

**ASIC**

Australian Securities and Investments Commission

Electronic Lodgement

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Notification of resolution - voluntary winding up

Form 205 - Corporations Act 2001 Regulation 1.0.12

If there is insufficient space in any section of the form, you may photocopy the relevant page(s) and submit as part of this lodgement

Liquidator details

Liquidator number	326810
Given names	RICHARD JOHN
Family name	HUGHES

Company details

ACN	160 881 354
Company name	VAH NEWCO NO.2 PTY LTD

Subject of the resolution

The voluntary winding up under s491(1) is a:
members' voluntary winding up

Details of the resolution

Date of the meeting at which the resolution was passed:
26-04-2019

The resolution is:
in the attached document

The date of the declaration of solvency was:
24-04-2019

Authentication

Form 205 - Notification of resolution - voluntary winding up
Liquidator: 326810 - RICHARD JOHN HUGHES

This form has been authenticated by

Name RICHARD JOHN HUGHES

This form has been submitted by

Name Richard John HUGHES

Date 26-04-2019

Payment

You need to pay the fee (and any late fees if required) by Bpay or cheque in accordance with the instructions on your invoice

For more help or information

Web www.asic.gov.au
Ask a question? www.asic.gov.au/question
Telephone 1300 300 630

**VAH NEWCO NO.2 PTY LTD
ACN 160 881 354
(the Company)**

RECORD OF RESOLUTIONS OF THE SOLE SHAREHOLDER

SPECIAL RESOLUTIONS:

"That the company be wound up voluntarily."

"That the Liquidator be and is hereby authorised to divide amongst the members in specie, the whole or any part of the property of the Company and may for that purpose set such value as he considers fair upon any property to be so divided and may determine how the division is to be carried out as between the members or different classes of members."

"That the Liquidator be at liberty to exercise all or any of the powers conferred on him pursuant to Section 506 and Section 477 of the Corporations Act 2001."

ORDINARY RESOLUTIONS:

"That Richard Hughes, of Deloitte Financial Advisory Pty Ltd, Level 23 Riverside Centre, 123 Eagle Street, BRISBANE QLD 4000, be and is hereby appointed to act as Liquidator of the Company for the purposes of such winding up."

"That the remuneration of the Liquidator from the date of appointment to the date of completion is agreed at \$4,500.00 exclusive of GST, being the amount calculated in the remuneration approval report dated 21 March 2019 and sent to members and that the Liquidator be entitled to be paid the remuneration in full at the commencement of the liquidation."

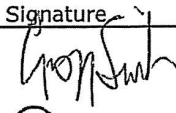
"That the disbursements of the Liquidator from the date of appointment to the date of completion is agreed to be paid at cost, being the amount calculated in the remuneration approval report dated 21 March 2019 and sent to members and that the Liquidator be entitled to be paid the disbursements in full at the commencement of the liquidation."

"That subject to obtaining the approval of the Australian Securities and Investments Commission pursuant to Insolvency Practice Schedule (Corporations) 70-35(3) of the Corporations Act 2001, the books and records of the Company and of the Liquidator be disposed of by the Liquidator six months after the dissolution of the Company or earlier at the discretion of the Australian Securities and Investments Commission."

"That income earned by the Company whether before or during the liquidation shall be applied to repay any loss of paid-up capital."

SIGNED as of the date below, for and on behalf of Virgin Australia Airlines Holdings Pty Ltd being the holder of all the issued shares of the Company.

DATED this 26th day of April 2019.

Name of Member	Director's Name	Signature
Virgin Australia Airlines Holding Pty Ltd	Geoffrey Smith	
Virgin Australia Airlines Holding Pty Ltd	Paul Scurrah	