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*Counsel to the Foreign Representatives*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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In re:	)	Chapter 15
	)	
Virgin Australia Holdings Ltd, <i>et al.</i> ,	)	Case No. 20-11024 (SHL)
(ACN 100 686 226) <sup>1</sup>	)	
	)	
Debtors in a Foreign Proceeding <sup>2</sup> .	)	(Jointly Administered)

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**NOTICE OF VOTING RECORD DATE FOR USD SENIOR NOTES IN AUSTRALIAN  
PROCEEDINGS**

**PLEASE TAKE NOTICE THAT:**

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<sup>1</sup> An Australian Company Number (“ACN”) is a unique nine-digit number issued by the Australian Securities and Investments Commission (“ASIC”) to every company registered under the Commonwealth Corporations Act 2001 as an identifier.

<sup>2</sup> The Debtors in these cases, along with the last three digits of each Debtor’s ACN number, are: Virgin Australia Holdings Ltd (226); Virgin Australia International Operations Pty Ltd (608); Virgin Australia International Holdings Pty Ltd (021); Virgin Australia International Airlines Pty Ltd (823); Virgin Australia Airlines (SE Asia) Pty Ltd (389); Virgin Australia Airlines Holdings Pty Ltd (675); VAH Newco No. 1 Pty Ltd (345); Tiger Airways Australia Pty Limited (008); Virgin Australia Airlines Pty Ltd (965); VA Borrower 2019 No. 1 Pty Ltd (059); VA Borrower 2019 No. 2 Pty Ltd (343); Virgin Tech Pty Ltd (879); Short Haul 2018 No. 1 Pty Ltd (831); Short Haul 2017 No. 1 (390); Short Haul 2017 No. 2 Pty Ltd (443); Short Haul 2017 No. 3 Pty Ltd (813); VBNC5 Pty Ltd (502); A.C.N. 098 904 262 Pty Ltd (262); Virgin Australia Regional Airlines Pty Ltd (662); Virgin Australia Holidays Pty Ltd (159); VB Ventures Pty Ltd (004); Virgin Australia Cargo Pty Ltd (838); VB Leaseco Pty Ltd (741); VA Hold Co Pty Ltd (157); VA Lease Co Pty Ltd (291); Virgin Australia 2013-1 Issuer Co Pty Ltd (326); 737 2012 No. 1 Pty. Ltd (859); 737 2012 No. 2 Pty Ltd (064); Short Haul 2016 No. 1 Pty Ltd (328); Short Haul 2016 No. 2 Pty Ltd (077); Short Haul 2014 No. 1 Pty Ltd (612); Short Haul 2014 No. 2 Pty Ltd (199); VA Regional Leaseco Pty Ltd (605); VB 800 2009 Pty Ltd (934); VB Leaseco No. 2 Pty Ltd (319); VB LH 2008 No. 1 (354); VB LH 2008 No. 2 Pty Ltd (805); VB PDP 2010-11 Pty Ltd (266); Tiger International Number 1 Pty Ltd (944). The service address for each of the above Debtors is Deloitte Brisbane, Riverside Centre, 123 Eagle St, Brisbane QLD 4000, Australia.

1. Vaughan Strawbridge, Richard Hughes, John Greig, and Salvatore Algeri, in their capacities as the duly authorized foreign representatives (collectively, the “Foreign Representatives”) of the above-captioned foreign debtors (collectively, the “Foreign Debtors”) whose extraordinary administration proceedings under Australian law are currently pending in the Federal Court of Australia (the “Australian Proceedings”) have set the voting record date for those certain (i) US \$350,000,000 7.875% Senior Notes due October 15, 2021 (Reg S CUSIP: Q94606AG7 & 144A CUSIP: 92765YAG2) and (ii) US \$425,000,000 8.125% Senior Notes due November 15, 2024 (Reg S CUSIP: Q94606AH5 & 144A CUSIP: 92765YAH0) (collectively, the “USD Senior Notes”) as 5:00 p.m. New York Time on August 7, 2020. (the “USD Senior Note Voting Record Date”). Accordingly, only beneficial holders of USD Senior Notes as at the USD Senior Note Voting Record Date will be entitled to vote on the resolutions put to creditors of the Foreign Debtors in the Australian Proceedings, which resolutions will include whether (1) the Foreign Debtors should execute a Deed of Company Arrangement, (2) the administration of the Foreign Debtors should end, or (3) the Foreign Debtors should be wound up.
2. A copy of the Notice of Voting Record Date which was posted to the Foreign Representatives’ website, <https://www2.deloitte.com/au/virgin>, is attached hereto as **Exhibit A**. The notice was also emailed to noteholders that have provided their information to Akin Gump Strauss Hauer & Feld LLP. Voting instructions, relevant deadlines and notice of the Second Meeting of Creditors to be convened pursuant to section 439A of the Corporations Act 2001 (*Cth*) in respect of the Foreign Debtors Companies will be posted to <https://www2.deloitte.com/au/virgin> as they are available and, with respect to the USD Senior Notes, will also be outlined in materials send to the DTC Participants as nominees for the beneficial owners of the USD Senior Notes.

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New York, New York  
Dated: July 31, 2020

*/s/ Abid Qureshi*

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**Exhibit A**

Notice of Voting Record Date



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30 July 2020

**To the holders of those certain (i) US \$350,000,000 7.875% Senior Notes due October 15, 2021 (Reg S CUSIP: Q94606AG7 & 144A CUSIP: 92765YAG2) and (ii) US \$425,000,000 8.125% Senior Notes due November 15, 2024 (Reg S CUSIP: Q94606AH5 & 144A CUSIP: 92765YAH0) (collectively, the "USD Senior Notes")**

**Re: Virgin Australia Holdings Limited (Administrators Appointed) and certain of its subsidiaries (all Administrators Appointed) (together, the "Companies"); Notice of Voting Record Date**

This letter is provided to the holders of the USD Senior Notes as part of the voting process in connection with the upcoming Second Meeting of Creditors to be convened pursuant to section 439A of the *Corporations Act 2001* (Cth) in respect of the Companies.

The purpose of this letter is to notify you that the voting record date for the USD Senior Notes is **August 7, 2020 at 5:00 pm (New York Time)** (the "**Voting Record Date**"). Accordingly, only beneficial holders of USD Senior Notes as at the Voting Record Date will be entitled to vote on the resolutions put to creditors of the Companies, which resolutions will include whether (1) the Companies should execute a Deed of Company Arrangement, (2) the administration of the Companies should end, or (3) the Companies be wound up.

The voting process with respect to the USD Senior Notes will commence shortly with distribution of the master ballots and beneficial holder ballots to the DTC Participants as nominees and master ballot agents. Voting instructions and relevant deadlines will be outlined in those materials and also posted to <https://www2.deloitte.com/au/virgin>.

Yours faithfully

A handwritten signature in black ink, appearing to be "V. Strawbridge", written over a horizontal line.

**Vaughan Strawbridge**  
Joint and Several Administrator