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Please complete in typescript, or in bold black capitals

or in bota black cap	naio.	Allifual Hetuili	
CHFP029	ompany Number	3087584	
Comp	oany Name in full	VIRGIN MONEY LIFE LIMITED	
Date of this retu	rn	Day Month Year	
The information in this r	eturn is made up to	0 1 / 0 8 / 2 0 0 3	
Date of next return to a date earlier than to of this return please so Companies House will at the appropriate time	our next return the anniversary how the date here. Il then send a form	Day Month Year	
Registered Office		Discovery House	
Show here the address this return.	ss at the date of	Whiting Road	
Any change of registered office	Post town	Norwich	
must be notified on form 287.	County / Region		
	UK Postcode	NR4 6EJ	
Principal busine	ess activities		
Show trade classificator the principal activ	ation code number(s) ity or activities.	6601	
		L	L
If the code number c	annot be determined,		
give a brief description of principal activity.			



COMPANIES HOUSE

29/08/03

Form April 2002

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ for companies registered in England and Wales

DX 33050 Cardiff

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB for companies registered in Scotland

DX 235 Edinburgh

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Register of member If the register of members registered office, state her	is not kept at the	
	Post town	
	County / Region	UK Postcode
Register of Debentu If there is a register of det or a duplicate of any such of it, which is not kept at to office, state here where it	penture holders, La register or part he registered	
	Post town	
	County / Region [UK Postcode
Company type		
Public limited company		
Private company limited by	shares	
Private company limited by share capital	guarantee without	
Private company limited by section 30	shares exempt under	Please tick the appropriate box
Private company limited by under section 30	/ guarantee exempt	
Private unlimited company	with share capital	
Private unlimited company	without share capital	
Company Secretar	ry	Details of a new company secretary must be notified on form 288a.
* Voluntary details (Please photocopy Nar		
(Please photocopy this area to provide details of joint secretaries).	* Style / Title Forename(s)	Mr
††Tick this box if the		Peter Gerardus
address shown is a service address for the beneficiary of a	Surname Address ††	GRAM
Confidentiality Order granted under section		9 Lambyn Croft
723B of the Companies Act 1985		Langshott
otherwise, give your usual residential address. In the case	Post town	Horley
of a corporation, or Scottish firm, give the	County / Region	Surrey UK Postcode R H 6 9 X L
registered or principal office address	Country	England
If a partnership give the names and addresses of the partners or the name of the partnership and office address.		

Directors Please list directors in alp	haheti	cal order	Details of new directors m	ust be notified on	form 288a	
•	ame	* Style / Title	ı Mr			
Directors In the case of a director that is a corporation or a			Day Month Year	6:1		
Scottish firm, the name is the corporate or firm name.		Date of Birth Forename(s)	1 2/0 1/1 9	<u>~L</u>		
††Tick this box if the address shown is a		Surname	Mark Philip HODGKINSON			
service address for the beneficiary of a Confidentiality Order granted under section		Address ^{††}	The Newlings, Outwell Roa	ad		
723B of the Companies Act 1985 otherwise, give your usual residential		Post town				
address. In the case of a corporation, or Scottish firm, give the		County / Region	Wisbech Cambridgeshire	UK Postcode	P E 1 4	9 B G
registered or principal office address		Country			British	
	Busi	ness occupation	Director		•	
* Voluntary details.						
Directors In the	Name	* Style / Title	Sir			
case of a director that is a corporation or a Scottish firm, the name is the corporate or firm name.		Date of Birth	Day Month Year			
†† Tick this box if the		Forename(s	Richard Charles Nicholas	· · · · · · · · · · · · · · · · · · ·		
address shown is a service address for the beneficiary of a		Surname				
Confidentiality Order granted under section 723B of the Companies Act 1985		Address ^{††}	9 Holland Park			
otherwise, give your usual residential address. In the case		Post town	n London			
of a corporation, or Scottish firm, give the registered or principa office address		County / Region		UK Postcode	h L L \	[3[T[H
211100 AAA1633		Countr	V. I England	Matianality	I Date L	

Country | England

| Company Director

Business occupation

Nationality

British

Directors Details of new directors must be notified on form 288a Please list directors in alphabetical order. * Style / Title Name ⊣ Mr Directors in the Day Month Year case of a director that is a corporation or a 0 | 5 / | 0 | 7 / | 1 | 9 | 6 | 8 Date of Birth Scottish firm, the name is the corporate or firm name. Forename(s) I lan David †† Tick this box if the address shown is a Surname LARKIN service address for the beneficiary of a Address ** Confidentiality Order 2 Dell Loke granted under section 723B of the Trowse Companies Act 1985 otherwise, give your usual residential Post town Norwich address. In the case of a corporation, or County / Region **UK Postcode** Norfolk Scottish firm, give the [N | R | 1 | 4 registered or principal office address Nationality Country | England Irish Business occupation | Chief Financial Officer * Voluntary details. Name * Style / Title Mr Directors In the case of a director that Day Month Year is a corporation or a Scottish firm. 0 | 4 1 | 9 | 6 | 5 Date of Birth name is the corporate or firm name. Forename(s) Simon Edward tt Tick this box if the address shown is a Surname

LEEMING service address for the beneficiary of a Address †† 156 Wellesley Avenue South Confidentiality Order granted under section 723B of the **Companies Act 1985** otherwise, give your usual residential Post town | Norwich address. In the case of a corporation, or Scottish firm, give the County / Region | Norfolk **UK Postcode** | N | R | 1 | registered or principal office address Country | England **Nationality British Business occupation** Compliance Officer

Directors

Details of new directors must be notified on form 288a

Please list directors in alp	habetical order.					
Na	ame * Style / Title	Mr				
Directors In the case of a director that a corporation or a		Day Month	Year			
Scottish firm, the name is the corporate or firm name.	Date of Birth	0 2/0 4/	1 9 6 0			
	Forename(s)	Gordon Douglas				
TTick this box if the address shown is a service address for	Surname	McCALLUM				
the beneficiary of a Confidentiality Order granted under section	Address ^{††}	15 First Street				
723B of the Companies Act 1985						
otherwise, give your usual residential address. In the case	Post town	London				
of a corporation, or Scottish firm, give the registered or principal	County / Region		UK Pos	stcode	S W 3	2 L B
office address	Country	England	Nation	ality	British	
	Business occupation	Company Directo	or			
* Voluntary details.						
Directors In the	lame * Style / Title	Dr		_		
case of a director that is a corporation or a		Day Month	Year			
Scottish firm, the name is the corporate or firm name.	Date of Birth	1 4/01	/[1 [9 [6] 4			
†† Tick this box if the	Forename(s	Paul David				
address shown is a service address for	Surname	PESTER				
the beneficiary of a Confidentiality Order granted under section	Address ^{††}	Denby House				
723B of the Companies Act 1985		Griston Road				
otherwise, give your usual residential address. In the case	Post town	n Thompson				
of a corporation, or Scottish firm, give the registered or principa		n Norfolk	UK Po	ostcode	P 2 4	IPIX
office address	Countr	y England	Natio	nality	British	
	Business occupation	Director				

Issued share capital

Enter details of all the shares in issue at the date of this return.

Class

(e.g. Ordinary/Preference)

Number of shares issued

Aggregate Nominal Value

(i.e Number of shares issued multiplied by nominal value per share, or total amount of stock)

į	£1 Ordinary	15,000,000.000	£ 15,000,000.000			
		\	<u></u>			
		<u> </u>	L			
	Totals	15,000,000.000	£ 15,000,000.000			
List of past and present shareholders (Use attached schedule where appropriate) A full list is required if one was not included with either of the last two	There were no changes	in the period				
returns.	on paper in another format A list of changes is enclosed					
	A full list of shareholders	s is enclosed				
Certificate	I certify that the information knowledge and belief.	ion given in this return is	true to the best of my			
Signed	fram	Date	26/08/2003			
† Please delete as appropriate.	† a X re X or /secretary					
When you have signed the return send it with the fee to the Registrar of Companies. Cheques should be made payable to Companies House.	This return includ	les 2 col	ntinuation sheets			
You do not have to give any contact information in the box opposite but if	Mr P G Gram					
you do, it will help Companies House to contact you if there is a query on the form. The contact information that you	120 Campden Hill Roa	id, London, W8 7AR.				
give will be visiable to searchers of the public record.		Tel 020 7313 20	000			
)	DX number	DX exchange				



List of past and present shareholders Schedule to form 363a

CHFP029

Company Number	3087584
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Company Name in full , VIE

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- Changes to shareholders particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation;
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order or provide an index
- List joint shareholders consecutively

	Class and	Shares or amount of stock transferred (if appropriate)			
Shareholders' details	number of shares or amount of stock held	Class and number of shares or amount of stock transferred	Date of registration of transfer		
Name VIRGIN MONEY GROUP LIMITED	£1 Ordinary				
Address Discovery House, Whiting Road, Norwich,	15,000,000				
Norfolk					
UK Postcode NR4L7EJ					
Name					
Address					
1					
}					
UK Postcode LLLL LL					
Name					
1					
Address					
1					
UK Postcode LLLLL					