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THE COMPANIES ACT 2006  
PRIVATE COMPANY LIMITED BY SHARES

WEDNESDAY



LD1 \*L824CVEY\* #58  
27/03/2019  
COMPANIES HOUSE

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VIRGIN ATLANTIC AIRWAYS LIMITED

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Statement by the directors of Virgin Atlantic Airways Limited (the "Company") made on 27 March 2019 in accordance with s.644(5) Companies Act 2006 (the "2006 Act") in connection with the reduction of share capital of the Company

In accordance with Chapter 2 of Part 13 of the 2006 Act, the following resolution was agreed to and duly passed on 27 March 2019 as a special resolution:

That (i) the Company's entire share premium account be reduced and (ii) the Company's share capital be reduced from 29,497,610 ordinary shares of £1 each to 4,497,610 ordinary shares of £1 each by cancelling 25,000,000 ordinary shares of £1 each in its share capital and (a) £271,948,373.97, being an amount equal to the Company's share premium account and (b) £25,000,000, being an amount equal to the cancellation of the Company's share capital, will be transferred to a distributable reserve.

We, being all of the directors of the Company as at the date of this statement, confirm that:

- 1 the solvency statement dated 27 March 2019, a copy of which is attached (the **Solvency Statement**), was made not more than 15 days before the date on which the special resolution set out above was passed by the Company's sole shareholder as a written resolution; and
- 2 in accordance with section 642(2) of the 2006 Act, a copy of the Solvency Statement was provided to the Company's sole shareholder at or before the time at which the proposed special resolution set out above was sent or submitted to the Company's sole shareholder.

*Ed Bastian*

Edward Bastian

*27 March 2019*

Date

Richard Branson

Date

Glen Hauenstein

Date

Cornelis Koster

Date

Mark Anderson

Date

Gordon McCallum

Date

Peter Norris

Date

Shai Weiss

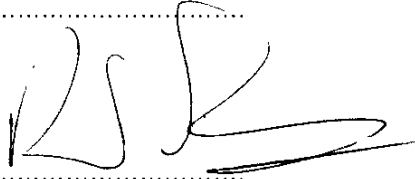
Date

Ian Woods

Date

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Edward Bastian

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Date



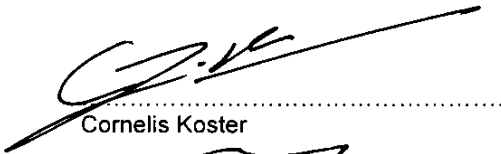
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27 March 2019

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Richard Branson

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Date

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Glen Hauenstein

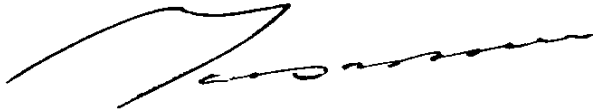
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27 March 2019

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Cornelis Koster

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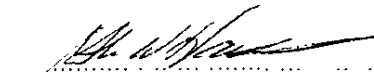


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