------|
|                                  |                                                   |                     |                                                                                                       | %                                                                | Holder                       |
| Haden Maintenance Ltd            | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Haden Building Services Ltd  |
| Haden Robertson Ltd              | Scotland                                          | Ordinary            | -                                                                                                     | 100                                                              | Haden Young Ltd              |
| Haden Young Ltd                  | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Haden Building Services Ltd  |
| Heery Architects & Engineers Inc | USA                                               | Common              | -                                                                                                     | 100                                                              | Heery International Inc      |
| Heery Engineering Inc            | USA                                               | Common              | -                                                                                                     | 100                                                              | Heery International Inc      |
| 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      |
| 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     |
| Integral Technologies FSC Inc    | USA                                               | Common              | -                                                                                                     | 100                                                              | Integral Technologies Inc    |
| Integral Technologies Inc        | USA                                               | Common              | -                                                                                                     | 100                                                              | Andover Controls Corporation |
| James Kilpatrick (Overseas) Ltd  | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd     |
| Janron Construction Sdn Bhd      | Malaysia                                          | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd  |
| J Jeffreys & Company Ltd         | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd     |
| Kelvin Ross Engineering Ltd      | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd     |
| Kilpatrick (Swaziland) Pty Ltd   | Swaziland                                         | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd  |

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|---------------------------------------|---------------------------------------------------|---------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|-----------------------------|
|                                       |                                                   |                     |                                                                                                       | %                                                                | Holder                      |
| Linwood Company Ltd                   | Thailand                                          | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd |
| Lounsedale Electric Ltd               | Scotland                                          | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Marta Track Constructors Inc          | USA                                               | Common              | -                                                                                                     | 100                                                              | Track Holding Inc           |
| Mayfair Place Investments Ltd         | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Bruton Investments Ltd      |
| McCann Ltd                            | Eire                                              | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd |
| Metronet Rail Ltd                     | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Metroplex Corporation                 | USA                                               | Common              | -                                                                                                     | 100                                                              | Track Holding Inc           |
| Metropolitan Construction Company Ltd | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Painter Brothers Ltd                  | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Pilgrim Plant Hire Ltd                | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Power Construction Africa Ltd         | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Power Construction (Namibia) Pty Ltd  | Namibia                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd |
| Power Transmission Gulf LLC           | UAE                                               | Ordinary            | -                                                                                                     | 100                                                              | BK Gulf LLC                 |
| Rail First Ltd                        | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Raynesway Construction Services Ltd   | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Raynesway Construction Southern Ltd   | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Raynesway Contract Services Ltd       | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Raynesway Plant Ltd                   | England                                           | Ordinary            | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd    |
| Saint Maurice Property                | England                                           | Ordinary            | -                                                                                                     | 100                                                              | BICC Cables Corporation     |

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|--------------------------------------------------------|---------------------------------------------------|----------------------|-------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|-------------------------------------|
|                                                        |                                                   |                      |                                                                                                       | %                                                                | Holder                              |
| Saudi Industrial Contracting Company Ltd               | Saudi Arabia                                      | Ordinary             | -                                                                                                     | 50                                                               | Balfour Beatty Overseas Ltd         |
| SEIMCO Ltd                                             | England                                           | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Rail Investments Ltd |
| Societe Financiere et de Participations BICC SA        | France                                            | Ordinary             | -                                                                                                     | 100                                                              | BICC Overseas Investments Ltd       |
| South East Infrastructure Maintenance Company Ltd      | England                                           | Ordinary             | -                                                                                                     | 100                                                              | SEIMCO Ltd                          |
| Southern Track Renewals Company Ltd                    | England                                           | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd            |
| Stent Foundations SA                                   | France                                            | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Overseas Ltd         |
| Stent Foundations Ltd                                  | England                                           | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd            |
| Stout Group Ltd                                        | USA                                               | Common               | -                                                                                                     | 100                                                              | Track Holding Inc                   |
| Testing and Analysis Ltd                               | England                                           | Ordinary             | -                                                                                                     | 100                                                              | Balfour Beatty Group Ltd            |
| The Telegraph Construction and Maintenance Company Ltd | England                                           | Ordinary             | -                                                                                                     | 100                                                              | Armpledge Ltd                       |
| Track Holding Inc                                      | USA                                               | Voting<br>Non-Voting | -                                                                                                     | 100                                                              | Balfour Beatty Inc                  |
|                                                        |                                                   |                      | -                                                                                                     | 100                                                              | Balfour Beatty Construction Inc     |