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

In re:

**GRUPO AEROMÉXICO, S.A.B. de C.V., et al.,
Debtors.¹**

Chapter 11

Case No. 20-11563 (SCC)

(Jointly Administered)

SUPPLEMENT TO BOEING MOTION AND AIR LEASE MOTION

PLEASE TAKE NOTICE that on April 22, 2021, the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) filed the *Debtors’ Motion for (I) Approval of Compromises with Boeing and Other Counterparties, (II) Authorization to (A) Enter into Amended Aircraft Purchase Agreement with Boeing and (B) Enter into Agreements with Other Counterparties Relating to the Boeing Transaction, (III) Approval of the Assumption of Such Amended Agreements, as Applicable, and (IV) Approval to Settle Certain Prepetition Claims of Counterparties* [ECF No. 1108] (the “**Boeing Motion**”),² the *Debtors’ Motion for Entry of an Order*

¹ The Debtors in these cases, along with each Debtor’s registration number in the applicable jurisdiction, are as follows: Grupo Aeroméxico, S.A.B. de C.V. 286676; Aerovías de México, S.A. de C.V. 108984; Aerolitoral, S.A. de C.V. 217315; and 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.

² Capitalized terms used and not defined herein shall have the meanings ascribed to them in the Boeing Motion.

Authorizing the Debtors to Partially Redact the Amended Boeing Agreement and Certain Other Related Agreements [ECF No. 1109] (the “**Boeing Motion to Redact**”), the *Debtors’ Motion for Entry of an Order Shortening Notice with Respect to Amended Boeing Agreement Motion and Motion to Seal* [ECF No. 1110], the *Declaration of Jeff Craine in Support of the (I) Boeing Motion, (II) Motion to Seal, and (III) Motion to Shorten* [ECF No. 1111], and the *Declaration of James E. Carpenter in Support of Request to File Documents Under Seal* [ECF No. 1112].

PLEASE TAKE NOTICE that on April 22, 2021, the Debtors also filed the *Debtors’ Motion for (I) Authorization to (A) Enter into New Aircraft Lease Agreements and (B) Amend and Assume Certain Existing Aircraft Lease Agreements and (II) Approval of Compromise Regarding Prepetition Claims with Air Lease Corporation* [ECF No. 1113] (the “**Air Lease Motion**,” and, together with the Boeing Motion, the “**Aircraft Motions**”), *Debtors’ Motion for Entry of an Order Authorizing the Debtors to Partially Redact Letters Of Intent* [ECF No. 1114] (the “**Air Lease Motion to Redact**,” and, together with the Boeing Motion to Redact, the “**Aircraft Motions to Redact**”), *Debtors’ Motion for Entry of an Order Shortening Notice with Respect to Air Lease Motion and Motion to Seal* [ECF No. 1115], and *Declaration of Matthew Landess in Support of Letters of Intent Motion and Related Pleadings* [ECF No. 1116].

PLEASE TAKE FURTHER NOTICE that on April 29, 2021, the Debtors also filed the *Supplemental Declaration of Jeff Craine* [D.I. 1134] and *Supplemental Declaration of James E. Carpenter in Support of Request to File Documents Under Seal* [D.I. 1135].

PLEASE TAKE FURTHER NOTICE that the various transaction agreements that were the subject of the Aircraft Motions and corresponding Aircraft Motions to Redact, (the “**Transaction Agreements**”) were filed on the public docket of these cases as annexes to the proposed orders granting the relief requested in the Aircraft Motions, with certain terms partially

redacted, consistent with the relief requested pursuant to the applicable Aircraft Motion to Redact.

PLEASE TAKE FURTHER NOTICE that, as a result of discussion with certain parties-in-interest, the Debtors hereby file revised proposed orders (the “**Revised Proposed Orders**”) for five of the original proposed orders which were annexed to the Aircraft Motions (the “**Original Proposed Orders**”). For convenience, the Debtors are also refiling Original Proposed Orders to which no changes are currently proposed. The following Revised Proposed Orders and Original Proposed Orders, as applicable, are annexed hereto:

Exhibit A: Boeing Proposed Order;

Exhibit B: Clover Proposed Order;

Exhibit C: JSA Proposed Order

- **Exhibit C-1:** A redline of the JSA Revised Proposed Order marked against the JSA Original Proposed Order.

Exhibit D: SMBC/Natixis Proposed Order

Exhibit E: Carlyle and Santander Proposed Order

- **Exhibit E-1:** A redline of the Carlyle and Santander Revised Proposed Order marked against the Carlyle and Santander Original Proposed Order.

Exhibit F: AerCap Proposed Order

- **Exhibit F-1:** A redline of the AerCap Revised Proposed Order marked against AerCap JSA Original Proposed Order.

Exhibit G: GE and CFM Proposed Order

- **Exhibit G-1:** A redline of the GE and CFM Revised Proposed Order marked against GE and CFM Original Proposed Order.

Exhibit H: AerCap Stipulation, previously filed as Exhibit H to the Boeing Motion

Exhibit I: Air Lease Proposed Order;

- **Exhibit I-1:** A redline of the Air Lease Revised Proposed Order marked against the Air Lease Original Proposed Order

PLEASE TAKE FURTHER NOTICE that, as a result of discussions with certain parties-in-interest, the following versions of the Transaction Agreements are annexed hereto, unredacting certain provisions that were redacted in the versions of the Transaction Agreements that were previously filed on the public docket of these cases on April 22, 2021:

Exhibit J: Boeing Transaction Agreements, previously filed as Annex 1 to the proposed Order attached as Exhibit A to the Boeing Motion;

Exhibit K: Clover Transaction Agreements, previously filed as Annex 1 through Annex 9 to the proposed Order attached as Exhibit B to the Boeing Motion;

Exhibit L: JSA Transaction Agreements, previously filed as Annex 1 through Annex 8 to the proposed Order attached as Exhibit C to the Boeing Motion;

Exhibit M: SMBC/Natixis Transaction Agreements, previously filed as Annex 1 through Annex 10 to the proposed Order attached as Exhibit D to the Boeing Motion;

Exhibit N: Carlyle and Santander Transaction Agreements, previously filed as Annex 1 through Annex 3 to the proposed Order attached as Exhibit E to the Boeing Motion;

Exhibit O: AerCap Transaction Agreements, previously filed as Annex 1 through Annex 7 to the proposed Order attached as Exhibit F to the Boeing Motion;

Exhibit P: GE and CFM Transaction Agreements, previously filed as Annex 1 through Annex 4 to the proposed Order attached as Exhibit G to the Boeing Motion;

Exhibit Q: Attachments to AerCap Stipulation, previously filed as attachments to Exhibit H of the Boeing Motion; and

Exhibit R: Air Lease Letters of Intent, previously filed as Annex 1-a and Annex 1-b to the proposed Order attached as Exhibit A to the Air Lease Motion.

PLEASE TAKE FURTHER NOTICE that, apart from unredacting those certain provisions, there are no changes reflected in the Transaction Documents annexed hereto.

PLEASE TAKE FURTHER NOTICE that copies of this notice and the attachments hereto may be obtained free of charge by visiting the website of Epiq Corporate Restructuring, LLC at <https://dm.epiq11.com/aeromexico>. You may also obtain copies of any pleadings by visiting the Bankruptcy Court's website at <http://www.nysb.uscourts.gov> in accordance with

the procedures and fees set forth therein.

Dated: April 30, 2021
New York, New York

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