

Target market determination

Flight Centre Travel Group Limited: Business ownership scheme (BOS) unsecured notes

Target market summary

This Product (as defined below) is likely to be appropriate for a consumer who is a Shop Manager or Senior Manager of a shop or business unit of the Flight Centre Travel Group Limited corporate group (**Group**), and wants to invest in the Group by acquiring BOS unsecured notes.

Key information

Issuer	Flight Centre Travel Group Limited
Issuer ACN	003 377 188
Trustee	Melbourne Securities Corporation Limited
Trustee ACN	160 326 545
Trustee AFSL	428289
TMD version	1.0
TMD effective from	03/05/2022
Product prospectus	https://www.fctgl.com/wp-content/uploads/2022/04/220422-Flight-Centre-Travel-Group-Limited-BOS-Prospectus.pdf
Issuer contact	BOS_Australia@flightcentre.com

About this document

This Target Market Determination (**TMD**) is made by Flight Centre Travel Group Limited (**Issuer**) and is required under section 994B of the **Corporations Act 2001** (Cth). It sets out the class of customers for whom the Product (as defined below), including its key attributes, would likely be consistent with their likely objectives, financial situation and needs. In addition, the TMD outlines the triggers to review the target market and certain other information. It forms part of the Issuer's design and distribution arrangements for the Product (as defined below).

This document is not a prospectus or product disclosure statement and is not a summary of the product features or terms of the Product (as defined below). This document does not take into account any person's individual objectives, financial situation or needs. Persons interested in acquiring this Product (as defined below) should carefully read the Issuer's prospectus dated 22 April 2022 (**Prospectus**) before making an investment decision.

Capitalised terms have the meaning given to them in the Prospectus, unless otherwise defined. A reference to a 'consumer' in this TMD is a reference to a holder of the Product (as defined below).

Applicable target market

Key Product features	<p>BOS unsecured notes (Product) are issued under the unsecured note deed to which the Issuer is a party, dated 19 April 2022 (as amended from time to time) (Trust Deed). The Trust Deed provides for special conditions of issue to be attached to the Product (Special Conditions of Issue). Interest on the Product is payable by reference to the relevant shop or business unit profits, or, in the case of certain approved shop or business units, profit improvements of the business.</p> <p>Accordingly, there may be no interest payable if there are no such profits, or profit improvements. No particular level of interest return is promised or guaranteed by any person.</p>
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	<p>Redemption of any Product for its face value occurs:</p> <ul style="list-style-type: none"> • upon termination of the employment of the relevant manager for any reason; • upon notice in writing from the holder requesting redemption or repayment of the Product; • upon notice in writing from the Issuer advising that redemption or repayment of the Product will occur on a certain date; or • upon the 10th anniversary of the date of issue of the Product, whichever occurs first. <p>The Product is otherwise subject to the Special Conditions of Issue, further details of which are set out in the Prospectus.</p> <p>Funds raised by the issue of the Product are used for working capital requirements of the Group.</p> <p>The Product is comprised of unsecured notes which rank equally with all other unsecured creditors of the Issuer, after the interests of the secured creditors of the Issuer, but before the interests of shareholders upon a winding up of the Issuer.</p>
<p>Consumers likely to be in the target market</p>	<p>The Product is likely to be appropriate for consumers with the following characteristics (and who receive an invitation from the Issuer):</p> <ul style="list-style-type: none"> • The consumer is eligible to receive the offer because they are employed as a shop manager of the Group, or are another eligible senior manager of the Group, or are a nominee of such a person. • Seeking regular interest payments, as opposed to capital growth. Note that the existence and amount of interest payments is not guaranteed. • Willing to invest across a long timeframe of up to ten years. This may not be a short or medium term investment. • Seeking to allocate the Product to a small portion of their overall investment portfolio. The Product is not diversified, and is exposed to risks within the overall travel industry. • Possessing a medium to high risk appetite. The face value of the Product is not guaranteed, and interest payments are dependent on the performance of the applicable shop or business unit of the Group. The Product ranks after the interests of secured creditors of the Issuer. <p>Even if you are eligible to participate, if you not willing to invest across a long timeframe, have a low risk appetite, or are looking for a diversified investment for capital growth, you would not be considered to be in the target market for the Product.</p>

Product distribution

<p>Distribution channels</p>	<p>The Product will be distributed directly by the Issuer to eligible persons (as outlined above). Consumers may engage the services of a financier, who can assist them to obtain a loan to fund their purchase of the Product. The financier may be a related body corporate of the Issuer.</p>
<p>Distribution conditions</p>	<p>The Product will only be distributed when the following conditions have been met:</p> <ul style="list-style-type: none"> • Confirmation that the consumer is an eligible consumer (as outlined above); • Provision of the Prospectus to the consumer; • Distribution to take place only by trained and authorised employees of the Group; and

	<ul style="list-style-type: none"> No financial advice is to be provided by the Issuer or its employees. The consumer must read the Prospectus and obtain their own independent financial advice if necessary.
Appropriateness of the TMD	<p>The Issuer reasonably believes that:</p> <ul style="list-style-type: none"> issuance of the Product in accordance with these distribution conditions is likely to be to a consumer within the target market; and issuance of the Product to a consumer within the target market is likely to be consistent with the likely objectives, financial situation and needs of the consumer.

Reviewing the TMD		
Initial review	Within 12 months of the TMD's 'effective from' date (as outlined above)	
Subsequent reviews	Every 24 months	
Review triggers	Description	Reporting period
	<ul style="list-style-type: none"> Material change to design or distribution of the Product; Significant dealing outside the target market; Deterioration in the financial performance of the Group that has a material impact on the risk of the Product; Materially high number of complaints from consumers as determined by the Trustee; or The Group begins to distribute the Product through third parties or otherwise changes distribution. 	<ul style="list-style-type: none"> Immediately As soon as practicable, and in any case within 10 business days after becoming aware As soon as practicable, and in any case within 10 business days after becoming aware As soon as practicable, and in any case within 10 business days after becoming aware Immediately

Distributor reporting requirements	
Applicability	This section applies to the Issuer in its capacity as sole distributor of the Product. Reports in respect of review triggers (including the matters set out below) will be provided to the Audit and Risk Committee if required.
Complaints relating to the Product, its design or its distribution	Report semi-annually.
Significant dealings outside of the target market	Report as soon as possible, but at least within 10 business days after becoming aware of the significant dealing.