

**NOTICE FROM THE ISSUER TO
THE ISSUER SECURED CREDITORS**

To: BNY Mellon Corporate Trustee Services Limited
One Canada Square
London
E14 5AL
For the attention of: Corporate Trust Administration
Reference: Dignity plc Notes
(the "Note Trustee")

NatWest Markets PLC
250 Bishopsgate
London
EC2M 4AA
(the "Liquidity Facility Provider")

The Bank of New York Mellon, London Branch
One Canada Square
London
E14 5AL
For the attention of: Corporate Trust Administration
Reference: Dignity plc Notes
(the "Principal Paying Agent", "Agent Bank" and "Issuer Account Bank")

The Bank of New York Mellon SA/NV, Dublin Branch
4th Floor, Hanover Building
Windmill Lane
Dublin 2
Ireland
For the attention of: Corporate Trust Administration
(the "Irish Paying Agent")

Dignity Funerals Limited
4 Kind Edwards Court,
King Edwards Square
Sutton Coldfield
West Midlands B73 6AP
For the attention of: Michael McCollum
(the "Cash Administrator")

2022

Dear Sirs

**RE: DIGNITY FINANCE PLC - NOTIFICATION OF AMENDMENTS TO LIQUIDITY
FACILITY AGREEMENT**

Defined terms used and not defined herein shall have the meaning ascribed to them in the Master Definitions Schedule set out in Schedule 1 of the issuer master framework agreement dated 17 October 2014 (as may be or may have been amended, restated, varied and/or supplemented from time to time) entered into by, amongst others, the Issuer, Liquidity Facility Provider, Cash Administrator, Principal Paying Agent, Agent Bank, Issuer Account Bank, Irish Paying Agent, Note Trustee and Security Trustee.

Amendments to the Liquidity Facility Agreement

Pursuant to clause 17.1.2 (*Procedure for modifications, consents and waivers*) of the Trust Deed we hereby notify you that certain amendments were made to the terms of the Liquidity Facility Agreement to effect a replacement of the base rate for the calculation of interest under the Liquidity Facility Agreement.

As a result of the discontinuation of London Interbank Offered Rate ("LIBOR"), the Issuer requested consent from the Note Trustee to amend the Liquidity Facility Agreement to incorporate the necessary changes to the interest provisions to be based on the Sterling Overnight Index Average instead of LIBOR (the "LF Amendments").

Pursuant to clause 17.1.1 of the Trust Deed the Note Trustee consented to the LF Amendments on 20 September 2022 on the basis of the Issuer's confirmation to the Note Trustee that (i) the holders of the Most Senior Class of Notes will not be materially prejudiced by the LF Amendments and (ii) the Issuer has notified the Rating Agencies and determined that the LF Amendments would not result in (a) a downgrade, withdrawal or suspension of the then current ratings assigned to any Notes by such Rating Agency or (b) such rating agency placing any Notes on "credit watch negative" (or equivalent). As a result on or around 20 September 2022 the Issuer, Liquidity Facility Provider, Note Trustee and Cash Administrator entered into an amendment and restatement agreement in respect of the Liquidity Facility Agreement to implement the LF Amendments (the "A&R Agreement").

The executed A&R Agreement will be available for viewing on the date of this Notice under the title "Amended and Restated Liquidity Facility Agreement" at the following link: <https://www.dignityplc.co.uk/investors/results-and-reports/bondholders/2022/>.

Pursuant to and in accordance with clause 17.1.2 of the Trust Deed the LF Amendments are binding on all Issuer Secured Creditors.

For queries related to the above please contact: CompanySecretary@dignityuk.co.uk.

This notice and any non-contractual obligations arising out of or in connection with this notice are governed by and shall be construed in accordance with the laws of England and Wales

Yours faithfully


DIGNITY FINANCE PLC
as the Services

Tim George
Company Secretary
4 King Edwards Court
King Edwards Square
Sutton Coldfield
B73 6AP