

Placing of shares in Wizz Air Holdings Plc

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J.P. Morgan Securities PLC.

26 February 2026

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PRESS RELEASE

Proposed secondary placing of ordinary shares in Wizz Air Holdings Plc by investment funds managed by Indigo Partners LLC.

Indigo Partners LLC ("**Indigo Partners**") today announces that investment funds managed by it intend to sell, through Indigo Hungary LP and Indigo Maple Hill, L.P. (the "**Sellers**"), approximately 10 million ordinary shares in Wizz Air Holdings Plc (the "**Company**" or "**Wizz Air**"), corresponding to approximately 9.7% of the Company's existing share capital, through a placing of ordinary shares via an accelerated bookbuild offering to institutional investors only (the "**Placement**").

Books will open immediately following the publication of this announcement and may be closed at short notice. The results of the Placement and the offer price will be announced as soon as practicable after completion of the bookbuilding process.

As of today, the Sellers own 24,684,895 ordinary shares in the Company, representing approximately 23.9% of the issued ordinary share capital and voting rights in the Company. The Indigo Shareholders also hold convertible shares and convertible notes in the Company as detailed in Wizz Air's 2025 Annual Report and Accounts. The number of ordinary shares the Sellers will hold after the Placement will be announced following completion of the Placement.

The Placement is driven by certain investors in the funds managed by Indigo Partners seeking to realise their investment following an extended holding period.

Investors are reminded that the Board of Wizz previously resolved to treat certain ordinary shares in the Company held by Non-Qualifying Nationals as Restricted Shares in order to continue to comply with the Ownership and Control Requirement under European Union law following Brexit. Holders of Restricted Shares are not able to attend or speak or vote at any general meetings of the Company in respect of such shares. Investors should refer to the RNS announcement by the Company on 29 December 2020 entitled "Disenfranchisement of Ordinary Shares" and the Wizz Air 2025 Annual Report and Accounts for further information.

The Sellers have engaged Morgan Stanley & Co. International plc ("**Morgan Stanley**") and J.P. Morgan Securities plc ("**J.P. Morgan**") as bookrunners (the "**Joint Bookrunners**") in connection with the Placement. Subject to customary exceptions, the Indigo Partners will not make additional sales of shares for 90 days without the consent of the Joint Bookrunners. In addition, the Indigo Partners may sell additional shares to a private equity sponsor or strategic investor provided the purchaser is then subject to the same lock-up terms as the Indigo Partners.

No shares are being sold or issued by the Company and the Company will not receive any proceeds from the Placement.

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announcement comes are required to inform themselves about and to observe any such restrictions.

The securities referred to herein have not been, and will not be, registered under the U.S. Securities Act of 1933, as amended (the "**U.S. Securities Act**"), or under the securities laws of any state of the United States, and may not be offered or sold, directly or indirectly, in the United States except pursuant to an available exemption from, or in a transaction not subject to, the registration requirements of the U.S. Securities Act and the securities laws of any state or other jurisdiction of the United States. There will be no public offer of securities in the United States or elsewhere.

In member states of the European Economic Area (the "**EEA**"), this announcement and any offer if made subsequently is directed exclusively at persons who are "qualified investors" within the meaning of article 2(e) of the Prospectus Regulation (Regulation (EU) 2017/1129) ("**Qualified Investors**").

In the United Kingdom, this announcement and any offer if made subsequently is directed exclusively at persons who are "qualified investors" as defined in paragraph 15 of Schedule 1 to the Public Offers and Admissions to Trading Regulations 2024, and: (i) who have professional experience in matters relating to investments falling within Article 19(5) of the Financial Services and Markets Act 2000 (Financial Promotion) Order 2005, as amended (the "**Order**") or (ii) who fall within Article 49(2)(a) to (d) of the Order, or (iii) to whom it may otherwise lawfully be communicated (all such persons together with Qualified Investors in the EEA being referred to herein as "**Relevant Persons**"). This document is directed only at Relevant Persons and must not be acted on or relied on by persons who are not Relevant Persons. Any investment or investment activity to which this document relates is available only to Relevant Persons and will be engaged in only with Relevant Persons.

This document includes statements that are, or may be deemed to be, forward-looking statements. These forward-looking statements may be identified by the use of forward-looking terminology, including the terms "intends", "expects", "will", or "may", or, in each case, their negative or other variations or comparable terminology, or by discussions of strategy, plans, objectives, goals, future events or intentions. These forward-looking statements include all matters that are not historical facts. No assurances can be given that the forward-looking statements in this document will be realised. As a result, no undue reliance should be placed on these forward-looking statements as a prediction of actual results or otherwise.

In connection with the Placement, the Joint Bookrunners and any of their respective affiliates may take up a portion of the shares in the Placement 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 Placement or otherwise. Accordingly, references in this announcement to the shares being sold, offered, subscribed, acquired, placed or otherwise dealt in should be read as including any issue or offer to, or subscription, acquisition, placing or dealing by, the Joint Bookrunners and any of their respective affiliates acting in such capacity. In addition, the Joint Bookrunners and any of their respective affiliates may have entered or may enter into financing arrangements (including swaps or contracts for differences) with investors in connection with which the Joint Bookrunners and any of their respective affiliates may from time to time acquire, hold or dispose of shares in the Company. The Joint Bookrunners 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.

Any communications that a transaction is or that the book is "covered" (i.e. indicated demand from investors in the book equals or exceeds the amount of the securities being offered) are not any

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Neither of the Joint Bookrunners or any of their affiliates or their or their affiliates' directors, officers, employees, advisers or agents, accepts any responsibility or liability whatsoever for or makes any representation or warranty, express or implied, as to the truth, accuracy or completeness of the information in this announcement (or whether any information has been omitted from the announcement) whether written, oral or in a visual or electronic form, and howsoever transmitted or made available or for any loss howsoever arising from any use of this announcement or its contents or otherwise arising in connection therewith. No prospectus or offering document has been or will be prepared in connection with this secondary offering. Any investment decision to buy securities in the secondary offering must be made solely on the basis of publicly available information. Such information is not the responsibility of, and has not been independently verified by, any of the Sellers, the Joint Bookrunners or any of their respective affiliates.

The Joint Bookrunners are acting on behalf of the Sellers and no one else in connection with the Placement and will not be responsible to any other person for providing the protections afforded to any of its clients or for providing advice in relation to the Placement.

Each of Morgan Stanley and J.P. Morgan are authorised by the Prudential Regulatory Authority ("**PRA**") and regulated by the Financial Conduct Authority and the PRA, are acting on behalf of the Sellers only in connection with the Placement and no one else, and will not be responsible to anyone other than the Sellers for providing the protections offered to clients of Morgan Stanley and J.P. Morgan, nor for providing advice in relation to the Ordinary Shares or the Placement.

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