

NOTICE OF ANNUAL GENERAL MEETING

Flight Centre Limited's (ABN 25 003 377 188) Annual General Meeting will be held at:

Customs House
Long Room
399 Queen Street
Brisbane Qld 4000



at **10.30am (Brisbane time) on Thursday 28 October 2010.**

ORDINARY BUSINESS

- 1. Election of Directors** - To consider and, if thought fit, to pass the following ordinary resolution:

"That Mr. Gary Smith, a non-executive director retiring in accordance with Section 47 of the Flight Centre Limited constitution, being eligible, be re-elected as a non-executive director of Flight Centre Limited."

- 2. Directors' Remuneration Report** - To consider and, if thought fit, pass the following ordinary resolution:

"That the Remuneration Report (which forms part of the Directors' Report) for the financial year ended 30 June 2010 be adopted".

The vote on this resolution is advisory only and does not bind the directors or the company.

- 3. Other Business**

To deal with any other business which may be brought forward in accordance with the constitution and the Corporations Act.

By Order of the Board

David Smith
Company Secretary
21 September 2010

Voting Entitlements

Pursuant to the Corporations Act, the Directors have determined that the shareholding of each shareholder for the purpose of ascertaining the voting entitlements for the Annual General Meeting will be as it appears in the Share Register as at 7.00pm (Sydney time) on Tuesday 26 October 2010.

Lodgement of a Proxy

The lodgement of the proxy form (and any Power of Attorney under which it is signed) must be received no later than 10:30am (Brisbane time) on Tuesday 26 October 2010, being 48 hours before the commencement of the meeting. Any proxy form received after that time will not be valid for the scheduled meeting.