webjet limited

Annual Report.
2024

www.webjetlimited.com

Annual Report 2024.

Contents.

We are delivering on our growth ambitions...

...and the future is bright with exciting possibilities.

webjet limited.

Snapshot.

About Webjet Limited.

Enabling travel for more than 25 years.

Webjet Limited is a global travel organisation that enables travel the world over through our market leading travel brands, supported by our travel technology businesses.

FY24 Group performance

Bookings
8.7 million
↑ 21% on FY23

TTV
$5.6 billion
↑ 29% on FY23

Revenue
$471.5 million
↑ 29% on FY23

EBITDA
UNDERLYING
$188.1 million
↑ 40% on FY23

"Strategy delivering outperformance."

All Group metrics at record levels, materially ahead of both FY23 & pre-pandemic.

Cash Position
$630 million
Cash & Cash Equivalents as at 31 March 2024

Our business in FY24...
2,250+ People
across
50+ Countries
serving
1.1m+ Customers

Our brands.

Our travel & travel tech businesses.

Our wholly owned digital travel brands sell travel all over the world, and the smart technology we develop makes booking and transacting travel better.

WebBeds

A **global B2B travel marketplace** serving the world's travel trade

visit: www.webbeds.com

All key metrics at record levels, significantly ahead of FY23 & pre-pandemic levels.

TTV

$4.0 billion

42% on FY23

P10 →

webjet.com.au

The **#1 online travel agent** (OTA) in Australia & New Zealand

visit: www.webjet.com.au

Strong growth on all key metrics, with significant growth in international market share.

Total GDS Market Share

8.2%

46% on pre-pandemic levels

P14 →

GoSee

A leading online **global motorhome** & **car rental** website

visit: www.goseetravel.com

Improvement over FY23, profitability impacted as inbound tourism & supply chain challenges continue.

EBITDA

$1.7 million

6% on FY23

P17 →

tripninja

Complex travel itinerary automation for digital travel businesses

visit: www.tripninja.io

Helping Webjet OTA realise significant uplift in revenue per search & increase conversions.

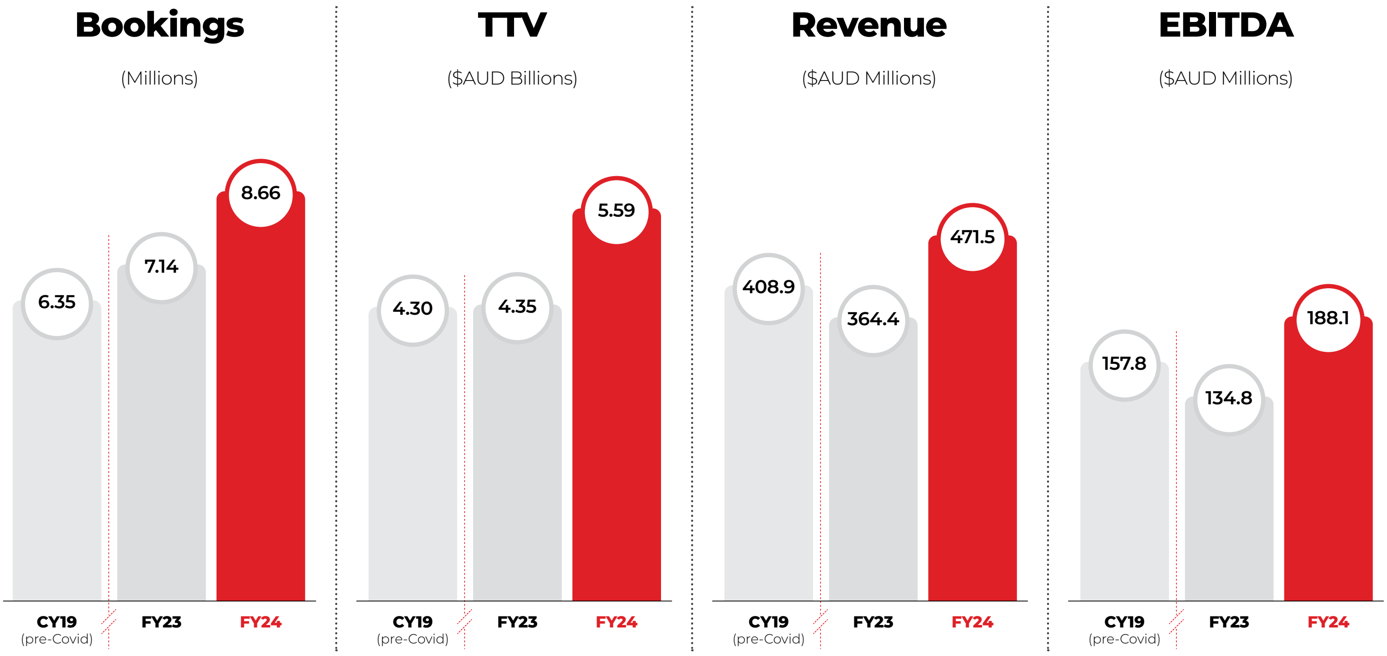
Trip Ninja technology is now being sold to other industry participants in other markets.

P16 →

GDS Market Share: Across all GDS Bookings – Australia Travel Agency Offline & Online. Pre-pandemic = 2019

Chair's Message.

Key metrics.



EBITDA is for underlying operations and excludes non operating gains/expenses and share based payment expense.
CY19 (pre-Covid) refers to the 12 months ending 31 December 2019 restated to align to 31 March year end.
CY19 and FY23 Bookings have been restated to exclude Umrah Holidays International from WebBeds results.

Dear Shareholder

Your Company continued its strong recovery in FY24, with key metrics showing a significant uplift over the prior year.

Our FY24 statutory net profit after tax was $72.7 million, up from last year's $14.5 million result. Earnings per share were 18.9 cents, a 15.1 cent increase over FY23.

This uplift was driven by a 21% increase in Bookings to 8.7 million, a 29% increase in Total Transaction Value to $5.6 billion, and a 29% increase in Revenue to $472 million. Costs remained contained while still allowing the businesses to scale effectively. Underlying and Statutory EBITDA increased respectively by 40% to $188 million and 66% to $191 million. Group revenue margin remained constant at 8.4% while Group EBITDA margin improved 290 basis points to 39.9%.

Our B2B hotels platform, WebBeds, continued its strong performance, ably supported by our B2C division with Webjet OTA performing well in the face of continuing structural change in the way airlines distribute their fares.

We remain convinced that B2B will be the engine of growth for many years, and that the best is yet to come.

Capital Management

Cash flow from operations was $184 million, driving a closing cash balance of $630 million, up $116 million on FY23. The Company's net cash position at 31 March 2024 was $406 million.

The pandemic highlighted the value of cash and the flexibility that low gearing brings. As previously telegraphed, your Company's bias is towards retaining a significant cash balance at hand, both in case of future acquisitions and as a buffer against future 'black swan' events.

Shareholders will be aware that Webjet Limited completed a $250 million convertible note issue (Notes) on 8 April 2021. The final maturity date for the Notes is on or about 12 April 2026, with pricing at $6.35 per ordinary share, implying the issue of 39.37 million ordinary shares. The Notes recently passed a key milestone when no redemption notices were received on their 12 April 2024 put date. There are various forms of capital management tools available to us, and during FY24 the Company launched a strategy to reduce the potentially dilutive effect of Notes conversion. Your Board is not inclined to consider paying dividends until we know whether the Notes are redeemed or converted.

Governance

In recent years our succession planning has resulted in the appointments of Denise McComish, who serves as Audit Chair, and Katrina Barry. Both have proven to be excellent appointments, and the Board is committed to ongoing succession planning.

During the year Shelley Roberts left the Board after seven years of service. Shelley now resides in the UK, where she has taken on significantly more responsibilities than when she joined Webjet Limited. We record our appreciation to Shelley for her constructive and insightful contribution.

Sustainability

The Board recognises the growing interest from stakeholders in understanding how we manage the key environmental, social and governance drivers of our business. Our Sustainability Report outlines some of the initiatives underway in the areas we consider most material to your Company.

We are taking steps to align to the new international and Australian climate reporting standards (ISSB/AASB). This year we completed a climate-related risks and opportunities assessment, while maintaining our carbon neutral operation certification.

Thanks

I would like to record my thanks to John Guscic and the entire Webjet Limited executive team, as well as to our Board, for an exceptional performance in FY24.

To close, our thanks to shareholders, particularly those who stood beside us when times were difficult during the pandemic.

Yours sincerely

Roger Sharp
Chair,
Webjet Limited

Managing Director's Review.

FY24 was a fantastic year for Webjet Limited, driven by the outstanding performance of the WebBeds business. **All Group metrics were at record levels, significantly ahead of FY23**, and materially ahead of where they were pre pandemic, showing just how far we have come since the pandemic brought the global travel industry to a standstill.

WebBeds has been the standout this year

By investing in people and technology, and expanding into new geographies and channels, WebBeds is now bigger, more efficient and more profitable than ever before. Compared to this time last year, Bookings were up 26%, TTV was up 42%, and Revenue and EBITDA were both up 39%. These are all at record levels.

WebBeds is now a truly global business that has become more significant to our hotel partners and travel buyer customers, selling more product to more customers in more geographies. And we believe there is even more to come. Asia Pacific is now the largest region by Bookings and offers the largest opportunity, particularly in the important China, India and South Korea markets. Americas continues to be the fastest growing market driven by our expansion into North America. Latin America will be our next focus in that region. As the largest hotel wholesale region by TTV, Europe remains an important market and we are excited about the opportunities we see in Eastern Europe. MEA is the smallest region, reflecting our decision to bring in tighter trading policies, but we see attractive opportunities in the offline intermediary and religious tourism markets.

We recently set out our roadmap to deliver our $10 billion TTV target in FY30 while continuing to deliver EBITDA margins of around 50%. We have a strong track record of delivering organic growth and believe we can grow at least twice the underlying market by focusing on three pillars of growth – (1) growing our existing portfolio of travel buyers, hotel partners and suppliers; (2) targeting new customers, securing new supply and entering new markets; and (3) continuing to improve our conversion rate in order to sell more of what we have to everyone.

Webjet OTA is seeing significant international market share growth

Webjet OTA continues to increase its market share leadership. Since the pandemic, overall market share is up 46%, reflecting our ongoing focus on offering customers the greatest convenience and choice. We are particularly excited about the growth coming through in international. International market share has increased 33% since the pandemic and 14% in the last 12 months. Flight capacity is returning to the market which has increased competition, and our investment in Trip Ninja is enabling us to offer real price savings to customers booking multi-stop flight itineraries. We see substantial runway in the international flights market and believe we can continue to significantly increase our market share.

The domestic flights market continues to be muted reflecting the modest growth over the last 12 months. Webjet OTA's "mix and match" offering continues to be a compelling value proposition and helped drive the 19% increase in domestic market share since the pandemic began. In addition to increased international bookings, new higher margin revenue opportunities and a sharp focus on controlling costs is helping compensate for the lower commissions we now earn on international flights. This resulted in a 25% increase in EBITDA compared to last year. With an FY24 EBITDA margin of more than 44%, Webjet OTA is one of the most profitable OTAs in the world.

During the year we took considerable steps to restructure and enhance our Customer Service division. Taking valuable lessons from the pandemic experience, we improved technology platforms, increased automation and restructured the division to reduce wait times and enable faster escalations. We are delighted to see both Customer Engagement Scores and Net Promoter Score (our key measures of customer satisfaction) improve significantly during the year.

Our investment in Trip Ninja is delivering to plan

We acquired Trip Ninja in November 2021 as we saw real potential in how its technology could help Webjet OTA expand its international market share – which we are now seeing play out. By providing unique content and real savings to our customers, Trip Ninja helped increase conversions, as well as provided an opportunity to improve margins, contributing $4 million EBITDA to Webjet OTA during the year.

While Webjet OTA will be the only entity with exclusive access to Trip Ninja technology in Australia and New Zealand, we are now selling it to external parties in other markets as we believe this will be game changing technology for OTAs and travel agents. Two external parties are now implementing the technology and a strong customer pipeline is being progressed.

GoSee continues to be challenged

Cars is performing well with domestic demand returning and stock levels recovering, however Motorhomes is impacting profitability as inbound tourism and supply challenges continue. Demand for Motorhomes is driven by international tourism but travel to New Zealand remains largely focused on visiting friends and family. In addition, supply levels continue to be very depressed and prices remain high. We have invested in upskilling the team and enhancing technology so as to be ready when leisure travel and demand return.

Our People are key to our success

Throughout the pandemic our team demonstrated enormous resilience, drive and commitment to allow Webjet Limited to emerge stronger and better placed to capture growth. Now that we are through the pandemic, they continue to play an essential role in delivering on our growth ambitions and I would like to express my sincere thanks to the entire Webjet Limited team for their efforts.

Our highly engaged, high performing teams work together to find creative solutions to problems, bring innovation to life and challenge themselves to find new ways to deliver value. They live and breathe our values and these results would not have been possible without them. As management, we are focused on retaining the people who have made these results possible by providing a great place to work, paying attractive remuneration and other benefits, and investing in our people for the longer term.

Our future is bright with possibilities

In transforming WebBeds and increasing Webjet OTA's international market share, we have delivered what we set out to do. While the global economy remains uncertain, demand for travel is expected to grow and be prioritised over other discretionary spending and we are excited for the opportunities that lie ahead. WebBeds continues to go from strength to strength and we have a clear roadmap to deliver our $10 billion TTV target in FY30. Webjet OTA has a number of innovations underway to further increase its position as the leading OTA in this market, particularly in International flights. GoSee is well placed to benefit as leisure travel returns to New Zealand.

None of this would have been possible without the continuing support of the Board and our employees, customers, supply partners and shareholders. I sincerely thank you all and look forward to taking the next step of this journey together.

John Guscic
Managing Director, Webjet Limited

Operating Review.

The Statutory Result includes certain costs which are non-recurring. Underlying Operations exclude these expenses in order to demonstrate the performance of the underlying business.

	Statutory Result		Underlying Operations[1]	
Webjet Limited Group	**FY24**	**FY23**	**FY24**	**FY23**
Revenue[2]	**$471.5m**	**$364.4m**	**$471.5m**	**$364.4m**
Expenses[3]	**($283.4m)**	**($229.6m)**	**($283.4m)**	**($229.6m)**
Share Based Payment Expense	($6.7m)	($7.6m)	–	–
Non-operating gains/(expenses)	$9.5m	($12.2m)	–	–
EBITDA	**$190.9m**	**$115.0m**	**$188.1m**	**$134.8m**
Depreciation and Amortisation excluding AA	($29.7m)	($44.5m)	($29.7m)	($44.5m)
Acquired Amortisation (AA)[4]	($54.6m)	($30.0m)	–	–
EBIT	**$106.6m**	**$40.5m**	**$158.4m**	**$90.3m**
Net Interest and Finance Costs	($10.2m)	($9.5m)	($10.2m)	($9.5m)
Convertible Note Interest	$12.3m	($12.2m)	–	–
EBT	**$108.7m**	**$18.8m**	**$148.2m**	**$80.8m**
Tax Expense	($36.0m)	($4.3m)	($19.8m)	($10.9m)
NPAT	**$72.7m**	**$14.5m**	**$128.4m**	**$69.9m**
NPAT (before AA)[5]	$135.3m	$44.5m	$128.4m	$69.9m

EPS	18.9 cents	3.8 cents	33.3 cents	18.3 cents
EPS (before AA)	35.1 cents	11.7 cents	33.3 cents	18.3 cents
Diluted EPS[6]	17.2 cents	3.8 cents	30.1 cents	17.2 cents
Effective Tax Rate	33.1%	22.9%	13.4%	13.5%
Effective Tax Rate (before AA)	17.1%	8.8%	13.4%	13.5%

FY24 results show significant improvement over FY23

All key metrics for FY24 improved significantly compared to FY23 reflecting the strong growth in the WebBeds and Webjet OTA businesses.

FY24 TTV and Revenue were both up 29% compared to FY23 contributing to EBITDA for underlying operations of $188.1 million, an increase of 40% over FY23.

Statutory FY24 Expenses include $9.5 million non-operating income relating to the revaluation of equity linked financial assets and $6.7 million relating to share based payments.

Strong capital position and cash generation

Webjet Limited continues to maintain a strong focus on cash conservation and liquidity.

As at 31 March 2024, the Company's cash balance was $630.1 million, mainly attributable to cash inflows from operations of $183.8 million, as well as effective cost management.

During the year, $33.3 million of funds were invested in equity linked financial assets and a further $41.4 million was invested in essential and strategic capital expenditure projects and initiatives.

Dividend

Webjet Limited did not declare a dividend for FY24.

1. Underlying Operations – excludes non-operating gains/(expenses), Share Based Payment expenses, Acquisition Amortisation and Convertible Notes interest.
2. Excludes interest income.
3. Includes share of net loss from associates.
4. Acquisition Amortisation – includes charges relating to amortisation of intangibles acquired through acquisition and impairment charge on acquired goodwill.
5. Includes relating tax impacts.
6. Diluted EPS includes the impact of employee share grants and the convertible bond.

WebBeds	1H24	2H24	FY24	1H23	2H23	FY23	Change
Bookings ('000s)	3,485	3,536	**7,021**	2,654	2,936	5,590	⇧ 26%
Average Booking Value	$596	$542	**$569**	$536	$475	$504	⇧ 13%
TTV	$2,078m	$1,916m	**$3,994m**	$1,423m	$1,395m	$2,818m	⇧ 42%
Revenue	$171.8m	$156.1m	**$327.9m**	$114.4m	$122.3m	$236.7m	⇧ 39%
Expenses	$81.9m	$83.6m	**$165.5m**	$50.7m	$68.9m	$119.6m	⇧ 38%
EBITDA	$89.9m	$72.5m	**$162.4m**	$63.7m	$53.4m	$117.1m	⇧ 39%
Revenue/TTV Margin	8.3%	8.1%	**8.2%**	8.0%	8.8%	8.4%	⇩ 20bps
EBITDA Margin	52.3%	46.4%	**49.5%**	55.7%	43.7%	49.5%	0bps

FY24 Bookings were up 26% compared to FY23 driven by accelerating growth in Asia Pacific and North America. TTV was up 42% due to improved Average Booking Values and exchange rate tailwinds. Revenue was up 39% in line with TTV increase. Expenses reflect annualised 2H23 headcount increases to enable the business to effectively scale going forward, as well as the significant increase in booking volumes. EBITDA was up 39% reflecting best-in-class EBITDA margins and scale benefits coming through.

Webjet OTA	1H24	2H24	FY24	1H23	2H23	FY23	Change
Bookings ('000s)	692	650	**1,342**	641	632	1,273	⇧ 5%
Average Booking Value	$1,035	$1,022	**$1,028**	$957	$1,094	$1,025	⇧ 0%
TTV	$716m	$664m	**$1,380m**	$614m	$691m	$1,305m	⇧ 6%
Revenue	$61.2m	$60.0m	**$121.2m**	$51.8m	$56.0m	$107.8m	⇧ 12%
Expenses	$34.6m	$32.4m	**$67.0m**	$30.4m	$34.0m	$64.4m	⇧ 4%
EBITDA	$26.6m	$27.6m	**$54.2m**	$21.4m	$22.0m	$43.4m	⇧ 25%
Revenue/TTV Margin	8.5%	9.0%	**8.8%**	8.4%	8.1%	8.3%	⇧ 50bps
EBITDA Margin	43.4%	46.0%	**44.7%**	41.3%	39.3%	40.3%	⇧ 440bps

FY24 Bookings were up 5% over FY23 driven by growth in international. TTV was up 6% as Average Booking Values reflect international pricing. Revenue was up 12% with a focus on higher margin revenue opportunities helping offset lower commission on international. FY24 Expenses reflect the continued focus on cost efficiencies and maintaining marketing costs at 1.5% of TTV (down from 2% pre-pandemic). FY24 EBITDA was up 25% compared to FY23 and EBITDA margins were a record 44.7%.

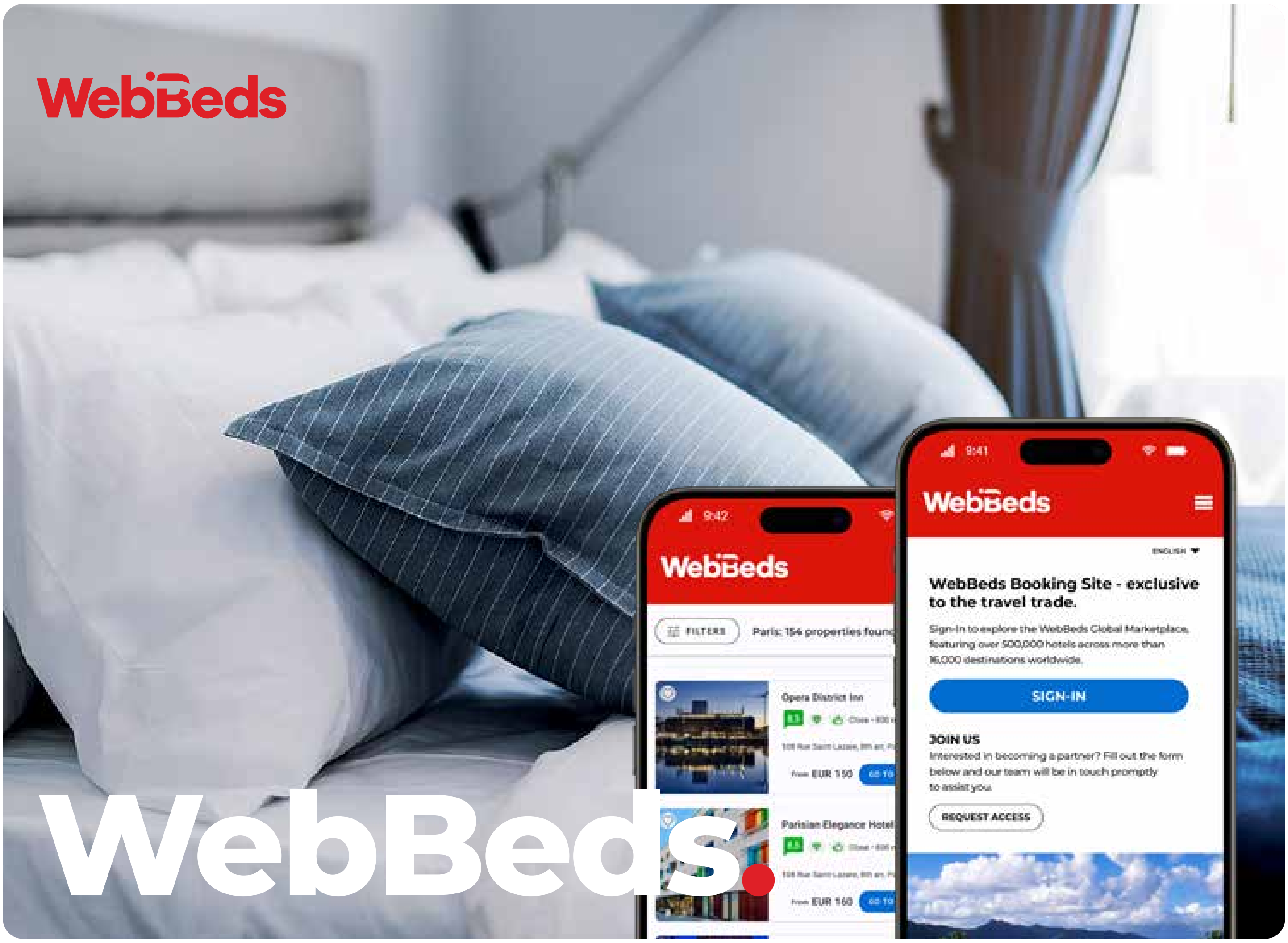
GoSee	1H24	2H24	FY24	1H23	2H23	FY23	Change
Bookings (000s)	156	144	**300**	136	142	278	⇧ 8%
Average Booking Value	$668	$743	**$703**	$776	$824	$800	⇩ 12%
TTV	$104m	$107m	**$211m**	$105m	$117m	$222m	⇩ 5%
Revenue	$11.1m	$10.5m	**$21.6m**	$9.5m	$10.0m	$19.5m	⇧ 11%
Expenses	$10.0m	$9.9m	**$19.9m**	$8.9m	$9.0m	$17.9m	⇧ 11%
EBITDA	$1.1m	$0.6m	**$1.7m**	$0.6m	$1.0m	$1.6m	⇧ 6%
Revenue/TTV Margin	10.7%	9.8%	**10.2%**	9.0%	8.5%	8.8%	⇧ 140bps
EBITDA Margin	9.9%	5.7%	**7.9%**	6.3%	10.0%	8.2%	⇩ 30bps

FY24 Bookings were up 8% over FY23 as domestic demand returns and stock levels increase for Cars. Motorhomes remains impacted by inbound tourism and supply challenges. FY24 revenue was up 11% over FY23 reflecting improved TTV margins from Cars. FY24 Expenses reflect investment in upskilling the team and enhancing technology

Corporate	1H24	2H24	FY24	1H23	2H23	FY23	Change
B2B EBITDA	$89.9m	$72.5m	**$162.4m**	$63.7m	$53.4m	$117.1m	⇧ 39%
B2C EBITDA(1)	$27.7m	$28.2m	**$55.9m**	$22.0m	$23.0m	$45.0m	⇧ 24%
Technology Investments	($2.2m)	($1.0m)	**($3.2m)**	($2.5m)	($1.9m)	($4.4m)	⇩ 27%
Corporate costs	($13.3m)	($13.7m)	**($27.0m)**	($10.7m)	($12.2m)	($22.9m)	⇧ 18%
Total EBITDA	$102.1m	$86.0m	**$188.1m**	$72.5m	$62.3m	$134.8m	⇧ 40%

FY24 Corporate costs reflect wage inflation and market-based adjustments for key personnel, as well as increased tax requirements and compliance costs. Technology investments shows consolidation of P&L performance of Trip Ninja and investment in ROOMDEX. ROOMDEX technology was integrated into WebBeds in 2H24.

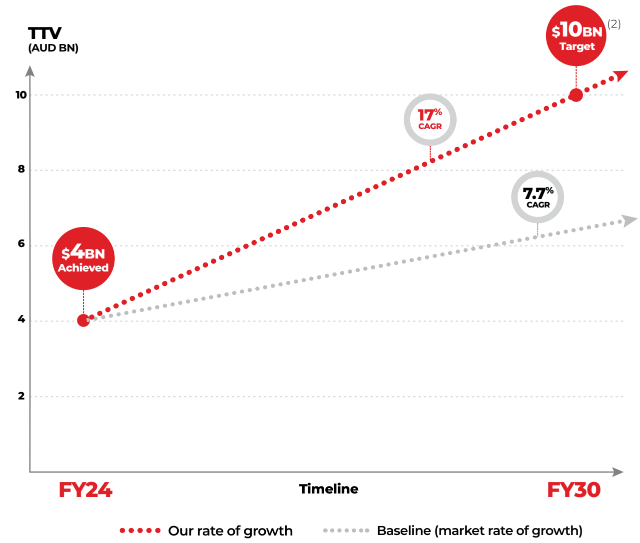
(1) B2C is Webjet OTA and GoSee.



Targeting $10 billion TTV in FY30.

Our path to $10 billion TTV.

The global wholesale hotel market is forecast to grow at 7.7% CAGR over the next 5 years[1] and **we see significant growth opportunities**.



Our pillars of growth.

We are focused on **three key areas** to ensure continued growth towards FY30.

01.

Growing Our Existing Portfolio

- Nurturing and growing our existing portfolio of travel buyers, hotel partners and suppliers

02.

New Customers, Supply & Markets

- New customer pipeline
- New hotel pipeline
- New markets

03.

Conversion

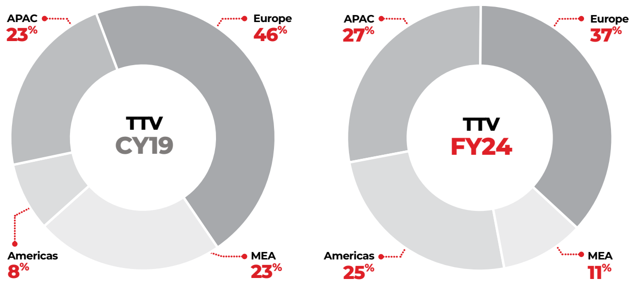
- Continue current efforts
- Driving more volume from efficiency improvements
- Selling more of what we have to everyone

By leveraging these pillars we believe we can grow at least 2X market growth.

(1) Source: "Global outlook in travel and deep dive into hotel wholesale industry" Euromonitor International Nov 2023.
(2) Assumes AUD to EURO 0.60 cents.

Conversion

WebBeds is now a truly global business.



Since the pandemic we have significantly expanded our presence in North America. Going forward, business split is expected to evolve towards equal TTV share from our Top 3 regions.

All regions are expected to grow with higher growth expected in APAC and the Americas.

Asia Pacific (APAC) – strong FY24 growth in key markets of China, India and South Korea. The region offers the largest opportunity with momentum picking up in a number of markets.

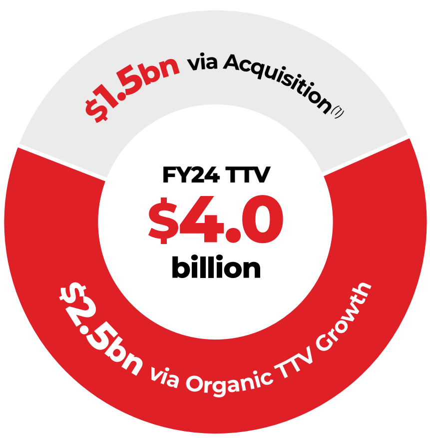
Americas – new client wins and market share gains coming through in FY24. Currently the fastest growing region with significant growth opportunities in both North and Latin America.

Europe – saw client wins in new market segments during FY24. The region is the largest wholesale market by TTV with exciting opportunities in Eastern Europe.

MEA – offers a range of growth opportunities but expected to remain the smallest region by TTV in line with new trading policies.

Winning market share by delivering significant organic growth.

To date, WebBeds has delivered significant organic growth **by building out a world class management team** with strong relationships in the market, **expanding into new regions and channels,** and **increasing relevance** for both hotel buyers and suppliers as we scaled.



Building on these strategies, going forward we expect to win market share through:

Investing in technology
We invested in technology during the pandemic delivering a stronger value proposition to both supply and buying partners.

Distribution consolidation
With a shift towards distribution consolidation across both supply and buyer channels, we are a structural winner.

Changed landscape
Our global #2 position of scale will benefit us, due to the reduction in smaller competitors.

Geographic expansion
Following our success in the Americas, continue to execute geographic specific strategies.

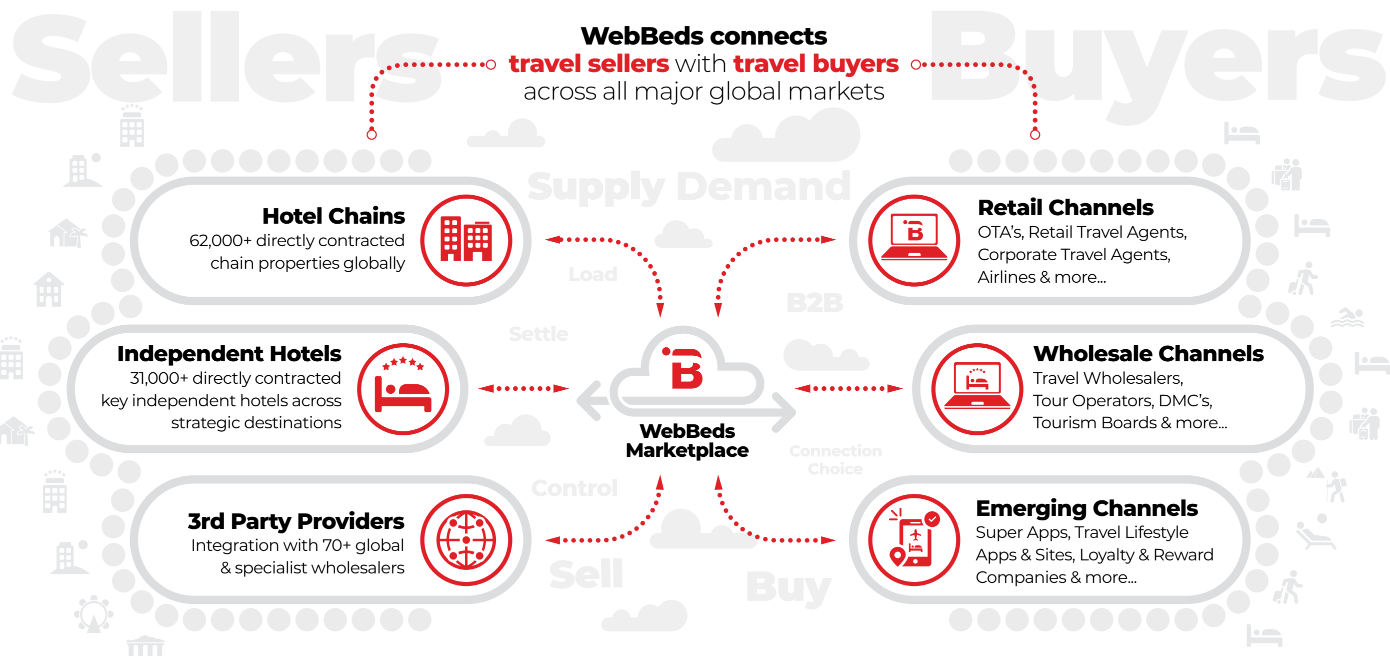
(1) SunHotels (FY15), JacTravel (FY17), DOTW (FY18).

WebBeds Snapshot.

Our model.

WebBeds global B2B digital marketplace provides a valuable intermediary solution for our partners.

Connecting worldwide hotels looking to fill rooms with a diverse global network of travel buyers looking to find rooms for their travelling customers.



Source → Integrate → Aggregate → Merchandise → Distribute

Global footprint.

We are in all major markets worldwide.

Our teams on the ground provide a unique understanding of the markets we operate in, and offer real-time support to thousands of supplier and buyer partners around the world.

c.**2000**
people

in

120+
cities

across

50+
countries

speaking

50+
languages

Global supply.

The product we sell.

Our hotel partners enjoy flexible connection options, better inventory control and access to global buyers.

500,000+
worldwide hotels

across

39,000+
locations

in

190+
countries

Connected global chain brands & independent hotels sold 17m+ room nights in FY24 through our marketplace

including...

62,000+
directly contracted chain properties

31,000+
directly contracted independent hotels

70+
integrated 3rd-party wholesalers

Global demand.

Our buyer network.

Our diversified global network of travel buyers enjoy flexible connection options and global supply.

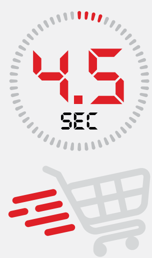
50,000+
travel buyers

across

140
source markets

generating

7 million+
bookings in FY24



Connected travel buyers are (on average) making a new booking every 4.5 seconds through our marketplace

that is...

558,000+
bookings per month in FY24 (avg)

17million+
room nights booked

1.4million+
room nights per month in FY24 (avg)

Increasing market share leadership as the #1 OTA in Australia & New Zealand.

Compare 8 Domestic, 140 Global Airlines.

Compare low cost and full service options easily in the one place from 140 global airlines.

Proudly Australian Owned for over 25 Years.

Webjet OTA was founded in 1998 as one of the first OTAs in the Australian market.

Mix & Match Flights for the Best Value.

Mix and match one way flights to design your own return journey. Compare airline fare flexibility, fares on sale and schedules that work for you, all in the one place.

Award Winning.

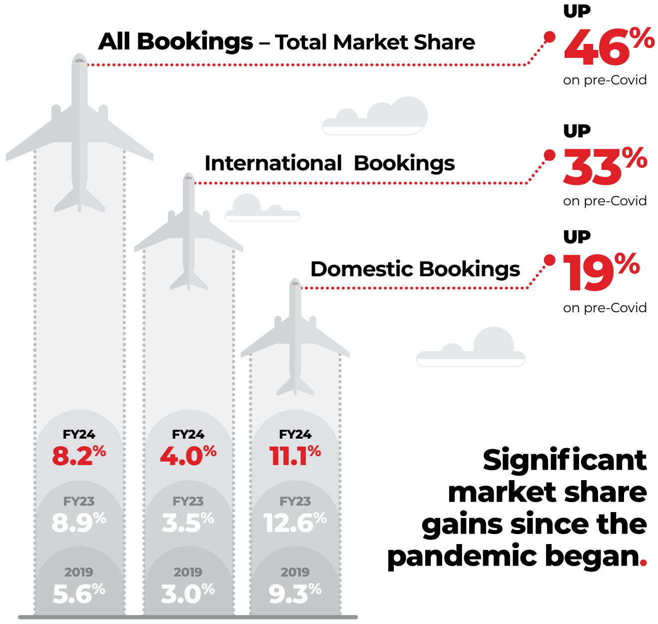
Awarded **Leading Online Travel Agency in Australia, New Zealand & Oceania** at the World Travel Awards 2023 and **Most Outstanding Online Travel Agency** at the National Travel Industry Association Awards 2023.

Significant market share gains since the pandemic began.

- **Total market share is up 46%** since the pandemic reflecting the ongoing shift to transacting online, our unique mix and match offering, and our brand strength as the #1 OTA in Australia and New Zealand.
- **International share is up 33%** since the pandemic and up 14% on FY23 reflecting airline capacity returning to the market and a focus on promoting international flights.
- **Trip Ninja technology** is delivering unique content and real savings for customers booking multi-stop trips and helping deliver above market performance in International.
- **Domestic share is up 19%** since the pandemic began, reflecting our strength in servicing the domestic leisure market.

Webjet OTA Average Market Share.

Across GDS Bookings – Australia Travel Agency Offline & Online[1]



(1) GDS bookings do not include low cost carriers.

Continuing to deliver the greatest convenience and choice.

- **We continue to take unique content from disparate sources** and deliver it to customers in an easy-to-use format.
- **New Distribution Capability (NDC) rollout is well underway** and delivering the right content to customers.
- **Hotel bookings are up more than 50%** compared to pre-pandemic levels driven by technical enhancements, improved content and better mapping.
- **We have expanded payment options** with the launch of ZIP Pay, offering another way for travellers to split the cost of travel over several instalments.

Customer Service levels have improved dramatically.

- The pandemic placed considerable pressure on our Customer Service teams with customer interactions per booking over 3 times higher than normal during the peak of the pandemic.
- We took significant steps to improve our service including temporarily increasing staff in offshore call centres, enhancing technology platforms and increasing automation, including an innovation self-service change function.
- During FY24, average speed to answer and abandonment rates improved significantly.
- Our key measures of customer satisfaction – Customer Engagement Scores (**CES**) and Net Promoter Scores (**NPS**) improved dramatically during FY24.

Hotel Bookings Up

Hotel bookings are up more than

50%

on pre pandemic levels

NDC Rollout Progressed

New Distribution Capability

Delivering the right content to customers.

NPS Scores Up On FY23

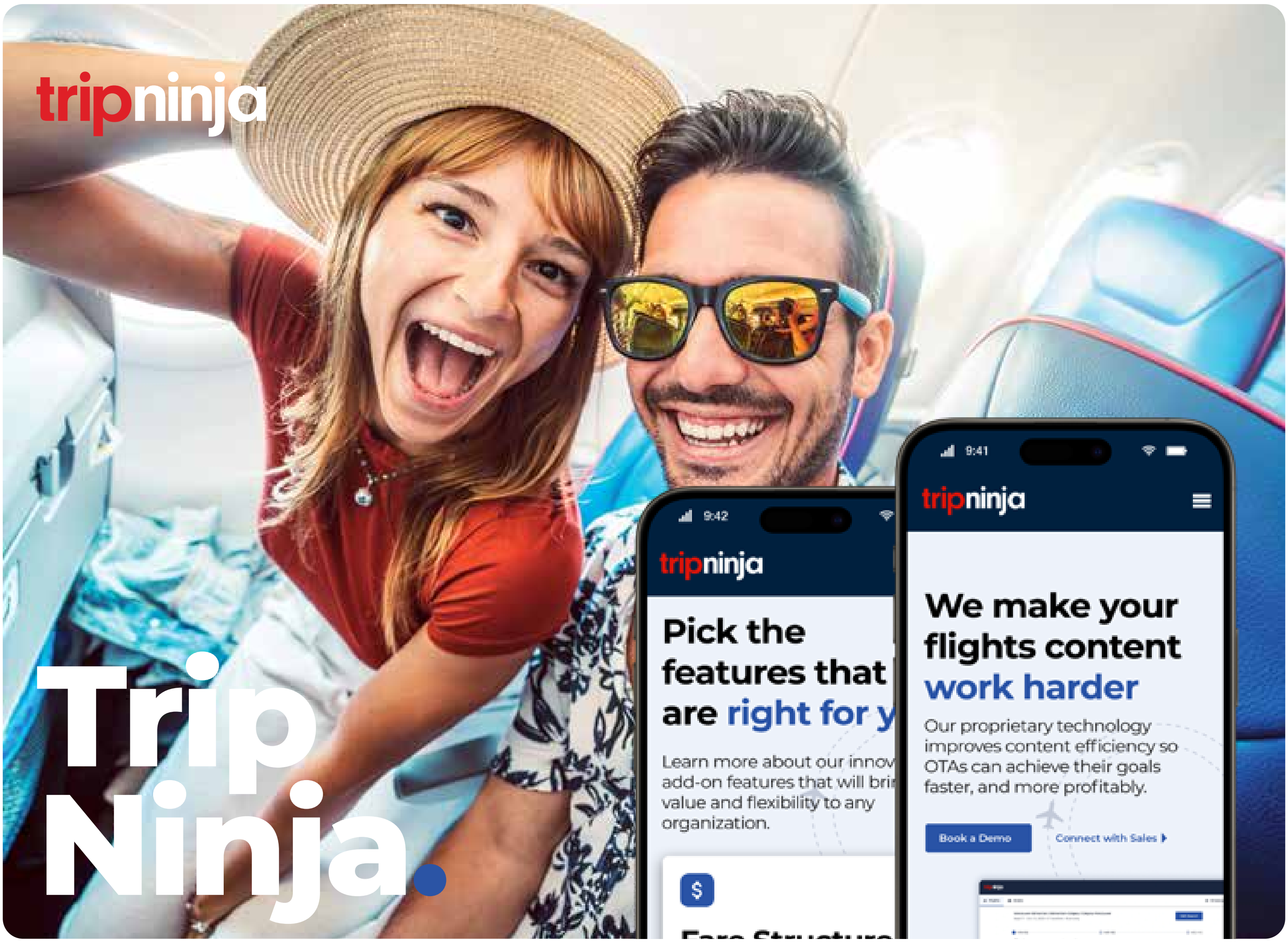
47%

Net Promoter Scores improved dramatically in FY24.

CES Scores Up On FY23

21%

Customer Engagement Scores improved dramatically in FY24.



Trip Ninja.

Building technology that simplifies complexity and empowers travel companies.

Acquired by Webjet Limited in 2021, Trip Ninja builds technology that serves as infrastructure to make booking travel better for all.

Trip Ninja currently offers two key features:

- **FareStructure** automates split ticketing on all searches creating the best itineraries with lower cost than the Global Distribution System (GDS).
- **Virtual Interlining** creates connections between airlines without interlining agreements to increase flight options and decrease itinerary costs.

A Webjet OTA case study showed Trip Ninja technology helped realise a significant uplift in revenue per search and increase conversions.

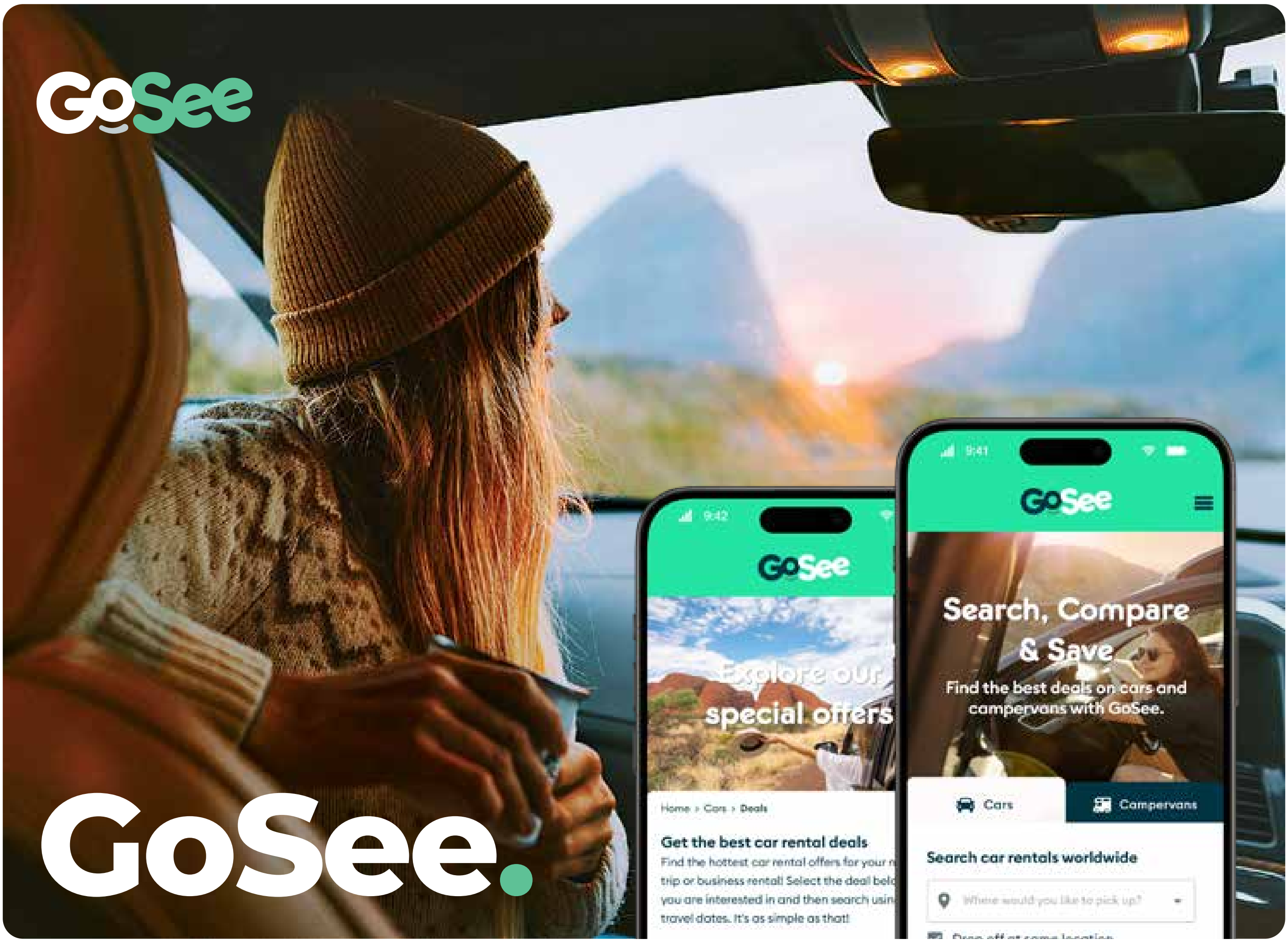
Webjet OTA used FareStructure solution to deliver:(1)

Revenue Up	Versus GDS	Lower Fares
125%	67%	30%
increased revenue per search	of trips with better fares than the GDS	decrease in average fares

Webjet OTA is the only entity in Australia and New Zealand with exclusive access to Trip Ninja technology, allowing it to find better fares to help save customers money when booking multi-stop itineraries.

Trip Ninja is now making its technology available to external parties in other markets and two parties are now implementing the technology with a strong customer pipeline being progressed.

(1) https://www.tripninja.io/case-studies/webjet-increases-revenue-by-125-with-trip-ninja



GoSee the world with us.

Cars
Stock levels are recovering, particularly in Australia, US and Canada, and demand is returning.

Motorhomes
Limitations on demand and stock continue to impact profitability. Demand will be driven by the return of international tourists to New Zealand which continues to be lower than pre-pandemic. Global supply remains very constrained and prices remain high.

We are ready for demand returning
We have upskilled the team and invested in technology so as to be ready for leisure travel and demand returning.

3.5 million+
car rentals booked

and

4 million+
camper rental days

available at over

60,000+
pickup locations

from a group with

18+ years
in the business

Save on your hire
Great value rental rates & exclusive special deals

The best vehicle for you
Thousands of vehicles to choose from worldwide

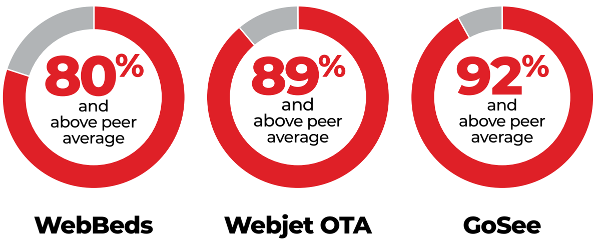
Quick & easy
Compare options to find the right vehicle for you

24/7 customer support
We're here for you when you need us

Our people.

Our people are key to our success.

They play an essential role in delivering on our growth ambitions – finding creative solutions to problems, bringing innovation to life and challenging themselves to find new ways to deliver value. We are focused on ensuring they are engaged in their roles and with our values. **FY24 engagement scores**[(1)] **showed high engagement across all our businesses**.



(1) Percentage of employees who agree or strongly agree with the statement **"I would recommend Webjet Limited as a great place to work."**









WebBeds


Sustainability.

We recognise the growing interest from stakeholders to understand how we manage the key drivers of our business from an environmental, social and governance (**ESG**) perspective and continue to evolve our reporting in this area. Our Sustainability Report sets out how we manage the key ESG topics we believe matter most to the Company and our stakeholders.

Our key material topics are grouped into the four areas of our Sustainability Framework.

- Employee engagement and development
- Diversity and inclusion
- Employee wellbeing

- Customer engagement and satisfaction

- Climate change risk and disclosure
- Sustainable and responsible travel

- Business ethics and corporate governance
- Cyber security and data privacy
- Responsible supply chain management (modern slavery)

Further information about how we manage our material ESG topics and key developments during the year are set out in our **FY24 Sustainability Report**.

FY24

Sustainability Highlights.

Engaging our People.

- High employee engagement in all businesses
- 33% women on the board
- 32% women in senior management
- 51% women managers
- More than 55 nationalities across our workforce
- Zero lost time injuries or work cover claims

Servicing our Customers.

- Increased customer engagement (CES) and net promoter scores (NPS) for Webjet OTA – CES up 21% and NPS up 47%
- Webjet OTA average speed to answer fell 87%
- Webjet OTA awarded *Leading Online Travel Agency* in Australia, New Zealand and Oceania (World Travel Awards 2023) and *Most Outstanding Online Travel Agency* (National Travel Industry Association Awards 2023)

Reducing our Impact.

- Maintained carbon neutrality certification
- Completed initial climate-related risks and opportunities assessment
- 41,300 tonnes of carbon emissions offset through Webjet OTA's Sustainable Traveller Program
- WebBeds partnered with World Travel and Tourism Council Hotel Sustainability Basics Initiative and BeCause to increase the availability to eco-certified properties on its booking platforms

Responsible Governance.

- Zero reportable cyber security incidents
- Zero reportable data privacy breaches
- Maintained ISO27001 certification
- WebBeds became PCI-DSS certified
- No whistleblowing allegations during the year

Board of Directors.

Roger Sharp.

(BA LLB)

Appointed
1 January 2013.

Independent
Non-Executive Chair,
Member of Risk Committee

Roger has more than 30 years' global experience investing in, financing and running growth companies.

He was formerly CEO of ABN AMRO Asia Pacific Securities and Global Head of Technology for ABN AMRO Bank, and subsequently founded North Ridge Partners, a technology investment bank. He has served as a director or chair of multiple technology companies, including travel.com.au Limited (ASX: TVL), which he chaired until its sale.

Roger is currently the Chair of Iress Limited (ASX: IRE) and Lotto New Zealand (which is Government owned) and is a Non-Executive Director of Geo Limited (a privately owned Company).

John Guscic.

(Executive MBA, BEc)

Appointed
25 January 2006.

Managing Director

John was appointed as Managing Director in February 2011, after serving on the Webjet Limited Board since 2006.

John was previously Managing Director, Asia Pacific for GTA and formerly Managing Director of the Travelport Business Group, Pacific region.

Based in Tokyo, Japan, he was responsible for the Galileo and GTA brands in Australia, New Zealand, Japan, Korea and Indonesia. Previous to that John was Managing Director, Galileo South Pacific and Flairview Travel.

Don Clarke.

(LLB. Hons)

Appointed 10 January 2008.

Independent Non-Executive Director and Deputy Chair, Chair of Risk Committee, Member of Remuneration and Nomination Committee

Don is a lawyer and company director. He has extensive commercial law and business experience from over 30 years advising both ASX listed and private companies.

In addition to being a consultant to the law firm, MinterEllison (having retired on 30 June 2015 after 27 years as a corporate partner of the firm), Don is a Non-Executive Director of Zoono Group Limited (ASX: ZNO) and a director of several other unlisted public and private companies.

Brad Holman.

(BCom)

Appointed 19 March 2014.

Senior Independent Non-Executive Director, Chair of Remuneration and Nomination Committee, Member of Audit Committee

Brad has over 20 years' experience working in and providing services to the travel industry, including President for Travelport's Asia Pacific, Europe, Middle East and African Operations.

Brad more recently was the President for International Markets for Blackbaud, a NASDAQ listed software and services company specifically focussed on serving the non-profit community. He was responsible for developing and leading the company's international business strategy and new market entry. Brad left Blackbaud in November 2015 after serving five years in the role. Brad is also an Executive Director of ATI Business Group, a business process management and technology company providing services to the travel and aviation sector.

Denise McComish.

(FCA, MAICD)

Appointed 1 March 2021.

Independent Non-Executive Director, Chair of Audit Committee, Member of Risk Committee

Denise has extensive strategy, financial, corporate and board experience across multiple sectors.

She is also a Non-Executive Director of Mineral Resources (ASX: MIN), Macmahon Holdings (ASX: MAH) and Gold Road Resources (ASX: GOR), WA electricity gentailer Synergy and not-for-profit organisation Beyond Blue. Denise is a member of the Australian Takeovers Panel, a WA Division Councillor at AICD and Chair of the Advisory Board for the School of Business and Law at Edith Cowan University. She is a member of Chief Executive Women and AICD. Denise was a partner with KPMG for 30 years, specialising in audit and advisory services, and a member of the Board of KPMG Australia for 6 years.

Katrina Barry.

(LLB, BCom, GAICD)

Appointed 17 October 2022.

Independent Non-Executive Director, Member of Audit Committee, Member of Remuneration and Nomination Committee

Katrina has 15 years' experience as a non-executive director across the tourism, fintech and financial services sectors, including serving on the Board of the Australian Federation of Travel Agents (AFTA) until March 2022.

Katrina is also a Non-Executive Director of PetSure and was the Global CEO of me&u until January 2024. After an early career at McKinsey & Co, her previous roles have included the Non-Executive Chair of Hollard Insurance Australia/New Zealand, Managing Director of Contiki Holidays and Trafalgar Tours Australasia, Head of Digital & Direct Businesses at BT Financial Group, and various strategy and investment roles over a long tenure with the Virgin Group, including Co-Founder of the gym chain, Virgin Active.

Directors' Report.

Your Directors present their report on the Consolidated Entity consisting of **Webjet Limited** and the entities it controlled at the end of, or during, the twelve-month period ended 31 March 2024.

For the purposes of this Directors' Report, the terms "**Company**" and "**Webjet**" refer to Webjet Limited and "**Group**" and "**Consolidated Entity**" refer to Webjet Limited and its consolidated entities.

Directors

The Directors of the Company are as follows:

- Roger Sharp, Chair
- John Guscic, Managing Director
- Don Clarke
- Brad Holman
- Denise McComish
- Katrina Barry
- Shelley Roberts (resigned 22 November 2023)

The qualifications, experience and special responsibilities of the Directors are provided on pages 22 to 23.

Company secretaries

- Tony Ristevski BCom (Hons), ACA, Executive MBA (appointed May 2018)
- Ella Zhao BCom/LLB (Hons) (appointed September 2021)
- Meaghan Simpson BCom/LLB (Hons) (appointed 10 May 2023)

Meetings of directors

The number of meetings of the Company's Board of Directors and of each Board committee held during the twelve-month period ended 31 March 2024, and the number of meetings attended by each Director were:

Director	Board		Audit Committee		Remuneration and Nomination Committee		Risk Committee	
	A	B	A	B	A	B	A	B
Roger Sharp	7	7					4	3
John Guscic	7	7						
Don Clarke	7	7			3	3	4	4
Brad Holman	7	7	4	4	3	3		
Denise McComish	7	7	4	4			4	4
Katrina Barry (joined Audit Committee on 22 November 2023)	7	7	1	2*	3	3		
Shelley Roberts (resigned on 22 November 2023)	5	5	3	3	1	1		

A = Number of meetings held while the director was a member of the Board or relevant Committee.
B = Number of meetings attended.
* Katrina Barry attended one Audit Committee meeting at the invitation of the Committee and one meeting as an Audit Committee member.

Principal activities.

The principal activity of the Group is the online sale of travel products, including flights and hotel rooms. The Group's business consists of a B2B wholesale division – WebBeds – and two retail B2C businesses – Webjet OTA and GoSee.

WebBeds

WebBeds, the Company's business to business (B2B) travel business, is a global online marketplace for the travel trade, an intermediary connecting hotels and other travel service suppliers to a distribution network of travel buyers all over the world. WebBeds sources hotel inventory from travel suppliers, connects, aggregates and merchandises that content in their platform, the WebBeds Marketplace, and distributes it to a global network of travel buyers (distribution partners), who sell to the travelling public. WebBeds is one of the few truly global B2B providers, connecting worldwide hotels looking to fill rooms with a diverse global network of travel buyers looking to find rooms for their travelling customers.

WebBeds offers rooms at more than 500,000 hotels around the world. Our hotel supply partners include over 31,000 directly contracted independent properties, over 62,000 directly contracted chain properties and over 70 integrated third-party wholesalers. WebBeds also offers a wide range of ground and transfer services.

WebBeds provides its customers with fast, easy access to global hotel room inventory. WebBeds distributes its products to a global network of more than 50,000 travel buyers across retail, wholesale and emerging channels. Customers include retail and corporate travel agents, OTAs, wholesalers, tour operators and Super-Apps.

webjet.com.au

Based in Melbourne, Australia, Webjet OTA is the #1 online travel agency (OTA) in Australia and New Zealand, with more than 50% of the entire OTA flights market in Australia and New Zealand.

Webjet OTA's focus has always been to offer the greatest convenience and choice by enabling customers to compare, combine and book the best domestic and international travel flight deals, hotel accommodation, holiday package deals, travel insurance and car hire worldwide. Since its inception in 1998, Webjet OTA has been at the forefront of online innovation, leading the way in online travel tools and technology. Webjet offers unparalleled travel choice, 24/7 customer support, a wide choice in payment options and award-winning customer service.

GoSee

Based in Auckland, New Zealand, GoSee is a market leading specialist in the provision of global rental car and motorhome bookings.

Financial performance.

Financial results

The FY24 results represent the twelve-month period from 1 April 2023 to 31 March 2024.

	FY24 $ m	FY23 $ m	Change $ m	Change %
Total transaction value	**5,585.0**	4,345.5	1,239.5	29%
Revenue	**471.5**	364.4	107.1	29%
Revenue margin	**8.4%**	8.4%	n/a	+6bps
Operating expenses, net of other income	**(282.5)**	(227.6)	(54.9)	24%
Share of net profit of equity accounted investees	**(0.9)**	(2.0)	1.1	(55%)
EBITDA before non-operating expenses and share based payments	**188.1**	134.8	53.3	40%
EBITDA margin	**40%**	37%	n/a	+290bps
Share based payments	**(6.7)**	(7.6)	0.9	(12%)
Non-operating income/(expenses)	**9.5**	(12.2)	21.7	(178%)
Impairment expenses	**(38.8)**	(5.9)	(32.9)	558%
Depreciation and amortisation	**(29.7)**	(44.5)	14.8	(33%)
Acquisition amortisation	**(15.8)**	(24.1)	8.3	(34%)
Net finance costs	**2.1**	(21.7)	23.8	(110%)
Profit/(loss) before tax	**108.7**	18.8	89.9	478%
Income tax (expense)/benefit	**(36.0)**	(4.3)	(31.7)	737%
Net profit/(loss) after tax (NPAT)	**72.7**	14.5	58.2	401%
NPAT A (before impairment and acquisition amortisation)	**135.3**	44.5	90.8	204%

The Group delivered a record result with underlying EBITDA of $188.1 million, an increase of 40% over FY23. Bookings were up 21% to 8.7 million; TTV up 29% to $5.6 billion and Revenue up 29% to $471.5 million.

WebBeds
All key metrics for WebBeds were significantly ahead of FY23 levels. Accelerating growth in Asia Pacific and North America helped drive Bookings growth and TTV improved in line with higher average bookings values and foreign exchange tailwinds. Expenses reflect annualized headcount increases made last year to effectively scale going forward, as well as the significant increase in booking volumes. EBITDA reflects the focus on targeting absolute EBITDA growth with scale benefits coming through.

Webjet OTA
Webjet OTA saw strong improvement across all key metrics compared to FY23. Bookings were driven by growth in international as domestic continues to be subdued. Higher margin products and new revenue sources are helping offset the lower commission now earned on international fares. Together with the continued focus on cost efficiencies, this helped deliver a significant increase in EBITDA.

GoSee
GoSee saw improvement over FY23 as domestic demand returns and stock levels increase for Cars, but profitability continues to be impacted by Motorhomes. International tourism is yet to fully return to New Zealand and Motorhome supply levels remain very depressed and high prices are impacting conversion. Profitability is highly linked to the return of international tourism into New Zealand.

Corporate
Net finance cost for the year includes remeasurement gain of $10 million on capital management initiatives undertaken during the year. Refer to Note 1.4(b) for further details.

Impairment charges totalling $38.8 million were recorded during the year, of which $28.3 million was recorded against GoSee goodwill, and $10.5 million relating to the Group's investment in Roomdex, reducing the carrying value to $nil. Refer to Note 1.4(c) for further details.

Investors opted not to redeem the Convertible Notes in April 2024, requiring the effective interest rate on the Notes to be remeasured at reporting date to reflect the April 2026 maturity date. This has resulted in a gain of $25.3 million recorded under 'Gain on remeasurement of Convertible Notes' in the Statement of Profit or Loss. Refer to Note 2.4(b) for further details.

Additional commentary on performance is included in the Company's ASX release and investor presentation lodged with the ASX on 22 May 2024.

Financial position.

	31 March 2024 $ m	31 March 2023 $ m	Change $ m
Cash and cash equivalents	**630.1**	513.9	116.2
Trade and other receivables	**280.0**	205.0	75.0
Intangible assets	**790.6**	802.5	(11.9)
Other assets	**99.6**	66.8	32.8
Total assets	**1,800.3**	1,588.2	212.1
Trade and other payables	**523.6**	433.7	89.9
Other current liabilities	**73.6**	67.2	6.4
Borrowings	**224.3**	235.5	(11.2)
Other non-current liabilities	**38.0**	17.6	20.4
Total liabilities	**859.5**	754.0	105.5
Net assets	**940.8**	834.2	106.6
Share Capital	**1,066.7**	1,050.1	16.6
Retained losses and reserves	**(125.9)**	(215.9)	90.0
Total equity	**940.8**	834.2	106.6

Cash and cash equivalents increased from March 2023, mainly attributable to cash inflows from operations of $183.8 million due to the continued resumption in travel, as well as effective cost management. This was partially offset by investments in capital management initiatives of $33.3 million and a further $41.4 million spent on essential and strategic capital expenditure projects and initiatives.

Trade and other receivables increased during the year due to higher trading volumes in WebBeds and continue to be managed in line with the enhanced credit policy, with debtor days materially lower than pre pandemic levels.

Intangible assets decreased primarily due to an impairment charge recorded of $28.3 million against GoSee goodwill (refer to Note 1.4(c) for further details) and movements in foreign currency exchange, with current period capital expenditure of $36.9 million and amortisation costs of $37.3 million.

Other assets increased from March 2023, primarily due to the recognition of the capital management initiatives at market value ($43.3 million at 31 March 2024, refer to Note 2.2 for further details). This was offset by a $8.3 million decrease in deferred tax assets from the utilisation of carried forward tax losses, an impairment charge against the investment in Roomdex of $10.5 million and non-cash right of use additions of $13.4 million predominantly from renewed leases in Melbourne, London and Manila.

Trade and other payables increased in line with TTV growth in WebBeds with payment terms contracting due to supply mix.

Other current liabilities increased primarily due to the resumption in travel and associated activities of the Group, with an increase of $6.4 million in current tax liabilities and $5.3 million in deferred revenues offset by the redemption of gift vouchers on issue of $2 million and reduction in other liabilities of $2.6 million.

The movement in Borrowings during the period is due to a remeasurement of the Convertible Notes of $25.3 million due to the expiration of investor put options not taken, offset by amortisation expense related to the Notes.

The increase in other non-current liabilities is mainly due to the increase in deferred tax liabilities of $8.5 million and lease liability of $9 million for the aforementioned renewal of office leases.

Share capital increased because of the exercise of LTI instruments (share Options and Rights), refer to Note 4.1 for further details. Retained losses and reserves moved due to impacts of profit for the year, foreign currency translation reserve movements ($12.3 million) and additional LTI expenditure with deferred tax effect.

Dividend

No final dividend has been declared by the Directors for FY24.

Material business risks

Webjet Limited is exposed to a range of economic, business, and social sustainability risks and seeks to mitigate any material exposures to its operations through a range of measures aligned with its risk management framework.

Key economic, business and social sustainability risks include:

Economic risks

- Pandemics and health crises
- Economic conditions
- Changes within specific markets in which we operate
- Changes in consumer preferences
- Increased competition
- Financial risks
- Indirect taxes
- Impact of war, terrorism, and other external events
- Changes to Government policies and regulations
- Technological disruption
- Technology/IT system failure

Business and social sustainability risks

- Data security
- Protection of personal information
- Retention of key personnel
- Reputation risks
- Supplier relationships
- Customer loyalty
- Intellectual property
- Strategy/M&A

The Company's approach to risk management is based on established governance processes and relies on both individual responsibility and collective oversight, supported by various tools to facilitate comprehensive reporting. This approach balances strong corporate oversight at corporate level allowing proactive participation by the senior management team in all significant risk matters, with independent risk management structures within individual business units.

The Risk Committee meets regularly, including with members of the senior management team, to review the material risks faced by the Webjet Group and the business practices and processes in place to minimise these risks or their impact (if a material adverse event or issue should occur). Every effort is made to identify and manage material risks, however, additional risks not currently known or listed above may also adversely affect future performance. Commentary as to how the Company manages material economic risks impacting the business is set out below:

Economic risks

Webjet Limited understands that travel, like all businesses, is subject to key economic risks such as GDP growth, global conflicts, recession, consumer confidence, interest rate and currency movements. Notwithstanding these risks, the Company considers that the online travel industry is experiencing a positive, long term secular growth trend resulting from an ageing population, the product and price discovery available via the Internet, and the relatively low real pricing of travel products in today's environment. Webjet Limited offers its customers a suite of global destinations and related products, which enables it to respond to changes in demand based on changing economic conditions. Further, diversification in its B2B and B2C businesses provides a hedge against economic, climatic, and related risks. The WebBeds business operates in numerous markets around the world, some of which are facing political and economic instability which could impact demand for the Company's products or people's willingness to travel in those markets. Webjet Limited continues to diversify and grow its global source and distribution markets to minimise reliance on any singular market or product range.

Further details as to how the Company seeks to manage the material environmental, social and governance risks impacting its business are set out in the Company's Sustainability Report which is available on our investor website (www.webjetlimited.com/corporate-governance/).

Directors' Report.

Likely developments and expected results of operations

Other than as discussed elsewhere in this report, the Group will continue to focus on organically growing the B2C businesses while the B2B business strategy will be a combination of organic and inorganic growth.

Environmental regulation

The Consolidated Entity is not affected by any significant environmental regulation in respect of its operations.

Indemnification and insurance of officers

Under the Company's Constitution, the Company indemnifies, to the extent permitted by and subject to the *Corporations Act 2001* (Cth), each person who is or has been an officer of the Company or a subsidiary of the Company against liability incurred by that person as an officer of the Company or subsidiary (as the case may be), including any costs, expenses, and reasonable legal fees.

A Deed of Access, Insurance and Indemnity is in place for directors, secretaries and KMP, under which the Company has agreed to provide indemnification to the extent permitted by law. No director or officer has received a benefit under an indemnity from the Company during or since the financial year.

During the financial year, the Company paid a premium to insure the directors and officers of the Company and its controlled entities. The contract of insurance prohibits disclosure of the insured sum, the amount of premium and the nature of the liabilities insured.

Indemnity of officers and auditors

To the extent permitted by law, the Company has agreed to indemnify its auditor, Deloitte Touche Tohmatsu, as part of the terms of its audit engagement agreement against certain claims by third parties arising from the audit. No payment has been made to indemnify Deloitte Touche Tohmatsu during or since the financial year.

Non-audit fees

Non-audit services that were provided during the current or prior year by the auditor are set out in Note 1.5 of the Financial Report.

The Directors have considered the position and, in accordance with advice received from the Audit Committee, are satisfied that the provision of the non-audit services is compatible with the general standard of independence for auditors imposed by the *Corporations Act 2001* (Cth). The Directors are satisfied that the provision of non-audit services by the auditor, as set out in note 1.5 of the Financial Report, did not compromise the auditor independence requirements of the *Corporations Act 2001* (Cth) for the following reasons:

- all non-audit services have been reviewed by the Audit Committee to ensure they do not impact the impartiality and objectivity of the auditor
- none of the services undermines the general principles relating to auditor independence as set out in APES 110 C*ode of Ethics for Professional Accountants*.

Auditor's independence declaration

A copy of the auditor's independence declaration as required under section 307C of the *Corporations Act* 2001 (Cth) is set out on page 31.

Rounding of amounts

The company is of a kind referred to in ASIC Legislative Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to the "rounding off" of amounts in the Directors' Report and Financial Report. Amounts in the Directors' Report and Financial Report have been rounded off to the nearest one hundred thousand dollars in accordance with that Legislative Instrument.

This report is made in accordance with a resolution of the Directors.

On behalf of the Directors

Roger Sharp
Chair
Melbourne, 22 May 2024

Deloitte.

Deloitte Touche Tohmatsu
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477 Collins Street
Melbourne VIC 3000
Australia
Tel: +61 3 9671 7000
www.deloitte.com.au

22 May 2024

The Board of Directors
Webjet Limited
Level 2
509 St Kilda Road
Melbourne VIC 3004

Dear Board Members,

Auditor's Independence Declaration to Webjet Limited

In accordance with section 307C of the Corporations Act 2001, I am pleased to provide the following declaration of independence to the directors of Webjet Limited.

As lead audit partner for the audit of the financial report of Webjet Limited for the year ended 31 March 2024, I declare that to the best of my knowledge and belief, there have been no contraventions of:

- The auditor independence requirements of the Corporations Act 2001 in relation to the audit; and
- Any applicable code of professional conduct in relation to the audit.

Yours faithfully,

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Chris Biermann
Partner
Chartered Accountants

Remuneration Report.

Dear Shareholders,

On behalf of the Board of Directors, I present the Webjet Group's Remuneration Report for the financial year ended 31 March 2024 (FY24).

FY24 heralds another period of significant growth for the Webjet Group, with Bookings, TTV, Revenue, and EBITDA outcomes all significantly ahead of the previous reporting period and exceeding pre-pandemic levels. **This demonstrates the team's exceptional efforts in driving robust performance** across all business segments and strong adaptability to the constantly evolving travel landscape.

Inflationary pressures and the possibility of an economic downturn have presented a challenge with the potential for limiting travel expenditures, and geopolitical uncertainty has added further complexity to the disruption of travel trends. Despite these challenges, Webjet achieved outstanding results in FY24 (refer below) by maintaining agility and adjusting strategies as required.

Key financial and non-financial highlights for FY24 included:

- TTV was $5,585 million, an increase of 29% on FY23 and Revenue was $472 million, up 29%.
- Underlying operations reported an EBITDA of $188 million, compared to $135 million for the same period last year driven by the outstanding performance of the WebBeds business.
- Increase in share price by 26% and a market capitalisation of approximately $3.4 billion as at 31 March 2024.
- Cash balance of $630 million as at 31 March 2024, an increase of $116 million from FY23.
- Maintaining above peer average employee engagement.
- Significantly improving Webjet OTA's customer service call centre performance.
- Enhancing security measures across the Company.

FY24 Executive remuneration outcomes

Fixed remuneration

The Webjet Group continues to demonstrate strong momentum and the Board recognises the importance of motivating and retaining our key executives to deliver on our growth ambitions. Following on from the review of the Managing Director's remuneration completed in FY23, this year we undertook a market benchmarking review of the fixed remuneration arrangements for the Chief Financial Officer (CFO) and the Chief Operating Officer (COO).

Due to the CFO and COO's extensive experience and calibre, and the limited pool of talent in the online travel services industry, the Board determined a market positioning of between the 50th and 75th percentile of benchmarking peers was appropriate. The review noted the substantial gap in fixed remuneration versus peers, particularly when reflected against the performance the Group has delivered. The Board determined it was necessary to increase fixed remuneration in order to appropriately motivate and retain the CFO and COO for the value and contribution they continue to bring to the Company and to ensure alignment with market peers. Applying the market position ranking, the Board set FY24 fixed remuneration for both the CFO and COO at $790,000, an increase of 32% and 22%, respectively.

Section 4(c) sets out the Company's benchmarking policy and the comparator groups used to inform the CFO and COO fixed remuneration increases for FY24. No change was made to the Managing Director's fixed remuneration during the year.

Short-term incentives (STI)

Reflective of the Group's strong financial and non-financial performance in FY24, the Executive Key Management Personnel (KMP) team achieved 86% of their maximum STI opportunity (refer to section 5(b) for further details).

Long-term incentives (LTI)

Various Options, Retention Rights and Performance Rights vested during FY24:

- 100% of the final tranche of Options granted to the MD in FY21, as well as the Retention Rights granted to the CFO and COO in FY21, vested. These grants were determined as necessary due to the uncertainty brought by the COVID-19 pandemic and in recognition of a mix of foregone fixed remuneration, cancelled LTI incentives, as well as cancelled STI awards in FY20 and FY21. It was also an incentive for those with integral technical skills in high demand to remain with the Company through the period of COVID recovery. Considering Webjet's significant turnaround since the time of the grant, with financial results now exceeding pre-pandemic levels, the Board considered these outcomes to be appropriate for the reward and retention of the key executives who have driven these returns for our shareholders.
- 100% of the LTI Options granted to Executive KMP (excluding the MD) in FY21 vested in August 2023, based on achieving a share price growth of 86% over the performance period.
- LTI Performance Rights granted to Executive KMP (excluding the MD) in FY22 vested in March 2024, based on a TSR growth of 58% over the performance period. which is above the 75th percentile relative to ASX200 listed entities (excluding banks, resource companies, listed property trusts and ETF/index-based companies).

The structure of these grants is set out in section 4(e), and the outcomes are detailed in section 5(b).

Managing Director's Service Agreement

On 10 May 2023, the Board was pleased to announce John Guscic's new service agreement with the following key terms:

- Ongoing agreement with no fixed term, effective 10 May 2023;
- Fixed annual remuneration of $1.6 million;
- Annual maximum STI opportunity of 100% of fixed remuneration, subject to the achievement of both financial (80%) and non-financial targets (20%); and
- Annual maximum LTI opportunity of 200% of fixed remuneration, subject to challenging performance conditions assessed over a 3-year performance period.

Complete details of the Managing Director's remuneration arrangements were disclosed in the 2023 Notice of AGM and the FY23 Remuneration Report.

Remuneration Report.

Non-Executive Director remuneration

As noted in the FY23 Remuneration Report, to ensure Webjet Group remains competitive to attract and retain suitably qualified Non-Executive Directors (NEDs) to oversee the Group's ongoing growth and success, base fees and committee fees for the Chair and NEDs increased from 1 April 2023 (refer to section 6(a) for further details). This represented the first change to Chair and NED fees since FY17. There are no increases contemplated for FY25.

Looking ahead to FY25

The Board reviews Executive and NED remuneration structure and quantum on an annual basis to ensure it is aligned with market practice, stakeholder expectations and our evolving strategy. In response to feedback received at our 2023 AGM, the Board determined to adjust the performance measures under the FY25 LTI grant for Executive KMP. For FY24, LTI was subject to a relative TSR and absolute EBIT CAGR measure. For FY25, the LTI grant will be subject to an underlying EPS CAGR measure, rather than an absolute EBIT CAGR, with a view to improving alignment with market practice and creating a greater degree of separation between the measures that apply to our long-term and short-term remuneration frameworks. We do not anticipate any changes to Managing Director or KMP's fixed remuneration in FY25.

Moving forward, the focus will continue to be on remuneration policies that encourage and reward executives for superior performance, whilst reinforcing the desired standards and culture across the Company. We will also continue to seek to align management with the interests and expectations of shareholders and other stakeholders.

We thank you for your continued support and feedback on our remuneration practices, and we look forward to engaging with you in the future.

Yours sincerely

Brad Holman
Chair, Remuneration and Nomination Committee

Contents

1. Introduction.

We are pleased to present the Remuneration Report for the period ending 31 March 2024.

This Remuneration Report has been prepared in accordance with section 300A of the *Corporations Act 2001* (Cth) (Act) and the applicable Corporations Regulations. The Report outlines the Company's overall remuneration strategy for the period 1 April 2023 to 31 March 2024 and provides detailed information on the remuneration arrangements for KMP, being those people who have the authority and responsibility for planning, directing, and controlling the Company's activities, either directly or indirectly, including any Director.

For the purposes of this Remuneration Report, the terms "Company" and "Webjet" refer to Webjet Limited and "Group" refers to Webjet Limited and its controlled entities.

2. KMP for 2024.

The tables below show all the KMP covered by the FY24 Remuneration Report:

Non-Executive Directors		Term
Roger Sharp	Chair Risk Committee – Member	Full term
Don Clarke	Deputy Chair Risk Committee – Chair Remuneration and Nomination Committee – Member	Full term
Brad Holman	Lead Independent Director Remuneration and Nomination Committee – Chair Audit Committee – Member	Full term
Shelley Roberts	Audit Committee – Member (Resigned on 22 November 2023) Remuneration and Nomination Committee – Member (Resigned on 22 November 2023)	Part term
Denise McComish	Audit Committee – Chair Risk Committee – Member	Full term
Katrina Barry	Remuneration and Nomination Committee – Member Audit Committee – Member (Appointed on 22 November 2023)	Part term

Executive Director		Term
John Guscic	Managing Director	Full term

Executives		Term
Shelley Beasley	Global Chief Operating Officer and Chief Executive Officer – B2C Division	Full term
Tony Ristevski	Chief Financial Officer and Company Secretary	Full term

3. Executive KMP remuneration philosophy and principles.

3(a) Philosophy

Remuneration has a key role to play in driving the culture at Webjet, supporting the implementation and achievement of Webjet's strategy for the growth of its business and aligning the interests of our employees with those of our shareholders.

The Executive KMP remuneration is designed to attract, retain, and motivate our experienced management team in achieving the Group's business objectives. Remuneration also needs to promote the Company's desired culture and business ethics, as well as aligning the activities of management with the interests of Webjet's shareholders.

The remuneration framework aims to encourage management to strive for superior performance by rewarding the achievement of targets that are challenging, clearly understood and yet within the control of individuals to achieve through their own efforts.

The remuneration mix is designed to reward the achievement of both short-term objectives and the creation of long-term sustainable value. It is the Committee's belief that a focus on longer-term business growth and success is more likely to create value for shareholders than the promotion and reward of short-term results. A considerable proportion of Executive KMP remuneration is 'at risk,' which drives performance and provides an alignment with the interests of shareholders.

3(b) Principles

The following summarises the key principles which underpin the structure and quantum of Executive KMP remuneration arrangements across the Group. FY24 remuneration principles are largely unchanged from the previous year.

3(c) Share ownership

Although the Company does not have a prescribed minimum shareholding requirement for Executive KMP, all Executive KMP are encouraged to have a meaningful shareholding in Webjet to ensure alignment with shareholders and encourage an 'ownership' mindset (noting that the Managing Director holds a significant number of shares in Webjet). This is supported by awards under our LTI plan being granted entirely in equity.

4. Executive KMP Remuneration.

4(a) Remuneration components

How was remuneration structured for FY24?

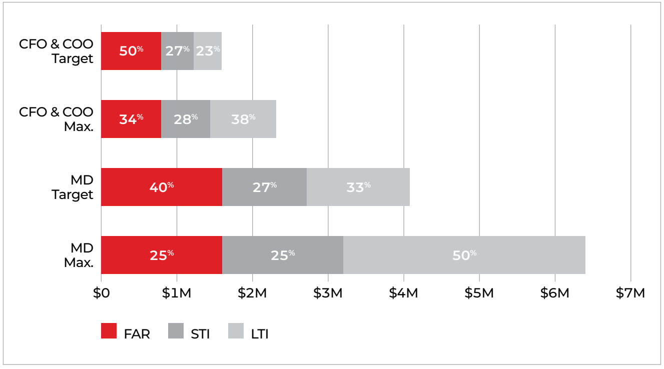
Webjet's FY24 remuneration structure was designed with four distinct purposes in mind

1.	2.	3.	4.
It must support the implementation and achievement of the Company's overall strategy.	The remuneration structure must attract, motivate, and retain the talent required to drive the long-term success of the Company's business.	Remuneration must be reasonable and align the interests of management and shareholders.	The remuneration structure must promote the desired behaviours, culture, and ethics across the Company, particularly in the context of excellence and customer service.

<table>
<tr><th>Remuneration Component</th><th>Fixed Annual Remuneration (FAR)</th><th>Short Term Incentive (STI)</th><th>Long Term Incentive (LTI)</th></tr>
<tr><td>Purpose</td><td>To attract and retain key executive talent.</td><td>To focus the efforts of the Executive KMP on those performance measures and outcomes that reflect the Group's annual strategy.</td><td>Align the interests of Executive KMP with shareholders and focus on the achievement of sustainable long-term value creation.
Rewards are tied to the achievement of longer-term strategic goals and out-performance.</td></tr>
<tr><td>Vehicle</td><td>Base salary, superannuation and other benefits.</td><td>Cash paid after the end of each financial year.</td><td>Performance Rights, subject to performance over a 3-year performance period.</td></tr>
<tr><td>FY24 Approach</td><td>Base salary is broadly aligned with:
• The salaries for comparable roles in both Australian and global companies of similar global complexity, size, reach and industry; and
• Each Executive KMP's responsibilities, location, skills, performance, qualifications, and experience.</td><td>For FY24, the STI is comprised of two components:
• A financial component, based on the achievement of underlying EBIT.
• Strategic measures, based on a mix of strategic hurdles including ESG.</td><td>For FY24, Executive KMP (including the MD) are under the same LTI plan.
LTI is subject to the following performance hurdles, in addition to a service condition:
• Relative TSR compared to the ASX200, with outcomes determined regarding the following vesting scale:
<table>
<tr><th>Percentile ranking</th><th>% of Rights that vest</th></tr>
<tr><td>< 40th</td><td>0%</td></tr>
<tr><td>= 40th</td><td>25%</td></tr>
<tr><td>>40th and <50th</td><td>Pro-rata</td></tr>
<tr><td>=50th</td><td>35%</td></tr>
<tr><td>>50th and <75th</td><td>Pro-rata</td></tr>
<tr><td>≥75th</td><td>100%</td></tr>
</table>
• Absolute EBIT CAGR with outcomes determined regarding the following vesting scale:
<table>
<tr><th>Scaling 3-year EBIT CAGR</th><th>% of Rights that vest</th></tr>
<tr><td><20%</td><td>0%</td></tr>
<tr><td>=20%</td><td>40%</td></tr>
<tr><td>>20% and <25%</td><td>Pro-rata</td></tr>
<tr><td>=25%</td><td>50%</td></tr>
<tr><td>>25% and <35%</td><td>Pro-rata</td></tr>
<tr><td>≥ 35%</td><td>100%</td></tr>
</table></td></tr>
<tr><td>Opportunity (as a % of FAR, at maximum)</td><td>N/A</td><td>• MD: 100%
• COO & CFO: 82.6%</td><td>• MD: 200%
• COO & CFO: 110%</td></tr>
</table>

4(b) Remuneration Mix for FY24

Executive KMP remuneration opportunities



4(c) Executive KMP remuneration benchmarking policy and FY24 changes

Benchmarking policy

To provide a reference point against which to judge what may be appropriate remuneration arrangements for Webjet's Executive KMP in terms of quantum and structure, Webjet utilises benchmarking groups that comprise of companies that are as similar as possible to Webjet not only in terms of industry sector and nature of business but also in terms of size and complexity of business operations. Market capitalisation has the highest correlation with remuneration, however, recognising the difficulty of finding peers that are directly comparable to Webjet's operations, two benchmarking groups are utilised for the purposes of benchmarking:

- A market capitalisation peer group, comprised of 22 companies with 11 companies above and 11 below Webjet's market capitalisation as at January 2023, when the group was designed. This group is a primary reference point as the statistics derived are highly relevant to Webjet's scale of operations; and
- A bespoke industry peer group comprised of eight companies operating in the online services sector that face similar operational and market competition challenges to Webjet.

The following tables outline the constituents in each of these peer groups:

Market capitalisation peer group	
• Seek Ltd	• Corporate Travel Management Ltd
• CAR Group Ltd	• ARB Corp Ltd
• Qube Holdings Ltd	• Bapcor Ltd
• JB Hi-Fi Ltd	• APM Human Services International Ltd
• Technology One Ltd	• EVT Ltd
• Nextdc Ltd	• Domain Holdings Australia Ltd
• Flight Centre Travel Group Ltd	• IRESS Ltd
• Breville Group Ltd	• Kelsian Group Ltd
• Reliance World Corp Ltd	• Megaport Ltd
• Downer EDI Ltd	• Data#3 Ltd
• Super Retail Group Ltd	• Nearmap Ltd(1)

(1) Delisted on 19/12/2022

Industry peer group
• REA Group Ltd
• Seek Ltd
• CAR Group Ltd
• Flight Centre Travel Group
• Corporate Travel Management Ltd
• Domain Holdings
• Sigma Healthcare Ltd
• Elanor Investor Group

It should be noted that the comparator groups were designed in January 2023, based on Webjet Limited's market capitalisation at the time of $2.5 billion. Since then, Webjet Limited's market capitalisation has increased to $3.4 billion, which has been considered in the Board's review in FY24.

Considering the benchmarking data arising from the above comparator groups, the Board will also consider a range of additional factors when reviewing KMP remuneration each year, including:

- The criticality of the role to successful execution of the business strategy;
- The individuals' skills and calibre;
- Role tenure;
- Scarcity of talent in the market;
- Market and investor sentiment; and
- The Company's growth trajectory.

FY24 fixed remuneration changes

During FY24, subsequent to the review completed in FY23, the Board conducted a comprehensive review of fixed remuneration arrangements for the CFO and COO. As a result of this review, and considering the factors noted above, it was determined to increase the fixed remuneration for both the CFO and COO to $790,000. This increase reflects the criticality of retaining our CFO and COO to maintain momentum through this phase of significant growth, particularly in an industry sector with a high demand for senior executives. Shelley Beasley (COO) has been with Webjet for over 13 years and has over 25 years' of experience in the travel technology industry with globally recognised firms, and significant management experience in leading global commercial and operational teams. Tony Ristevski (CFO) has been with Webjet for over 6 years and has more than 15 years' experience working in a range of senior finance and corporate roles in Australia and overseas, with extensive experience working with companies undergoing growth, both organically and inorganically. The Board considers both Ms Beasley and Mr Ristevski to be high calibre executives, and the loss of either Executive would be a significant detriment to Webjet and its shareholders. As such, the Board has determined to position their fixed remuneration quantum above the median of market capitalisation of industry peers, between the 50th and 75th percentile.

Also during FY24, subsequent to the review completed in FY23, Mr Guscic's new ongoing service agreement commenced from 10 May 2023 with the following key terms:

- Fixed annual remuneration of $1.6 million;
- Annual maximum STI opportunity of 100% of fixed remuneration, subject to the achievement of both financial and non-financial targets – with the weighting on financial measures at 80%; and
- Annual maximum LTI opportunity of 200% of fixed remuneration, subject to challenging performance conditions assessed over a 3-year performance period.

4(d) Executive KMP remuneration components

Fixed Annual Remuneration (FAR)

FAR comprises of base salary plus any other fixed elements such as superannuation, allowances, and benefits.

During FY24, the fixed remuneration for the MD was $1,600,000 per annum. The MD's FAR is inclusive of all director's fees in respect of any directorship held by Mr Guscic in the Webjet Group and all superannuation entitlements.

The COO and CFO were awarded an approximate increase of 22% and 32% respectively for FY24.

Executive KMP	FY23 FAR	FY24 FAR	% Increase
John Guscic	$1,600,000	**$1,600,000**	0%
Shelley Beasley	$650,000	**$790,000**	22%
Tony Ristevski	$600,000	**$790,000**	32%

4(d) Executive KMP remuneration components (continued)

FY24 Short-Term Incentive (STI)	
Purpose	Executive KMP participate in the annual STI plan, which puts a proportion of remuneration 'at risk'. The STI rewards executives for performance against measures set by the Board at the beginning of each financial year and are linked to Webjet's objectives and strategy on an annual basis.
Performance period	1 April 2023 to 31 March 2024
Opportunity	See table below
Performance measures	It will generally be the case that specific financial benchmarks will constitute over a 50% weighting when setting the STI measures applicable to each of the Executive KMPs. For FY24, the STI measures and weightings for Executive KMP were as follows: (see table below). See section 5(b) for a summary of the MD, the COO and the CFO's STI award outcomes for FY24.
Vesting scale	Vesting scale for the financial (underlying EBIT) component of the STI for MD, CFO and COO were follows: (see table below)
Cessation of employment	If employment is terminated for cause, the clawback provisions (noted below) will apply. If the employment contract terminates because of redundancy, death, serious illness or disability, the Board retains a residual discretion to permit retention and/or exercise of unvested Rights. In all other circumstances, subject to the clawback provisions, the unvested Rights will be retained on a pro-rata proportion (based on the portion of FY24 that has elapsed) for testing at the end of the performance period.
Clawback	Vested and unvested Rights are subject to the clawback provisions, and subject to the discretion of the Board, will lapse if, among other things, material breaches of their obligations to the Company have occurred, or fraudulent actions in relation to the affairs of the Company have been undertaken.
Change of control	If a change of control event occurs, the Board has discretion to determine that all or a portion of the Rights will, subject to the vesting conditions remaining capable of being satisfied at that time, vest at an earlier date to be determined by the Board.
Changes for FY25	The Remuneration Committee reviews the provisions of its STI arrangements each year to ensure that they are and remain consistent with good corporate practice.

Opportunity

	Opportunity as a % of FAR	
	Target	Maximum
MD	70%	100%
COO & CFO	55%	82.6%

Performance measures

	Weighting (as a % of total award)		
Measure	MD	CFO & COO	Rationale for measure
Budget Underlying EBIT	80%	64%	The use of Underlying EBIT is an appropriate financial measure as it is viewed by the Board as being a key driver of value creation.
Strategic (non-financial) measures	20%	36%	Strategic measures are unique to each Executive KMP. This year they included employee measures, cash conversion, artificial intelligence, security, SAP implementation, OTA Call Centre implementation and ROIC. Non-financial measures are set to drive the right corporate, cultural and ethical behaviours and reward delivery of the Group's strategy.

Vesting scale

Performance Level	% of Audited Underlying EBIT achieved	MD Proportion that vests	CFO & COO Proportion that vests
Below Threshold	<90%	Nil	Nil
Between Threshold but below Target of 100%	90%-100%	25% of the FAR plus a further 2.5% for each incremental 1% by which the Audited Underlying EBIT exceeds 90% of the Budget Underlying EBIT	17.5% of the FAR plus a further 1.75% for each incremental 1% by which the Audited Underlying EBIT exceeds 90% of the Budget Underlying EBIT
Between Target and Stretch	100%-120%	50% of the FAR plus a further 1.5% for each incremental 1% by which the Audited Underlying EBIT exceeds 100% of the Budget Underlying EBIT	35% of the FAR plus a further 1.38% for each incremental 1% by which the Audited Underlying EBIT exceeds 100% of the Budget Underlying EBIT
Stretch	>120%	80%	62.6%

4(d) Executive KMP remuneration components (continued)

Managing Director and Executive KMP's FY24 LTI	
Purpose	To align the interests of Executive KMP with shareholders and focus on the achievement of sustainable long-term value creation.
Performance period	3 years from 1 April 2023 to 31 March 2026.
Opportunity	

	Opportunity as a % of FAR	
	Target	Maximum
MD	85%	200%
COO & CFO	46.5%	110%

Instrument	Performance rights
Grant calculation	The number of Rights granted was determined by dividing the Executive KMP's maximum opportunity amount by the 20-day VWAP of the Company's shares post release of FY24 results.
Performance measures	The performance measures for the vesting of the Rights comprise the following, each with a weighting of 50%:

- a relative total shareholder return (TSR) measure tested over the applicable performance period compared to ASX200 listed entities excluding banks, resource companies, listed property trusts and ETF/index-based companies; and
- an absolute EBIT measure tested over the applicable performance period. The EBIT CAGR measurement would exclude the impact from any possible acquisitions.

The outcomes of each measure are determined with reference to the following vesting scales:

TSR

Webjet's TSR ranking compared to the ASX200 excluding banks, resource companies, listed property trusts and ETF/index-based companies	% of Rights that vest
Below the 40th percentile	0%
At the 40th percentile	25%
Above the 40th percentile and below the 50th percentile	Pro-rata
At the 50th percentile	35%
Above the 50th percentile and below the 75th percentile	Pro-rata
At or above the 75th percentile	100%

Relative TSR aligns Executive KMP with shareholders and provides a clear incentive to outperform peers and maximise returns to shareholders.

Absolute EBIT growth

Scaling 3-year EBIT CAGR	% of Rights that vest
Less than 20%	0%
At 20%	40%
Above 20% and below 25%	Pro-rata
At 25%	50%
Above 25% and below 35%	Pro-rata
At or above 35%	100%

Absolute EBIT is viewed by the Board as having the strongest alignment with long-term value creation at this time.

Service condition	Recipients must remain employees of Webjet over the performance period for Rights to become eligible to vest.
Dividend and voting rights	The Rights do not carry any dividend or voting rights prior to vesting. Once vested, if the Company determines to pay a dividend to its Shareholders, Executive KMP may be entitled to, by way of cash or Shares, a payment equivalent to the value of dividends that would have been payable had they been the holder of the underlying Shares over which the Right is exercisable during a period determined by the Board.
Board discretion	The Company reserves the right to adjust the outcome where appropriate for acquisitions and/or disposals or other events/circumstances which may unreasonably skew the outcome.

4(d) Executive KMP remuneration components (continued)

Managing Director and Executive KMP's FY24 LTI	
Cessation of employment	If the MD ceases to be employed by the Company prior to the Options vesting by reason of death, total and permanent disablement, retirement, or redundancy the Board may, in its discretion: • waive the vesting conditions and determine that some or all of the Options have vested; or • allow the MD to continue to hold some of his unvested Options subject to the same vesting conditions (except for continuity of service). Otherwise, if the MD ceases to be employed by the Company for any other reason before the Options have vested, the Options will lapse.
Clawback	If, in the opinion of the Board, Options vest or may vest because of certain activities such as fraud, dishonesty or gross misconduct, or breach of duties or obligations, the Board may determine that the Options (or resulting shares) held by the MD will lapse or be forfeited, and/or that the MD must pay or repay as a debt the proceeds from the sale of shares allocated under the plan. This also applies to manifest error, where the MD acts in a manner that adversely impacts the reputation and/or standing of Webjet, breaches his employment agreement or an event occurs which would otherwise entitle Webjet to immediately terminate the MD's employment.
Change of control	Subject to the Board's overriding discretion, unvested Options granted to the MD will, subject to the vesting conditions remaining capable of being satisfied at that time, vest in full on the occurrence of a change of control event (e.g., a takeover or scheme of arrangement) in respect of the shares of Webjet.

4(e) Other LTI Grants

Managing Director's LTI – FY21 Options	
Description	Under the previous contract, Shareholder approval was sought on 22 October 2020 for the grant of 4,500,000 long-term incentive options to the MD. The Options aligned with the 3-year term of his contract and were calculated as having a value of 66% (annualised) of the MD's FAR for each of the 3 years. No other LTI was granted to the MD in that 3-year period. The MD is required to hold the Shares for a further 12-month period following Vesting.
Exercise price	$3.08 (which was the VWAP of the Company's shares traded on ASX in the 30 days up to the date of release of the Company's 2020 financial report on 19 August 2020). The Options expire 3 years after vesting.
Vesting conditions	The MD must remain a Webjet employee over the vesting period. Subject to satisfaction of the vesting conditions below, the Options granted to the MD vest in three equal tranches of 1,500,000 options each as detailed below: • Tranche 1 – 1,500,000 Options vest on 19 August 2021 if the VWAP of the Company's shares traded on ASX in the 30-day period prior to 19 August 2021 is greater than or equal to $3.39 per share. • Tranche 2 – 1,500,000 Options vest on 19 August 2022, if the VWAP of the Company's shares traded on ASX in the 30-day period prior to 19 August 2022 is greater than or equal to $3.73 per share: and • Tranche 3 – 1,500,000 Options vest on 19 August 2023, if the VWAP of the Company's shares traded on ASX in the 30-day period prior to 18 August 2023 is greater than or equal to $4.10 per share. The MD has exercised Tranche 1 and 2 of the above options as of the reporting date.
Board discretion, cessation of employment, change of control and clawback	The same provisions apply to the Options awarded as those that have been outlined above in respect of the FY24 LTI.

4(e) Other LTI Grants (continued)

Executive KMP LTI – FY23 Grant	
Description	The CFO and COO qualified in FY23 for grants under the Company's LTI Plan which were designed to provide a long-term element to each participant's overall remuneration package. The number of Rights granted was determined by dividing 55% of the Executive KMP's FAR by $5.75, being the 30-day VWAP share price up to the day of the release of the FY22 results. This award aligned the Executive Management Team with the long-term sustainable growth of the Company and with the creation of shareholder value.
Performance period	3 years (1 April 2022 to 31 March 2025)
Vesting conditions	Recipients must remain Webjet employees over the measurement period. The performance measure is based on the TSR of the Company compared to that of the ASX200 listed entities (excluding banks, resource companies, listed property trusts, ETF/index-based companies). The vesting outcome is determined at the end of the three-year measurement period is as follows:
Board discretion, cessation of employment, change of control and clawback	The same provisions apply to the Rights awarded to the CFO and COO as those that have been outlined above in respect of the FY24 LTI.

Webjet's TSR ranking compared to the ASX200 excluding banks, resource companies, listed property trusts and ETF/index-based companies	% of Rights that vest
Below 40th percentile	0%
At the 40th percentile	25%
Between 40th and 75th percentiles	Pro-rata
At or above the 75th percentile	100%

Executive KMP LTI – FY22 Grant	
Description	The CFO and COO qualified in FY22 for grants under the Company's LTI Plan which were designed to provide a long-term element to each participant's overall remuneration package. The number of Rights granted was determined by dividing 55% of the Executive KMP's FAR by $5.05, being the VWAP of the Company's shares traded on ASX in the 30 trading days prior to the release of the Company's FY21 Results. This award aligned the Executive Management Team with the long-term sustainable growth of the Company and with the creation of shareholder value.
Performance period	3 years (1 April 2021 to 31 March 2024)
Vesting conditions	Recipients must remain Webjet employees over the measurement period. The performance measure is based on the TSR of the Company compared to that of the ASX200 listed entities (excluding banks, resource companies, listed property trusts, ETF/index-based companies) (Comparator Group). During FY22, the Company only used the TSR metric due to impacts of the pandemic and uncertainty over trading, EBITDA and EPS. The scaled vesting for each year is as follows:
Board discretion, cessation of employment, change of control and clawback	The same provisions apply to the Rights awarded to the CFO and COO as those that have been outlined above in respect of the FY24 LTI.

Webjet's TSR ranking compared to the ASX200 excluding banks, resource companies, listed property trusts and ETF/index-based companies	% of Rights that vest
Below 50th percentile	0%
At the 50th percentile	25%
Between 50th and 75th percentiles	Pro-rata
At or above the 75th percentile	100%

4(e) Other LTI Grants (continued)

Executive KMP Retention Rights (Rights)	
Description	In FY21, the Board granted Rights to the CFO and COO with an attaching service condition to act as a retention mechanism for those Executives. The Board resolved to grant the Rights due to the uncertainty brought by the COVID-19 pandemic and in recognition of forgone FAR, cancelled LTI incentives, as well as no STI awards in FY20 and FY21. The MD was not eligible to receive these Rights. No new or further grants of retention Rights were made.
Valuation	The Rights were allocated using a 30-day VWAP of the Company's shares traded on the ASX up to the date of release of the Company's FY20 financial report on 19 August 2020, being $3.08 per Right. The grant was calculated as having a value of 118% and 100% FAR for the Global Chief Operating Officer and Chief Financial Officer & Company Secretary respectively.
Vesting conditions	Recipients must remain Webjet employees over the measurement period. The Rights vest in three equal tranches on an annual basis, 1/3 of the award vesting after each of Years 1, 2 & 3. The Shares received by the KMP on conversion of the Rights to Shares are subject to a further escrow period of 12 months after vesting.
Board discretion, cessation of employment, change of control and clawback	The same provisions apply to the Rights awarded to the CFO and COO as those that have been outlined above in respect of the FY24 LTI.

Executive KMP LTI – FY21 Options	
Description	In FY21, the Executive KMP were granted Options (to subscribe for Ordinary Shares) to align the Executive Management Team with long-term sustainable growth of the Company and with the creation of shareholder value. Options were granted under the LTI as options act in such a way that there are intrinsic Company growth hurdles i.e. the Options have a higher value as the Company share price increases. This aligns the Executive Management Team with the long-term sustainable growth of the Company and with the creation of shareholder value. The grant was calculated as having a value of 53% and 59% of FAR for the Global Chief Commercial Officer and Chief Financial Officer & Company Secretary respectively. During the year, the Board approved to provide Shelley Beasley with a loan of $1.1 million, at a commercial interest rate for a term of one year. As part of the loan terms, the loan was used to exercise FY21 vested options and is unsecured. Interest is accrued and is due and payable at the end of loan term.
Exercise price	$3.08 (which was the VWAP of the Company's shares traded on ASX in the 30 days up to the date of release of the Company's 2020 financial report on 19 August 2020). The Options expire 3 years after vesting.
Vesting conditions	The Executive KMP must remain Webjet employees over the measurement period. The Options were eligible to vest on 18 August 2023, based on the following vesting scale:

30-day VWAP of the Company's ordinary Shares to the vesting date (vesting assessment price)	% of Options that vest
Below $3.69	0%
$3.69	50%
Between $3.69 and $4.10	Pro-rata
At or above $4.10	100%

See section 5 (b) for a summary of the vesting outcomes for the FY21 LTI Options, which vested during FY24.

Board discretion, cessation of employment, change of control and clawback	The same provisions apply to the Options awarded to the CFO and COO as those that have been outlined above in respect of the FY24 LTI.

5. Outcomes in FY24.

5(a) Company performance

The following table provides details of important performance metrics for the Company TTV (which drives revenue), Underlying EBITDA (which captures operational earnings), asset growth, and Total Shareholder Return (TSR) (which reflects how shareholders have fared) over the previous 5 financial years. These metrics (particularly EBITDA performance and relative TSR performance) are also linked to the incentive components of KMP remuneration, as the Company understands the importance of aligning the interests of the Executive KMPs with the interests of the shareholders.

During FY24, management has consistently implemented strategies aimed at achieving cost savings to safeguard shareholders' value while concurrently improving Bookings, TTV, Revenue, and EBITDA results in comparison to previous periods.

Table 1: Company Performance FY20 – FY24[1]

	FY24	FY23	FY22	FY21[1] (9 months)	FY20
Financial Metrics ($m)					
Total Transaction Value	**5,585.0**	4,345.5	1,637.5	453.1	3,021.0
Underlying EBITDA	**188.1**	134.8	(15.1)	(56.2)	27.7
Underlying EBIT	**158.4**	90.3	(40.4)	(74.5)	0.6
NPAT	**72.7**	14.5	(81.6)	(156.6)	(143.5)
Assets	**1,800**	1,588	1,406	1,180	1,216.0
Market Capitalisation	**3,421**	2,687	2,131	1,892	1,125.0
Share price ($) – Unadjusted	**8.83**	7.02	5.60	5.58	3.32
Share price ($) – Adjusted[2]	**8.83**	7.02	5.60	5.58	3.38
Underlying Earning per Share (cents)	**33.3**	18.3	(9.2)	(19.9)	(10.1)
Basic Earning per Share (cents)	**18.9**	3.8	(21.5)	(46.2)	(82.1)
Dividend per Share (cents)					
– Interim	**n.m**	n.m	n.m	n.m	9.00
– Final	**n.m**	n.m	n.m	n.m	0
TSR (%)	**26%**	25%	0%	68%	n.m
Directors' Remuneration ($m)	**1.0**	0.8	0.8	0.5	0.7
Executive KMP Remuneration ($m)	**7.4**	6.8	6.3	3.9	3.9

(1) The performance in FY22 and FY21 was impacted by COVID-19 pandemic.
(2) Historical share price information has been adjusted based on ASX rules following the capital raising in April 2020.

5(b) FY24 Remuneration outcomes

The STI award is designed to reward Executive KMP for the achievement of annual performance objectives during the financial year. STI outcomes are determined with reference to financial and non-financial measures, which are set by the Board at the beginning of the financial year. The MD's maximum STI opportunity for FY24 was 100% of FAR, and the CFO and COO had a maximum STI opportunity of up to 82.6% of FAR.

The FY24 STI performance measures, weightings and scorecard outcome for the MD are detailed below:

Financial measure	Target	Weighting	FY24 Performance			Weighted Outcome
			Threshold	Target	Stretch	
Underlying EBIT	The audited underlying EBIT compared to the budget underlying EBIT. FY24 budget underlying EBIT was $142.2 million. See section 4(d) for a description of the vesting scale under this measure.	80%				67.1%

Non-financial measures	Description	Weighting	FY24 Performance		Weighted Outcome
			Not met	Met	
ESG	Employees – engagement scores above peer average and maintaining high standards of ethical behaviour	8.7%		X	8.7%
	Cyber and data security – various measures around certification, testing and training			X	
	Customer service – initiatives to improve performance including reducing cost per contact, prioritisation and escalation solutions, and improving CES scores for Webjet OTA			X	
Technical implementations	Successful rollout of new WebBeds pricing model	8.7%		X	8.7%
	Delivering agreed financial benefit post SAP integration			X	
Cash conversion	>95% = 100% payout	2.8%		X	2.9%
Acquisition business case achievement	Meet ROIC target for Trip Ninja	2.7%		X	1.4%
	Meet ROIC target for ROOMDEX		X		
FY24 MD Scorecard Outcome				**85.7%**	

The following table outlines the STI earned with respect to performance during FY24 for all Executive KMP:

Executive	Maximum STI opportunity $'000	Maximum STI opportunity as a % of FAR %	% of Maximum STI awarded %	Value STI awarded $'000	% of Maximum STI forfeited %
John Guscic	1,600	100%	85.7%	1,371	14.3%
Shelley Beasley	653	82.6%	83.9%	547	16.1%
Tony Ristevski	653	82.6%	83.9%	547	16.1%

5(b) **FY24 Remuneration outcomes** (continued)

FY24 LTI outcomes

The following table summarises the LTI outcomes for Executive KMP during FY24:

Executive	Grant	Performance Hurdle	Performance outcome	% Awards vesting	% Awards lapsed
John Guscic	FY21 Options (tranche 3)	100% vest when the VWAP of the Company's shares traded on ASX in the 30-day period prior to 18 August 2023 is greater than or equal to $4.10 per share	Achieved	100%	0%
Shelley Beasley	FY21 Retention Rights (tranche 3)	Service	Achieved	100%	0%
	FY21 LTI Options	100% vest when the VWAP of the Company's shares traded on the ASX in the 30-day period prior to 18 August 2023 is greater than or equal to $4.10 per share.	Achieved	100%	0%
	FY22 LTI Rights	Webjet's TSR ranking compared to the ASX200 excluding banks, resource companies, listed property trusts and ETF/index-based companies	Achieved above 75th percentile	100%	0%
Tony Ristevski	FY21 Retention Rights (tranche 3)	Service	Achieved	100%	0%
	FY21 LTI Options	100% vest when the VWAP of the Company's shares traded on the ASX in the 30-day period prior to 18 August 2023 is greater than or equal to $4.10 per share.	Achieved	100%	0%
	FY22 LTI Rights	Webjet's TSR ranking compared to the ASX200 excluding banks, resource companies, listed property trusts and ETF/index-based companies	Achieved above 75th percentile	100%	0%

5(c) **Statutory Remuneration for FY24**

The table has been prepared in accordance with relevant accounting standards. Where applicable, remuneration for Executive KMP has been pro-rated for the period they served as a member of the KMP.

Table 2: Statutory Executive KMP remuneration – FY24 and FY23

Executive KMP	Year	Salary and fees $	Short Term Incentives $	Share-based payments[1] $	Post-employment benefits $	Other[2] $	Total $
John Guscic	**2024**	**1,600,000**	**1,370,728**	**946,425**	**–**	**67,679**	**3,984,832**
	2023	1,600,000	1,106,250	1,107,061	–	18,458	3,831,769
Shelley Beasley	**2024**	**766,990**	**547,490**	**397,000**	**23,010**	**6,135**	**1,740,625**
	2023	631,068	434,688	436,228	18,932	3,344	1,524,260
Tony Ristevski	**2024**	**762,500**	**547,490**	**382,359**	**27,500**	**(22,314)**	**1,697,535**
	2023	572,500	420,000	395,171	27,500	15,316	1,430,487
Total	**2024**	**3,129,490**	**2,465,708**	**1,725,784**	**50,510**	**51,500**	**7,422,992**
	2023	2,803,568	1,960,938	1,938,460	46,432	37,118	6,786,516

(1) SBP awards made to KMPs are accounted for under AASB2 which requires the recognition of accounting expense.
(2) Includes annual leave and long service leave expenses.

6. NED fees.

6(a) Remuneration policy and payment to Non-Executive Directors

Webjet continues to pride itself on the ability to attract Directors of the highest calibre. The NED fees reflect the responsibilities inherent in the stewardship of the Group and the demands made of Directors in the discharge of their responsibilities (including their participation in relevant Board committees, currently being the Remuneration and Nominations Committee, the Audit Committee, and the Risk Committee).

During FY23, a comprehensive review of the market competitiveness of NED remuneration was conducted by and in conjunction with an external independent remuneration consultant. The review involved market analysis of NED remuneration of ASX-listed companies of comparable size (by market capitalisation) in a similar sector and/or industry peers with a focus on online services. See section 4 for an overview of the peer groups used to inform the benchmarking exercise. The review indicated Director fees were at or below the 25th percentile of market benchmarks, therefore, the Board determined an increase was necessary to ensure NEDs fees were aligned with the broader market.

Considering the market data, as well as the increased responsibilities and workload of NEDs due to the increased size and scale of our business operations since the last review of NED fees (completed in FY17), the following increases were approved by the Board (numbers are rounded to the nearest thousand, and are presented inclusive of superannuation):

	Fees[1] 2024 $	Fees 2023 $	Change %
Chair[2]	**280,000**	230,000	22%
Non-Executive Directors	**125,000**	100,000	25%
Board Committees – Chair	**20,000**	20,000	N/A
Board Committees – Member	**10,000**	10,000	N/A

(1) Effective from 1 April 2023.
(2) Fees are inclusive of all Board and Committee roles undertaken by the Chair.

All fees paid to NEDs are reviewed annually, with any changes being effective from 1 April each year.

The overall fee cap for NEDs is capped at a maximum pool that is approved by shareholders. The current fee pool cap is $1,500,000, as approved by shareholders at the 2023 Annual General Meeting.

Although there is no prescribed minimum shareholding requirement for our NEDs, all NEDs are encouraged to have a meaningful shareholding in Webjet to ensure alignment with shareholders and encourage an 'ownership' mindset.

Table 3: Total Statutory Non-Executive Director Remuneration

Non-Executive Director	Year	Salary and fees $	Post-employment benefits $	Total $
Roger Sharp	**2024**	**271,845**	**8,155**	**280,000**
	2023	223,301	6,699	230,000
Don Clarke	**2024**	**139,798**	**15,202**	**155,000**
	2023	118,721	12,317	131,038
Denise McComish	**2024**	**139,798**	**15,202**	**155,000**
	2023	118,721	12,317	131,038
Brad Holman	**2024**	**139,798**	**15,202**	**155,000**
	2023	118,721	12,317	131,038
Shelley Roberts[1]	**2024**	**93,371**	**–**	**93,371**
	2023	109,589	11,370	120,959
Katrina Barry	**2024**	**125,429**	**13,644**	**139,073**
	2023	46,242	4,855	51,097
Total	**2024**	**910,039**	**67,405**	**977,444**
	2023	735,295	59,875	795,170

(1) Resigned on 22 November 2023.

7. Role of Remuneration and Nomination Committee.

Board
Approves the overall remuneration policy, Non-Executive Director and Executive KMP remuneration and sets CEO scorecards

Remuneration and Nomination Committee (RNC)
Make recommendations to the Board on remuneration policy and arrangements for the Managing Director and Executive KMP and assists in ensuring that remuneration arrangements with the group are appropriate, mirror the Group's risk framework and are aligned with the long-term interests of shareholders.

Management
Provides the RNC with appropriate information to assist with remuneration decisions and recommendations. Communicates with external advisors to ensure the RNC has all relevant information.

External Advisers
To ensure the Committee is appropriately informed, advice and information is sought from professional advisers, as required, to supplement its own information and insights to finalise its remuneration.

To safeguard the independence of remuneration-setting procedures, the Committee is comprised solely of Non-Executive Directors, all of whom are, in the Board's opinion, independent. Other Directors and/or members of the senior management team may attend meetings of the Committee (providing that person's remuneration is not being considered) to provide information, reports, and updates to the Committee (to ensure that it is fully informed).

Where appropriate the Board and Remuneration and Nomination Committee consult external remuneration advisors. When such external remuneration advisors are selected, the Board considers potential conflicts of interests. The requirement for external remuneration advisor services is assessed annually in the context of the matters that the Remuneration and Nomination Committee needs to address. External advisors are used as a guide, but do not serve as a substitute for thorough consideration of the relevant matters by the Remuneration and Nomination Committee and/or the Board.

During FY23, the Board engaged independent remuneration consultant Godfrey Remuneration Group (GRG) to review and provide recommendations on KMP remuneration.

GRG provided the following services during the financial year, for a total fee of $50,600 (inc. GST):

- Executive remuneration benchmarking;
- A review of Webjet's LTI plan design; and
- NED remuneration benchmarking.

The Board is satisfied that the remuneration recommendations received were free from any undue influence by a member of KMP to whom the recommendations related.

8. Executive service agreement summary.

Each Executive KMP has entered an employment contract with the Group. Details of the relevant contracts are set out in Table 4 below.

Table 4: Employment contracts

Executive KMP	Duration of service agreement	Notice period		Restraint period[1]
		By executive	By company	
John Guscic	Ongoing	6 months	12 months	6 months
Shelley Beasley	Ongoing	12 months	12 months	12 months
Tony Ristevski	Ongoing	12 months	12 months	12 months

(1) Restriction on Executive KMP's involvement in any business competitive with any Webjet Group business after termination of employment.

Table 5: Other relevant components of employment contracts

Clause	Description
Termination without cause	By Webjet: • the Board has discretion to make a payment in lieu of notice • if Executive KMP work out their notice period, payment of FAR as determined (by reference to the performance of the Webjet Group in the notice period); or • if Webjet elects to make a payment in lieu of notice, payment of FAR for the notice period plus, if applicable for that year (and depending on whether the Executive KMP's employment is terminated before or after 6 months from commencement of the financial year); and • retention of all options/rights which have vested plus a pro-rata proportion (based on the portion of the relevant year which has elapsed) of the number of unvested options which, if the performance conditions were satisfied in that year, would vest at year end (all other unvested options will lapse). By Executive KMP: • payment of FAR for the notice period; and • retention of all options/rights which have vested prior to termination (all unvested options will lapse).
Termination with cause	• Webjet may terminate an Executive KMP's contract with immediate effect in the following circumstances: breach of a material provision of the agreement, serious misconduct, and/or unsatisfactory performance. • On termination by Webjet for cause, Executive KMP will be entitled to be paid the FAR up to and including the date of termination. All options/rights held, not then exercised, whether vested or unvested, will lapse. • Only the Managing Director is entitled to terminate his employment contract (on 4 weeks' notice) in certain circumstances, including breach by Webjet of a material provision of the agreement and/or on Webjet making any change to the agreement, without the Managing Director's consent, which materially diminishes his status, duties, authority or terms and conditions of employment. • If the Managing Director terminates his employment contract for cause, the Managing Director will be entitled to payment of an amount equal to the amount that he would have been entitled to be paid if the agreement had been terminated on that date without cause by Webjet. • There is no contractual right of termination by an Executive KMP if Webjet makes a change to the employment agreement, without the Executive KMP's consent, which materially diminishes the Executive KMP's status, duties, authority or terms and conditions of employment. • Where the Executive Director's employment contract terminates because of redundancy, death, serious illness or disability, the Webjet Board retains a residual discretion to permit retention and/or exercise of unvested equity incentives.

9. Other disclosures.

This section provides details of any additional statutory disclosures that have not been included in the previous sections of the Remuneration Report.

9(a) LTI and other equity awards information

Below options and rights are granted by Webjet Limited.

Table 6: Executive KMP LTI options in FY24

Executive KMP	Financial Year	Grants	Opening Balance as at 1 April	Granted	Exercised	Closing Balance as at 31 March
John Guscic	**2024**	**FY21 options – Tranche 3**	**1,500,000**	**–**	**–**	**1,500,000**
	2023	FY21 options – Tranche 2	1,500,000	–	(1,500,000)	–
	2023	FY21 options – Tranche 3	1,500,000	–	–	1,500,000
Shelley Beasley	**2024**	**FY21 option grant**	**370,000**	**–**	**(370,000)**	**–**
	2023	FY21 option grant	370,000	–	–	370,000
Tony Ristevski	**2024**	**FY21 option grant**	**370,000**	**–**	**–**	**370,000**
	2023	FY21 option grant	370,000	–	–	370,000

Table 7: Executive KMP Rights

Executive KMP	Financial Year	Grants	Opening Balance as at 1 April	Granted	Exercised	Closing Balance as at 31 March
John Guscic	**2024**	**FY24 Performance Rights grant**	**–**	**435,908**	**–**	**435,908**
Shelley Beasley	**2024**	**FY24 Performance Rights grant**	**–**	**118,376**	**–**	**118,376**
	2024	**FY23 Performance Rights grant**	**62,171**	**–**	**–**	**62,171**
	2024	**FY22 Performance Rights grant**	**67,210**	**–**	**–**	**67,210**
	2024	**FY21 Retention Rights grant**	**75,000**	**–**	**(75,000)**	**–**
	2023	FY23 Performance Rights grant	–	62,171	–	62,171
	2023	FY22 Performance Rights grant	67,210	–	–	67,210
	2023	FY21 Retention Rights grant	150,000	–	(75,000)	75,000
Tony Ristevski	**2024**	**FY24 Performance Rights grant**	**–**	**118,376**	**–**	**118,376**
	2024	**FY23 Performance Rights grant**	**57,389**	**–**	**–**	**57,389**
	2024	**FY22 Performance Rights grant**	**61,609**	**–**	**–**	**61,609**
	2024	**FY21 Retention Rights grant**	**58,334**	**–**	**(58,334)**	**–**
	2023	FY23 Performance Rights grant	–	57,389	–	57,389
	2023	FY22 Performance Rights grant	61,609	–	–	61,609
	2023	FY21 Retention Rights grant	116,667	–	(58,333)	58,334

The FY21 rights that vested during the period are one-third of the grant as provisioned by the grant documentation. These rights are subject to a holding lock commensurate with the terms of the grant.

9(a) LTI and other equity awards information (continued)

Table 8: LTI and other equity awards key assumptions

	MD – LTI Options			FY24 Performance Rights
	Tranche 1[1]	Tranche 2[1]	Tranche 3	
Vesting basis:				
– Tenure	Yes	Yes	Yes	Yes
– Performance	Yes	Yes	Yes	Yes
Performance hurdle	Share price > $3.39	Share price > $3.73	Share price > $4.10	Scaled TSR measured against performance of selected ASX200 companies and EBIT growth
Performance hurdle vesting assumption	Met/not met	Met/not met	Met/not met	Met/not met and vesting scale
Pricing model	Monte Carlo	Monte Carlo	Monte Carlo	Monte Carlo
Exercise price ($)	3.08	3.08	3.08	nil
Dividend yield (%)	2.54	2.54	2.54	nil
Risk-free interest rate (%)	0.10	0.12	0.14	3.74
Expected volatility (%)	50	50	50	40
Expected life (years)	1.08	2.08	3.08	3.00
Fair value per share ($)	1.08	1.24	1.34	5.38
Vesting dates	19 August 2021	19 August 2022	19 August 2023	31 March 2023 to 31 March 2026
Expiry date	3 years after vesting date	3 years after vesting date	3 years after vesting date	3 years after vesting date

(1) As referenced above, the Managing Director exercised the Tranche 1 Options on 22 September 2021 and Tranche 2 Options on 8 December 2022.

	Executive KMP				
	FY21 LTI Options	FY21 Retention Rights	FY22 Performance Rights	FY23 Performance Rights	FY24 Performance Rights
Vesting basis:					
– Tenure	Yes	Yes	Yes	Yes	Yes
– Performance	Yes	No	Yes	Yes	Yes
Performance hurdle	3-year share price target of $4.10	n/a	Scaled TSR measured against performance of selected ASX200 companies	Scaled TSR measured against performance of selected ASX200 companies	Scaled TSR measured against performance of selected ASX200 companies and EBIT growth
Performance hurdle vesting assumption	Met/not met and vesting scale	n/a	Met/not met and vesting scale	Met/not met and vesting scale	Met/not met and vesting scale
Pricing model	Monte Carlo	Black Scholes	Black Scholes	Black Scholes	Black Scholes
Exercise price ($)	3.08	nil	nil	nil	nil
Dividend yield (%)	2.54	2.54	nil	nil	nil
Risk-free interest rate (%)	0.14	0.10 to 0.14	0.10	3.12	4.08
Expected volatility (%)	50	50	55	40	40
Expected life (years)	3.07	0.69 to 2.69	2.86	2.94	2.75
Fair value per share ($)	1.37	3.87 to 3.68	2.31	2.91	5.18
Vesting dates	19 August 2023	30 June 2021 to 30 June 2023	31 March 2021 to 31 March 2024	31 March 2022 to 31 March 2025	31 March 2023 to 31 March 2026
Expiry date	2 years after vesting date	19 August 2024 to 19 August 2026	10 years after vesting date	10 years after vesting date	10 years after vesting date

9(b) Shareholdings of KMP

The number of ordinary shares/options in Webjet held directly, indirectly, or beneficially by each individual (including shares held in the name of the spouse, superannuation fund, nominee and/or other controlled entities) on 31 March 2024 are shown in Table 9 below.

Table 9: Shares

	Year	Balance as at 1 April No.	Received on exercise of LTI No.	Other movements No.	Balance at 31 March No.
Roger Sharp	**2024**	**199,645**	**–**	**–**	**199,645**
	2023	239,645	–	(40,000)	199,645
John Guscic	**2024**	**6,353,767**	**–**	**–**	**6,353,767**
	2023	6,353,767	1,500,000	(1,500,000)	6,353,767
Don Clarke	**2024**	**75,038**	**–**	**–**	**75,038**
	2023	75,038	–	–	75,038
Brad Holman	**2024**	**97,240**	**–**	**10,936**	**108,176**
	2023	106,240	–	(9,000)	97,240
Denise McComish	**2024**	**10,000**	**–**	**10,000**	**20,000**
	2023	10,000	–	–	10,000
Shelley Roberts(1)	**2024**	**33,884**	**–**	**–**	**n/a**
	2023	33,884	–	–	33,884
Katrina Barry	**2024**	**–**	**–**	**–**	**–**
	2023	n/a	–	–	–
Shelley Beasley	**2024**	**75,000**	**445,000**	**–**	**520,000**
	2023	88,351	75,000	(88,351)	75,000
Tony Ristevski	**2024**	**60,020**	**58,334**	**–**	**118,354**
	2023	60,020	58,333	(58,333)	60,020

(1) Resigned on 22 November 2023.

9(c) Prohibition on hedging of Webjet shares and options

Executive KMP are not permitted to enter a margin facility, share lending facility, hedging or other arrangement that involves the use of the Company's securities as security, or collateral for the funding, or is to be used to acquire the Company's securities, or securities of another entity, without prior clearance in accordance with the Company's Share Trading and Conflicts Policy.

The restriction applies to unvested or restricted equity awards, and securities that have vested and are no longer subject to restrictions or performance conditions.

The Managing Director has derivative arrangements in place in respect of his shareholding. All such arrangements received clearance from the Chair in accordance with the Company's Share Trading and Conflicts Policy.

9(d) KMP Transactions

Several Directors hold or have held positions in other companies where it is considered they control or influence the financial or operating policies. During the period, there have been no transactions with any of those entities and no amounts were owed by Webjet to entities associated with, or personally related to, the Directors. Also refer to section 4(e) for the loan granted to the COO during the year.

This Remuneration Report was approved by the Board on 22 May 2024 and has been signed in accordance with a resolution of the Directors made pursuant to section 298(2) of the *Corporations Act 2001* (Cth).

Financial Report.

Financial Report.

For the year ended 31 March 2024

Consolidated financial statements.

Notes to the consolidated financial statements.

Consolidated statement of profit or loss and other comprehensive income.

For the year ended 31 March 2024

	Notes	Year ended 31 March 2024 $ m	2023 $ m
Revenue from customers	1.2	**471.3**	364.3
Other income		**0.2**	0.1
		471.5	364.4
Employee benefit expense	1.3	**(158.4)**	(124.4)
Operating expenses	1.4(a)	**(130.8)**	(110.8)
Other non-operating income/(expenses)	1.4(b)	**9.5**	(12.2)
Impairment expense	1.4(c)	**(38.8)**	(5.9)
Share of net loss of equity accounted investees		**(0.9)**	(2.0)
Profit before interest, tax, depreciation and amortisation		**152.1**	109.1
Finance income	2.4(e)	**15.9**	6.6
Finance costs	2.4(e)	**(39.1)**	(28.3)
Gain on remeasurement of Convertible Notes	2.4(c)	**25.3**	–
Depreciation and amortisation	3.1, 3.2	**(45.5)**	(68.6)
Profit before income tax		**108.7**	18.8
Income tax expense	4.5	**(36.0)**	(4.3)
Net profit after tax		**72.7**	14.5
Other comprehensive profit			
Items that may be reclassified subsequently to profit or loss:			
– Exchange difference on translating foreign operations		**12.3**	68.8
		12.3	68.8
Items that have been subsequently reclassified to profit or loss:			
– Cash flow hedges recycled to profit or loss		**0.5**	(0.8)
		0.5	(0.8)
Items that have been subsequently reclassified to profit or loss:			
– Income tax benefit relating to share based payments		**7.4**	–
		7.4	–
Other comprehensive profit for the period, net of income tax		**20.2**	68.0
Total comprehensive profit for the period		**92.9**	82.5

		Cents per share	Cents per share
Earnings per share:			
Basic	1.6	**18.9**	3.8
Diluted	1.6	**17.2**	3.8

Notes to the consolidated financial statements are included on pages 60 to 93.

Consolidated statement of financial position.

As at 31 March 2024

	Notes	2024 $m	2023 $m
		Year ended 31 March	
Current assets			
Cash and cash equivalents	1.8	**630.1**	513.9
Trade receivables and other assets	2.1	**280.0**	205.0
Investment in financial assets	2.2	**43.3**	–
Total current assets		**953.4**	718.9
Non-current assets			
Intangible assets	3.1	**790.6**	802.5
Property, plant and equipment	3.2	**28.9**	17.8
Deferred tax asset	4.5	**27.1**	36.7
Investment in associates	3.4	**–**	12.0
Other non-current assets	2.1	**0.3**	0.3
Total non-current assets		**846.9**	869.3
Total assets		**1,800.3**	1,588.2
Current liabilities			
Trade payables and other liabilities	2.3	**523.6**	433.7
Other current liabilities	2.5	**73.6**	67.2
Total current liabilities		**597.2**	500.9
Non-current liabilities			
Borrowings	2.4	**224.3**	235.3
Derivative financial instruments	2.4	**–**	0.2
Deferred tax liabilities	4.5	**20.9**	12.4
Other non-current liabilities	2.5	**17.1**	5.2
Total non-current liabilities		**262.3**	253.1
Total liabilities		**859.5**	754.0
Net assets		**940.8**	834.2
Equity			
Issued capital	4.1	**1,066.7**	1,050.1
Reserves		**77.5**	39.6
Retained losses		**(203.4)**	(255.5)
Total equity		**940.8**	834.2

Notes to the consolidated financial statements are included on pages 60 to 93.

Consolidated statement of cashflow.

For the year ended 31 March 2024

	Notes	Year ended 31 March 2024 $ m	2023 $ m
Net profit after tax		**72.7**	14.5
Add back:			
– Depreciation and amortisation	3.1, 3.2	**45.5**	68.6
– Impairment	1.4(c)	**38.8**	5.9
– Share of net loss from associates		**0.9**	2.0
– Finance cost, net of interest income	2.4(e)	**23.2**	21.7
– Gain on remeasurement of Convertible Notes	2.4(c)	**(25.3)**	–
– Income tax expense	4.5	**36.0**	4.3
Earnings before interest, tax, depreciation, amortisation		**191.8**	117.0
Adjusted for changes in working capital:			
– Increase in trade debtors and other receivables		**(59.8)**	(89.2)
– Increase in trade payables and other liabilities		**67.3**	145.3
Non-cash items[1]		**(3.3)**	7.6
Cash flow from operating activities before interest and tax paid		**196.0**	180.7
Net finance cost paid		**(8.5)**	(4.4)
Income tax expense paid		**(3.7)**	–
Net cash flows from operating activities	1.8	**183.8**	176.3
Purchase of property, plant and equipment		**(4.5)**	(1.8)
Settlement of deferred consideration		**(2.2)**	–
Investment in financial assets		**(33.3)**	–
Purchase of intangible assets	3.1	**(36.9)**	(32.3)
Dividends received		**0.1**	0.1
Net cash inflows from investing activities		**(76.8)**	(34.0)
Proceeds from issue of share capital, net of share issue costs		**5.7**	5.2
Proceeds from borrowings	2.1	**–**	1.8
Repayments of borrowings		**–**	(86.0)
Payments of lease liabilities		**(3.9)**	(4.5)
Net cash inflows/(outflows) from financing activities		**1.8**	(83.5)
Net increase in cash and cash equivalents		**108.8**	58.8
Cash and cash equivalents at the beginning of period		**513.9**	433.7
Effects of foreign exchange translation on cash and cash equivalents		**7.4**	21.4
Cash and cash equivalents at end of period	**1.8**	**630.1**	513.9

(1) Comprised of share-based payment expense of $6.7 million (2023: $7.6 million) per Note 1.3 and non-cash income of $10 million (2023: $nil) per Note 1.4(b).

Notes to the consolidated financial statements are included on pages 60 to 93.

Consolidated statement of changes in equity.

For the year ended 31 March 2024

	Issued capital \$ m	Share-based payments reserve \$ m	Con-vertible notes reserve(1) \$ m	Other reserve \$ m	Foreign currency translation reserve \$ m	Retained losses \$ m	Total equity \$ m
Balance at 31 March 2022	1,037.8	13.7	25.1	(17.8)	(50.4)	(270.0)	738.4
Profit for the year	–	–	–	–	–	14.5	14.5
Amounts in reserves recycled to the income statement	–	–	–	(0.8)	–	–	(0.8)
Other comprehensive income for the period, net of income tax	–	–	–	–	68.8	–	68.8
Total comprehensive income/(loss) for the period	–	–	–	(0.8)	68.8	14.5	82.5
Transactions with owners in their capacity as owners							
Issue of shares under share-based payment(2)	12.3	(6.6)	–	–	–	–	5.7
Share-based payment expense recognised for the period	–	7.6	–	–	–	–	7.6
Balance at 31 March 2023	**1,050.1**	**14.7**	**25.1**	**(18.6)**	**18.4**	**(255.5)**	**834.2**
Profit for the year	**–**	**–**	**–**	**–**	**–**	**72.7**	**72.7**
Amounts in reserves recycled to the income statement	**–**	**–**	**–**	**0.5**	**–**	**–**	**0.5**
Other comprehensive income for the period, net of income tax(3)	**–**	**7.4**	**–**	**–**	**12.3**	**–**	**19.7**
Total comprehensive income/(loss) for the period	**–**	**7.4**	**–**	**0.5**	**12.3**	**72.7**	**92.9**
Transactions with owners in their capacity as owners							
Issue of shares under share-based payment(2)	**16.6**	**(9.6)**	**–**	**–**	**–**	**–**	**7.0**
Share-based payment expense recognised for the period	**–**	**6.7**	**–**	**–**	**–**	**–**	**6.7**
Transfer of Business Combination Reserve(4)	**–**	**–**	**–**	**20.6**	**–**	**(20.6)**	**–**
Balance at 31 March 2024	**1,066.7**	**19.2**	**25.1**	**2.5**	**30.7**	**(203.4)**	**940.8**

(1) This represents the equity component of the Convertible Notes of \$250 million issued in April 2021, net of tax effect. Refer to Note 2.4(b) for further details.

(2) Refer to Notes 4.1 and 4.2 for details on issued capital movements.

(3) Income tax benefit of \$7.4 million relates to the share based payments where the estimated future tax deduction exceeds the recognised cumulative share based payment expense.

(4) During the year, business combination reserve (\$20.6 million) was transferred to retained losses following the acquisition of the remaining 29% of Umrah Holidays shares (31 March 2023: 71%).

Notes to the consolidated financial statements are included on pages 60 to 93.

1. Performance.

1.1 Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (CODM). The CODM is responsible for allocating resources and assessing the performance of the operating segments, and has been identified as the Managing Director.

The Managing Director considers that all members of the Group provide the same service, being Travel Bookings; however, there are two distinct classes of customer – consumers and businesses. The reportable segments of the Group are – Business to Consumer Travel (B2C Travel) and Business to Business Travel (B2B Travel).

The segment information provided to the Managing Director for the period ended 31 March 2024 is set out in the tables below.

	Year ended 31 March 2024	2023	Year ended 31 March 2024	2023	Year ended 31 March 2024	2023	Year ended 31 March 2024	2023
	B2C		B2B		Corporate[1]		Total	
	$ m	$ m	$ m	$ m	$ m	$ m	$ m	$ m
Total transaction value[2]	**1,591.0**	1,527.2	**3,994.0**	2,818.3	**–**	–	**5,585.0**	4,345.5
Revenue[3]	**142.8**	127.3	**327.9**	236.7	**0.8**	0.4	**471.5**	364.4
Operating costs	**(86.9)**	(82.3)	**(165.5)**	(119.6)	**(30.1)**	(25.7)	**(282.5)**	(227.6)
Share of net loss from associates	**–**	–	**–**	–	**(0.9)**	(2.0)	**(0.9)**	(2.0)
Underlying EBITDA[4]	**55.9**	45.0	**162.4**	117.1	**(30.2)**	(27.3)	**188.1**	134.8
Share-based payment expense							**(6.7)**	(7.6)
Other non-operating income/(expenses)							**9.5**	(12.2)
Statutory EBITDA[5]							**190.9**	115.0
Impairment expenses							**(38.8)**	(5.9)
Depreciation and amortisation							**(29.7)**	(44.5)
Acquired amortisation[6]							**(15.8)**	(24.1)
Net finance cost							**(23.2)**	(21.7)
Gain on remeasurement of Convertible Notes							**25.3**	–
Profit before tax							**108.7**	18.8
Income tax expense							**(36.0)**	(4.3)
Net profit after tax							**72.7**	14.5

(1) Includes consolidation of Technology investments.
(2) Total transaction value (TTV) is the gross transaction price on a booking. This is used by management as a performance indicator for the segments.
(3) The Group is considered an agent in providing travel services and only recognises net commission receivable as revenue.
(4) Represents Earnings Before Interest, Tax, Depreciation and Amortisation, Share-based payment expenses and Non-operating income/(expenses).
(5) Statutory EBITDA excludes impairment expense charged against Goodwill and Investment in Associate for the period.
(6) Acquisition amortisation represents amortisation on the additional intangible values recognised under AASB 3 following a business combination.

Split of segment revenue and non-current assets by geography based on domicile of legal entity and does not reflect actual destination or source market.

	Revenue[1] Year ended 31 March		Non-current assets[2] As at 31 March	
	2024 $ m	2023 $ m	2024 $ m	2023 $ m
Australia	**118.2**	108.2	**44.5**	44.5
New Zealand	**25.4**	19.5	**28.6**	57.5
Total B2C and Corporate	**143.6**	127.7	**73.1**	102.0
United Arab Emirates	**154.9**	93.5	**420.5**	454.4
United Kingdom	**47.0**	49.5	**224.2**	212.0
Others	**125.8**	93.6	**102.0**	52.2
Total B2B	**327.7**	236.6	**746.7**	718.6
Total	**471.3**	364.3	**819.8**	820.6

(1) Excludes other income.
(2) Excludes deferred tax assets and investment in associates.

1.2 Revenue from customers

AASB 15 *Revenue from Contracts with Customers*, establishes a comprehensive framework for determining whether, how much and when revenue is recognised. Under AASB 15, revenue is recognised when a customer obtains control of the goods or services. Determining the timing of the transfer of control (at a point in time or over time) and the role in the transaction (principal or an agent) both require judgement.

Webjet operates online intermediary platforms with WebBeds offering hotel rooms to its wholesale customers and Webjet OTA and GoSee offering travel and travel related products, to be provided to retail customers.

The Group has concluded that it acts as an agent in providing online travel booking services, with the supplier of the travel products being considered the principal in the wider travel sales transaction, and customer in the agency relationship. Webjet's performance obligation is to arrange for the provision of flights, hotel rooms or other ancillary travel related products by another party (being the airline, hotel or car hire company). Although Webjet provides customer support, it does not provide the specified goods or services itself. Before the services are transferred to the company, Webjet does not control the services provided by the other party.

Total transaction value (TTV) represents the total invoiced value payable by the customer but as the acting agent, Webjet recognises revenue for this service in the amount of any fee or commission to which it expects to be entitled in exchange for arranging a booking. Webjet's commission can either be based on a booking fee, or the residual amount received from the customer after paying the associated cost to the supplier of the travel service.

(a) Revenue streams

An overview of the Group's major revenue streams is shown below:

Primary revenue stream	Performance obligation	Transaction price calculated as	Timing of revenue recognition
Booking commission revenue	Successful booking completed	Gross booking value less payable to supplier or percentage of booking value	Point in time On booking for flights On check-in for hotel bookings
Supplier rebates(1)	Use of supplier services above an agreed threshold	Variable based on the contractual terms	Over time when it is reasonably certain the agreed threshold will be exceeded
Other ancillary revenue (marketing, advertising, merchant fees, insurance commissions)	Service provided	As per contract with customer, percentage of transaction value	Point in time and over time

(1) Relates to incentives or lump sum amounts that are received from suppliers. The recognition pattern is dependent on the specific terms of each contract. The revenue is only recognised upfront where there has been a service transferred upfront, otherwise it is recognised over the term of the contract in line with the delivery of the performance obligation. The revenue can be either fixed or variable and is constrained where contract terms require the supplier to be refunded in part or full upon termination of the contract.

Variable consideration

If the consideration in a contract includes a variable amount, the Group estimates the amount of consideration to which it will be entitled to, in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Significant financing component

The Group applies the practical expedient in that it does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

Cancellations

Revenue is recognised when the booking is non-cancellable by virtue of the Group providing the contracted service or to the extent that the amount received is non-refundable under the cancellation policy (on check-in) related to the travel booking.

1.2 Revenue from customers (continued)

(b) Disaggregation of revenue

Revenue by segment, disaggregated by major revenue stream and timing of revenue recognition is as follow:

Year ended 31 March 2024	Revenue recognition	B2C[1] $ m	B2B $ m	Total $ m
Booking commission revenue	Point in time	**106.6**	**295.3**	**401.9**
Supplier rebates	Over time	**23.7**	**4.5**	**28.2**
Other ancillary revenue	Over time	**9.5**	**26.1**	**35.6**
Other ancillary revenue	Point in time	**3.8**	**1.8**	**5.6**
Total revenue from contracts with customers[2]		**143.6**	**327.7**	**471.3**

Year ended 31 March 2023	Revenue recognition	B2C[1] $ m	B2B $ m	Total $ m
Booking commission revenue	Point in time	96.5	217.1	313.6
Supplier rebates	Over time	21.7	1.1	22.8
Other ancillary revenue	Over time	5.9	17.8	23.7
Other ancillary revenue	Point in time	3.6	0.6	4.2
Total revenue from contracts with customers[2]		127.7	236.6	364.3

(1) Includes revenue of Trip Ninja of $0.8 million (2023: $0.4 million).
(2) Excludes interest income.

(c) Contract assets and contract liabilities

AASB 15 uses the terms 'contract asset' and 'contract liability' to describe what might more commonly be known as 'accrued revenue' and 'deferred revenue'. The Group has adopted the terminology used in AASB 15 to describe such balances. These balances are included in trade receivables and other assets and other liabilities in the balance sheet.

As at 31 March 2024	B2C $ m	B2B $ m	Total $ m
Contract assets	**4.5**	**11.7**	**16.2**
Contract liabilities	**(11.5)**	**(25.3)**	**(36.8)**

As at 31 March 2023	B2C $ m	B2B $ m	Total $ m
Contract assets	3.3	6.2	9.5
Contract liabilities	(13.7)	(19.8)	(33.5)

Contract assets relate to revenue accrued but not invoiced and are typically realised within three to six months from initial recognition. Contract liabilities relate to cash received in advance of the booking or check in date and gift vouchers issued to customers.

Gift vouchers mainly include those issued to B2C customers. These gift vouchers have an expiry term of 3 years from issue date. As they can be utilised at any time all gift vouchers are classified as current liabilities.

1.3 Employee benefit expenses

Accounting policy

Share-based payment transactions of the parent company

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. The fair value excludes the effect of non-market-based vesting conditions. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in Note 1.3(c).

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Group's estimate of the number of equity instruments that will eventually vest. At each reporting date, the Group revises its estimate of the number of equity instruments expected to vest as a result of the effect of non-market-based vesting conditions. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to reserves.

For cash-settled share-based payments, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability. At each reporting date until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognised in profit or loss for the year.

(a) Total employee benefit expenses

Employee benefits comprise salaries (basic pay and benefits), on costs (retirement contributions, payroll taxes), share-based payments, incentives and other employee-related expenses.

Total employee benefit expenses for the year is as follows:

	Year ended 31 March	
	2024	**2023**
	$ m	**$ m**
Salaries	**129.9**	102.1
Salary on costs (post-employment contribution and payroll taxes)	**16.0**	10.4
Share-based payment expense	**6.7**	7.6
Other employee benefits	**5.8**	4.3
Total employee benefit expense	**158.4**	124.4

(b) Key management personnel compensation

The KMPs of the Group comprise Non-executive Directors, the Managing Director, Group Chief Commercial Officer, and Group Chief Financial Officer.

Remuneration paid to the KMPs is shown below:

	Year ended 31 March	
	2024	**2023**
	$ m	**$ m**
Short-term employee benefits	**6.6**	5.6
Post-employment benefits	**0.1**	0.1
Share-based payments	**1.7**	1.9
Key management personnel compensation	**8.4**	7.6

1.3 Employee benefit expenses (continued)

(c) Share-based payment expense

The parent company has a employee share Plan (the "Plan", encompassing Options and Rights) for Senior executives and KMP, including the Managing Director of the Group and other key employees, in accordance with the terms of the Plan, as approved by shareholders at a previous annual general meeting.

Each employee share Option and Right converts into one Ordinary share of the parent Company on exercise. No amounts are paid or payable by the recipient on grant of the Option or Rights. The Option and Rights carry neither rights to dividends nor voting rights and may be exercised at any time from the date of vesting to the date of their expiry.

The number of rghts granted is calculated in accordance with the performance-based formula approved by shareholders at the previous annual general meeting and is subject to approval by the remuneration committee. The formula rewards employees to the extent of the Group's and the individual's achievement judged against both qualitative and quantitative criteria like the financial and customer service measures including improvement in Total Shareholder Returns (TSR) and Earnings Before Interest and Tax (EBIT).

Rights are exercisable at $nil consideration, with a vesting period of three years. Any Rights that remain unexercised after a period of five years from the date of grant will lapse. Rights issued prior to the reporting period are forfeited in full if the employee leaves the Group. Rights issued during the reporting period are forfeited on a pro-rata basis to time if the employee leaves the Group, but under certain circumstances such as termination for cause, the rights would be forfeited in full.

The following is a summary of the share-based payment arrangements for Key Staff of the Group:

Executive and Key Staff Performance Rights	The Board granted Rights to the executive team (including the Executive KMP) with an attaching service condition in order to act as a retention mechanism for the executives and key staff. It serves as an incentive for those with technical skills which were in high demand (with the move to online) to remain with the Company. The Managing Director was not eligible to receive these rights.

The number of Options and Rights under the above plans during the period is as follows:

	Type	Grants	Balance at the start of the period	Granted	Exercised	Forfeited	Balance at the end of the period	Unvested at the end of the period
Senior executives (excluding KMP)								
2024	Options	FY21 Grant	1,680,000	–	(1,125,000)	–	555,000	555,000
2023	Options	FY21 Grant	2,050,000	–	(370,000)	–	1,680,000	1,680,000
2024	Rights	FY24 Grant	–	229,205	–	–	229,205	229,205
2024	Rights	FY23 Grant	179,698	–	–	–	179,698	179,698
2023	Rights	FY23 Grant	–	179,698	–	–	179,698	179,698
2024	Rights	FY22 Grant	206,897	–	–	–	206,897	206,897
2023	Rights	FY22 Grant	206,897	–	–	–	206,897	206,897
2024	Rights	FY21 Grant	141,668	–	(141,668)	–	–	–
2023	Rights	FY21 Grant	283,334	–	(141,666)	–	141,668	141,668
Key Staff								
2024	Options	FY21 Grant	740,000	–	(740,000)	–	–	–
2023	Options	FY21 Grant	740,000	–	–	–	740,000	740,000
2024	Rights	FY24 Grant	–	862,064	–	(30,000)	832,064	832,064
2024	Rights	FY23 Grant	1,040,832	–	–	(82,951)	957,881	957,881
2023	Rights	FY23 Grant	–	1,040,832	–	–	1,040,832	1,040,832
2024	Rights	FY22 Grant	1,126,035	–	–	(139,000)	987,035	987,035
2023	Rights	FY22 Grant	1,137,035	–	(11,000)	–	1,126,035	1,126,035
2024	Rights	FY21 Grant	2,554,335	–	(1,512,668)	(91,000)	950,667	950,667
2023	Rights	FY21 Grant	2,661,001	–	(106,666)	–	2,554,335	2,554,335

The information related to the Rights and Options granted to the MD and Executive KMP are included in the Remuneration Report.

1.3 Employee benefit expenses (continued)

The key terms of the share-based payment arrangements in existence during the year, as well as the key assumptions used to determine the fair value at grant date are summarised below:

	Senior Executives	Other key staff			
	FY21 option	**FY21 rights**	**FY22 rights**	**FY23 rights**	**FY24 rights**
Vesting basis:					
– Tenure	Yes	Yes	Yes	Yes	Yes
– Performance	Yes	No	Yes	Yes	Yes
Performance hurdle	3 year share price target of $4.10	3 year share price target of $4.10	Scaled TSR measured against performance of selected ASX 200 companies	Scaled TSR measured against performance of selected ASX 200 companies	Scaled TSR measured against performance of selected ASX 200 companies and EBIT growth
Performance hurdle vesting assumption	Met/not met and vesting scale	Met/not met and vesting scale	Met/not met and vesting scale	Met/not met and vesting scale	Met/not met and vesting scale
Pricing model	Monte Carlo	Monte Carlo	Black Scholes	Black Scholes	Black Scholes
Exercise price ($)	3.08	nil	nil	nil	nil
Dividend yield (%)	2.54	2.54	nil	nil	nil
Risk-free interest rate (%)	0.14	0.10 to 0.14	0.10	3.12	4.08
Expected volatility (%)	50	50	55	40	40
Expected life (years)	3.07	3.07	2.61	2.69	2.75
Fair value per share ($)	1.37	2.38	2.31	2.91	5.18
Vesting dates	19 August 2023	19 August 2023	31 March 2021 to 31 March 2024	31 March 2022 to 31 March 2025	31 March 2023 to 31 March 2026
Expiry date	2 years after vesting date	n/a	10 years after vesting date	10 years after vesting date	10 years after vesting date

Expected volatility has been formulated with reference to market observations for Webjet and the comparator companies. As required by AASB 2, market-based conditions such as share price and TSR hurdles are incorporated within the valuation of the option or right. Non-market conditions such as tenure and EBITDA performance are not incorporated in the fair valuation of the instruments. Instead they are taken into account in assessing the probability of vesting and therefore the amount of share-based payment expense for the year.

The cost of equity-settled transactions is determined by the fair value at grant date using an appropriate valuation model. That cost is recognised in share-based payment expense, together with a corresponding increase in equity (share-based payment reserve), over the period in which the service and performance conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest.

Notes to the consolidated financial statements.

1.4 Other expenses

(a) Operating expenses comprise:

	Year ended 31 March 2024 $ m	2023 $ m
Marketing expenses	**26.2**	23.7
Operating expenses	**44.2**	39.9
Technology expense	**36.3**	27.1
Administrative expenses	**18.6**	17.8
Other expenses	**5.5**	2.3
Total operating expenses	**130.8**	110.8

(b) Other non-operating (income)/expenses comprise:

	Year ended 31 March 2024 $ m	2023 $ m
Gain on equity linked financial assets[1]	**(10.0)**	–
Transaction cost on acquisition of equity linked financial assets[1]	**0.5**	–
One-off IT implementation costs[2]	**–**	12.2
Total	**(9.5)**	12.2

(1) During the year, the Group entered into Capital Management Initiatives with the associated costs and revaluation of the investment, as described in Note 2.2 presented within non-operating (income)/expenses.

(2) In the prior period, the Group assessed its costs relating to SaaS arrangements, which primarily related to the ongoing ERP implementation, and concluded that all such design, build/configuration and testing costs should be expensed.

These costs are presented within non-operating expenses as the costs reflected initial configuration, design and build costs for the ERP platforms and were not considered part of underlying business performance. In the current period, post implementation, all associated ongoing costs such as licensing, maintenance and sundry fees have been presented as normal operating expenses.

This classification is consistent with Management's disclosure of SaaS implementation costs in the March 2023 Annual Report, outlining the rationale for the classification as part of the year end investor communications.

(c) Impairment expenses comprise:

	Notes	Year ended 31 March 2024 $ m	2023 $ m
Goodwill impairment in GoSee	3.1	**28.3**	–
Goodwill impairment in investment in associates	3.4	**10.5**	5.9
Total		**38.8**	5.9

1.5 Remuneration of auditors

	Year ended 31 March 2024 $ 000	2023 $ 000
Deloitte and related network firms		
Audit or review of financial reports:		
– Group	**683.2**	592.0
– Subsidiaries	**491.0**	762.0
Other services:		
– Tax related services	**983.6**	777.8
– Other non-audit services	**–**	108.4
	2,157.8	2,240.2
Other auditors and their related network firms		
Audit or review of financial reports:		
– Subsidiaries	**477.4**	325.5
Other services:		
– Tax related services	**–**	36.6
	477.4	362.1
Total remuneration	**2,635.2**	2,602.3

It is the Group's policy to engage Deloitte on assignments additional to their statutory audit duties where Deloitte's expertise and experience with the Group are important and which do not impair independence. These assignments are principally tax compliance services, due diligence on acquisitions, or where Deloitte is awarded assignments on a competitive basis. It is the Group's policy to seek competitive tenders for major consulting projects.

1.6 Earnings per share

Earnings per share is calculated as net profit after tax divided by the weighted average number of ordinary shares in issue. Diluted earnings per share is calculated as net profit after tax divided by the weighted average number of shares in issue adjusted for dilutive potential ordinary shares.

The calculation of the basic and diluted earnings per share is based on the following data:

Earnings	Year ended 31 March 2024 $ m	2023 $ m
Earnings for the purposes of basic earnings per share being net profit attributable to owners of the parent company	**72.7**	14.5
Effect of dilutive potential Ordinary shares:		
– Interest on convertible Notes (net of tax)	**1.3**	1.3
Earnings for the purposes of diluted earnings per share(1)	**74.0**	15.8

Number of shares	Year ended 31 March 2024 $ m	2023 $ m
Weighted average number of Ordinary shares for the purposes of basic earnings per share(2)	**385.1**	381.3
Effect of dilutive potential Ordinary shares:		
– Share options	**2.5**	3.3
– Share rights	**3.8**	5.2
– Convertible Notes	**39.4**	39.4
Weighted average number of Ordinary shares for the purposes of diluted earnings per share (1)	**430.8**	429.2

(1) The effects of dilutive potential Ordinary shares from share options, share rights and Convertible Notes were anti-dilutive for the year ended 31 March 2023, therefore have been excluded from the diluted earnings per share calculation below.

(2) The movement in the weighted average number of Ordinary shares is due to the issuance of Ordinary shares on exercise of share options and rights during the year ended 31 March 2024. Refer to Note 4.1 for further details.

Earnings per share:	Year ended 31 March 2024 Cents per share	2023 Cents per share
Basic	**18.9**	3.8
Diluted	**17.2**	3.8

Notes to the consolidated financial statements.

1.7 Dividends

No dividends were declared during the current year or previous year.

Franking credit account

	Year ended 31 March 2024 $ m	2023 $ m
Franking credit available for subsequent reporting periods based on a tax rate of 30% (2023: 30%)[1]	**0.5**	0.5

(1) The balance of the adjusted franking account includes:
(a) franking credits that will arise from the payment of the amount of the provision of income tax
(b) franking debits that will arise from the payment of dividends recognised as a liability at the reporting date, and
(c) franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date.

1.8 Cash and cash equivalents

Accounting policy

In the statement of financial position, cash and bank balances comprise cash (i.e. cash on hand and demand deposits) and cash equivalents. Cash equivalents are short-term (generally with original maturity of three months or less), highly liquid investments that are readily convertible to a known amount of cash and which are subject to an insignificant risk of changes in value. Cash equivalents are held for the purpose of meeting short-term cash commitments rather for investment or other purposes.

Bank balances for which use by the Group is subject to third party contractual restrictions are included as part of cash unless the restrictions result in a bank balance no longer meeting the definition of cash. Contractual restrictions affecting use of bank balances are disclosed in Note 1.8(a). If the contractual restrictions to use the cash extend beyond 12 months after the end of the reporting period, the related amounts are classified as non-current in the statement of financial position.

(a) Total cash and cash equivalents

	Year ended 31 March 2024 $ m	2023 $ m
Cash at bank and on hand	**587.2**	469.0
Restricted cash[1]	**42.9**	44.9
Total cash and cash equivalents	**630.1**	513.9

(1) Restricted cash relates to cash held within legal entities of the Group 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 paid to the Group by end consumers for payment to local International Air Transport Association (IATA) for ticketed travel arrangements, and refund monies received from IATA awaiting payment to end consumers.

(b) Operating cashflows reconciliation

Webjet considers the indirect method the more appropriate way to present cashflows for its business due to WebBeds customers and suppliers who use the Annual Report being more accustomed to the indirect method. We have set out below cashflows from operating activities using the direct method.

Operating cashflow per the direct method

	Year ended 31 March 2024 $ m	2023 $ m
Receipts from customers	**5,526.4**	4,253.4
Payments to suppliers and employees	**(5,330.4)**	(4,072.7)
Net finance cost paid	**(8.5)**	(4.4)
Income tax expense paid	**(3.7)**	–
Net cash flows from operating activities	**183.8**	176.3

2. Working capital and borrowings.

2.1 Trade receivables and other assets

Accounting policy

Trade and other receivables are recognised initially at fair value and, subsequently measured at amortised cost using the effective interest rate method, less a provision for impairment in accordance with the simplified approach permitted by AASB 9 Financial Instruments.

The Group applies the simplified approach to providing for expected credit losses prescribed by AASB 9, which permits the use of the lifetime expected credit loss provision for all trade receivables and contract assets.

	Year ended 31 March 2024 $ m	2023 $ m
Trade receivables	**225.1**	165.7
Contract assets	**16.6**	9.5
Credit loss allowance	**(2.3)**	(1.1)
Trade receivables	**239.4**	174.1
Prepayments	**11.7**	18.8
Other current assets(1)	**27.7**	12.1
Loans to related parties(2)	**1.2**	–
Total trade receivables and other assets	**280.0**	205.0
Other non-current assets		
Other financial assets	**0.3**	0.3
Total other non-current assets	**0.3**	0.3

(1) Comprises mainly supplier deposits and indirect tax balances.

(2) During the year, the Board approved to provide the Chief Operating Officer with a loan of $1.1 million, at a commercial interest rate for a term of one year and is classified as Current in the consolidated statement of financial position. As part of the loan terms, the loan was used to exercise vested options and is unsecured. Interest is accrued and is due and payable at the end of loan term.

Receivables ageing, contract assets and credit risk allowance

31 March 2024	B2C $ m	B2B $ m	Total $ m
Current	**3.8**	**174.9**	**178.7**
30 to 90 days	**2.1**	**41.6**	**43.7**
90 to 180 days	**0.3**	**1.4**	**1.7**
over 180 days	**–**	**1.0**	**1.0**
Trade receivables	**6.2**	**218.9**	**225.1**
Contract assets	**4.9**	**11.7**	**16.6**
Gross trade and other receivables			**241.7**
Allowance based on historic credit losses			**(0.8)**
Adjustment for respective changes in credit risk			**(1.5)**
Total trade and other receivables			**239.4**

31 March 2023	B2C $ m	B2B $ m	Total $ m
Current	5.6	136.3	141.9
30 to 90 days	1.0	18.6	19.6
90 to 180 days	0.3	3.9	4.2
over 180 days	–	–	–
Trade receivables	6.9	158.8	165.7
Contract assets	3.3	6.2	9.5
Gross trade and other receivables			175.2
Allowance based on historic credit losses			(0.5)
Adjustment for respective changes in credit risk			(0.6)
Total trade and other receivables			174.1

2.1 Trade receivables and other assets (continued)

Impairment of trade receivables

The Group applies the AASB 9 simplified approach to measure expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets. Expected credit losses are based on the difference between the contractual cashflows due in accordance with the contract and all the cashflows that the Group expects to receive.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to unbilled income and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The expected loss rates are based on the payment profiles of total transaction value (TTV) over a period of 24 months before 31 March 2024 and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables such as GDP, and the unemployment rate of the regions in which the customer operates, and accordingly adjusts the historical loss rates if there are material deteriorations to these macroeconomic indicators identified.

The derived credit matrix does not include the impact of any one-off events that are deemed not to reflect the credit quality of the portfolio of customers on an ongoing basis (e.g. pandemics or unexpected liquidation of large customers) as these are specifically provided for on a case-by-case basis. The credit loss allowance is calculated by applying the Group credit matrix to the ageing of trade receivables as above.

Trade receivables and contract assets are written off when there is no reasonable expectation of recovery, for instance when the customer has been declared bankrupt, cannot be located or is unable to meet the agreed periodic payments under a payment plan with the Group.

The Group always recognises lifetime expected credit losses (ECL) for trade receivables and contract assets. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

The movement in the credit loss allowance was as follows:

	Year ended 31 March 2024 $ m	2023 $ m
Opening credit allowance	**(1.1)**	(2.1)
Utilisation/(increase) of provision	**(1.1)**	1.2
Impact of FX translation	**(0.1)**	(0.2)
Closing credit loss allowance	**(2.3)**	(1.1)

In 2024, the Company has not written off any receivables (2023: $nil).

Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. There have been no modifications to contractual cashflows during the current period.

The Group has adopted a policy of only dealing with parties considered to be creditworthy. The Group has in place strong credit management policies to minimise credit risk exposure. This includes strict credit approval process, delegation of authorities with respect to increases in limits requested, continuous monitoring of the financial health of customers, and use of cash deposits, bank guarantees and other credit enhancement measures. The Group reviews the recoverable amount of each trade debt on an individual basis at the end of the reporting period to ensure that adequate loss allowance is made for irrecoverable amounts. In this regard, the Directors of the parent company consider that the Group's credit risk is significantly reduced.

The majority of trade receivables are with debtors that operate in the travel industry. Due to the low-value, high-volume transactional nature of the travel industry, the Group does not have material credit risk exposure to a single debtor.

2.1 Trade receivables and other assets (continued)

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Group. The carrying amount of financial assets in the financial statements, net of any impairment losses and credit loss allowances, represents the Group's maximum exposure to credit risk. As at 31 March 2024, the Group's maximum exposure to credit risk without taking into account any collateral held or other credit enhancements, which will cause a financial loss to the Group due to failure to discharge an obligation by the counterparties and financial guarantees provided by the Group arises from:

- The carrying amount of the respective recognised financial assets as stated in the consolidated statement of financial position
- The maximum amount the entity would have to pay if the financial guarantee is called upon, irrespective of the likelihood of the guarantee being exercised as disclosed in Note 4.10.

The Group's current credit risk grading framework comprises the following categories:

Category	Description	Basis for recognising expected credit losses
Performing	The counterparty has a low risk of default and does not have any past-due amounts	Lifetime ECL - not credit-impaired
Doubtful	Amount is >180 days past due or there has been a significant increase in credit risk since initial recognition	Lifetime ECL - not credit-impaired
In default/Write-off	Amount is >365 days past due or there has been a significant increase in credit risk since initial recognition, with the exeption of reciprocal balances for in default customers	Lifetime ECL - credit-impaired

2.2 Investment in financial assets

Accounting policy

Financial instruments

Financial assets are recognised in the Group's statement of financial position when the Group becomes a party to the contractual provisions of the instrument.

Financial assets are initially measured at fair value, except for trade receivables that do not have a significant financing component which are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets (other than financial assets at fair value through profit or loss) are added to or deducted from the fair value of the financial assets, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

By default, all other financial assets are measured subsequently at fair value through profit or loss (FVTPL).

Financial assets at FVTPL

Financial assets that do not meet the criteria for being measured at amortised cost or FVTOCI are measured at FVTPL. Specifically:

- Investments in equity instruments, such as investment in equity linked financial assets held by the Company, are classified as at FVTPL, unless the Group designates an equity investment that is neither held for trading nor a contingent consideration arising from a business combination as at FVTOCI on initial recognition.
- Debt instruments that do not meet the amortised cost criteria or the FVTOCI criteria are classified as at FVTPL. In addition, debt instruments that meet either the amortised cost criteria or the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency (so called 'accounting mismatch') that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Group has not designated any debt instruments as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any fair value gains or losses recognised in profit or loss to the extent they are not part of a designated hedging relationship. The net gain or loss recognised in profit or loss includes any dividend or interest earned on the financial asset and is included in the 'other gains and losses' line item.

2.2 Investment in financial assets (continued)

Impairment of financial assets

The Group recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised cost or at FVTOCI, lease receivables, trade receivables and contract assets, as well as on financial guarantee contracts. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

	As at 31 March 2024 $ m	2023 $ m
Equity linked financial assets[1]	**43.3**	–
Investment in financial assets	**43.3**	–

(1) As announced to the ASX on 4 September 2023, the Group has undertaken Capital Management Initiatives with the intention to obtain economic exposure to the price and dividends of its ordinary shares, up to a maximum of $150 million. The investment provides a partial hedge in relation to the economic cost of any future liability management of the Notes, as described in Note 2.4(b). The related exposure at 31 March 2024 was equivalent to 4.9 million shares. Mark-to-market non-cash gain on the equity linked financial assets are taken to non-operating (income)/expenses in the profit or loss statement, refer to Note 1.4(b).

2.3 Trade payables and other liabilities

Accounting policy

Trade and other payables represent liabilities for goods and services provided to the Group prior to the end of the financial year which are unpaid. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognised initially at their fair value and subsequently measured at amortised cost using the effective interest method.

Other payables and accruals primarily represent liabilities for goods and services received.

	31 March 2024			31 March 2023		
	B2C $ m	B2B $ m	Total $ m	B2C $ m	B2B $ m	Total $ m
Trade payables	**59.1**	**419.1**	**478.2**	45.6	320.7	366.3
Accrued expenses	**13.1**	**11.2**	**24.3**	16.3	21.6	37.9
Other liabilities	**0.2**	**20.9**	**21.1**	9.1	20.4	29.5
Total trade and other payables	**72.4**	**451.2**	**523.6**	71.0	362.7	433.7

2.4 Borrowings and finance costs

Accounting policy

Borrowings are initially recognised at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognised in profit or loss over the period of the borrowings using the effective interest method.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss as other income or finance costs.

Borrowings are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the reporting period.

The Group enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts.

Derivatives are recognised initially at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

2.4 Borrowings and finance costs (continued)

A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability. Derivatives are not offset in the financial statements unless the Group has both a legally enforceable right and intention to offset. A derivative is presented as a non-current asset or a non-current liability if the remaining maturity of the instrument is more than 12 months and it is not due to be realised or settled within 12 months. Other derivatives are presented as current assets or current liabilities.

(a) Breakdown of borrowings

	Terms	Maturity	31 March 2024 Current $ m	31 March 2024 Non-current $ m	31 March 2023 Current $ m	31 March 2023 Non-current $ m
Unsecured Convertible Notes[1]	Interest Only	April 2026	–	**224.3**	–	236.6
Capitalised debt costs			–	–	–	(1.3)
Convertible bond			–	**224.3**	–	235.3
Borrowings			–	**224.3**	–	235.3
Interest rate swaps			–	–	–	0.2
Related derivatives financial instruments			–	–	–	0.2
Total borrowings			–	**224.3**	–	235.5

(1) Refer to Note 2.4(b) for information on the Convertible Notes.

(b) Convertible Notes

2021 Convertible Notes

The Group launched the issue of $250 million AUD Convertible Notes due 2026 (the "Notes") on 31 March 2021. These were successfully priced on 1 April 2021 and issued on 8 April 2021. The Notes have a coupon of 0.75% per annum, payable on a semi-annual basis, mature on 12 April 2026, are unsubordinated and unsecured, and are listed on the Singapore Exchange. The Notes had an investor put option with an exercise date on or about 12 April 2024 however the put option was not exercised. The Group has therefore reassessed the estimated timing of cashflows of the Notes and remeasured the effective interest to the contractual maturity of 12 April 2026 (originally measured to the put date of 12 April 2024). The remeasurement of the carrying value of the $250 million of the Notes resulted in a gain of $25.3 million which is recognised under 'Gain on remeasurement of Convertible Notes' in the Statement of Profit or Loss. The Notes are classified as Non-current at 31 March 2024.

	31 March 2024 $ m
Proceeds from issue of Convertible Notes	**250.0**
Transaction costs	**(4.6)**
Net proceeds from issue of Convertible Notes	**245.4**
Equity component	**(36.8)**
Tax effect of equity component	**11.0**
Transaction costs relating to equity component	**0.7**
Amount classified under equity	**(25.1)**
Liability component at date of issue (net of transaction costs)	**209.3**
Interest charged (using effective interest rate method)	**41.9**
Amortisation of capitalised debt costs	**3.9**
Interest paid/payable (coupon payments)	**(5.5)**
Remeasurement of Convertible Notes	**(25.3)**
Carrying amount of liability component at 31 March 2024	**224.3**

The interest expense for the period is calculated by applying an effective interest rate of 6.2% to the liability component for the period. The liability component is measured at amortised cost over the term of the Convertible Notes. The difference between the carrying amount of the liability component at the date of issue and the amount reported at 31 March 2024 represents the effective interest rate less interest paid to date, remeasured during the year to reflect the revised estimated future cashflows.

Notes to the consolidated financial statements.

2.4 Borrowings and finance costs (continued)

(c) Movement in borrowings

2024	Opening balance 31 March 2023 $ m	Repayments $ m	Remeasurement $ m	Non-cash (fair value, FX and amortisation) $ m	Closing balance 31 March 2024 $ m
Unsecured Convertible Notes	**236.6**	**(1.9)**	**(25.3)**	**14.9**	**224.3**
Capitalised debt costs	**(1.3)**	**–**	**–**	**1.3**	**–**
Related derivatives financial instruments:					
– Interest rate swaps	**0.2**	**–**	**–**	**(0.2)**	**–**
Total borrowings	**235.5**	**(1.9)**	**(25.3)**	**16.0**	**224.3**

2023	Opening balance 31 March 2022 $ m	Repayments $ m	Non-cash (fair value, FX and amortisation) $ m	Closing balance 31 March 2023 $ m
Bank debt	86.0	(86.0)	–	–
Unsecured Convertible Notes	224.4	(1.9)	14.1	236.6
Capitalised debt costs	(2.6)	–	1.3	(1.3)
Related derivatives financial instruments:				
– Interest rate swaps	0.4	–	(0.2)	0.2
Total borrowings	308.2	(87.9)	15.2	235.5

(d) Covenant compliance

The Group banking facilities are subject to market standard covenants of net leverage and interest cover ratios.

Webjet Limited has complied with the financial covenants of its borrowing facilities during the 2024 and 2023 reporting periods.

(e) Net finance costs

	Year ended 31 March 2024 $ m	2023 $ m
Interest income	**(15.9)**	(6.6)
Total finance Income	**(15.9)**	(6.6)
Bank interest	**7.3**	2.5
Transaction costs on derivatives	**12.3**	7.6
Convertible Notes Interest – Coupon[1]	**1.9**	1.9
Borrowing costs	**3.9**	3.9
Lease interest	**0.7**	0.2
Underlying finance costs	**26.1**	16.1
Convertible Notes Interest – amortisation from discount value to par using effective interest rate method	**13.0**	12.2
Total finance costs	**39.1**	28.3
Net finance costs	**23.2**	21.7

(1) Balance represents coupon interest of 0.75% per annum on $250 million Convertible Notes, payable on a semi-annual basis.

2.5 Other liabilities

Accounting policy

Contract liabilities represent amounts received from third parties that are subsequently recognised as revenue in line with the performance obligations attached to the relevant contract.

Deferred revenue is a contract liability that typically relates to revenue received in advance for bookings and lump sum payments from suppliers. It represents revenue received in advance of the completion of the performance obligation under the contract. It is recognised when the consideration is received or is due (whichever is earlier).

Deferred revenue is released to the statement of profit or loss as the performance obligation is met.

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Group in respect of services provided by employees up to the reporting date.

(a) Total Other liabilities

	Notes	As at 31 March 2024 $ m	2023 $ m
Current other liabilities			
Contract liabilities(1)	1.2	**36.8**	33.5
Current tax liabilities		**10.3**	3.9
Client deposits(2)		**16.1**	16.1
Provisions(3)		**5.2**	6.7
Derivative financial instruments		**1.3**	1.6
Lease liabilities	3.3	**3.5**	2.4
Other current liabilities		**0.4**	3.0
Total current other liabilities		**73.6**	67.2
Non-current other liabilities			
Provisions(3)		**5.4**	2.5
Lease liabilities	3.3	**11.7**	2.7
Total non-current other liabilities		**17.1**	5.2

(1) Contract liabilities primarily consist of gift vouchers of $11.5 million (2023: $13.5 million) and deferred revenue of $25.3 million (2023: $20 million).
(2) Client deposits comprise deposits from customers based on Company’s risk management policies and does not include contract liabilities.
(3) Mainly comprises employee entitlements such as annual leave, long service leave and end of contract gratuities payable.

3. Non-current assets.

3.1 Intangible assets

Intangible assets comprise goodwill, trademarks, capitalised development costs and other identifiable intangibles.

Category	Recognition and measurement	Amortisation
Goodwill	Goodwill for the Group arises on business acquisitions and represents the difference between the total consideration paid and the fair value of the net assets acquired.	Goodwill is not amortised but is assessed for impairment on an annual basis, or more frequently if events or changes in circumstances indicate that it might be impaired.
Trademarks	Trademarks for the Group arise on business combinations. Trademarks can have indefinite useful lives where there is no expiry and no foreseeable limit on the period of time over which these assets are expected to contribute to the cashflows of the Group.	3 years
Capitalised development – Booking platform	Costs associated with maintaining software programs are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Group are recognised as intangible assets as capitalised development. Directly attributable costs that are capitalised as part of the software include employee costs and an appropriate portion of relevant overheads. The capitalised development intangible assets represent the Group's travel booking system and licences as well as additional distribution systems that enable customers to access this booking platform. Capitalised development is amortised on a straight-line basis.	Hotel platforms – 8 years Flight platforms – 10 years
Other identifiable intangibles	Other identifiable intangible assets arise on capitalised work-in-progress, business acquisitions and are comprised of supplier agreements and customer contracts/relationships.	Supplier agreements – 10 to 15 years Customer contracts – 15 years
SaaS arrangements	The Group expenses implementation, configuration and customisation costs incurred on Software as a Service (SaaS) arrangement where the Group has no ownership rights or control over the software code. Customisation costs where the Group has ownership rights over the software code continues to be capitalised and amortised over its useful life.	Expected life of contract

Key source of estimation uncertainty

Impairment testing

Following the assessment of the recoverable amount of goodwill allocated to the GoSee Business, to which goodwill of $17.3 million is allocated following recognition of an impairment charge of $28.3 million, management consider the recoverable amount of goodwill allocated to GoSee to be most sensitive to the achievement of the 2025 budget. Budgets comprise forecasts of revenue, staff costs and overheads based on current and anticipated market conditions that have been considered and approved by the board. Whilst the Group is able to manage most of GoSee's costs, the revenue projections are inherently uncertain due to the unstable market conditions. Revenue of the CGU is most sensitive to changes in the sectors demand for sales.

3.1 Intangible assets (continued)

The value of the intangible assets of the Group are as follows:

	Goodwill $ m	Trademarks $ m	Capitalised development $ m	Other $ m	Total $ m
At 1 April 2023					
Cost	**559.1**	**24.9**	**224.5**	**230.1**	**1,038.6**
Accumulated amortisation and impairment	**–**	**(24.0)**	**(136.4)**	**(75.7)**	**(236.1)**
Net book amount	**559.1**	**0.9**	**88.1**	**154.4**	**802.5**
Additions	**–**	**–**	**28.8**	**8.1**	**36.9**
Impairment[(1)]	**(28.3)**	**–**	**–**	**–**	**(28.3)**
Amortisation charge	**–**	**–**	**(22.7)**	**(14.6)**	**(37.3)**
Exchange differences	**10.0**	**–**	**1.7**	**5.1**	**16.8**
Closing net book amount	**540.8**	**0.9**	**95.9**	**153.0**	**790.6**
At 31 March 2024					
Cost	**540.8**	**24.9**	**257.7**	**244.8**	**1,068.2**
Accumulated amortisation and impairment	**–**	**(24.0)**	**(161.8)**	**(91.8)**	**(277.6)**
Net book amount	**540.8**	**0.9**	**95.9**	**153.0**	**790.6**

(1) During the current year, the GoSee Business did not meet its FY24 budget targets as trading and earnings remain depressed due to supply chain issues and a lag in inbound passenger numbers. Consequently, Management has revised the Business's earnings outlook to reflect current market conditions. This assessment reduced the Business's calculated value-in-use resulting in an impairment charge of $28.3 million at the end of the reporting period.

	Goodwill $ m	Trademarks $ m	Capitalised development $ m	Other $ m	Total $ m
At 1 April 2022					
Cost	514.5	22.6	189.1	199.3	925.5
Accumulated amortisation and impairment	–	(21.9)	(80.6)	(56.5)	(159.0)
Net book amount	514.5	0.7	108.5	142.8	766.5
Additions	–	–	20.7	11.6	32.3
Amortisation charge	–	–	(47.8)	(13.8)	(61.6)
Exchange differences	44.6	0.2	6.7	13.8	65.3
Closing net book amount	559.1	0.9	88.1	154.4	802.5
At 31 March 2023					
Cost	559.1	24.9	224.5	230.1	1,038.6
Accumulated amortisation and impairment	–	(24.0)	(136.4)	(75.7)	(236.1)
Net book amount	559.1	0.9	88.1	154.4	802.5

3.1 Intangible assets (continued)

Impairment tests for intangible assets

Goodwill is monitored by management at the operating segment level, at the CGU, or group of CGU level for B2C and B2B. The Group has identified the reportable segments to be Business to Consumer Travel (B2C Travel) and Business to Business Travel (B2B Travel), refer to Note 1.1 for further details.

During the year, the Group has tested the intangible assets inclusive of goodwill for impairment. Other intangible assets, such as trademarks, customer contracts and supplier agreements have been tested for impairment at the CGU level as they do not generate separately identifiable independent cashflows.

The summary of the carrying amount of intangible assets subject to impairment testing, after the $28.3 million GoSee impairment, is shown below:

	B2C Travel			B2B Travel	Total
31 March 2024	GoSee $ m	OTA $ m	Total $ m	$ m	$ m
Carrying amount of goodwill	**17.3**	**6.0**	**23.3**	**517.5**	**540.8**
Carrying amount of other intangible assets	**10.5**	**43.7**	**54.2**	**195.6**	**249.8**
	27.8	**49.7**	**77.5**	**713.1**	**790.6**

	B2C Travel			B2B Travel	Total
31 March 2023	GoSee $ m	OTA $ m	Total $ m	$ m	$ m
Carrying amount of goodwill	46.1	6.0	52.1	507.0	559.1
Carrying amount of other intangible assets	10.2	45.7	55.9	187.5	243.4
	56.3	51.7	108.0	694.5	802.5

The recoverable amount of the cash-generating unit is determined based on value-in-use calculations. These calculations use cash flow projections based on financial budgets approved by management covering a five-year period.

Detailed monthly projections were performed for the next year-ending 31 March 2025 and are derived from board approved budgets.

The following are the key assumptions applied in calculating the recoverable amount:

Key assumptions used for value-in-use calculations

	B2C Travel		B2B Travel
	GoSee	OTA	
Year 2-5 CAGR growth in budgeted EBITDA(1)	11.2%	4.6%	10.1%
Terminal growth rate	2%	2%	2%
Tax rate	28%	30%	15%
Post tax discount rate	11.5%	11.5%	11.5%

(1) Year 2-5 represents FY26-FY29.

There are no reasonable possible changes in assumptions that would result in impairment in B2B and OTA CGUs.

During the year, an impairment charge of $28.3 million has been recognised for the GoSee business.

Other than the impairment charge recognised for GoSee during the reporting period, no additional impairment was required for either of the CGU's.

The market for GoSee products has seen a slowdown in recent years and it is possible that further underperformance in relation to the return of inbound tourism for the GoSee business may occur in 2025 if prevailing trends continue that could result in further impairment.

3.2 Property, plant and equipment

Accounting policy

Property, plant and equipment (PPE) of the Group comprises land and buildings, office equipment, furniture & fittings, leasehold improvements, computer equipment and assets under construction.

Each class of property, plant and equipment is carried at historical cost less accumulated depreciation and impairment losses. The depreciation rate used for each class of depreciable asset is:

Buildings	50 years
Office furniture and equipment	5 to 8 years
IT hardware and software	5 years
Right-of-use assets and leasehold improvements	Over term of lease

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in profit or loss.

The Group's property, plant and equipment are as follows:

At 1 April 2023	Land and Building $ m	IT Equipment $ m	Right of Use Asset $ m	Other PPE $ m	Total $ m
Cost	**7.3**	**5.1**	**15.1**	**14.9**	**42.4**
Accumulated depreciation	**(1.0)**	**(1.6)**	**(10.5)**	**(11.5)**	**(24.6)**
Net book amount	**6.3**	**3.5**	**4.6**	**3.4**	**17.8**
Additions	**–**	**1.3**	**13.4**	**3.2**	**17.9**
Depreciation charge	**(0.1)**	**(2.6)**	**(4.1)**	**(1.4)**	**(8.2)**
Exchange differences	**0.1**	**1.6**	**(0.3)**	**–**	**1.4**
Closing net book amount	**6.3**	**3.8**	**13.6**	**5.2**	**28.9**
At 31 March 2024					
Cost	**7.5**	**8.4**	**28.2**	**18.1**	**62.2**
Accumulated depreciation	**(1.2)**	**(4.6)**	**(14.6)**	**(12.9)**	**(33.3)**
Net book amount	**6.3**	**3.8**	**13.6**	**5.2**	**28.9**

At 1 April 2022	Land and Building $ m	IT Equipment $ m	Right of Use Asset $ m	Other PPE $ m	Total $ m
Cost	6.7	6.4	14.4	13.3	40.8
Accumulated depreciation	(0.9)	(2.5)	(6.7)	(9.7)	(19.8)
Net book amount	5.8	3.9	7.7	3.6	21.0
Additions	–	1.4	0.3	0.4	2.1
Depreciation charge	(0.1)	(2.5)	(3.5)	(0.9)	(7.0)
Exchange differences	0.6	0.7	0.1	0.3	1.7
Closing net book amount	6.3	3.5	4.6	3.4	17.8
At 31 March 2023					
Cost	7.3	5.1	15.1	14.9	42.4
Accumulated depreciation	(1.0)	(1.6)	(10.5)	(11.5)	(24.6)
Net book amount	6.3	3.5	4.6	3.4	17.8

3.3 Leases

Accounting policy

The Group leases various offices. Rental contracts are typically made for fixed periods of 3 to 5 years but may have extension options, with optionality used to maximise operational flexibility in terms of managing contracts. The majority of extension and termination options held are exercisable only by the Group and not by the respective lessor.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Leases are recognised as a right-of-use lease asset and a corresponding lease liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use lease asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis.

Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payments that are based on an index or a rate
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use lease assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

	As at 31 March 2024 $ m	2023 $ m
Right-of-use lease assets	**13.6**	4.6
Lease liabilities		
– Current	**3.5**	2.4
– Non-current	**11.7**	2.7

Reconciliation of financing cashflows

31 March 2024	Opening Balance $ m	Interest $ m	Payments $ m	Additions $ m	FX $ m	Reclass to current $ m	Closing Balance $ m
Current lease liabilities	**2.4**	**0.7**	**(3.9)**	**4.4**	**(0.1)**	**–**	**3.5**
Non-current lease liabilities	**2.7**	**–**	**–**	**9.0**	**–**	**–**	**11.7**
Total lease liabilities	**5.1**	**0.7**	**(3.9)**	**13.4**	**(0.1)**	**–**	**15.2**

31 March 2023	Opening Balance $ m	Interest $ m	Payments $ m	Additions $ m	FX $ m	Reclass to current $ m	Closing Balance $ m
Current lease liabilities	4.2	0.2	(4.5)	–	–	2.5	2.4
Non-current lease liabilities	4.0	–	–	0.3	0.9	(2.5)	2.7
Total lease liabilities	8.2	0.2	(4.5)	0.3	0.9	–	5.1

3.4 Investment in associates

Accounting policy

An associate is an entity over which the Group has significant influence and that is neither a subsidiary nor an interest in a joint venture. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

The results and assets and liabilities of associates or joint ventures are incorporated in these financial statements using the equity method of accounting, except when the investment is classified as held for sale, in which case it is accounted for in accordance with AASB 5.

Under the equity method, an investment in an associate or a joint venture is recognised initially in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

If there is objective evidence that the Group's net investment in an associate or joint venture is impaired, the requirements of AASB 136 Impairment of Assets are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with AASB 136 as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised is not allocated to any asset, including goodwill that forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with AASB 136 to the extent that the recoverable amount of the investment subsequently increases.

Name of associate	Principal activity	Place of incorporation	Proportion of ownership interest and voting rights by the Group		Value of investment made by the Group	
			As at 31 March		As at 31 March	
			2024 %	2023 %	2024 $ m	2023 $ m
Locktrip LLC	Note (a)	Bulgaria	**25%**	25%	**–**	–
ROOMDEX, Inc	Note (b)	USA	**0%**	49%	**–**	12.0
					–	12.0

(a) LockTrip investment

On 25 February 2021, the Group acquired an investment in LockTrip UK Holdings Ltd (LockTrip), a blockchain start-up. Webjet secured a 25% stake in LockTrip for US$4.1 million (A$5.4 million) which was paid in April 2021, with a further option to increase its shareholding to 51%. The carrying value of investment, including goodwill, is tested for impairment. As a result of the volatility and general decline in market values of cryptocurrencies, in addition to underperformance to budgeted values, it was determined in the prior period that the investment was impaired. As such an impairment charge of A$5.9 million was recorded during the prior year, reducing the carrying value to $nil. The Company's share of net loss from LockTrip for the current year was A$nil (2023: A$0.2 million).

(b) ROOMDEX investment

On 16 February 2022, the Group made a US$10 million (A$13.9 million) strategic investment in ROOMDEX Inc. which is a US based leader in automated hotel upselling solutions, securing a 49% stake in the business. The carrying value of investment, including goodwill, is tested for impairment. As a result of the underperformance to budgeted values, it was determined that the investment was impaired. As such an impairment charge of A$10.5 million was recorded during the year, reducing the carrying value to $nil. The Company's share of net loss from ROOMDEX Inc. for the current year was A$1 million (2023: A$1.8 million).

During the year, the Group has acquired substantially all of ROOMDEX Inc.'s tangible and intangible business assets for a consideration of US$0.3 million (A$0.5 million) and assumed certain liabilities. Following the acquisition, the associate, ROOMDEX Inc. was liquidated and on liquidation, a distribution of US$0.4 million (A$0.6 million) was received.

4. Other disclosures.

4.1 Issued Capital

	As at 31 March 2024 No of shares (m)	As at 31 March 2023 No of shares (m)	As at 31 March 2024 $ m	As at 31 March 2023 $ m
Ordinary shares – fully paid	**387.5**	382.7	**1,066.7**	1,050.1
Total issued capital	**387.5**	382.7	**1,066.7**	1,050.1

(a) Movements in issued capital

	As at 31 March 2024 No of shares (m)	As at 31 March 2023 No of shares (m)	As at 31 March 2024 $ m	As at 31 March 2023 $ m
Opening balance	**382.7**	380.5	**1,050.1**	1,037.8
Issue of shares under share-based payment	**4.8**	2.2	**16.6**	12.3
Closing Balance	**387.5**	382.7	**1,066.7**	1,050.1

The total number of ordinary shares outstanding at the end of the period was 387,477,154 (2023: 382,721,484), inclusive of treasury shares of 167,882 (2023: 167,882).

Refer to Note 4.11 for details of issued capital issued post reporting date.

4.2 Share-based payments reserve

	$ m
At 1 April 2023	**14.7**
Credit to equity-settled share-based payments	**6.7**
Issue of shares under share-based payment	**(9.6)**
Deferred tax on share-based payments	**7.4**
At 31 March 2024	**19.2**

4.3 Subsidiaries

The Group's subsidiaries as at 31 March 2024 are set out below. Unless otherwise stated, they are 100% owned, have share capital consisting solely of ordinary shares that are held directly by the Group, and the proportion of ownership interests held equals the voting rights held by the Group.

Australia

- GoSee Travel Pty Ltd[(1)]
- Rez Group Pty Ltd[(1)]
- Webjet Marketing Pty Ltd[(1)]

United Arab Emirates

- Destinations of the World DMCC
- Destinations of the World Travel and Tourism LLC
- DOTW KSA Limited
- DOTW Kuwait Limited
- Umrah Holidays International FZ-LLC
- WebBeds FZ LLC

United Kingdom

- Fyrkant Ltd
- GoSee Travel Limited
- JAC Group (Holdings) Limited
- JAC Travel Limited
- Sunhotels Ltd
- Totalstay Limited
- WebBeds Limited

Other countries

- Bico Trip Co. Ltd
- Bico T.S. Japan Co Ltd
- Busy Bee SL
- Destinations of the World Holding Establishment
- Destinations of the World Istanbul Sehayat Ve Turizm Anonim Sirketi
- Destinations of the World (Malaysia) Sdn. Bhd
- Destinations of the World Saudi Arabia for Tourism LLC
- Destinations of the World (Subcontinent) Private Limited
- Destinations of the World (Thailand) Co., Limited
- Dominica de Turismo (Domitur) SRL
- DOTW Holdings Limited
- DOTW Kuwait for Hotels, Real Estate and Healthcare Centres Reservations WLL
- DOTW Shared Services Inc.
- Earlybird (Shenzen) Limited
- FIT Ruums PTE Ltd
- GoSee Limited
- GoSee Travel LLC
- JAC Travel Inc
- JAC Travel Information Consulting (Beijing) Company Limited
- Search Republic Limited[(2)]
- Shanghai Meihao Information Technology Co., Ltd
- Sun hotels Mundo S.L.U
- Travel Tech SRL
- Trip Ninja Inc
- Umrah Holidays Travel & Tourism
- Webbeds Holding Co Limited
- WebBeds LLC
- WebBeds Services HK Limited
- WebBeds Services SRL
- WebBeds Travel & Tourism
- Webjet International Limited
- Webjet Marketing NZ Pty Ltd

(1) Member of the Australian tax-consolidated Group.

(2) 51% interest held. The value of non-controlling interest is not material.

4.4 Parent entity financial information

The financial information for the parent entity has been prepared on the same basis as the consolidated financial statements.

The individual financial statements for the parent entity show the following aggregate amounts:

	As at 31 March 2024 $ m	As at 31 March 2023 $ m
Balance sheet		
Current assets	**149.1**	207.3
Non-current assets	**930.0**	1,015.6
Total assets	**1,079.1**	1,222.9
Current liabilities	**37.2**	5.3
Non-current liabilities	**98.5**	196.7
Total liabilities	**135.7**	202.0
Net assets	**943.4**	1,020.9
Equity		
Issued capital	**1,066.7**	1,050.2
Reserves	**41.2**	39.6
Retained earnings	**(164.5)**	(68.9)
Total equity	**943.4**	1,020.9
Loss for the year	**(95.7)**	(8.5)
Total comprehensive loss	**(95.7)**	(8.5)

Guarantees entered into by the parent entity

The parent entity, along with other associated subsidiaries, have collectively given financial guarantees for unsecured banking facilities granted to the Group as disclosed in Note 4.10.

Contingent liabilities of the parent entity

The parent entity did not have any contingent liabilities as at 31 March 2024 or 31 March 2023.

4.5 Taxation

Accounting policy

The income tax expense or benefit for the period is the tax payable on the current period's taxable income using the applicable income tax rate for each jurisdiction adjusted for changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge or credit is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period in the countries where the Company's subsidiaries and associates operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to positions in which applicable tax regulations maybe subject to interpretation. The Group recognises provisions, where appropriate, on the basis of amounts expected to be paid to the relevant tax authorities.

Deferred income tax is provided in full using the liability method and based on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not recognised if it arises from the initial recognition of an asset or liability in a transaction, other than a business combination, and at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets and liabilities arising from temporary differences between the carrying amount and tax bases of investments in foreign operations are not recognised where the company is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Webjet Limited and its wholly-owned Australian entities have implemented the tax consolidation legislation. As a consequence, these entities are taxed as a single entity and the deferred tax assets and liabilities of these entities are offset against each other in the consolidated financial statements.

Current and deferred tax balances are recognised in the profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Critical accounting judgements and key sources of estimation uncertainty

The Group operates across many tax jurisdictions and complies with local tax laws and its transfer pricing policies with respect to its cross-border operations. Application of tax laws can be complex and requires judgement to assess risk and estimate outcomes, particularly in relation to significant transactions and the Group's cross-border operations and transactions. These judgements are subject to risk and uncertainty, hence there is a possibility that changes in circumstances or tax laws will alter expectations, which may impact the amount of tax assets and tax liabilities, including deferred tax, recognised on the balance sheet. Given the inherent uncertainty in assessing tax outcomes of the Group in future periods, there may be adjustments that have a material impact on the Group's result in a particular period.

The Group's current tax provision of $10.3 million predominantly relates to management's assessment of the amount of tax payable on open tax positions where the liabilities remain to be agreed with local tax authorities. Uncertain tax items for which a provision of $1.3 million has been included, relate to the interpretation of tax legislation regarding digital transactions. Due to the uncertainty associated with this tax item, there is a possibility that, on conclusion of open tax matters at a future date, the final outcome may differ. Whilst a range of outcomes is reasonably possible, it is not anticipated that the actual liability will differ materially from the existing provision.

Notes to the consolidated financial statements.

4.5 Taxation (continued)

(a) Income tax expense

	Year ended 31 March 2024 $ m	2023 $ m
Current tax		
Current year tax expense	**17.2**	4.3
Adjustment for current tax of prior periods	**1.5**	0.1
Total current tax expense	**18.7**	4.4
Deferred tax		
Current year deferred tax expense	**17.9**	0.1
Adjustments for deferred tax of prior periods	**(0.6)**	(0.2)
Total deferred tax expense/(benefit)	**17.3**	(0.1)
Income tax expense	**36.0**	4.3

(b) Numerical reconciliation of income tax benefit to prima facie tax payable

	Year ended 31 March 2024 $ m	2023 $ m
Profit from continuing operations before income tax expense	**108.7**	18.8
Tax at the Australian tax rate of 30.0% (2023: 30.0%)	**32.6**	5.6
Effect of income/expenses that are not assessable/deductible in determining taxable profit	**13.9**	1.9
Difference in overseas tax rates	**(20.4)**	(4.3)
Prior periods adjustments	**(3.7)**	(0.1)
Impact of change in tax rates on deferred tax balances	**9.7**	–
Other	**3.9**	1.2
Income tax expense	**36.0**	4.3

(c) Movements in deferred tax assets

	Intangible assets $ m	Tax losses $ m	Convertible Notes/ Derivatives $ m	Cash incentive fee on Bond $ m	Future tax deduction on share based payments $ m	Other $ m	Total $ m
At 1 April 2022	(4.6)	44.5	(7.5)	8.0	–	2.6	43.0
(Charged)/credited							
– to profit or loss	2.2	(7.0)	3.7	(2.0)	–	(3.3)	(6.4)
– directly to equity	–	–	–	–	–	(0.1)	(0.1)
– under/over provision	–	0.2	–	–	–	–	0.2
At 31 March 2023	(2.4)	37.7	(3.8)	6.0	–	(0.8)	36.7
(Charged)/credited							
– to profit or loss	**(3.9)**	**(2.4)**	**(3.7)**	**(2.0)**	**(3.2)**	**1.5**	**(13.7)**
– directly to equity	**–**	**–**	**–**	**–**	**7.4**	**0.2**	**7.6**
– under/over provision	**–**	**2.0**	**–**	**–**	**2.6**	**–**	**4.6**
– utilisation of tax losses	**–**	**(8.3)**	**–**	**–**	**–**	**0.2**	**(8.1)**
At 31 March 2024	**(6.3)**	**29.0**	**(7.5)**	**4.0**	**6.8**	**1.1**	**27.1**

In applying judgement in recognising deferred tax assets, all available information has been assessed, including five-year future business profit projections. As at 31 March 2024, the Group has recognised a deferred tax asset of $29 million in relation to unused tax losses, after the utilisation of $8.3 million of carried forward tax losses and derecognition of tax losses attributable to the GoSee Business of $4.2 million in the current income year

It is expected that these tax losses will be utilised by future taxable profits derived by the Group, taking into account the reversal of existing taxable temporary differences and trading profits in the relevant jurisdictions to which the tax losses relate. There are no unrecognised deferred tax assets.

4.5 Taxation (continued)

(d) Movements in deferred tax liabilities

	Intangible assets $ m	Total $ m
At 1 April 2022	18.5	18.5
Charged to profit or loss	(6.1)	(6.1)
At 31 March 2023	12.4	12.4
Credited		
– to profit or loss	**4.0**	**4.0**
– under/over provision	**4.0**	**4.0**
– exchange rate movements	**0.5**	**0.5**
At 31 March 2024	**20.9**	**20.9**

(e) Relevance of tax consolidation to the Group

The company and its wholly-owned Australian resident entities formed an income tax consolidated Group with effect from 1 July 2007 and are therefore taxed as a single entity from that date. The head entity of the income tax consolidated Group is Webjet Limited. The members of the tax consolidated Group are identified in Note 4.3.

The tax expense/benefit, deferred tax liabilities and deferred tax assets arising from temporary differences of the members of the tax consolidated Group are recognised in the separate financial statements of the members of the tax consolidated Group using the 'separate taxpayer within Group' approach.

Current tax liabilities and assets and deferred tax assets relating to carried forward tax losses and relevant tax credits of the members of the tax consolidated Group are recognised by Webjet Limited (as the head entity of the tax consolidated Group).

(f) Nature of tax funding arrangements and tax sharing agreements

Entities within the tax consolidated Group have entered into a tax funding arrangement and a tax sharing agreement with the head entity, Webjet Limited. Under the terms of the tax funding arrangement, Webjet Limited and each of the entities in the tax consolidated Group have agreed to make a tax equivalent payment to or from the head entity, based on the current tax liability or current tax asset of the entity.

The tax sharing agreement entered into between members of the tax consolidated Group provides for the determination of the allocation of income tax liabilities between the entities should the head entity default on its tax payment obligations or if an entity should leave the tax consolidated Group. The effect of the tax sharing agreement is that each member's liability for tax payable by the tax consolidated Group, is limited to the amount payable to the head entity under the tax funding arrangement.

Notes to the consolidated financial statements.

4.6 Financial risk management

The Group's risk management is based on policies approved by the Board of Directors. Group finance identifies, evaluates and hedges financial risks in close co-operation with the Group's operating units. The Board provides written principles for overall risk management, and review and approved policies covering specific areas, such as foreign exchange risk, interest rates and the use of derivative financial instruments.

(a) Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as going concerns while maximising the return to shareholders through the optimisation of the debt and equity balance. The Group's overall strategy remains unchanged from 2023.

The capital structure of the Group consists of net debt and equity of the Group.

Debt is defined by the Group as convertible instruments and lease liabilities (excluding derivatives, contingent consideration, and financial guarantee contracts). Net cash/debt is defined as debt after deducting cash and cash equivalents (including cash and bank balances in a disposal group held for sale). Equity includes capital, reserves, retained earnings, and non-controlling interests.

The Group is not subject to any externally imposed capital requirements.

The Group has a capital risk and investment policy to provide guidance for its capital requirements. The policy is reviewed annually to take into consideration the Group's changing risk and short- and long-term funding needs. The Group's debt and capital includes ordinary share capital, and financial liabilities supported by financial assets.

As a result, the Group has significant cash reserves and is well placed to capture the significant B2B market opportunity and accelerate growth in our B2C businesses. The Group's investment policy ensures that the organisation maximises its return from funds invested while adopting a very conservative approach to risk and also ensuring sufficient working capital is maintained.

During the reporting period, the Group has undertaken Capital Management Initiatives with the intention to obtain economic exposure to the price and dividends of its ordinary shares, up to a maximum of $150 million. Refer to Note 2.2 for further details.

		As at 31 March	
Net cash	**Notes**	**2024 $ m**	**2023 $ m**
Cash at bank and on hand (excluding restricted cash)	1.8	**587.2**	469.0
Financial investments	2.2	**43.3**	–
		630.5	469.0
Less:			
– Borrowings	2.4	**224.3**	235.3
		224.3	235.3
Net cash		**406.2**	233.7

		As at 31 March	
Gearing ratio	**Notes**	**2024 $ m**	**2023 $ m**
Borrowings	2.4	**224.3**	235.3
Equity		**940.8**	834.2
Gearing ratio		**23.8%**	28.2%

(b) Classification of financial instruments

	As at 31 March	
	2024 $ m	**2023 $ m**
Financial assets		
Loans and receivables	**268.3**	186.2
Cash and cash equivalents	**630.1**	513.9
Financial liabilities		
Debt at amortised cost	**224.3**	235.3
Other financial liabilities[(1)]	**15.2**	5.1
Financial liabilities – at fair value through profit and loss		
Derivatives	**1.3**	1.8

(1) Comprises lease liabilities.

4.6 Financial risk management (continued)

(c) Derivatives

The Group enters into derivative financial instruments to manage its exposure to movement in interest rates and foreign exchange rates, including foreign exchange forward contracts and interest rate swaps, in accordance with the Group's financial risk management policies. The Group has the following derivative financial instruments at reporting date:

	As at 31 March 2024 $ m	2023 $ m
Non-current assets		
Equity linked financial assets[i]	**43.3**	–
Current liabilities		
Forward foreign exchange contracts – cash flow hedges[ii]	**1.3**	1.6
Non-current liabilities		
Interest rate swaps[iii]	**–**	0.2

The Group does not enter into any derivative contracts for trading. Derivative instruments are used to hedge against cashflow and translation risk as described below. Derivatives are classified as Level 2 in the fair value hierarchy.

(i) Equity linked financial assets

The Group has undertaken Capital Management Initiatives with the intention to obtain economic exposure to the price and dividends of its ordinary shares, up to a maximum of $150 million. Refer to Note 2.2 for further details.

(ii) Forward exchange contracts

The Group enters into forward foreign exchange contracts to manage its foreign exchange rate risk on trading activities. These contracts are carried at fair value with changes in fair values recognised in equity through the cash flow hedge reserve, to the extent the hedge is effective. Any hedge ineffectiveness and option premiums are recognised in profit and loss.

(iii) Interest rate swap contract

Under interest rate swap contracts, the Group agrees to exchange the difference between fixed and floating rate interest amounts calculated on agreed notional principal amounts. Such contracts enable the Group to mitigate the risk of changing interest rates on the fair value of issued fixed rate debt held and the cash flow exposures on the issued variable rate debt held.

(d) Market risk

(i) Foreign exchange risk

Foreign currency risk mainly arises from the Group's transactions with foreign customers and foreign suppliers in various foreign currencies. The B2B operations offer customers and suppliers a wide range of invoicing currencies, of which the Euro, United States Dollar, British Pound, United Arab Emirates Dirham are the most common. The Group's risk management policy is to hedge the net foreign currency risk arising from trading activities and uses forward exchange contracts for material currency pair exposures to hedge against currency fluctuation.

At the end of the period, the Group's exposure to foreign currency risk has been effectively mitigated as the Group uses FX forwards to mitigate any currency exposure that is not naturally hedged. 10% increase or decrease in any material currency, will have an immaterial impact on the Group's profit or loss or equity.

(ii) Interest rate risk

The Group's interest rate risk arises mainly from its borrowings at floating interest rates and cash and cash equivalents. The Group manages interest rate risk from borrowings by entering interest rate swaps to mitigate the risk of rising interest rates.

As at 31 March 2024, the Group had cash and cash equivalents of $630.1 million (2023: $513.9 million). The average interest rate on all deposits was 3.04% (2023: 1.60%). Profit or loss is sensitive to higher/lower interest income from cash and cash equivalents as a result of changes in interest rates. If interest rates were to increase or decrease by 0.25%, the impact to profit and loss would be an increase or decrease to interest revenue of $1.3 million (2023: $1 million).

(iii) Equity price risk

The Group is exposed to equity price risks arising from equity linked financial assets.

The Group invested in equity linked financial assets to obtain economic exposure to the price and dividends of its ordinary shares, up to a maximum of $150 million. The investment provides a partial hedge in relation to the economic cost of any future liability management of the Notes, as described in Note 2.4(b). The related exposure at 31 March 2024 was equivalent to 4.9 million shares. Mark-to-market non-cash gain on the equity linked financial assets are taken to non-operating (income)/expenses in the profit or loss statement, refer to Note 1.4(b).

If equity prices had been 1% higher/lower, net profit for the year ended 31 March 2024 would have increased/decreased by $0.4 million (2023: $nil) as a result of the changes in fair value of the equity linked financial assets.

Notes to the consolidated financial statements.

4.6 Financial risk management (continued)

(e) Liquidity risk

The Group manages liquidity risk by maintaining adequate reserves and banking facilities continuously monitoring the forecast and actual cashflows and matching the maturity profile of financial assets and liabilities.

In March 2021, the Group launched the issue of $250 million AUD Convertible Notes due 2026 (the "Notes"). These were successfully priced in April 2021 with a coupon of 0.75% per annum, payable on a semi-annual basis. The notes mature on 12 April 2026, are unsubordinated and unsecured, and are listed on the Singapore Exchange. Refer to Note 2.4(b) for further details.

(i) Financing arrangements

The Group had access to the following undrawn borrowing facilities at the end of the reporting period:

	As at 31 March 2024 $ m	2023 $ m
Undrawn revolving credit facility	**116.6**	102.3

Refer to Note 4.11 for details on the movements to the undrawn borrowing facilities post reporting date.

(f) Maturities of financial liabilities

The tables below analyse the Group's financial liabilities into relevant maturity groupings based on their contractual maturities for (a) all non-derivative financial liabilities, and (b) net settled derivative financial instruments for which the contractual maturities are essential for an understanding of the timing of the cash flows.

31 March 2024	Less than 1 year $ m	1 to 2 years $ m	2 to 5 years $ m	5+ years $ m	Total contractual cash flows $ m	Carrying amount $ m
Trade payables	**523.6**	**–**	**–**	**–**	**523.6**	**523.6**
Client deposits	**15.8**	**–**	**–**	**–**	**15.8**	**15.8**
Lease liabilities	**4.2**	**3.9**	**5.0**	**4.5**	**17.6**	**15.2**
Borrowings[1]	**1.9**	**1.9**	**–**	**–**	**3.8**	**224.3**
Total non-derivatives	**545.5**	**5.8**	**5.0**	**4.5**	**560.8**	**778.9**
Derivatives	**1.3**	**–**	**–**	**–**	**1.3**	**1.3**
Total financial liabilities	**546.8**	**5.8**	**5.0**	**4.5**	**562.1**	**780.2**

(1) Includes the $250 million Notes. Assumption is that the Notes would be settled into shares, therefore only the coupon payments are included as contractual cash outflows.

31 March 2023	Less than 1 year $ m	1 to 2 years $ m	2 to 5 years $ m	Total contractual cash flows $ m	Carrying amount $ m
Trade payables	433.7	–	–	433.7	433.7
Client deposits	16.1	–	–	16.1	16.1
Lease liabilities	2.5	1.3	1.6	5.4	5.1
Borrowings[1]	1.9	–	–	1.9	235.3
Total non-derivatives	454.2	1.3	1.6	457.1	690.2
Derivatives	1.6	0.2	–	1.8	1.8
Total financial liabilities	455.8	1.5	1.6	458.9	692.0

(1) Includes the $250 million Notes. Assumption is that the Notes would be settled into shares, therefore only the coupon payments are included as contractual cash outflows. Estimated future cash flows were revised during the year ended 31 March 2024 as the associated put option was not exercised. Refer to Note 2.4(b) for further details.

(g) Client funds held

As at 31 March 2024, Webjet had $42.9 million of cash received from customers which is due to be paid to airlines in accordance with International Air Transport Association (IATA) requirements (2023: $44.9 million). Refer to Note 1.8(a) for further details.

4.7 Summary of other key accounting policies

This note provides a list of all other material accounting policies adopted in the preparation of these consolidated financial statements. These policies have been consistently applied to all the periods presented, unless otherwise stated. The financial statements are for the Group consisting of Webjet Limited and its subsidiaries.

Basis of preparation

This is a general purpose financial report which has been prepared in accordance with the requirements of applicable Australian Accounting Standards, interpretations issued by the Australian Accounting Standards Board and the *Corporations Act 2001* (Cth). This financial report complies with International Financial Reporting Standards (IFRS) adopted by the International Accounting Standards Board. Webjet Limited is a for-profit entity for the purpose of preparing the financial statements.

The financial report has been prepared on a historical cost basis, except for derivative financial instruments, superannuation commitments and investments in financial assets which have been measured at fair value.

The Company is of a kind referred to in ASIC Corporations (Rounding in Financial/Director's Reports) Instrument 2016/191 dated 24 March 2016, relating to the rounding of amounts in the financial statements. Amounts in this financial report have been rounded to the nearest one hundred thousand dollars, or in certain cases, to the nearest dollar.

Webjet's Directors have included information in this report that they deem to be material and relevant to the understanding of the consolidated financial statements. Where appropriate, comparative information has been reclassified to conform to changes in presentation and to enhance comparability.

Disclosure may be considered material and relevant if the dollar amount is significant due to size or nature, or the information is important to understand the current year results or any significant changes in the business operations.

Except where noted, the financial statements have been prepared using consistent accounting policies aligned to those in the prior financial period and corresponding interim reporting period.

Going concern

The Directors have, at the time of approving the financial statements, a reasonable expectation that the Group have adequate resources to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

Basis of consolidation

The consolidated financial statements incorporate the financial statements of the parent company and entities controlled by the parent company (its subsidiaries) made up to 31 March each year. Control is achieved when the parent company:

- Has the power over the investee
- Is exposed, or has rights, to variable returns from its involvement with the investee
- Has the ability to use its power to affect its returns

The parent company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above.

When the parent company has less than a majority of the voting rights of an investee, it considers that it has power over the investee when the voting rights are sufficient to give it the practical ability to direct the relevant activities of the investee unilaterally. The parent company considers all relevant facts and circumstances in assessing whether or not the parent company's voting rights in an investee are sufficient to give it power, including:

- The size of the parent company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders
- Potential voting rights held by the parent company, other vote holders or other parties
- Rights arising from other contractual arrangements
- Any additional facts and circumstances that indicate that the parent company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings

Consolidation of a subsidiary begins when the parent company obtains control over the subsidiary and ceases when the parent company loses control of the subsidiary. Specifically, the results of subsidiaries acquired or disposed of during the year are included in profit or loss from the date the parent company gains control until the date when the parent company ceases to control the subsidiary.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with the Group's accounting policies.

All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between the members of the Group are eliminated on consolidation.

4.7 Summary of other key accounting policies (continued)

Foreign currencies

In preparing the financial statements of the Group entities, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At each reporting date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise except for:

- Exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings
- Exchange differences on transactions entered into to hedge certain foreign currency risks (see below under financial instruments/hedge accounting)
- Exchange differences on monetary items receivable from or payable to a foreign operation for which settlement is neither planned nor likely to occur in the foreseeable future (therefore forming part of the net investment in the foreign operation), which are recognised initially in other comprehensive income and reclassified from equity to profit or loss on disposal or partial disposal of the net investment.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations are translated at exchange rates prevailing on the reporting date. Income and expense items are translated at the average exchange rates for the period, unless exchange rates fluctuate significantly during that period, in which case the exchange rates at the date of transactions are used. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in a foreign exchange translation reserve (attributed to non-controlling interests as appropriate).

Goodwill and fair value adjustments arising on the acquisition of a foreign entity are treated as assets and liabilities of the foreign entity and translated at the closing rate. Exchange differences arising are recognised in other comprehensive income.

Functional and presentation currency

The Company's functional and presentation currency is Australian dollars. Each entity within the Group determines its own functional currency and the financial statements of each entity are measured using that functional currency.

Transactions and Balances

Transactions in currencies other than the functional currency of the entity are recorded using the exchange rate on the date of transaction. Monetary assets and liabilities that are denominated in foreign currencies at the balance date are translated at the closing exchange rate. Non-monetary assets are not subject to retranslation unless they are carried at fair value. Gains and losses arising on the retranslation of monetary assets and liabilities are included in the income statement, except where the application of hedge accounting requires inclusion in other comprehensive income.

Translation on consolidation of Group entities

On consolidation, the assets and liabilities of foreign operations are translated into Australian dollars at the closing rate at balance date. The results of foreign operations are translated into Australian dollars at average exchange rates for the period where these do not materially differ from rates applicable on the date of the transaction. Foreign exchange differences arising on the retranslation of foreign operations are recognised directly in equity.

The following exchange rates have been applied in translating foreign currency balances and transactions to the presentation currency:

	As at 31 March		Year ended 31 March	
	2024	2023	2024	2023
	Spot rates		Average rates	
Australian Dollar to United States Dollar	**1.5335**	1.4908	**1.5214**	1.4570
Australian Dollar to Euro	**1.6583**	1.6254	**1.6522**	1.5249
Australian Dollar to British Pound	**1.9348**	1.8464	**1.9102**	1.7660
Australian Dollar to United Arab Emirates Dirham	**0.4176**	0.4059	**0.4143**	0.3967

4.8 Critical accounting judgements and key sources of estimation uncertainty

In applying the Group's accounting policies, which are described in the respective Notes, the Directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Critical judgements in applying the Group's accounting policies

Critical judgements involving estimations are described in the respective Notes that the Directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in financial statements.

4.9 Adoption of new accounting standards

The following minor amendments to standards became effective 1 April 2023:

Effective for the first-time	Effective date on or after	Applicable effective date for the Group
AASB 2021-2 Amendments to Australian Accounting Standards – Disclosure of Accounting Policies and Definition of Accounting Estimates	1 January 2023	1 April 2023
AASB 2021-5 Amendments to Australian Accounting Standards – Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023	1 April 2023
AASB 2023-2 Amendments to Australian Accounting Standards – International Tax Reform - Pillar Two Model Rules	1 January 2023	1 April 2023

The following standards are in issue but not yet effective:

New and revised pronouncements applicable to all entities	Effective date on or after	Applicable effective date for the Group
AASB 2014-10 Amendments to Australian Accounting Standards – Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	1 January 2025	1 April 2025
AASB 2022-6 Amendments to Australian Accounting Standards – Non-current Liabilities with Covenants	1 January 2024	1 April 2024
IFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027	1 April 2027

4.10 Contingent liabilities

At 31 March 2024, the Group had drawn bank guarantee facilities amounting to $66.3 million (2023: $72.5 million). There are no other contingent assets or liabilities requiring disclosure as at the date of this report.

4.11 Subsequent events

Subsequent to the reporting period, the undrawn Revolving Credit Facility decreased from $100 million to $50 million.

In addition, 1,250,251 Ordinary shares were issued to the Webjet Limited Employee Share Plan Trust.

Other than the above, there has not been any matter or circumstance occurring subsequent to the end of the financial year that has significantly affected, or may significantly affect, the operations of the Group, the results of those operations or the state of affairs of the Group in future years.

Directors' Declaration.

In the Directors' opinion:

(a) the financial statements and notes set out on pages 56 to 93 are in accordance with the *Corporations Act 2001*, including:

(i) complying with Accounting Standards, the *Corporations Regulations 2001* and other mandatory professional reporting requirements, and

(ii) giving a true and fair view of the Group's financial position as at 31 March 2024 and of its performance for the year-ended on that date, and

(b) there are reasonable grounds to believe that the Company will be able to pay its debts as and when they become due and payable, and

Note 4.7 confirms that the financial statements also comply with International Financial Reporting Standards as issued by the International Accounting Standards Board.

The Directors have been given the declarations by the chief executive officer and chief financial officer required by section 295A of the *Corporations Act 2001*.

This declaration is made in accordance with a resolution of Directors.

On behalf of the Directors

Roger Sharp
Chair
Melbourne, 22 May 2024

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Independent Auditor's Report to the Members of Webjet Limited

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Webjet Limited (the "Company") and its subsidiaries (the "Group") which comprises the consolidated statement of financial position as at 31 March 2024, the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information and other explanatory information, and the directors' declaration.

In our opinion, the accompanying financial report of the Group is in accordance with the *Corporations Act 2001*, including:

- Giving a true and fair view of the Group's financial position as at 31 March 2024 and of its financial performance for the year then ended; and
- Complying with Australian Accounting Standards and the *Corporations Regulations 2001*.

Basis for Opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Report section of our report. We are independent of the Group in accordance with the auditor independence requirements of the Corporations Act 2001 and the ethical requirements of the Accounting Professional & Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the *Corporations Act 2001*, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial report for the current period. These matters were addressed in the context of our audit of the financial report as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Deloitte.

Key Audit Matter	How the scope of our audit responded to the Key Audit Matter
Carrying value of goodwill and intangibles in relation to the B2B and B2C businesses As at 31 March 2024 the Group's goodwill and other intangible assets balance totalled $790.6 million which represents 44% of total assets as disclosed in Note 3.1. Goodwill and other intangible assets are required to be assessed for impairment annually or where there is an indicator of impairment. The recoverable amounts of the B2B and B2C (OTA and GoSee) cash generating units (CGUs) have been determined using a value in use model (VIU), which incorporates significant judgement related to the estimation of future cash flows, short term growth rates, long term growth rates and discount rates. Changes to these assumptions can impact the recoverable amount determined for each CGU.	Our procedures included, but were not limited to: • obtained an understanding of the process that management undertook to perform their impairment assessment; • assessed the design and implementation of relevant controls within management's impairment assessment process, including the preparation, review and board approval of cash flow forecasts supporting this process; and • evaluated the level at which goodwill is monitored, including the identification of CGUs. In conjunction with our valuation specialists, we: • evaluated the VIU models prepared by management and validated the reasonableness of the assumptions used to calculate the discount rate, long-term growth rates, terminal values, working capital levels and allocation of corporate costs compared to historical performance and industry benchmarks to ensure compliance with the relevant accounting standards; • assessed the projected cash flows for each of the CGUs, including the assumptions relating to EBITDA growth rates by considering relevant economic and industry forecasts; • agreed the forecasted cashflows for FY25 to the latest Board approved budget; • assessed historical forecasting accuracy; • assessed the integrity and mathematical accuracy of the impairment models prepared by management; • compared the market capitalisation of the Group to the Group's net assets; • assessed management's consideration of the sensitivity to a change in key assumptions that either individually or collectively would be required for goodwill and intangibles to be impaired; and • assessed the appropriateness of the disclosures included in Note 3.1 to the financial statements.

Other Information

The directors are responsible for the other information. The other information comprises the information included in the Group's annual report for the year ended 31 March 2024, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and we do not express any form of assurance conclusion thereon.
In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards and the *Corporations Act 2001* and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

In preparing the financial report, the directors are responsible for assessing the ability of the Group to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

As part of an audit in accordance with the Australian Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial report or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial report, including the disclosures, and whether the financial report represents the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial report. We are responsible for the direction, supervision and performance of the Group's audit. We remain solely responsible for our audit opinion.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

Deloitte.

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial report of the current period and are therefore the key audit matters. We describe these matters in our auditor’s report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on the Remuneration Report

Opinion on the Remuneration Report

We have audited the Remuneration Report included in pages 32 to 53 of the Annual Report for the year ended 31 March 2024.

In our opinion, the Remuneration Report of Webjet Limited, for the year ended 31 March 2024, complies with section 300A of the *Corporations Act 2001*.

Responsibilities

The directors of the Company are responsible for the preparation and presentation of the Remuneration Report in accordance with section 300A of the *Corporations Act 2001*. Our responsibility is to express an opinion on the Remuneration Report, based on our audit conducted in accordance with Australian Auditing Standards.

Deloitte Touche Tohmatsu

DELOITTE TOUCHE TOHMATSU

Chris Biermann
Partner
Chartered Accountants

Melbourne, 22 May 2024

Shareholder Information.

The shareholder information set out below was applicable as at 30 April 2024.

A. Distribution of equity securities

Analysis of numbers of equity security holders by size of holding:

	Number of equity holders		
Holding	Ordinary Shares	Options	Performance Rights
1 – 1,000	28,803	–	–
1,001 – 5,000	11,148	–	54
5,001 – 10,000	2,008	–	30
10,001 – 100,000	1,374	–	95
100,001 and over	79	4	9
	43,412	**4**	**188**

B. Voting rights

- 388,727,405 fully paid ordinary shares are held by 43,412 individual shareholders. All issued ordinary shares carry one vote per share.
- 2,425,000 options are held by 4 individuals, to which no voting rights are attached.
- 5,035,986 performance rights are held by 188 individuals, to which no voting rights are attached.

C. Equity security holders

The names of the twenty largest holders of quoted equity securities are listed below:

	Ordinary Shares	
Name	Number held	Percentage of shares issued
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED	81,618,141	21.00
CITICORP NOMINEES PTY LIMITED	70,597,871	18.16
J P MORGAN NOMINEES AUSTRALIA PTY LIMITED	69,614,866	17.91
NATIONAL NOMINEES LIMITED	17,383,985	4.47
BNP PARIBAS NOMS PTY LTD	10,558,188	2.72
JAYELLE SUPER PTY LTD <JOHN LEMISH SUPER FUND A/C>	5,300,000	1.36
CITICORP NOMINEES PTY LIMITED <COLONIAL FIRST STATE INV A/C>	4,362,603	1.12
CHESTERS NOMINEES PTY LTD	4,145,110	1.07
UBS NOMINEES PTY LTD	3,386,595	0.87
MR STEVEN SCHEUER <NO 1 ACCOUNT>	3,358,105	0.86
BNP PARIBAS NOMINEES PTY LTD <AGENCY LENDING A/C>	2,996,085	0.77
UBS NOMINEES PTY LTD	2,883,504	0.74
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED - A/C 2	2,733,756	0.70
MR JOHN LEMISH	2,200,000	0.57
CPU SHARE PLANS PTY LTD <WEB LTI UNALLOCATED A/C>	2,030,057	0.52
SANDHURST TRUSTEES LTD <HARPER BERNAYS LTD A/C>	1,415,253	0.36
HSBC CUSTODY NOMINEES (AUSTRALIA) LIMITED <NT-COMNWLTH SUPER CORP A/C>	1,317,168	0.34
NETWEALTH INVESTMENTS LIMITED <WRAP SERVICES A/C>	1,190,211	0.31
BNPP NOMS PTY LTD HUB24 CUSTODIAL SERV LTD	1,168,593	0.30
MR STEVEN SCHEUER <NO 2 ACCOUNT>	1,135,717	0.29
	289,395,808	**74.44**

D. Substantial holders

Substantial holders in the Company are set out below:

Holding	Number held	Percentage
Ausbil Investment Mgt (Sydney)	22,238,701	5.72
First Sentier Investors – Australian Small Companies (Sydney)	17,429,737	4.48
First Sentier Investors – Growth Australian Equities (Sydney)	16,928,073	4.35
Paradice Investment Mgt (Sydney)	14,163,340	3.64
Vanguard Group (Philadelphia)	13,426,349	3.45
Remaining	304,541,205	78.36

Glossary.

Term	Meaning
AFTA	Australian Federation of Travel Agents
APAC	Asia Pacific
B2B	Business to Business
B2C	Business to Consumer
CAGR	Compound Annual Growth Rates
Company	Webjet Limited
CY19	12 months ending 31 December 2019 (i.e. pre-Covid) restated to align to 31 March year end
EBITDA	Earnings before interest tax depreciation and amortisation
ERP	Enterprise Resource Planning system
ESG	Environmental, Social and Governance
FAR	Fixed Annual Remuneration
GDS	Global Distribution System
Group	Webjet Limited and its consolidated entities
IATA	International Air Transport Association
KMP	Key Management Personnel
LTI	Long-term Incentive
MEA	Middle East & Africa
NPAT	Net Profit After Tax
OTA	Online Travel Agent
pre-Covid and pre-pandemic	refers to the 12 months ending 31 December 2019 (i.e. pre-Covid) restated to align to 31 March year end
STI	Short-term Incentive
Toitū	Toitū Envirocare
TTV	Total Transaction Value
Underlying Operations	excludes non-operating expenses, share-based payment expenses, Acquisition Amortisation and Convertible Note interest
VWAP	Volume-weighted average price
Webjet	Webjet Limited

All references in this Annual Report to $ are for Australian dollars unless otherwise noted.

Corporate directory.

Directors

Roger Sharp, Chair
Independent Non-Executive Director

John Guscic
Managing Director

Don Clarke, Deputy Chair
Independent Non-Executive Director

Brad Holman
Independent Non-Executive Director

Denise McComish
Independent Non-Executive Director

Katrina Barry
Independent Non-Executive Director

Shelley Roberts
Independent Non-Executive Director
(Resigned 22 November 2023)

Company Secretaries

Tony Ristevski
Ella Zhao
Meaghan Simpson

Registered office

Level 2, 509 St Kilda Road
Melbourne Victoria 3004 Australia

Phone: +61 3 9828 9500
Email: webjet@webjet.com.au
Website: www.webjetlimited.com

Share Registry

Computershare Investor Services Pty Ltd
GPO Box 2975
Melbourne VIC 3001 Australia

Telephone within Australia: 1300 556 161
International Callers: +61 3 9415 4000

Auditor

Deloitte Touche Tohmatsu
477 Collins Street
Melbourne Victoria 3000 Australia

Stock Exchange Listings

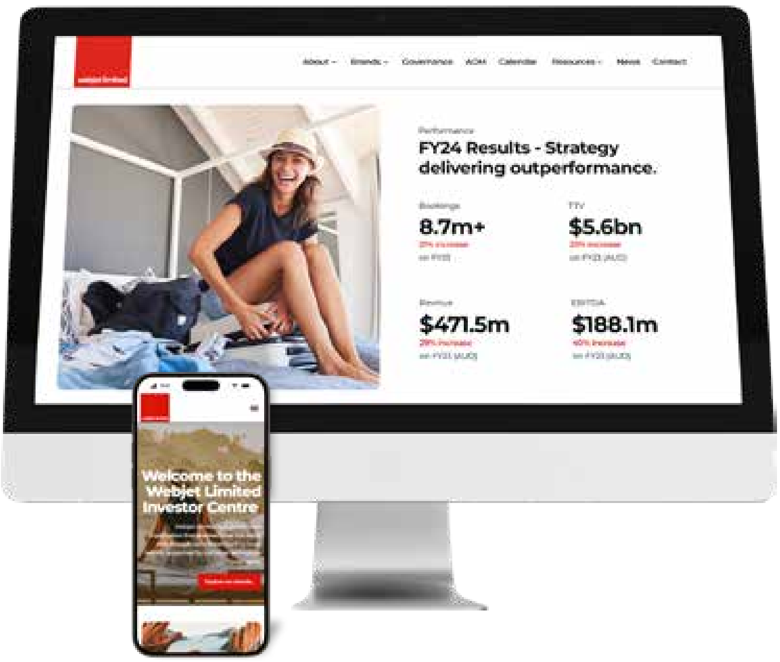
Webjet Limited's shares are listed on the Australian Securities Exchange (ASX: WEB).

Webjet Limited's $250 million unsecured Convertible Notes are listed on the Singapore Exchange.

Explore our new Investor Centre.

We are pleased to advise our Investor Centre website has had a makeover, providing our shareholders a contemporary, fully responsive website, new functionality and a better user experience.

View webjetlimited.com →



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