

31 March 2011

The Directors  
Forth Ports PLC  
1 Prince of Wales Dock  
Edinburgh  
EH6 7DX

For the attention of Charles Hammond Esq.

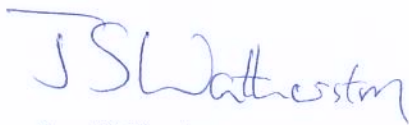
Dear Sirs

**Recommended cash offer by Otter Ports Limited for Forth Ports PLC to be effected by means of a scheme of arrangement under Part 26 of the companies Act 2006 (the "Scheme Document")**

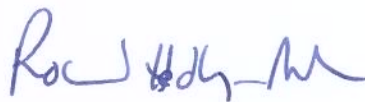
We hereby consent to the issue of the Scheme Document with the inclusion of references to our name in the form and context in which they appear.

Yours faithfully

For Commerzbank AG, London Branch



Sean Watherston  
Authorised Signatory  
Managing Director  
Head of M&A Advisory UK



Rosalind Hedley-Miller  
Authorised Signatory  
Vice Chairman  
M&A Advisory