

THE COMPANIES ACT 1929
AND
THE COMPANIES ACT 2006

COMPANY LIMITED BY SHARES

ORDINARY RESOLUTION
of
Balfour Beatty plc

Passed 24 May 2018

At the ANNUAL GENERAL MEETING of the above-named Company, convened and held on 24 May 2018, the following Resolution was passed as an Ordinary Resolution.

ORDINARY RESOLUTION

14. THAT:

(a) the Company and those companies which are UK subsidiaries of the Company or become UK subsidiaries of the Company during the period for which this resolution has effect 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 2019, or on 1 July 2019, 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.



D R MERCER
General Counsel and Company Secretary