

NOTICE OF RESULTS OF A MEETING

Dignity Finance PLC

(a public limited company incorporated under the laws of England and Wales, the "Issuer")

Meeting in relation to the passing of an extraordinary resolution in respect of the proposal to (i) amend Clause 18.7.2 of the Issuer/Borrower Loan Agreement made between *inter alios* the Issuer and Dignity (2002) Limited dated 11 April 2003, as amended and restated from time to time, including as most recently amended and restated on 30 July 2013 (the "IBLA") and (ii) sanction and approve a waiver of any Default which has arisen as a result of a breach of Clause 18.7.2 of the IBLA during the period from and including 27 September 2010 to the date the proposed amendment becomes effective (the "Meeting")

NOTICE IS HEREBY GIVEN by the Issuer that at the Meeting of the holders of the £254,450,000 Class A secured 6.310% notes due 2023 (ISIN: XS0165707612) held at the offices of DLA Piper UK LLP at 3 Noble Street, London EC2V 7EE, United Kingdom originally convened for 10.00 am on 10 July 2014, adjourned for lack of quorum and subsequently re-convened for 10.00 a.m. on 25 July 2014, a valid quorum was present and the Extraordinary Resolution referred to in the notice of the Meeting delivered to Euroclear Bank S.A./N.V. and Clearstream Banking, *société anonyme*, on 18 June 2014 (the "**Notice**") was duly PASSED as an extraordinary resolution. In connection with the above-mentioned amendment, the IBLA Amendment Agreement, in the form tabled at the Meeting, will be executed as contemplated in the Notice.

This notice is given by:

Dignity Finance PLC
4 King Edward's Court
Sutton Coldfield
West Midlands
B73 6AP

Dated: 25 July 2014