



Short Haul 17 2 DOCA Excluded Contracts Designation Notice

This is the Excluded Contracts Designation Notice for the purposes of, and as defined in, the Deed of Company Arrangement dated 25 September 2020 in relation to Short Haul 2017 No. 2 Pty Ltd (**Subsidiary DOCA**).

The Deed Proponent delivers this notice to the Deed Administrators pursuant to clause 10.1 of the Subsidiary DOCA.

Capitalised terms used in this notice and not otherwise defined have the meaning given to them in the Subsidiary DOCA.

A reference to a contract in this notice is a reference to that contract as amended, supplemented, novated or restated prior to or on the date of Completion of the Subsidiary DOCA, including any amendment or supplement entered into after the Commencement Date.

This notice is divided into the following parts:

- **Part 1:** N/A
- **Part 2:** N/A
- **Part 3:** N/A
- **Part 4:**

Part 4 of this notice sets out the contracts (including any lease) relating to an aircraft leasing or financing transaction that were listed in Part 4 of Schedule 3 (Excluded Contracts) to the Subsidiary DOCA and in respect of which the relevant Deed Company has entered into an amendment agreement with the relevant counterparties, and any conditions to the effectiveness of the amendments contemplated by the amendment agreement have been satisfied (or are to be satisfied on the date of Completion of the Subsidiary DOCA).

Contracts listed in Part 4 of this notice are Aircraft Excluded Contracts under the Subsidiary DOCA, provided that any conditions to the designation of that contract as an Aircraft Excluded Contract identified in Part 4 of this notice for that contract are satisfied by no later than the date of Completion of the Subsidiary DOCA.

Part 1

N/A

Part 2

N/A

Part 3

N/A

Part 4

MSN 41005

Each contract described below in relation to MSN 41005 is an Aircraft Excluded Contract under the Subsidiary DOCA subject to the 'Effective Date' under the Global Amending Deed dated 24 September 2020 between Short Haul 17 2, VAA, VAH, Bank of China Limited, Sydney Branch, Bank of China Limited, Singapore Branch, and BC Hart Aggregator, L.P. occurring on the date of Completion of the Subsidiary DOCA.

1. Loan Note Subscription Agreement between Short Haul 17 2, VAA, VAH, Bank of China Limited, Sydney Branch and Bank of China Limited, Singapore Branch dated 7 July 2017, with Replacement Principal Repayment Schedule (MSN 41005) under Loan Note Subscription Agreement (initialled).
 2. Security Trust Deed between Short Haul 17 2, VAA, Bank of China Limited, Sydney Branch, Bank of China Limited, Singapore Branch and VA LeaseCo No.4 Pty Ltd dated 6 July 2017.
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3. Junior Loan Agreement between Short Haul 17 2 and VAA dated 7 July 2017, with Amortisation Schedule (MSN 41005) under Junior Loan Agreement (initialled).

4. Fee Letter from Bank of China Limited, Sydney Branch and Bank of China Limited, Singapore Branch to Short Haul 17 2 dated 7 July 2017 and agreed and acknowledged by Short Haul 17 2 on 23 June 2017.

5. Agency and Security Trustee Fee Letter from Bank of China Limited, Sydney Branch to Short Haul 17 2 dated 7 July 2017 and agreed and acknowledged by Short Haul 17 2 on 23 June 2017.

6. Aircraft Lease Agreement (chattel paper) between Short Haul 17 2 and VAA dated 31 August 2017.

7. Aircraft Lease Agreement (non-chattel paper) between Short Haul 17 2 and VAA dated 31 August 2017.

8. Aircraft Mortgage between Short Haul 17 2 and Bank of China Limited, Sydney Branch dated 31 August 2017.

9. Specific Security Deed (Aircraft Mortgage) between Short Haul 17 2 and Bank of China Limited, Sydney Branch dated 31 August 2017.

10. Engine Warranty Agreement between CFM International, Inc., VAA, Short Haul 17 2 and Bank of China Limited, Sydney Branch dated 10 July 2017.

11. Engine Warranty Supplement No.1 between VAA, Short Haul 17 2, CFM International, Inc. and Bank of China Limited, Sydney Branch dated 31 August 2017.

12. Deed Poll made by Short Haul 17 2 in favour of "Subscribers" as defined therein dated 1 September 2017.

MSN 41042

Each contract described below in relation to MSN 41042 is an Aircraft Excluded Contract under the Subsidiary DOCA subject to the 'Effective Date' under the Global Amending Deed dated 24 September 2020 between Short Haul 17 2, VAA, VAH, Bank of China Limited, Sydney Branch, Bank of China Limited, Singapore Branch, and BC Hart Aggregator, L.P. occurring on the date of Completion of the Subsidiary DOCA.

13. Loan Note Subscription Agreement between Short Haul 17 2, VAA, VAH, Bank of China Limited, Sydney Branch and Bank of China Limited, Singapore Branch dated 7 July 2017, with Replacement Principal Repayment Schedule (MSN 41042) under Loan Note Subscription Agreement (initialled).



14. Security Trust Deed between Short Haul 17 2, VAA, Bank of China Limited, Sydney Branch, Bank of China Limited, Singapore Branch and VA LeaseCo No.4 Pty Ltd dated 6 July 2017.

15. Junior Loan Agreement between Short Haul 17 2 and VAA dated 7 July 2017, with Amortisation Schedule (MSN 41042) under Junior Loan Agreement (initialled).

16. Fee Letter from Bank of China Limited, Sydney Branch and Bank of China Limited, Singapore Branch to Short Haul 17 2 dated 7 July 2017 and agreed and acknowledged by Short Haul 17 2 on 23 June 2017.

17. Agency and Security Trustee Fee Letter from Bank of China Limited, Sydney Branch to Short Haul 17 2 dated 7 July 2017 and agreed and acknowledged by Short Haul 17 2 on 23 June 2017.

18. Aircraft Lease Agreement (chattel paper) between Short Haul 17 2 and VAA dated 14 September 2017.

19. Aircraft Lease Agreement (non-chattel paper) between Short Haul 17 2 and VAA dated 14 September 2017.

20. Borrower General Security Deed between Short Haul 17 2 and Bank of China Limited, Sydney Branch dated 7 July 2017.

21. Aircraft Mortgage between Short Haul 17 2 and Bank of China Limited, Sydney Branch dated 14 September 2017.

22. Specific Security Deed (Aircraft Mortgage) between Short Haul 17 2 and Bank of China Limited, Sydney Branch dated 14 September 2017.

23. Engine Warranty Agreement between CFM International, Inc., VAA, Short Haul 17 2 and Bank of China Limited, Sydney Branch dated 10 July 2017.

24. Engine Warranty Supplement No.2 between VAA, Short Haul 17 2, CFM International, Inc. and Bank of China Limited, Sydney Branch dated 14 September 2017.

25. Deed Poll made by Short Haul 17 2 in favour of "Subscribers" as defined therein dated 1 September 2017.
