



88(2)

Return of Allotment of Shares

Please complete in typescript, or in bold black capitals.

CHWP000

Company Number

01612178

Company name in full

ASSOCIATED BRITISH PORTS HOLDINGS PLC

Shares allotted (including bonus shares):

Date or period during which shares were allotted <i>(If shares were allotted on one date enter that date in the "from" box)</i>	From			To		
	Day	Month	Year	Day	Month	Year
	3	0	4	2	0	3

Class of shares

(ordinary or preference etc)

ORDINARY

Number allotted

16166

Nominal value of each share

25P

Amount (if any) paid or due on each share
(including any share premium)

List the names and addresses of the allottees and the number of shares allotted to each overleaf

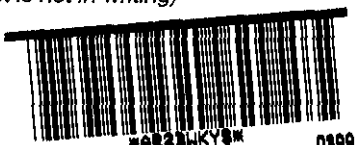
If the allotted shares are fully or partly paid up otherwise than in cash please state:

% that each share is to be treated as paid up

100

Consideration for which the shares were allotted

(This information must be supported by the duly stamped contract or by the duly stamped particulars on Form 88(3) if the contract is not in writing)



When you have completed and signed the form send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff CF14 3UZ
For companies registered in England and Wales

DX 33050 Cardiff



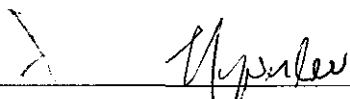
Companies House, 37 Castle Terrace, Edinburgh EH1 2EB
For companies registered in Scotland

DX 235
Edinburgh

Names and addresses of the allottees *(List joint share allotments consecutively)*

Shareholder details		Shares and share class allotted	
Name <u>SEE ATTACHED SCHEDULE</u> Address _____ _____ UK Postcode <u> L L L L L L L L</u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode <u> L L L L L L L L</u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode <u> L L L L L L L L</u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode <u> L L L L L L L L</u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____
Name _____ Address _____ _____ UK Postcode <u> L L L L L L L L</u>		Class of shares allotted _____ _____ _____	Number allotted _____ _____ _____

Please enter the number of continuation sheets (if any) attached to this form

Signed 

Date 14/05/03

A director / secretary / administrator / administrative receiver / receiver manager / receiver

Please delete as appropriate

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

ABP HOLDINGS PLC 150 HOLBORN	
LONDON EC1N 2LR	
Tel 44 (0)2074301177	
DX number	DX exchange

SAVINGS-RELATED SHARE OPTION SCHEME

Name and Address	Shares	NI Number	Spouse Name	Shares	Sale	Sale by Spouse
✓ MR BARRIE BLISSETT SHANGRI LA 74 STATION ROAD GREAT COATES GRIMSBY DN37 9NN	1369 ✓	ZT322495C				
✓ MR ANTHONY BRAYSHAW 23 MIDDLECAVE DRIVE MALTON YO17 7BB ✓	2144 ✓	YE424059A				
✓ MISS PAULINE BLYTH 48 STOBHILL CRESCENT AYR KA7 3LU	2331 ✓	WE829008B				
✓ MR STEPHEN GEORGE GREETHAM 46 SWALES ROAD MIDFIELD FARM HUMBERSTON NE LINCS. DN36 4UQ	1243 ✓	YK332534A				
✓ MR WARD HENRY JEFFELS 28 HUNTERS WAY NORTON MALTON YO17 9EG	932 ✓	YH678207C				
✓ MR TERRENCE MCGRILL THE GABLES STATION ROAD PATRINGTON HULL HU12 0NF	1554 ✓	YK3336985A				

SAVINGS-RELATED SHARE OPTION SCHEME

Name and Address	Shares	NI Number	Spouse Name	Shares	Sale	Sale by Spouse
✓ ✓ ANDREW FERNANDEZ (Joseph) 10 ALTHORP DRIVE LAVERNOCK PARK PENARTH SOUTH GLAMORGAN CF64 5FF	✓ 1566	NH369577B				
✓ ✓ HILARY ANNE LLOYD FERNANDEZ 10 ALTHORP DRIVE LAVERNOCK PARK PENARTH SOUTH GLAMORGAN CF64 5FF	✓ 1879	WK947130B				
✓ ✓ PETER BRIAN THOMAS 24 SYCAMORE CRES GIBBONSDOWN BARRY S GLAM CF92BW 984	✓ 1566	ZY253822B				
✓ ✓ MRS BARBARA ANN STREVENS 28 COLNEY HATCH LANE MUSWELL HILL LONDON N10 1DU	✓ 430	YY239758D				
✓ ✓ MR CHARLES MARCUS WOOD THE COURT BUTLEIGH SOMERSET BA6 8SA	✓ 1152	NY453103B				
TOTAL	16166 ✓					