

Form 604

Corporations Act 2001

Section 671B

Notice of change of interests of substantial holder

To Company Name/Scheme FLIGHT CENTRE TRAVEL GROUP LIMITED

ACN/ARSN ACN 003 377 188

1. Details of substantial holder (1)

Name Credit Suisse Holdings (Australia) Limited (on behalf of Credit Suisse Group AG and its affiliates)

ACN/ARSN (if applicable) 008 496 713

There was a change in the interests of the substantial holder on 07-Apr-2020

The previous notice was given to the company on 09-Apr-2020

The previous notice was dated 09-Apr-2020

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)
Common Stock	5,529,470	5.47%	6,758,318	6.67%

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
See Annexure "A"					

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
See Annexure "B"					

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
See Annexure "C"	

Signature

print name	Winston Loke	capacity	Authorised Signatory
sign here		date	14-Apr-2020

Annexure "A"

3. Changes in relevant interests

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
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	14,989.18 AUD	1,513 Common Stock	1,513
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	360,000.0 AUD	50,000 Common Stock	50,000
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	660,682.90 AUD	66,297 Common Stock	66,297
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	2,588,032.80 AUD	359,449 Common Stock	359,449
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	135,482.45 AUD	15,187 Common Stock	15,187
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	1,008,172.12 AUD	100,000 Common Stock	100,000
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	4,762.87 AUD	486 Common Stock	486
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	431.04 AUD	41 Common Stock	41
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	8,048.59 AUD	823 Common Stock	823
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	22,500.28 AUD	2,254 Common Stock	2,254
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	1,261,850.50 AUD	123,919 Common Stock	123,919
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	161,291.78 AUD	15,000 Common Stock	15,000
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	161,460.08 AUD	14,900 Common Stock	14,900
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	47,306.07 AUD	4,647 Common Stock	4,647
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	2,928.49 AUD	294 Common Stock	294
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	34,990.0 AUD	3,457 Common Stock	3,457
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	2,381,728.28 AUD	238,069 Common Stock	238,069
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	266,535.27 AUD	25,682 Common Stock	25,682
7-Apr-20	Credit Suisse Equities (Australia) Limited	Acquired on market	63,820.86 AUD	6,391 Common Stock	6,391
7-Apr-20	Credit Suisse Securities (USA) LLC	Stocked borrowed under OSLA	Refer to Annexure D of Notice	200,000 Common Stock	200,000

7-Apr-20	Credit Suisse AG, Sydney Branch	Acquired on market	2,018.10 AUD	186 Common Stock	186
7-Apr-20	Credit Suisse AG, Sydney Branch	Acquired on market	390.60 AUD	36 Common Stock	36
7-Apr-20	Credit Suisse AG, Sydney Branch	Acquired on market	162.75 AUD	15 Common Stock	15
7-Apr-20	Credit Suisse AG, Sydney Branch	Acquired on market	509.95 AUD	47 Common Stock	47
7-Apr-20	Credit Suisse AG, Sydney Branch	Acquired on market	1,009.05 AUD	93 Common Stock	93
7-Apr-20	Credit Suisse AG, Sydney Branch	Acquired on market	672.70 AUD	62 Common Stock	62

This is Annexure "A" referred to in the Form 604 "Notice of change of interests of substantial holder"

Signature

Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)

print name Winston Loke capacity Authorised Signatory

sign here date 14-Apr-2020



Annexure "B"

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
Credit Suisse Equities (Australia) Limited (ACN 068 232 708)	CS Fourth Nominees Pty Limited (ACN 069 126 432)	Credit Suisse Equities (Australia) Limited	Voting rights and right to dispose	1,967,334 Common Stock	1,967,334
Credit Suisse Equities (Australia) Limited (ACN 068 232 708)	CS Fourth Nominees Pty Limited (ACN 069 126 432)	Credit Suisse Equities (Australia) Limited	Holder of securities subject to an obligation to return under a securities lending agreement	750,000 Common Stock	750,000
Credit Suisse Securities (Europe) Limited (ARBN 099554131)	CS Third Nominees Pty Limited (ACN 007 053 849)	Credit Suisse Securities (Europe) Limited	Holder of securities subject to an obligation to return under a securities lending agreement	3,334,749 Common Stock	3,334,749
Credit Suisse Securities (USA) LLC	CS Third Nominees Pty Limited (ACN 007 053 849)	Credit Suisse Securities (USA) LLC	Holder of securities subject to an obligation to return under a securities lending agreement	362,000 Common Stock	362,000
Credit Suisse Funds AG	HSBC Custody Nominees (Australia) Limited (ACN 003 094 568)	Credit Suisse Funds AG	Voting rights and right to dispose	112,540 Common Stock	112,540
Credit Suisse AG, Sydney Branch	HSBC Custody Nominees (Australia) Limited (ACN 003 094 568)	Credit Suisse AG, Sydney Branch	Voting rights and right to dispose	192,655 Common Stock	192,655
Credit Suisse Fund Management S.A.	HSBC Custody Nominees (Australia) Limited (ACN 003 094 568)	Credit Suisse Fund Management S.A.	Voting rights and right to dispose	1,908 Common Stock	1,908
MultiConcept Fund Management S.A.	HSBC Custody Nominees (Australia) Limited (ACN 003 094 568)	MultiConcept Fund Management S.A.	Voting rights and right to dispose	35,590 Common Stock	35,590
Credit Suisse (Italy) S.p.A.	HSBC Custody Nominees (Australia) Limited (ACN 003 094 568)	Credit Suisse (Italy) S.p.A.	Voting rights and right to dispose	1,542 Common Stock	1,542

This is Annexure "B" referred to in the Form 604 "Notice of change of interests of substantial holder"

Signature

Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)

print name Winston Loke

capacity Authorised Signatory

sign here

date 14-Apr-2020



Annexure "C"

6. Addresses

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

Name	Address
Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)	Level 31, Gateway, 1 Macquarie Place, Sydney NSW 2000, Australia
CS Third Nominees Pty Limited (ACN 007 053 849)	Level 31, Gateway, 1 Macquarie Place, Sydney NSW 2000, Australia
Credit Suisse Equities (Australia) Limited (ACN 068 232 708)	Level 31, Gateway, 1 Macquarie Place, Sydney NSW 2000, Australia
Credit Suisse Fourth Nominees Pty Limited (ACN 069 126 432)	Level 31, Gateway, 1 Macquarie Place, Sydney NSW 2000, Australia
Credit Suisse Securities (Europe) Limited (ARBN 099554131)	One Cabot Square, London, E14 4QJ
Credit Suisse Funds AG	Uetlibergstrasse 231, Zurich, 8070 Switzerland
Credit Suisse Securities (USA) LLC	11 Madison Avenue, New York, NY 10010
Credit Suisse AG, Sydney Branch	Level 31, Gateway, 1 Macquarie Place, Sydney NSW 2000, Australia
Credit Suisse (Italy) S.p.A.	Via Santa Margherita 3 Milano, 20121 Italy
Credit Suisse Fund Management S.A.	5, rue Jean Monnet P.O. Box 369 L-2013 Luxembourg
MultiConcept Fund Management S.A.	5, rue Jean Monnet P.O. Box 369 L-2013 Luxembourg

This is Annexure "C" referred to in the Form 604 "Notice of change of interests of substantial holder"

Signature

Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)

print name	Winston Loke	capacity	Authorised Signatory
sign here		date	14-Apr-2020



Annexure "D"

This is Annexure "D" referred to in the Form 604 "Notice of change of interests of substantial holder"

Signature

Credit Suisse Holdings (Australia) Limited (ACN 008 496 713)

print name	Winston Loke	capacity	Authorised Signatory
sign here		date	14-Apr-2020



Prescribed information

Schedule

Type of agreement	Overseas Securities Lending Agreement
Parties to agreement	Credit Suisse Securities (USA) LLC and BlackRock Institutional Trust Company
Transfer date	7-Apr-2020
Holder of voting rights	Borrower
Are there any restrictions on voting rights?	No
If yes, detail	N/A
Scheduled return date (if any)	N/A
Does the borrower have the right to return early?	Yes
If yes, detail	With 4 business days prior notice, unless Borrower and Lender agree to the contrary.
Does the lender have the right to recall early?	Yes
If yes, detail	With 4 business days prior notice or earlier upon agreement
Will the securities be returned on settlement?	Yes
If yes, detail any exceptions	If an event of default occurs in respect of either the lender or the borrower, the obligation of the borrower to deliver the securities to the lender will be netted off against the obligation of the lender to return securities or cash held by the lender as collateral.