

**ANNUAL GENERAL MEETING
PROXY FORM**



Securityholder Reference Number (SRN)

Holder Identification Number (HIN)

being a member/members of **Flight Centre Limited**, hereby appoint

(Print name of proxy in block letters)

or failing that person, or if no person is named, the Chairman of the Meeting, as my/our proxy to vote on my/our behalf at the Annual General Meeting of the Company to be held at **11.30am on Thursday 28 October 2004** and at any adjournment thereof.

I/we understand that if I/we have not directed my/our proxy how to vote, my/our proxy may vote or abstain from voting as they think fit.
(A tick or a cross should be placed in the appropriate box if the Member wishes to direct the proxy to vote on a poll.)

Ordinary Business Resolutions

FOR

AGAINST

ABSTAIN

2 --- To re-elect Norman Coldham-Fussell as a Director

☐☐☐

3 --- To elect Shane Flynn as a Director

☐☐☐

Appointing a second Proxy

A shareholder who is entitled to cast two or more votes may appoint up to two persons (whether shareholders or not) to attend the meeting and vote.

☐

Mark with an 'X' if you wish
to appoint a second proxy

AND

%

OR

State the percentage of your voting rights or
the number of shares for this Proxy Form.

If you would like to appoint a second proxy, an additional proxy form can be obtained by contacting Computershare Investor Services on 1300 552 270.

Sign Here - This section must be signed for your instruction to be executed.

Individual or Securityholder 1

**Individual/Sole Director and
Sole Company Secretary**

Securityholder 2

Director

Securityholder 3

Director/Company Secretary

SEE REVERSE FOR FURTHER INSTRUCTIONS

GENERAL SIGNING INSTRUCTIONS

Individual: Where the holding is in one individual's name, that holder must sign.

Joint Holding: In the case of joint holders each holder must sign.

Companies: Where the company has a Sole Director who is also the Sole Company Secretary, this form must be signed by that person. If the company (pursuant to section 204A of the Corporations Act 2001) does not have a Company Secretary, a Sole Director can sign alone. Otherwise this form must be signed by a Director jointly with either another Director or a Company Secretary. Please indicate the office held by signing in the appropriate place.

Power of Attorney: If this form has been signed by an Attorney and the Power of Attorney has not previously been produced to the Company, a certified copy or the original Power of Attorney must be forwarded with this form for noting.

INSTRUCTIONS

A proxy need not be a shareholder of the Company.

A corporation may elect to appoint a representative in accordance with the Corporations Act 2001. The Company will require written proof of the representative's appointment to be lodged with or presented to the Company before the Meeting.

If you wish to make effective appointment of a proxy, you must complete and lodge the form at either:

Flight Centre Limited
Level 13
316 Adelaide Street
Brisbane Qld 4000

or

Flight Centre Limited
c/- Computershare Investor Service
Level 27, Central Plaza One
345 Queen Street
Brisbane Qld 4000

Or by facsimile to:

07 3032 9051

or

07 3237 2152

Proxies must be received by our share registrar, Computershare Investor Services Pty Limited, at least 48 hours before the time of holding the meeting.