



Federal Court of Australia

District Registry: New South Wales

Division: General

No: NSD464/2020

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

**VAUGHAN STRAWBRIDGE, SALVATORE ALGERI, JOHN GREIG AND  
RICHARD HUGHES, IN THEIR CAPACITY AS JOINT AND SEVERAL  
VOLUNTARY ADMINISTRATORS OF THE SECOND TO THIRTY-NINTH  
PLAINTIFFS** and others named in the schedule  
Plaintiff

**ORDER**

**JUDGE:** JUSTICE MIDDLETON

**DATE OF ORDER:** 20 May 2020

**WHERE MADE:** Melbourne

**THE COURT ORDERS THAT:**

JobKeeper

1. An order pursuant to section 447A(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**), that Part 5.3A of the Corporations Act is to operate in relation to the Plaintiffs as if section 443A(1) of the Corporations Act provides as follows:
  - (a) To the extent that:
    - (i) the First Plaintiffs incur any liability under section 443A(1) of the Corporations Act for debts to the Commonwealth as a result of any JobKeeper payment made during the period from 20 April 2020 to the earlier of 31 August 2020 and the end of the voluntary administration of the Ninth Plaintiff pursuant to the *Coronavirus Economic Response Package (Payments and Benefits) Rules 2020* (Cth) (as amended) and *Coronavirus Economic Response Package (Payments and Benefits) Act 2020* (Cth) (together, the **Coronavirus legislation**) arising out of, or in connection with, the employment of staff of the Ninth Plaintiff; and



- (ii) those debts to the Commonwealth were incurred by the First Plaintiffs in the performance and exercise of their functions as joint and several administrators of the Ninth Plaintiff; then  
the First Plaintiffs shall not be personally liable for such debts to the extent that those debts exceed the assets of the Ninth Plaintiff.
- (b) Order 1(a) does not apply to any liability for a debt incurred by the First Plaintiffs in consequence of the First Plaintiffs' failure to act in good faith and without negligence in connection with the preparation or lodgement of the necessary documents or information for a JobKeeper payment.
- (c) To the extent that:
  - (i) the First Plaintiffs incur any liability under section 443A(1) of the Corporations Act for debts to the Commonwealth as a result of any JobKeeper payment made during the period from 20 April 2020 to the earlier of 31 August 2020 and the end of the voluntary administration of the Tenth Plaintiff pursuant to the Coronavirus legislation arising out of, or in connection with, the employment of staff of the Tenth Plaintiff; and
  - (ii) those debts to the Commonwealth were incurred by the First Plaintiffs in the performance and exercise of their functions as joint and several administrators of the Tenth Plaintiff; then  
the First Plaintiffs shall not be personally liable for such debts to the extent that those debts exceed the assets of the Tenth Plaintiff.
- (d) Order 1(c) does not apply to any liability for a debt incurred by the First Plaintiffs in consequence of the First Plaintiffs' failure to act in good faith and without negligence in connection with the preparation or lodgement of the necessary documents or information for a JobKeeper payment.
- (e) To the extent that:
  - (i) the First Plaintiffs incur any liability under section 443A(1) of the Corporations Act for debts to the Commonwealth as a result of any JobKeeper payment made during the period from 20 April 2020 to the earlier of 31 August 2020 and the end of the voluntary administration of the Thirteenth Plaintiff pursuant to the Coronavirus legislation arising



out of, or in connection with, the employment of staff of the Thirteenth Plaintiff; and

- (ii) those debts to the Commonwealth were incurred by the First Plaintiffs in the performance and exercise of their functions as joint and several administrators of the Thirteenth Plaintiff; then

the First Plaintiffs shall not be personally liable for such debts to the extent that those debts exceed the assets of the Thirteenth Plaintiff.

- (f) Order 1(e) does not apply to any liability for a debt incurred by the First Plaintiffs in consequence of the First Plaintiffs' failure to act in good faith and without negligence in connection with the preparation or lodgement of the necessary documents or information for a JobKeeper payment.
- (g) Orders 1(a), 1(c) and 1(e) do not apply to any liability of the First Plaintiffs arising pursuant to section 11(2) and (3) of the Coronavirus Economic Response Package (Payments and Benefits) Act 2020 (Cth).

#### **Other ancillary orders**

2. The First Plaintiffs must take all reasonable steps to cause notice of these orders to be given, within one (1) business day after the making of these orders, to:

- (a) the creditors (including persons or entities claiming to be creditors) of each of the Virgin Companies, in the following manner:
  - (i) where the First Plaintiffs have an email address for a creditor, notifying each such creditor, via email, of the making of the orders and providing a link to a website where the creditor may download the orders and the Interlocutory Process;
  - (ii) where the First Plaintiffs do not have an email address for a creditor but have a postal address for that creditor (or have received notification of non-delivery of a notice sent by email in accordance with (a)(i) above), notifying each such creditor, via post, of the making of the orders and providing a link to a website where the creditor may download the orders and the Interlocutory Process; and
  - (iii) placing scanned, sealed copies of the orders and the Interlocutory Process on the website maintained by the First Plaintiffs at



<https://www2.deloitte.com/au/en/pages/finance/articles/virgin-australia-holdings-limited-subsiidiaries.html>; and

- (b) the Australian Securities and Investments Commission; and
  - (c) the Deputy Commissioner of Taxation;
3. Any person who can demonstrate a sufficient interest has liberty to apply to vary or discharge any orders made pursuant to orders 1 above, on 1 business day's written notice being given to the Plaintiffs and to the Associate to Justice Middleton.
  4. The Plaintiffs' costs of this application be costs in the administration of the Virgin Companies, jointly and severally.
  5. These orders be entered forthwith.

Date that entry is stamped: 20 May 2020

*Sia Lagos*  
Registrar



## Schedule

No: NSD464/2020

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Division: General

Interested Person	DEPUTY COMMISSIONER OF TAXATION
Second Plaintiff	VIRGIN AUSTRALIA HOLDINGS LTD (ADMINISTRATORS APPOINTED) ACN 100 686 226
Second Interested Person	COMMONWEALTH OF AUSTRALIA
Third Plaintiff	VIRGIN AUSTRALIA INTERNATIONAL OPERATIONS PTY LTD (ADMINISTRATORS APPOINTED) ACN 155 859 608
Fourth Plaintiff	VIRGIN AUSTRALIA INTERNATIONAL HOLDINGS PTY LTD (ADMINISTRATORS APPOINTED) ACN 155 860 021
Fifth Plaintiff	VIRGIN AUSTRALIA INTERNATIONAL AIRLINES PTY LTD (ADMINISTRATORS APPOINTED) ACN 125 580 823
Sixth Plaintiff	VIRGIN AUSTRALIA AIRLINES (SE ASIA) PTY LTD (ADMINISTRATORS APPOINTED) ACN 097 892 389
Seventh Plaintiff	VIRGIN AUSTRALIA AIRLINES HOLDINGS PTY LTD (ADMINISTRATORS APPOINTED) ACN 093 924 675
Eighth Plaintiff	VAH NEWCO NO.1 PTY LTD (ADMINISTRATORS APPOINTED) ACN 160 881 345
Ninth Plaintiff	TIGER AIRWAYS AUSTRALIA PTY LIMITED (ADMINISTRATORS APPOINTED) ACN 124 369 008
Tenth Plaintiff	VIRGIN AUSTRALIA AIRLINES PTY LTD (ADMINISTRATORS APPOINTED) ACN 090 670 965
Eleventh Plaintiff	VA BORROWER 2019 NO. 1 PTY LTD (ADMINISTRATORS APPOINTED) ACN 633 241 059
Twelfth Plaintiff	VA BORROWER 2019 NO. 2 PTY LTD (ADMINISTRATORS APPOINTED) ACN 637 371 343
Thirteenth Plaintiff	VIRGIN TECH PTY LTD (ADMINISTRATORS APPOINTED) ACN 101 808 879



Fourteenth Plaintiff	SHORT HAUL 2018 NO. 1 PTY LTD (ADMINISTRATORS APPOINTED) ACN 622 014 831
Fifteenth Plaintiff	SHORT HAUL 2017 NO. 1 PTY LTD (ADMINISTRATORS APPOINTED) ACN 617 644 390
Sixteenth Plaintiff	SHORT HAUL 2017 NO. 2 PTY LTD (ADMINISTRATORS APPOINTED) ACN 617 644 443
Seventeenth Plaintiff	SHORT HAUL 2017 NO. 3 PTY LTD (ADMINISTRATORS APPOINTED) ACN 622 014 813
Eighteenth Plaintiff	VBNC5 PTY LTD (ADMINISTRATORS APPOINTED) ACN 119 691 502
Nineteenth Plaintiff	A.C.N. 098 904 262 PTY LTD (ADMINISTRATORS APPOINTED) ACN 098 904 262
Twentieth Plaintiff	VIRGIN AUSTRALIA REGIONAL AIRLINES PTY LTD (ADMINISTRATORS APPOINTED) ACN 008 997 662
Twenty First Plaintiff	VIRGIN AUSTRALIA HOLIDAYS PTY LTD (ADMINISTRATORS APPOINTED) ACN 118 552 159
Twenty Second Plaintiff	VB VENTURES PTY LTD (ADMINISTRATORS APPOINTED) ACN 125 139 004
Twenty Third Plaintiff	VIRGIN AUSTRALIA CARGO PTY LTD (ADMINISTRATORS APPOINTED) ACN 600 667 838
Twenty Fourth Plaintiff	VB LEASECO PTY LTD (ADMINISTRATORS APPOINTED) ACN 134 268 741
Twenty Fifth Plaintiff	VA HOLD CO PTY LTD (ADMINISTRATORS APPOINTED) ACN 165 507 157
Twenty Sixth Plaintiff	VA LEASE CO PTY LTD (ADMINISTRATORS APPOINTED) ACN 165 507 291
Twenty Seventh Plaintiff	VIRGIN AUSTRALIA 2013-1 ISSUER CO PTY LTD (ADMINISTRATORS APPOINTED) ACN 165 507 326
Twenty Eighth Plaintiff	737 2012 NO.1 PTY. LTD (ADMINISTRATORS APPOINTED) ACN 154 201 859
Twenty Ninth Plaintiff	737 2012 NO. 2 PTY LTD (ADMINISTRATORS APPOINTED) ACN 154 225 064
Thirtieth Plaintiff	SHORT HAUL 2016 NO. 1 PTY LTD (ADMINISTRATORS



APPOINTED) ACN 612 766 328

Thirty First Plaintiff      SHORT HAUL 2016 NO. 2 PTY LTD (ADMINISTRATORS  
APPOINTED) ACN 612 796 077

Thirty Second Plaintiff      SHORT HAUL 2014 NO. 1 PTY LTD (ADMINISTRATORS  
APPOINTED) ACN 600 809 612

Thirty Third Plaintiff      SHORT HAUL 2014 NO. 2 PTY LTD (ADMINISTRATORS  
APPOINTED) ACN 600 878 199

Thirty Fourth Plaintiff      VA REGIONAL LEASECO PTY LTD (ADMINISTRATORS  
APPOINTED) ACN 127 491 605

Thirty Fifth Plaintiff      VB 800 2009 PTY LTD (ADMINISTRATORS APPOINTED)  
ACN 135 488 934

Thirty Sixth Plaintiff      VB LEASECO NO 2 PTY LTD (ADMINISTRATORS  
APPOINTED) ACN 142 533 319

Thirty Seventh Plaintiff      VB LH 2008 NO. 1 PTY LTD (ADMINISTRATORS  
APPOINTED) ACN 134 280 354

Thirty Eighth Plaintiff      VB LH 2008 NO. 2 PTY LTD (ADMINISTRATORS  
APPOINTED) ACN 134 288 805

Thirty Ninth Plaintiff      VB PDP 2010-11 PTY LTD (ADMINISTRATORS APPOINTED)  
ACN 140 818 266