

Balfour Beatty



Annual General Meeting

14 May 2009



Resolution 1

To receive and adopt the Directors' report and accounts for the year ended 31 December 2008

Total proxies lodged	330,084,198
Votes in favour	329,695,843
Votes against	388,355
Votes withheld	534,006

Resolution 2

To approve the Directors' remuneration report for the year ended 31 December 2008

Total proxies lodged	329,970,219
Votes in favour	329,512,755
Votes against	457,464
Votes withheld	647,985

Resolution 3

To declare a final dividend on the ordinary shares of the Company

Total proxies lodged	330,611,246
Votes in favour	330,611,244
Votes against	2
Votes withheld	6,958

Resolution 4

To re-elect Mr S Marshall as a Director

Total proxies lodged	330,585,967
Votes in favour	324,913,980
Votes against	5,671,987
Votes withheld	32,237

Resolution 5

To re-elect Mr I P Tyler as a Director

Total proxies lodged	327,741,122
Votes in favour	325,508,095
Votes against	2,233,027
Votes withheld	2,877,082

Resolution 6

To re-elect Mr P J L Zinkin as a Director

Total proxies lodged	330,587,209
Votes in favour	329,939,163
Votes against	648,046
Votes withheld	30,995

Resolution 7

To elect Mr G E H Krossa as a Director

Total proxies lodged	330,580,710
Votes in favour	330,044,017
Votes against	536,693
Votes withheld	37,494

Resolution 8

To elect Mr A J McNaughton as a Director

Total proxies lodged	330,584,210
Votes in favour	329,962,280
Votes against	621,930
Votes withheld	33,994

Resolution 9

To elect Mr G C Roberts as a Director

Total proxies lodged	330,570,987
Votes in favour	330,058,152
Votes against	512,835
Votes withheld	47,217

Resolution 10

To re-appoint Deloitte LLP as auditors

Total proxies lodged	321,115,164
Votes in favour	319,937,565
Votes against	1,177,599
Votes withheld	9,503,039

Resolution 11

To authorise the Directors to allot unissued shares

Total proxies lodged	326,768,877
Votes in favour	313,827,462
Votes against	12,941,415
Votes withheld	3,849,326

Resolution 12

To authorise the Directors to allot shares for cash

Total proxies lodged	330,551,590
Votes in favour	328,569,068
Votes against	1,982,522
Votes withheld	66,614

Resolution 13

To renew the authority for the Company to purchase its own Ordinary and Preference Shares

Total proxies lodged	330,584,666
Votes in favour	330,384,766
Votes against	199,900
Votes withheld	33,538

Resolution 14

To authorise the Company to incur political expenditure

Total proxies lodged	330,284,616
Votes in favour	326,259,038
Votes against	4,025,578
Votes withheld	333,588

Resolution 15

To authorise the Company to hold general meetings, other than an Annual General Meeting, on 14 days notice

Total proxies lodged	330,548,060
Votes in favour	319,118,792
Votes against	11,429,268
Votes withheld	70,144

Resolution 16

To authorise an increase in the aggregate level of ordinary remuneration that can be paid to non-executive directors

Total proxies lodged	330,459,497
Votes in favour	327,593,280
Votes against	2,866,217
Votes withheld	158,707