

NOTICE OF FILING AND HEARING

This document was lodged electronically in the FEDERAL COURT OF AUSTRALIA (FCA) on 27/07/2020 11:53:03 AM AEST and has been accepted for filing under the Court's Rules. Filing and hearing details follow and important additional information about these are set out below.

Filing and Hearing Details

Document Lodged: Originating process (Rule 2.2): Federal Court (Corporations) Rules 2000 form 2
File Number: NSD818/2020
File Title: 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
Registry: NEW SOUTH WALES REGISTRY - FEDERAL COURT OF AUSTRALIA
Reason for Listing: Hearing
Time and date for hearing: 30/07/2020, 10:15 AM
Place: By Web Conference, Level 17, Law Courts Building 184 Phillip Street Queens Square, Sydney; Court Room Not Assigned, Owen Dixon Commonwealth Law Courts Building Level 7, 305 William Street, Melbourne



Sia Lagos

Dated: 27/07/2020 2:26:46 PM AEST

Registrar

Important Information

As required by the Court's Rules, this Notice has been inserted as the first page of the document which has been accepted for electronic filing. It is now taken to be part of that document for the purposes of the proceeding in the Court and contains important information for all parties to that proceeding. It must be included in the document served on each of those parties.

The Reason for Listing shown above is descriptive and does not limit the issues that might be dealt with, or the orders that might be made, at the hearing.

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 2
(Rules 2.2 and 15A.3)

Originating process

No. NSD of 2020

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

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)

First Plaintiff

AND OTHERS IN THE SCHEDULE

A. DETAILS OF APPLICATION

This application is made under sections 436B(2)(g), 448C(1), 447A and 482(1) of the *Corporations Act 2001* (Cth) (**Corporations Act**) and section 90-15 of the Insolvency Practice Schedule (Corporations), being Schedule 2 to the Corporations Act (**IPSC**).

On the facts stated in the supporting affidavit of Richard John Hughes sworn 24 July 2020, the Plaintiffs seek the following orders:

Appointment of voluntary administrators

1. An order, pursuant to sections 436B(2)(g) and 448C(1) of the Corporations Act, that 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**).

Orders for abridgment of notice periods and truncated administration

2. An order, pursuant to section 447A(1) of the Corporations Act, that Part 5.3A of the Corporations Act is to operate in relation to each of the Companies as if:

Filed on behalf of (name & role of party)	The Plaintiffs		
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	kadams@claytonutz.com		
Address for service (include state and postcode)	Level 15, 1 Bligh Street, Sydney NSW 2000		



- (a) section 436E of the Corporations Act does not apply to the administrations of the Companies, or the Administrators 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).
3. An order, pursuant to section 447A(1) of the Corporations Act and section 90-15 of the IPSC, that 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 if the Administrators give such notice by taking the following steps:
 - (a) where the Administrators:
 - (i) have an email address for a creditor, by notifying each such creditor of the relevant matter via email;
 - (ii) 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), by notifying each such creditor in writing of the relevant matter via post;
 - (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-subsidiaries.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/>.

Directions under section 90-15 of the IPSC as to not requiring a RATA or ROCAP

4. A direction pursuant to section 90-15(1) of the IPSC that the Administrators of the Companies 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.



Stay of the members' voluntary liquidations

5. An order pursuant to section 482(1) of the Corporations Act, that, until further order, the winding up of each of the Companies be stayed.

Other relief

6. An order that 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.
7. An order that the First Plaintiff must 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:
 - (a) the creditors (including persons or entities claiming to be creditors) of each of the Companies, in the following manner:
 - (i) where the First Plaintiff has 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;
 - (ii) where the First Plaintiff does not have an email address for a creditor but has a postal address for that creditor (or has received notification of non-delivery of a notice sent by email in accordance with (a)(i) 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
 - (iii) placing scanned, sealed copies of the Originating Process and the orders on the website maintained by the Administrators at <https://www2.deloitte.com/au/en/pages/finance/articles/virgin-australiaholdings-limited-subsidiaries.html>; and
 - (b) the Australian Securities and Investments Commission.
8. 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 to 5 above, on 2 business day's written notice being given to the Plaintiffs and to the Associate to Justice Middleton.
9. An order that the Plaintiffs have liberty to apply on 1 business day's written notice to the Court in relation to any variation of these orders or any other matter generally arising in the administrations of either or both of the Companies.
10. An order that these orders be entered forthwith.
11. Such further or other orders or directions as the Court considers appropriate.



Date: 27 July 2020

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Signed by Timothy James Sackar (by his partner Orfhlaith Maria McCoy)
Solicitor for the Plaintiffs

This application will be heard by the Judge in Court _____, Federal of Australia, Law Courts Building,
Queens Square, Sydney NSW 2000 at _____ on _____.

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

TO: N/A

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. As soon after that time as the business of the Court will allow, any of the following may happen:

- (a) the application may be heard and final relief given;
- (b) directions may be given for the future conduct of the proceeding;
- (c) any interlocutory application may be heard.

Before appearing before the Court, you must file a notice of appearance, in the prescribed form, in the Registry and serve a copy of it on the Plaintiffs.

Note: Unless the Court otherwise orders, a defendant 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. APPLICATION FOR WINDING UP ON GROUND OF INSOLVENCY

N/A

D. FILING

Date of filing:

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Registrar



This originating process is filed by Clayton Utz, solicitors for the Plaintiffs.

E. SERVICE

The Plaintiffs' address for service is:

C/- Clayton Utz
Lawyers
1 Bligh Street, Sydney NSW 2000
DX 370 Sydney

Tel: (02) 9353 4000
Fax: (02) 8220 6700
Ref: 81005835

It is intended to serve a copy of this originating process on the following persons:

Persons who are or may be creditors of the Plaintiffs (in accordance with order 4 above)

Australian Securities and Investments Commission

**Schedule**

No. NSD

of 2020

Federal Court of Australia

District Registry: New South Wales

Division: Commercial and Corporations List

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

Plaintiffs

First Plaintiff	RICHARD HUGHES IN HIS CAPACITY AS LIQUIDATOR OF EACH OF VAH NEWCO NO.2 PTY LTD (IN LIQUIDATION) ACN 160 881 354 AND VB INVESTCO PTY LTD (IN LIQUIDATION) ACN 101 961 095
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 Plaintiffs	SALVATORE ALGERI, VAUGHAN NEIL STRAWBRIDGE AND JOHN LETHBRIDGE GREIG