easyJet plc ("easyJet", the "Group" or the "Company"), announces the successful pricing of the non-preemptive placing (the "Placing") of new ordinary shares of 27 2/7 pence each in the capital of the Company ("Ordinary Shares") announced yesterday.

A total of 59,541,498 new Ordinary Shares in the capital of the Company (the “Placing Shares”) have been placed by BNP Paribas ("BNP Paribas") and Credit Suisse Securities (Europe) Limited ("Credit Suisse") at a price of 703 pence per Placing Share (the "Placing Price"). BNP Paribas and Credit Suisse are acting as Joint Global Co-ordinators, Joint Bookrunners and Joint Corporate Brokers (the "Banks").

The Placing Shares represent approximately 14.99% of the Company’s existing issued share capital and will raise gross proceeds of approximately £419 million. The Placing Price of 703 pence represents a discount of 5 per cent to the closing share price of 740 pence on 24 June 2020.

easyJet consulted with a number of its major shareholders prior to the Placing and has respected the principles of pre-emption through the allocation process. The Company is pleased by the strong support it has received from existing shareholders and others.

39,681,092 new Ordinary Shares will be issued under the Company's existing share capital authority (representing approximately 9.99% of the Company's existing ordinary share capital) (the "Firm Share Issuance"). Applications have been made (i) to the Financial Conduct Authority (the "FCA") for admission of the Firm Share Issuance to the premium listing segment of the Official List; and (ii) to London Stock Exchange plc for admission of the Firm Share Issuance to trading on its main market for listed securities (together, "Initial Admission"). It is expected that Initial Admission will become effective on or before 8.00am on 29 June 2020.

19,860,406 new Ordinary Shares will be issued conditional on shareholder approval (the "Conditional Share Issuance"). As previously announced, the Company intends to convene a shareholder meeting, expected to be held on or around 14 July 2020, to approve the allotment of the Ordinary Shares pursuant to the Conditional Share Issuance. Applications will be made (i) to the FCA for admission of the Conditional Share Issuance to the premium listing segment of the Official List; and (ii) to London Stock Exchange plc for admission of the Conditional Share Issuance to trading on its main market for listed securities (together, "Subsequent Admission"). Subject to shareholder approval, it is expected that Subsequent Admission will become effective on or before 8.00am on 15 July 2020.

Completion of the Firm Share Issuance is not conditional on completion of the Conditional Share Issuance and therefore completion of the Firm Share Issuance may occur where the Conditional Share Issuance does not complete, whether by reason of a failure to obtain shareholder approval for that Conditional Share Issuance or otherwise.

The Placing Shares, when issued, will be fully paid and will rank pari passu in all respects with each other and with the existing ordinary shares of 27 2/7 pence in the capital of easyJet, including, without limitation, the right to receive all dividends and other distributions declared, made or paid after the date of issue.
Following Initial Admission, the total number of shares in issue in easyJet will be 436,889,225. The Company does not hold any shares in Treasury and, therefore, following Initial Admission, the number of voting shares in issue in easyJet will be 436,889,225. This figure may be used by shareholders as the denominator for the calculations by which they will determine if they are required to notify their interest in, or a change to their interest in, the Company under the FCA’s Disclosure Guidance and Transparency Rules. Subject to completion of the Conditional Share Issuance, the Company will make a further announcement regarding the total number of shares in issue, following Subsequent Admission, in due course.

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Members of the public are not eligible to take part in the Placing. This Announcement and the terms and conditions set out herein are for information purposes only and are directed at and may only be communicated to (a) in the European Economic Area ("EEA"), persons who are "qualified investors" within the meaning of Article 2(e) of Prospectus Regulation (Regulation (EU) 2017/1129) ("Qualified Investors"); and (b) in the United Kingdom, at Qualified Persons who are also (i) persons having professional experience in matters relating to investments who fall within the definition of "investment professionals" in Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005 (the "Order"); (ii) high net worth bodies corporate, unincorporated associations and partnerships and trustees of high value trusts as described in
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The distribution of this Announcement and the offering, placing and/or issue of the Placing Shares in certain jurisdictions may be restricted by law. No action has been taken by the Company, BNP Paribas, Credit Suisse or any of their respective affiliates that would permit an offer of the Placing Shares or possession or distribution of this Announcement or any other offering or publicity material relating to such Placing Shares in any jurisdiction where action for that purpose is required. Persons into whose possession this announcement comes are required by Company, BNP Paribas and Credit Suisse to inform themselves about and to observe any such restrictions.

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Solely for the purposes of the product governance requirements contained within: (a) EU Directive 2014/65/EU on markets in financial instruments, as amended ("MiFID II"); (B) Articles 9 and 10 of Commission Delegated Directive (EU) 2017/593 supplementing MiFID II; and (c) local implementing measures (together, the "MiFID II Product Governance Requirements"), and disclaiming all and any liability, whether arising in tort, contract or otherwise, which any 'manufacturer' (for the purposes of the MiFID II Product Governance Requirements) may otherwise have with respect thereto, the securities referred to herein have been subject to a product approval process, which has determined that such securities referred to herein are: (i) compatible with an end target market of retail investors and investors who meet the criteria of professional clients and eligible counterparties, each as defined in MiFID II; and (ii) eligible for distribution through all distribution channels as are permitted by MiFID II (the "Target Market Assessment"). Notwithstanding the Target Market Assessment, distributors should note that: the price of the securities referred to herein may decline and investors could lose
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For the avoidance of doubt, the Target Market Assessment does not constitute: (a) an assessment of suitability or appropriateness for the purposes of MiFID II; or (b) a recommendation to any investor or group of investors to invest in, or purchase or take any other action whatsoever with respect to the securities referred to herein. Each distributor is responsible for undertaking its own target market assessment in respect of the securities referred to herein and determining appropriate distribution channels.

Certain statements contained in this Announcement constitute "forward-looking statements" with respect to the financial condition, performance, strategic initiatives, objectives, results of operations and business of the Company. All statements other than statements of historical facts included in this Announcement are, or may be deemed to be, forward-looking statements. Without limitation, any statements preceded or followed by or that include the words "targets", "plans", "believes", "expects", "aims", "intends", "anticipates", "estimates", "projects", "will", "may", "would", "could" or "should", or words or terms of similar substance or the negative thereof, are forward-looking statements. Forward-looking statements include statements relating to the following: (i) future capital expenditures, expenses, revenues, earnings, synergies, economic performance, indebtedness, financial condition, dividend policy, losses and future prospects; and (ii) business and management strategies and the expansion and growth of the Company's operations. Such forward-looking statements involve risks and uncertainties that could significantly affect expected results and are based on certain key assumptions. Many factors could cause actual results, performance or achievements to differ materially from those projected or implied in any forward-looking statements. The important factors that could cause the Company's actual results, performance or achievements to differ materially from those in the forward-looking statements in this Announcement may not occur.

Any indication in this Announcement of the price at which ordinary shares have been bought or sold in the past cannot be relied upon as a guide to future performance. No statement in this Announcement is intended as a profit forecast or estimate for any period and no statement in this Announcement should be interpreted to mean that earnings, earnings per share or income, cash flow from operations or free cash flow for the Company, as appropriate, for the current or future years would necessarily match or exceed the historical published earnings, earnings per share or income, cash flow from operations or free cash flow for the Company.

BNP Paribas is supervised by the European Central Bank ("ECB") and the Autorité de Contrôle Prudentiel et de Résolution ("ACPR") (and its London Branch is authorised by the ECB, the ACPR and the Prudential Regulation Authority and subject to limited regulation by the Financial Conduct Authority and the Prudential Regulation Authority). Credit Suisse is authorised by the Prudential Regulatory Authority and regulated in the United Kingdom by the Prudential Regulation Authority and the Financial Conduct Authority. Each of BNP
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In connection with the Placing, each of BNP Paribas and Credit Suisse and any of their affiliates, acting as investors for their own account, may take up a portion of the shares in the Placing as a principal position and in that capacity may retain, purchase, sell, offer to sell for their own accounts such shares and other securities of the Company or related investments in connection with the Placing or otherwise. Accordingly, references to Placing Shares being offered, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or acquisition, placing or dealing by, BNP Paribas and Credit Suisse and any of their affiliates acting in such capacity. In addition, BNP Paribas and Credit Suisse and any of their affiliates may enter into financing arrangements (including swaps) with investors in connection with which the BNP Paribas and Credit Suisse and any of their respective affiliates may from time to time acquire, hold or dispose of shares. BNP Paribas and Credit Suisse do not intend to disclose the extent of any such investment or transactions otherwise than in accordance with any legal or regulatory obligations to do so.

In addition, in the event that BNP Paribas and Credit Suisse or any of their respective affiliates acquire Placing Shares in the Placing, they may co-ordinate disposals of such shares in accordance with applicable law and regulation. Except as required by applicable law or regulation, BNP Paribas and Credit Suisse or any of their respective affiliates do not propose to make any public disclosure in relation to such transactions. Neither the content of the Company's website (or any other website) nor the content of any website accessible from hyperlinks on the Company's website (or any other website) is incorporated into or forms part of this Announcement. The Placing Shares to be issued or sold pursuant to the Placing will not be admitted to trading on any stock exchange other than the London Stock Exchange.