

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

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In re: :

GRUPO AEROMÉXICO, S.A.B. de C.V., et al., : Chapter 11

Debtors.¹ : Case No. 20-11563

: Joint Administration Pending

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**SUPPLEMENTAL DECLARATION OF JAMES E. CARPENTER
IN SUPPORT OF REQUEST TO FILE DOCUMENTS UNDER SEAL**

I, James E. Carpenter, being duly sworn, state the following under penalty of perjury:

1. I am a Regional Director, Contracts for The Boeing Company. My office address is 800 N. 6th St, Renton, Washington 98057 and I am duly authorized to make this Declaration. Except as otherwise noted herein, the facts stated herein are personally known to me and, if called as a witness, I could testify thereto. This Declaration supplements the Declaration of James E. Carpenter In Support Of Request To File Documents Under Seal dated April 23, 2021 (Docket No. 1112).

2. I have a Bachelor of Arts degree from the University of Washington and a Master of Business Administration degree from Pacific Lutheran University. I have been employed by The Boeing Company (“Boeing”) for over 40 years and joined the company in August 1979. As a Regional Director, Contracts, I am responsible for negotiating aircraft purchase agreements with airline customers for Boeing’s commercial aircraft, as well as amendments and modifications to

¹ The Debtors in these cases, along with the last four digits of each Debtor’s registration number in the applicable jurisdiction, are as follows: Grupo Aeroméxico, S.A.B. de C.V. 286676; Aerovías de Mexico, S.A. de C.V. 108984; Aerolitoral, S.A. de C.V. 217315; Aerovías Empresa de Cargo, S.A. de C.V. 437094-1. The Debtors’ corporate headquarters is located at Paseo de la Reforma No. 243, piso 25 Colonia Cuauhtémoc, Mexico City, C.P. 06500.

existing agreements. I have served in this role approximately 14 years. Before that, I served as a Senior Manager of Pricing for commercial aircraft, the Chief Estimator for all wide-body aircraft, as a member of the procurement contracting department and in various jobs in the Finance Department. In my current role and in my past roles for Boeing, I have become very familiar with the aircraft purchase agreement contract terms and the process of negotiating aircraft purchase agreements. I have also become very familiar with how publicly available information about Boeing, its customers or its customers' competitors is used by Boeing and its customers in connection with the negotiation of pricing and each of the other terms of aircraft purchase agreements.

3. As noted in my initial Declaration, I was personally involved in the negotiation of the Amendment to Accommodations for 737 MAX Disruptions (the "Amendment") executed by Boeing and Aerovías de Mexico, S.A. de C.V. ("Aeromexico"). I was also personally involved in the process by which specific terms in the Amendment were identified to be redacted in the version that was filed with this Court. I have personally reviewed and am very familiar with the provisions of the Amendment as well as the proposed redactions thereto.

4. Based on my training and my experience in my current (and in my prior roles with Boeing) as well as my general experience in the commercial aviation industry, Boeing treats the information redacted from the Amendment as trade secrets and as highly confidential commercial information. Further, if the redacted terms and provisions of the Agreement were to become publicly known and generally available as part of the public record, it is highly likely that Boeing's customers and competitors would use that information in ways that would cause an unfair advantage in current and future negotiations with Boeing. Likewise, I believe that it is more likely than not that Aeromexico's competitors would also use the redacted information in the

Amendment in ways that would provide them with unfair advantages in their current and future operations if that information became publicly available. I base these beliefs on the fact that, if information of the type that is redacted were made publicly available by a Boeing competitor, it is highly likely that I would use that information to Boeing's advantage in my negotiations with Boeing's current and prospective customers.

Dated: April 29, 2021

Renton, Washington



James E. Carpenter