



STATEMENT TO AUSTRALIAN SECURITIES EXCHANGE - June 19, 2018

FLIGHT CENTRE TRAVEL GROUP FOUNDERS AMEND PREEMPTIVE AGREEMENT

THE Flight Centre Travel Group (FLT) has been advised that a Shareholders Deed of Pre-Emption between its five founding shareholders has been amended.

The amendment, which will have no impact on the size or structure of the Turner family's current holding in FLT, will see the two smallest founding shareholders, Friday Investments (Goldburg family) and Trinity Holdings (Greive family), removed from the deed.

Together, Friday and Trinity currently hold about 2.2million (2.2%) FLT shares, which means they will no longer be considered substantial holders in the company.

FLT's largest founding shareholders, the Turner, Harris and James families, who together currently hold almost 42.7million shares (42.2%) through the Gainsdale, Gehar and James Management Services entities, will remain party to the deed.

Overview of the Pre-emptive Deed

The deed (dated October 9 1995) was put in place before FLT listed on the Australian Securities Exchange and was again lodged with the ASX on November 6 2006.

In effect, it grants each founder certain pre-emptive rights in relation to the other founders' FLT shares. Subject to limited exceptions, these rights restrict the founders from disposing of their shares unless those shares are first offered to the other founders on a pro-rata basis.

This means that:

- Each of the founding shareholders has a relevant interest in the founders' combined holding; and
- Each founder is required to lodge an amended substantial shareholder notice with the ASX if trades by a founding shareholder increase or decrease the combined holding by more than 1%

Updated substantial shareholder notices have been lodged to reflect the combined 42.2% interest now held by the three founders who have elected to remain part of the agreement - specifically, the Turner, Harris and James families.

An amended Shareholders Deed of Pre-Emption has also been lodged.

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