

Company number 6961496

The Companies Acts 1985 and 2006

**PRIVATE COMPANY LIMITED BY SHARES
WRITTEN RESOLUTION
of
SOUTH OF ENGLAND FUNERAL PARTNERS LIMITED (Company)**

Circulation date: April 2023 (**Circulation Date**)

We, the undersigned, being the sole member of the Company, resolve that the following resolution ("Resolution") is passed as a resolution requiring the unanimous agreement of all Members.

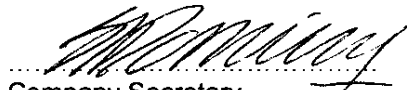
RESOLUTION

THAT the requirement to audit the accounts of the Company for the year ending 31 January 2023 be dispensed with on the basis that the ultimate parent undertaking, The Southern Co-operative Limited, has agreed to give a statutory guarantee of all the outstanding liabilities to which the Company is subject at the end of the financial year in question and that pursuant to sections 479A to C of the Companies Act 2006 the Company may take advantage of audit exemption as a subsidiary undertaking.

AGREEMENT

Please read the notes at the end of this document before signifying your agreement to the above Resolution.

The undersigned, a person entitled to vote on the above Resolution on the Circulation Date, hereby irrevocably agrees to the above Resolution:



Company Secretary
duly authorised for and on behalf of Mutual Services (Portsmouth) Limited
Dated: 27 April 2023

NOTES:

1. If you agree to the Resolution, please indicate your agreement by signing and dating this document where indicated above and returning it to the Company using one of the following methods:
By Hand: delivering the signed copy to The Company Secretary, South of England Funeral Partners Limited, 1000 Lakeside, Western Road, Portsmouth, PO6 3FE.
Post: returning the signed copy by post to the above address.

If you do not agree to the Resolution, you do not need to do anything: you will be deemed not to agree if you do not reply.
2. Once you have indicated your agreement to the Resolution, you may not revoke your agreement.
3. Notwithstanding Clause 2 above, members holding at least 10% of the Company's issued share capital (or any class of it) have a right to require an audit under s476 of the Companies Act 2006 provided that appropriate notice is given to the Company not later than one month before the end of the financial year in question.
4. Unless sufficient agreement has been received before 30 April 2023 for the Resolution to pass, it will lapse.
5. The unanimous agreement of all members is required to pass this Resolution.

