



169

Return by a company purchasing its own shares

Pursuant to section 169 of the Companies Act 1985

Please complete in typescript,
or in bold black capitals
CHFP000

Company number 169249

Company name
in full

API Group plc

Please do not write
in the space below
For HM Revenue &
Customs only,
where the amount
or value of the
consideration
exceeds £1,000

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

† A private
company is
not required
to give this
information

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

Class of shares	Deferred		
Number of shares purchased	34,569,513		
Nominal value of each share	24 pence		
Date(s) on which shares were delivered to the company	30 June 2008		
Maximum prices paid for each share †	See below		
Minimum prices paid for each share †	See below		

The aggregate amount paid by the company for the shares to which this return relates was £ 0 01

If the amount or value of the consideration is more than £1,000
Stamp Duty is payable on the aggregate amount at the rate of £
0 5 % rounded up to the nearest multiple of £5

This section
only applies to
companies
which have
repurchased
shares on or
after 13 March
2008

To be completed by companies where the amount or the value of the consideration is **£1,000 or less**

"I / We* certify that the transaction effected by this instrument does not form part of a larger transaction or series of transactions in respect of which the amount or value, or aggregate amount or value, of the consideration exceeds £1,000"

Signature

Signature

Date 30.6.08

* Please delete as appropriate

*(director / secretary / administrator / administrative receiver / receiver (Scotland))

Contact details

You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contact you if there is a query on the form. The contact information that you give will be visible to searchers of the public record

Addleshaw Goddard LLP

100 Barbirolli Square, Manchester M2 3AB

Tel 0161 934 6000

DX number

DX exchange



A24

AD10C18Q

08/07/2008

122

COMPANIES HOUSE

Code
arge

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

Companies House, Crown Way, Cardiff, Wales, CF14 3UZ
DX 33050 Cardiff
for companies registered in England and Wales, or

Companies House, 37 Castle Terrace, Edinburgh, Scotland, EH1 2EB
DX ED235 Edinburgh 1 or LP - 4 Edinburgh 2 (legal post)
for companies registered in Scotland

TUESDAY

- 1 Before this form is delivered to Companies House, if the amount or value of the consideration is more than £1,000 it must be "stamped" by HM Revenue & Customs' Stamp Office to confirm that the appropriate amount of Stamp Duty has been paid. HM Revenue & Customs' Stamp Office is located at

HMRC Stamp Office
9th Floor
City Centre House
30 Union Street
Birmingham
B2 4AR

Tel 0845 6030135

Cheques for Stamp Duty must be made payable to "HM Revenue & Customs, Stamp Taxes" and crossed "Not Transferable"

NOTE This form must be presented to the HM Revenue & Customs' Stamp Office for stamping together with the payment of duty within 30 days of the purchase of the shares, otherwise HM Revenue & Customs penalties may be incurred

- 2 After this form has been "stamped" and returned to you by HM Revenue & Customs it must be sent to

For companies registered in

England or Wales

The Registrar of Companies House
Companies House
Crown Way
Cardiff
CF14 3UZ

DX 33050 Cardiff

Scotland

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2ED

DX ED235 Edinburgh 1

or LP - 4 Edinburgh 2 (legal post)