

## NOTICE OF FILING

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### Details of Filing

Document Lodged: Affidavit - Form 59 - Rule 29.02(1)  
File Number: NSD714/2020  
File Title: WELLS FARGO TRUST COMPANY, NATIONAL ASSOCIATION (AS OWNER TRUSTEE) & ANOR v VB LEASECO PTY LTD (ADMINISTRATORS APPOINTED) ACN 134 268 741 & ORS  
Registry: NEW SOUTH WALES REGISTRY - FEDERAL COURT OF AUSTRALIA



*Sia Lagos*

Dated: 14/08/2020 6:54:07 PM AEST

Registrar

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The date and time of lodgment also shown above are the date and time that the document was received by the Court. Under the Court's Rules the date of filing of the document is the day it was lodged (if that is a business day for the Registry which accepts it and the document was received by 4.30 pm local time at that Registry) or otherwise the next working day for that Registry.



Form 59  
Rule 29.02(1)

### Affidavit

Federal Court of Australia  
District Registry: New South Wales  
Division: Commercial and Corporations List

No. NSD 714 of 2020

#### **WELLS FARGO TRUST COMPANY, NATIONAL ASSOCIATION (AS OWNER TRUSTEE) AND ANOTHER NAMED IN SCHEDULE 1**

Applicants

#### **VB LEASECO PTY LTD (ADMINISTRATORS APPOINTED) ACN 134 268 741 AND OTHERS NAMED IN SCHEDULE 2**

Respondents

Affidavit of: Darren William Dunbier  
Address: 56 Edmondstone Road Bowen Hills Queensland 4006  
Occupation: General Manager, Engineering and Aircraft Servicing  
Date: 14 August 2020

I, Darren William Dunbier, General Manager, Engineering and Aircraft Servicing of Virgin Australia Airlines Pty Ltd (admins apptd), at 56 Edmondstone Road, Bowen Hills, Queensland, affirm:

1. This is the third affidavit I have made in these proceedings. In this affidavit, I refer to my affidavit affirmed 17 July 2020 (**First Affidavit**) and my second affidavit affirmed 5 August 2020 (**Second Affidavit**) and the second affidavit of Salvatore Algeri sworn 5 August 2020 (**Second Algeri Affidavit**). In this affidavit, I use the definitions from my First Affidavit and Second Affidavit. In my First Affidavit and its annexures, I set out my qualifications and experience.
2. Unless otherwise stated, I make this affidavit based on my own knowledge and belief and on information from Virgin staff, which I believe to be true.
3. In my Second Affidavit, I referred to Schedule 2 and Schedule 3 to the Applicants' amended originating process dated 27 July 2020.

Filed on behalf of (name & role of party)	The Respondents		
Prepared by (name of person/lawyer)	Timothy James Sackar		
Law firm (if applicable)	Clayton Utz		
Tel	+61 2 9353 4000	Fax	+61 2 8220 6700
Email	kaadams@claytonutz.com		
<b>Address for service</b> (include state and postcode)	Level 15, 1 Bligh Street, Sydney NSW 2000		

4. I attended the hearing of these proceedings on 11 August 2020 and am aware that the Applicants now seek orders attaching revised versions of Schedule 2 and Schedule 3 (**Revised Schedules**), as well as Annexures A and B to the Revised Schedules. The purpose of this affidavit is to analyse the obligations and requirements imposed on the Respondents by the Revised Schedules (if the Applicants' proposed orders are made) and to contrast those obligations and requirements with the Redelivery Proposal described in my Second Affidavit.

#### **Historical Operator Records**

5. Paragraph 1(a) of Revised Schedule 3 requires the Respondents *"On or before 5.00 pm on 14 August 2020 ... to provide the Applicants with the:*

*(a) Historical Operator Records as described in paragraph 7(a) of Schedule 2".*

6. I also note that at the hearing before Justice Middleton on 11 August 2020, I noted that Mr Ward SC on behalf of the Applicants said (at Transcript P-22 (at 30-45)):

*MR WARD: Both version of short minutes, your Honour, I think now contemplate that those documents will be provided. We understand one of the documents that came in at 2 o'clock this afternoon will now, I understand, that it's proposed that those documents only be provided following the completion of a ferry flight of the engines to the United States because only at that time will the engines have finished their actual work. That may well be something that's correct and we're taking that on board. So we understand that the historical documents will now be all provided. ... (emphasis added)*

7. Virgin had, by 7 August 2020, provided electronic copies of all Historical Operator Records to the Applicants, including the work order for the replacement HMU on ESN 896999 referred to at the hearing on 31 July 2020 (**Work Order**), in some cases resubmitting records in the format in which the Applicants required them. My Redelivery Proposal contemplates that hard copies of the Historical Operator Records will be provided to the Applicants together with the Willis Engines in October. In my experience it is typical for electronic copies of Historical Operator Records to be provided ahead of redelivery of aircraft engines and hard copies (called "dirty fingerprint" copies) to be provided together with redelivery of the engines.
8. On 16 July 2020, the Applicants specified (for the first time) that they required Virgin to produce the Work Order. It had not been included in the Applicants' earlier record requests. From 16 July 2020, the Respondents took all reasonable steps to provide the Work Order to the Applicants as quickly as possible. However, I was not able to provide the Work Order immediately because it required a release certificate to be provided by a

third-party service provider in Europe, and there was a delay with that third-party service provider locating the release certificate. Annexed to this affidavit and marked "**Annexure A**" is a copy of an email from Declan Kinnane of the Applicants to Andrew (Andy) Symons of Virgin, in which Mr Kinnane acknowledges receipt of the Work Order on 7 August 2020.

9. Because Virgin had provided copies of all Historical Operator Records to the Applicants prior to or as at the date of my Second Affidavit, I did not include the provision of Historical Operator Records as part of the Redelivery Proposal.

#### **End of Lease Operator Records/Status Statements and Lease Inspection Records**

10. Paragraph 1(b) of Revised Schedule 3 requires the Respondents "*On or before 5.00 pm on 14 August 2020 ... to provide the Applicants with the:*

*(b) End of Lease Operator Records/Status Statements as described in paragraph 7(b) of Schedule 2"*

11. The effect of this paragraph is to require the Respondents to provide End of Lease Operator Records/Status Statements *before* the Willis Engines are flown to the Delta Facility in accordance with my Redelivery Proposal.
12. I know from considering Appendix B to the Revised Schedules and from my experience and familiarity with End of Lease Operator Records/Status Statements that if such records are issued by 14 August 2020, as required by the Applicants, they are unlikely to be correct or useful after the subsequent steps of my Redelivery Proposal (being the flight to the Delta Facility and engine inspection, removal and preservation) are undertaken. That is because those records must contain data that cannot be reliably provided until the subsequent steps of my Redelivery Proposal have been effected. Examples of that data are final engine flight hours and cycles, which will meaningfully change during the flight to the Delta Facility, rendering the data out of date.
13. The Lease Inspection Records required at paragraph 7(c) of Revised Schedule 2 relate to the post-lease inspection, removal and preservation of the Willis Engines and therefore cannot be issued until those processes are complete. Under the Redelivery Proposal, the post-lease inspection is to be carried out at the Delta Facility in the United States.
14. For those reasons, the Redelivery Proposal contemplated that the End of Lease Operator Records/Status Statements and Lease Inspection Records would only be issued after the Willis Engines have been flown to the Delta Facility and after the post-lease inspection, removal and preservation of the Willis Engines was undertaken.

15. I have been provided with an email dated 7 August 2020 from Mr Ian Boulton of Deloitte to Mr Algeri and Andy Symons of my team. A copy of that email is annexed to this affidavit and marked "**Annexure B**". In the email Mr Boulton explains, by reference to an example "Records Open Items List" current as at the date of the email and from his discussions with "Andy" (Symons), why the End of Lease Operator Records/Status Statements and Lease Inspection Records for a Willis Engine cannot be provided before the engine is flown to the Delta Facility without also needing to be re-issued after that flight. I agree with explanation given by Mr Boulton in the email and with the contents of the version of the Records Open Items List he includes in the email.

#### **FAA Form 337**

16. Paragraph 7(c)(vi) of Revised Schedule 2 requires the Respondents to provide an "FAA Form 337".
17. An "FAA Form 337" is a US Department of Transportation Federal Aviation Administration (**FAA**) "*Major Repair and Alteration, (Airframe, Powerplant, Propeller, or Appliance)*" form which is required to be completed and lodged with the FAA in the event of any major repair or major alteration of aircraft property, before the aircraft property can be approved for return to service by the FAA. Unless an event giving rise to a major repair or alteration occurs, the preconditions for an FAA Form 337 do not arise. No such event has occurred in respect of any of the Willis Engines. For that reason, under my Redelivery Proposal, the Respondents would only be required to provide a FAA Form 337 if a major repair or alteration is carried out on a Willis Engine before the end of the redelivery process, but not otherwise.

#### **Serviceable Tags**

18. Both the Revised Schedules and my Redelivery Proposal contemplate that the Respondents will provide either an FAA Form 8130-3 or an EASA Form One (together, **Serviceable Tags**).
19. The purpose of the Serviceable Tags is to certify that the Willis Engines are airworthy. Serviceable Tags will not be issued until after the Willis Engines are flown to the Delta Facility, being the final trip taken by the engines before the engineering shop or on-wing service is conducted at the Delta facility. Should any adverse event occur during the flight of the Willis Engines to the Delta Facility (such as bird strike or other damage) which could affect the airworthiness of the Willis Engines, the Redelivery Proposal contemplates that Delta's on-wing capability and engine workshop capability will allow Delta to inspect and remove the Willis Engines, address any adverse conditions, and issue Serviceable Tags.

20. If an adverse event occurs prior to redelivery of the Willis Engines to the Delta Facility, or a latent defect is found when the end of lease inspections are conducted at the Delta Facility, repair and remediation of the Willis Engines would be required before a Serviceable Tag is issued. While I have no reason to believe or expect that the Willis Engines will require any repair or remediation, this is a potential risk which I cannot control or anticipate. In my experience, since aircraft engines are such valuable and finely tuned apparatus, repairs can be very expensive and can cost hundreds of thousands of dollars, up to the full replacement cost of an engine. Each of the Willis Engines is described in the Engine Leases as having a value of US\$10,000,000. As a result, while the Serviceable Tags are documents, the effective cost of obtaining the Serviceable Tags may include significant unknown or unquantifiable repair or remediation costs. It is not possible to know whether repairs will be required for the Willis Engines until the post-lease inspections are conducted.

#### **Timeframe for undertaking redelivery**

21. The Revised Schedules contemplate not only an overall timeframe within which the Respondents must redeliver the Willis Property, but also 8 separate sub-timeframes for completing redelivery steps specified by the Revised Schedules.
22. In my Second Affidavit at paragraph 8, I also gave approximate and indicative sub-timeframes for 8 redelivery steps in order to provide a basis for calculating the overall timeframe for my Redelivery Proposal. However, based on my experience, I do not consider that it is feasible for Virgin to give any formal commitment or to agree to a Court order to commit to achieving 8 sub-timeframes, due to the following difficulties and contingencies:
- (a) the times within which individual redelivery steps can be completed are inherently uncertain and difficult to estimate;
  - (b) most individual redelivery steps depend partly or entirely on COVID-19-affected third-party service providers, whose cooperation and resources the Respondents cannot predict or control. For example, it is difficult for Virgin to predict a specific timeframe within which Delta will be able to complete on-wing engine inspections;
  - (c) any of the redelivery steps can be delayed by unforeseeable events, and any delays can have a consequential effect on the following step; and
  - (d) the enormous practical complexities and challenges which Virgin is presently facing as a result of the decision by the purchaser of the business (Bain Capital) to restructure the operations to operate only one type of aircraft, identified at paragraph 14 of the Second Algeri Affidavit.

23. To allow for those difficulties and contingencies, my Redelivery Proposal contemplates an overall timeframe within which the Respondents must redeliver the Willis Property. Based on my experience, there is no good reason why a lessor receiving redelivered aircraft property would be prejudiced by a redelivery process that does not specify a series of rigid sub-timeframes.

**Swearing of this Affidavit**

- 24. I have not been able to swear this affidavit in proper form at the time that I have signed it due to the measures I have taken to minimise the spread of COVID-19.
- 25. I have been informed by Orfhlaith Maria McCoy, as the proposed witness to this affidavit, and believe, that the relaxation of formality with respect to the unsworn nature of this affidavit does not diminish the need for me to satisfy myself that the contents of this affidavit are true and correct. I have satisfied myself that that is the case.
- 26. I will formally swear this affidavit when circumstances allow and will instruct Clayton Utz to file the sworn version with the Court.

Affirmed by the deponent  
at Brisbane  
in Queensland  
on 14 August 2020  
Before me:

)  
)  
)  
)  
)

.....  
Signature of Darren William Dunbier

.....  
Signature of witness

.....  
Orfhlaith Maria McCoy, solicitor.

**SCHEDULE 1**

Federal Court of Australia  
District Registry: New South Wales  
Division: Commercial and Corporations List

No. NSD 714 of 2020

**IN THE MATTER OF VIRGIN AUSTRALIA HOLDINGS LTD (ADMINISTRATORS APPOINTED) ACN  
100 686 226 & ORS**

**Applicants**

First Applicant: Wells Fargo Trust Company, National Association (as owner trustee)

Second Applicant: Willis Lease Finance Corporation



**SCHEDULE 2**

Federal Court of Australia  
District Registry: New South Wales  
Division: Commercial and Corporations List

No. NSD 714 of 2020

**IN THE MATTER OF VIRGIN AUSTRALIA HOLDINGS LTD (ADMINISTRATORS APPOINTED) ACN 100 686 226 & ORS****Respondents**

First Respondent:	VB Leaseco Pty Ltd (Administrators Appointed) ACN 134 268 741
Second Respondent:	Virgin Australia Airlines Pty Ltd (Administrators Appointed) ACN 090 670 965
Third Respondent	Vaughan Strawbridge, Salvatore Algeri, John Greig and Richard Hughes, in their capacity as joint and several voluntary administrators of the First and Second Respondent
Fourth Respondent	Tiger Airways Australia Pty Limited (Administrators Appointed) ACN 124 369 008

**Gardner, Tom**

---

**From:** Declan Kinnane <dkinnane@willislease.com>  
**Sent:** Friday, 7 August 2020 6:49 AM  
**To:** Andrew Symons  
**Cc:** Boulton, Ian; Darren Dunbier; Chan, Gordon; Garry Failler; Sparks, Grant; Sal Algeri - Deloitte; Mohammed, Mukhtader; Steve Chirico; Noel Rogers; Ramazan Uzuner; John Courtney; Susan Jackson; Derych Warner; Bob Matson; Ed O'Loughlin; Vito Labrecque; Brian R. Hole; Dean Poulakidas; Craig W. Welsh; Tucker, Graeme; McCoy, Orla; Glavac, Mikhail; Simon Andersen; safiyya.khan@nortonrosefulbright.com; noel.mccoy@nortonrosefulbright.com; Merenda, Shelley  
**Subject:** RE: Return of WLFC assets from Virgin Australia.  
**Attachments:** WLFC RECORDS OPEN ITEMS list for ESN's 888473, 894902, 896999, 897193 rev2.xlsx

Hi Andrew,

Thank you for providing the correct WO today for the replacement HMU on ESN 896999, which therefore closes this particular item.

Once documentation becomes available for the remaining open items listed on the attached file, please forward onto me for review.

This and the following 16 pages are Annexure A referred to in the affidavit of Darren William Dunbier

Kind regards,

**Declan Kinnane, Project Manager – Aircraft Technical Services**

Sworn on

Before me

dkinnane@willislease.com | M: +353 861302328

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**From:** Declan Kinnane <dkinnane@willislease.com>

**Sent:** 04 August 2020 21:52

**To:** Andrew Symons <Andrew.Symons@virginaustralia.com>

**Cc:** Boulton, Ian <iboulton@deloitte.com.au>; Darren Dunbier <Darren.Dunbier@virginaustralia.com>; Chan, Gordon <gordchan@deloitte.com.au>; Garry Failler <gfailler@willislease.com>; Sparks, Grant <gsparks@deloitte.com.au>; Sal Algeri - Deloitte <saalgeri@deloitte.com.au>; Mohammed, Mukhtader <mukmohammed@deloitte.com.au>; Steve Chirico <schirico@willislease.com>; Noel Rogers <nrogers@willislease.com>; Ramazan Uzuner <ruzuner@willislease.com>; John Courtney <jcourtney@willislease.com>; Susan Jackson <sjackson@willislease.com>; Derych Warner <dwarner@willislease.com>; Bob Matson <bmatson@willislease.com>; Ed O'Loughlin <eoloughlin@willislease.com>; Vito Labrecque <vlabrecque@willislease.com>; Brian R. Hole <bhole@willislease.com>; Dean Poulakidas <dpoulakidas@willislease.com>; Craig W. Welsh

<cwelsh@willislease.com>; Tucker, Graeme <gtucker@claytonutz.com>; McCoy, Orla <omccoy@claytonutz.com>; Glavac, Mikhail <mglavac@claytonutz.com>; Simon Andersen <Simon.Andersen@virginaustralia.com>; safiyya.khan@nortonrosefulbright.com; noel.mccoy@nortonrosefulbright.com; Merenda, Shelley <shelley.merenda@nortonrosefulbright.com>

**Subject:** Re: Return of WLFC assets from Virgin Australia.

Thanks Andrew.

Kind regards,

**Declan Kinnane**, Project Manager – Aircraft Technical Services

[dkinnane@willislease.com](mailto:dkinnane@willislease.com) | M: +353 861302328

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On 4 Aug 2020, at 21:35, Andrew Symons <[Andrew.Symons@virginaustralia.com](mailto:Andrew.Symons@virginaustralia.com)> wrote:

Declan, Darren, Ian,

Will check out the work order

Regards

Andy

<image001.gif>

**Andy Symons** | Leader, Technical Assets

Virgin Australia Airlines

T 07 3622 5741 M 0457 561 257

E [andrew.symons@virginaustralia.com](mailto:andrew.symons@virginaustralia.com)

Please consider the environment before printing this email.

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**From:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>

**Sent:** Wednesday, 5 August 2020 6:06 AM

**To:** Boulton, Ian <[iboulton@deloitte.com.au](mailto:iboulton@deloitte.com.au)>; Darren Dunbier

<[Darren.Dunbier@virginaustralia.com](mailto:Darren.Dunbier@virginaustralia.com)>; Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>; Garry Failler

<[gfailler@willislease.com](mailto:gfailler@willislease.com)>

**Cc:** Sparks, Grant <[gsparks@deloitte.com.au](mailto:gsparks@deloitte.com.au)>; Sal Algeri - Deloitte <[saalgeri@deloitte.com.au](mailto:saalgeri@deloitte.com.au)>;

Mohammed, Mukhtader <[mukmohammed@deloitte.com.au](mailto:mukmohammed@deloitte.com.au)>; Steve Chirico

<[schirico@willislease.com](mailto:schirico@willislease.com)>; Noel Rogers <[nrogers@willislease.com](mailto:nrogers@willislease.com)>; Ramazan Uzuner

<[ruzuner@willislease.com](mailto:ruzuner@willislease.com)>; John Courtney <[jcourtney@willislease.com](mailto:jcourtney@willislease.com)>; Susan Jackson

<[sjackson@willislease.com](mailto:sjackson@willislease.com)>; Derych Warner <[dwarner@willislease.com](mailto:dwarner@willislease.com)>; Bob Matson <[bmatson@willislease.com](mailto:bmatson@willislease.com)>; Ed O'Loughlin <[eoloughlin@willislease.com](mailto:eoloughlin@willislease.com)>; Vito Labrecque <[vlabrecque@willislease.com](mailto:vlabrecque@willislease.com)>; Brian R. Hole <[bhole@willislease.com](mailto:bhole@willislease.com)>; Dean Poulakidas <[dpoulakidas@willislease.com](mailto:dpoulakidas@willislease.com)>; Craig W. Welsh <[cwelsh@willislease.com](mailto:cwelsh@willislease.com)>; Tucker, Graeme <[gtucker@claytonutz.com](mailto:gtucker@claytonutz.com)>; McCoy, Orla <[omccoy@claytonutz.com](mailto:omccoy@claytonutz.com)>; Glavac, Mikhail <[mglavac@claytonutz.com](mailto:mglavac@claytonutz.com)>; Simon Andersen <[Simon.Andersen@virginaustralia.com](mailto:Simon.Andersen@virginaustralia.com)>; Andrew Symons <[Andrew.Symons@virginaustralia.com](mailto:Andrew.Symons@virginaustralia.com)>; [safiyya.khan@nortonrosefulbright.com](mailto:safiyya.khan@nortonrosefulbright.com); [noel.mccoy@nortonrosefulbright.com](mailto:noel.mccoy@nortonrosefulbright.com); Merenda, Shelley <[shelley.merenda@nortonrosefulbright.com](mailto:shelley.merenda@nortonrosefulbright.com)>

**Subject:** RE: Return of WLFC assets from Virgin Australia.

Hi Darren & Ian,

Thank you for providing the release certificate today for the replacement HMU [Hydromechanical Unit] that is currently installed on ESN 896999.

I can confirm that this certificate is acceptable to WLFC, but in order for us to be in a position to close this item for this redelivery, we require a copy of the Installation WO referencing HMU S/N BECW0406 being installed onto ESN 896999. Please note that the Installation WO that you've uploaded to your data room today is not applicable to ESN 896999.

Also, once signed redelivery statements and status's become available for WLFC review, can you please let me know at your earliest convenience.

Kind regards,

Declan

**Declan Kinnane**, Project Manager – Aircraft Technical Services

[dkinnane@willislease.com](mailto:dkinnane@willislease.com) | M: +353 861302328

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**From:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>

**Sent:** 27 July 2020 11:04

**To:** Boulton, Ian <[boulton@deloitte.com.au](mailto:boulton@deloitte.com.au)>; Darren Dunbier <[Darren.Dunbier@virginaustralia.com](mailto:Darren.Dunbier@virginaustralia.com)>; Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>; Garry Failler <[gfailler@willislease.com](mailto:gfailler@willislease.com)>

**Cc:** Sparks, Grant <[gsparks@deloitte.com.au](mailto:gsparks@deloitte.com.au)>; Algeri, Sal <[saalgeri@deloitte.com.au](mailto:saalgeri@deloitte.com.au)>; Mohammed, Mukhtader <[mukmohammed@deloitte.com.au](mailto:mukmohammed@deloitte.com.au)>; Steve Chirico <[schirico@willislease.com](mailto:schirico@willislease.com)>; Noel Rogers <[nrogers@willislease.com](mailto:nrogers@willislease.com)>; Ramazan Uzuner <[ruzuner@willislease.com](mailto:ruzuner@willislease.com)>; John Courtney <[jcourtney@willislease.com](mailto:jcourtney@willislease.com)>; Susan Jackson <[sjackson@willislease.com](mailto:sjackson@willislease.com)>; Derych Warner <[dwarner@willislease.com](mailto:dwarner@willislease.com)>; Bob Matson <[bmatson@willislease.com](mailto:bmatson@willislease.com)>; Ed O'Loughlin <[eoloughlin@willislease.com](mailto:eoloughlin@willislease.com)>; Vito Labrecque <[vlabrecque@willislease.com](mailto:vlabrecque@willislease.com)>; Brian R. Hole <[bhole@willislease.com](mailto:bhole@willislease.com)>; Dean Poulakidas <[dpoulakidas@willislease.com](mailto:dpoulakidas@willislease.com)>; Craig W. Welsh <[cwelsh@willislease.com](mailto:cwelsh@willislease.com)>; Tucker, Graeme <[gtucker@claytonutz.com](mailto:gtucker@claytonutz.com)>; McCoy, Orla <[omccoy@claytonutz.com](mailto:omccoy@claytonutz.com)>; Glavac, Mikhail <[mglavac@claytonutz.com](mailto:mglavac@claytonutz.com)>; Simon Andersen <[Simon.Andersen@virginaustralia.com](mailto:Simon.Andersen@virginaustralia.com)>; Andrew Symons <[Andrew.Symons@virginaustralia.com](mailto:Andrew.Symons@virginaustralia.com)>; [safiyya.khan@nortonrosefulbright.com](mailto:safiyya.khan@nortonrosefulbright.com); [noel.mccoy@nortonrosefulbright.com](mailto:noel.mccoy@nortonrosefulbright.com); Merenda, Shelley

<[shelley.merenda@nortonrosefulbright.com](mailto:shelley.merenda@nortonrosefulbright.com)>

**Subject:** RE: Return of WLFC assets from Virgin Australia.

Hi Ian,

Thank you for your recent mail.

Please refer to my below comments in red to your queries.

Kind regards,

Declan

**Declan Kinnane**, Project Manager – Aircraft Technical Services

[dkinnane@willislease.com](mailto:dkinnane@willislease.com) | M: +353 861302328

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**From:** Boulton, Ian <[iboulton@deloitte.com.au](mailto:iboulton@deloitte.com.au)>

**Sent:** 27 July 2020 09:57

**To:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>; Darren Dunbier

<[Darren.Dunbier@virginaustralia.com](mailto:Darren.Dunbier@virginaustralia.com)>; Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>; Garry Failler <[gfailler@willislease.com](mailto:gfailler@willislease.com)>

**Cc:** Sparks, Grant <[gsparks@deloitte.com.au](mailto:gsparks@deloitte.com.au)>; Algeri, Sal <[saalgeri@deloitte.com.au](mailto:saalgeri@deloitte.com.au)>; Mohammed, Mukhtader <[mukmohammed@deloitte.com.au](mailto:mukmohammed@deloitte.com.au)>; Steve Chirico <[schirico@willislease.com](mailto:schirico@willislease.com)>; Noel Rogers <[nrogers@willislease.com](mailto:nrogers@willislease.com)>; Ramazan Uzuner <[ruzuner@willislease.com](mailto:ruzuner@willislease.com)>; John Courtney <[jcourtney@willislease.com](mailto:jcourtney@willislease.com)>; Susan Jackson <[sjackson@willislease.com](mailto:sjackson@willislease.com)>; Derych Warner <[dwarner@willislease.com](mailto:dwarner@willislease.com)>; Bob Matson <[bmatson@willislease.com](mailto:bmatson@willislease.com)>; Ed O'Loughlin <[eoloughlin@willislease.com](mailto:eoloughlin@willislease.com)>; Vito Labrecque <[vlabrecque@willislease.com](mailto:vlabrecque@willislease.com)>; Brian R. Hole <[bhole@willislease.com](mailto:bhole@willislease.com)>; Dean Poulakidas <[dpoulakidas@willislease.com](mailto:dpoulakidas@willislease.com)>; Craig W. Welsh <[cwelsh@willislease.com](mailto:cwelsh@willislease.com)>; Tucker, Graeme <[gtucker@claytonutz.com](mailto:gtucker@claytonutz.com)>; McCoy, Orla <[omccoy@claytonutz.com](mailto:omccoy@claytonutz.com)>; Glavac, Mikhail <[mglavac@claytonutz.com](mailto:mglavac@claytonutz.com)>; Simon Andersen <[Simon.Andersen@virginaustralia.com](mailto:Simon.Andersen@virginaustralia.com)>; Andrew Symons <[Andrew.Symons@virginaustralia.com](mailto:Andrew.Symons@virginaustralia.com)>; safiyya.khan@nortonrosefulbright.com; noel.mccoy@nortonrosefulbright.com; Merenda, Shelley <[shelley.merenda@nortonrosefulbright.com](mailto:shelley.merenda@nortonrosefulbright.com)>

**Subject:** RE:Return of WLFC assets from Virgin Australia.

Good evening Declan

With respect to the open items in your ROILs:

- The LLP status for all engines has been provided to Willis, in your template, previously via the data room on 15 July 2020, in addition to the Disc Sheets supplied via the data room on 8 July 2020;(Please return **signed copies** of the LLP status templates provided for each ESN, as the documents that you have uploaded to your data room are **not acceptable without operator signatures**)
- The data for the AD status documents were previously provided via the Detailed Print document on 8 July 2020 via the data room. Based on your updated request of 9 July 2020,

Virgin are presently working to have the AD Status documents put into the template provided by Willis which is deemed 'acceptable' to Willis, in addition to the Detail Print; (We will standby for you to provide signed copies of the AD status templates for each ESN)

- We had been advised by Virgin Engineering that Component Replaced Certificates are unable to be provided for all four engines as components have not been replaced. The Defect Reports and Maintenance Logs provided via the data room on 8 July 2020 should evidence this, however, Virgin Engineering is investigating again whether any components were replaced. With respect to ESN896999, Virgin Engineering is investigating the replacement of the Height Measurement Unit referenced by Willis in the ROIL for that engine provided 10 July 2020, and will provide the requested certificates and WOs; (Please provide a 'dual release' certificate(EASA\_FAA cert) and Installation WO for the replaced HMU[Hydromechanical Unit] P/N 1853M56P14 S/N BECW0406 which was installed on ESN 896999 by VAA during the lease period)
- Virgin Engineering are reviewing the AMO statement template provided by Willis as a subsequent addition on 9 July 2020 and will provide this, without signature for the reasons set out in the Algeri Affidavit, once reviewed. (As previously stated, a VAA,TGG signature is required on any redelivery statement or status for all ESN's. The redelivery statements that you have provided so far are without the appropriate signatures, and are therefore not acceptable to WLFC in this format)

I expect to be in a position to provide the above by the middle of this week. The remaining open documents cannot be provided until the engines have been removed. (WLFC will standby for you to provide documentation for the remaining open items detailed on the attached open items listing)

Could you please confirm that my understanding of the state of the records as explained is correct? If it is not, please notify me so I can revert to Virgin or our legal advisors as required. (The current status of the technical records is clearly referenced on the attached ROIL (Open items listing) document. Also, as previously highlighted to you & VAA, that any item that you see with a status of 'Finding', 'Pending', or 'Open' requires your attention and action. The below instruction table is also referenced on the attached ROIL document for your convenience)

<image004.jpg>

The requests for GE for the ECM health reports fall into the same category as the AMO statement template in that provision of those is a matter to be determined following the outcome of the proceedings brought by Willis.(The GE ECM health redelivery report requirement is clearly outlined within the terms of the lease agreement for all ESN's. Please return signed copies of the request forms that I previously sent to VAA at your earliest convenience)

Regards

**Ian Boulton.**

D: (07) 3308 1428 | M: 0412 166 914

<image005.png>

---

**From:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>

**Sent:** Monday, 27 July 2020 2:29 AM

**To:** Darren Dunbier <[Darren.Dunbier@virginaustralia.com](mailto:Darren.Dunbier@virginaustralia.com)>; Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>; Boulton, Ian <[iboulton@deloitte.com.au](mailto:iboulton@deloitte.com.au)>; Garry Failler <[gfailler@willislease.com](mailto:gfailler@willislease.com)>

**Cc:** Sparks, Grant <[gsparks@deloitte.com.au](mailto:gsparks@deloitte.com.au)>; Algeri, Sal <[saalgeri@deloitte.com.au](mailto:saalgeri@deloitte.com.au)>; Mohammed, Mukhtader <[mukmohammed@deloitte.com.au](mailto:mukmohammed@deloitte.com.au)>; Steve Chirico <[schirico@willislease.com](mailto:schirico@willislease.com)>; Noel Rogers <[nrogers@willislease.com](mailto:nrogers@willislease.com)>; Ramazan Uzuner <[ruzuner@willislease.com](mailto:ruzuner@willislease.com)>; John Courtney <[jcourtney@willislease.com](mailto:jcourtney@willislease.com)>; Susan Jackson <[sjackson@willislease.com](mailto:sjackson@willislease.com)>; Derych Warner <[dwarner@willislease.com](mailto:dwarner@willislease.com)>; Bob Matson <[bmatson@willislease.com](mailto:bmatson@willislease.com)>; Ed O'Loughlin

<[eoloughlin@willislease.com](mailto:eoloughlin@willislease.com)>; Vito Labrecque <[vlabrecque@willislease.com](mailto:vlabrecque@willislease.com)>; Brian R. Hole <[bhole@willislease.com](mailto:bhole@willislease.com)>; Dean Poulakidas <[dpoulakidas@willislease.com](mailto:dpoulakidas@willislease.com)>; Craig W. Welsh <[cwelsh@willislease.com](mailto:cwelsh@willislease.com)>; Tucker, Graeme <[gtucker@claytonutz.com](mailto:gtucker@claytonutz.com)>; McCoy, Orla <[omccoy@claytonutz.com](mailto:omccoy@claytonutz.com)>; Glavac, Mikhail <[mglavac@claytonutz.com](mailto:mglavac@claytonutz.com)>; Simon Andersen <[Simon.Andersen@virginaustralia.com](mailto:Simon.Andersen@virginaustralia.com)>; Andrew Symons <[Andrew.Symons@virginaustralia.com](mailto:Andrew.Symons@virginaustralia.com)>; safiyya.khan@nortonrosefulbright.com; [noel.mccoy@nortonrosefulbright.com](mailto:noel.mccoy@nortonrosefulbright.com); Merenda, Shelley <[shelley.merenda@nortonrosefulbright.com](mailto:shelley.merenda@nortonrosefulbright.com)>

**Subject:** [EXT]RE: Return of WLFC assets from Virgin Australia.

Hi Darren,

At your earliest convenience, can you please provide an update on the remaining open items listed on the attached file?

Also, as VAA have provided acceptable ECM data for all four ESN's, we are therefore now in a position to apply for the OEM to generate an ECM health report as outlined within the terms of the lease agreement.

The attached request forms need to be signed by the relevant operator (VAA, TGG) for each ESN. Upon receiving the signed forms from you, WLFC will forward them to our GE representative which will authorise GE to access your engine operational performance data & web-based engine diagnostics for generating the ECM health report.

If you have any questions on the above, please do let me know.

Kind regards,

**Declan Kinnane**, Project Manager – Aircraft Technical Services

[dkinnane@willislease.com](mailto:dkinnane@willislease.com) | M: +353 861302328

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**From:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>

**Sent:** 17 July 2020 11:22

**To:** Darren Dunbier <[Darren.Dunbier@virginaustralia.com](mailto:Darren.Dunbier@virginaustralia.com)>; Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>; Boulton, Ian <[iboulton@deloitte.com.au](mailto:iboulton@deloitte.com.au)>; Garry Failler <[gfailler@willislease.com](mailto:gfailler@willislease.com)>

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**Subject:** RE: Return of WLFC assets from Virgin Australia.

Hi Darren,

Please refer to the attached updated open items list after our review of the latest batch of ECM data that you provided today. This particular item is therefore closed for all four ESN's.

At your earliest convenience could you please provide an update on the signed redelivery statements & status's, as they have yet to be uploaded to your data room for review?

Kind regards,

Declan

**Declan Kinnane**, Project Manager – Aircraft Technical Services

[dkinnane@willislease.com](mailto:dkinnane@willislease.com) | M: +353 861302328

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**From:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>

**Sent:** 16 July 2020 11:01

**To:** Darren Dunbier <[Darren.Dunbier@virginaustralia.com](mailto:Darren.Dunbier@virginaustralia.com)>; Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>; Boulton, Ian <[iboulton@deloitte.com.au](mailto:iboulton@deloitte.com.au)>; Garry Failler <[gfailler@willislease.com](mailto:gfailler@willislease.com)>

**Cc:** Sparks, Grant <[gsparks@deloitte.com.au](mailto:gsparks@deloitte.com.au)>; Algeri, Sal <[saalgeri@deloitte.com.au](mailto:saalgeri@deloitte.com.au)>; Mohammed, Mukhtader <[mukmohammed@deloitte.com.au](mailto:mukmohammed@deloitte.com.au)>; Steve Chirico <[schirico@willislease.com](mailto:schirico@willislease.com)>; Noel Rogers <[nrogers@willislease.com](mailto:nrogers@willislease.com)>; Ramazan Uzuner <[ruzuner@willislease.com](mailto:ruzuner@willislease.com)>; John Courtney <[jcourtney@willislease.com](mailto:jcourtney@willislease.com)>; Susan Jackson <[sjackson@willislease.com](mailto:sjackson@willislease.com)>; Derych Warner <[dwarner@willislease.com](mailto:dwarner@willislease.com)>; Bob Matson <[bmatson@willislease.com](mailto:bmatson@willislease.com)>; Ed O'Loughlin <[eoloughlin@willislease.com](mailto:eoloughlin@willislease.com)>; Vito Labrecque <[vlabrecque@willislease.com](mailto:vlabrecque@willislease.com)>; Brian R. Hole <[bhole@willislease.com](mailto:bhole@willislease.com)>; Dean Poulakidas <[dpoulakidas@willislease.com](mailto:dpoulakidas@willislease.com)>; Craig W. Welsh <[cwelsh@willislease.com](mailto:cwelsh@willislease.com)>; Tucker, Graeme <[gtucker@claytonutz.com](mailto:gtucker@claytonutz.com)>; McCoy, Orla <[omccoy@claytonutz.com](mailto:omccoy@claytonutz.com)>; Glavac, Mikhail <[mglavac@claytonutz.com](mailto:mglavac@claytonutz.com)>; Simon Andersen <[Simon.Andersen@virginaustralia.com](mailto:Simon.Andersen@virginaustralia.com)>; Andrew Symons <[Andrew.Symons@virginaustralia.com](mailto:Andrew.Symons@virginaustralia.com)>

**Subject:** RE: Return of WLFC assets from Virgin Australia.

Hi Darren,

I hope that this mail finds you well.

Firstly, I would like to thank you and the VAA technical team for your assistance so far in gathering the technical records for our assets that are currently on lease with you.

As you can see from the attached open items listing, we have still quite a lot of items that require your attention and action at this time.

It has also come to our attention that you are currently obtaining signing authority on behalf of Tigerair and VAA for the redelivery statements and status's which are detailed on the attached file. I'm sure you have already seen my previous correspondence where I provided you with statement & status templates for your signature, but I have reattached the subject email again for your convenience.



Also, thank you for the additional ECM data that you provided today for ESN 888473 which is currently under review. We will standby for further notifications of any additional records uploaded to your data room.

Please do let me know if you have any questions at this time.

Kind regards,

Declan

**Declan Kinnane**, Project Manager – Aircraft Technical Services

[dkinnane@willislease.com](mailto:dkinnane@willislease.com) | M: +353 861302328

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**From:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>

**Sent:** 13 July 2020 09:55

**To:** Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>; Boulton, Ian <[iboulton@deloitte.com.au](mailto:iboulton@deloitte.com.au)>; Garry Failler <[gfailler@willislease.com](mailto:gfailler@willislease.com)>

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<[omccoy@claytonutz.com](mailto:omccoy@claytonutz.com)>; Glavac, Mikhail <[mglavac@claytonutz.com](mailto:mglavac@claytonutz.com)>; Simon Andersen

<[Simon.Andersen@virginaustralia.com](mailto:Simon.Andersen@virginaustralia.com)>; Andrew Symons <[Andrew.Symons@virginaustralia.com](mailto:Andrew.Symons@virginaustralia.com)>

**Subject:** RE: Return of WLFC assets from Virgin Australia.

Hi Gordan,

Thank you for your recent mail.

We will be in touch with you shortly to address the points that you have made on your latest correspondence.

In the meantime when any additional technical documentation becomes available, please do let me know when it has been uploaded to your secured data room for review.

We appreciate your continued support with the records open items list.

Kind regards,

**Declan Kinnane**, Project Manager – Aircraft Technical Services

[dkinnane@willislease.com](mailto:dkinnane@willislease.com) | M: +353 861302328

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**From:** Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>

**Sent:** 13 July 2020 06:57

**To:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>; Boulton, Ian <[iboulton@deloitte.com.au](mailto:iboulton@deloitte.com.au)>; Garry Failler <[gfailler@willislease.com](mailto:gfailler@willislease.com)>

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<[omccoy@claytonutz.com](mailto:omccoy@claytonutz.com)>; Glavac, Mikhail <[mglavac@claytonutz.com](mailto:mglavac@claytonutz.com)>; Simon Andersen

<[Simon.Andersen@virginaustralia.com](mailto:Simon.Andersen@virginaustralia.com)>; Andrew Symons <[Andrew.Symons@virginaustralia.com](mailto:Andrew.Symons@virginaustralia.com)>

**Subject:** RE:Return of WLFC assets from Virgin Australia.

Good afternoon Declan

Thank you for the below information.

Your email has highlighted a potential misunderstanding – the provision of information to you in response to your requests, will not be, and under Australian law as it presently stands is not required to be, in accordance with the redelivery conditions contained in the relevant lease document(s).

We have undertaken our best endeavours to provide you with your requested information as a gesture of goodwill. However, signed/certified documents are outside of the limit of what the Administrators are willing or legally obliged to provide at the present time.

In addition, we are happy to offer our assistance to arrange for engine shop inspections, however it will be at your request and at your cost.

Our offer remains open to arrange for a call to agree a way forward.

We appreciate your understanding of the above, and will come back to you with the balance of information requested shortly.

Regards

Gordon

**Gordon Chan**

Director | Restructuring Services  
 Deloitte Financial Advisory  
 Eclipse Tower, 60 Station Street, Parramatta NSW 2150  
 D: +61 2 9840 7983 | M: +61 416 296 607  
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<image005.png>

Please consider the environment before printing.

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**From:** Declan Kinnane <[dkinnane@willislease.com](mailto:dkinnane@willislease.com)>

**Sent:** Friday, 10 July 2020 6:18 PM

**To:** Chan, Gordon <[gordchan@deloitte.com.au](mailto:gordchan@deloitte.com.au)>; Boulton, Ian <[iboulton@deloitte.com.au](mailto:iboulton@deloitte.com.au)>; Garry Failler <[gfailler@willislease.com](mailto:gfailler@willislease.com)>

**Cc:** Sparks, Grant <[gsparks@deloitte.com.au](mailto:gsparks@deloitte.com.au)>; Algeri, Sal <[saalgeri@deloitte.com.au](mailto:saalgeri@deloitte.com.au)>; Mohammed, Mukhtader <[mukmohammed@deloitte.com.au](mailto:mukmohammed@deloitte.com.au)>; Darren Dunbier

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**Subject:** [EXT]RE: Return of WLFC assets from Virgin Australia.

Hi Gordan,

Thank you for the below update. We will standby for your team to gather the required documentation for the remaining open items.

Also, in relation to your comment below on the operators "TRAX" system issue. We have already assisted you in providing you with LLP status templates for the relevant operator to sign. These templates already include mixed model remaining cycle calculations, historical thrust rating usage & tracking of the LPT case.

Regardless of whether the operators system is not tracking each relevant thrust rating or any particular LLP appropriately, one of the redelivery conditions is that the operator must provide a signed LLP status including all of the items discussed above.

Please refer to the attached email which includes the templates for signature.

Please do let me know once any additional paperwork has been uploaded to your secured data room for review.

Kind regards,

**Declan Kinnane**, Project Manager – Aircraft Technical Services

[dkinnane@willislease.com](mailto:dkinnane@willislease.com) | M: +353 861302328

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<image002.jpg>

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## RECORDS OPEN ITEMS LIST

ESN: 888473

HEAD LESSEE: VB LeaseCo Pty Ltd

SUBLESSEE: Virgin Australia Airlines Pty Ltd

Operator: Tigerair Australia

REVISION: 2

Last updated: 17/07/2020

### **NOTE THAT THERE ARE FOUR TABS TO THIS DOCUMENT**

<b>OPERATOR RECORDS: Tigerair Australia</b>				
Item #	Documents	Status	Willis Lease Comments	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd& Tigerair Comments
1	Statement - Non Incident	PENDING	Template provided for Tigerair Signature	Completed (awaiting header info and signature approval)
2	Statement - Combination	PENDING	Template provided for Tigerair Signature	Completed (awaiting header info and signature approval)
3	Statement- Install/Removal History	PENDING	Template provided for Tigerair Signature	Completed (awaiting header info and signature approval)
4	Statement- Commercial Traceability	PENDING	Template provided for VB LeaseCo Pty Ltd Signature	Completed (awaiting header info and signature approval)
5	Statement AMO (Approved Maintenance Organization Statement)	PENDING	Template provided for Tigerair Signature	
6	LLP Status	<b>FINDING</b>	Template provided for Tigerair signature as the Disc sheet you provided is missing the following: Missing Thrust Rating Usage breakdowns Missing Mixed Model Remaining Cycles Missing LPT Case details	Disc Sheet Supplied
7	AD Status	PENDING	The "detailed print document" you provided is not acceptable to WLFC, therefore we have drafted an AD Status Template for Tigerair Signature	Within Detail print supplied
20	Components Replaced- Certificates	OPEN	Authorized Release Certificates and Installation WO's for each part replaced during the lease ("pending WLFC inventory verification".)	
9	Engine Conversion Documents	<b>FINDING</b>	<b>Note:</b> Willis ID Plug was removed and VA ID Plug was installed.	B24 to B26 WO168912 and SMAL 11919
11	Engine Removal Work Order	OPEN		Not performed yet
12	Preservation Work order & tag at final removal	OPEN		Not performed yet
13	ECM Data	<b>CLOSED</b>	data received	Supplied
10	Engine Installation Work Order	<b>CLOSED</b>	document received	WO 168912 Supplied
8	SB / ASB / AOW Status	<b>CLOSED</b>		Within Detail print supplied
14	Daily Oil Consumption logs	<b>CLOSED</b>	document received	Supplied
15	Engine Work Order Summary	<b>CLOSED</b>	Tech Logs/ Default / Pilot Reports	Defect report summary Supplied
16	Scheduled Maintenance Records	<b>CLOSED</b>	Last Done/Next Due Report.	Within Detail print supplied
17	Unscheduled Maintenance Records	<b>CLOSED</b>	document received	Maintenance Logs Supplied
18	Fan Blade Mapping	<b>CLOSED</b>	not applicable	N/A
19	Daily Logs of Eng Flt Hours & Cycles	<b>CLOSED</b>	document received	888473 Engine Utilization Report

<b>LEASE RETURN INSPECTION RECORDS FROM ENGINE SHOP (WERC)</b>				
Item #	Documents	Status	Willis Lease Comments	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd& Tigerair Comments
21	FAA/EASA Dual Release Certificate	OPEN	Post Lease Inspection	Not performed yet
22	OEM EHM redelivery report	OPEN	Post Lease Inspection	Not performed yet
23	Borescope Report	OPEN	Post Lease Inspection	Not performed yet
24	Borescope Video	OPEN	Post Lease Inspection	Not performed yet
25	C Check / MPD Tasks sign off	OPEN	Post Lease Inspection	Not performed yet
26	Preservation tag	OPEN	Post Lease Inspection	Not performed yet

Status	Meaning/ Definition
OPEN	Document Item has not been provided for review
FINDING	Document Item provided has findings needing amendment or further clarification to the finding.
PENDING	Document Item has been promised in draft form or is in review.
CLOSED	Document Item has been reviewed and accepted, or is Not Applicable (N/A).
RE-OPEN	Document Item requires adjustment due to finding discovered or brought forwards after acceptance.



## RECORDS OPEN ITEMS LIST

ESN: 894902  
 HEAD LESSEE: VB LeaseCo Pty Ltd  
 SUBLESSEE: Virgin Australia Airlines Pty Ltd  
 Operator: Virgin Australia Airlines Pty Ltd  
 REVISION: 2  
 Last updated: 17/07/2020

### **NOTE THAT THERE ARE FOUR TABS TO THIS DOCUMENT**

OPERATOR RECORDS: Virgin Australia Airlines Pty Ltd				
Item #	Documents	Status	Willis Lease Comments	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd Comments
1	Statement - Non Incident	PENDING	Template provided for Virgin Australia Airlines Pty Ltd Signature	Completed (awaiting header info and signature approval)
2	Statement - Combination	PENDING	Template provided for Virgin Australia Airlines Pty Ltd Signature	Completed (awaiting header info and signature approval)
3	Statement- Install/Removal History	PENDING	Template provided for Virgin Australia Airlines Pty Ltd Signature	Completed (awaiting header info and signature approval)
4	Statement- Commercial Traceability	PENDING	Template provided for VB LeaseCo Pty Ltd Signature	Completed (awaiting header info and signature approval)
5	LLP Status	FINDING	Template provided for Virgin signature as the Disc sheet you provided is missing the following: Missing Thrust Rating Usage breakdowns Missing Mixed Model Remaining Cycles Missing LPT Case details	Disc Sheet Supplied
6	AD Status	PENDING	The "detailed print document" you provided is not acceptable to WLFC, therefore we have drafted an AD Status Template for VAA Signature	Within Detail print supplied
20	Components Replaced- Certificates	OPEN	Authorized Release Certificates and Installation WO's for each part replaced during the lease ("pending WLFC inventory verification".)	
10	Engine Removal Work Order	OPEN		Not performed yet
11	Preservation Work order & tag at final removal	OPEN		Not performed yet
12	ECM Data	CLOSED	data received	Supplied
7	SB / ASB / AOW Status	CLOSED	Copies of any Work order SB's (If any accomplished)	Within Detail print supplied
8	Engine Conversion Documents	CLOSED	N/A	N/A
9	Engine Installation Work Order	CLOSED	document received	WO 167740 Supplied
13	Daily Oil Consumption logs	CLOSED	document received	Supplied
14	Engine Work Order Summary	CLOSED	Tech Logs/ Default / Pilot Reports	Defect report summary Supplied
15	Scheduled Maintenance Records	CLOSED	Last Done/Next Due Report.	Within Detail print supplied
16	Unscheduled Maintenance Records	CLOSED	copies of any defect Work orders accomplished during the operational period	Maintenance Logs Supplied
17	Fan Blade Mapping	CLOSED	If accomplished during their operational period	N/A
18	Daily Logs of Eng Flt Hours & Cycles	CLOSED		894902 Engine Utilization Report
19	Daily Logs of Eng Flt Hours & Cycles	CLOSED	document received	888473 Engine Utilization Report

LEASE RETURN INSPECTION RECORDS FROM ENGINE				
Item #	Documents	Status	Willis Lease Comments	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd & Tigerair Comments
21	FAA/EASA Dual Release Certificate	OPEN	Post Lease Inspection	Not performed yet
22	OEM EHM redelivery report	OPEN	Post Lease Inspection	Not performed yet
23	Borescope Report	OPEN	Post Lease Inspection	Not performed yet
24	Borescope Video	OPEN	Post Lease Inspection	Not performed yet
25	C Check / MPD Tasks sign off	OPEN	Post Lease Inspection	Not performed yet
26	Preservation tag	OPEN	Post Lease Inspection	Not performed yet

Status	Meaning/ Definition
OPEN	Document Item has not been provided for review
FINDING	Document Item provided has findings needing amendment or further clarification to the finding.
PENDING	Document Item has been promised in draft form or is in review.
CLOSED	Document Item has been reviewed and accepted, or is Not Applicable (N/A).
RE-OPEN	Document Item requires adjustment due to finding discovered or brought forwards after acceptance.



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## RECORDS OPEN ITEMS LIST

ESN: 896999

HEAD LESSEE: VB LeaseCo Pty Ltd

SUBLESSEE: Virgin Australia Airlines Pty Ltd

Operators: Tigerair Australia & Virgin Australia Airlines

REVISION: 2

Last updated: 6/08/2020

### NOTE THAT THERE ARE FOUR TABS TO THIS DOCUMENT

1st OPERATOR RECORDS: Tigerair Australia				
Item #	Documents	Status	Willis Lease Comments	Tigerair Comments
1	Statement - Non Incident	PENDING	Template provided for Tigerair Signature	Completed (awaiting header info and signature approval)
2	Statement - Combination	PENDING	Template provided for Tigerair Signature	Completed (awaiting header info and signature approval)
3	Statement- Install/Removal History	PENDING	Template provided for Tigerair Signature	Completed (awaiting header info and signature approval)
4	Statement- Commercial Traceability	PENDING	Template provided for VB LeaseCo Pty Ltd Signature	See Virgin Australia Installation
5	LLP Status	FINDING	LLP Status Required for this period of operation. Template provided for Tigerair signature	See Virgin Australia Installation
8	Engine Conversion Documents	FINDING	Note:Willis ID Plug was removed and VA ID Plug SN:F0301 was installed.	N/A
42	AMO Statement	PENDING	Template provided for Tigerair Signature	
6	AD Status	CLOSED	Refer to Virgin Australia AD Status for final Airworthiness Status.	See Virgin Australia Installation
7	SB / ASB / AOW Status	CLOSED	None performed during this period if ops.	See Virgin Australia Installation
9	Engine Installation Work Order	CLOSED	Rcvd	WO 155370 Supplied
10	Engine Removal Work Order	CLOSED	Rcvd	WO 170707 Supplied
11	Preservation Work order & tag at final removal	CLOSED	N/A	N/A
12	ECM Data	CLOSED	Rcvd	See Virgin Australia Installation
13	Daily Oil Consumption logs	CLOSED	Rcvd	See Virgin Australia Installation
14	Engine Work Order Summary	CLOSED	Rcvd	Defect report summary Supplied
15	Scheduled Maintenance Records	CLOSED	Rcvd	See Virgin Australia Installation
16	Unscheduled Maintenance Records	CLOSED	Rcvd	Maintenance Logs Supplied
17	Fan Blade Mapping	CLOSED	N/A	N/A
18	Daily Logs of Eng Flt Hours & Cycles	CLOSED	Rcvd	See Virgin Australia Installation

2nd OPERATOR RECORDS: Virgin Australia Airlines				
Item #	Documents	Status	Willis Lease Comments	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd Comments
19	Statement - Non Incident	PENDING	Template provided for Virgin Australia Airlines Signature	Completed (awaiting header info and signature approval)
20	Statement - Combination	PENDING	Template provided for Virgin Australia Airlines Signature	Completed (awaiting header info and signature approval)
21	Statement- Install/Removal History	PENDING	Template provided for Virgin Australia Airlines Signature	Completed (awaiting header info and signature approval)
22	LLP Status	FINDING	Template provided for <u>Virgin signature</u> as the Disc sheet you provided is missing the following: Missing Thrust Rating Usage breakdowns Missing Mixed Model Remaining Cycles Missing LPT Case details	Disc Sheet Supplied
23	AD Status	PENDING	The "detailed print document" you provided is not acceptable to WLFC, therefore we have drafted an AD Status Template for VAA Signature	Within Detail print supplied
36	Components Replaced- Certificates	OPEN	Authorized Release Certificates and Installation WO's for each part replaced during the lease ("pending WLFC inventory verification".)	
27	Engine Removal Work Order	OPEN		Not performed yet
28	Preservation Work order & tag at final removal	OPEN		Not performed yet
43	Replaced HMU certification for P/N 1853M56P14 S/N BECW0406	CLOSED	data received	
29	ECM Data	CLOSED	data received	Supplied
24	SB / ASB / AOW Status	CLOSED	Rcvd	Within Detail print supplied
25	Engine Conversion Documents	CLOSED	Not performed	N/A
26	Engine Installation Work Order	CLOSED	Rcvd	WO 174713 Supplied
30	Daily Oil Consumption logs	CLOSED	Rcvd	Supplied
31	Engine Work Order Summary	CLOSED	Rcvd	Defect report summary Supplied
32	Scheduled Maintenance Records	CLOSED	Rcvd	Within Detail print supplied



33	Unscheduled Maintenance Records	CLOSED	Rcvd	Maintenance Logs Supplied
34	Fan Blade Mapping	CLOSED	Not performed	N/A
35	Daily Logs of Eng Flt Hours & Cycles	CLOSED	Rcvd	896999 Engine Utilization Report

LEASE RETURN INSPECTION RECORDS FROM				
Item #	Documents	Status	Willis Lease Comments	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd& Tigerair Comments
37	FAA/EASA Dual Release Certificate	OPEN	Post Lease Inspection	Not performed yet
38	OEM EHM redelivery report	OPEN	Post Lease Inspection	Not performed yet
39	Borescope Report	OPEN	Post Lease Inspection	Not performed yet
40	C Check / MPD Tasks sign off	OPEN	Post Lease Inspection	Not performed yet
41	Preservation tag	OPEN	Post Lease Inspection	Not performed yet

Status	Meaning/ Definition
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## RECORDS OPEN ITEMS LIST

ESN: 897193  
 HEAD LESSEE: VB LeaseCo Pty Ltd  
 SUBLESSEE: Virgin Australia Airlines Pty Ltd  
 Operator: Virgin Australia Airlines Pty Ltd  
 REVISION: 2  
 Last updated: 17/07/2020

### **NOTE THAT THERE ARE FOUR TABS TO THIS DOCUMENT**

OPERATOR RECORDS: Virgin Australia Airlines Pty Ltd				
Item #	Documents	Status	Willis Lease Comments	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd Comments
1	Statement - Non Incident	PENDING	Template provided for Virgin Australia Airlines Signature	Completed (awaiting header info and signature approval)
2	Statement - Combination	PENDING	Template provided for Virgin Australia Airlines Signature - Oil Consumption reported on Statement says .24 Qt/Hr. Please amend to .14 Qt/Hr. as depicted on Oil Consumption Chart	Completed (awaiting header info and signature approval)
3	Statement- Install/Removal History	PENDING	Template provided for Virgin Australia Airlines Signature	Completed (awaiting header info and signature approval)
4	Commercial Trace Statement	PENDING	Template provided for VB LeaseCo Pty Ltd Signature	Completed (awaiting header info and signature approval)
5	LLP Status	FINDING	Template provided for <u>Virgin signature</u> as the Disc sheet you provided is missing the following: Missing Thrust Rating Usage breakdowns Missing Mixed Model Remaining Cycles Missing LPT Case details	Disc Sheet Supplied
6	AD Status	PENDING	The "detailed print document" you provided is not acceptable to WLFC, therefore we have drafted an AD Status Template for VAA Signature	Within Detail print supplied
19	Components Replaced- Certificates	OPEN	Authorized Release Certificates and Installation WO's for each part replaced during the lease {"pending WLFC inventory verification".}	
10	Engine Removal Work Order	OPEN	pending final engine removal	93864 & 167090
11	Preservation Work order & tag at final removal	OPEN		Not performed yet
12	ECM Data	CLOSED	data received	Supplied
7	SB / ASB / AOW Status	CLOSED	Copies of any Work order SB's (If any accomplished)	Within Detail print supplied
8	Engine Conversion Documents	CLOSED	If accomplished	B24 to B26 WO165548 and SMAL 13777
9	Engine Installation Work Order	CLOSED		141143 & 167880 & 165548
13	Daily Oil Consumption logs	CLOSED		Supplied
14	Engine Work Order Summary	CLOSED	Tech Logs/ Default / Pilot Reports	Defect report summary Supplied
15	Scheduled Maintenance Records	CLOSED	Last Done/Next Due Report.	Within Detail print supplied
16	Unscheduled Maintenance Records	CLOSED	copies of any defect Work orders accomplished during the operational period	Maintenance Logs Supplied
17	Fan Blade Mapping	CLOSED	If accomplished during their operational period	N/A
18	Daily Logs of Eng Flt Hours & Cycles	CLOSED		897193 Engine Utilization Report

LEASE RETURN INSPECTION RECORDS FROM ENGINE				
Item #	Documents	Status	Willis Lease Comments	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd& Tigerair Comments
19	FAA/EASA Dual Release Certificate	OPEN	Post Lease Inspection	Not performed yet
20	OEM EHM redelivery report	OPEN	Post Lease Inspection	Not performed yet
21	Borescope Report	OPEN	Post Lease Inspection	Not performed yet
22	C Check / MPD Tasks sign off	OPEN	Post Lease Inspection	Not performed yet
23	Preservation tag	OPEN	Post Lease Inspection	Not performed yet

Status	Meaning/ Definition
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PENDING	Document Item has been promised in draft form or is in review.
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RE-OPEN	Document Item requires adjustment due to finding discovered or brought forwards after acceptance.

**Gardner, Tom**

**From:** Boulton, Ian <iboulton@deloitte.com.au> This and the following page are  
**Sent:** Friday, 7 August 2020 11:55 AM Annexure B referred to in the  
**To:** Algeri, Sal; Andrew Symons affidavit of Darren William Dunbier  
**Cc:** Algeri, Sal; Chan, Gordon; McCoy, Orla; Glavac, Mikhail; Gardner, Tom  
**Subject:** WLFC engine records Sworn on

Andy, Sal \_\_\_\_\_

Below is a ROIL for 888473 to use as the example with my understanding of the record status following phone calls with Andy. \_\_\_\_\_  
 Before me

Every statement and status document that requires a signature will be impacted by further flights and/or engine removals and installations, so providing signed documents would be superfluous as WLFC would require new documents to be issued.

The flights will add ~4 cycles to each engine and 10s of hours. The documents generally all state how many cycles/hours are on the engines and life limited parts, where applicable. So we will essentially be reuploading all requested data again once the engines make it to Atlanta, should we send them on wing.

OPERATOR RECORDS: Tigerair Australia				
Item #	Documents	Status	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd& Tigerair Comments	
1	Statement - Non Incident	PENDING	Completed (awaiting header info and signature approval)	Will change after flights
2	Statement - Combination	PENDING	Completed (awaiting header info and signature approval)	Will change after flights
3	Statement- Install/Removal History	PENDING	Completed (awaiting header info and signature approval)	Will change after flights
4	Statement- Commercial Traceability	PENDING	Completed (awaiting header info and signature approval)	Will change after flights
5	Statement AMO (Approved Maintenance Organization Statement)	PENDING		Will change after flights
6	LLP Status	FINDING	Disc Sheet Supplied	Will change after flights
7	AD Status	PENDING	Within Detail print supplied	Will change after flights
20	Components Replaced- Certificates	OPEN		Provided for 896999, not applicable to other engines, unlikely to change
9	Engine Conversion Documents	FINDING	B24 to B26 WO168912 and SMAL 11919	Will change after flights
11	Engine Removal Work Order	OPEN	Not performed yet	Will change after flights

12	Preservation Work order & tag at final removal	OPEN	Not performed yet	Will change after flights
13	ECM Data	CLOSED	Supplied	Will change after flights
10	Engine Installation Work Order	CLOSED	WO 168912 Supplied	Will change after flights
8	SB / ASB / AOW Status	CLOSED	Within Detail print supplied	Will change after flights
14	Daily Oil Consumption logs	CLOSED	Supplied	Will change after flights
15	Engine Work Order Summary	CLOSED	Defect report summary Supplied	Will change after flights
16	Scheduled Maintenance Records	CLOSED	Within Detail print supplied	Will change after flights
17	Unscheduled Maintenance Records	CLOSED	Maintenance Logs Supplied	Supplied
18	Fan Blade Mapping	CLOSED	N/A	N/A
19	Daily Logs of Eng Flt Hours & Cycles	CLOSED	888473 Engine Utilization Report	Will change after flights

LEASE RETURN INSPECTION RECORDS FROM ENGINE SHOP (WERC)				
Item #	Documents	Status	Virgin Australia Airlines Pty Ltd/VB LeaseCo Pty Ltd& Tigerair Comments	
21	FAA/EASA Dual Release Certificate	OPEN	Not performed yet	Will change after flights
22	OEM EHM redelivery report	OPEN	Not performed yet	Will change after flights
23	Borescope Report	OPEN	Not performed yet	Will change after flights
24	Borescope Video	OPEN	Not performed yet	Will change after flights
25	C Check / MPD Tasks sign off	OPEN	Not performed yet	Will change after flights
26	Preservation tag	OPEN	Not performed yet	Will change after flights

#### Ian Boulton

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