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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:	)	Chapter 15
Virgin Australia Holdings Ltd, <i>et al.</i> ,	)	Case No. 20-11024 (SHL)
(ACN 100 686 226) <sup>1</sup>	)	
Debtors in a Foreign Proceeding <sup>2</sup> .	)	(Jointly Administered)
	)	

**NOTICE OF HEARING ON MOTION FOR RECOGNITION AND ENFORCEMENT  
OF (I) THE DEEDS OF COMPANY ARRANGEMENT, (II) THE AUSTRALIAN**

<sup>1</sup> An Australian Company Number (“ACN”) is a unique nine-digit number issued by the Australian Securities and Investments Commission (“ASIC”) to every company registered under the Commonwealth Corporations Act 2001 as an identifier.

<sup>2</sup> The Debtors in these cases, along with the last three digits of each Debtor’s ACN number, are: Virgin Australia Holdings Ltd (226); Virgin Australia International Operations Pty Ltd (608); Virgin Australia International Holdings Pty Ltd (021); Virgin Australia International Airlines Pty Ltd (823); Virgin Australia Airlines (SE Asia) Pty Ltd (389); Virgin Australia Airlines Holdings Pty Ltd (675); VAH Newco No. 1 Pty Ltd (345); Tiger Airways Australia Pty Limited (008); Virgin Australia Airlines Pty Ltd (965); VA Borrower 2019 No. 1 Pty Ltd (059); VA Borrower 2019 No. 2 Pty Ltd (343); Virgin Tech Pty Ltd (879); Short Haul 2018 No. 1 Pty Ltd (831); Short Haul 2017 No. 1 (390); Short Haul 2017 No. 2 Pty Ltd (443); Short Haul 2017 No. 3 Pty Ltd (813); VBNC5 Pty Ltd (502); A.C.N. 098 904 262 Pty Ltd (262); Virgin Australia Regional Airlines Pty Ltd (662); Virgin Australia Holidays Pty Ltd (159); VB Ventures Pty Ltd (004); Virgin Australia Cargo Pty Ltd (838); VB Leaseco Pty Ltd (741); VA Hold Co Pty Ltd (157); VA Lease Co Pty Ltd (291); Virgin Australia 2013-1 Issuer Co Pty Ltd (326); 737 2012 No. 1 Pty. Ltd (859); 737 2012 No. 2 Pty Ltd (064); Short Haul 2016 No. 1 Pty Ltd (328); Short Haul 2016 No. 2 Pty Ltd (077); Short Haul 2014 No. 1 Pty Ltd (612); Short Haul 2014 No. 2 Pty Ltd (199); VA Regional Leaseco Pty Ltd (605); VB 800 2009 Pty Ltd (934); VB Leaseco No. 2 Pty Ltd (319); VB LH 2008 No. 1 (354); VB LH 2008 No. 2 Pty Ltd (805); VB PDP 2010-11 Pty Ltd (266); Tiger International Number 1 Pty Ltd (944); VAH Newco No. 2 Pty Ltd (354); and VB Investco Pty Ltd (095). The service address for each of the above Debtors is Deloitte Brisbane, Riverside Centre, 123 Eagle St, Brisbane QLD 4000, Australia.

**COURT'S 444GA ORDER, AND (III) RELATED RELIEF UNDER BANKRUPTCY  
CODE §§ 105(A), 1507, 1509(B)(2)-(3), 1521(A), AND 1525(A)**

**PLEASE TAKE NOTICE** that on April 29, 2020, Vaughan Strawbridge, Richard Hughes, John Greig, and Salvatore Algeri, in their capacities as the duly authorized foreign representatives (collectively, the "Foreign Representatives") of the above-captioned foreign debtors (collectively, the "Foreign Debtors") whose extraordinary administration proceedings under Australian law are currently pending in the Federal Court of Australia (the "Australian Proceedings"), filed (a) petitions (the "Petitions") [Docket No. 1] for relief under chapter 15 of title 11 of the United States Code (the "Bankruptcy Code") and (b) a verified petition for recognition of the Australian Proceedings (the "Verified Petition") [Docket No. 2] as foreign main proceedings, recognition of the Foreign Representatives, and other related relief under chapter 15 of the Bankruptcy Code.

**PLEASE TAKE FURTHER NOTICE** that on May 22, 2020, the United States Bankruptcy Court for the Southern District of New York (the "Court") entered that certain *Order Granting Petition for (I) Recognition of Foreign Main Proceedings, (II) Recognition as Foreign Representatives, and (III) Related Relief Under Chapter 15 of the Bankruptcy Code* (the "Recognition Order") [Docket No. 13].

**PLEASE TAKE FURTHER NOTICE** that on August 13, 2020, the Foreign Representatives filed (a) petitions (the "Supplemental Petitions")<sup>3</sup> for relief under chapter 15 of the Bankruptcy Code and (b) a verified petition for recognition of the Australia Procedures (the "Supplemental Verified Petition") [Docket No. 25], with respect to VAH Newco No. 2 Pty Ltd (In Liquidation) and VB Investco Pty Ltd (In Liquidation) (the "Additional Foreign Debtors"), as foreign main proceedings, recognition of the Foreign Representatives, and other related relief under chapter 15 of the Bankruptcy Code.

**PLEASE TAKE FURTHER NOTICE** that on September 23, 2020, the Court entered that certain *Order Granting Petition for (I) Recognition of Foreign Main Proceedings, (II) Recognition as Foreign Representative, and (III) Related Relief Under Chapter 15 of the Bankruptcy Code* (the "Supplemental Recognition Order") [Docket No. 32] recognizing the Additional Foreign Debtors as parties to the Australian Proceedings, recognizing the Foreign Representatives with respect to the Additional Foreign Debtors, and other related relief under chapter 15 of the Bankruptcy Code.

**PLEASE TAKE FURTHER NOTICE** that on October 22, 2020, the Foreign Representatives filed the *Motion for Recognition and Enforcement of (I) the Deeds of Company Arrangement, (II) the Australian Court's 444GA Order, and (III) Related Relief under Bankruptcy Code §§ 105(A), 1507, 1509(B)(2)-(3), 1521(A), and 1525(A)* (the "Recognition Motion") [Docket No. 34].

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<sup>3</sup> *In re VB Investco Pty Ltd*, No. 20-11898 (SHL) (Bankr. S.D.N.Y. August 13, 2020); *In re VAH Newco No. 2 Pty Ltd*, No. 20-11899 (SHL) (Bankr. S.D.N.Y. August 13, 2020). All matters relating to the Additional Foreign Debtors are jointly administered under *In re Virgin Australia Holdings Ltd., et.al.*, No. 20-11024 (SHL) (Bankr. S.D.N.Y. April 29, 2020).

**PLEASE TAKE FURTHER NOTICE** that a hearing will be held before the Honorable Sean H. Lane, on **November 12, 2020, at 3:00 p.m. (prevailing Eastern Time)**, during which the Court will consider the Recognition Motion and the relief requested therein.

**PLEASE TAKE FURTHER NOTICE** that responses or objections to the Recognition Motion and the relief requested therein must be made pursuant to the Bankruptcy Code, the local rules of the Court, and the Bankruptcy Rules, including, without limitation, Bankruptcy Rule 1011, in writing and setting forth the basis therefor. Such responses must be filed with the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004-1408, and served upon counsel for the Foreign Representatives so as to be actually received by them no later than **November 5, 2020, at 4:00 p.m. (prevailing Eastern Time)**. Notices to counsel for the Foreign Representatives should be addressed to Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York NY 10036, Attn: Abid Qureshi and Akin Gump Strauss Hauer & Feld LLP, 65 Memorial Road, Suite C340, West Hartford, CT 06107, Attn: Renée M. Dailey.

**PLEASE TAKE FURTHER NOTICE** that copies of all pleadings filed by the Foreign Representatives may be obtained by visiting the Court's website at <http://www.nysb.uscourts.gov> (a PACER login and password are required to retrieve a document); by visiting the Foreign Representatives' website at <https://www2.deloitte.com/au/virgin-chapter-15>; or upon written request to the Foreign Representatives' United States counsel addressed to: Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York NY 10036, Attn: Abid Qureshi ([aqureshi@akingump.com](mailto:aqureshi@akingump.com)) and Akin Gump Strauss Hauer & Feld LLP, 65 Memorial Road, Suite C340, West Hartford, CT 06107, Attn: Renée M. Dailey ([renee.dailey@akingump.com](mailto:renee.dailey@akingump.com)).

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New York, New York  
Dated: October 23, 2020

*/s/ Abid Qureshi*

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