

**NOTIFICATION OF TRANSACTIONS OF DIRECTORS, PERSONS DISCHARGING MANAGERIAL RESPONSIBILITY OR CONNECTED PERSONS**

This form is intended for use by an *issuer* to make a *RIS* notification required by *DR 3.1.4R(1)*.

- (1) An *issuer* making a notification in respect of a transaction relating to the *shares* or debentures of the *issuer* should complete boxes 1 to 16, 23 and 24.
- (2) An *issuer* making a notification in respect of a derivative relating to the *shares* of the *issuer* should complete boxes 1 to 4, 6, 8, 13, 14, 16, 23 and 24.
- (3) An *issuer* making a notification in respect of options granted to a *director/person discharging managerial responsibilities* should complete boxes 1 to 3 and 17 to 24.
- (4) An *issuer* making a notification in respect of a *financial instrument* relating to the *shares* of the *issuer* (other than a debenture) should complete boxes 1 to 4, 6, 8, 9, 11, 13, 14, 16, 23 and 24.

Please complete all relevant boxes in block capital letters.

1. Name of the *issuer*

...*Dignity plc*.....

2. State whether the notification relates to (i) a transaction notified in accordance with *DR 3.1.4R(1)(a)*; or

(ii) *DR 3.1.4(R)(1)(b)* a disclosure made in accordance with section 324 (as extended by section 328) of the Companies Act 1985; or

(iii) both (i) and (ii)

.....*In respect of a director + PDMR*.....

3. Name of *person discharging managerial responsibilities/director*

.....*Peter Mindley*.....

4. State whether notification relates to a *person* connected with a *person discharging managerial responsibilities/director* named in 3 and identify the *connected person*

...*N/A*.....

5. Indicate whether the notification is in respect of a holding of the *person* referred to in 3 or 4 above or in respect of a non-beneficial interest

.....*In respect of shareholder*.....

6. Description of *shares* (including *class*), debentures or derivatives or financial instruments relating to *shares*

.....*Ordinary shares of 9pence each*.....

7. Name of registered shareholders(s) and, if more than one, the number of *shares* held by each of them

... *N/A* .....

8 State the nature of the transaction

.....*Grant of options*.....

9. Number of *shares*, debentures or financial instruments relating to *shares* acquired

... *N/A* .....

10. Percentage of issued *class* acquired (*treasury shares* of that *class* should not be taken into account when calculating percentage)

... *N/A* .....

11. Number of *shares*, debentures or financial instruments relating to *shares* disposed

... *N/A* .....

12. Percentage of issued *class* disposed (*treasury shares* of that *class* should not be taken into account when calculating percentage)

... *N/A* .....

13. Price per *share* or value of transaction

..... *N/A* .....

14. Date and place of transaction

*N/A* .....

15. Total holding following notification and total percentage holding following notification (any *treasury shares* should not be taken into account when calculating percentage)

.....*720,256 ordinary shares of 9pence each*.....

16. Date issuer informed of transaction

..... *N/A* .....

**If a *person discharging managerial responsibilities* has been granted options by the *issuer* complete the following boxes**

17 Date of grant

.....*28 March 2007*.....

18. Period during which or date on which it can be exercised

.....*3 years from date of grant*.....

19. Total amount paid (if any) for grant of the option

.....*Nil*.....

20. Description of *shares* or debentures involved (*class* and number)

...63,799 ordinary shares of 9pence.....

21. Exercise price (if fixed at time of grant) or indication that price is to be fixed at the time of exercise

.....£1 in total.....

22. Total number of *shares* or debentures over which options held following notification

...381,430 ordinary shares of 9pence each.....

23. Any additional information

.....Granted under existing long term incentive plan.....

24. Name of contact and telephone number for queries

.....Richard Portman, Corporate Services Director, 0121 321 5602.....

**Name and signature of duly authorised officer of issuer responsible for making notification**

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**Date of notification**

.....28 March 2007.....

END