



STATEMENT TO AUSTRALIAN SECURITIES EXCHANGE – February 1, 2023

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### **Flight Centre successfully completes A\$180 million placement**

FLIGHT Centre Travel Group (**FLT** or **Flight Centre**) is pleased to announce the successful completion of its institutional placement (**Placement**) of new fully paid ordinary shares (**New Shares**) to raise A\$180 million as announced on Tuesday, 31 January 2023.

The Placement was strongly supported by existing and new institutional investors, with demand received exceeding the Placement size. Approximately 12.3 million New Shares are being issued under the Placement at a fixed price of A\$14.60 per New Share, which represents a 7.8% discount to the last traded price of A\$15.83 on Monday, 30 January 2023.

The proceeds of the Placement will be used to fund the acquisition of a 100% interest in Luxury Travel Holdings Limited (**Scott Dunn**). FLT Global Managing Director and Chief Executive Officer, Graham Turner, said: “we are very pleased with the support shown by new and existing institutional investors for the Placement. The acquisition of Scott Dunn will enable us to grow our leisure presence in the attractive US and UK luxury markets, complementing our existing footprint.”

The trading halt is expected to be lifted prior to market open today and settlement of the Placement is expected on Friday, 3 February 2023. The New Shares will rank equally with existing Flight Centre shares on issue.

### **Share Purchase Plan**

As previously announced, eligible Flight Centre shareholders with a registered address in Australia or New Zealand as at the Record Date of 7:00pm Sydney, Australia time on Monday, 30 January 2023 will have the opportunity to apply for up to A\$30,000 worth of Flight Centre shares pursuant to the non-underwritten Share Purchase Plan (**SPP**).<sup>1</sup> Shares under the SPP will be offered at the lower of:

- A\$14.60 per share, the same as the Placement price; and
- A 2.0% discount to the volume-weighted average price of Flight Centre shares traded on the 5 trading days up to, and including, the SPP closing date.

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<sup>1</sup> The securities to be offered and sold in the SPP may not be offered or sold, directly or indirectly, in the United States or to any person that is acting for the account or benefit of a person in the United States (to the extent that such person is acting for the account or benefit of a person in the United States).

The SPP is intended to raise up to A\$40 million, with the ability to accept oversubscriptions, subject to the ASX Listing Rules. Flight Centre may determine to raise a higher or lower amount. Flight Centre reserves the right (in its absolute discretion) to scale back applications under the SPP.

Further details of the SPP will be set out in the SPP Offer Booklet, which is expected to be released to ASX and made available to Eligible Shareholders on or about 9 February 2023.

An indicative timetable of key dates in relation to the SPP is set out below:<sup>2</sup>

<b>Event</b>	<b>Sydney time</b>
Record Date for eligibility to participate in SPP	Monday, 30 January 2023
Dispatch SPP offer documents and SPP offer open date	Thursday, 9 February 2023
SPP closing date	Monday, 6 March 2023
Announcement of SPP participation and results	Monday, 13 March 2023
Allotment of new shares under the SPP	Tuesday, 14 March 2023

If you have any questions in relation to the SPP, please contact the Information Line on 1300 916 982 (within Australia) or +61 3 9415 4875 (outside Australia) from Monday to Friday 8:30am to 5:00pm (Sydney time).

### **Further information**

Further information regarding the Placement is contained in the investor presentation released to ASX on Tuesday, 31 January 2023.

Macquarie Capital (Australia) Limited and UBS Securities Australia Limited are Joint Lead Managers, Bookrunners and Underwriters to the Placement and the Offer.

ENDS: Media & investor enquiries to [haydn\\_long@flightcentre.com](mailto:haydn_long@flightcentre.com), + 61 418 750 454

FLT's Board has authorised this announcement

<sup>2</sup> All dates and times are indicative and Flight Centre reserves the right to amend any or all of these events, dates and times subject to the Corporations Act 2001 (Cth), ASX Listing Rules and other applicable laws. All times and dates are in reference to Sydney, Australia time.

## **Not for distribution or release in the United States**

This announcement may not be distributed or released in the United States. This announcement does not constitute an offer to sell, or a solicitation of an offer to buy, any securities in the United States or any other jurisdiction in which such an offer would be unlawful. The securities to be offered and sold in the placement and the SPP have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the Securities Act), or the securities laws of any state or other jurisdiction of the United States. Accordingly, the new securities may not be offered or sold, directly or indirectly, in the United States, except in transactions exempt from, or not subject to, the registration requirements of the Securities Act and any other applicable securities laws of any state or other jurisdiction of the United States. In addition, the securities to be offered and sold under the SPP will only be offered and sold to eligible securityholders in Australia and New Zealand in "offshore transactions" (as defined in Regulation S under the Securities Act) in reliance on Regulation S under the Securities Act.