

**Virgin Money Holdings (UK) plc (Company)**

**9 May 2018**

**Results of Annual General Meeting held on 9 May 2018**

The Company announces that at its Annual General Meeting (AGM) held earlier today, all the resolutions put to all shareholders were passed on a poll. Resolutions 1 to 17 (inclusive) and 21 were passed as ordinary resolutions and resolutions 18 to 20 (inclusive), 22 and 23 were passed as special resolutions. The results of the votes cast on each resolution, on which Equiniti, the Company's registrar, acted as scrutineer, are as follows:

Resolution		Total votes for (%)		Total votes against (%)		Votes total (% of issued share capital)		Votes withheld
1	Receive the report and accounts	363,554,974	99.99	37,157	0.01	363,592,131	81.63%	422,595
2	Declaration of a final dividend	364,018,752	100.00	974	0.00	364,019,726	81.72%	0
3	Election of Irene Dorner	364,010,827	100.00	5,194	0.00	364,016,021	81.72%	3,705
4	Re-election of Jayne-Anne Gadhia	363,629,987	99.90	381,729	0.10	364,011,716	81.72%	8,010
5	Election of Peter Bole	363,014,728	99.73	1,000,762	0.27	364,015,490	81.72%	4,236
6	Re-election of Norman McLuskie	353,320,715	97.08	10,641,177	2.92	363,961,892	81.71%	57,834
7	Re-election of Colin Keogh	363,602,541	99.90	359,882	0.10	363,962,423	81.71%	57,303
8	Re-election of Geeta Gopalan	354,764,876	97.46	9,251,331	2.54	364,016,207	81.72%	3,519
9	Re-election of Eva Eisenschimmel	354,724,880	97.46	9,254,549	2.54	363,979,429	81.71%	40,297
10	Re-election of Darren Pope	354,728,943	97.46	9,249,955	2.54	363,978,898	81.71%	40,828
11	Election of Amy Stirling	362,842,816	99.70	1,082,112	0.30	363,924,928	81.70%	94,798
12	Re-election of Patrick McCall	363,441,290	99.86	526,133	0.14	363,967,423	81.71%	52,303
13	Approval of Directors' Remuneration Report	304,584,848	84.97	53,865,023	15.03	358,449,871	80.47%	5,569,854
14	Re-appointment of the auditors of the Company	363,962,686	100.00	11,743	0.00	363,974,429	81.71%	45,297
15	Authority to determine the remuneration of the auditors	364,011,680	100.00	5,027	0.00	364,016,707	81.72%	3,019
16	Authority to make political donations or incur political expenditure	362,918,551	99.71	1,057,214	0.29	363,975,765	81.71%	43,961
17	Directors' authority to allot shares	363,134,764	99.76	881,647	0.24	364,016,411	81.72%	3,315
18	General authority to dis-apply pre-emption rights	363,919,142	100.00	8,798	0.00	363,927,940	81.70%	91,786
19	Additional authority to dis-apply pre-emption rights	330,510,849	90.82	33,417,090	9.18	363,927,939	81.70%	91,786

20	Authority to purchase own shares	361,006,112	99.19	2,959,737	0.81	363,965,849	81.71%	53,876
21	Authority to allot Additional Tier 1 securities	360,901,458	99.15	3,078,079	0.85	363,979,537	81.71%	40,188
22	Authority to dis-apply pre-emption rights in relation to Additional Tier 1 Securities	359,576,608	98.80	4,349,143	1.20	363,925,751	81.70%	93,974
23	Notice period for general meetings	355,096,955	97.62	8,674,225	2.38	363,771,180	81.67%	52,907

As set out in the Notice of Meeting, the Company also announces, in respect of resolutions 6 to 10 (inclusive), the result of the vote of the independent shareholders as follow:

RESOLUTION		Total votes for (%)		Total votes against (%)		Votes total (% of issued share capital)		Votes withheld
6	Re-election of Norman McLuskie	198,200,261	94.90	10,641,177	5.10	208,841,438	71.93%	57,834
7	Re-election of Colin Keogh	208,482,087	99.83	359,882	0.17	208,841,969	71.93%	57,303
8	Re-election of Geeta Gopalan	199,644,422	95.57	9,251,331	4.43	208,895,753	71.95%	3,519
9	Re-election of Eva Eisenschimmel	199,604,426	95.57	9,254,549	4.43	208,858,975	71.94%	40,297
10	Re-election of Darren Pope	199,608,489	95.57	9,249,955	4.43	208,858,444	71.94%	40,828

As at 18:30 on 4 May 2018, the number of issued shares in the Company was 445,442,008 ordinary shares, which was the total number of shares entitling the holders to attend and vote for or against all the resolutions at the AGM. In accordance with the Company's articles of association, on a poll every member present in person or by proxy has one vote for every share held. Approximately 81% of the Company's issued share capital was voted at the AGM.

There were no restrictions on shareholders to cast votes on any of the resolutions proposed at the AGM. Votes "for" include proxy appointments which gave discretion to the Chairman of the AGM. Votes "withheld" are not votes in law and therefore have not been counted in the calculation of the proportion of the votes for or against a resolution.

Following the declaration of the final dividend by shareholders at today's AGM, a dividend of 4.1 pence per ordinary share of 0.01 pence in the Company for the financial year ended 31 December 2017 will be paid on 16 May 2018 to those shareholders registered at the close of business on 6 April 2018 (the record date).

Pursuant to UK Listing Rule 9.6.2R, copies of all resolutions, other than those concerning ordinary business, passed at the AGM will be shortly submitted to the National Storage Mechanism and will be available for inspection at <http://www.morningstar.co.uk/uk/NSM>.

The full text of the resolutions passed at the AGM can be found in the Notice of AGM which is available alongside the AGM results on the Company's website at <http://www.virginmoney.com/virgin/investor-relations>.

### Virgin Money Holdings (UK) plc

Katie Marshall  
Company Secretary  
Phone: +44 (0) 191 279 6482