

Market Announcement

23 June 2025

Virgin Australia Holdings Limited (ASX: VGN) – Anticipated Admission and Quotation – Conditional and Deferred Settlement Trading

Description

It is anticipated that Virgin Australia Holdings Limited ('VGN') will be admitted to the Official List of ASX on the afternoon of Monday, 23 June 2025 or Tuesday, 24 June 2025.

It is anticipated that the securities of VGN will commence quotation at 12:00 PM AEST on Tuesday, 24 June 2025 on a **conditional and deferred settlement basis**.

It is anticipated that VGN will raise approximately \$685,000,000 pursuant to the offer under its replacement prospectus dated 13 June 2025 by the issue of approximately 1 share at an issue price of \$2.90 per share and the sale by Virgin Australia SaleCo Limited of approximately 236,206,897 shares at a sale price of \$2.90 per share.

Quotation information

Quoted securities	Fully paid ordinary shares: 781,990,466
ASX code	Fully paid ordinary shares: VGN
Time	12:00 PM AEST
Date	Tuesday, 24 June 2025
ASX trade abbreviation	VIRGIN AUS
ISIN	Fully paid ordinary shares: AU0000400616
Registered office	Virgin Australia Holdings Limited Address: Level 11, 275 Grey Street, South Brisbane, QLD 4101 Phone: 13 67 89 Email: investor.relations@virginaustralia.com
Company secretary	Susan Schneider
Share Registry	Computershare Investor Services Pty Limited Address: Level 1, 200 Mary Street, Brisbane, QLD 4000 Phone: 1300 850 505 (within Australia) or +61 3 9415 4000 (from outside Australia) Email: web.queries@computershare.com.au
Balance date	30 June
CHESS	Participating. CHESS and Issuer Sponsored.
Place of incorporation	Queensland
Dividend policy	See section 4.9.1 of the Replacement Prospectus
Activities	Airline

Joint lead managers	Goldman Sachs Australia Pty Ltd, UBS Securities Australia Limited and Barrenjoey Markets Pty Limited.
Underwriter	Goldman Sachs Australia Pty Ltd, UBS Securities Australia Limited and Barrenjoey Markets Pty Limited.
ASX restricted securities	N/a
Other securities not quoted	2,241,378 share rights with a nil exercise price and an expiry of 24 December 2026. 1,206,896 share rights with a nil exercise price and an expiry of 24 December 2027.

Conditional and deferred settlement trading

VGN has requested that a conditional trading market be provided pursuant to ASX Operating Rule 3330. The conditions for the conditional market specified by VGN are (i) settlement occurring under the underwriting agreements; and (ii) VGN has issued shares and SaleCo has transferred shares under the offer.

In accordance with ASX Operating Rule 3330, ASX has agreed to provide a conditional market in VGN's shares. VGN's shares will commence trading on a conditional and deferred settlement basis at 12:00 PM AEST on Tuesday, 24 June 2025.

The letters "CT" will be displayed in the Basis of Quotation field of ASX Trade to facilitate identification of VGN's shares trading on a conditional basis. Market Participants should note that because no Special Market has been created within ASX Trade, Signal B trade messages will not contain explicit Conditional Trading Basis of Quotation. This information will be identified in the Daily Diary and Reference Point Master List.

VGN is required to advise ASX immediately of the fulfilment or non-fulfilment of the conditions for the conditional market. Notification as to when trading will become unconditional will be made in accordance with the ASX Operating Rules. The market will be advised by ASX market announcement when the conditions of the conditional market have been met and when the stock will commence trading on an unconditional basis. The market will not be purged.

In the case of fulfilment of the conditions, ASX will issue a further Market Announcement to Participants confirming trading arrangements and the date holding statements will be sent to successful applicants. At this stage, the conditions for the conditional market are expected to be met by 9:00 AM AEST on Thursday, 26 June 2025. VGN has agreed to send holding statements on Friday, 27 June 2025, which will mean that the first settlement date will be Monday, 30 June 2025.

Contract notes for conditional sales and purchases

While it is the Participant's responsibility to obtain their own advice concerning the appropriate words that should appear on a contract note for a conditional sale or purchase, the endorsement suggested below may be considered for contract notes for conditional transactions in VGN's shares.

"This contract is conditional upon notification being received by ASX by close of business on Tuesday, 8 July 2025 that the conditions for the conditional market have been fulfilled. If the conditions are not fulfilled, this contract shall be cancelled without any liability whatsoever other than for the return of any money paid in connection with the settlement of the contract."

Advice should also be provided to clients to ensure that they understand the full ramifications of Conditional Trading.

Indicative key dates

This timetable has been prepared on the basis that the conditions for the conditional market are expected to be satisfied by 9:00 AM AEST, Thursday, 26 June 2025. If the conditions are not fulfilled by the close of business on Tuesday, 8 July 2025, shares will not be issued and transferred and all conditional trades that have occurred since Tuesday, 24 June 2025 will be cancelled.

If the conditions are not satisfied by 9:00 AM AEST, Thursday, 26 June 2025, but are satisfied prior to the close of business on Tuesday, 8 July 2025, the dates in the timetable will be revised and a new timetable will be released to the market.

Date	Event
Tuesday, 24 June 2025	VGN admitted to the Official List of ASX Quotation on a conditional and deferred settlement basis – 12:00 PM AEST (ASX: VGN)
Wednesday, 25 June 2025	Settlement of the Offer Last day of conditional trading
Thursday, 26 June 2025	Issue and transfer of shares Conditions for the conditional market expected to be fulfilled (confirmed prior to market open - by 9.00am AEST) First day of trading on a normal (T+2) basis (ASX: VGN)
Monday, 30 June 2025	Settlement of all on-market trades conducted on a conditional and deferred settlement basis and first settlement of trades conducted on a normal (T+2) basis

What do I need to do and by when?

For further details, please refer to the Replacement Prospectus.

Need more information?

For further information, please call the Virgin Australia Offer Information Line on 1300 273 158 (within Australia) or +61 3 9415 4264 (from outside Australia).

Disclaimer

Please refer to the following [disclaimer](#).

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