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6 October 2026

Notice of 2026 Annual General Meeting

Virgin Australia Holdings Limited ('Virgin Australia'; ASX:VGN) provides the following documents related to the 2026 Annual General Meeting in accordance with the ASX Listing Rules:

- Notice of 2026 Annual General Meeting;
- Voting Form; and
- Letter to shareholders.

-ENDS-

This announcement was authorised for release by the Board.

For further information:

Investors
Chris Vagg
General Manager, Investor Relations
+61 409 406 128
investor.relations@virginaustralia.com

Media
Virgin Australia Group Corporate Affairs
1800 142 467
corporateaffairs@virginaustralia.com

About Virgin Australia Holdings Limited
Virgin Australia Holdings Limited ('Virgin Australia'; ASX:VGN) was founded in 2000 and is now one of the largest Australian airlines operating an extensive domestic network as well as short-haul international services, charter and cargo operations, and its loyalty program, Velocity Frequent Flyer. Velocity members can use their Points to redeem flights to over 600 destinations around the world through Virgin Australia and the airline's extensive list of international partner carriers. Virgin Australia employs more than 8,000 people. For further information please visit virginaustralia.com.

2026 Notice of Annual General Meeting and Explanatory Memorandum

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Chair's letter to shareholders

Dear Shareholder

On behalf of the Board of Directors, I invite you to attend the 2026 Annual General Meeting (AGM or Meeting) of Virgin Australia Holdings Limited (Virgin Australia or Company) to be held on Friday, 20 November 2026, commencing at 10.00am (AEST) / 11.00am (AEDT).

It is the Company's intention to provide all shareholders with as much opportunity to participate in Virgin Australia's AGMs as is reasonably possible. To facilitate this, our 2026 AGM will again follow a hybrid meeting format, allowing shareholders to either attend and participate in person at the Plaza Level, Meeting Rooms P6 & P7, Brisbane Convention and Exhibition Centre, Grey St, South Brisbane Queensland, or online at https://meetnow.global/M9M4TGT.

The 2026 financial year demonstrated the strength and resilience Virgin Australia has built as a relisted company, despite a more challenging second half marked by ongoing inflationary pressures across aviation and heightened volatility in fuel markets and the broader operating environment due to conflict in the Middle East.

The AGM is an important event for Virgin Australia and provides shareholders with an opportunity to receive an update on Virgin Australia's performance during the year, ask questions of the Board and Management, as well as Virgin Australia's Independent External Auditor, and vote on the items of business included in the Notice of AGM.

The Notice of AGM sets out the items of business of the AGM. For further details on each of the items of business, please refer to the accompanying Explanatory Memorandum. I encourage shareholders to read this material carefully before voting on the proposed items of business.

If you are not able to attend the AGM, either in person or online, I encourage you to vote directly or appoint a proxy to vote on your behalf. You may vote directly or appoint a proxy by:

- using the Computershare website at www.investorvote.com.au; or
- completing the enclosed voting form.

Voting forms and online voting /proxies must be received no later than 10.00am (AEST) / 11.00am (AEDT) on Wednesday, 18 November 2026, to be valid. Even if you plan to participate online, I encourage shareholders to cast votes and lodge questions ahead of the meeting at www.investorvote.com.au.

Shareholders can find instructions for how to join the meeting online, view the webcast, submit questions and vote in real time during the meeting, at www.computershare.com.au/virtualmeetingguide. Lodging questions and casting your vote ahead of the meeting will not prevent you from attending online.

Along with the entire Board, I look forward to engaging with shareholders at the AGM and we thank you for your continued support.

Yours sincerely,

Peter Warne
Independent Non-Executive Chair

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2026 Notice of Annual General Meeting (Notice)

Notice is given that the annual general meeting (AGM or Meeting) of Virgin Australia Holdings Limited ACN 100 686 226 (Virgin Australia or Company) will be held:

Date: Friday, 20 November 2026

Time: 10.00am (AEST) / 11.00am (AEDT) (registrations open from 9.00am (AEST) / 10.00am (AEDT))

Venue: Plaza Level Meeting Rooms P6 & P7, Brisbane Convention and Exhibition Centre, Grey St, South Brisbane, Queensland (refer to the Notes section on page 11 for details on accessing the venue).

Online: Shareholders that are unable to attend the AGM in person and have access to the internet will be able to participate in the AGM virtually via the AGM platform at https://meetnow.global/M9M4TGT. When you log onto the AGM platform on the morning of the AGM, you will need to provide your details (including SRN or HIN) to be verified as a shareholder or proxyholder.

Items of Business

IMPORTANT: The items of business set out below should be read in conjunction with the information provided in the accompanying Explanatory Memorandum and Notes, which forms part of this Notice.

Item 1: Financial Report, Directors' Report, Sustainability Report and Auditor's Report

To receive and consider the Financial Report, the Directors' Report, the Sustainability Report and the Auditor's Report for the Company and its controlled entities for the financial year ended 30 June 2026.

Note: There is no requirement for shareholders to approve these reports. A copy of the Company's 2026 Annual Report (including the Financial Report, Directors' Report, Sustainability Report and Auditor's Report) is accessible on the Company's website at www.virginaustralia.com/au/en/about-us/investor-relations/reports/

Item 2: Re-election of Peter Warne as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, Peter Warne, a Non-Executive Director, elected by members of the Company on 14 November 2025 and retiring in accordance with the Virgin Australia Constitution and ASX Listing Rules, and being eligible, is re-elected as a Non-Executive Director of Virgin Australia Holdings Limited."

Item 3: Re-election of Ryan Cotton as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, Ryan Cotton, a Non-Executive Director, re-elected by members of the Company on 14 November 2025 and retiring in accordance with the Virgin Australia Constitution and ASX Listing Rules, and being eligible, is re-elected as a Non-Executive Director of Virgin Australia Holdings Limited."

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Item 4: Re-election of Warwick Negus as a Director

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, Warwick Negus, a Non-Executive Director, re-elected by members of the Company on 14 November 2025 and retiring in accordance with the Virgin Australia Constitution and ASX Listing Rules, and being eligible, is re-elected as a Non-Executive Director of Virgin Australia Holdings Limited."

Item 5: Adoption of the Remuneration Report

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purposes of section 250R(2) of the *Corporations Act 2001* (Cth) (Corporations Act) and for all other purposes, the Remuneration Report (which forms part of the Directors' Report) for the financial year ended 30 June 2026 is adopted."

Note: The vote on this resolution will be advisory only and will not bind the Directors or the Company. Voting exclusions apply to this proposed resolution, as outlined in the voting exclusion section below.

Item 6: Grant of FY27 Long Term Incentive Rights to the Chief Executive Officer

To consider and, if thought fit, to pass the following resolution as an ordinary resolution:

"That, for the purposes of ASX Listing Rule 10.14 and all other purposes, David Emerson, the Chief Executive Officer and Managing Director of Virgin Australia Holdings Limited, is granted the FY27 Long-Term Incentive Rights as contemplated by the Explanatory Memorandum accompanying the 2026 Notice of Annual General Meeting."

Voting exclusions

Section 250R and 250BD of the Corporations Act and the ASX Listing Rules require that certain persons must not vote, and the Company must disregard any votes cast by certain persons, on some of the resolutions to be considered at the Meeting.

For the purposes of the voting exclusions (this Notice generally and the accompanying voting form):

- Key Management Personnel (KMP) means the key management personnel for the Company's consolidated group details of whose remuneration are included in the Remuneration Report. These are the persons having authority and responsibility for planning, directing and controlling the activities of the Company's consolidated group either directly or indirectly. They include the Directors and certain senior executives. The KMP for the financial year ended 30 June 2026 are listed in the Remuneration Report (page 48 of the Company's 2026 Annual Report).
- A Closely Related Party (CRP) of a member of the KMP means:
  - a spouse or child of the member;
  - a child of the member's spouse;
  - a dependant of the member or of the member's spouse;
  - anyone else who is one of the member's family and may be expected to influence the member, in the member's dealings with the Company's consolidated group; or
  - a company the member controls.

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Item 5: Adoption of the Remuneration Report

The following voting exclusion applies to Item 5: Adoption of the Remuneration Report.

No votes may be cast, and the Company will disregard any votes cast, by or on behalf of:

- a current or former member of KMP, details of whose remuneration are included in the Company's Remuneration Report for the financial year ended 30 June 2026; or
- a CRP of any such member of the KMP.

In addition, a vote must not be cast on Item 5 by a member of KMP or a CRP of a KMP, acting as a proxy for any person who is entitled to vote. However, such a person may cast a vote on Item 5 if:

- The person does so as a proxy appointed by writing that specifies how the proxy is to vote on Item 5; or
- The person is the Chair acting as a proxy for a person entitled to vote on Item 5 because the Company's proxy appointment expressly authorises the Chair to exercise undirected proxies.

Please refer to the information on page 14 under the heading 'Chair as proxy' in the Notes section below for details of how the Chair intends to vote undirected proxies on the resolutions proposed in Item 5.

Item 6: Grant of FY27 Long Term Incentive Rights to the Chief Executive Officer

For the purposes of the voting exclusions (this Notice generally and the accompanying voting form), the Company will disregard any votes cast:

- In favour of Item 6 by or on behalf of David Emerson, or any associate of David Emerson, regardless of the capacity in which the vote is cast; and
- On this Item 6 as proxy by a member of KMP or CRP of a KMP. However, such a person may cast a vote on Item 6 if:
  - The person does so as a proxy appointed by writing that specifies how the proxy is to vote on Item 6; or
  - The person is the Chair acting as a proxy for a person entitled to vote on Item 6 because the Company's proxy appointment expressly authorises the Chair to exercise undirected proxies.

Please read the information on page 14 under the heading 'Chair as proxy' in the Notes section below for details of how the Chair intends to vote undirected proxies on the resolutions proposed in Item 6.

Additional information

The Explanatory Memorandum and Notes sections of this Notice provide further information on each of the items of business, voting entitlements and voting methods.

By Order of the Board

Peter Warne
Independent Non-Executive Chair
6 October 2026

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Explanatory Memorandum

Important information relevant to the business to be considered at the Meeting is provided in this Explanatory Memorandum and shareholders should read this document in full.

During the Meeting, shareholders present at the Meeting in person or online will be given a reasonable opportunity to ask questions about and make comments on each resolution.

Item 1: Financial Report, Directors' Report, Sustainability Report and Auditor's Report (Reports)

In accordance with section 317 of the *Corporations Act 2001* (Cth) (Corporations Act), the Financial Report, Directors' Report, Sustainability Report and Auditor's Report for the Company and its controlled entities for the financial year ended 30 June 2026 will be put before the Meeting.

Shareholders can access a copy of the Reports (which form part of the Company's 2026 Annual Report) at www.virginaustralia.com/au/en/about-us/investor-relations/reports/. Shareholders may elect to receive, free of charge, a printed copy of the 2026 Annual Report. A printed copy of the 2026 Annual Report has been sent to shareholders who have previously made this election. Shareholders who have not received a printed copy of the 2026 Annual Report but would like a copy, should contact the Company's Share Registry, Computershare on +61 03 9415 4000 or 1300 850 505 (within Australia).

During this item, shareholders present at the Meeting, in person and online, will have a reasonable opportunity to:

- ask questions about, and make comments on, these Reports and on the business, operations and management of the Company; and
- ask a representative of the Company's auditor (KPMG), questions about the conduct of the audit, the preparation and content of the Auditor's Report for the financial year ended 30 June 2026, the accounting policies adopted by the Company in relation to the preparation of the financial statements contained in the Financial Report for that year, and the independence of the auditor.

Before the Meeting, shareholders can submit a written question to the Company's auditor. These written questions must be received by the Company no later than 10.00am (AEST) / 11.00am (AEDT) Friday, 13 November 2026 (5 business days before the Meeting). The auditor's representative will have a reasonable opportunity at the Meeting to answer any relevant written questions received by that date.

There is no resolution being put to the Meeting in connection with this Item.

Items 2 to 4: Re-election of Directors

Peter Warne, Ryan Cotton and Warwick Negus are all Non-Executive Directors and were elected or re-elected by shareholders at the 2025 annual general meeting.

In accordance with rules 6.1(f)(i)(A) of the Company's constitution, one third of directors (excluding the Managing Director), must retire. Rule 6.1(i) of the Company's constitution states that retiring directors are eligible for re-election and may be re-elected to office with shareholder approval. ASX Listing Rule 14.5 also requires that an entity with directors must hold an election of directors at each annual general meeting. Peter Warne, Ryan Cotton and Warwick Negus, are retiring by rotation, and being eligible, intend to offer themselves for re-election at the Meeting.

If Items 2 to 4 are approved by shareholders, the relevant candidate will be re-elected as a Director of the Company with effect from the end of the AGM.

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If these resolutions are not approved by shareholders, the relevant candidate will not be re-elected and, subject to the Company's constitution and the Corporations Act, the Board may consider alternative arrangements, including the appointment of a replacement candidate.

Further information about each of the Directors standing for re-election is set out below.

Item 2: Re-election of Peter Warne as a Director

Peter Warne, Independent Non-Executive Chair

Education and Qualifications: Bachelor of Arts (Actuarial Studies), Macquarie University

Committee Memberships: Member of the Safety and Operational Risk Review Committee, Audit, Risk, Sustainability and Compliance Committee and Remuneration, Nomination, People and Culture Committee

Peter was appointed to the Board on 12 March 2025 as an Independent Non-Executive Director and became Chair on 6 June 2025.

Peter has over 40 years' experience across executive and board leadership across the financial and investment banking sectors, including an executive career at Bankers Trust Australia, where he headed the Global Financial Markets Group.

Peter has over 20 years' experience as a director and currently serves on the board of ASX-listed companies IPH Limited, Argo Investments Limited and Argo Global Listed Infrastructure Limited as chair. He is a member of the UniSuper board and chair of the UniSuper investment committee. Peter also serves as Chair of St Andrews Cathedral School Foundation Ltd and is a non-executive director of law firm Allens and Financial Markets Standards Board Limited (UK).

Peter's previous experience includes chair roles at Macquarie Group, ALE Property Group, OFX and T Corp as well as director roles at ASX Limited and the Securities Exchange Guarantee Corporation. Peter was also a board member of NSW Net Zero Emissions and Clean Economy Board from its inception in 2022 until its disbandment in 2024.

Recommendation – The Directors of the Company (with Peter abstaining) unanimously recommend that shareholders vote **in favour** of Peter's re-election as a Director. The Chair of the meeting intends to vote all available proxies **in favour** of the resolution.

Item 3: Re-election of Ryan Cotton as a Director

Ryan Cotton, Non-Executive Director (BC Hart nominee)

Education and Qualifications: Bachelor of Arts in Philosophy, Princeton University and Masters of Business Administration, The Stanford Graduate School of Business

Committee Memberships: Chair of the Safety and Operational Risk Review Committee

Ryan was appointed to the Board and as Safety Committee Chair on 17 November 2020 as a Non-Executive Director and served as the Board Chair from November 2020 to June 2025.

Ryan is a Partner at Bain Capital which he joined in 2003. He has served as the Global Head of Consumer Private Equity; is currently the Head of Bain Capital Real Estate, a role he assumed in 2023. Throughout his tenure at Bain Capital, Ryan has helped steer a number of significant investments including Apple Leisure Group, Sundial Brands, International Market Centers, Varsity Brands and others. Before joining Bain Capital, Ryan was a consultant at Bain & Company, and prior to that, he worked in baseball operations at the Boston Red Sox. He is also a director of Canada Goose Holdings Inc.

Recommendation - The Directors of the Company (with Ryan abstaining) unanimously recommend that shareholders vote **in favour** of Ryan's re-election as a Director. The Chair of the meeting intends to vote all available proxies **in favour** of the resolution.

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Item 4: Re-election of Warwick Negus as a Director

Warwick Negus AM, Non-Executive Director (Virgin Group nominee)

Education: Bachelor of Business, University of Technology Sydney and Masters of Commerce, University of New South Wales

Committee Memberships: Member of the Remuneration, Nomination, People and Culture Committee

Warwick was appointed to the Board on 3 January 2017 as a Non-Executive Director.

Warwick is Chair of ASX-listed Dexus Funds Management and Chancellor of the University of New South Wales. With more than four decades of experience in financial services, he has held a number of senior leadership roles, including Chief Executive Officer of Colonial First State Global Asset Management, Chief Executive Officer of 452 Capital, and Managing Director of Goldman Sachs, with responsibilities across Australia, London and Singapore.

Warwick has extensive board experience, having served as a director of ASX-listed Washington H. Soul Pattinson & Co. Ltd and Century Investments Ltd and as Chair of Bank of Queensland Limited, Pengana Capital and URB Investments Ltd.

Recommendation - The Directors of the Company (with Warwick abstaining) unanimously recommend that shareholders vote **in favour** of Warwick's re-election as a Director. The Chair of the meeting intends to vote all available proxies **in favour** of the resolution.

Item 5: Adoption of the Remuneration Report

The Remuneration Report for the Company for the financial year ended 30 June 2026 begins on page 46 of the 2026 Annual Report (which is available online at www.virginaustralia.com/au/en/about-us/investor-relations/reports).

The Remuneration Report provides information on:

- the policies adopted by the Board for determining the nature of the remuneration details of Directors and other members of KMP;
- the relationship between the remuneration policies and the Company's performance; and
- the performance conditions that apply to the different components of the remuneration structure, why those performance conditions were chosen and how performance is measured against them.

The 2026 financial year was Virgin Australia's first full year as a publicly listed company and the first year under the new executive remuneration framework introduced following the Company's ASX listing in June 2025. The year reflected strong financial and operational performance, continued progress on the Company's transformation journey and embedding of Virgin Australia's operating model as a listed company. The Board considers the executive remuneration framework is designed to support the goal of attracting, motivating and retaining the right talent to deliver the Company's strategy and aligns executive reward with sustainable performance, long term shareholder value and Virgin Australia's continued transition from a private to listed company remuneration structure.

Shareholders will be asked to vote on a resolution to adopt the Remuneration Report at the Meeting. In accordance with section 250R(3) of the Corporations Act, the vote on this resolution will be advisory only and will not bind the Directors or the Company. However, if:

- 25% or more of the votes cast on the resolution are against adoption of the Remuneration Report (i.e. "first strike"); and
- at next year's annual general meeting, at least 25% of the votes cast on the resolution for adoption of the remuneration report for the financial year ending 30 June 2027 are against that report's adoption (i.e. "second strike"),

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then the Company would be required to put to shareholders at that 2027 annual general meeting a "spill" resolution. This spill resolution would propose that an extraordinary general meeting (EGM) be held within 90 days of the 2027 annual general meeting to consider the election of all Directors, excluding the Managing Director.

If the spill resolution were to be passed, all of the Directors (other than the Managing Director) who held office at the time of the adoption of the Remuneration Report, for the year ending 30 June 2027 and who remain in office at the time of the EGM, would cease to hold office at the EGM, unless re-elected at that meeting.

Recommendation – The Directors unanimously recommend that shareholders vote **in favour** of adopting the Remuneration Report. The Chair of the meeting intends to vote all available proxies **in favour** of the resolution.

Item 6: Grant of FY27 Long Term Incentive Rights to the Chief Executive Officer

ASX Listing Rule 10.14 requires shareholder approval for a Director to acquire equity securities under an employee incentive scheme. Accordingly, shareholder approval is sought for the grant of performance rights to David (Dave) Emerson, Chief Executive Officer and Managing Director, under the Company's Long Term Incentive Plan (LTIP) as part of his FY27 Long Term Incentive (FY27 LTI Rights).

The Board (excluding Dave) considers that:

- the proposed issue of FY27 LTI Rights to Dave is reasonable in the circumstances as an appropriate incentive appropriate to the role as Chief Executive Officer and Managing Director of the Company; and
- the exception in section 211 of the Corporations Act applies.

Accordingly, the Board (excluding Dave) considers that shareholder approval under section 208 of the Corporations Act is not required for the issue of performance rights to Dave. If approval is obtained:

- the FY27 LTI Rights will be granted to Dave on the terms summarised below.
- the Company will be entitled to rely on Exception 8 of ASX Listing Rule 10.12, which exempts the Company from needing to obtain shareholder approval under ASX Listing Rule 10.11 (approval required for certain issues of securities) to issue the FY27 LTI Rights grant to Dave; and
- the Company will be entitled to rely on Exception 14 of ASX Listing Rule 7.2 which exempts the issue of FY27 LTI Rights from counting towards, and thereby reducing, the Company's capacity to issue up to 15% of the total number of equity securities which the Company has on issue in a rolling 12 month period, without shareholder approval under ASX Listing Rule 7.1 (issues exceeding 15% of capital).

If approval is not obtained, the FY27 LTI Rights will not be granted and the Board will consider an alternative means of delivering Dave's FY27 LTI opportunity.

FY27 LTI opportunity and number of Rights

Dave's FY27 LTI opportunity has a face value equal to 67% of his FY27 total fixed remuneration (TFR), being $872,721 based on FY27 TFR of $1,302,568.

The number of FY27 LTI Rights to be granted is 307,610 Performance Rights.

This number has been calculated by dividing the face value of the FY27 LTI opportunity by the 10-day volume weighted average price (VWAP) of Virgin Australia shares following release of the FY26 financial results, being $2.8371, and rounding down to the nearest whole performance right.

Each Performance Right can be exercised into one ordinary Virgin Australia share. No amount is payable by Dave for the grant of the FY27 LTI Rights. The FY27 LTI Rights are expected to be granted as soon as practicable following the 2026 AGM and in any event, no later than three years after the Meeting.

For FY27, Dave's total remuneration package comprises:

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- TFR of $1,302,568;
- an LTI opportunity of $872,721, representing 67% of TFR; and
- an STI opportunity of $2,175,289 at target (167% of TFR) and $3,154,168 at stretch or above (242.15% of TFR).

Further details of Dave's remuneration are set out in the Remuneration Report for the Company for the financial year ended 30 June 2026 (page 66 of the 2026 Annual Report which is available online at www.virginaustralia.com/au/en/about-us/investor-relations/reports).

Performance conditions and vesting

The FY27 LTI Rights will be tested over the three-year period from 1 July 2026 to 30 June 2029 and are subject to two equally weighted performance conditions:

- Adjusted Return on Invested Capital (ROIC) – 50%; and
- Adjusted Earnings Per Share Compound Annual Growth Rate (EPS CAGR) – 50%.

ROIC measures the Group's ability to generate sustainable returns from invested capital, while EPS CAGR measures sustained earnings growth and shareholder value creation. Both measures use a Board-approved adjusted earnings base, with adjustments applied consistently.

For each measure, no FY27 LTI Rights vest below threshold, 50% of the Rights allocated to that measure vest at threshold, vesting increases on a straight-line basis between threshold and target and 100% vest at or above target.

The targets have been set having regard to the Board-approved long-term plan, Virgin Australia's strategy and relevant external benchmarks. The ROIC range requires returns above the Group's weighted average cost of capital, while the EPS CAGR range has been calibrated having regard to the long-term plan and relevant market benchmarks. The Board considers the targets appropriately rigorous and requiring meaningful improvement in business performance for higher levels of vesting.

The Board considers that prospective disclosure of the numerical ROIC and EPS CAGR hurdles would reveal commercially sensitive long-term financial assumptions. Accordingly, the numerical targets will not be disclosed during the performance period. The applicable targets, actual performance and resulting vesting outcomes will be disclosed retrospectively in the FY29 Remuneration Report once the performance period has ended and the results can be measured.

Subject to satisfaction of the performance conditions, vesting date will be no earlier than 1 September 2029. Any shares acquired on vesting will be subject to a further two-year disposal restriction. The Performance Rights do not carry dividend or dividend equivalent entitlements.

Vesting is also subject to continued employment. Subject to the Board's discretion and the LTIP rules, treatment on cessation will depend on whether Dave is a Good Leaver, retires or is a Bad Leaver. All leavers will be permitted to keep Shares issued under the Virgin Australia Employee Incentive Scheme as well as any shares issued on exercise of their previously vested awards. If Dave is a Good Leaver, he will retain any vested Rights and a portion of his unvested Performance Rights, pro-rated for both time and performance, with the balance lapsing. If Dave is a Bad Leaver, his vested (and unexercised) and unvested Awards will be forfeited.

The LTIP also contains malus and clawback provisions under which the Board may reduce, cancel, forfeit or recover awards or resulting benefits in circumstances including fraud, dishonesty, material breach of obligations or significant under-performance adversely affecting the Group.

Performance Rights are used to align Dave's remuneration with long-term shareholder interests by linking the value ultimately received to the Company's long-term performance and share value. The Company proposes to issue performance rights instead of ordinary securities for these reasons.

No loan will be made in connection with the grant of the FY27 LTI Rights or the acquisition of shares on vesting.

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The summary of material terms of the Employee Incentive Scheme is set out in Schedule 1.

Details of securities issued under this approval will be disclosed in the Company's annual report for the period in which they are issued, together with a statement that shareholder approval was obtained under ASX Listing Rule 10.14. Any additional person covered by ASX Listing Rule 10.14 who becomes entitled to participate in the LTIP after this approval and who is not named in this Notice will not participate until the necessary shareholder approval is obtained.

Previous grants

Dave was previously granted 300,360 performance rights under the FY26 LTIP for no consideration. The number of performance rights granted was calculated by dividing the dollar value of his grant (being Dave's then TFR of $1,300,000 x 67% = $871,044) by the Company's initial public offering offer price ($2.90). Dave did not pay any consideration to acquire his FY26 LTIP performance rights. Details of this issue are set out in section 6.3.4.5 of the Company's replacement prospectus dated 13 June 2025. Dave was also granted 688,732 share rights (FY26 Share Rights) under the Plan as the deferred equity component of his FY26 short term incentive. The number of FY26 Share Rights granted was calculated by dividing the deferred portion of Dave's FY26 short term incentive outcome, being $1,954,002 (75% of his total FY26 short term incentive outcome of $2,605,336), by the 10-day volume weighted average price of Virgin Australia shares following the announcement of the Company's FY26 financial results, being $2.8371, and rounding down to the nearest whole share right. Dave did not pay any consideration for the FY26 Share Rights. Details of this issue are set out in section 6.3.4.4 of the Company's replacement prospectus dated 13 June 2025.

Dave was also granted 1,034,482 share rights under a one-off equity grant made in connection with the Company's ASX listing, calculated by dividing the face value of $3,000,000 by the offer price ($2.90) (IPO Share Rights). Dave did not pay any consideration for the IPO Share Rights, which were not subject of performance conditions and vested 12 months following the date of listing subject to his continued employment. Details of this issue are set out in section 6.3.4.6 of the Company's replacement prospectus dated 13 June 2025.

Recommendation – The Directors (with Dave abstaining) unanimously recommend that shareholders vote **in favour** of the grant of FY27 LTI Rights to the CEO. The Chair of the meeting intends to vote all available proxies **in favour** of the resolution.

Notes

Attend in Person

The AGM will be held at the Plaza Level Meeting Rooms P6 & P7, Brisbane Convention and Exhibition Centre, Grey St, South Brisbane, Queensland. Please use the entrance from Grey St and take the lift to the right of the information desk to the Plaza Level. Further information on the location is available here: https://bcec.com.au/visit/.

Public Transport - The closest bus stops are located at the Culture Centre on Melbourne Street and the South Bank Busway Station on the corner of Colchester and Tribune Streets. The closest train stations are the South Brisbane Railway Station adjacent to the Brisbane Convention and Exhibition Centre on Grey Street or South Bank Railway Station.

Parking - Paid parking is available at the Brisbane Convention and Exhibition Centre.

For more information about public transport and timetables please visit https://translink.com.au/.

Attend Online

Shareholders and proxyholders can watch, vote, make comments and ask questions during the AGM via the online platform at https://meetnow.global/M9M4TGT.

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Viewing the AGM Webcast

You do not need to be a shareholder or proxy to attend the AGM online. To access the AGM, type https://meetnow.global/M9M4TGT into your computer, tablet or smartphone, click "Join Meeting Now" and select the option to register as a 'Guest'. Only shareholders who validly log in to the online meeting can ask questions and vote.

Voting Notes

Voting entitlement

You will be entitled to attend and vote at the AGM if you are registered as a shareholder of the Company at 6.00pm (AEST) / 7.00pm (AEDT) on Wednesday, 18 November 2026. Any shares transferred after that time will be disregarded in determining which shareholders are entitled to attend and vote at the AGM.

How to vote

You may vote by attending the AGM in person, online or by appointing a proxy to attend and vote at the AGM on your behalf (in person or online). A body corporate may vote by appointing a proxy or a corporate representative to attend the AGM (in person or online) and vote on its behalf.

All Resolutions to be put to the vote at the AGM will be determined by poll, not a show of hands.

Direct Voting prior to the AGM

In accordance with rule 5.10 of the Company's constitution, the Board has determined that shareholders entitled to attend and vote at the AGM are entitled to a direct vote. A "direct vote" means that shareholders can vote without attending the AGM or appointing a proxy.

To vote before the AGM, you can cast your vote online at www.investorvote.com.au or request a voting form from Computershare by contacting 1300 552 270. Instructions on how to vote directly can be found at www.investorvote.com.au. All votes cast prior to the AGM via the link or voting form must be received by the Company by no later than 10.00am (AEST) / 11.00am (AEDT) on Wednesday, 18 November 2026.

If you cast your vote in this way before the AGM:

- you do not have to attend the AGM (in person or online) and you do not have to appoint a proxy, to vote; and
- if you do attend the AGM (in person or online), your attendance will cancel your vote unless you indicate otherwise at the Meeting.

Voting in person during the AGM

To vote in person, attend the AGM on Friday, 20 November 2026 in person at the Plaza Level Meeting Rooms P6 & P7, Brisbane Convention and Exhibition Centre, Grey St, South Brisbane, Queensland. The AGM will begin at 10.00am (AEST) / 11.00am (AEDT). If you vote on any resolution in person, any direct or proxy votes cast by you on that resolution will be revoked.

Voting online during the AGM

To vote online, you can attend the Meeting virtually through Computershare's meeting platform "Meet Now". To join and participate:

- type https://meetnow.global/M9M4TGT into your computer, tablet or smartphone.
- Click "Join Meeting Now".
- Enter your SRN/HIN. Proxyholders will need to contact Computershare on 1300 552 270 before the AGM to obtain login details.

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- Enter the postcode registered to your holding if you are an Australian shareholder. If you are an overseas shareholder, select the country of your registered holding from the drop-down list.
- Accept the terms and conditions and click "Continue".

The AGM will begin at 10.00am (AEST) / 11.00am (AEDT) and shareholders will be able to register an hour before the AGM begins. You can view the AGM live, ask questions and cast direct votes at the appropriate times while the AGM is in progress. For further guidance on how to attend the AGM online, please refer to the virtual meeting guide which is available at www.computershare.com.au/virtualmeetingguide.

Appointment of Proxies

A shareholder entitled to attend and vote at the AGM can appoint a proxy to attend and vote at the Meeting on their behalf. A proxy does not have to be a shareholder of the Company. The person appointed as a shareholder's proxy may be an individual or a body corporate. The appointment may be a standing one. A body corporate may appoint an individual as its representative to exercise any powers the body corporate is entitled to exercise at general meetings of the Company.

If a corporate representative is appointed to attend the AGM on behalf of a body corporate, a formal notice of appointment or a properly executed letter or other document confirming its authority to act as the corporate representative must be submitted before the Meeting.

Appointing more than one proxy

A shareholder entitled to cast two or more votes may appoint no more than two proxies. If you appoint two proxies, you may specify the proportion or number of votes each proxy you have appointed is to exercise. If no proportion or number of votes is specified, each proxy may exercise half of your votes (disregarding fractions).

Voting by the proxy

A shareholder may direct their proxy to vote in a particular way, or to abstain from voting, on a Resolution by marking the appropriate box for that Resolution in the proxy appointment. If the shareholder directs the proxy (including the Chair) how to vote on a Resolution, the proxy must vote as directed. This does not affect the way a proxy (including the Chair) can cast any votes they hold in their own capacity as a shareholder.

Any undirected proxies on a given Resolution may be voted by the appointed proxy (including the Chair) as they choose, subject to the voting exclusions for Item 5 and Item 6 described above.

Appointing a proxy

To appoint a proxy, shareholders will need to submit a personalised proxy in any of the three following ways:

- **Online** by visiting www.investorvote.com.au using the secure access information detailed on your voting form or scanning the QR code which appears on your voting form and following the instructions provided. When scanned, the QR code will take you directly to the mobile voting site. You will need to enter your postcode to submit your proxy appointment online. Intermediary online subscribers (custodians) may lodge proxy instructions at www.intermediaryonline.com;
- **By mail** (using the return-addressed envelope, reply-paid for mailing in Australia) to Computershare Investor Services Pty Limited, GPO Box 242, Melbourne VIC 3001; and
- **By facsimile** to Computershare Investor Services Pty Limited on facsimile number 1800 783 447 (or +61 03 9473 2555 if outside Australia).

To be effective for the scheduled AGM, your proxy appointment must be submitted electronically, or your voting form must be received, no later than 10.00am (AEST) / 11.00am (AEDT) on Wednesday, 18 November 2026 (being 48 hours before the commencement of the Meeting). Any voting form received after this deadline, including at the Meeting, will be invalid.

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If the voting form is signed by an attorney, the power of attorney or a certified copy of it must be sent with the voting form, unless the power of attorney has already been provided to the Company's share registry. A proxy cannot be appointed under power of attorney or similar authority online.

Chair as proxy

If you appoint the Chair as your proxy (or the Chair becomes your proxy by default) and you do not direct your proxy how to vote on any proposed resolution set out in this Notice, then (by submitting your valid proxy appointment) you will be expressly authorising the Chair to vote as the Chair decides on the relevant resolution. The Company's voting form will contain text expressly authorising the Chair to exercise undirected proxies in favour of Items 5 and 6 where they are acting as a proxy for a person entitled to vote on these Items, even though they are excluded from voting on these Items in a personal capacity as a member of the KMP. The Chair intends to vote undirected proxies in favour of each of the proposed resolutions at the Meeting (where permissible).

If you do not want the Chair to vote as your proxy in favour of any of the proposed resolutions, you need to direct your proxy to vote against, or to abstain from voting on, the relevant resolution by marking the appropriate box in the proxy appointment.

Other KMP as proxy

If you appoint a Director (other than the Chair) or another member of the KMP (or a CRP of any such member) as your proxy, you should direct them how to vote on Item 5 and Item 6 by marking the appropriate box in the proxy appointment. If you do not do so, your nominated proxy will not be able to vote on your behalf on Item 5 and Item 6.

Conduct of the Meeting

The Company is dedicated to conducting its shareholder meetings in a way that enables shareholders, proxyholders and representatives to fully engage in the AGM. Attendees will be given the opportunity to ask questions and make comments on matters relevant to the Items of Business or concerning the Company more broadly, all within a structured and respectful environment.

The Chair will use their authority to ensure proceedings are managed efficiently and in the best interests of all shareholders attending. Should any technical difficulties arise during the AGM, the Company will consider the effect on shareholders who are participating and voting online. The Chair may provide directions to address any such issues and may decide whether it is appropriate for the AGM to continue. For this reason, shareholders are encouraged to vote directly or lodge a proxy by 10.00am (AEST) / 11.00am (AEDT) on Wednesday, 18 November 2026 even if they plan to attend online.

Questions and comments by shareholders

Shareholders attending the AGM in person and online will have a fair opportunity to raise questions or make comments regarding the Items of Business as well as the management of the Company and its subsidiaries. Representatives from KPMG, the Company's auditor, will also be present, and shareholders will be able to ask them questions.

Shareholders are welcome to submit questions to the Company in advance of the Meeting via InvestorVote (www.investorvote.com.au), no later than 10.00am (AEST) / 11.00am (AEDT) on Wednesday, 18 November 2026. Please note that questions submitted online or prior to the AGM may be subject to moderation or may be combined where there are several on the same subject. While every effort will be made to address as many questions as possible, it may not be possible to respond to all questions during the AGM.

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Schedule 1 – Summary of material terms of the Employee Incentive Scheme

The key features of the Virgin Australia Incentive Scheme as set out in the plan rules (Plan Rules) are outlined in the table below.

Term	Description
Eligibility	Offers may be made at the Board's discretion to directors, employees, and individuals who provides services to Virgin Australia and any of its subsidiaries (each an Eligible Employee).
Type of Awards	Virgin Australia may grant Share Rights, Performance Rights, Options and/or Shares (together, Awards) as incentives, subject to the terms and conditions of each individual offer to an Eligible Employee. • **Share Rights**: a holder of a Share Right will be entitled to receive a Share upon the satisfaction of any applicable time-based vesting conditions. They may be required to pay an exercise price to receive their Shares. • **Performance Rights**: a holder of a Performance Right will be entitled to receive a Share upon the satisfaction of any applicable performance and time-based vesting conditions. They may also be required to pay an exercise price to receive their Shares. • **Options**: a holder of an Option will be entitled to receive a Share upon satisfaction of any applicable performance and/or vesting conditions and payment of an exercise price (if any). • **Shares**: Shares offered may be subject to dealing restrictions, vesting conditions or other restrictions or conditions. Where Options with cash exercise prices are granted, the Plan Rules provide flexibility to offer cashless exercise.
Employee Share Trust	The Company may appoint a trustee to hold securities on behalf of Eligible Employees.
Vesting and performance conditions	Vesting of Awards granted or allocated to each Eligible Employee is subject to vesting and/or performance conditions specified in the offer document for each Award as determined by the Board. Subject to the Plan Rules and the terms of an offer document, an offer of Awards may lapse or be forfeited if such performance or vesting conditions are not satisfied. The Board may modify or waive vesting conditions only in the circumstances permitted under the Plan Rules and subject to applicable law, the ASX Listing Rules and any required Shareholder Approval. A Participant may be required to pay any exercise price on the exercise of an Option, Share Right or a Performance Right.
Offers	Subject to any requirements under the ASX Listing Rules or any other applicable laws, the Board may make offers of Awards at its absolute discretion under the Plan Rules. The Board has the discretion to determine the terms and conditions of each offer of Awards it makes to Eligible Employees.
Issue price and exercise price	The Board will determine the issue price (if any) and exercise price (if any) for each grant of Share Rights, Performance Rights, Options or Shares. To the extent permitted by law, the Board may permit an Eligible Employee to exercise their Options by way of a cashless exercise where an exercise price applies.

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Dividends and voting rights	Awards other than Shares do not carry voting rights or rights to receive dividends however dividend equivalent payments may be made in connection with Awards other than Shares.
Divided Equivalent Payment	Though Share Rights and Performance Rights do not entitle the holder to dividend rights, where permitted in an offer document, following the vesting of Share Rights and Performance Rights, Eligible Employees may be entitled to receive (in the Board's absolute discretion) either: • a cash payment equal to the value of dividends the Eligible Employee would have received had it held Shares instead of Share Rights or Performance Rights at the time a dividend is declared (if any); or • an equivalent number of Shares, calculated by dividing the value of dividends that the Eligible Employee would have received had it held Shares instead of Share Rights or Performance Rights at the time a dividend is declared (if any). Dividend equivalent payments are payable with respect to vested Share Rights and Performance Rights. Top-up Shares may be delivered to an Eligible Employee either through the issue of new Shares to them or by the transfer to them of existing Shares acquired on the ASX. The intention is that by sharing dividend rights, Virgin Australia will further motivate these Eligible Employees to deliver outcomes that will enhance returns for all shareholders.
Cessation of employment	Subject always to the Board's discretion, the treatment of Awards on cessation of the Eligible Employee's employment will depend on the circumstance of cessation. A "Bad Leaver" is a Leaver who resigns or is terminated for cause. A "Good Leaver" is any other Leaver who is not a Bad Leaver, unless the Board determines otherwise. Bona fide retirement is dealt with separately under the Plan Rules. Subject always to the Board's discretion: • **Bad Leavers** - all unvested Awards and vested but unexercised Awards will generally immediately lapse and be forfeited. Shares already allocated on exercise of an Award are retained. • **Good Leavers** - a Good Leaver will generally retain a pro-rata portion of their unvested Awards, based on the proportion of the performance period during which they were employed by the Group and the performance hurdles achieved during that period. Vested Awards and Shares already allocated on exercise are retained. • **Retirement** - where a Participant ceases employment due to bona fide retirement, the Participant will generally retain all unvested Awards subject to their original terms, together with Shares already allocated on exercise of vested Awards. The Board retains discretion, subject to the Listing Rules and Corporations Act, to determine a different treatment where the relevant circumstances warrant it.
Clawback and avoiding inappropriate benefits	Consistent with the express purpose of the Plan Rules, the Board has broad malus and clawback powers if there is a material financial misstatement or some other event which as a result means that certain vesting conditions were, or should not have been determined to have been, satisfied as well as in other circumstances such as fraud.
Change of control	The Board may determine that all, a specified number of, or none of an Eligible Employee's unvested Awards will vest or cease to be subject to vesting conditions where there is a change of control event (for example, a takeover offer for Shares under Chapter 6 of the Corporations Act or a scheme of arrangement between the Company and Shareholders under Part 5.1 of the Corporations Act).

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Award adjustments	The Plan Rules include specific provisions dealing with reconstructions, corporate actions, rights issues, bonus issues and other capital reconstructions, for example to allow for the adjustment of the exercise price and/or the number of Shares on the occurrence of these actions. The intention of these provisions is to ensure that there is no material advantage or disadvantage to the Eligible Employee in respect of their Award as a result of such actions. These provisions are subject to the application of the ASX Listing Rules.
Restrictions on dealings	Prior to vesting, the Eligible Employee must not sell, transfer, encumber, hedge or otherwise deal with any Awards. After vesting, unless escrowed, Eligible Employees will be free to deal with their Shares, subject to the Company's Securities Trading Policy and applicable laws.
Lapsing and forfeiture	Performance Rights, Share Rights and Options will lapse, and Shares may become subject to forfeiture, compulsory transfer or clawback, on the occurrence of a date or circumstance specified in the Plan Rules and the offer of the applicable Award, for example, upon failure to satisfy a vesting condition or if the Eligible Employee has acted fraudulently or dishonestly.
Amendments	Subject to and in accordance with the ASX Listing Rules, the Board may amend the Plan Rules provided that the rights or entitlements in respect of any Awards granted before the date of the amendment must not be reduced or adversely affected unless prior written approval from the affected Eligible Employee is obtained.

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Investor Information

Enquiries

Investors with any enquiries regarding their shareholding are invited to contact the share registry:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Telephone: +61 03 9415 4000 or 1300 850 505 (within Australia)

Web enquiry: https://www-au.computershare.com

Investor Relations

All other enquiries regarding the Company can be directed to:
investor.relations@virginaustralia.com

Media

Virgin Australia Group Corporate Affairs

1800 142 467

corporateaffairs@virginaustralia.com

Virgin australia group

Virgin Australia Holdings Limited
ABN 54 100 686 226

Need assistance?

Phone:
1300 552 270 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

YOUR VOTE IS IMPORTANT

For your vote to be effective it must be received by **10.00am AEST / 11.00am AEDT Wednesday, 18 November 2026.**

Voting Form

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Sample

How to Vote on Items of Business

All your securities will be voted in accordance with your directions.

VOTE DIRECTLY

Voting 100% of your holding: Mark either the For, Against or Abstain box opposite each item of business. Your vote will be invalid on an item if you do not mark any box OR you mark more than one box for that item.
Voting a portion of your holding: Indicate a portion of your voting rights by inserting the number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement.

APPOINTMENT OF PROXY

Voting 100% of your holding: Direct your proxy how to vote by marking one of the boxes opposite each item of business. If you do not mark a box your proxy may vote or abstain as they choose (to the extent permitted by law). If you mark more than one box on an item your vote will be invalid on that item.
Voting a portion of your holding: Indicate a portion of your voting rights by inserting the percentage or number of securities you wish to vote in the For, Against or Abstain box or boxes. The sum of the votes cast must not exceed your voting entitlement or 100%.
Appointing a second proxy: You are entitled to appoint up to two proxies to attend the meeting and vote on a poll. If you appoint two proxies you must specify the percentage of votes or number of securities for each proxy, otherwise each proxy may exercise half of the votes. When appointing a second proxy write both names and the percentage of votes or number of securities for each in Step 1 overleaf.

A proxy need not be a securityholder of the Company.

SIGNING INSTRUCTIONS FOR POSTAL FORMS

Individual: Where the holding is in one name, the securityholder must sign.
Joint Holding: Where the holding is in more than one name, all of the securityholders should sign.
Power of Attorney: If you have not already lodged the Power of Attorney with the registry, please attach a certified photocopy of the Power of Attorney to this form when you return it.
Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can also sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please sign in the appropriate place to indicate the office held. Delete titles as applicable.

PARTICIPATING IN THE MEETING

Corporate Representative
If a representative of a corporate securityholder or proxy is to participate in the meeting you will need to provide the appropriate "Appointment of Corporate Representative". A form may be obtained from Computershare or online at www.investorcentre.com/au and select "Printable Forms".

Lodge your Form: XX

Online:

Lodge your vote online at www.investorvote.com.au using your secure access information or use your mobile device to scan the personalised QR code.

Your secure access information is

Control Number: 999999
SRN/HIN: I9999999999
PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

By Mail:

Computershare Investor Services Pty Limited
GPO Box 242
Melbourne VIC 3001
Australia

By Fax:

1800 783 447 within Australia or
+61 3 9473 2555 outside Australia

PLEASE NOTE: For security reasons it is important that you keep your SRN/HIN confidential.

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.

MR SAM SAMPLE
FLAT 123
123 SAMPLE STREET
THE SAMPLE HILL
SAMPLE ESTATE
SAMPLEVILLE VIC 3030

☐ **Change of address.** If incorrect, mark this box and make the correction in the space to the left. Securityholders sponsored by a broker (reference number commences with '**X**') should advise your broker of any changes.

I 9999999999 I ND

Voting Form

Please mark ☒ to indicate your directions

Step 1 Indicate How Your Vote Will Be Cast *Select one option only*

XX

At the Annual General Meeting of Virgin Australia Holdings Limited to be held at Plaza Level, Meeting Rooms P6 & P7, Brisbane Convention and Exhibition Centre, Grey St, South Brisbane Queensland on Friday, 20 November 2026 at 10.00am (AEST) / 11.00am (AEDT) and at any adjournment or postponement of that meeting, I/We being member/s of Virgin Australia Holdings Limited direct the following:

A Vote Directly ☐ Record my/our votes strictly in accordance with directions in Step 2.

PLEASE NOTE: *A Direct Vote will take priority over the appointment of a Proxy. For a valid Direct Vote to be recorded you must mark FOR, AGAINST, or ABSTAIN on each item.*

OR

B Appoint a proxy to vote on your behalf

I/We hereby appoint:

☐ **The Chair of the Meeting** **OR** _____

PLEASE NOTE: *Leave this box blank if you have selected the Chair of the Meeting. Do not insert your own name(s).*

or failing the individual or body corporate named, or if no individual or body corporate is named, the Chair of the Meeting, as my/our proxy to act generally at the meeting on my/our behalf and to vote in accordance with the following directions (or if no directions have been given, and to the extent permitted by law, as the proxy sees fit).

Chair authorised to exercise undirected proxies on remuneration related resolutions: Where I/we have appointed the Chair of the Meeting as my/our proxy (or the Chair becomes my/our proxy by default), I/we expressly authorise the Chair to exercise my/our proxy on **Items 5 & 6** (except where I/we have indicated a different voting intention in step 2) even though **Items 5 & 6** are connected directly or indirectly with the remuneration of a member of key management personnel, which includes the Chair.

Important Note: If the Chair of the Meeting is (or becomes) your proxy you can direct the Chair to vote for or against or abstain from voting on **Item 5 & 6** by marking the appropriate box in step 2.

Step 2 Items of Business

PLEASE NOTE: If you have appointed a proxy and you mark the **Abstain** box for an item, you are directing your proxy not to vote on your behalf on a poll and your votes will not be counted in computing the required majority. If you are directly voting and you mark the **Abstain** box for an item, it will be treated as though no vote has been cast on that item and no vote will be counted in computing the required majority.

		For	Against	Abstain
Item 2	Re-election of Peter Warne as a Director	☐	☐	☐
Item 3	Re-election of Ryan Cotton as a Director	☐	☐	☐
Item 4	Re-election of Warwick Negus as a Director	☐	☐	☐
Item 5	Adoption of the Remuneration Report	☐	☐	☐
Item 6	Grant of FY27 Long Term Incentive Rights to the Chief Executive Officer	☐	☐	☐

The Chair of the Meeting intends to vote undirected proxies in favour of each item of business. In exceptional circumstances, the Chair of the Meeting may change his/her voting intention on any resolution, in which case an ASX announcement will be made.

Step 3 Signature of Securityholder(s) *This section must be completed.*

Individual or Securityholder 1	Securityholder 2	Securityholder 3	
			/ /
Sole Director & Sole Company Secretary	Director	Director/Company Secretary	Date

Update your communication details *(Optional)*

By providing your email address, you consent to receive future Notice of Meeting & Proxy communications electronically

Mobile Number	Email Address

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Sample

Virgin australia group

Virgin Australia Holdings Limited
ABN 54 100 686 226

Need assistance?

Phone:
1300 552 270 (within Australia)
+61 3 9415 4000 (outside Australia)

Online:
www.investorcentre.com/contact

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Virgin Australia Holdings Limited Annual General Meeting

The Virgin Australia Holdings Limited Annual General Meeting will be held on Friday, 20 November 2026 at 10.00am (AEST) / 11.00am (AEDT). You are encouraged to participate in the meeting using the following options:

Sample

MAKE YOUR VOTE COUNT

To lodge a proxy, vote directly or access the Notice of Meeting and other meeting documentation visit www.investorvote.com.au and use the below information:

Control Number: 999999

SRN/HIN: I9999999999

PIN: 99999

For Intermediary Online subscribers (custodians) go to www.intermediaryonline.com

For your proxy appointment or direct vote to be effective it must be received by 10.00am (AEST) / 11.00am (AEDT) on Wednesday, 18 November 2026.

ATTENDING THE MEETING VIRTUALLY

To watch the webcast, ask questions and vote on the day of the meeting, please visit: https://meetnow.global/M9M4TGT

For instructions refer to the online user guide www.computershare.com.au/virtualmeetingguide

ATTENDING THE MEETING IN PERSON

The meeting will be held at:
Plaza Level, Meeting Rooms P6 & P7, Brisbane Convention and Exhibition Centre, Grey St, South Brisbane Queensland

You may elect to receive meeting-related documents, or request a particular one, in electronic or physical form and may elect not to receive annual reports. To do so, contact Computershare.