

IN THE MATTER OF:

ANSETT AUSTRALIA LIMITED
(ACN 004 209 410) & ORS (in accordance
with the Schedule attached) (all subject to
Deeds of Company Arrangement)

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



MINUTE OF ORDERS

JUDGE: The Honourable Justice Goldberg

DATE OF ORDER: 4 August 2006

WHERE MADE: Melbourne

THE COURT ORDERS THAT:

- 1 Pursuant to s447A(1) of the Act, Part 5.3A of the Act is to operate in relation to each of:
 - (a) Ansett Australia Limited (ACN 004 209 410) (subject to Deed of Company Arrangement);
 - (b) ANST Lednek Airlines (Aust) Pty Ltd (ACN 000 579 680) (subject to Deed of Company Arrangement);
 - (c) Ansett Australia Holdings Limited (ACN 004 216 291), but only in relation to those creditors described in paragraph 13(e) of the affidavit of Sebastian David Hams sworn 27 July 2006 in this proceeding;

as if s445F(2) of the Act provided that notice of each meeting called pursuant to s445F of the Act and these orders is to be given by posting on the websites www.ansett.com.au, www.kordamentha.com and www.abl.com.au ("Ansett Websites") notice of those meetings and causing details of the said websites

Date of Document: 4 August 2006
Filed on behalf of: The Applicants
ARNOLD BLOCH LEIBLER
Lawyers and Advisers
333 Collins Street
Melbourne 3000

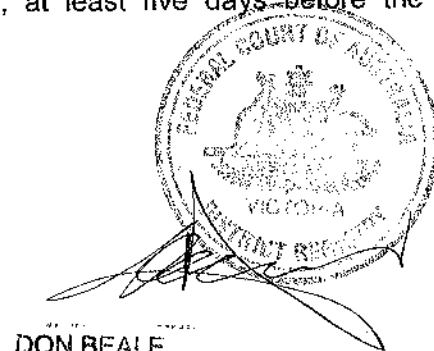
Solicitors Code: 54
DX 38455
Tel. No: 9229 9999
Ref: AWK:01-1349951
(Alex King)

and meetings to be published in a national newspaper and in each jurisdiction in which the Ansett Group carries or carried on business in a daily newspaper that circulates generally in that jurisdiction, at least five days before the meetings.

- 2 Pursuant to s447A(1) of the Act, s447D(1) of the Act is to operate in relation to Bodas Pty Ltd ("Bodas") so that in an application by the Deed Administrators of Bodas for directions pursuant to s447D(1) of the Act in relation to the giving of notice to creditors of the holding of a meeting of the creditors of Skywest Airlines Pty Ltd called pursuant to clause 6.1 of the Westsky Trust Deed ("Westsky Pooling Meeting"), the Court may give a direction that each of the Deed Administrators of Bodas may properly give notice of the said meeting by posting on the Ansett Websites notice of that meeting and causing details of the said websites and meeting to be published in a national newspaper and in each jurisdiction in which the Ansett Group carries or carried on business in a daily newspaper that circulates generally in that jurisdiction, at least five days before the meeting.

- 3 Pursuant to s447D(1) of the Act, as it operates in accordance with order 2, alternatively pursuant to ss22 and 23 of the Federal Court of Australia Act 1976, the Court directs that each of the Deed Administrators of Bodas may properly give notice of the Westsky Pooling Meeting by posting on the Ansett Websites notice of that meeting and causing details of the said websites and meeting to be published in a national newspaper and in each jurisdiction in which the Ansett Group carries or carried on business in a daily newspaper that circulates generally in that jurisdiction, at least five days before the meeting.

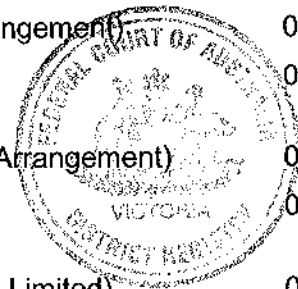
Date Entered -
 -7 AUG 2006



DON BEALE
 AN OFFICER ACTING WITH THE
 AUTHORITY OF THE REGISTRAR
 FEDERAL COURT OF AUSTRALIA
 305 William Street
 MELBOURNE VIC 3001

SCHEDULE OF ANSETT GROUP OF COMPANIES

	ACN
1. 501 Swanston Street Pty Ltd (Subject to Deed of Company Arrangement)	005 477 618
2. Airport Terminals Pty Ltd (Subject to Deed of Company Arrangement)	053 976 444
3. Aldong Services Pty Ltd (Subject to Deed of Company Arrangement)	000 258 113
4. Ansett Aircraft Finance Limited (Subject to Deed of Company Arrangement)	008 643 276
5. Ansett Australia and Air New Zealand Engineering Services Limited (Subject to Deed of Company Arrangement)	089 520 696
6. Ansett Australia Holdings Limited (Subject to Deed of Company Arrangement)	004 216 291
7. Ansett Australia Limited (Subject to Deed of Company Arrangement)	004 209 410
8. Ansett Aviation Equipment Pty Ltd (Subject to Deed of Company Arrangement)	008 559 733
9. Ansett Carts Pty Ltd (Subject to Deed of Company Arrangement)	005 181 215
10. Ansett Equipment Finance Limited (Subject to Deed of Company Arrangement)	006 827 989
11. Ansett Finance Limited (Subject to Deed of Company Arrangement)	006 555 166
12. Ansett Holdings Limited (Subject to Deed of Company Arrangement)	065 117 535
13. Ansett International Limited (Subject to Deed of Company Arrangement)	060 622 460
14. Bodas Pty Ltd (Subject to Deed of Company Arrangement)	002 158 741
15. Brazson Pty Ltd (Subject to Deed of Company Arrangement)	055 259 008
16. Eastwest Airlines (Operations) Limited (Subject to Deed of Company Arrangement)	000 259 469
17. Eastwest Airlines Limited (Subject to Deed of Company Arrangement)	000 063 972
18. Anst Lednek Airlines (Aust) Pty Ltd (formerly Kendell Airlines (Aust) Pty Ltd) (Subject to Deed of Company Arrangement)	000 579 680
19. Morael Pty Ltd (Subject to Deed of Company Arrangement)	003 286 440
20. Northern Airlines Limited (Subject to Deed of Company Arrangement)	009 607 069
21. Northern Territory Aerial Work Pty Ltd (Subject to Deed of Company Arrangement)	009 611 321
22. Rock-It-Cargo (Aust) Pty Ltd (Subject to Deed of Company Arrangement)	003 004 126
23. ANST Show Pty Ltd (Formerly Show Group Pty Ltd) (Subject to Deed of Company Arrangement)	002 968 989
24. ANST Westsky Aviation Limited (Formerly Skywest Aviation Limited) (Subject to Deed of Company Arrangement)	004 444 866
25. ANST Westsky Holdings Pty Ltd (Formerly Skywest Holdings Pty Ltd) (Subject to Deed of Company Arrangement)	008 905 646
26. ANST Westsky Jet Charter Pty Ltd (Formerly Skywest Jet Charter Pty Ltd) (Subject to Deed of Company Arrangement)	008 800 155
27. South Centre Maintenance Pty Ltd (Subject to Deed of Company Arrangement)	007 286 660
28. Spaca Pty Ltd (Subject to Deed of Company Arrangement)	006 773 593



29.	Traveland International (Aust) Pty Ltd (Subject to Deed of Company Arrangement)	000 275 936
30.	ANST Travel International Pty Ltd (Formerly Traveland International Pty Ltd) (Subject to Deed of Company Arrangement)	000 598 452
31.	Traveland New Staff Pty Ltd (Subject to Deed of Company Arrangement)	080 739 037
32.	ANST Travel Pty Ltd (Formerly Traveland Pty Ltd) (Subject to Deed of Company Arrangement)	000 240 746
33.	Walgali Pty Ltd (Subject to Deed of Company Arrangement)	055 258 921
34.	Westintech Limited (Subject to Deed of Company Arrangement)	009 084 039
35.	Westintech Nominees Pty Ltd (Subject to Deed of Company Arrangement)	009 302 158
36.	Whitsunday Affairs Pty Ltd (Subject to Deed of Company Arrangement)	009 694 553
37.	Whitsunday Harbour Pty Ltd (Subject to Deed of Company Arrangement)	010 375 470
38.	Wridgways Holdings Limited (Subject to Deed of Company Arrangement)	004 449 085
39.	Wridgways (Vic) Pty Ltd (Subject to Deed of Company Arrangement)	004 153 413

