

Appendix 3Y

Change of Director's Interest Notice

Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.

Introduced 30/09/01 Amended 01/01/11

Name of entity	VIRGIN AUSTRALIA HOLDINGS LIMITED (VAH)
ABN	54 100 686 226

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Judith Swales
Date of last notice	25 September 2019

Part 1 - Change of director's relevant interests in securities

In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Indirect
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	See below
Date of change	26 November 2019
No. of securities held prior to change	200,000 ordinary shares registered in the name of Bond Street Custodians Limited. The Director has a beneficial interest in these shares.
Class	Unsecured notes of VAH (Notes)
Number acquired	1,735 Notes
Number disposed	Nil
Value/Consideration <small>Note: If consideration is non-cash, provide details and estimated valuation</small>	\$100 per Note

+ See chapter 19 for defined terms.

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No. of securities held after change	200,000 ordinary shares registered in the name of Bond Street Custodians Limited. The Director has a beneficial interest in these shares. 1,735 Notes registered in the name of Bibbles Pty Ltd as trustee for the Bibbles Family Trust. The Director is the sole director of Bibbles Pty Ltd and is a beneficiary of the Bibbles Family Trust.
Nature of change Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	Issue pursuant to the offer of Notes made under the prospectus dated, and lodged with ASIC and ASX on, 5 November 2019.

Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

Detail of contract	N/A
Nature of interest	N/A
Name of registered holder (if issued securities)	N/A
Date of change	N/A
No. and class of securities to which interest related prior to change Note: Details are only required for a contract in relation to which the interest has changed	N/A
Interest acquired	N/A
Interest disposed	N/A
Value/Consideration Note: If consideration is non-cash, provide details and an estimated valuation	N/A
Interest after change	N/A

Part 3 – ⁺Closed period

Were the interests in the securities or contracts detailed above traded during a ⁺ closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

⁺ See chapter 19 for defined terms.