



24 February 2006

## **Stabilisation notice - Atlas Estates Limited (the “Company”)**

**Placing (the “Placing”) of 32,324,400 new ordinary shares of nominal value €0.01 each of the Company (the “Ordinary Shares”) at a Placing Price of 341p per Ordinary Share and Admission to trading on AIM**

ISIN Code: (ISIN: GB00B0WDP88)

In connection with the Placing, Merrill Lynch International as stabilising manager, or any other person acting for it, may over-allot Ordinary Shares and effect other transactions with a view to supporting the market price of the Ordinary Shares at a level higher than that which might otherwise prevail for a period of 30 days from today. Merrill Lynch International is not required to enter into such transactions and such transactions may be effected on the London Stock Exchange and any other securities market, over the counter market, stock exchange or otherwise. Such stabilising, if commenced, may be discontinued at any time and must be brought to an end no later than 24 March 2006.

In connection with its stabilising activities the Company has granted Merrill Lynch International an over-allotment option, exercisable once or more than once for a period of 30 days after the announcement of the Placing Price which, if exercised will require the Company to issue up to 15 per cent. of the aggregate number of Ordinary Shares available in the Placing (before any exercise of the Over-allotment Option) at the Placing Price to cover short positions arising from such over-allotments (if any) and/or sales of Ordinary Shares effected by it during the stabilising period.

Merrill Lynch International has agreed with Atlas Estates Limited that any over-allotment of Ordinary Shares by it or any of its agents will be up to a maximum of 20 per cent. of the total number of Ordinary Shares comprised in the Placing (before any exercise of the Over-allotment Option).

Number of Ordinary Shares in the Placing: 32,324,400

There are no associated instruments that are subject to stabilisation

Number of Ordinary Shares subject to the over-allotment option: 4,848,660

The issue price of Atlas Estates Limited Ordinary Shares of €0.01 each was set at 341p on 24 February 2006

Merrill Lynch International contact: Mark Gwynne: Telephone: 020 7995 3700

This document does not constitute an offer to sell or an invitation to subscribe for, or the solicitation of an offer to buy or to subscribe for, Ordinary Shares to any person in any jurisdiction in which such an offer or solicitation is unlawful or would impose any unfulfilled registration, publication or approval requirements for the Company, UBS or Merrill Lynch International (“Merrill Lynch”).

The Ordinary Shares must not be offered, sold or purchased except in circumstances that do not constitute a public offering. Any failure to comply with these restrictions may constitute a violation of securities laws of any such jurisdiction. The Placing Shares are being offered and sold outside the United States to non-US persons in reliance on Regulation S of the Securities Act (“Regulation S”). The Ordinary Shares have not been, nor will they be, registered under the United States Securities Act of 1933 (the “Securities Act”) or under the securities legislation of any state of the United States and, subject to certain exceptions, may not be offered or sold within the United States or to, or for the account of benefit of, US persons (as defined in Regulation S). In addition, the Company has not been and will not be registered under the United States Investment Company Act 1940 (as amended). The Ordinary Shares have not been and will not be registered under the applicable securities laws of Canada, Australia, the Republic of Ireland, the Republic of South Africa or Japan and accordingly, the Ordinary Shares may not be offered or sold or delivered, directly or indirectly, in or into Canada, Australia, the Republic of Ireland, the Republic of South Africa or Japan. This document must not be mailed or otherwise distributed to sent to or into the United States, Canada, Australia, the Republic of Ireland, the Republic of South Africa or Japan or to or by any national, resident or citizen of such countries. The distribution of this document in certain jurisdictions may be restricted by law and therefore persons into whose possession this document comes should inform themselves about and observe any such restrictions.

Any person in the EEA who acquires the Ordinary Shares in any offer (an “investor”) or to whom any offer of the securities is made will be deemed to have represented and agreed that it is a qualified investor within the meaning of Article 2(1)(e) of the Prospectus Directive (Directive 2003/71/EC) (a “Qualified Investor”). Any investor will also be deemed to have represented and agreed that any Ordinary Shares acquired by it in the offer have not been acquired on behalf of persons in the EEA other than Qualified Investors or persons in the UK and other member states (where equivalent legislation exists) for whom the investor has authority to make decisions on a wholly discretionary basis, nor have the Ordinary Shares been acquired with a view to their offer or resale in the EEA to persons where this would result in a requirement for publication by the Company or any manager of a prospectus pursuant to Article 3 of the Prospectus Directive. The Company, the managers and any of their respective affiliates, and others will rely upon the truth and accuracy of the foregoing representations and agreements.

No offer or invitation to acquire shares in Atlas Estates Limited is being made by or in connection with this announcement. Any such offer will be made solely by means of an AIM admission document to be published today and any acquisition of shares should be made solely on the basis of the information contained in such document and any supplements thereto. The AIM admission document will contain certain detailed information about Atlas and its property manager, as well as financial statements and other financial data.