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13 May 2013

Richard Chadwick
General Manager, Adjudication Branch
Australian Competition & Consumer Commission
23 Marcus Clarke Street
Canberra ACT 2601

Copies to: Darrell Channing / Mark Basile / Imogen Hartcher-O'Brien

Dear Dr Chadwick,

**Authorisation A91227 & A91228: Alliance between Virgin Australia and Air New Zealand
Compliance audit report for Northern Winter 2012**

We refer to the ACCC's Final Determination dated 16 December 2010 to grant conditional authorisation in relation to the above matter and the ACCC's decision of 31 May 2012 to vary the requirement on the Applicants to comply fully with condition 1(b) of authorisations A91227 & A91228 for the Northern Winter 2012 scheduling season.

The conditions of authorisation provide that the Applicants must, within 25 Business Days of the end of a Scheduling Season, provide to the ACCC a written audit report from an Auditor in relation to the Applicants' compliance with the conditions (clause 3.5). On 3 May 2013, the ACCC granted the Applicants an extension of time to allow the audit report to be submitted on 13 May 2013.

Enclosed is an audit report for the Northern Winter 2012 scheduling season which has been prepared by Pitcher Partners. It concludes that the Applicants have complied, in all material respects, with the Conditions (as varied by the ACCC's decision of 31 May 2012).

Please let us know if you would like to discuss this further.

Yours sincerely
Gilbert + Tobin

A handwritten signature in blue ink, appearing to read 'L Woodward'.

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