



Federal Court of Australia

District Registry: New South Wales

Division: General

No: NSD818/2020

IN THE MATTER OF VAH NEWCO NO. 2 PTY LTD (IN LIQUIDATION) ACN 160 881 354 AND VB INVESTCO PTY LTD (IN LIQUIDATION) ACN 101 961 095

RICHARD HUGHES IN HIS CAPACITY AS LIQUIDATOR OF EACH OF VAH NEWCO NO. 2 PTY LTD (IN LIQUIDATION) AND VB INVESTCO PTY LTD (IN LIQUIDATION) and others named in the schedule
Plaintiff

ORDER

JUDGE: JUSTICE MIDDLETON

DATE OF ORDER: 30 July 2020

WHERE MADE: Melbourne

THE COURT ORDERS THAT:

1. The Originating Process filed 27 July 2020 be made returnable at 10.15 am on 30 July 2020.
2. Pursuant to sections 436B(2)(g) and 448C(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**), leave be granted for Richard John Hughes, Salvatore Algeri, Vaughan Neil Strawbridge and John Lethbridge Greig to be appointed jointly and severally as administrators (**Administrators**) of each of VAH Newco No. 2 Pty Ltd (in liquidation) (**VAH Newco 2**) and VB Investco Pty Ltd (in liquidation) (**VB Investco**) (together, the **Companies**).
3. Pursuant to section 447A(1) of the Corporations Act, Part 5.3A of the Corporations Act is to operate in relation to each of the Companies as if:
 - (a) section 436E of the Corporations Act does not apply to the administrations of the Companies, such that there is no requirement that a first meeting of creditors in the administrations of each of the Companies be convened or held;
 - (b) section 438B(2) of the Corporations Act does not apply to the administrations of the Companies; and



- (c) the Administrators may convene and hold the meetings required pursuant to section 439A of the Corporations Act at any time during the convening period (as defined by the Corporations Act), provided that notice of such meetings is provided in accordance with section 75-225 of the *Insolvency Practice Rules (Corporations) (IPR)* and the *Corporations (Coronavirus Economic Response) Determination (No. 1) 2020* (Cth).
4. Pursuant to section 447A(1) of the Corporations Act and section 90-15 of the Insolvency Practice Schedule (Corporations), being Schedule 2 to the Corporations Act (IPSC), if, pursuant to any provision in any of Part 5.3A of the Corporations Act, the *Corporations Regulations 2001* (Cth), the IPSC, or the IPR, the Administrators are required to provide any other notification to creditors during the administrations of the Companies, the applicable notice requirements will be satisfied by the Administrators taking the following steps:
- (a) where the creditor:
- (i) is a registered user on the Halo Platform, by publishing a notice via the Halo Platform;
 - (ii) is not a registered user on the Halo Platform but the Administrators have an email address for a creditor, by notifying each such creditor of the relevant matter via email;
 - (iii) is not a registered user on the Halo Platform and the Administrators 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)(ii) above), by notifying each such creditor in writing of the relevant matter via post;
 - (iv) is not a registered user on the Halo Platform and the Administrators do not have an email address for a creditor but have an email address for a trustee, custodian or other agent who represents or may act on behalf of that creditor, by notifying each such trustee, custodian or other agent via email;
- (b) by publishing notice of the relevant matter on the website maintained by the Administrators at <https://www2.deloitte.com/au/en/pages/finance/articles/virginaustralia-holdings-limited-subsiidiaries.html>; and



- (c) to the extent the matter relates to a meeting that is the subject of section 75-40(4) of the IPR, by causing notice of the meeting to be published on the ASIC published notices website at <https://insolvencynotices.asic.gov.au/>.
5. Pursuant to section 90-15(1) of the IPSC, the Administrators are justified in not requiring or receiving a "Report as to Affairs" (**RATA**) or "Report on Company Activities and Property" (**ROCAP**) from any of the directors (or former directors) of the Companies.
 6. Pursuant to section 482(1) of the Corporations Act, until further order, the winding up of each of the Companies be stayed.
 7. The First Plaintiff must take all reasonable steps to cause notice of these orders to be given, within one (1) business day of the making of these orders, to:
 - (a) the creditors (including persons or entities claiming to be creditors) of each of the Companies, in the following manner:
 - (i) where the creditor is a registered user on the Halo Platform, by publishing a notice via the Halo Platform,
 - (ii) where the creditor is not a registered user on the Halo Platform but the Administrators have an email address for a creditor, by 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 Originating Process;
 - (iii) where the creditor is not a registered user on the Halo Platform and the Administrators 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)(ii) above), by 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 Originating Process;
 - (iv) where a creditor is not a registered user on the Halo Platform and the Administrators do not have an email address for a creditor but have an email address for a trustee, custodian or other agent who represents or may act on behalf of that creditor, by notifying each such trustee, custodian or other agent via email, of the making of the orders and providing a link to a website where the trustee, custodian, other agent or Creditor may download the orders and the Originating Process;



- (v) by placing scanned, sealed copies of the Originating Process on the website maintained by the Administrators at <https://www2.deloitte.com/au/en/pages/finance/articles/virginaustralia-holdings-limited-subsiidiaries.html>; and
- (b) the Australian Securities and Investments Commission.
8. Any person who can demonstrate a sufficient interest has liberty to apply to vary or discharge any of orders 2 to 6 above, on one (1) business day's written notice being given to the Plaintiffs and to the Associate to Justice Middleton.
 9. The Plaintiffs have liberty to apply on one (1) business day's written notice to the Court in relation to any variation or discharge of the Court's orders or any other matter generally arising in the administrations of either or both of the Companies.
 10. The Plaintiffs' costs of the application be treated as costs in the liquidations, or otherwise in the external administrations, of each of the Companies, jointly and severally.
 11. These orders be entered forthwith.

Date that entry is stamped: 30 July 2020

Sia Lagos
Registrar



Schedule

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Second Plaintiff VAH NEWCO NO.2 PTY LTD (IN LIQUIDATION) ACN 160
881 354

Third Plaintiff VB INVESTCO PTY LTD (IN LIQUIDATION) ACN 101 961
095

Fourth Plaintiff SALVATORE ALGERI, VAUGHAN NEIL STRAWBRIDGE
AND JOHN LETHBRIDGE GREIG