Demerger of Webjet Group Limited – Investor Roadshow and Presentation.

30 August 2024

Attached for release to the market is a presentation regarding the proposed demerger of Webjet Group Limited (**Webjet B2C**) from Webjet Limited.

In preparation for the proposed demerger, Webjet B2C's senior leadership team including Managing Director¹ Katrina Barry, will be holding a series of investor meetings, presenting to a selection of current Webjet Limited shareholders, prospective Webjet B2C investors, and brokerage firms.

The information contained in this presentation should be read in conjunction with Webjet Limited's Demerger Booklet lodged with the ASX on 8 August 2024.

Authorised for release by the Board of Directors.

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¹ Katrina Barry's current title is Chief Executive Officer. Katrina's title will change to Managing Director on the Implementation Date (as defined in the Demerger Booklet).

Briefing Presentation

Webjet Group Limited

September 2024.



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Important Notices and Disclaimer

This presentation is dated 30 August 2024 and has been prepared by Webjet Limited ACN 002 013 612 ("Webjet" or "Company") in relation to the proposed demerger of its B2C Business ("Demerger"). This presentation contains summary information about Webjet and its associated entities, and their activities current as at the date of this presentation. The information contained in this presentation is for information purposes only and is provided as at the date of this presentation (unless otherwise stated). It should be read in conjunction with Webjet's most recent financial report and other periodic and continuous disclosure announcements lodged with the Australian Securities Exchange ("ASX"), which are available at <u>www.asx.com.au</u> under the Company's ticker code (ASX:WEB).

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Presenting today.

An experienced leadership team.



Katrina Barry Group MD

- Over 20 years executive experience across tourism, retail, fintech and financial services sectors
- Appointed Webjet B2C CEO/MD in June 2024
- Previously a Non-Executive Director of Webjet Limited since 2022



Layton Shannos Group CFO

- Over 11 years experience at Webjet OTA in senior roles including CFO of Webjet OTA
- Appointed Webjet Group CFO in June 2024



David Galt Webjet OTA CEO

- Over 17 years experience at Webjet OTA across a range of senior leadership roles
- Appointed Webjet OTA CEO in 2016



Darren Linton GoSee CEO

- Over 25 years experience at entrepreneurial and multinational organisations
- Appointed GoSee CEO in 2021

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Webjet Group Overview.

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Webjet Group is

a leading digital consumer travel business.

Webjet Group overview.



 FY24 average GDS market share based on GDS bookings from 1 April 2023 to 31 March 2024. Prepandemic levels based on GDS bookings from 1 January 2019 to 31 December 2019.



Webjet Group is

a leading digital consumer travel business.

Webjet Group overview.

To help people travel by seamlessly integrating world Mission: class technology to offer unparalleled choice and convenience.

Vision:

To enhance the leadership positions of our online travel marketplaces in Australia and New Zealand.

Strategic priorities:



Customer Acquisition



Revenue Optimisation



International Share



Operational Excellence

Key investment highlights.



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A unique opportunity to invest in an iconic brand with excellent fundamentals.

Key investment highlights.



Market leadership with a cornerstone asset underpinned by differentiated customer offering.

01. Industry leadership and iconic brand heritage.

Webjet OTA is the #1 OTA in Australia and New Zealand offering unparalleled convenience & choice





(National Industry Awards 2023)

Leading OTA in Australia, New Zealand & Oceania (World Travel Awards 2023)



1. FY24 compared to CY19 average market share across Australia Travel Agency Offline & Online GDS bookings. This data excludes low-cost carriers and bookings made using flight credits.

A long history of innovation and taking unique content from disparate sources and delivering it to customers in an easy-to-use format.

02. Demonstrated technology expertise & innovation.



Trip Ninja technology is live on Webjet OTA,

delivering benefits for customers and margin opportunities for the business.

02. Demonstrated technology expertise & innovation.

Approximately 10% of international flight searches at Webjet OTA are for multi-stop trips. Trip Ninja combine flights outside of legacy fare constructs for multi-stop itineraries



Strong underlying

industry fundamentals.

- Source: Australia-New Zealand Market Report 2022-2026 (Phocuswright, September 2023). AUD:USD exchange rate 0.66
- Source: Australian Bureau of Statistics and Tourism Research Australia (https://www.abs.gov.au/statistics/economy/nationalaccounts/australian-national-accounts-nationalincome-expenditure-and-product/dec-2023#datadownloads); (https://www.tra.gov.au/en/economicanalysis/state-of-the-industry)

03. Strong industry fundamentals & attractive growth opportunities.



A long history of consistent earnings with a strong balance sheet to deliver growth.

04. Scalable business with a strong balance sheet.

Dependable earnings stream

 Webjet OTA has a proven track record of delivering consistent EBITDA growth

Scalable business model

 Webjet OTA's highly variable cost base allows it to manage demand fluctuations and scale for growth

Highly attractive margins

• Driven by Webjet OTA's **world class EBITDA margins** (FY24: 44.7%)

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- Strong balance sheet
- No debt
- Access to **\$20 million revolving credit** facility

\$80-100 million net cash⁽¹⁾

 To support strategic, growth and operational objectives



Dividends anticipated from FY26 onwards



A dedicated Board and management team with more than 130 years of travel and relevant experience.



Don Clarke Webjet Group Independent Non-Executive Chair

Deep legal, commercial and Webjet knowledge having been on the board since 2008



Katrina Barry Webjet Group MD

CEO experience leading transformational growth, brand rejuvenation & M&A; 2+ yrs. with Webjet



05. Highly experienced leadership team.

Brad Holman Webjet Group Independent Non-Executive Director

Extensive travel industry experience & 10+ yrs. with Webjet



Layton Shannos Webjet Group CFO

Significant finance & sector experience; 11+ yrs. with Webjet, most recently as CFO Webjet OTA



Shelley Beasley Webjet Group Non-Executive Director

Extensive travel industry experience & operational expertise; 13+ yrs. at Webjet



David Galt Webjet OTA CEO

Deep sector experience ; 17+ yrs. with Webjet including 8 yrs. as CEO Webjet OTA



Search underway for Independent Director with finance and audit expertise



Darren Linton GoSee CEO

Experienced leading digital & business transformations; 3+ yrs. with Webjet as GoSee CEO

Growth strategy.



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Growth Strategy.

Mission: To help people travel by seamlessly integrating world class technology to offer unparalleled choice and convenience.

Vision:

To enhance the leadership positions of our online travel marketplaces in Australia and New Zealand.

Strategic priorities:

- Customer Acquisition
- Refresh branding & marketing in Webjet OTA
- Reduce acquisition costs using owned media channels (eg social, content)
- Target affiliates to extend GoSee reach
- Build & convert **Trip Ninja customer pipeline**

- Sevenue Optimisation
- Enhance member & loyalty offers to drive higher LTV⁽¹⁾ & repeat rate
- Use tech & data analytics to personalise experiences, upsell & cross-sell other travel products (eg hotels, cars)
- Increase Webjet OTA air revenue streams through higher margin ancillaries (eg seats)

International Share Growth

- Use tech enhancements & Trip Ninja to grow market share of international flights for Webjet OTA
- Revitalise GoSee penetration in international markets, with a focus on US/Canada



- Automate & simplify customer service
- Continue investment in innovation & tech development of our market leading platforms
- Ensure financial strength
 & flexibility to allow
 exploration of new
 opportunities or
 adjacencies



Drive profitable growth through continued technological innovation and creating superior value for members.

Webjet OTA growth strategy.

Drive profitable growth across the business

- Continue to increase international market share
- Leverage **NDC first-mover advantage** to provide richer flight content and competitive pricing
- Hotel innovations & ancillaries growth
- Revenue optimisation initiatives



Leverage significant customer reach to drive greater loyalty & repeat business

- Enhance customer relationships through increasing member benefits
- Leverage **data capabilities** to drive loyalty
 & repeat business



Extend superior technical capabilities

- Further enhance superior customer service & experience
- Continued investment in technology innovations



Refreshed brand & marketing campaigns

- Refresh and refocus branding & marketing efforts to **drive acquisition & traffic** to websites and apps
- Leverage industry leading marketing strategy & technology to **upsell ancillaries**



Leverage strong foundations

to become the industry leader in ANZ.

GoSee growth strategy.

- Deliver efficiencies in both front and back office
- Simplify customer service and automate low value tasks
- Reduce acquisition costs by growing direct bookings through social media channels, and repeat bookings through loyalty program



Invest in our platform to enrich customer experiences

- **Provide complementary ancillary products** (e.g. flexible cancellation) to grow profitable revenue
- **Provide flexible payment solutions** to enhance customer choice



Elevate the experience to improve customer loyalty

- Personalise the customer experience through the smart use of data
- Improved logged-in member experiences across app, mobile and website



Strengthen partnerships and deliver expansion in key markets

- Focus on ANZ markets and grow through affiliate partners
- Revitalise the US & Canadian markets

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Leverage our innovative technology to provide

value to travel intermediaries globally.

Trip Ninja growth strategy.

Achieve profitability by building out the customer pipeline to drive new sales and implementation across more travel intermediaries globally

Continue to expand and develop

the technology offering to solve

complex flight-related challenges

Delivering UX + revenue benefits exclusively for Webjet OTA in Australia & New Zealand, now available to intermediaries globally.



Financial Overview.



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Positive earnings momentum

driven by international market share growth & higher margin revenue.

Webjet Group financial performance.





Diversified & resilient revenue streams

- Revenue optimisation initiatives and higher margin products helping mitigate structural changes to airline commissions
- Trip Ninja helping increase international market share and delivering significant incremental revenue
- Highly scalable cost base
 - Highly disciplined cost management and focus on cost efficiencies
 - Proforma underlying EBITDA includes corporate costs required to support a standalone listed entity
- Demonstrated ability to deliver earnings growth
 - New revenue opportunities and efficiencies delivering consistent EBITDA growth in an evolving competitive landscape
 - Webjet OTA FY24 EBITDA margin at record levels (44.7%)



Strong balance sheet with liquidity and funding to support growth.

A\$m	Mar-24 ⁽¹⁾		
Cash & cash equivalents ⁽²⁾	90.5		
Trade receivables & other assets	16.5		
Intangibleassets	77.9		
Other non-current assets	3.5		
Total assets	188.4		
Trade & other payables	66.3		
Other current liabilities	16.4		
Non-current liabilities	0.9		
Total liabilities	83.6		
Total equity	104.8		

Webjet Group summary balance sheet.

Exceptionally strong balance sheet

- Net cash on implementation expected to be \$80-\$100 million (excluding restricted cash)
- Provides a solid foundation for longterm growth and risk mitigation

• Liquidity and funding to support growth

- No drawn debt
- Supported by access to a three-year \$20 million revolving credit facility

Capital efficiency

- Focus on maximising shareholder value while maintaining financial flexibility

Proforma balance sheet as at 31 March 2024
 Includes restricted cash of \$42.9 million



Highly dependable cash generation driven by earnings growth.

Webjet Group cashflow and capex.

Net operating cashflows before financing costs and tax (\$m)



Capital expenditure (\$m)



Cashflow generative business model

- Consistent and reliable cash generation to fund growth and support dividends
- Dividends anticipated from FY26.
 Dividend policy to be announced at FY25 results

Steady capital expenditure

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- CAPEX primarily relates to development of travel booking systems and software
- Focused investment on enhancing operational capabilities, improving customer experiences and maintaining our competitive edge

Summar



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A unique opportunity to invest in an iconic brand with excellent fundamentals.

Key investment highlights.



Thank





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Glossary & abbreviations.

- FY22
 12 months ending 31 March 2022

 FY23
 12 months ending 31 March 2023

 FY24
 12 months ending 31 March 2024

 FY25
 12 months ending 31 March 2025

 FY26
 12 months ending 31 March 2026
- ANZ Australia and New Zealand
- **EBITDA** Earnings before interest, tax, depreciation and amortisation
- **GDS** Global Distribution System
- LTV Lifetime Value
- **NDC** New Distribution Capability
- **OTA** Online Travel Agency
- **TTV** Total Transaction Value
- **UX** User Experience



Appendix A.



Attractive financial profile with a scalable cost base.

- Revenue and operating costs have been extracted from the Webjet Limited financial statements and includes the revenue and associated costs for the historical Webjet B2C and Trip Ninja businesses.
- 2. Represents an allocation of Corporate costs previously included in the Corporate costs segment of the financial statements of Webjet Limited to Webjet B2C, largely reflecting headcount and other operating costs. Following the Demerger, Webjet B2C will be a standalone entity, listed on the ASX. As a standalone entity, Webjet B2C will incur net additional corporate costs of \$26 million per annum relative to its position as a segment of Webjet. These costs include the corporate functions required to support a standalone listed entity, the cost of maintaining a board of directors, company secretarial costs, ASX listing fees, share registry costs, insurance and other incremental costs.
- 3. A reconciliation from reported Segment Underlying EBITDA for Webjet B2C extracted from the Webjet Limited financial records to the underlying EBITDA has been included in Table 2.
- 4. Includes impairment of the historical Online Republic brand in FV22 of \$14.1 million and impairment of GoSee goodwill of \$28.3 million in FV24. Accelerated amortisation was recognised in FV23 and FV24 following the reassessment of the useful life of capitalised development intangible assets – booking platforms. Management expects to recognise further accelerated amortisation of \$16 million in FV25 and \$0.9 million in FV26.
- 5. The proforma income tax expense is based on the proforma profit before tax adjusted for permanent differences, and the weighted average corporate tax rate of 30%. Historical tax expense for the Webjet B2C business would have taken into consideration the utilisation of tax losses within the Webjet Limited Group. As Webjet B2C will exit the tax consolidated group on Demerger, it will not inherit any of the tax losses and therefore the income tax benefit/(expense) reflects the tax on a standalone basis.
- 6. Underlying NPAT excludes share-based payments, non-operating expenses, acquired amortisation and impairment. Underlying NPAT includes accelerated amortisation of \$53 million for FY23 and \$23 million for FY24 and is calculated using an effective tax rate as outlined in Note 5.

Webjet Group pro forma historical income statements.

\$m	Notes	FY22	FY23	FY24
Revenue	1	52.4	127.7	143.6
Operating costs	1	(47.1)	(85.1)	(90.1)
Corporate overheads	2	(10.1)	(12.9)	(14.4)
Underlying EBITDA	3	(4.8)	29.7	39.1
Share Based Payments		(3.3)	(2.8)	(2.9)
Non-operating expenses		0.3	-	-
Statutory EBITDA		(7.8)	26.9	36.2
Depreciation and amortisation (excl. AA)		(6.6)	(6.5)	(8.6)
Acquired Amortisation		-	-	-
Accelerated amortisation & impairment	4	(14.1)	(5.3)	(30.6)
Net interest and finance costs		(1.9)	(2.8)	(2.9)
Profit / (loss) before tax		(30.4)	12.3	(5.9)
Income tax benefit / (expense)	5	4.9	(3.7)	(6.7)
Net profit / (loss) after tax		(25.5)	8.6	(12.6)
Underlying NPAT	6	(9.3)	10.6	17.7

Diversified and resilient revenue streams, coupled with disciplined cost management and a highly scalable cost base.

Bookings Average Booking Va TTV (A\$m) Revenue (A\$m)

Webjet Group operating metrics.

	Notes	FY22	FY23	FY24
Webjet OTA				
Bookings		662	1,273	1,342
Average Booking Value (A\$)		647	1,025	1,028
TTV (A\$m)		428	1,305	1,380
Revenue (A\$m)		42.0	107.8	121.2
Underlying EBITDA (A\$m)		9.4	43.4	54.2
Revenue / TTV margin		9.8 %	8.3 %	8.8 %
EBITDA margin		22.4%	40.3%	44.7%
GoSee				
Bookings		208	278	300
Average Booking Value (A\$)		522	800	703
TTV (A\$m)		108	222	211
Revenue (A\$m)		10.4	19.5	21.6
Underlying EBITDA (A\$m)		(3.0)	1.6	1.7
Revenue / TTV margin		9.6 %	8.8 %	10.2 %
EBITDA margin		NM	8.2 %	7.9%
Corporate				
Revenue	1	-	0.4	0.8
Underlying EBITDA	1	(11.2)	(15.3)	(16.8)



Strong cash generation driven by earnings growth.

- Represents the Underlying EBITDA of Webjet B2C prior to the Demerger occurring, as derived from the segment information contained within the financial statements of Webjet. The B2C business divisions included in that segment are the same as the business divisions that will be held by Webjet B2C following the Demerger.
- 2. Represents Trip Ninja revenue and operating costs which are historically included in the Corporate costs segment of the financial statements of Webjet Limited.
- 3. Represents an allocation of Corporate costs previously included in the Corporate costs segment of the financial statements of Webjet Limited to Webjet B2C, largely reflecting headcount and other operating costs.
- 4. Following the Demerger, Webjet B2C will be a standalone entity, listed on the ASX. As a standalone entity, Webjet B2C will incur estimated net additional corporate costs of \$2.6 million per annum relative to its position as a segment of Webjet. These costs include the corporate functions required to support a standalone listed entity, the cost of maintaining a board of directors, company secretarial costs, ASX listing fees, share registry costs, insurance and other incremental costs.

Reconciliation to pro forma historical underlying EBITDA and historical cash flow information.

\$m	Notes	FY22	FY23	FY24
Reported Underlying EBITDA	1	6.3	45.0	55.9
Trip Ninja	2	(1.0)	(2.4)	(2.4)
Corporate costs transferred from Webjet	3	(7.5)	(10.3)	(11.8)
Net additional standalone corporate costs	4	(2.6)	(2.6)	(2.6)
Pro forma Underlying EBITDA		(4.8)	29.7	39.1
\$m	Notes	FY22	FY23	FY24
Underlying EBITDA		(4.8)	29.7	39.1
Movement in working capital		19.8	7.9	(6.5)
Net operating cash flows before financing costs and tax		15.0	37.6	32.6
Net interest and finance costs		(O.9)	0.1	0.3
Operating cash flows before income tax paid	5	14.0	37.7	32.9
Net payments for PPE and intangible assets		(9.3)	(11.3)	(11.2)
Other investing activities		(3.4)	0.1	0.1
Operating and investing cash flows before income tax paid and financing activities	5	1.4	26.5	21.9

5. Excludes income tax paid of \$0.2 million in FY24

Robust balance sheet with liquidity and funding to support growth.

- 1. Represents the assets, liabilities and equity of Webjet B2C as at 31 March 2024 prior to the Demerger occurring, as derived from the historical financial information directly related to Webjet B2C from the accounting records of Webjet Limited.
- 2. Represents the repayment of intercompany loans between Webjet B2C and WEB Travel Group as part of the Demerger.
- 3. Represents the settlement of intercompany loans between Webjet B2C and WEB Travel Group as part of the Demerger of \$82.4 million, as well as the derecognition of carried forward tax losses that are not expected to be utilised in the near future.
- 4. Includes restricted cash of \$42.9 million relating to cash held within legal entities of Webjet B2C for payment to product and service suppliers or cash held for supplier guarantees where contractually required with an equal obligation recognised as a liability. Restricted cash includes monies received from customers which is due to be paid to airlines in accordance with International Air Transport Association (IATA) requirements.

5. Includes right-of-use assets.6. Includes lease liabilities.

Webjet Group pro forma statement of financial position.

\$m		Statutory as at 31 March 2024	Repayment of intercompany debt	Other adjustments	Pro forma historical as at 31 March 2024
	Notes	1	2	3	
Current assets					
Cash and cash equivalents	4	100.5	(10.0)	-	90.5
Trade receivables and other assets		16.5	-	-	16.5
Total current assets		117.0	(10.0)	-	107.0
Non-current assets					
Intangible assets		77.9	-	-	77.9
Property, plant and equipment	5	2.1	-	-	2.1
Deferred tax assets		2.7	-	(1.6)	1.1
Other non-current assets		0.3	-	-	0.3
Total non-current assets		83.0	-	(1.6)	81.4
Total assets		200.0	(10.0)	(1.6)	188.4
Current liabilities					
Trade Payables and other liabilities		66.3	-	-	66.3
Other current liabilities	6	16.4	-	-	16.4
Total current liabilities		82.7	-	-	82.7
Non-current liabilities					
Intercompanyloans		92.4	(10.0)	(82.4)	-
Other non-current liabilities	6	0.9		-	0.9
Total non-current liabilities		93.3	(10.0)	(82.4)	0.9
Total liabilities		176.0	(10.0)	(82.4)	83.6
Net assets		24.0	-	80.8	104.8
Equity and reserves		24.0	-	80.8	104.8