

# Appendix 3Y

## Change of Director's Interest Notice

*Information or documents not available now must be given to ASX as soon as available. Information and documents given to ASX become ASX's property and may be made public.*

Introduced 30/09/01 Amended 01/01/11

Name of entity VIRGIN AUSTRALIA HOLDINGS LIMITED
ABN 54 100 686 226

We (the entity) give ASX the following information under listing rule 3.19A.2 and as agent for the director for the purposes of section 205G of the Corporations Act.

Name of Director	Robert Thomas
Date of last notice	24 December 2013

### Part 1 - Change of director's relevant interests in securities

*In the case of a trust, this includes interests in the trust made available by the responsible entity of the trust*

Note: In the case of a company, interests which come within paragraph (i) of the definition of "notifiable interest of a director" should be disclosed in this part.

Direct or indirect interest	Both
Nature of indirect interest (including registered holder) <small>Note: Provide details of the circumstances giving rise to the relevant interest.</small>	Thomas Family A/C & Rob Thomas Super Fund
Date of change	4 August 2016
No. of securities held prior to change	<u>Direct Interests</u> 30,000 ordinary shares  <u>Indirect Interests</u> 609,464 ordinary shares (held by Mr Robert Thomas & Mrs Kyrenia Thomas (Rob Thomas Super Fund A/C)) 20,000 ordinary shares (held by Mr Robert Bain Thomas (Thomas Family A/C))
Class	Ordinary Shares
Number acquired	639,464 ordinary shares
Number disposed	Nil

+ See chapter 19 for defined terms.

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<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and estimated valuation	\$0.21 per share
<b>No. of securities held after change</b>	<u>Direct Interests</u> 60,000 ordinary shares  <u>Indirect Interests</u> 1,218,928 ordinary shares (held by Mr Robert Thomas & Mrs Kyrenia Thomas (Rob Thomas Super Fund A/C)) 20,000 ordinary shares (held by Mr Robert Bain Thomas (Thomas Family A/C))
<b>Nature of change</b> Example: on-market trade, off-market trade, exercise of options, issue of securities under dividend reinvestment plan, participation in buy-back	New shares issued pursuant to the terms of the fully underwritten 1 for 1 pro-rata non-renounceable entitlement offer, announced on 6 July 2016.

### Part 2 – Change of director's interests in contracts

Note: In the case of a company, interests which come within paragraph (ii) of the definition of "notifiable interest of a director" should be disclosed in this part.

<b>Detail of contract</b>	N/A
<b>Nature of interest</b>	N/A
<b>Name of registered holder (if issued securities)</b>	N/A
<b>Date of change</b>	N/A
<b>No. and class of securities to which interest related prior to change</b> Note: Details are only required for a contract in relation to which the interest has changed	N/A
<b>Interest acquired</b>	N/A
<b>Interest disposed</b>	N/A
<b>Value/Consideration</b> Note: If consideration is non-cash, provide details and an estimated valuation	N/A
<b>Interest after change</b>	N/A

+ See chapter 19 for defined terms.

Part 3 – +Closed period

Were the interests in the securities or contracts detailed above traded during a +closed period where prior written clearance was required?	No
If so, was prior written clearance provided to allow the trade to proceed during this period?	N/A
If prior written clearance was provided, on what date was this provided?	N/A

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