

SH01 (ef)

Return of Allotment of Shares

VIRGIN MONEY HOLDINGS (UK) LIMITED Company Name:

Company Number: 03087587

Received for filing in Electronic Format on the: 13/01/2010

Shares Allotted (including bonus shares)

Date or period during which From To24/12/2009 shares are allocated 24/12/2009

Class of shares ORDINARY Number allotted 2480000 Currency Nominal value of 0.001 each share **GBP** Amount paid 20.0 Amount unpaid 0.0

No shares allotted other than for cash

Statement of Capital (Share Capital)

Class of shares	ORDINARY	Number allotted Aggregate nominal value	13491562 13491.562
Currency	GBP	Amount paid Amount unpaid	0.001 0.00
Prescribed particulars	CAPITAL DISTRIBUTION (INL	CUDING ON WINDING	M FULL VOTING, DIVIDEND AND UP) RIGHTS AS SET OUT IN THE IEY DO NOT CONFER ANY RIGHTS

Class of shares	ORDINARY	Number allotted Aggregate nominal value	2480000 2480.00
Currency	GBP	Amount paid Amount unpaid	20.00 0.00
Prescribed particulars	CAPITAL DISTRIBUTION (INL	CUDING ON WINDING	M FULL VOTING, DIVIDEND AND UP) RIGHTS AS SET OUT IN THE HEY DO NOT CONFER ANY RIGHTS

Class of shares	VIRGIN A ORDINARY	Number allotted Aggregate nominal value	1388438 1388.438
Currency	GBP	Amount paid Amount unpaid	0.001 0.00
Prescribed particulars		TACHED TO THEM DI	ING RIGHTS. THE VIRGIN A VIDEND AND CAPITAL DISTRIBUTION IN THE ARTICLES OF ASSOCIATION

OF THE COMPANY; THEY DO NOT CONFER ANY RIGHTS OF REDEMPTION.

Statem	nent of Capital (Totals)		
Currency	GBP	Total number of shares	17360000
		Total aggregate nominal value	17360.00

Authorisation

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This form was authorised by one of the following:

Director, Secretary, Person Authorised, Administrator, Administrative Receiver, Receiver, Receiver Manager, CIC Manager.