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COMPANIES FORM No. 169

Return by a company purchasing its own shares

169

CHFP000

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 letteringTo the Registrar of Companies
(Address overleaf)

For official use

Company number

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1612178

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

Name of company

* Associated British Ports Holdings PLC

* insert full name
of company**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	310,000		
Nominal value of each share	25 pence		
Date(s) on which the shares were delivered to the company	08/10/01		
Maximum prices paid \$ for each share	£3.95		
Minimum prices paid \$ for each share	N/A		

§ A private company
is not required to
give this informationThe aggregate amount paid by the company for the shares
to which this return relates was:

£ 1,224,500

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

£ 6,125

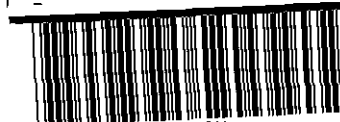
† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation †

Company
Secretary

Date

TR / Pass
16/10/01Presentor's name address and
reference (if any) :For official Use
General SectionA20
COMPANIES HOUSE0344
19/10/01