

3 Ways to own our FCTG



Australian Participants...

A summary of the FCTG Global Employee Share Plan
Trading on Market in Trading Windows &
The Global Recovery Rights Grant

1) The Global Employee Share Plan

Eligibility



Employees of FCTG & subsidiaries with a minimum of 3 months at each offer window.

Purpose



Employee share ownership, employee retention & alignment with shareholders.

Timing



Offers to join and amend participation go out twice per annum by email, usually late **May and November**/December. You become a member of either the July plan or the January plan and can then amend participation once pa.

Benefit



1 free Matched Share for every 2 shares you acquire in the plan when you meet the 'Vesting Conditions' - mainly remaining in FCTG employment throughout the plan year of monthly purchases, and a further year and 2 months holding the shares until FCTG results release and a trading window commences.

Investment



Participation is by regular post tax salary deduction. Min \$500, Max \$30,000 pa. Acquired Shares are purchased at average market price each month. You can withdraw from the plan at any time.

Share Ownership



Acquired Shares - Once you've joined, your contributions are taken from after tax earnings (retainer) through payroll and used to purchase your Acquired Shares.

Matched Shares - FCTG will give you 1 Matched Share for every 2 Acquired Shares when you meet the Vesting Conditions.

Vesting Conditions - In order to get your Matched Shares you must stay employed by Flight Centre during the Vesting Period and hold your Acquired shares for the corresponding period.

The Vesting Period - is approximately 2 years and 2 months, commencing on the first Acquisition date of Acquired Shares in each plan year and ending when the company releases financial results to the ASX (either full or half year results).

Dividends



As a shareholder you are entitled to receive dividends when they are declared by FCTG on Acquired and vested Matched shares. It is your responsibility to nominate a bank account in the Equate Plus platform.

Cost to Sell



Costs involved in selling this way are

\$33 fee, plus

Brokerage for sales up to \$5,000 in value of \$10.45

Brokerage for sales above \$5,000 of 0.33%

Eg. if your share sale proceeds are \$10,000 the total fee would be

$\$33 + \$10.45 + \$5,000 \times 0.33\%$ (\$16.50) for a total cost of \$59.95

You can also transfer shares from the Equate Plus - FC Trust to your own broker trading account and in that case, cost of sale would be available from your broker.

1) The Global Employee Share Plan (cont'd)

Tax



Matched Shares and any dividends you receive, and the sale of your Shares each have personal tax impacts. Summary tax information is included with invitations & you will also need to seek your own tax advice. In general terms and in Australia, the value of **Matched Shares** you receive is assessable tax income in the tax year that you receive them. Any **dividends** received will be assessable income in the year they are received, offset by any attached 'franking credits'. When you **sell shares** the profit or loss on sale will also have a tax impact under Capital Gains Tax legislation. If you hold shares for longer than 12 months, Capital Gains on profit generally applies to only 50% of the profit on sale with this reduced profit treated as tax assessable income in the year of sale.

Leaving FCTG



If you leave your Flight Centre Group employer before the end of the Vesting period, you will be ineligible to receive any Matched Shares in relation to your Acquired Shares.

Your Aquired and Vested shares will remain in the FC Trust until such time as you elect to sell or transfer your shares. You will retain access to the Equate Plus where you can manage your portfolio and transact.

Contacts



Equate Plus - Computershare Plan Managers Pty Limited on 1800 039 357
[Equate Plus site](#)
Refer to Plan Invitation documentation for complete info.

2) Trading on Market - Must be In Trading Windows

Eligibility



FCTG Employees are considered 'Restricted Persons' under FCTG's [Share Trading Policy](#) which is intended to protect employees from being subject to Insider Trading provisions and penalties. This Policy determines when employees can trade in FCTG Shares or exercise rights over shares in other plans such as the Global Recovery Rights Grant (below). The Policy, and the law prohibits employees from trading outside of published trading windows and also prevents employees from passing on inside information to someone else (eg colleagues, family, or friends) that could influence their decision to trade in FCTG shares or securities.

Timing



Restricted Persons may only deal in Flight Centre Securities in Trading Windows which typically occur three times per year for 30 days. These usually coincide with ASX release of full year results in August, half year results in February, and following the AGM in Oct/Nov.

How



You can sell any unrestricted shares you hold in the [Equate Plus](#) portal during trading windows. To buy or sell other FCTG Shareholdings you will need to have your own share trading broker account. FCTG's Share Trading Policy still applies. The most common and cheapest way of doing this is to apply for an online trading account. [Canstar](#) have a good comparison including educational information as well as [Finder](#).

Cost



The share price will rise and fall depending on market conditions and there are no guarantees. Your broker trading account will give you access to the current price and historic price movements, analysis and recommendations. Brokerage costs are provided by your broker.

Share Ownership



Shares move into your broker account once you have funded it and settlement has occurred. Your shares are then yours to keep or sell under the Share Trading Policy.

Tax



As described above for the Employee Share plan, relating to Dividends and sale of shares.

3) The Global Recovery Rights Grants ('GRR I' and GRR II')

Eligibility



Invitations were issued to employees in wholly owned FCTG business on 5 July 2021. A second round was offered in Sep 22 for employees as of 1 Aug 22.

Purpose



Recognise and thank employees globally for their loyalty and dedication to FCTG and thank newbies who joined in the challenging times through the Covid 19 pandemic and recovery.

Conditions



For Rights to vest, employees who accepted the grant must have remained employed by FCTG continuously until FCTG results releases for the 6 months ending 31 December 2022 and 2023 for the respective plans. Relevant dates here are late in Feb 2023 and late Feb/early March 2024 respectively. On 'Vesting', the Rights 'vest' and become 'exercisable' in Equate Plus into fully paid ordinary shares, in any approved Share Trading window for up to 5 years from vesting.

Cost



None. These rights were issued at no charge to employees, they only carry the condition of continuous employment until release of the Dec 2022 and Dec 2023 half year results in the following Feb and March respectively.

Share Ownership



On the Vesting Date employees are free to 'exercise' these rights in any Trading Window in the 5 years following the Vesting Date. From then on, you own the shares and can sell them in any Trading Window in accordance with FCTG's Share Trading Policy.

Dividends

When declared by FCTG, Dividends are payable only on Shares, not unexercised Rights.

Tax



A tax event occurs when you exercise rights into shares and the value of the shares will then be treated as assessable income in that tax year. You have a choice as to when you exercise your rights and should prepare for appropriate tax treatment and seek tax advice as necessary. Hello to the tax@moneywiseglobal.com team.

Further tax events occur on receipt of any dividends, which is described above.

Contacts

Equate Plus Plan Managers Pty Limited on 1800 039 357
Refer to Plan Invitation documentation for complete info.



More Info on FCTG and Investing

www.fctgl.com

[ASIC Moneysmart Investor toolkit](#)

[ASX education resources](#)

[Getting into the Sharemarket - video tutorial](#)

Always refer to Plan Invitations for full terms and conditions



hello@moneywiseglobal.com

This information is for general education purposes, does not take into account any individual's financial circumstances, needs or objectives, and does not constitute financial product or investment advice. In case of any inconsistency between communication relating to any Flight Centre Plan Invitation, the terms in the Invitation prevail. Before making any decision based on this document, you should assess your own circumstances or seek advice from a financial adviser and registered tax agent. Information is current at the date of issue and may change. Taxation, legal and other matters referred to are of a general nature only and should not be relied upon in place of appropriate professional advice. Laws may change from time to time.