

Originating process

Federal Court of Australia
District Registry: New South Wales
Division: General

No. NSD 2020

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

**TRANSPORT WORKERS' UNION OF AUSTRALIA AND OTHERS
(ACCORDING TO SCHEDULE 1)**

Plaintiffs

and

**VAUGHAN STRAWBRIDGE, SALVATORE ALGERI, JOHN GREIG
AND RICHARD HUGHES, IN THEIR CAPACITY AS JOINT AND
SEVERAL ADMINISTRATORS OF EACH OF VIRGIN AUSTRALIA
HOLDINGS LTD (ADMINISTRATORS APPOINTED) AND THE THIRD
TO FORTY SECOND DEFENDANTS NAMED IN SCHEDULE 1**

Defendants

A. DETAILS OF APPLICATION

This application is made under section 447A of the *Corporations Act 2001* (Cth) (**Act**) and 90-15 of the Insolvency Practice Schedule (Corporations), being Schedule 2 to the Act (**IPSC**).

It is an application by eight industrial associations (**Unions**), who have members employed by various of the second to forty-second defendants (the **Virgin Companies**), for orders allowing the Unions to represent those members at forthcoming meetings of creditors of the Virgin Companies.

On the facts stated in the supporting affidavit(s), the plaintiffs apply for the following relief:

1. An order abridging the time for service of this originating process.
2. An order under section 447A of the Act and 90-15 of the IPSC, that Part 5.3A of the Act and the *Insolvency Practice Rules (Corporations)* (**IPR**) are to operate in relation to each of the Virgin Companies as if they provided that, at the concurrent meetings of creditors of the Virgin Companies held pursuant to section 439A of the Act (**Second Meetings**) (including at the recommencement of the Second Meetings, if adjourned), each employee of the Virgin Companies who is a member of any of the following Unions:
 - (a) Transport Workers' Union of Australia;
 - (b) Australian Municipal, Administrative, Clerical and Services Union;
 - (c) Flight Attendants' Association of Australia;
 - (d) The Australian Licenced Aircraft Engineers Association;
 - (e) VIPA;

Filed on behalf of (name & role of party)	Transport Workers Union of Australia and others (Plaintiffs)		
Prepared by (name of person/lawyer)	James Higgins		
Law firm (if applicable)	Gordon Legal		
Tel	(03) 9603 3035	Fax	(03) 9603 3050
Email	jhiggins@gordonlegal.com.au		
Address for service (include state and postcode)	Level 22, 181 William Street Melbourne VIC 3000		

- (f) Communications, Electrical, Electronic, Energy, Information, Postal, Plumbing and Allied Services Union of Australia; and
 - (g) Automotive, Food, Metals, Engineering, Printing and Kindred Industries Union, and who has not, by the "POD Lodgement Date" (as that term is defined in order 8 of the Orders made on 12 August 2020 in proceeding NSD464/2020):
 - (h) registered on the "Halo Platform" (as that term is defined in order 2 of the orders made on 11 August 2020 in proceeding NSD 464/2020); and
 - (i) lodged a proof of debt on the Halo Platform,
- is deemed, for the purposes of order 4 of the orders made on 11 August 2020 and order 12 of the orders made on 12 August 2020 in proceeding NSD464/2020), to have:
- (1) lodged a proof of debt on the Halo Platform for the amounts owing to that employee as recorded in the books and records of the Virgin Companies; and
 - (2) duly appointed the person whose name appears in column 2 of Appendix A to these orders applicable to the industrial association specified in column 1 of which the employee is a member, to be his or her attorney pursuant to section 75-155 of the IPR; and
 - (3) satisfied the requirement to lodge an instrument evidencing the appointment of attorney.
3. An order that the parties' costs of and incidental to this application be costs in the administrations of the Virgin Companies, such costs to be taxed in the absence of agreement.
 4. An order that the Plaintiffs take all reasonable steps to cause notice of these orders to be given, within two (2) business days of the making of these orders, to any members of their respective Unions who are employees of the Virgin Companies, in the following manner:
 - (a) where the Applicants have an email address for a member, by notifying such member, 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;
 - (b) where the Applicants 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 4(a) 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; and
 - (c) by placing scanned, sealed copies of the Originating Process and the orders on the website maintained by the respective Unions.
 5. An order that any person who can demonstrate a sufficient interest has liberty to apply to vary or discharge any orders made pursuant to paragraphs 1 and 2 above, on 3 business days' written notice being given to the Plaintiffs and to the Associate to Justice Middleton.

6. Such further or other order as the Court sees fit.

Date: 20 August 2020



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Gordon Legal
Solicitors for the plaintiffs

This application will be heard at the date and time set out in the “Notice of filing and hearing” issued by the Court.

B. NOTICE TO DEFENDANT(S) (IF ANY)

TO: The Defendants (as identified in Schedule 1)
c/- Clayton Utz
Lawyers
1 Bligh Street, Sydney NSW 2000
DX 370 Sydney

If you or your legal practitioner do not appear before the Court at the time shown above, the application may be dealt with, and an order made, in your absence.

Before appearing before the Court, you must, except if you have already done so or you are the plaintiff in this proceeding, file a notice of appearance, in the prescribed form, in the Registry and serve a copy of it on the plaintiff in the originating process.

Note Unless the Court otherwise orders, a respondent that is a corporation must be represented at a hearing by a legal practitioner. It may be represented at a hearing by a director of the corporation only if the Court grants leave.

C. FILING

This originating process is filed by Gordon Legal for the plaintiffs.

D. SERVICE

The plaintiffs' address for service is:

Gordon Legal
Level 22, 181 William Street
Melbourne VIC 3000
Attention: Nicholas White

It is intended to serve a copy of this originating process on each defendant and on any person listed below:

Australian Securities and Investments Commission
Level 7, 120 Collins Street
Melbourne VIC 3000

Appendix A

<i>Column 1</i>	<i>Column 2</i>
<i>Union</i>	<i>Representative for voting purposes</i>
Transport Workers' Union of Australia	Michael Kaine
Australian Municipal, Administrative, Clerical and Services Union	Emeline Gaske
Flight Attendants' Association of Australia	Teri O'Toole
The Australian Licenced Aircraft Engineers Association	Stephen Purvinas
VIPA	John Lyons
Communications, Electrical, Electronic, Energy, Information, Postal, Plumbing and Allied Services Union of Australia	Matt Murphy
Automotive, Food, Metals, Engineering, Printing and Kindred Industries Union	Glenn Thompson

SCHEDULE 1**Plaintiffs**

First Plaintiff	Transport Workers' Union of Australia
Second Plaintiff	Australian Municipal, Administrative, Clerical and Services Union
Third Plaintiff	Flight Attendants' Association of Australia
Fourth Plaintiff	The Australian Licenced Aircraft Engineers Association
Fifth Plaintiff	VIPA
Sixth Plaintiff	Communications, Electrical, Electronic, Energy, Information, Postal, Plumbing and Allied Services Union of Australia
Seventh Plaintiff	Automotive, Food, Metals, Engineering, Printing and Kindred Industries Union

and

Defendants

First Defendants	Vaughan Strawbridge, Salvatore Algeri, John Greig and Richard Hughes, in their capacity as joint and several administrators of the Second to Forty-Second Defendants
Second Defendant	Virgin Australia Holdings Ltd (Administrators Appointed) ACN 100 686 226
Third Defendant	Virgin Australia International Operations Pty Ltd (Administrators Appointed) ACN 155 859 608
Fourth Defendant	Virgin Australia International Holdings Pty Ltd (Administrators Appointed) ACN 155 860 021
Fifth Defendant	Virgin Australia International Airlines Pty Ltd (Administrators Appointed) ACN 125 580 823
Sixth Defendant	Virgin Australia Airlines (SE Asia) Pty Ltd (Administrators Appointed) ACN 097 892 389
Seventh Defendant	Virgin Australia Airlines Holdings Pty Ltd (Administrators Appointed) ACN 093 924 675
Eighth Defendant	VAH Newco No.1 Pty Ltd (Administrators Appointed) ACN 160 881 345
Ninth Defendant	Tiger Airways Australia Pty Limited (Administrators Appointed) ACN 124 369 008
Tenth Defendant	Virgin Australia Airlines Pty Ltd (Administrators Appointed) ACN 090 670 965
Eleventh Defendant	VA Borrower 2019 No. 1 Pty Ltd (Administrators Appointed) ACN 633 241 059
Twelfth Defendant	VA Borrower 2019 No. 2 Pty Ltd (Administrators Appointed) ACN 637 371 343
Thirteenth Defendant	Virgin Tech Pty Ltd (Administrators Appointed) ACN 101 808 879
Fourteenth Defendant	Short Haul 2018 No. 1 Pty Ltd (Administrators Appointed) ACN 622 014 831

Fifteenth Defendant	Short Haul 2017 No. 1 Pty Ltd (Administrators Appointed) ACN 617 644 390
Sixteenth Defendant	Short Haul 2017 No. 2 Pty Ltd (Administrators Appointed) ACN 617 644 443
Seventeenth Defendant	Short Haul 2017 No. 3 Pty Ltd (Administrators Appointed) ACN 622 014 813
Eighteenth Defendant	VBNC5 Pty Ltd (Administrators Appointed) ACN 119 691 502
Nineteenth Defendant	A.C.N. 098 904 262 Pty Ltd (Administrators Appointed) ACN 098 904 262
Twentieth Defendant	Virgin Australia Regional Airlines Pty Ltd (Administrators Appointed) ACN 008 997 662
Twenty-first Defendant	Virgin Australia Holidays Pty Ltd (Administrators Appointed) ACN 118 552 159
Twenty-second Defendant	VB Ventures Pty Ltd (Administrators Appointed) ACN 125 139 004
Twenty-third Defendant	Virgin Australia Cargo Pty Ltd (Administrators Appointed) ACN 600 667 838
Twenty-fourth Defendant	VB Leaseco Pty Ltd (Administrators Appointed) ACN 134 268 741
Twenty-fifth Defendant	VA Hold Co Pty Ltd (Administrators Appointed) ACN 165 507 157
Twenty-sixth Defendant	VA Lease Co Pty Ltd (Administrators Appointed) ACN 165 507 291
Twenty-seventh Defendant	Virgin Australia 2013-1 Issuer Co Pty Ltd (Administrators Appointed) ACN 165 507 326
Twenty-eighth Defendant	737 2012 No.1 Pty. Ltd (Administrators Appointed) ACN 154 201 859
Twenty-ninth Defendant	737 2012 No. 2 Pty Ltd (Administrators Appointed) ACN 154 225 064
Thirtieth Defendant	Short Haul 2016 No. 1 Pty Ltd (Administrators Appointed) ACN 612 766 328
Thirty-first Defendant	Short Haul 2016 No. 2 Pty Ltd (Administrators Appointed) ACN 612 796 077
Thirty-second Defendant	Short Haul 2014 No. 1 Pty Ltd (Administrators Appointed) ACN 600 809 612
Thirty-third Defendant	Short Haul 2014 No. 2 Pty Ltd (Administrators Appointed) ACN 600 878 199
Thirty-fourth Defendant	VA Regional Leaseco Pty Ltd (Administrators Appointed) ACN 127 491 605
Thirty-fifth Defendant	VB 800 2009 Pty Ltd (Administrators Appointed) ACN 135 488 934
Thirty-sixth Defendant	VB Leaseco No 2 Pty Ltd (Administrators Appointed) ACN 142 533 319
Thirty-seventh Defendant	VB LH 2008 No. 1 Pty Ltd (Administrators Appointed) ACN 134 280 354

Thirty-eighth Defendant	VB LH 2008 No. 2 Pty Ltd (Administrators Appointed) ACN 134 288 805
Thirty-ninth Defendant	VB PDP 2010-11 Pty Ltd (Administrators Appointed) ACN 140 818 266
Fortieth Defendant	Tiger International Number 1 Pty Ltd (Administrators Appointed) ACN 606 131 944
Forty-first Defendant	VAH Newco No. 2 Pty Ltd (in liquidation) (Administrators Appointed) ACN 160 881 354
Forty-second Defendant	VB Investco Pty Ltd (in liquidation) (Administrators Appointed) ACN 101 961 095