Appendix 3B
New issue announcement
application for quotation of additional securities
and agreement

Information or documents not available now must be given to ASX as soon as available. Information and
documents given to ASX become ASX’s property and may be made public.

Introduced 01/07/96 Origin: Appendix 5 Amended 01/07/98, 01/09/99, 01/07/00, 30/09/01, 11/03/02, 01/01/03, 24/10/03, 01/08/10,
04/03/13

Name of entity

CYBG PLC (CYBG)

ABN

N/A

We (the entity) give ASX the following information.

Part 1 - All issues
You must complete the relevant sections (attach sheets if there is not enough space).

1. Class of securities issued or to be issued

   Fully paid ordinary shares. These shares may be converted by a holder at any time into CYBG CDIs quoted on ASX.

2. Number of securities issued or to be issued (if known) or maximum number which may be issued

   540,856,644

3. Principal terms of the securities (e.g. if options, exercise price and expiry date; if partly paid securities, the amount outstanding and due dates for payment; if convertible securities, the conversion price and dates for conversion)

   N/A

CYBG PLC is registered in England and Wales (company number: 09595911) and as a foreign company in Australia (ABN 609 948 281) and has its registered office at 20 Merrion Way, Leeds, West Yorkshire LS2 8NZ.

+ See chapter 19 for defined terms.

04/03/2013

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4 Do the securities rank equally in all respects from the issue date with an existing class of quoted securities?

If the additional securities do not rank equally, please state:
- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

Yes

5 Issue price or consideration

As consideration for CYBG's acquisition of the entire ordinary share capital of Virgin Money Holdings (UK) plc (Virgin Money) by way of a Court-sanctioned scheme of arrangement, each Virgin Money shareholder will receive 1.2125 fully paid ordinary shares in CYBG for each ordinary Virgin Money share they hold.

6 Purpose of the issue
(If issued as consideration for the acquisition of assets, clearly identify those assets)

Consideration for CYBG's acquisition of the entire ordinary share capital of Virgin Money by way of a Court-sanctioned scheme of arrangement.

6a Is the entity an eligible entity that has obtained security holder approval under rule 7.1A?

No

If Yes, complete sections 6b – 6h in relation to the securities the subject of this Appendix 3B, and comply with section 6i

6b The date the security holder resolution under rule 7.1A was passed

N/A

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6c Number of securities issued without security holder approval under rule 7.1

N/A

6d Number of securities issued with security holder approval under rule 7.1A

N/A

6e Number of securities issued with security holder approval under rule 7.3, or another specific security holder approval (specify date of meeting)

N/A

6f Number of securities issued under an exception in rule 7.2

N/A

6g If securities issued under rule 7.1A, was issue price at least 75% of 15 day VWAP as calculated under rule 7.1A.3? Include the issue date and both values. Include the source of the VWAP calculation.

N/A

6h If securities were issued under rule 7.1A for non-cash consideration, state date on which valuation of consideration was released to ASX Market Announcements

N/A

6i Calculate the entity's remaining issue capacity under rule 7.1 and rule 7.1A - complete Annexure 1 and release to ASX Market Announcements

N/A

7 *Issue dates

15 October 2018

Note: The issue date may be prescribed by ASX (refer to the definition of issue date in rule 19.13). For example, the issue date for a pro rata entitlement issue must comply with the applicable timetable in Appendix 7A.

Cross reference: Item 33 of Appendix 3B.

<table>
<thead>
<tr>
<th>Number</th>
<th>*Class</th>
</tr>
</thead>
</table>

* See chapter 19 for defined terms.
### Appendix 3B
New issue announcement

<table>
<thead>
<tr>
<th>8</th>
<th>Number and class of all securities quoted on ASX (including the securities in section 2 if applicable)</th>
<th>1,426,936,603</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Fully paid ordinary shares (730,080,052 of which are currently held as CDIs quoted on the ASX)</td>
<td></td>
</tr>
</tbody>
</table>

* See chapter 19 for defined terms.
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9 Number and "class of all
*securities not quoted on ASX
(including the *securities in
section 2 if applicable)

<table>
<thead>
<tr>
<th>Number</th>
<th>&quot;Class</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

10 Dividend policy (in the case of a
trust, distribution policy) on the
increased capital (interests)

Same as for existing fully paid ordinary
shares

Part 2 - Pro rata issue

11 Is security holder approval
required?

N/A

12 Is the issue renounceable or non-
renounceable?

N/A

13 Ratio in which the *securities
will be offered

N/A

14 *Class of *securities to which the
offer relates

N/A

15 *Record date to determine
entitlements

N/A

16 Will holdings on different
registers (or subregisters) be
aggregated for calculating
entitlements?

N/A

17 Policy for deciding entitlements
in relation to fractions

N/A

18 Names of countries in which the
entity has security holders who
will not be sent new offer
documents

N/A

Note: Security holders must be told how their
entitlements are to be dealt with.
Cross reference: rule 7.7.

+ See chapter 19 for defined terms.
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19 Closing date for receipt of acceptances or renunciations  N/A

+ See chapter 19 for defined terms.
<table>
<thead>
<tr>
<th>No.</th>
<th>Description</th>
<th>Answer</th>
</tr>
</thead>
<tbody>
<tr>
<td>20</td>
<td>Names of any underwriters</td>
<td>N/A</td>
</tr>
<tr>
<td>21</td>
<td>Amount of any underwriting fee or commission</td>
<td>N/A</td>
</tr>
<tr>
<td>22</td>
<td>Names of any brokers to the issue</td>
<td>N/A</td>
</tr>
<tr>
<td>23</td>
<td>Fee or commission payable to the broker to the issue</td>
<td>N/A</td>
</tr>
<tr>
<td>24</td>
<td>Amount of any handling fee payable to brokers who lodge acceptances or renunciations on behalf of security holders</td>
<td>N/A</td>
</tr>
<tr>
<td>25</td>
<td>If the issue is contingent on security holders' approval, the date of the meeting</td>
<td>N/A</td>
</tr>
<tr>
<td>26</td>
<td>Date entitlement and acceptance form and offer documents will be sent to persons entitled</td>
<td>N/A</td>
</tr>
<tr>
<td>27</td>
<td>If the entity has issued options, and the terms entitle option holders to participate on exercise, the date on which notices will be sent to option holders</td>
<td>N/A</td>
</tr>
<tr>
<td>28</td>
<td>Date rights trading will begin (if applicable)</td>
<td>N/A</td>
</tr>
<tr>
<td>29</td>
<td>Date rights trading will end (if applicable)</td>
<td>N/A</td>
</tr>
<tr>
<td>30</td>
<td>How do security holders sell their entitlements <em>in full</em> through a broker?</td>
<td>N/A</td>
</tr>
<tr>
<td>31</td>
<td>How do security holders sell <em>part</em> of their entitlements through a broker and accept for the balance?</td>
<td>N/A</td>
</tr>
</tbody>
</table>

*See chapter 19 for defined terms.*
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32  How do security holders dispose of their entitlements (except by sale through a broker)?  
    N/A

33  *Issue date  
    N/A

Part 3 - Quotation of securities  
You need only complete this section if you are applying for quotation of securities

34  Type of *securities  
    (tick one)
    (a)  ☒ Security described in Part 1

(b)  ☐ All other *securities
    Example: restricted securities at the end of the escrow period, partly paid securities that become fully paid, employee incentive share securities when restriction ends, securities issued on expiry or conversion of convertible securities

Entities that have ticked box 34(a)

Additional securities forming a new class of securities

Tick to indicate you are providing the information or documents

35  ☐ If the *securities are *equity securities, the names of the 20 largest holders of the additional *securities, and the number and percentage of additional *securities held by those holders

36  ☐ If the *securities are *equity securities, a distribution schedule of the additional *securities setting out the number of holders in the categories
    1 - 1,000
    1,001 - 5,000
    5,001 - 10,000
    10,001 - 100,000
    100,001 and over

37  ☐ A copy of any trust deed for the additional *securities

+ See chapter 19 for defined terms.
Entities that have ticked box 34(b)

38 Number of *securities for which *quotation is sought
N/A

39 *Class of *securities for which quotation is sought
N/A

40 Do the *securities rank equally in all respects from the *issue date with an existing *class of quoted *securities?
N/A

If the additional *securities do not rank equally, please state:
- the date from which they do
- the extent to which they participate for the next dividend, (in the case of a trust, distribution) or interest payment
- the extent to which they do not rank equally, other than in relation to the next dividend, distribution or interest payment

41 Reason for request for quotation now
N/A

Example: In the case of restricted securities, end of restriction period

(if issued upon conversion of another *security, clearly identify that other *security)

42 Number and *class of all *securities quoted on ASX (including the *securities in clause 38)

<table>
<thead>
<tr>
<th>Number</th>
<th>*Class</th>
</tr>
</thead>
<tbody>
<tr>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

* See chapter 19 for defined terms.
Quotation agreement

1. "Quotation of our additional *securities is in ASX's absolute discretion. ASX may quote the *securities on any conditions it decides.

2. We warrant the following to ASX.

   - The issue of the *securities to be quoted complies with the law and is not for an illegal purpose.
   - There is no reason why those *securities should not be granted *quotation.
   - An offer of the *securities for sale within 12 months after their issue will not require disclosure under section 707(3) or section 1012C(6) of the Corporations Act.

Note: An entity may need to obtain appropriate warranties from subscribers for the securities in order to be able to give this warranty.

   - Section 724 or section 1016E of the Corporations Act does not apply to any applications received by us in relation to any *securities to be quoted and that no-one has any right to return any *securities to be quoted under sections 737, 738 or 1016F of the Corporations Act at the time that we request that the *securities be quoted.

   - If we are a trust, we warrant that no person has the right to return the *securities to be quoted under section 1019B of the Corporations Act at the time that we request that the *securities be quoted.

3. We will indemnify ASX to the fullest extent permitted by law in respect of any claim, action or expense arising from or connected with any breach of the warranties in this agreement.

4. We give ASX the information and documents required by this form. If any information or document is not available now, we will give it to ASX before *quotation of the *securities begins. We acknowledge that ASX is relying on the information and documents. We warrant that they are (will be) true and complete.

Sign here: ..........................................................      Date: ......................
    (Director/Company secretary)

Print name: Lorna Forsey McMillan

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* See chapter 19 for defined terms.