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Virgin Money Holdings (UK) plc  
Jubilee House  
Gosforth  
Newcastle Upon Tyne  
NE3 4PL

Our ref JE/JY

15 March 2016

Dear Directors

**Resignation as auditors of Virgin Money Holdings (UK) plc (no. 03087587)**

We hereby give notice of our resignation as auditors of the company with effect from today

In accordance with section 519 of the Companies Act 2006, we enclose our statutory statement in connection with our ceasing to act

Under section 520 of the Companies Act 2006, then you must within 14 days of receipt of that statement either send a copy of that statement to every person entitled to be sent a copy of your financial statements under section 423 of the Companies Act 2006 or apply to the Court over this matter.

If you decide to apply to the Court, you are required under the law to notify us of that application. Please send any such notification to our registered office, 15 Canada Square, London, E14 5GL, marked for the attention of the Audit Quality and Risk Management Department

Under section 523 of the Companies Act 2006, you are required to notify the relevant audit authority, being in this case the Financial Reporting Council, in connection with our resignation, unless you reasonably believe that the reason for our resignation is exempt under section 519A. Our reason set out in the attached statutory statement is not an exempt reason under that section

Yours faithfully,

*KPMG LLP*

KPMG LLP

SATURDAY

