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WILLIAM SINCLAIR HOLDINGS PLC

INTENTION TO MOVE TO AIM

William Sinclair Holdings plc (“William Sinclair” or the “Company”), one of the UK’s leading producers of commercial horticulture and branded garden products, announces its intention to move from the Official List to AIM.

For some time the Board has felt that the costs of administering the compliance burden that applies to companies on the Official List are considerable and disproportionate to the size of the Company. Accordingly, the Board believes that the Company will be better served by being admitted to trading on AIM and being subject to rules and regulations which are more suited to companies of a similar size to William Sinclair.

The Board believes that AIM is a more appropriate market for the Company and that a transfer of the Company’s ordinary shares to trading on AIM should lead to lower ongoing costs associated with being a public company and a simplification of administration requirements. It will also offer greater flexibility particularly with regards to corporate transactions and will therefore enable the Company to agree and execute certain transactions more quickly should any acquisition or other development opportunities arise in the future. The Board, however, envisages no alteration in the standards of reporting and governance which the Company has maintained. Accordingly, the Board believes the Company will continue to be attractive to specialist institutional investors whilst the AIM tax regime, will, in the Board’s opinion, make the Company more attractive to the AIM specific funds as well as to private individual investors.

The Board therefore proposes to delist the Company's ordinary shares from the Official List of the UK Listing Authority and to apply for them to be admitted to trading on AIM. This change is subject to shareholders' approval which will be sought at the Annual General Meeting of the Company to be held on 21 November 2006. Subject to such approval being granted, the Company will delist the Company's ordinary shares, and apply for their admission to trading on AIM.

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