

Company number 03401569

Private company limited by shares

Written resolution
of

NEWMANS FUNERAL DIRECTORS LIMITED (the "Company")

WEDNESDAY



On 1st September 2019 the following Written Resolutions (such resolutions being passed as an ordinary resolution (in the case of the first resolution) and as special resolutions in the case of the second, third, fourth and fifth resolutions)) were approved by the eligible members pursuant to sections 288 to 300 of the Companies Act 2006 (the "**Act**" or "**CA 2006**");

1. That the directors be and they are hereby generally and unconditionally authorised pursuant to section 551 of the Companies Act 2006 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority.
2. That 35 issued Ordinary shares of £1.00 each in the capital of the Company be re-designated into 35 Ordinary A shares of £1.00 each: such Ordinary A shares of £1.00 shall have attached to them full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption. Such Ordinary A shares of £1.00 shall rank pari passu with all other Ordinary shares in all respects save for the provision that the dividends can be paid at different rates and at different times on each class according to the directors.

Number of Shares	Registered in the Name of
35	Terry Arthur Newman

3. That 35 issued Ordinary shares of £1.00 each in the capital of the Company be re-designated into 35 Ordinary B shares of £1.00 each: such Ordinary B shares of £1.00 shall have attached to them full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption. Such Ordinary B shares of £1.00 shall rank pari passu with all other Ordinary shares in all respects save for the provision that the dividends can be paid at different rates and at different times on each class according to the directors.

Number of Shares	Registered in the Name of
35	Donna Newman

4. That 15 issued Ordinary shares of £1.00 each in the capital of the Company be re-designated into 15 Ordinary C shares of £1.00 each: such Ordinary C shares of £1.00 shall have attached to them full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption. Such Ordinary C shares

of £1.00 shall rank pari passu with all other Ordinary shares in all respects save for the provision that the dividends can be paid at different rates and at different times on each class according to the directors.

Number of Shares	Registered in the Name of
15	David Newman

5. That 15 issued Ordinary shares of £1.00 each in the capital of the Company be re-designated into 15 Ordinary ~~D~~ shares of £1.00 each; such Ordinary ~~D~~ shares of £1.00 shall have attached to them full voting, dividend and capital distribution (including on winding up) rights, they do not confer any rights of redemption. Such Ordinary ~~D~~ shares of £1.00 shall rank pari passu with all other Ordinary shares in all respects save for the provision that the dividends can be paid at different rates and at different times on each class according to the directors.

Number of Shares	Registered in the Name of
15	Robert Newman


.....
Chairman

01/09/19
.....
Date