

Need assistance?**Phone:**

1800 764 308 (within Australia)
+61 3 9415 4142 (outside Australia)

**Online:**

www.investorcentre.com/contact

VUK

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

Virgin Money UK PLC Annual General Meeting ('AGM')

As part of the Australian Government's ongoing response to the Coronavirus crisis, temporary modifications have been made to the Corporations Act 2001 under the Treasury Laws Amendment (2021 Measures No. 1) Act 2021.

These modifications allow notices of meeting, and other information regarding a meeting to be provided online where it can be viewed and downloaded. Details of where you can access the Notice of Meeting and lodge your voting instruction are contained in this letter.

Meeting date

The Annual General Meeting of Virgin Money UK PLC (the 'Company') will be held on Thursday 17 February 2022 at 9.00am (GMT).

2021 Annual Report and Accounts

The Company's Annual Report and Accounts are available on our website at <https://www.virginmoneyukplc.com/investor-relations/results-and-reporting/annual-reports/>

Notice of 2022 Annual General Meeting ('Notice of Meeting')

The Company's Notice of Meeting is available at <https://www.virginmoneyukplc.com/investorrelations/shareholder-information/shareholder-meetings/>

Make Your Vote Count

To lodge your voting instructions and access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:

**Control Number: 999999****SRN/HIN: I9999999999****PIN: 99999**

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

For a proxy appointment to be effective your voting instructions must be received by 8.00pm (AEDT) on Tuesday 15 February 2022. Instructions on how to lodge your voting instructions are detailed on the enclosed form.

The number of CDIs you hold as at 11.00pm (AEDT) on Tuesday 15 February 2022 will determine how many votes you can exercise.

Your Communications

We are encouraging all our shareholders and CDI holders to provide an email address to receive their communications electronically.

By choosing to receive notifications by email you'll have access to Company information more quickly and securely. In addition, electronic communication reduces printing and supports our commitment to manage our business in a sustainable way.



PROVIDE YOUR DETAILS ONLINE

1. Go online to www.computershare.com.au/investor
2. For your security you will be required to register, which simply means entering your Securityholder Reference Number (SRN) or Holder Identification Number (HIN) detailed on this letter and creating a User ID and a password
3. Upon registering, you will be navigated to the main home page. Click the 'My Profile' button
4. Click on the 'Update' button located under 'Communication Preferences'
5. Enter the relevant information - email address - and click 'Submit'

Yours faithfully

Lorna F. McMillan
Group Company Secretary

Registered office:
Virgin Money UK PLC Jubilee House Gosforth
Newcastle upon Tyne NE3 4PL

Registered in England and Wales - No. 9595911

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YOUR VOTE IS IMPORTANT

For your vote to be effective it must be received by **8:00pm (AEDT) on Tuesday 15 February 2022.**

CDI Voting Instruction Form - Annual General Meeting to be held on Thursday 17 February 2022

Exercising your voting rights - choose one option

Option A: Appoint CHES Depositary Nominees Pty Limited (CDN) to exercise your voting rights. Do not select this option if you wish to attend and vote at the Meeting in person.

You can appoint CDN to exercise the voting rights attached to the ordinary shares it holds on your behalf at the Meeting. To choose this option you must:

- mark the 'Option A' box overleaf with an 'X'; and
- direct CDN how to vote on each of the resolutions by marking the 'For', 'Against' or 'Vote Withheld' box for each resolution in the 'Voting directions' section C overleaf. CDN will not vote on a resolution unless you have provided a direction; and
- sign and return this form in accordance with the instructions on this form.

Option B: Instruct CDN to appoint yourself or another person as its proxy

You can instruct CDN to appoint another person (i.e. the Chairman of the Meeting) as its proxy in respect of the ordinary shares it holds on your behalf. To choose this option:

- mark the 'Option B' smaller box overleaf with an 'X';
- if you wish to instruct CDN to appoint yourself or someone other than the Chairman of the Meeting as its proxy, you must enter your name or the name of that other person in the larger box in 'Option B' overleaf;
- if you wish to appoint the Chairman of the Meeting leave the larger box blank;
- you may direct the Chairman of the Meeting or the person you have named in the larger box in 'Option B' overleaf how to vote on each of the resolutions by marking the 'For', 'Against' or 'Vote Withheld' box for each resolution in the 'Voting directions' section C overleaf; and
- sign and return this form in accordance with the instructions on this form.

If you do not direct the Chairman of the Meeting or the other person how to vote on a resolution, they may vote (if they are permitted to attend the Meeting) as they choose on that resolution. If you instruct CDN to appoint the Chairman of the Meeting as its proxy but do not direct the Chairman how to vote on a resolution, when the Chairman votes as proxy on a poll, his current intention is to vote in favour of each of the proposed resolutions. The Chairman will also have discretion as to how to vote on any other resolution which may properly come before the Meeting (i.e. a request for an adjournment). The Chairman's intention necessarily expresses his intention at the date this form was printed prior to circulation to CHES Depositary Interests (CDI) holders and therefore, in exceptional circumstances, the Chairman's intention may change subsequently.

Section C - Voting directions

The 'Vote Withheld' option overleaf is provided to enable you to abstain on any particular resolution. However, it should be noted that a 'Vote Withheld' is not a vote in law and will not be counted in the calculation of the proportion of the votes 'For' and 'Against' a resolution.

Signing instructions where lodging this form by mail

Individual: Where the holding is in one name, the CDI holder must sign.

Joint Holding: Where the holding is in more than one name, all of the CDI holders must sign.

Power of Attorney: If you are signing as an attorney and you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.

Companies: Where the company has a sole director who is also the sole company secretary, this form must be signed by that person. If the company does not have a company secretary, a sole director can also sign alone. Otherwise this form must be signed by a director jointly with either another director or a company secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

Capitalised terms used in this form have the meaning giving to them in the Virgin Money UK PLC Notice of Annual General Meeting.

Lodge your voting instruction: XX

Online:

Lodge your voting instruction online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is



Control Number: 999999

SRN/HIN: I999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia



PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

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☐ **Change of address.** If your address is incorrect, mark this box and make the correction in the space to the left. CDI holders sponsored by a broker (reference number commences with 'X') should advise their broker of any changes.



I 9999999999

I ND

CDI Voting Instruction Form

Please mark ☒ to indicate your directions

I/We, being a CDI holder, hereby instruct CHESS Depository Nominees Pty Limited (CDN) as follows (please mark the boxes below in accordance with the instructions on the front of this form):

XX

Option A

☐

Option B

To appoint the Chairman of the Meeting or the person named below as its proxy

☐

To vote on my/our behalf on the resolutions in accordance with the directions below

OR

for/at the Annual General Meeting ('the Meeting') of Virgin Money UK PLC ('the Company') to be held on Thursday 17 February 2022 at 9.00am (GMT) and at any adjournment of the Meeting. CDN will instruct its proxy (if applicable) to vote on the resolutions proposed at the Meeting in accordance with the following directions. Where no direction is given, the proxy may (to the extent they are permitted to attend the Meeting) vote as they see fit or abstain in relation to the proposed resolution. In addition, the proxy can vote as they see fit, or abstain, on any other business of the Meeting, including amendments to resolutions, and at any adjournment of the Meeting. If you do not select an option above, and this CDI Voting Instruction Form has been validly signed, then you will be deemed to have marked Option B and instructed CDN to appoint the Chairman of the Meeting as its proxy.

C Voting directions - please mark 'X' to indicate your directions

Ordinary Resolutions	Vote		
	For	Against	Withheld
1 To receive the Annual Report and Financial Statements for the year ended 30 September 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2 To approve the Directors' Annual Report on Remuneration for the year ended 30 September 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
3 To declare a final dividend of 1p per ordinary share in the Company in respect of the year ended 30 September 2021.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
4 To elect Clifford Abrahams as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
5 To re-elect David Bennett as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
6 To re-elect Paul Coby as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
7 To re-elect David Duffy as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
8 To re-elect Geeta Gopalan as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
9 To elect Elena Novokreshchenova as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
10 To re-elect Darren Pope as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
11 To re-elect Amy Stirling as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
12 To re-elect Tim Wade as a Director of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
13 To re-appoint Ernst & Young LLP as auditors of the Company.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
14 To authorise the Audit Committee to determine the remuneration of the auditors.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
15 To authorise the Directors to allot shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Special Resolutions	Vote		
	For	Against	Withheld
16 To authorise the Directors to disapply statutory pre-emption rights in respect of 5% of the Company's issued share capital.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
17 To authorise the Directors to disapply statutory pre-emption rights in respect of an additional 5% of the Company's issued share capital.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Ordinary Resolution

18 To authorise the Directors to allot equity securities in connection with AT1 Securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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Special Resolutions

19 To authorise the Directors to disapply statutory pre-emption rights in respect of the allotment of equity securities in connection with an issue of further AT1 Securities.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
20 To permit the Company to purchase its own shares.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
21 To permit the Company to enter into a contingent purchase contract between the Company and Citigroup Global Markets Australia Pty Limited for the purchase by the Company of ordinary shares converted from CHESS Depository Interests (CDIs).	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Ordinary Resolution

22 To authorise the Company to make political donations and incur political expenditure.	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
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SIGN

Signatures - please sign in the boxes below This section must be completed.

Individual or first CDI holder

Sole director and sole company secretary

CDI holder 2

Director

CDI holder 3

Director/company secretary

Contact
Name

Contact
Daytime
Telephone

Date / /

V U K

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Computershare +