

**WILLIAM SINCLAIR HOLDINGS PLC**

**AIM RULES FOR COMPANIES**

**ADDITIONAL DISCLOSURE REQUIREMENTS**

**UNDER RULE 26**

The following information and certain other investor information on the website is being disclosed for the purposes of Rule 26 of the AIM Rules for Companies

**BOARD OF DIRECTORS**

The Board of Directors of William Sinclair Holdings plc comprises a non-executive Chairman with two additional non-executive directors together with the Chief Executive Officer and the Finance Director.

*Non-executive directors*

**Bill Simpson (63)**

*(Non-executive Chairman)*

Bill Simpson was appointed Chairman on 1 October 2005 having joined the Board on 1 September 2004. He spent thirty eight years with Silentnight Holdings plc, the bed and furniture manufacturer. After a career in purchasing and managing the supply chain, he moved into general management over 25 years ago, concluding with eleven years as Group Managing Director/Chief Executive. He is Chairman of the Nominations Committee and a member of the Remuneration Committee.

**Ken Piggott (63)**

*(Senior Independent Non-executive Director)*

Ken Piggott was appointed Senior Independent Non-executive Director on 1 May 2006. He is a former Managing Director of Boots The Chemists Ltd and was an Executive Director of The Boots Company plc. In a career spanning over 30 years, he has managed a number of major UK retail businesses, including Childrens World, Do-It-All and Halfords and led Boots The Chemists until his retirement in 2003. He is currently Chairman/Non-executive Director of a number of commercial and not-for-profit organisations. He is Chairman of the Remuneration Committee and a member of the Audit Committee and the Nominations Committee.

**Hugh Etheridge (61)**

*(Independent Non-executive Director)*

Hugh Etheridge was appointed Independent Non-executive Director on 1 June 2011. He is currently Senior Independent Director and Chairman of the Audit Committee of Ashtead Group plc. He was formerly Chief Finance Officer of WRAP, a government funded organisation promoting sustainable waste management. Before joining WRAP, he was finance director of Waste Recycling Group plc, and, prior to that, of Matthew Clark plc.

He is Chairman of the Audit Committee and a member of the Remuneration Committee and the Nominations Committee.

#### *Executive directors*

#### **Bernard Burns (54)**

##### *(Chief Executive Officer)*

Bernard Burns was appointed Chief Executive Officer in February 2005. He has a BSc Hon from Leeds University and is married with 3 children. He worked for Marks and Spencer and Vantona Viyella, before his first Managing Director role with Churchill Tableware at the age of 31. He featured favourably in the BBC TV series Troubleshooter, with Sir John Harvey Jones, since when he has been Managing Director of several companies including Bluebird Toys (International), Silentnight Beds and Silentnight Furniture.

#### **Peter Williams (47)**

##### *(Finance Director and Company Secretary)*

Peter Williams was appointed a Director and Company Secretary in February 2005. He is a graduate of the London School of Economics and a fellow of the Institute of Chartered Accountants in England and Wales. After spells in corporate finance and on secondment to NatWest he joined an MBO team as finance director at a horticultural FMCG company. He later successfully negotiated the exit of the venture capitalist and the sale of the business to a new Dutch group of which he became a director.

#### **NUMBER OF AIM SECURITIES IN ISSUE**

In conformity with the Transparency directive's transitional provision 6 the Board of William Sinclair Holdings plc (the "Company") is required to notify the market of the following: As at 2 February 2011 the Company's issued share capital consists of 17,024,046 ordinary shares with a nominal value of 25p each, with voting rights ("Ordinary Shares").

The Company does not hold any Ordinary Shares in Treasury. Therefore the total number of Ordinary Shares in the Company with voting rights is 17,024,046.

All the Company's AIM securities are in public hands except that at 2 February 2011 the directors held an aggregate of 537,408 Ordinary Shares. The percentage of AIM securities that is not in public hands is therefore 3.2%.

#### **MAJOR INTERESTS IN SHARES**

The Company has been notified of the following interests representing 3% or more of the issued ordinary share capital of the Company as at 8 November 2011.

	<i>Number of shares</i>	<i>% of issued share capital</i>
Gartmore Investment Ltd	1,364,977	8.0%
Noguer Investments SA	1,510,296	8.9%
J M Finn & Co Ltd	842,150	4.9%
Richard Emslie	1,180,034*	6.9%
Alasdair Emslie	663,500*	3.9%
Slater Investments Ltd	685,000	4.0%
Small Companies Dividend Trust	650,000	3.8%

\* Including 663,500 joint indirect interests