

# THE TAKEOVER PANEL

**ENODIS PLC**

**(“ENODIS”)**

**MIDDLEBY CORPORATION**

**(“MIDDLEBY”)**

**THE MANITOWOC COMPANY, INC.**

**(“MANITOWOC”)**

Following representations made by the advisers to Enodis, the Panel Executive has been considering the application of Rule 2.4(b) of the Takeover Code to the approaches by Middleby and Manitowoc to Enodis. Following discussions with all parties' advisers, the Panel Executive has ruled that the deadline for each of Middleby and Manitowoc either to announce a firm intention to make an offer for Enodis under Rule 2.5 of the Takeover Code or to announce that it does not intend to make an offer for Enodis is 12.00 noon on 17 July 2006. No extension to this deadline will be granted, except with the consent of the Panel Executive.

In the event of any announcement of a firm intention to make an offer for Enodis under Rule 2.5 of the Takeover Code by 12.00 noon on 17 July 2006, the deadline will cease to apply to any party which has not by then announced that it does not intend to make an offer for Enodis and which party will then be subject to Note 1 on Rule 19.3. In the event that either Middleby and/or Manitowoc announces that it does not intend to make an offer for Enodis, such party and any person acting in concert with it will, except with the consent of the Panel Executive, be bound by the restrictions contained in Rule 2.8 of the Takeover Code for six months from the date of such announcement.

All of the parties have accepted this ruling.

3 July 2006