

**PUBLIC OPENING POSITION DISCLOSURE BY A PARTY TO AN OFFER**  
**Rules 8.1 and 8.2 of the Takeover Code (the "Code")**

**1. KEY INFORMATION**

<b>(a) Full name of discloser:</b>	VIRGIN MONEY UK PLC
<b>(b) Owner or controller of interests and short positions disclosed, if different from 1(a):</b> <i>The naming of nominee or vehicle companies is insufficient. For a trust, the trustee(s), settlor and beneficiaries must be named.</i>	N/A
<b>(c) Name of offeror/offeree in relation to whose relevant securities this form relates:</b> <i>Use a separate form for each offeror/offeree</i>	VIRGIN MONEY UK PLC
<b>(d) Is the discloser the offeror or the offeree?</b>	OFFEREE
<b>(e) Date position held:</b> <i>The latest practicable date prior to the disclosure</i>	18 March 2024
<b>(f) In addition to the company in 1(c) above, is the discloser making disclosures in respect of any other party to the offer?</b> <i>If it is a cash offer or possible cash offer, state "N/A"</i>	N/A

**2. POSITIONS OF THE PARTY TO THE OFFER MAKING THE DISCLOSURE**

*If there are positions or rights to subscribe to disclose in more than one class of relevant securities of the offeror or offeree named in 1(c), copy table 2(a) or (b) (as appropriate) for each additional class of relevant security.*

**(a) Interests and short positions in the relevant securities of the offeror or offeree to which the disclosure relates**

Class of relevant security:	Interests		Short positions	
	Number	%	Number	%
<b>(1) Relevant securities owned and/or controlled:</b>	Nil	0	Nil	0
<b>(2) Cash-settled derivatives:</b>	Nil	0	Nil	0
<b>(3) Stock-settled derivatives (including options) and agreements to purchase/sell:</b>	Nil	0	Nil	0
<b>TOTAL:</b>	Nil	0	Nil	0

*All interests and all short positions should be disclosed.*

*Details of any open stock-settled derivative positions (including traded options), or agreements to purchase or sell relevant securities, should be given on a Supplemental Form 8 (Open Positions).*

*Details of any securities borrowing and lending positions or financial collateral arrangements should be disclosed on a Supplemental Form 8 (SBL).*

## (b) Rights to subscribe for new securities

Class of relevant security in relation to which subscription right exists:	Nil
Details, including nature of the rights concerned and relevant percentages:	N/A

## 3. POSITIONS OF PERSONS ACTING IN CONCERT WITH THE PARTY TO THE OFFER MAKING THE DISCLOSURE

Details of any interests, short positions and rights to subscribe (including directors' and other employee options) of any person acting in concert with the party to the offer making the disclosure:

## (a) Interests in Virgin Money UK Plc ("VMUK") securities held by the directors of VMUK and their close relatives and related trusts

Class of relevant securities:	Ordinary shares of 10 pence each (unless otherwise stated)	
Name	Number of VMUK securities held	Percentage of issued share capital*
Clifford Abrahams	254,176	0.0196
David Bennett	40,388	0.0031
Lucinda Charles-Jones	0	0.0000
David Duffy	1,585,518**	0.1223
Geeta Gopalan	7,932	0.0006
Elena Novokreshchenova	0	0.0000
Darren Pope	11,785	0.0009
Tim Wade and his close relatives	50,505***	0.0038
Sara Weller	25,000	0.0019

\* All percentages in this form have been rounded to four decimal places and are based on VMUK's issued share capital of 1,296,012,374 ordinary shares (including ordinary shares underlying CHESSE Depository Interests (CDIs), each CDI representing one ordinary share) as at 18 March 2024.

\*\* This includes 661 ordinary shares held via the Virgin Money Group Share Incentive Plan and CHESSE Depository Interests which represent interests in 4,080 ordinary shares beneficially-owned.

\*\*\* This includes 20,505 ordinary shares held by Tim Wade and 30,000 ordinary shares held by his close relative.

## (b) Awards over VMUK shares held by the directors of VMUK and their close relatives and related trusts

Class of relevant securities:	Ordinary shares of 10 pence each (unless otherwise stated)				
Name	Scheme	Number of VMUK shares under award	Percentage of issued share capital	Grant Date	Vesting Period
Clifford Abrahams	Long Term Incentive Plan ("LTIP")	748,936	0.0577	9 December 2021	9 December 2024 to 9 December 2028
Clifford Abrahams	LTIP	782,100	0.0603	9 December 2022	9 December 2025 to 9 December 2029
Clifford Abrahams	LTIP	980,300	0.0756	8 December	9 December 2026 to 9

				2023	December 2030
David Duffy	LTIP	38,375	0.0029	24 November 2017	20 June 2024 to 20 June 2025
David Duffy	LTIP	274,180	0.0211	20 December 2018	20 December 2024 to 20 December 2025
David Duffy	LTIP	243,255	0.0187	9 December 2019	9 December 2024 to 9 December 2026
David Duffy	LTIP	535,418	0.0413	9 December 2020	9 December 2024 to 9 December 2027
David Duffy	LTIP	1,280,425	0.0987	9 December 2021	9 December 2024 to 9 December 2028
David Duffy	LTIP	1,337,130	0.1031	9 December 2022	9 December 2025 to 9 December 2029
David Duffy	LTIP	1,666,520	0.1285	8 December 2023	9 December 2026 to 9 December 2030

**(c) Interests in VMUK's securities held by connected advisers of VMUK**

Class of relevant securities:		Ordinary shares of 10 pence each			
		Interests		Short positions	
Name	Type	Number	%	Number	%
Goldman Sachs & Co. LLC	Cash settled derivatives	1	0.0000	0	0.0000
Goldman Sachs Financial Markets Pty Ltd	Cash settled derivatives	319,198	0.0246	1,329,032	0.1025
Goldman Sachs Financial Markets Pty Ltd	Relevant securities owned and/or controlled****	1,323,861	0.1021	314,278	0.0242

\*\*\*\* Securities held as CDIs

*Details of any open stock-settled derivative positions (including traded options), or agreements to purchase or sell relevant securities, should be given on a Supplemental Form 8 (Open Positions).*

*Details of any securities borrowing and lending positions or financial collateral arrangements should be disclosed on a Supplemental Form 8 (SBL).*

#### 4. OTHER INFORMATION

##### (a) Indemnity and other dealing arrangements

**Details of any indemnity or option arrangement, or any agreement or understanding, formal or informal, relating to relevant securities which may be an inducement to deal or refrain from dealing entered into by the party to the offer making the disclosure or any person acting in concert with it:**  
*Irrevocable commitments and letters of intent should not be included. If there are no such agreements, arrangements or understandings, state "none"*

None

##### (b) Agreements, arrangements or understandings relating to options or derivatives

**Details of any agreement, arrangement or understanding, formal or informal, between the party to the offer making the disclosure, or any person acting in concert with it, and any other person relating to:**  
 (i) the voting rights of any relevant securities under any option; or  
 (ii) the voting rights or future acquisition or disposal of any relevant securities to which any derivative is referenced:  
*If there are no such agreements, arrangements or understandings, state "none"*

None

##### (c) Attachments

**Are any Supplemental Forms attached?**

<b>Supplemental Form 8 (Open Positions)</b>	NO
<b>Supplemental Form 8 (SBL)</b>	NO

<b>Date of disclosure:</b>	20 March 2024
<b>Contact name:</b>	Lorna McMillan
<b>Telephone number:</b>	+44 7834 585436

*Public disclosures under Rule 8 of the Code must be made to a Regulatory Information Service.*

*The Panel's Market Surveillance Unit is available for consultation in relation to the Code's disclosure requirements on +44 (0)20 7638 0129.*

*The Code can be viewed on the Panel's website at [www.thetakeoverpanel.org.uk](http://www.thetakeoverpanel.org.uk).*