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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.*,¹

Debtors.

)
) Chapter 11
)
) Case No. 20-11563 (SCC)
)
) (Jointly Administered)
)

**DECLARATION OF JUAN MANUEL DELGADO IN SUPPORT OF THE
APPLICATION FOR ENTRY OF AN ORDER AUTHORIZING THE RETENTION
AND EMPLOYMENT OF MORRISON & FOERSTER LLP AS COUNSEL FOR
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

I, Juan Manuel Delgado, being duly sworn, state the following under penalty of perjury:

1. I am a partner in the law firm of Morrison & Foerster LLP ("Morrison & Foerster"), with offices at 600 Brickell Avenue, Suite 1560, Miami, Florida, 33131, among other locations, and I am duly authorized to make this declaration (this "Declaration") on behalf of Morrison &

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.

Foerster, which serves as counsel to the Official Committee of Unsecured Creditors (the “Committee”) of Grupo Aeroméxico, S.A.B. de C.V. and its above-captioned affiliates, as debtors and debtors-in-possession (collectively, the “Debtors”). I am an attorney duly admitted and in good standing to practice before the Bars of the State of New York, the State of Florida, and the District of Columbia. There are no disciplinary proceedings pending against me. Except as otherwise indicated, the facts set forth in this Declaration are personally known to me and, if called as a witness, I could and would testify thereto.

2. I submit this Declaration in connection with (a) the *Application for Entry of an Order Authorizing the Retention and Employment of Morrison & Foerster LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to July 15, 2020* [Docket No. 241] (as amended and supplemented, from time to time, the “Application”) and (b) the *Order Authorizing the Retention and Employment of Morrison & Foerster LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to July 15, 2020* [Docket No. 473] (the “Retention Order”).

3. On June 6, 2021, the Committee filed the *Application for Entry of an Order Authorizing the Retention and Employment of Willkie Farr & Gallagher LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to May 1, 2021* [Docket No. 1280] (the “Willkie Application”). As disclosed in the Willkie Application, as of May 1, 2021, Brett H. Miller and Todd M. Goren resigned from their positions at Morrison & Foerster and joined Willkie Farr & Gallagher LLP (“Willkie”). I understand that the Committee intends to retain Willkie as its primary counsel, effective as of May 1, 2021, while continuing to retain Morrison & Foerster in a limited capacity as set forth herein.

4. Specifically, the Committee intends to retain Morrison & Foerster to provide the following limited services to the Committee (and only insofar as such services are not duplicative of services otherwise rendered to the Committee by its professionals, including Willkie):

- a. Liaising with the Debtors and their professionals (including their Mexican counsel) regarding the U.S. law implications of certain Mexican law issues that may arise in these chapter 11 cases and advising the Committee and its other professionals regarding the same;
- b. Analyzing the U.S. law implications of certain Spanish language documents that are relevant to the Committee's duties in these chapter 11 cases and advising the Committee and its other professionals regarding the same;
- c. Attending meetings and teleconferences with the Debtors, the Committee, their respective professionals, and/or other parties-in-interest in connection with the foregoing; and
- d. Performing other services that may reasonably be requested by the Committee from time to time.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that, to the best of my knowledge and after reasonable inquiry, the foregoing is true and correct.

Dated: June 21, 2021
Miami, Florida

/s/ Juan Manuel Delgado
Juan Manuel Delgado