Virgin Group

Tax Strategy Statement

1. Introduction

This document sets out the tax policy for Virgin Group Holdings Limited ("VGHL") and its investments in Group undertakings ("the VGHL Group" or "the Group").

2. Ownership and approval

The Group Finance Director of the VGHL Group owns this document and the boards of VGHL and the boards of the entities listed at paragraph 10 have approved this tax policy. Each relevant company regards publication of this document as complying with the publication duty in Part 2 Schedule 19 Finance Act 2016.

3. Context

The Group is a family owned growth capital investor with a globally recognised and respected brand. The principal activity of the Group is investment management. The core consumer sectors invested in include: Brand Licensing & Loyalty, Travel & Leisure, Health & Wellness, Music & Entertainment Telecoms & Media, Financial Services and Space.

The Group aims to deliver long term capital appreciation through investment in these sectors. We provide value to our investments in three ways:

(i) Sector expertise and track record across our core sectors

(ii) Experience and understanding of consumer behaviour, brands and marketing

(iii) Strong network of investors, management teams and alumni

The Group is also an active technology-focused venture investor with a portfolio of companies spanning the consumer internet, fintech and sharing economy sectors. We love discovering what is coming next and helping to make it happen.

The Group operates mainly in the UK but also has operations in the USA, South Africa, Spain, Switzerland, Morocco, Caribbean and Asia.

Philanthropic Goals

Alongside its commercial activities, the VGHL Group actively promotes philanthropic goals through its support for the independent charitable foundations that together comprise Virgin Unite and the philanthropic organisation, Virgin StartUp.

Leveraging Virgin's early financial support and development skills, Unite has incubated a number of independent groups such as the Elders, the B Team and the Carbon War Room as well as supporting specific charitable activities.

Virgin StartUp has helped to find, nurture and arrange several thousand loans for young businesses in the UK, with the help of its dedicated team and support from Virgin companies such as Virgin Atlantic.

In addition, Virgin Active is supporting local schools and communities to get active and also run for charity.

Tax

In our view, business has a wider responsibility to promote good and should not exist purely for commercial profit. We understand that the tax we pay is an important part of our wider economic and social impact and plays a key role in development, both inside and outside the UK. We regard it as a critical element of our commitment to grow in a sustainable, responsible and socially inclusive way.

The VGHL Group tax policy is based on four key tax principles:

(i) Compliance
To ensure that the VGHL Group fulfils its tax compliance obligations, both in the payment and administration of all taxes.

(ii) Risk Management
To ensure that the VGHL Group puts in place robust controls and procedures to manage tax risk.

(iii) Transparency
To ensure that the VGHL Group is transparent about its tax strategy and deals with all relevant tax authorities in an open, regular and transparent manner.

(iv) Commerciality
To arrange the VGHL Group's affairs in a tax efficient manner by claiming any legitimate tax incentives or reliefs which may be offered by governments, where claiming the incentive or relief is in line with the relevant legislation. We do not enter into arrangements which are against the clear intentions of Parliament and we do not use artificial tax structures that are intended for tax avoidance.

4. Content

The content of this tax strategy statement covers:

(a) the approach of the VGHL Group to risk management and governance arrangements in relation to UK taxation;

(b) the attitude of the VGHL Group towards tax planning (so far as affecting UK taxation);

(c) the level of risk in relation to UK taxation that the VGHL Group is prepared to accept; and

(d) the approach of the VGHL Group towards its dealings with HMRC.

This tax policy applies to:

- corporate taxes;
- indirect taxes;
- employment related taxes;
- stamp taxes; and
- customs and excise duties.

5. Tax Risk Management & Governance Arrangements

Tax Risk

The VGHL Group wants to pay the right amount of tax. Tax risk is the risk that we may either overstate or understate the tax that we believe is due to HMRC. We recognise that as a multi-national Group, tax risk tends to be higher because of size, complexity and the pace of business change. Given that tax is inherently complex, we invest significant resources in managing and monitoring our tax risk to ensure that we pay the right amount of tax.

Governance Arrangements

For corporate governance and tax governance purposes, the VGHL Group is divided between investment companies and operating companies, held as part of the investment portfolio, separately within “Opco” Groups. The operating companies carry on the various lines of business whereas the head office companies are responsible for providing recommendations on the strategic management and development of the VGHL Group.

The main “Opco” Groups and investment companies are set out below.

Entity/Group	Business Activity	“Opco” Group (◆)
Virgin Group Holdings Ltd	Ultimate Group holding company	
Virgin Holdings Ltd	Brand Licensing & Loyalty, holding and operation of real estate and hotel portfolio including Virgin Hotels Collection	◆
Virgin Management companies	Management services	
Virgin Red Ltd	Loyalty programme	◆
Virgin Start Up Limited	Philanthropic organisation	◆

The Group Finance Director is the Senior Accounting Officer (“SAO”) for the UK head office group of companies and is ultimately responsible for managing the tax compliance affairs of the head office group.

Each “Opco” group appoints its own SAO to manage the tax risk for the relevant “Opco” Group. All SAO’s are responsible for the operation and management of tax accounting systems, identifying weaknesses in systems and making them more robust to ensure accurate reporting of UK tax liabilities, where required.

Delegation of tax risk management

The SAO’s delegate responsibility for management of tax risk to either in-house head office tax teams and/or external tax agents. Where material tax risks are identified, external tax advice is always obtained.

Experience and expertise

The Group employs a team of in-house tax professionals and external tax agents to manage the UK tax compliance affairs of the Group. The team have significant experience, professional expertise and receive technical training, as required.

Identification and mitigation of risk

The main areas of tax risk and mitigation procedures are set out below:

Risk Area	Mitigation
Transfer pricing	Use of CUP (Comparable Uncontrolled Price) where possible. Benchmarking of transactions – preparation of TP reports by third party advisers, Country by Country reporting and analysis
Withholding tax	Periodic review of treaties – verification of treatment by third party advisers
Indirect taxes	Internal audits; use of external advisers for areas of complexity
Financing	Preparation of detailed schedules for HMRC review
Employer tax	Delegation of responsibility to third party payroll agents and/or in-house payroll and employment tax specialists; use of third party advisers for areas of complexity
Corporation tax	Tax compliance is outsourced to a third party accountancy firm and tax returns are also reviewed in house. The tax team uses third party advisers for areas of complexity.

VGHL Board - oversight

The VGHL Board has oversight of all the commercial, financial and legal affairs of the Group through director representation on the boards of the various entities. Matters giving rise to material tax risk are identified and escalated through SAO's to the VGHL Board.

6. Attitude of the Group to tax planning

Legitimate tax planning

The Group generally seeks to structure commercial transactions in a tax efficient manner in order to maximise shareholder value. Therefore, the VGHL Group seeks to optimise its commercial position by claiming tax reliefs and incentives which are available under UK tax law (and not against the clear intentions of Parliament) and Double Taxation Agreements that HMRC has signed with tax authorities in overseas tax jurisdictions. For example, such reliefs might include statutory reliefs to claim capital allowances, relief for tax suffered overseas, group relief claims or a claim to exempt a capital gain under the Substantial Shareholding Exemption. We understand that HMRC regard claims for such reliefs as legitimate and mainstream tax planning.

Where we are uncertain as to HMRC's view on more complex tax matters, we take external advice and seek to validate HMRC's position by notification and/or obtaining pre- transaction clearance if possible.

The VGHL Board does not set objectives that target a particular effective tax rate but sees the tax rate as a consequence of the commercial activities undertaken in the UK and other overseas jurisdictions.

Tax Avoidance

The VGHL Group always considers its reputation, brand, corporate and social responsibilities when evaluating tax matters and seeks to avoid any tax controversy which may bring the brand into disrepute. Accordingly, the Group does not devise or implement UK tax avoidance schemes.

We focus on building shareholder value through commercial business activity.

7. Level of tax risk– what is acceptable?

The VGHL Group pays the right amount of tax and has a low tolerance to tax risk. This is reflected by the fact that:

(i) the Group incurs significant expenditure (internal and external) to ensure that it complies with its tax obligations

(ii) the Group will not undertake any transactions which aim to secure tax advantages rather than any commercial objective

(iii) the Group ensures that sufficient and knowledgeable resources are available to undertake the VGHL Group's tax compliance obligations in all jurisdictions

(iv) the Board directs its tax advisers and in house tax team to take a prudent approach in dealing with the Group's tax affairs

UK tax law and its interaction with international tax law remains complex and tax outcomes can sometimes be uncertain. Accordingly, the Group frequently seeks an opinion from external advisers to confirm its understanding of how complex tax law is likely to operate to ensure it is complying with both the letter and spirit of the UK tax law.

The VGHL Group also seeks guidance from advisers to keep up to date with new legislation and HMRC policy particularly where the application of tax principles may be new and/or uncertain.

The VGHL Group does not use prescribed tax evaluation criteria to quantify tax risk.

8. Dealings with HMRC

The VGHL Group is a large business and has a dedicated Customer Compliance Manager ("CCM") at HMRC to monitor its tax compliance obligations. We have a good working relationship with our CCM and aim to resolve any tax issues that may arise through co-operation, full disclosure and dialogue with HMRC. In certain circumstances, it is necessary for the CCM and the Group to work together with external advisers and HMRC specialists to resolve tax technical issues of high complexity, in line with HMRC's Litigation and Settlement Strategy.

We are in regular contact with HMRC throughout the year including several meetings to discuss changes to the Group, business developments, material transactions in our tax returns, how we have applied any new tax legislation and any on-going tax compliance matters.

Where appropriate, the Group deals with HMRC on a real time basis to resolve areas of tax risk, in advance of tax filings. The Group seeks to disclose unforeseen tax liabilities through voluntary disclosure to HMRC as soon as possible. Where appropriate, tax clearances are sought from HMRC with full disclosure of relevant information.

9. Date of publication

This Group tax policy relates to the financial year from January 1st to December 31st, 2025 and was published on this website (the virgin.com website) on December 11, 2025. This policy document will apply from date of publication until it is superseded.

The public is able to access this Group tax policy document, free of charge. This Group tax policy document will remain on the virgin.com website until it is superseded.

10. List of entities

This Group tax policy has been adopted by the following entities: Virgin Holdings Limited and its subsidiaries, including Virgin Red Limited, the Virgin Hotels Collection group and the WCT group.