



COMPANIES FORM No. 123

**Notice of increase
in nominal capital**

123

CHFP025

Please do not
write in
this margin

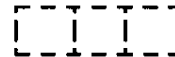
Pursuant to section 123 of the Companies Act 1985

Please complete
legibly, preferably
in black type, or
bold block lettering

To the Registrar of Companies
(Address overleaf)

For official use

Company number



03087587

Name of company

* VIRGIN MONEY HOLDINGS (UK) LIMITED

* insert full name
of company

gives notice in accordance with section 123 of the above Act that by resolution of the company

dated 11 June 2008 the nominal capital of the company has been

increased by £ 14,200.00 beyond the registered capital of £ 100.00 £800.00

† the copy must be
printed or in some
other form approved
by the registrar

A copy of the resolution authorising the increase is attached †

The conditions (eg voting rights, dividend rights, winding-up rights etc) subject to which the new
shares have been or are to be issued are as follows

as set out in the Company's Articles of Association

Please tick here if
continued overleaf



† Insert
Director,
Secretary,
Administrator,
Administrative
Receiver or
Receiver
(Scotland) as
appropriate

Signed

Designation †

Director

Date 11th June 2008

Presenter's name address and
reference (if any)

Macfarlanes LLP
20 Cursitor Street
London
EC4A 1LT
JZS/606650
138 Chancery Lane

TUESDAY

LD5 16/09/2008 124
COMPANIES HOUSE

RM 23/06/2008 92
COMPANIES HOUSE

Barcode: *LHW6636J*
Barcode: *RZMBT0T9*

oom

Notes

The address for companies registered in England and Wales or Wales is -

The Registrar of Companies
Companies House
Crown Way
Cardiff
CF14 3UZ

DX 33050 Cardiff

or, for companies registered in Scotland -

The Registrar of Companies
Companies House
37 Castle Terrace
Edinburgh
EH1 2EB

DX 235 Edinburgh or LP - 4 Edinburgh 2