VIRGIN MONEY UK

Need assistance?

Phone
1300 850 505 (within Australia)
+61 3 9415 4000 (outside Australia)

Online
www.investorcentre.com/contact

VUK

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

YOUR VOTE IS IMPORTANT

For your proxy appointment to be effective it must be received by **7.00pm (AEDT) on Tuesday 23 February 2021**.

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

This year, as part of the Australian Government's response to the Coronavirus crisis, temporary modifications have been made to the *Corporations Act 2001* under the *Corporations (Coronavirus Economic Response) Determination (No.3) 2020*. 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 25 February 2021 at 9.00am (GMT).

2020 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 2021 Annual General Meeting ('Notice of Meeting')

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

No shareholders or CDI holders will be sent a hard-copy Notice of Meeting for the AGM.

As explained in the Notice of Meeting, due to the ongoing impacts of the COVID-19 pandemic in line with UK Government guidance and relevant legislation, shareholders, CDI holders, third party proxies and corporate representatives will not be permitted to attend the AGM this year and instead the AGM will be held with only the minimum number of attendees present as required to form a quorum under the Company's constitution and who are essential for the business of the AGM to be conducted. These attendees will be Company employees. For this reason, you are strongly encouraged to instruct CHESS Depositary Nominees Pty Limited ('CDN') to appoint the Chairman of the Meeting as its proxy to ensure your vote is counted, instead of another person who will not be able to attend the AGM.

Voting

To lodge your voting instructions you must complete and return the CDI Voting Instruction Form by 7.00pm (AEDT) on Tuesday 23 February 2021. 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 23 February 2021 will determine how many votes you can exercise.

Access the meeting documents and lodge your voting instructions online:

Online:

Access the meeting documents and lodge your voting instructions 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: I9999999999

PIN: 99999

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

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

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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

VIRGIN MONEY UK

VUK

MR SAM SAMPLE
FLAT 123
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SAMPLEVILLE VIC 3030

Lodge your voting instruction:

Online:
www.investorvote.com.au

By Mail:
Computershare Investor Services Pty Limited
GPO Box 242 Melbourne
Victoria 3001 Australia

Alternatively you can fax your form to:
(within Australia) 1800 783 447
(outside Australia) +61 3 9473 2555

For all enquiries call:
(within Australia) 1800 764 308
(outside Australia) +61 3 9415 4142

CDI Voting Instruction Form - Annual General Meeting to be held on Thursday 25 February 2021 XX

Submit your voting instruction online

- Go to www.investorvote.com.au **or** scan the QR Code with your mobile device.
- Follow the instructions on the secure website to submit your voting instruction.

Your access information that you will need to submit your voting instruction:

Control Number: 999999

SRN/HIN: I9999999999 **PIN: 99999**

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

View the Annual Report and Accounts and the Notice of Annual General Meeting online: www.virginmoneyukplc.com

For your voting instruction to be effective it must be received by 7.00pm (AEDT) on Tuesday 23 February 2021

Exercising your voting rights - choose one option

Option A: Appoint CHESS Depositary Nominees Pty Limited (CDN) to exercise your voting rights

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 another person as its proxy

As shareholders and CDI holders will not be permitted to attend the AGM you are strongly encouraged to appoint the Chairman of the Meeting as your proxy to ensure your vote is counted.

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 someone other than the Chairman of the Meeting as its proxy, you must enter 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 CHESS 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.

GO ONLINE TO SUBMIT YOUR VOTING INSTRUCTION,
or turn over to complete the form →

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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 IND

CDI Voting Instruction Form

Please mark ☒ to indicate your directions

XX

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

Option A ☐

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

OR

Option B **To appoint the Chairman of the Meeting or the person named below as its proxy** ☐

IMPORTANT: You are strongly encouraged to select the Chairman of the Meeting as your proxy – please see Explanatory Notes

for/at the Annual General Meeting ('the Meeting') of Virgin Money UK PLC ('the Company') to be held on Thursday 25 February 2021 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

		For	Against	Vote Withheld
1	To receive the Annual Report and Financial Statements for the year ended 30 September 2020	☐	☐	☐
2	To approve the Directors' Annual Report on Remuneration for the year ended 30 September 2020	☐	☐	☐
3	To re-elect David Bennett as a Director of the Company	☐	☐	☐
4	To re-elect Paul Coby as a Director of the Company	☐	☐	☐
5	To re-elect David Duffy as a Director of the Company	☐	☐	☐
6	To re-elect Geeta Gopalan as a Director of the Company	☐	☐	☐
7	To re-elect Darren Pope as a Director of the Company	☐	☐	☐
8	To re-elect Amy Stirling as a Director of the Company	☐	☐	☐
9	To re-elect Tim Wade as a Director of the Company	☐	☐	☐
10	To re-appoint Ernst & Young LLP as auditors	☐	☐	☐
11	To authorise the Audit Committee to determine the remuneration of auditors	☐	☐	☐
12	To authorise the Directors to allot shares	☐	☐	☐

Special Resolutions

		For	Against	Vote Withheld
13	To authorise the Directors to disapply statutory pre-emption rights in respect of 5% of the Company's issued share capital	☐	☐	☐
14	To authorise the Directors to disapply statutory pre-emption rights in respect of an additional 5% of the Company's issued share capital	☐	☐	☐

Ordinary Resolution

		For	Against	Vote Withheld
15	To authorise the Directors to allot equity securities in connection with AT1 Securities	☐	☐	☐

Special Resolutions

		For	Against	Vote Withheld
16	To authorise the Directors to disapply statutory pre-emption rights in respect of the allotment of equity securities in connection with AT1 Securities and issue further AT1 Securities	☐	☐	☐
17	To permit the Company to purchase its own shares	☐	☐	☐
18	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 Depositary Interests (CDIs)	☐	☐	☐

Ordinary Resolution

		For	Against	Vote Withheld
19	To authorise the Company to make political donations and incur political expenditure	☐	☐	☐
20	To authorise the Directors to allot shares in connection with the Conduct Indemnity Deed	☐	☐	☐

Special Resolution

		For	Against	Vote Withheld
21	To authorise the Directors to disapply statutory pre-emption rights in respect of the allotment of shares in connection with the Conduct Indemnity Deed	☐	☐	☐

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

Individual or first CDI holder	CDI holder 2	CDI holder 3
Sole director and sole company secretary	Director	Director/company secretary

Contact Name ____________________ Contact Daytime Telephone ____________________ Date ___ / ___ / ___