In accordance with Section 854 of the Companies Act 2006

Α1

ARO1 Annual Return

BLUEPRINT

OneWorld

A fee is payable with this form
Please see 'How to pay' on the
last page

You can use the WebFiling service to file this form online.

Please go to www companieshouse govuk

What this form is for
You may use this form to confirm
that the company information is
correct as at the date of this return
You must file an Annual Return at
least once every year

What this form You cannot use notice of chand officers, registe company type relating to the



n, please at agov uk

LD7

D7 26/08/2011 COMPANIES HOUSE 96

Part 1 Company details

Company details

The section must be completed by all companies.

→ Filling in this form

Please complete in typescript or in bold black capitals

All fields are mandatory unless specified or indicated by *

Company number	3 0 8 7 5 8 7	O Company name change If your company has recently
Company name in full	VIRGIN MONEY HOLDINGS (UK) LIMITED	changed its name, please provide the company name as at the date of this return
A2	Return date	
Date of this return •	Please give the annual return made up date The return date must not be a future date The annual return must be delivered within 28 days of the date given below d O	O Date of this return Your company's return date is usually the anniversary of incorporation or the anniversary
Date of this feturit		of the last annual return filed at Companies House You may choose an earlier return date but it must n

А3 Principal business activity Please show the trade classification code number(s) for the principal Principal business activity You must provide a trade activity or activities 9 classification code (SIC code) or a 4 1 5 description of your company's main Classification code 1 business in this section Classification code 2 A full list of the trade classification codes are available on our website Classification code 3 www.companieshouse.gov.uk Classification code 4 If you cannot determine a code, please give a brief description of your business activity below Principal activity description

be a later date

A4	Com	ıpa	ny ty	ype	D								
	Please confirm your company type by ticking the appropriate box below (only one box must be ticked) Public limited company Private company limited by shares Private company limited by guarantee Private company limited by shares exempt under section 60 Private company limited by guarantee exempt under section 60 Private unlimited company with share capital Private unlimited company without share capital				O Company type If you are unsure of your company type, please check your latest certificate of incorporation or our website www.companieshouse.gov.uk								
A5	Regi	ist	ered	offi	ce a	ddre	SS 0)					
Building name/number	Dis	cc	very	Но	use					O Change of registered office This mist agree with the address			
Street	Whi	tı	ng R	oad					-	This must agree with the address that is held on the Companies House record at the date of this return			
Post town	Nor		.ch					_		If the registered office address has changed, you should complete form			
County/Region	Nor	fo	lk			_				AD01 and submit it together with this annual return			
Postcode	N	R	4		6	E	J						
			alter						ation (SAIL) of the	1			
Building name/number	The	S	choc	1 H	ous	e				SAIL address			
Street		50 Brook Green						This must agree with the address that is held on the Companies House record at the date of this return					
Post town		London						if the address has changed, you should complete form ADO2 and submit it together with this annual					
County/Region										return			
Postcode	W	6		7	R	R							
A7	Loca	atio	on of	con	npai	ny re	cor	ds Ø					
		ress R R	tick the in Se i Registe Registe Directo	ction er of n er of c	O Location of company records If the company records are held at the registered office address, do not tick any of the boxes in this section Certain records must be kept by every company while other records								
 □ Directors' indemnities □ Register of secretaries □ Records of resolutions etc □ Contracts relating to purchase of own shares □ Documents relating to redemption or purchase of own share out of capital by private company 		are only kept by certain company types where appropriate If the records are not kept at the SAIL address, they must be available at the registered office If any of the company records have											
		R II R II	nteresi Registe nstrum or Nort	to motes to ments to	embe ts sha ntere creat Irelai	rs of eares sts in ing cl nd	outco share narge	me of es disc es and	osed to public company into osed to public company egister of charges. England and Wales egister of charges. Scotland	moved from the registered office to the address in Section A6 since the last annual return, you must complete form ADO3 and submit it together with this annual return			

Officers of the company Part 2 This section should include details of the company at the date to which this Continuation pages Please use a continuation page annual return is made up if you need to enter more officer details. → For a secretary who is an individual, go to Section B1 → For a corporate secretary, go to Section C1 → For a director who is an individual, go to Section D1 → For a corporate director, go to Section E1 Secretary B1 Secretary's details • Please use this section to list all the secretaries of the company • Secretary appointments You may not use this form to For a corporate secretary, complete Section C1-C4. appoint a secretary To do this, please complete form AP03 and Title* Mr submit it together with this annual Full forename(s) Barry Alexander Ralph Corporate details Surname **GERRARD** Please use Section C1-C4 to enter corporate secretary details Former name(s) @ Secretary details All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete form CH03 Former name(s) Please provide any previous names which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes B2 Secretary's service address 9 The School House Service address Building name/number If you have previously notified Street 50 Brook Green Companies House that the service address is at 'The Company's Hammersmith Registered Office', please state 'The Company's Registered Office' in the London Post town address. This information will appear on the County/Region public record Postcode 6 R R Country United Kingdom

Corporate secretary

C1	Corporate secretary's details •		
Corporate body/firm	Please use this section to list all the corporate secretaries of the company	O Corporate secretary appointments You cannot use this form to appoint a corporate secretary To do this, please complete form APO4 and submit it together with this annual	
Building name/number	<u></u>	return Corporate secretary details	
Street		All details must agree with those previously notified to Companies House If you have made changes since the last annual return and have	
Post town		not notified us, please complete form CH04	
County/Region		This information will appear on the	
Postcode		public record	
Country			
C2	Location of the registry of the corporate body or firm		
	Is the corporate secretary registered within the European Economic Area (EEA) ⁷ → Yes Complete Section C3 only → No Complete Section C4 only		
C3	EEA companies ®	<u> </u>	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance	
Where the company/ firm is registered ●		www.companieshouse.gov.uk This is the register mentioned in Article 3 of the First Company Law	
Registration number		Directive (68/151/EEC)	
C4	Non-EEA companies		
	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	O Non-EEA Where you have provided details of the register (including state) where the company or firm is registered,	
Legal form of the corporate body or firm		you must also provide its number in that register	
Governing law			
If applicable, where the company/firm is registered ©			
If applicable, the registration number			

D1	Director's details •	
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	O Director appointments You cannot use this form to appoint a director To do this, please
Title*	Mr	complete form APO1 and submit it together with this annual return
Full forename(s)	Gaurav	Corporate details
Surname	BATRA	Please use Section E1-E4 to enter corporate director details.
Former name(s)	Director details All details must agree with those previously notified to Companies House If you have made changes	
Country/State of residence	United Kingdom	since the last annual return and have not notified us, please
Nationality	British	complete form CH01
Date of birth	d 0 d 6 m1 m2 y 1 y 9 y 7 y 1	• Former name(s) Please provide any previous names
Business occupation (if any)	Corporate Development Director	which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.
D2	Director's service address €	
Building name/number	The School House	Service address If you have previously notified
Street	50 Brook Green	Companies House that the service address is at 'The Company's
		Registered Office', please state 'The Company's Registered Office' in the
Post town	London	address.
County/Region		This information will appear on the public record
Postcode	W 6 7 R R	poone record
Country	United Kingdom	

D1	Director's details •					
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	Director appointments You cannot use this form to appoint a director To do this, please				
Title*	Mrs	complete form APO1 and submit it together with this annual return				
Full forename(s)	Jayne-Anne	Corporate details				
Surname	GADHIA	Please use Section E1-E4 to enter corporate director details				
Former name(s) •	Director details All details must agree with those previously notified to Companies					
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please				
Nationality	British	complete form CH01				
Date of birth	$\begin{bmatrix} \mathbf{d} 1 & \mathbf{d} 9 & \mathbf{m} 1 & \mathbf{m} 0 & \mathbf{y} 1 & \mathbf{y} 9 & \mathbf{y} 6 & \mathbf{y} 1 \end{bmatrix}$	Former name(s)Please provide any previous names				
Business occupation (if any)	Accountant	which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.				
D2	Director's service address®					
Building name/number	The Company's Registered Office	Service address If you have previously notified				
Street		Companies House that the service address is at 'The Company's Registered Office', please state 'The				
Post town		Company's Registered Office' in the address.				
County/Region		This information will appear on the public record				
Postcode		public record				
Country						

In accordance with
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AR01 - continuation page

D1	Director's details •								
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	O Director appointments You cannot use this form to appoint a director To do this, please							
Title*		complete form AP01 and submit it together with this annual return							
Full forename(s)	James B Lockhart	Corporate details							
Surname	III	Please use Section E1-E4 to enter corporate director details.							
Former name(s) •		Director details All details must agree with those previously notified to Companies							
Country/State of residence	United States	House If you have made changes since the last annual return and have not notified us, please complete form CH01							
Nationality	American								
Date of birth	$\begin{bmatrix} d & 1 & d & 3 \end{bmatrix}$ $\begin{bmatrix} m & 0 & m & 5 \end{bmatrix}$ $\begin{bmatrix} y & 1 & y & 9 & y & 4 & y & 6 \end{bmatrix}$	Please provide any previous names							
Business occupation	Director	which have been used for business purposes during the period of							
(ıf any)		this return Married women do not need to give former names unless previously used for business purposes							
D2	Director's service address ®								
Building name/number	Discovery House	Service address If you have previously notified							
Street	Whiting Road	Companies House that the service address is at 'The Company's Registered Office', please state 'The							
Post town	Norwich Company's Register address								
County/Region	Norfolk	This information will appear on the public record							
Postcode	NR46EJ	puonic recola							
Country	United Kingdom								

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D1	Director's details •						
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	O Director appointments You cannot use this form to appoint a director To do this, please					
Title*	Mr	complete form APO1 and submit it together with this annual return					
Full forename(s)	Colin Denis	Corporate details					
Surname	KEOGH	Please use Section E1-E4 to enter corporate director details.					
Former name(s) •		Director details All details must agree with those previously notified to Companies					
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please					
Nationality	British	complete form CH01 Former name(s) Please provide any previous names					
Date of birth	$\begin{bmatrix} d_2 & d_7 \end{bmatrix}$ $\begin{bmatrix} m_0 & m_7 \end{bmatrix}$ $\begin{bmatrix} y_1 & y_9 & y_5 & y_3 \end{bmatrix}$						
Business occupation (if any)	Director	which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.					
D2	Director's service address®						
Building name/number	The Company's Registered Office	Service address If you have previously notified					
Street		Companies House that the service address is at 'The Company's Registered Office', please state 'The Company's Registered Office' in the address.					
Post town							
County/Region		This information will appear on the public record					
Postcode		puone record					
Country							

In accordance with		
Section 854 of the		
Companies Act 2006		

D1	Director's details [©]						
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4	O Director appointments You cannot use this form to appoint a director To do this, please					
Title*	Mr	complete form APO1 and submit it together with this annual return					
Full forename(s)	Gordon Douglas	Corporate details					
Surname	McCALLUM	Please use Section E1-E4 to enter corporate director details.					
Former name(s) •		Director details All details must agree with those previously notified to Companies					
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please					
Nationality	British	complete form CH01					
Date of birth	d 0 d 2 m 0 m 4 y 1 y 9 y 6 y 0	Former name(s) Please provide any previous names					
Business occupation (if any)	Company Director	which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes.					
D2	Director's service address®	' ' ' ' ' ' ' - ' ' 					
Building name/number	The School House	Service address If you have previously notified					
Street	50 Brook Green	Companies House that the service address is at 'The Company's					
	Hammersmith	Registered Office', please state 'The					
Post town	London	Company's Registered Office' in the address					
County/Region		This information will appear on the public record					
Postcode	W 6 7 R R	public record					
Country	United Kingdom						

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Companies Act 2006	

D1	Director's details ⁰						
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	O Director appointments You cannot use this form to appoint a director To do this, please					
Title*	Mr	complete form APO1 and submit it together with this annual return					
Full forename(s)	Norman Cardie	Corporate details					
Surname	McLUSKIE	Please use Section E1-E4 to enter corporate director details					
Former name(s) •		Director details All details must agree with those previously notified to Companies					
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please					
Nationality	British	complete form CH01					
Date of birth	d 2 d 3 m 0 m 8 y 1 y 9 y 4 y 4	Former name(s)Please provide any previous names					
Business occupation (if any)	Director	which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes					
D2	Director's service address €						
Building name/number	The Company's Registered Office	Service address If you have previously notified					
Street		Companies House that the service address is at 'The Company's Registered Office', please state 'The					
Post town		Company's Registered Office' in the address.					
County/Region		This information will appear on the public record					
Postcode		paonercora					
Country							

In accordance with
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D1	Director's details ¹⁰						
	Please use this section to list all the directors of the company For a corporate director, complete Section E1-E4.	O Director appointments You cannot use this form to appoint a director To do this, please					
Title*	Mr	complete form AP01 and submit it together with this annual return					
Full forename(s)	Finlay Ferguson	Corporate details					
Surname	WILLIAMSON	Please use Section E1-E4 to enter corporate director details					
Former name(s) •		Director details All details must agree with those previously notified to Companies					
Country/State of residence	United Kingdom	House If you have made changes since the last annual return and have not notified us, please					
Nationality	British	complete form CH01					
Date of birth	$ \begin{array}{c ccccccccccccccccccccccccccccccccccc$	Please provide any previous names					
Business occupation (if any)	Director	which have been used for business purposes during the period of this return. Married women do not need to give former names unless previously used for business purposes					
D2	Director's service address®						
Building name/number	The Company's Registered Office	Service address If you have previously notified					
Street		Companies House that the service address is at 'The Company's Registered Office', please state 'The					
Post town		Company's Registered Office' in the address					
County/Region		This information will appear on the public record					
Postcode		public record					
Country							

Corporate director

E1	Corporate director's details •	
Community of the	Please use this section to list all the corporate director's of the company	O Corporate director appointments You cannot use this form to appoint a corporate director To do this, please complete form APO2 and
Corporate body/firm name		submit it together with this annual return
Building name/number		Corporate director details All details must agree with those
Street		previously notified to Companies House If you have made changes since the last annual return and have not notified us, please complete
Post town		form CH02
County/Region		This information will appear on the public record
Postcode		
Country		
E2	Location of the registry of the corporate body or firm	
	Is the corporate director registered within the European Economic Area (EEA)? → Yes Complete Section E3 only → No Complete Section E4 only	
E3	EEA companies o	
	Please give details of the register where the company file is kept (including the relevant state) and the registration number in that register	● EEA A full list of countries of the EEA can be found in our guidance
Where the company/ firm is registered		www.companieshouse gov.uk This is the register mentioned in Article 3 of the First Company Law
Registration number		Directive (68/151/EEC)
E4	Non-EEA companies	
_	Please give details of the legal form of the corporate body or firm and the law by which it is governed. If applicable, please also give details of the register in which it is entered (including the state) and its registration number in that register.	Non-EEA Where you have provided details of the register (including state) where the company or firm is registered, you must also provide its number in
Legal form of the corporate body or firm		that register
Governing law		
If applicable, where the company/firm is registered •		
If applicable, the registration number		

Part 3	Statement of capital o						
	→ Yes Con	y have share capital? plete the sections beloto Part 5 (Signature)	This should reflect the company's capital status at the made up date of this annual return				
F1	Share capital in	pound sterling (<u>f)</u>		,		
Please complete the ta If all your issued capita			ld in pound sterling and then go to Section F4		_		
Class of shares (E.g. Ordinary/Preference etc)	Amount paid up on each share 2	Amount (if any) unpaid on each share ②	Number of share	res 0	Aggregate nominal value 🖸	
See attached so	chedule					£	
						£	
	<u></u>					£	
						£	
			Totals			£	
F2	Share capital ir	other currencies	i			_	
Please complete the ta Please complete a sep			d in other currencies				
Currency							
Class of shares (E g Ordinary/Preference etc)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of share	res 🛭	Aggregate nominal value 4	
			Totals —	<u> </u>			
	·	-					
Currency							
Class of shares (E.g. Ordinary/Preference etc	.)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of sha	es 0	Aggregate nominal value 4	
		<u> </u>					
			Totals				
F3	Totals						
	Please give the total number of shares and total aggregate nominal value of issued share capital. Total aggregate nominal value of Please list total aggregate values different currencies separately Formula (1988).					ist total aggregate values in	
Total number of shares			.			£100 + €100 + \$10 etc	
Total aggregate nominal value 9							
 Including both the noming share premium Total number of issued s 		Number of shares issu nominal value of each	share Ple	ntinuation Pag ase use a Staten ge if necessary		tal continuation	

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Statement	of	capital	0
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Please complete the table below to show each class of shares held in other currencies Please complete a separate table for each currency

This should reflect the company's capital status at the made up date of this annual return

Currency	Pounds Ster	ling			
Class of shares (E.g. Ordinary/Preference	etc)	Amount paid up on each share	Amount (if any) unpaid on each share	Number of shares	Aggregate nominal value ①
B Ordinary		0 001	0 00	75,000	£75 00
Deferred		0 001	0 00	135,000	£135 00
Ordinary		0 001	0 00	13,491,562	£13,491 562
Ordinary		20 00	0 00	2,480,000	£2,480 00
Ordinary		21 282457	0 00	4,534,251	£4,534 251
Virgin A Ord	ınary	0 001	0 00	1,328,438	£1,328 438
		<u> </u>			<u> </u>
			<u> </u>		
					<u> </u>
		_			
	<u> </u>				
			Total	22,044,251	£22,044 251

D Incl	uding	both	the	nomina	al vatue	and any
sha	re pre	mium	ì			

Number of shares issued multiplied by nominal value of each share

Total number of issued shares in this class

F4	Statement of capital (Voting rights)
	Please give the prescribed particulars of rights attached to shares for each class of share shown in the statement of capital share tables in Sections F1 and F2
Class of share	£0 001 B Ordinary
Voting rights	The B Ordinary shares carry no voting rights The B Ordinary shares have attached to them dividend and capital distribution (including on winding up) rights as set out in the Articles of Association of the Company, they do not confer any rights of redemption
Class of share	£0 001 Deferred
Voting rights	The Deferred shares have attached to them no voting, dividend or capital distribution (including on winding up) rights, they do not confer any rights of redemption
Class of share	£0 001 Ordinary
Voting rights	The Ordinary shares have attached to them full voting, dividend and capital distribution (inlouding on winding up) rights as set out in the Articles of Association of the Company, they do not confer any rights of redemption
Class of share	£0 001 Virgin A Ordinary
Voting rights	The Virgin A Ordinary shares carry no voting rights The Virgin A ordinary shares have attached to them dividend and capital distribution (including on winding up) rights as set out in the Articles of Association of the Company, they do not confer any rights of redemption

Traded public companies Please tick the box if your company was a traded public company at any time during the period of this return □ Praded company was a traded public company at any time during the period of this return □ Traded company was a traded public company at any of whose s	
Please tick the box if your company was a traded public company at any time during the period of this return Private and non-traded public companies are required to provide a 'full list' if one was not included with either of the last two returns Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns Please tick the appropriate box below A full list of shareholders for a private or non-traded public company is enclosed Please complete Section G3, or A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete Section G4 A list of shareholder changes is enclosed For private or non-traded public companies, please complete Section G3 For traded public companies, please complete Section G4 There were no shareholder changes in this period Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details The list of shareholders is enclosed on paper	ect the shareholder nade up date of this
List of past and present shareholders Private and non-traded public companies are required to provide a 'full list' if one was not included with either of the last two returns Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns Please tick the appropriate box below A full list of shareholders for a private or non-traded public company is enclosed Please complete Section G3, or A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete Section G4 A list of shareholder changes is enclosed For private or non-traded public companies, please complete Section G3 For traded public companies, please complete Section G4 There were no shareholder changes in this period Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details The list of shareholders is enclosed on paper	-
Private and non-traded public companies are required to provide a 'full list' if one was not included with either of the last two returns Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns Please tick the appropriate box below ✓ A full list of shareholders for a private or non-traded public company is enclosed Please complete Section G3, or ☐ A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete Section G4 ☐ A list of shareholder changes is enclosed → For private or non-traded public companies, please complete Section G3 → For traded public companies, please complete Section G4 ☐ There were no shareholder changes in this period → Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details ✓ The list of shareholders is enclosed on paper	ny definition any means a compa hares are admitted gulated market.
Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns Please tick the appropriate box below ✓ A full list of shareholders for a private or non-traded public company is enclosed Please complete Section G3, or A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete Section G4 A list of shareholder changes is enclosed → For private or non-traded public companies, please complete Section G3 → For traded public companies, please complete Section G4 There were no shareholder changes in this period → Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details ✓ The list of shareholders is enclosed on paper	-
at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns Please tick the appropriate box below ✓ A full list of shareholders for a private or non-traded public company is enclosed. Please complete Section G3, or ☐ A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. Please complete. Section G4 ☐ A list of shareholder changes is enclosed. → For private or non-traded public companies, please complete Section G3. → For traded public companies, please complete Section G4. ☐ There were no shareholder changes in this period. → Go to Part 5 (Signature). Please tick the appropriate box below to indicate the format of your shareholder details. ✓ The list of shareholders is enclosed on paper.	
 ✓ A full list of shareholders for a private or non-traded public company is enclosed. Please complete Section G3, or ☐ A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed. Please complete. Section G4 ☐ A list of shareholder changes is enclosed. → For private or non-traded public companies, please complete Section G3. → For traded public companies, please complete Section G4. ☐ There were no shareholder changes in this period. → Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details. ☑ The list of shareholders is enclosed on paper. 	
enclosed Please complete Section G3, or A list of shareholders holding at least 5% of the issued shares of any share class for a traded public company is enclosed Please complete Section G4 A list of shareholder changes is enclosed → For private or non-traded public companies, please complete Section G3 → For traded public companies, please complete Section G4 There were no shareholder changes in this period → Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details The list of shareholders is enclosed on paper	
share class for a traded public company is enclosed Please complete Section G4 A list of shareholder changes is enclosed For private or non-traded public companies, please complete Section G3 For traded public companies, please complete Section G4 There were no shareholder changes in this period Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details The list of shareholders is enclosed on paper	
 → For private or non-traded public companies, please complete Section G3 → For traded public companies, please complete Section G4 ☐ There were no shareholder changes in this period → Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details ☑ The list of shareholders is enclosed on paper 	
→ Go to Part 5 (Signature) Please tick the appropriate box below to indicate the format of your shareholder details The list of shareholders is enclosed on paper	
shareholder details The list of shareholders is enclosed on paper	
· ·	
Ine list of snareholders is enclosed in another format	
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G3

Private or non-traded public companies – list of past and present shareholders

This section should only be completed by companies that have not traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

		<u> </u>	
	Shares or stock currently held	Shares or stock transfer	red (if appropriate)
Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
£0 001 B Ordinary	75,000		1 1
			1 1
			1 1
			1 1
			1 1
			1 1
	-		1 1
	-		1 1
			1 1
	-		1 1
			1 1
		,	l l
			1 1
		Class of share Number of shares or amount of stock	Class of share Number of shares or amount of stock

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Further shareholders

Please use a 'Private or non-traded public companies – list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)		
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer	
VIRGIN FINANCIAL SERVICES UK HOLDINGS LIMITED	£0 001 Deferred	135,000		1 1	
				1 1	
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1		Shares or stock currently held	Shares or stock transferred (if appropriate)		
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer	
VIRGIN FINANCIAL SERVICES UK HOLDINGS LIMITED	£0 001 Ordinary	15,971,562		1 1	
WLR IV VM LLC	£0 001 Ordinary	4,534,251		1 1	
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Private or non-traded public companies – list of past and present shareholders

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Joint shareholders should be listed consecutively

Further shareholders Please use a 'Private or non-traded public companies — list of past and present shareholders' continuation page if necessary

		Shares or stock currently held	Shares or stock transferred (if appropriate)	
Shareholder's Name (Address not required)	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Matthew James BAXBY	£0 001 Virgin A Ordinary	46,667		1 1
David Norman DYER	£0 001 Virgin A Ordinary	66,667		1 1
Jayne-Anne GADHIA	£0 001 Virgin A Ordinary	600,000		1 1
Paul Goodwin	£0 001 Virgin A Ordinary	5,000		1 1
Susan Jamieson	£0 001 Virgin A Ordinary	5,000		1 1
David Jones	£0 001 Virgin A Ordinary	33,334		1 1
Simon Edward LEEMING	£0 001 Virgin A Ordinary	5,000		1 1
Paul Lloyd	£0 001 Virgin A Ordinary	66,667		1 1
Stephen Love	£0 001 Virgin A Ordinary	7,500		1 1
Caroline Suzanne Marsh	£0 001 Virgin A Ordinary	66,667		1 1
Anthony Mullan	£0 001 Virgin A Ordinary	5,000		1 1
Laura Elizabeth Murphy	£0 001 Virgin A Ordinary	4,219		1 1
Nicola Claire Murphy	£0 001 Virgin A Ordinary	4,219		1 1

In accordance with Section 854 of the Companies Act 2006

AR01 - continuation page

Annual Return

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Private or non-traded public companies – list of past and present shareholders

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Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

		Shares or stock transferred (if appropriate)	
Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
£0 001 Virgin A Ordinary	5,000		1 1
£0 001 Virgin A Ordinary	5,000		1 1
f0 001 Virgin A Ordinary	159,163		1 1
£0 001 Virgin A Ordinary	66,667		l I
£0 001 Virgin A Ordinary	5,000		1 1
£0 001 Virgin A Ordinary	66,667		1 1
£0 001 Virgin A Ordinary	5,000		1 1
£0 001 Virgin A Ordinary	33,334	<u>.</u>	1 1
£0 001 Virgin A Ordinary	66,667		1 1
			1 1
			1 1
			1 1
			1 1
	£0 001 Virgin A Ordinary £0 001 Virgin A Ordinary	## ## ## ## ## ## ## ## ## ## ## ## ##	Class of share Class of share Number of shares or amount of stock £0 001 Virgin A Ordinary £0 001 Virgin A Ordinary

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13	41	

Traded public companies - list of past and present shareholders

This section should show the shareholders that hold at least 5% of any class of share(s) of the company at the date of this return. It should only be completed by public companies that have traded on a regulated market at any time during the period of this return

Changes during this period 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 company shareholders on

- The company's first annual return following incorporation,
- Every third annual return after a full list has been provided

Please list the company shareholders in alphabetical order

Joint shareholders should be listed consecutively

Further shareholders Please use a 'Traded public companies — list of past and present shareholders' continuation page if necessary

I			_	
		Shares or stock currently held	Shares or stock transferre	ed (if appropriate)
Shareholder's details	Class of share	Number of shares or amount of stock	Number of shares or amount of stock	Date of registration of transfer
Name				1 1
Address				1 1
			-	1 1
Name				1 1
Address				1 1
			<u> </u>	
				1 1
Name			<u>-</u>	1 1
Address				1 1
				<u></u>
				1 1
Name				1 1
Address				1 1
				1 1
			<u> </u>	<u> </u>

Part 5	Signature	
	This must be completed by all companies.	• Societas Europaea If the form is being filed on behalf
	I am signing this form on behalf of the company	of a Societas Europaea (SE) please delete 'director' and insert details
Signature	Signature X	of which organ of the SE the person signing has membership Person authorised Under either section 270 or 274 of the Companies Act 2006
	This form may be signed by Director •, Secretary, Person authorised •, Charity commission receiver and manager, CIC manager, Judicial factor	

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name	
Сотрапу пате	COMPANY SECRETARIAT,
	VIRGIN MANAGEMENT
Address	The School House
	50 Brook Green
Post town	London
County/Region	England
Postcode	W 6 7 R R
Country	United Kingdom
DX	
Telephone	

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following

- ☐ The company name and number match the information held on the public Register
- You have completed your principal business activity
 You have not used this form to make changes to the registered office address
- You have not used this form to make changes to secretary and director details
- You have fully completed the Statement of capital (if applicable)
- You have signed the form
- ☐ You have enclosed the correct fee

Important information

Please note that all information on this form will appear on the public record

f How to pay

A fee of £30 is payable to Companies House in respect of an Annual Return

Make cheques or postal orders payable to 'Companies House'

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below

For companies registered in England and Wales The Registrar of Companies, Companies House, Crown Way, Cardiff, Wales, CF14 3UZ DX 33050 Cardiff

For companies registered in Scotland
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post)

For companies registered in Northern Ireland The Registrar of Companies, Companies House, Second Floor, The Linenhall, 32-38 Linenhall Street, Belfast, Northern Ireland, BT2 8BG DX 481 N R Belfast 1

Further information

For further information, please see the guidance notes on the website at www.companieshouse gov.uk or email enquiries@companieshouse gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk