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15 July 2024

**Dignity (2002) Limited announces the results of the Tender Offer in relation to Dignity Finance PLC’s £238,904,000 Class A Secured 3.5456% Notes due 2034 (of which £128,588,548.47 is currently outstanding)**

Dignity (2002) Limited (the “**Offeror**” and/or the “**Borrower**”) announces today the results of its invitation (the “**Offer**”) to holders of Dignity Finance PLC’s (the “**Issuer**”) £238,904,000 Class A Secured 3.5456% Notes due 2034 (of which £128,588,548.47 is currently outstanding) (ISIN: XS1115295823) (the “**Notes**”) to tender their Notes for purchase by the Offeror for cash, subject to the conditions and offer restrictions described in the tender offer memorandum dated 5 July 2024 (the “**Tender Offer Memorandum**”).

Capitalised terms used in this announcement but not defined have the meanings given to them in the Tender Offer Memorandum.

The Expiration Deadline for the Offer was 4.00 p.m. (London time) on 12 July 2024.

### **Final Results and Pricing**

The Offeror hereby announces that it has decided to accept for purchase Notes having an Outstanding Principal Amount equal to £67,023,169.28.

The Purchase Price the Offeror will pay for each of the Notes accepted for purchase pursuant to the Offer is 97 per cent. of the Outstanding Principal Amount of that Note. The Offeror will also pay an amount equal to Accrued Interest for the period from (and including) 28 June 2024 to (but excluding) the Settlement Date in respect of such Notes.

Description of the Notes	ISIN/ Common Code	Outstanding Principal Amount of Notes	Outstanding Principal Amount of Notes accepted for purchase	Purchase Price
£238,904,000 Class A Secured 3.5456% Notes due 2034	XS1115295823 / 111529582	£128,588,548.47	£67,023,169.28	97 per cent. of the Outstanding Principal Amount of each Note

The Purchase Price, together with the Accrued Interest Payments, will be paid to Holders whose Notes have been accepted for purchase by the Issuer pursuant to the Offer. The Settlement Date of the Offer is expected to occur on 16 July 2024. Following completion on the Settlement Date, the Notes purchased by the Offeror pursuant to the Offer shall be cancelled and will not be re-issued or re-sold.

The aggregate Purchase Price will be settled using the proceeds of the Second Surplus Transfer (as defined below). The Security Trustee has provided its consent to the withdrawal of a cash amount equal to the Purchase Price from the Principal Reserve Account.

### **Update on the Beaumont Transaction**

The Borrower transferred £25,612,714.25 of Available Net Surplus into the Principal Reserve Account on 17 May 2024 in accordance with the terms of the Issuer/Borrower Loan Agreement (the “**First Surplus Transfer**”). That transfer reduced the Minimum Proceeds Amount for the purposes of the Issuer/Borrower Loan Agreement to £44,387,285.75.

Since the First Surplus Transfer, the Securitisation Group has received additional Available Net Surplus in the amount of £65,012,474.20 which is being held in the Elective Capex Account and shall be transferred to the Principal Reserve Account today in advance of the Settlement Date (the “**Second Surplus Transfer**” and, together with the First Surplus Transfer, the “**Surplus Transfers**”).

The Surplus Transfers shall together result in the Minimum Proceeds Amount being reduced to zero. Accordingly, the Later Effective Time for the purposes of the Issuer/Borrower Loan Agreement shall occur immediately upon the completion of the Second Surplus Transfer later today with the result that the IBLA shall be amended and restated in its entirety to be in the form set out in Schedule 2 (*Amended and Restated IBLA*) to the deed of amendment, restatement and waiver dated 9 December 2022, as further amended by the amendment deed dated 5 September 2023 and the amendment deed dated 12 December 2023, in each case between, among others, the Issuer, the Borrower, the Security Trustee and the Note Trustee.

**Full details concerning the Offer are set out in the Tender Offer Memorandum.**

**DEALER MANAGER**

**NatWest Markets Plc**

250 Bishopsgate

London EC2M 4AA

Telephone: +44 20 7678 5222

Attention: Liability Management

Email: [NWMLiabilityManagement@natwestmarkets.com](mailto:NWMLiabilityManagement@natwestmarkets.com)

**TENDER AGENT**

**Kroll Issuer Services Limited**

The Shard

32 London Bridge Street

London SE1 9SG

United Kingdom

Telephone: +44 20 7704 0880

Attention: Jacek Kusion

Email: [dignity@is.kroll.com](mailto:dignity@is.kroll.com)

Offer Website: <https://deals.is.kroll.com/dignity>

This announcement contains important information which should be read carefully. If any Noteholder is in doubt as to the action it should take, it is recommended to seek its own financial and legal advice, including in respect of any tax consequences, immediately from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. This announcement is issued by Dignity (2002) Limited.

This announcement is released by Dignity (2002) Limited and contains inside information for the purposes of Article 7 of EU MAR. For the purposes of EUR MAR and Article 2 of Commission Implementing Regulation (EU) 2016/1055, this announcement is made by Westley Maffei (Secretary) at Dignity (2002) Limited.

**DISCLAIMER** The offer period for the Offer has now expired. No further tenders of any Notes may be made pursuant to the Offer. This announcement must be read in conjunction with the Tender Offer Memorandum. This announcement and the Tender Offer Memorandum contain important information which should be read carefully. If any Holder is in any doubt as to the contents of this announcement and/or the Tender Offer Memorandum or the action it should take, it is recommended to seek its own financial and legal advice, including in respect of any tax consequences, immediately from its broker, bank manager, solicitor, accountant or other independent financial, tax or legal adviser. The Dealer Manager and the Tender Agent do not accept any responsibility for the accuracy or completeness of the information contained in this announcement or the Tender Offer Memorandum including (without limitation) information concerning the Offeror or its subsidiaries and affiliates or for any failure by the Offeror to disclose events that may have occurred and may affect the significance or accuracy of such information.