

Pre-quotations disclosure.

20 September 2024

The following information is required to be provided to ASX Limited (**ASX**) for release to the market in connection with the official quotation and conditional and deferred settlement trading of fully paid ordinary shares in the capital of Webjet Group Limited ACN 679 116 762 (**Webjet Group** or **Company**) which will commence at 12.00pm (AEST) on 23 September 2024.

Unless otherwise defined, capitalised terms in this document have the same meaning as they have in the demerger booklet released to ASX by Webjet Limited ACN 002 013 612 (**WEB Travel Group**) on 8 August 2024 (**Demerger Booklet**) and the supplementary Demerger Booklet dated 21 August 2024.

1 Indicative statement of the 20 largest shareholders

0 is an indicative statement of the 20 largest shareholders of Webjet Group prepared on 18 September 2024.

The statement sets out an indicative list of the names of the 20 largest holders of fully paid ordinary shares in the capital in Webjet Group (**Webjet Group Shares**) as at the Implementation Date, being the only class of securities of Webjet Group to be quoted, and the number and percentage of Webjet Group Shares held by those holders.

2 Indicative distribution schedule of shareholders

0 is an indicative distribution schedule of holders of Webjet Group Shares as at the Implementation Date, which was prepared as of 17 September 2024, and setting out the number and percentage of those holders across specified categories of holdings.

3 Capital structure

The capital structure of Webjet Group as at the Implementation Date will be as follows:

Description	Number of securities
Ordinary Shares	391,152,405

4 Conditions for a conditional market

The conditions to the conditional market are:

- implementation of the Demerger on or by 30 September 2024 (or such later date as agreed by ASX in writing); and
- the transfer of Webjet Group Shares to WEB Travel Group Shareholders (other than Ineligible Shareholders or Selling Shareholders who will have their Webjet Group Shares sold by the Sale Agent as described in the Demerger Booklet) in accordance with the Demerger Implementation Deed.

5 Intended date for despatch

The intended date for the despatch of a notice from Webjet Group under ASX Settlement Operating Rule 8.9.1 in relation to all holdings on the CHESS sub-register is Wednesday, 2 October 2024.

The intended date for the despatch of issuer sponsored holding statements in relation to all other holdings is Wednesday, 2 October 2024.

6 Shareholder entitlement

The entitlement of each holder of WEB Travel Shares (**WEB Travel Group Shareholder**) under the Demerger is as follows:

- each WEB Travel Group Shareholder (other than Ineligible Shareholders and Selling Shareholders) will receive on Webjet Group Share for each WEB Travel Group Share that they hold as at the Demerger Record Date (7.00pm AEST on Tuesday, 24 September 2024); and
- for each Ineligible Shareholder or Selling Shareholder, the Webjet Group Shares which those WEB Travel Group Shareholders would have otherwise received under the Demerger (based on the WEB Travel Group Shares that they hold as at the Demerger Record Date (7.00pm AEST on Tuesday, 24 September 2024)) will be transferred to the Sale Agent to be sold under the Sale Facility, the relevant proceeds of which will be remitted to the Ineligible Shareholders and Selling Shareholders as described in the Demerger Booklet.

WEB Travel Group Shareholders may call the WEB Travel Group Shareholder Information Line on 1300 556 161 (within Australia) or +61 3 9415 4000 (outside Australia) on Business Days between 8.30am and 5.00pm (AEST), if they have any questions in relation to their entitlement, or to confirm their entitlement, to Webjet Group Shares and other queries in relation to the Demerger.

7 Conditions precedent and Demerger Implementation Deed

All of the conditions precedent to the implementation of the Demerger, as set out in the Demerger Booklet, have been satisfied and not waived, other than the following conditions precedent:

- Webjet Group and its Australian subsidiaries obtaining a clear exit from the Webjet Limited tax consolidated group;
- the ASX approving the admission of Webjet Group to the Official List and granting permission for official quotation of Webjet Group Shares on the ASX;
- there being no order or injunction being issued by any court of competent jurisdiction and no other legal restraining order or prohibition preventing the Demerger being in effect;
- execution of the Transitional Services Agreement; and
- the Restructure being completed,

and Webjet Group is not aware of any reason to consider that the above conditions precedent will not be satisfied on or prior to the date scheduled for Implementation.

As at the date of this disclosure:

- the Demerger Implementation Deed remains in force and effect.
- Webjet Group is not aware of any order or injunction having been issued by any court of competent jurisdiction and there are no other legal restraining orders or prohibition preventing the Demerger being in effect.

8 ASX Listing Rule waivers

ASX has granted Webjet Group a waiver from ASX Listing Rules 1.1 (Condition 12) and 10.14 on the terms set out below:

- ASX Listing Rule 1.1 (Condition 12) A waiver from ASX Listing Rule 1.1 (Condition 12) to permit Webjet Group to have on issue:
 - approximately 744,250-992,000 performance rights issued by the Company with a nil exercise price (**Webjet Group Performance Rights**); and
 - 2,063,410 rights for holders of performance rights issued by Webjet Limited (**Webjet Limited**) with a nil exercise price (**WEB Travel Group Performance Rights**) to receive one Company share (in addition to one WEB Travel Group share) upon exercise of that WEB Travel Group Performance Right,
 on the condition that the full terms and conditions of the Company Performance Rights and Webjet Performance Rights are clearly disclosed in the notice of meeting and explanatory materials issued by WEB Travel Group seeking security holder approval for the demerger of the Company.
- ASX Listing Rule 10.14 to the extent necessary to permit the Company to grant performance rights to the Managing Director Katrina Barry and/or her associates under an employee incentive scheme (**Incentive Plan**) without seeking shareholder approval, on the following conditions:
 - the notice of meeting and explanatory materials issued by Webjet Limited seeking security holder approval for the demerger of the Company (the ‘Demerger Booklet’) contains the information required by Listing Rule 10.15 in respect of the proposed grant of performance rights to the Managing Director and/or her associates;
 - the date by which the Company will grant the performance rights under the Incentive Plan must be no later than 3 years from the date of the Company’s admission to the official list of ASX; and
 - provision of the full terms and conditions, satisfactory to ASX, of the Incentive Plan pursuant to which the performance rights are proposed to be issued as pre-quotation disclosure.

9 Other disclosures

Copies of the following documents will be released separately:

- Appendix 1A and Information Form and Checklist lodged with ASX on 16 August 2024;
- Webjet Group Limited Constitution;
- Information Memorandum (incorporating a copy of the Demerger Booklet) dated 16 August 2024;
- Webjet Group LTIP;
- Corporate Governance Statement; and
- Securities Trading Policy.

Schedule 1

Indicative statement of the 20 largest shareholders of Webjet Group

As at: 17 September 2024

Rank	Investors	Post demerger shareholding	% of issued capital
1	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	80,798,101	20.66
2	J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	69,102,649	17.67
3	CITICORP NOMINEES PTY LIMITED	63,892,040	16.33
4	NATIONAL NOMINEES LIMITED	19,783,898	5.06
5	BNP PARIBAS NOMS PTY LTD	10,396,213	2.66
6	JAYELLE SUPER PTY LTD	5,300,000	1.35
7	UBS NOMINEES PTY LTD	4,886,595	1.25
8	CITICORP NOMINEES PTY LIMITED	4,333,932	1.11
9	WARBONT NOMINEES PTY LTD	3,545,865	0.91
10	MR STEVEN SCHEUER	3,358,105	0.86
11	UBS NOMINEES PTY LTD	3,335,998	0.85
12	CHESTERS NOMINEES PTY LTD	3,145,110	0.80
13	BNP PARIBAS NOMINEES PTY LTD	3,097,054	0.79
14	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	2,935,616	0.75
15	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	2,831,500	0.72
16	MR JOHN LEMISH	2,200,000	0.56
17	HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	1,890,664	0.48
18	BNP PARIBAS NOMINEES PTY LTD	1,878,777	0.48
19	IOOF INVESTMENT SERVICES LIMITED	1,352,088	0.35
20	NETWEALTH INVESTMENTS LIMITED	1,245,338	0.32
Total for Top 20		289,309,543	73.96
Total other Investors		101,842,862	26.04
Grand Total		391,152,405	100%

Schedule 2

Indicative distribution schedule of shareholders of Webjet Group
As at: 17 September 2024

Ranges	Investors	Securities	% of Issued Capital
1 to 1000	27,417	10,361,433	2.65
1001 to 5000	11,109	25,976,390	6.64
5001 to 10000	2,048	14,825,576	3.79
10001 to 100000	1,383	31,779,009	8.12
100001 and over	85	308,209,997	78.80
Total	42,042	391,152,405	100.00