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COMPANIES FORM No. 169

Return by a company purchasing its own shares

169

CHWP000

Please do not write in this margin

Pursuant to section 169 of the Companies Act 1985

Please complete legibly, preferably in black type, or bold block lettering

To the Registrar of Companies
(Address overleaf)

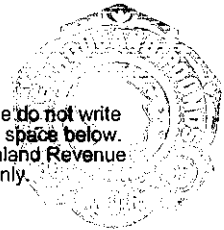
For official use

Company number

Three empty boxes for official use.

1612178

Please do not write in the space below. For Inland Revenue use only.



* insert full name of company

Name of company

* Associated British Ports Holdings plc



Note

This return must be delivered to the Registrar within a period of 28 days beginning with the first date on which shares to which it relates were delivered to the company

Shares were purchased by the company under section 162 of the above Act as follows:

Class of shares	Ordinary		
Number of shares purchased	50,000		
Nominal value of each share	25 pence		
Date(s) on which the shares were delivered to the company	21/11/05		
Maximum prices paid \$ for each share	£5.586857		
Minimum prices paid \$ for each share	N/A		

§ A private company is not required to give this information



The aggregate amount paid by the company for the shares to which this return relates was: £ 279,342.85

Stamp Duty is payable on the aggregate amount at the rate of 1/2% rounded up to the nearest multiple of £5 £ 1,400

‡ Insert Director, Secretary, Administrative Receiver or Receiver (Scotland) as appropriate

Signed *[Signature]*

Designation ‡ *Company Secretary*

Date *29/11/05*

Presenter's name address and reference (if any) :

For official Use (10/03)
General Section

Post room



A30 COMPANIES HOUSE

731 02/12/2005