

THE COMPANIES ACT 1929  
AND  
THE COMPANIES ACT 2006

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*COMPANY LIMITED BY SHARES*

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**ORDINARY RESOLUTION**  
of  
**Balfour Beatty plc**

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Passed 10 May 2012

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At the ANNUAL GENERAL MEETING of the above-named Company, convened and held on 10 May 2012, the following Resolution was passed as an Ordinary Resolution.

**ORDINARY RESOLUTION**

**17. THAT:**

- (a) the Company and those companies which are UK subsidiaries of the Company be authorised for the purposes of Part 14 of the Companies Act 2006 (the "2006 Act") at any time during the period from the date of the passing of this resolution to the conclusion of the AGM to be held in 2013, or 1 July 2013, whichever is the earlier:
- (i) to make political donations to political parties, and/or independent election candidates not exceeding £25,000 in total;
  - (ii) to make political donations to political organisations other than political parties not exceeding £25,000 in total; and
  - (iii) to incur political expenditure not exceeding £25,000 in total provided that the aggregate amount of any such donations and expenditure shall not exceed £25,000;
- (b) all existing authorisations and approvals relating to political donations or expenditure are hereby revoked without prejudice to any donation made or expenditure incurred prior to the date hereof pursuant to such authorisation or approval; and

- (c) words and expressions defined for the purpose of Part 14 of the 2006 Act shall have the same meaning in this resolution.



C D VAUGHAN  
*Chief Corporate Officer and Company Secretary*