

Form 604
Corporations Act 2001
Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme Virgin Australia Holdings Limited (**Virgin Australia**)

ACN/ARSN 100 686 226

1. Details of substantial holder (1)

Name BC Hart Investments, L.P. (**BC Hart**), BC Hart Aggregator, L.P., Bain Capital Asia Fund IV, L.P., Bain Capital Fund XII, L.P.

ACN/ARSN (if applicable) N/A

There was a change in the interests
substantial holder on 25/06/2025

The previous notice was given to the
company, or the responsible entity for a
registered scheme, or the operator of a
notified foreign passport fund on 24/06/2025

The previous notice was dated 23/06/2025

2. Previous and present voting power

The total number of votes attached to all the voting shares in the company or voting interests in the scheme that the substantial holder or an associate (2) had a relevant interest (3) in when last required, and when now required, to give a substantial holding notice to the company or scheme, are as follows:

Class of securities (4)	Previous notice		Present notice	
	Person's votes	Voting power (5)	Person's votes	Voting power (5)
Fully paid ordinary shares (Shares)	599,051,063	76.6%	362,844,167	46.4%

3. Changes in relevant interests

Particulars of each change in, or change in the nature of, a relevant interest of the substantial holder or an associate in voting securities of the company or scheme, since the substantial holder was last required to give a substantial holding notice to the company or scheme are as follows:

Date of change	Person whose relevant interest changed	Nature of change (6)	Consideration given in relation to change (7)	Class and number of securities affected	Person's votes affected
25/06/2025	BC Hart, BC Hart Aggregator, L.P., Bain Capital Asia Fund IV, L.P., Bain Capital Fund XII, L.P.	Sale and transfer of Shares by BC Hart to Virgin Australia SaleCo Limited (ACN 687 595 366) (SaleCo).	\$2.90 per Share	236,206,896 Shares	236,206,896

4. Present relevant interests

Particulars of each relevant interest of the substantial holder in voting securities after the change are as follows:

Holder of relevant interest	Registered holder of securities	Person entitled to be registered as holder (8)	Nature of relevant interest (6)	Class and number of securities	Person's votes
BC Hart	BC Hart	BC Hart	Relevant interest in Shares under s 608(1)(a) of the Corporations Act 2001 (Cth) (Act).	312,611,311 Shares	312,611,311
BC Hart Aggregator, L.P., Bain Capital Asia Fund IV, L.P., Bain Capital Fund XII, L.P.	BC Hart	BC Hart	Relevant interest in Shares under s 608(3) of the Act.	312,611,311 Shares	312,611,311
BC Hart, BC Hart Aggregator, L.P., Bain Capital Asia Fund IV, L.P., Bain Capital Fund XII, L.P.	Escrowed ELT Legacy Planholders	As per each registered holder	Deemed relevant interest under s 608(3) of the Act in Shares which Virgin Australia has a technical relevant interest in under section 608(1)(c) of the Act. Details of the nature of the relevant interest Virgin Australia has in these Shares is described in the Form 603: Notice of initial substantial holder dated 23 June 2025.	44,340,153 Shares	44,340,153
	Escrowed GLT Legacy Planholders	As per each registered holder		5,892,703 Shares	5,892,703

5. Changes in association

The persons who have become associates (2) of, ceased to be associates of, or have changed the nature of their association (9) with, the substantial holder in relation to voting interests in the company or scheme are as follows:


Name and ACN/ARSN (if applicable)	Nature of association
N/A	

6. Addresses

The addresses of persons named in this form are as follows:

Name	Address
BC Hart, BC Hart Aggregator, L.P., Bain Capital Asia Fund IV, L.P., Bain Capital Fund XII, L.P.	4001 Kennett Pike, Suite 302, Wilmington, Delaware, 19807, United States
Virgin Australia, Escrowed ELT Legacy Planholders and Escrowed GLT Legacy Planholders	Level 11, 275 Grey Street, South Brisbane QLD 4101, Australia

Signature

print name	Krista Snow	capacity	Authorised Signatory
sign here		date	25 June 2025