

This document, which has been drawn up in accordance with the rules of AIM, has been issued in connection with the application for admission to trading on AIM of the issued Ordinary Shares and A Non Voting Ordinary Shares. This document does not constitute a prospectus for the purposes of the Prospectus Rules. This document does not constitute an offer of transferable securities to the public within the meaning of the Financial Services and Markets 2000 or otherwise, nor does it constitute an offer to sell, or an offer or an invitation to purchase or subscribe for (or the solicitation of an offer or an invitation to purchase or subscribe for), any securities.

The Directors, whose names appear on page 1 of this document, accept individual and collective responsibility for the information contained in this document. To the best of the knowledge and belief of the Directors, who have taken all reasonable care to ensure that such is the case, the information contained in this document is in accordance with the facts and, when read in conjunction with the Public Record (as defined below), makes no omission likely to affect the import other than matters which have been disclosed, or are deemed to have been disclosed, in accordance with Schedule 1 of the AIM Rules (and the Supplement to such Schedule).

Application will be made for the issued Ordinary Shares and the A Non Voting Ordinary Shares to be admitted to trading on AIM. AIM is a market designed primarily for emerging or smaller companies to which a higher investment risk tends to be attached than to larger or more established companies. AIM securities are not admitted to the Official List of the United Kingdom Listing Authority. A prospective investor should be aware of the risks of investing in such companies and should make the decision to invest only after careful consideration and, if appropriate, consultation with an independent financial adviser. London Stock Exchange plc has not itself examined or approved the contents of this document.

The issued Ordinary Shares and the A Non Voting Ordinary Shares are currently listed on the Official List. It is expected that the issued Ordinary Shares and the A Non Voting Ordinary Shares will cease to be listed, and that Admission will become effective and dealings in the issued Ordinary Shares and A Non Voting Ordinary Shares will commence on AIM, on or about 22 February 2006.

Dewhurst Plc

(registered in England and Wales under the Companies Acts 1908 to 1917 with registration number 160314)

APPENDIX TO AIM ANNOUNCEMENT

FURTHER INFORMATION ON DEWHURST PLC IN CONNECTION WITH ITS PROPOSED ADMISSION TO AIM BY SEYMOUR PIERCE LIMITED NOMINATED ADVISER AND BROKER

This Appendix has been prepared in accordance with the Supplement to Schedule One of the AIM Rules published by London Stock Exchange plc. It includes, inter alia, all information that would otherwise have had to be included in an AIM admission document and which is not found in the current public disclosure record, or in current public disclosure filed by the directors and senior officers of the Company, all as filed with London Stock Exchange plc (collectively, the "Public Record"). The Public Record can be accessed freely on <http://www.londonstockexchange.com>. Additional information is available on the Company's website on <http://www.dewhurst.co.uk>, where this document, dated 24 January 2006, will be available for at least one month from the date of Admission. This Appendix should be read in conjunction with the form of announcement to be made by the Company at least 20 business days prior to Admission (the "Announcement Form") and the Public Record. This Appendix and the Announcement Form together constitute "the Announcement".

Seymour Pierce Limited, which is authorised and regulated by the Financial Services Authority, is the Company's nominated adviser for the purposes of the AIM Rules and as such, its responsibilities are owed solely to London Stock Exchange plc and are not owed to Dewhurst Plc or any director or any other entity or person. Seymour Pierce Limited will not be responsible to anyone other than Dewhurst Plc for providing the protection afforded to clients of Seymour Pierce Limited or for advising any other person in connection with the Admission.

Seymour Pierce Limited which is regulated by The Financial Services Authority, is acting as broker to Dewhurst Plc. Seymour Pierce Limited is not acting for any other person and will not be responsible to anyone other than Dewhurst Plc for providing the protections afforded to its clients or for providing advice in relation to the contents of this Announcement. No liability is accepted by Seymour Pierce Limited for the accuracy of any information or opinions contained in, or for the omission of any material information from, this document for which the Directors are solely responsible.

DIRECTORS, SECRETARY AND ADVISERS

Directors

Richard Dewhurst, age 49, Chairman
David Dewhurst, age 44, Group MD
Jared Sinclair, age 35, Financial Director
Richard Young, age 49, MD – UK Lift Division
Mel White, age 55, Engineering Director
Peter Tett, age 66, Non-Executive Director

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Company Secretary

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DEFINITIONS

In this document, unless otherwise stated, the following definitions apply:

"A Non Voting Ordinary Shares"	'A' non voting ordinary shares of 10p each in the Company;
"Act"	the Companies Act 1985 as amended;
"Admission"	admission of the Ordinary Shares and A Non Voting Ordinary Shares to trading on AIM in accordance with the AIM Rules;
"AIM"	the AIM market operated by the London Stock Exchange;
"AIM Rules"	the rules of the London Stock Exchange governing admission to, and operation of, AIM;
"Board" or "Directors"	the directors of the Company whose names are set out on page 1 of this document;
"Circular"	the circular to shareholders of the Company dated 6 January 2006, a copy of which is available on the Company's website at http://www.dewhurst.co.uk ;
"Company" or "Dewhurst"	Dewhurst plc;
"Group"	the Company and its subsidiaries and subsidiary undertakings at the date of this document;
"London Stock Exchange"	London Stock Exchange plc;
"Ordinary Shares"	ordinary shares of 10p each in the Company;
"Prospectus Rules"	the rules brought into effect on 1 July 2005 pursuant to Commission Regulation (EC) No. 809/2004 and published by the Financial Services Authority (UK) pursuant to s.73A of the Financial Services and Markets Act 2000, as amended;

1. INFORMATION ON DEWHURST

Background and history

Founded in 1919, Dewhurst has subsidiaries in the United Kingdom, Canada, USA and Australia. It manufactures push buttons and control systems for the lift, keypad and rail industries. The Company has a turnover of around £30 million and employs over 300 people around the world.

The Company joined the stock market in 1948 following the death of one of the founding partners.

Business Overview

The Group achieved another record set of results in 2005. Sales were up 2.5% at £30.0 million and profits were up 4.6% to £3.5 million.

The improved figures were primarily achieved through the effect of the acquisition of Lift Material in Australia together with increased interest earned on the Company's higher cash balances. The strong cash flow has been one of the encouraging aspects of the Company's performance for the year ended 30 September 2005. It has been accomplished, in part, by improving the reliability of the Company's deliveries and working with suppliers to enable the Company to reduce its stock levels.

Investments

On 1st July 2005 Lift Materials Australia Pty Limited, a newly formed Group company, acquired the business and assets of Liram Pty Limited in Australia for a total consideration of AUS\$2,100,000 (£871,369). The acquisition was funded from internal cash reserves already held by Dewhurst.

On 22nd December 2005 the Board announced the Company had conditionally agreed to acquire the entire issued share capital of Traffic Management Products Limited ("TMP Limited") in the UK for a maximum consideration of £6.462 million. A circular was issued to shareholders on 6 January 2006 detailing the proposed acquisition and seeking shareholder approval for it. The acquisition, which was approved by shareholders at the extraordinary general meeting of the Company held on 24 January 2006, has been completed and was also be funded from internal cash reserves already held by Dewhurst.

Apart from the above, the Group has not made any principal investments in the current or immediately preceding three financial years. The Group does not have any further such investments committed at the present time.

Dependence on patents or licences

Apart from the agreement between TMP Limited and Impact Recovery Systems Inc. ("IRS") as disclosed on page 25 of the Circular, the Group is not dependent on patents or licences or any particular industrial, or new manufacturing processes, which are material to the Group's business or profitability.

2. INCORPORATION AND REGISTRATION

2.1 The Company was incorporated and registered in England and Wales on 5 November 1919 as Dewhurst & Partner Limited under the Companies Acts 1908 to 1917 as a private limited company with registered number 160314. The Company was re-registered as a public company on 23 July 1982 and changed its name to Dewhurst plc on 8 March 1986.

2.2 The principal legislation under which the Company operates is the Act and the regulations made thereunder. The liability of the members of the Company is limited.

2.3 The registered and head office of the Company is Melbourne Works, Inverness Road, Hounslow, Middlesex TW3 3LT.

2.4 The principal activities of the Group are described in the accounts and in the Circular. Save as disclosed in the accounts and the Circular, there are no exceptional factors which have influenced the Group's activities.

2.5 The significant subsidiaries of the Company, all of which are wholly owned, are:

Name	Country of Incorporation
LiftStore Limited	England and Wales
Dupar Controls Inc	Canada
The Fixture Company	United States of America
Australian Lift Components Pty Ltd	Australia
Lift Materials Australia Pty Ltd	Australia
Traffic Management Products Limited	England and Wales

3. SHARE CAPITAL

3.1 The Company was incorporated with an authorised share capital of £5,000 represented by 5,000 ordinary shares of £1 each of which 2 ordinary shares of £1 each were issued to subscribers M Dewhurst and H Marryat. The following alterations in the issued share capital of the Company have taken place since incorporation:

3.1.1 on 18 December 1935 the authorised share capital of the Company was increased from £5,000 to £50,000 by the creation of an additional 45,000 ordinary shares of £1 each and 32,000 ordinary shares of £1 each were allotted and issued;

3.1.2 on 19 February 1948 each of the issued and unissued ordinary shares of £1 each in the Company was sub-divided into 10 ordinary shares of 10p each;

3.1.3 on 19 February 1948 the authorised share capital of the Company was increased from £50,000 to £60,000 by the creation of an additional 100,000 Ordinary Shares;

3.1.4 on 18 September 1951 the authorised share capital of the Company was increased from £60,000 to £180,000 by the creation of an additional 1,200,000 Ordinary Shares and 1,200,000 Ordinary Shares were allotted and issued;

3.1.5 on 23 April 1956 the authorised share capital of the Company was increased from £180,000 to £360,000 by the creation of an additional 1,800,000 Ordinary Shares and 1,800,000 Ordinary Shares were allotted and issued;

3.1.6 on 18 July 1961 the authorised share capital of the Company was increased from £360,000 to £720,000 by the creation of 3,600,000 A Non Voting Ordinary Shares and 3,600,000 A Non Voting Ordinary Shares were allotted and issued;

3.1.7 on 23 February 1987 the authorised share capital of the Company was increased from £720,000 to £828,000 by the creation of an additional 540,000 Ordinary Shares and 540,000 "A" Non-Voting Shares;

3.1.8 on 26 February 1990 the authorised share capital of the Company was increased from £828,000 to £1,350,000 by the creation of an additional 4,860,000 A Non Voting Ordinary Shares and 360,000 Ordinary Shares and 3,600,000 A Non Voting Ordinary Shares were allotted and issued;

3.1.9 on 13 February 1997 the Company bought back 135,000 A Non Voting Ordinary Shares;

3.1.10 on 10 October 1997 the Company bought back 239,350 A Non Voting Ordinary Shares;

3.1.11 on 18 September 1998 the Company bought back 200,000 A Non Voting Ordinary Shares;

3.1.12 on 2 October 1998 the Company bought back 50,000 A Non Voting Ordinary Shares;

3.1.13 on 4 March 1999 the Company bought back 345,052 A Non Voting Ordinary Shares;

3.1.14 on 20 October 2000 the Company bought back 168,500 Ordinary Shares;

3.1.15 on 26 April 2001 the Company bought back 50,000 Ordinary Shares;

3.1.16 on 23 January 2002 the Company bought back 327,800 A Non Voting Ordinary Shares;

3.2 The authorised share capital of the Company as at 23 January 2006 was £1,350,000 divided into 4,500,000 Ordinary Shares and 9,000,000 A Non Voting Ordinary Shares and the issued share capital of the Company as at 23 January 2006 was £985,189.80 divided into 3,570,700 Ordinary Shares and 6,281,198 A Non Voting Ordinary Shares.

3.3 The Ordinary Shares and the A Non Voting Ordinary Shares have been created pursuant to the Companies Acts 1908 to 1985 (as amended) and are in registered form.

4. MEMORANDUM AND ARTICLES OF ASSOCIATION

Copies of the Company's memorandum and articles of association are available on the Company's website at <http://www.dewhurst.co.uk>. The principal objects of the Company are set out in clause 4 of its memorandum of association.

5. ADDITIONAL INFORMATION ON THE DIRECTORS

5.1 The directorships and partnerships of the Directors, other than of the Company and its subsidiaries and associated companies, held at present and within the five years preceding the date of this Announcement are as follows:

Director	Current	Past
Richard Dewhurst	None	None
David Dewhurst	None	Lift and Escalator Industry Association
Jared Sinclair	None	None
Mel White	None	None
Peter Tett	Middlesex Sound and Vision Limited	2 F P Limited
Richard Young	Lift and Escalator Industry Association	None

5.2 None of the Directors:

- (a) has any unspent convictions in relation to indictable offences; or
- (b) has been bankrupt or the subject of an individual voluntary arrangement, or has had a receiver appointed to the assets of such director; or
- (c) has been a director of any company which, while he was a director or within 12 months after he ceased to be a director, had a receiver appointed or went into compulsory liquidation, creditors voluntary liquidation, administration or company voluntary arrangement, or made any composition or arrangement with its creditors generally or with any class of its creditors; or
- (d) has been a partner of any partnership which, while he was a partner or within 12 months after he ceased to be a partner, went into compulsory liquidation, administration or partnership voluntary arrangement, or had a receiver appointed to any partnership asset; or
- (e) has had any public criticism by statutory or regulatory authorities (including recognised professional bodies); or
- (f) has been disqualified by a court from acting as a director of a company or from acting in the management or conduct of the affairs of any company.

5.4 Save as disclosed in the Circular, there are no service agreements between any of the Directors and the Company or any of its subsidiaries providing for benefits upon termination of employment.

6. EMPLOYEES

The average number of employees and the respective divisions and geographic locations that they have operated in the previous three years are as follows:

Staff Numbers	2005		Total
	Manufacturing	Office & Management	
UK	117	128	245
Canada	26	17	43
USA	1	6	7
Australia	25	14	39
	169	165	334

Staff Numbers	2004		Total
	Manufacturing	Office & Management	
UK	130	130	260
Canada	26	16	42
USA	1	5	6
Australia	25	16	41
	182	167	349

Staff Numbers	2003		Total
	Manufacturing	Office & Management	
UK	144	143	287
Canada	22	13	35
USA	1	5	6
Australia	27	8	35
	194	169	363

7. DIVIDEND POLICY

The Company currently pays a dividend to holders of Ordinary and A Non Voting Ordinary Shares. It is the Directors objective to provide steady increases in the dividend in real terms.

8. RIGHTS ATTACHING TO SHARES IN DEWHURST

The authorised share capital of the Company on 23 January 2006 was £1,350,000 divided into 4,500,000 Ordinary Shares and 9,000,000 A Non Voting Ordinary Shares.

The articles of association of the Company contain, inter alia, provisions to the effect:

8.1 Share Capital

8.1.1 The Ordinary Shares and the A Non Voting Ordinary Shares rank in all respects pari passu except that the A Non Voting Ordinary Shares shall not carry:

- (a) the right to vote at meetings of the Company;
- (b) the right to attend at such meetings of the Company; and
- (c) the right to receive notices of such meetings.

8.1.2 Subject to the Companies Act 1929 as amended by such parts of the Companies Act 1947 (the "Act") and to the rights attached to existing shares:

- (a) new shares may be allotted or otherwise disposed of for such consideration, upon such terms and at such times as the directors think fit;
- (b) upon an increase or reduction in share capital, the directors may, with the sanction of the Company in general meeting, issue any new shares with such preferential right as to dividend, such priority in the distribution of assets, and with or subject to such preferential or limited or qualified right of voting at general meetings as they may think proper, but so that the preferential or special rights of any issued shares shall not be prejudiced or affected except with the consent of the holders thereof duly given under the provisions (if any) of the articles of association for the time being of the Company; and
- (c) the Company may, with the sanction of a special resolution, issue preference shares which are or which at the option of the Company are to be liable to be redeemed.

8.2 Variation of Rights

8.2.1 The Company may in general meeting sub-divide its shares, or any of them, into shares of a smaller amount and may by such resolution determine that, as between the holders of the shares resulting from such sub-division, one or more of such shares shall have some preference or special advantage as regards dividend, capital, voting or otherwise over or as compared with the other or others.

8.3 Share Certificates

8.3.1 Every member shall be entitled to one certificate for all the shares registered in his name. Every such certificate of shares shall specify the number and, if specified by the Act, the denoting numbers of the shares in respect of which it is issued and the amount paid thereon.

8.4 Transfer of Shares

8.4.1 The instrument of transfer of any share in the Company shall be in the usual form, and shall be executed both by the transferor and the transferee, and the transferor shall be deemed to remain the holder of such share until the name of the transferee is entered in the register in respect thereof, and when registered the instrument of transfer shall be retained by the Company.

8.4.2 The directors may decline to register any transfer of shares upon which the Company has a lien, and in case of shares not fully paid up may refuse to register a transfer to a transferee of whom they do not approve, and in the event of any such refusal they shall duly comply with section 66 of the Act.

8.5 Voting Rights

8.5.1 Every holder of Ordinary Shares shall upon a show of hands have one vote and upon a poll one vote in respect of each Ordinary Share held by him. Any corporation holding shares conferring the right to vote may by resolution of its directors or other governing body authorise any of its officials or any other person to act as its representative at any general meeting of the Company and at any meeting of holders of any class of shares of the Company and such representative shall be entitled to exercise the same powers on behalf of such corporation as if he had been an individual shareholder of the Company.

8.5.2 No member shall be entitled to be present or to vote at any general meeting or upon any poll, or to exercise any privilege as a member, unless all calls or other moneys due and payable in respect of any share of which he is the holder have been paid.

8.6 Dividends

- 8.6.1 The Company in general meeting may declare a dividend to be paid to the members according to their rights and interests in the profits, but no larger dividend shall be declared than is recommended by the board of directors.
- 8.6.2 The directors may from time to time declare and pay an interim dividend to the members in proportion to the amount paid up or credited as paid up at the time of such declaration on the shares, having regard to the rights of the holders of different classes of shares, if such payment appears to them to be justified by the profits of the Company.
- 8.6.3 Subject to any priorities that may be given upon the issue of any shares or may for the time being be subsisting the profits of the Company available for distribution shall be distributed as dividend among the members in accordance with the amounts at the time being paid up or credited as paid up at the end of the period in respect of which the dividend or bonus is declared on the shares held by them respectively other than the amounts paid in advance of calls.

8.7 Winding-up

- 8.7.1 Subject to the rights of holders of shares issued upon special conditions, if the Company is wound up and the assets available for distribution among the members are insufficient to pay the whole of the paid-up capital, such assets shall be distributed so that as nearly as may be the losses shall be borne by the members in proportion to the capital paid up or which ought to have been paid up at commencement of the winding-up on the shares held by them respectively. If in a winding-up the same assets are more than sufficient to repay the whole of the capital, the assets shall be distributed among the members in proportion to the capital paid up or which ought to have been paid up at commencement of the winding-up on the shares held by them respectively.
- 8.7.2 The liquidator on any winding-up of the Company may, with the authority of an extraordinary resolution, divide among the members in kind the whole or any part of the assets of the Company, and for such purpose may set such value as he deems fair and may determine how such division shall be carried out as between members, but so that if any such division shall be otherwise than in accordance with the existing rights of members, every member shall have the same right of dissent and other ancillary rights as if such resolution were a special resolution passed in accordance with section 234 of the Act.

24 January 2006