

**IN THE FEDERAL COURT OF AUSTRALIA  
VICTORIAN DISTRICT REGISTRY**

No. VID 621 of 2005

**IN THE MATTER OF:**

**ANSETT AUSTRALIA LTD  
(ACN 004 209 410) & ORS (in accordance with  
the schedule attached) (All subject to a Deed of  
Company Arrangement)**

and

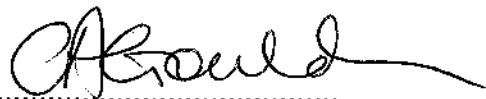
**MARK ANTHONY KORDA and MARK FRANCIS  
XAVIER MENTHA (as Deed Administrators of  
the Companies)**

Plaintiffs

**CERTIFICATE IDENTIFYING EXHIBIT**

This is the exhibit marked "AWK-11" now produced and shown to **ALEXANDER  
WILLIAM KING** at the time affirming his affidavit on 23 September 2005.

Before me: .....



**CAROLINE ANNE GOULDEN  
ARNOLD BLOCH LEIBLER  
LEVEL 21, 333 COLLINS STREET  
MELBOURNE 3000  
A NATURAL PERSON WHO IS A CURRENT  
PRACTITIONER WITHIN THE MEANING OF  
THE LEGAL PRACTICE ACT 1986.**

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Filed on behalf of the Plaintiffs

**ARNOLD BLOCH LEIBLER**  
Lawyers and Advisers  
Level 21, 333 Collins Street  
MELBOURNE VIC 3000

Telephone: (03) 9229 9696  
Facsimile: (03) 9229 9900  
Reference: AWK:01-1349951  
(Alex King)



**ANSETT AUSTRALIA**

15 September 2005

Att: Hisham El-Ansary  
Airservices Australia  
25 Constitution Ave  
CANBERRA ACT 2601

Dear Aeropelican Creditor

As Joint Deed Administrators of the Ansett Group of Companies (all subject to deeds of company arrangement) we have issued an application in the Federal Court of Australia in connection with the proposed "pooling" of the Ansett Group of companies and entities ("Application").

"Pooling" means the combining of all of the assets and liabilities of all of the Ansett Group companies and entities into one Ansett Group company (namely, Ansett Australia Limited (subject to deed of company arrangement) ("AAL")). Those assets would include the net sale proceeds (presently held on trust for Aeropelican creditors) from the sale of the shares in Aeropelican Air Services Pty Ltd to IAP Group Australia Pty Ltd. If the Ansett Group is "pooled" into AAL we intend to pay distributions to creditors from the "pool" of assets and liabilities (including the Aeropelican assets). We intend to pay those distributions in accordance with the priority regime set out in the AAL deed of company arrangement.

In the Application we will seek, among other things, orders or directions from the Federal Court which will allow us to vote in favour of "pooling" at meetings of Ansett Group creditors which we intend to hold in November this year (one of those meetings will be of Aeropelican creditors). Our reasons for seeking those orders or directions, and the reasons why we intend to vote in favour of "pooling" at the proposed Ansett Group creditor meetings (including at the Aeropelican meeting), are set out in an affidavit of Mark Korda sworn 12 September 2005 in the Application ("Affidavit"). The Application, the Affidavit and all other relevant Court documents in relation to the Application are available on the following websites:

- [www.ansett.com.au](http://www.ansett.com.au) (go to "Creditor information" section)
- [www.kordamentha.com](http://www.kordamentha.com) (go to "Ansett" section)
- [www.abl.com.au](http://www.abl.com.au) (go to "Ansett" section)

You may be adversely affected if the Aeropelican assets and liabilities are "pooled" into AAL. In this regard we refer you to paragraphs 198 to 211 of the Affidavit, which set out:

- our opinions as to which Ansett Group creditors may be adversely affected by "pooling" (and also, as to which Ansett Group creditors may be adversely affected by the Ansett Group of companies not "pooling"); and
- our best estimates, based on certain assumptions, of the extent of those adverse effects.

The Application is presently listed for hearing by the Federal Court at **10.15am on Monday, 10 October 2005**. There will be a "directions" hearing, prior to the hearing of the Application, at **10.15am on Monday, 26 September 2005**. (Those dates may change. If they do, full details will be posted on the above websites.)

If after reading the Affidavit you would like to participate in the Application, either to support or oppose it, please either:

- telephone Sebastian Hams at KordaMentha on (03) 8623 3333; or
- send an email or a letter to Sebastian Hams at KordaMentha to [shams@kordamentha.com](mailto:shams@kordamentha.com) (email) or GPO Box 2985 Melbourne, Victoria 3001 (att: Sebastian Hams) (postal address).

**Mark Korda**  
Joint Deed Administrator

**Mark Mentha**  
Joint Deed Administrator