

Company No 01600117

RESOLUTION

-of-

VIRGIN ATLANTIC AIRWAYS LIMITED

(the "Company")

In accordance with Part 13 Chapter 2 Companies Act 2006, the following resolution was passed as a written resolution on 27 March 2019.

ORDINARY RESOLUTION

THAT:

upon the recommendation of the directors, it is desirable to capitalise the sum of £25,000,000, being all of the amount standing to the credit of the Company's capital contribution reserve, and that accordingly the directors be and are hereby authorised and directed to appropriate such sum to the sole member of the Company appearing on the Register of Members of the Company at the close of business on the day before the Resolution is passed (the "**Sole Member**") and to apply such sum on its behalf in paying up in full 25,000,000 new ordinary shares of £1 each in the capital of the Company (the "**New Shares**"), such New Shares to be allotted and issued, credited as fully paid, to the Sole Member.


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Director/Company Secretary

WEDNESDAY



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27/03/2019

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COMPANIES HOUSE