THIS EMAIL IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. If you are in any doubt regarding the contents of this email, you should consult your stockbroker, bank manager, solicitor, accountant or other independent financial adviser duly authorised under the Financial Services and Markets Act 2000 if you are in the UK or an appropriately authorised independent financial adviser if you are outside the UK.

If you have sold or otherwise transferred all your shares in Virgin Money UK PLC, subject to the restrictions on distribution described below, please send this email as soon as possible to the purchaser or transferee or to the stockbroker, bank or other agent through whom the sale or transfer was effected for transmission to the purchaser or transferee.

NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN WHOLE OR IN PART, IN, INTO OR FROM ANY JURISDICTION WHERE TO DO SO WOULD CONSTITUTE A VIOLATION OF THE RELEVANT LAWS OR REGULATIONS OF SUCH JURISDICTION.

7 March 2024

To Virgin Money UK PLC shareholders (including holders of ordinary shares and CHESS Depositary Interests (CDIs) and, for information only, persons with information rights and participants in Virgin Money UK PLC share plans.

Dear Sir / Madam,

We are writing to you to inform you of recent developments relating to Virgin Money UK PLC ("**VMUK**" or the "**Company**") as required under Rule 2.11 of the UK City Code on Takeovers and Mergers (the "**Code**").

On 7 March 2024, the board of directors of VMUK and Nationwide Building Society ("Nationwide") announced that they have reached preliminary agreement on the key terms of a potential cash acquisition of VMUK by Nationwide ("**Potential Acquisition**") ("**Announcement**").

A copy of the Announcement will be made available on the Company's website at www.virginmoneyukplc.com/investor-relations/announcements/ by no later than 12 noon (London time) on 8 March 2024, and may be viewed free of charge (subject to any applicable restrictions in your jurisdiction). This email is not a summary of the information in the Announcement and should not be regarded as a substitute for reading the Announcement in full.

A hard copy of this email and the Announcement will not be sent to you unless you have previously notified VMUK's Registrar, Computershare Investor Services UK PLC "**Computershare UK**") (in the case of holders of ordinary shares) or Computershare Investor Services Pty Limited ("**Computershare Australia**") (in the case of holders of CDIs) that you wished to receive all documents in hard copy form or unless requested in accordance with the procedure set out below.

Although the Announcement has put the Company into what is known as an "offer period" under the Code, there can be no certainty that the Potential Acquisition will

lead to a firm offer being made for the Company under the Code. We will keep you informed of any further developments and in the meantime you are not recommended to take any action.

If you have any administrative questions, or would like to request a hard copy of this email and / or the Announcement, contact **Computershare UK** (in the case of holders of ordinary shares) or **Computershare Australia** (in the case of holders of CDIs):

Computershare UK

Computershare Investor Services UK PLC The Pavilions Bridgwater Road Bristol United Kingdom BS99 6ZZ

or on 0370 707 1172 (or +44 370 707 1172 if calling from outside of the UK). Lines are open between 08:30 a.m. and 5:30 p.m. Monday to Friday, excluding public holidays in England and Wales.

Computershare Australia

Computershare Investor Services Pty Limited Yarra Falls 452 Johnston Street Abbotsford VIC 3067 Australia

or on 1800 764308 (or +61 3 9415 4142 if calling from outside of Australia). Lines are open between 08:30 a.m. and 7:00 p.m. (AEST) Monday to Friday, excluding public holidays in Australia.

You may also request that all future documents, announcements and information to be sent to you in relation to the Potential Acquisition or any firm offer should be in hard copy form.

Yours faithfully

Lorna F McMillan Group Company Secretary

Provision of addresses, electronic addresses and other details

Please be aware that addresses, electronic addresses and certain other information provided by you for the receipt of communications from VMUK may be provided to Nationwide (or its affiliates) during the offer period as required by the Code to allow Nationwide (or its affiliates) to contact you directly in connection with the Potential Acquisition.

Publication on a website

This email and a copy of the Announcement will be available on VMUK's website at www.virginmoneyukplc.com/investor-relations/announcements/ by no later than 12 noon (London time) on8 March 2024.

Right to request hard copies

You may request a hard copy of the Announcement (and any information incorporated into it by reference to another source) by contacting VMUK's registrar, Computershare Investor Services UK PLC "**Computershare UK**") (in the case of holders of ordinary shares) or Computershare Investor Services Pty Limited ("**Computershare Australia**") (in the case of holders of CDIs) at

Computershare UK

Computershare Investor Services UK PLC The Pavilions Bridgwater Road Bristol United Kingdom BS99 6ZZ

or on 0370 707 1172 (or +44 370 707 1172 if calling from outside of the UK).

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You may also request that all future documents, announcements and information sent to you in relation to the Potential Acquisition or any firm offer should be sent to you in hard copy form, again by writing to the relevant address set out above or by calling the relevant telephone number above.

Disclosure requirements of the Code

Under Rule 8.3(a) of the Code, any person who is interested in 1% or more of any class of relevant securities of an offeree company or of any securities exchange offeror (being any offeror other than an offeror in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any

securities exchange offeror is first identified. An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3.30 pm (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 pm (London time) on the 10th business day following the announcement in which any securities exchange offeror is first identified. Relevant persons who deal in the relevant securities of the offeree company or of a securities exchange offeror prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

Under Rule 8.3(b) of the Code, any person who is, or becomes, interested in 1% or more of any class of relevant securities of the offeree company or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of the offeree company or of any securities exchange offeror. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s), save to the extent that these details have previously been disclosed under Rule 8. A Dealing Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (London time) on the business day following the date of the relevant dealing.

If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an offeree company or a securities exchange offeror, they will be deemed to be a single person for the purpose of *Rule* 8.3.

Opening Position Disclosures must also be made by the offeree company and by any offeror and Dealing Disclosures must also be made by the offeree company, by any offeror and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4).

Details of the offeree and offeror companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Takeover Panel's website at <u>www.thetakeoverpanel.org.uk</u>, including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified. You should contact the Panel's Market Surveillance Unit on +44 (0)20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.