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terms of the Rights Offering, the premium over the Rights Offering price (after deducting the expenses of procuring subscribers) will be distributed without interest pro rata among the shareholders entitled thereto.

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Contact:

Enodis plc
Andrew Allner, +44 20 7304 6006
or
Financial Dynamics
Andrew Lorenz/Richard Mountain, +44 20 7831 3113

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

ENODIS PLC

April 12, 2002

By: /s/ Stuart Miller

Name: Stuart Miller
Title: Chief Financial Officer - Group