

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

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<b>In re</b>	:
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<b>GRUPO AEROMÉXICO, S.A.B. de C.V., et al.,</b>	:
	:
<b>Debtors.<sup>1</sup></b>	:
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**Chapter 11**  
**Case No. 20-11563 (SCC)**  
**(Jointly Administered)**

**FIFTH SUPPLEMENTAL DECLARATION OF MATTHEW A. LANDESS  
IN SUPPORT OF APPLICATION OF THE DEBTORS PURSUANT TO  
11 U.S.C. §§ 327(a) AND 328(a) AND FED. R. BANKR. P. 2014 FOR AUTHORITY  
TO EMPLOY AND RETAIN SKYWORKS CAPITAL, LLC AS AIRCRAFT FLEET  
RESTRUCTURING FINANCIAL ADVISOR EFFECTIVE AS OF THE PETITION DATE**

I, Matthew A. Landess, hereby declare, pursuant 28 U.S.C. § 1746, as follows:

1. I am a partner at SkyWorks Capital, LLC (“SkyWorks”), an investment banking and financial advisory firm based in Greenwich, Connecticut. I make this fifth supplemental declaration (the “Fifth Supplemental Declaration”) on behalf of SkyWorks in further support of the *Application of the Debtors Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014 for Authority to Employ and Retain SkyWorks Capital, LLC as Aircraft Fleet Restructuring Financial Advisor Effective as of the Petition Date* [Docket No. 219] (the “Application”),<sup>2</sup> and as a supplement to: (a) the *Declaration of Matthew A. Landess in Support of Application of the Debtors Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014 for Authority to Employ and Retain SkyWorks Capital, LLC as Aircraft Fleet Restructuring Financial Advisor*

<sup>1</sup> 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; 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.

<sup>2</sup> On September 23, 2020, the Court entered *the Order Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. for Authority to Retain SkyWorks Capital, LLC as Aircraft Fleet Restructuring Financial Advisor Effective as of the Petition Date* [Docket No. 459]. Pursuant to the Initial Declaration, attached to the Application as **Exhibit B**, “SkyWorks may . . . continue to provide professional services to entities or persons that may be creditors of the Debtors or Potential Parties in Interest in these chapter 11 cases, *provided that* such services do not relate to the Debtors or these chapter 11 cases.” *Initial Declaration* (as defined herein), ¶ 20.

*Effective as of the Petition Date* [Docket No. 219] (the “Initial Declaration,” filed as an attachment to the Application);<sup>3</sup> (b) the *First Supplemental Declaration of Matthew A. Landess in Support of Application of the Debtors Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014 for Authority to Employ and Retain SkyWorks Capital, LLC as Aircraft Fleet Restructuring Financial Advisor Effective as of the Petition Date* [Docket No. 453] (the “First Supplemental Declaration”); (c) the *Second Supplemental Declaration of Matthew A. Landess in Support of Application of the Debtors Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014 for Authority to Employ and Retain SkyWorks Capital, LLC as Aircraft Fleet Restructuring Financial Advisor Effective as of the Petition Date* [Docket No. 698] (the “Second Supplemental Declaration”); (d) the *Third Supplemental Declaration of Matthew A. Landess in Support of Application of the Debtors Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014 for Authority to Employ and Retain SkyWorks Capital, LLC as Aircraft Fleet Restructuring Financial Advisor Effective as of the Petition Date* [Docket No. 718] (the “Third Supplemental Declaration”); and (e) the *Fourth Supplemental Declaration of Matthew A. Landess in Support of Application of the Debtors Pursuant to 11 U.S.C. §§ 327(a) and 328(a) and Fed. R. Bankr. P. 2014 for Authority to Employ and Retain SkyWorks Capital, LLC as Aircraft Fleet Restructuring Financial Advisor Effective as of the Petition Date* [Docket No. 845] (the “Fourth Supplemental Declaration,” and collectively with the Initial Declaration, the First Supplemental Declaration, the Second Supplemental Declaration, and the Third Supplemental Declaration, the “Prior Declarations”).

2. As a supplemental to the disclosures set forth in my Prior Declarations, it has recently come to my attention that SkyWorks Leasing, LLC, an affiliate of SkyWorks, is in negotiations to possibly enter into a services contract with Aviator Capital Marketing & Sales

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<sup>3</sup> Capitalized terms used but not otherwise defined herein shall the meanings ascribed to such terms in the Initial Declaration.

LLC (“Aviator Capital M&S”), an affiliate of Aviator Capital (Aviator Capital and certain of its affiliates are listed on the Debtors’ list of Potential Parties in Interest in the “Aircraft Transactions, Operating Leases” category). The services under such contract would include the marketing and potential sale of certain aircraft engines owned by Aviator Capital that are currently on lease to General Electric Corporation (General Electric and certain of its affiliates are listed on the Debtors’ list of Potential Parties in Interest in the “Top 30 Unsecured Creditors,” “Significant Vendors,” and “Aircraft Transactions, Operating Leases” categories). This contract and all related services to Aviator Capital M&S thereunder are and will be unrelated to the Debtors and these chapter 11 cases.

3. The foregoing constitutes a supplemental statement of SkyWorks pursuant to section 327 of title 11 of the United States Code and Federal Rule of Bankruptcy Procedure 2014. SkyWorks will continue to periodically review its files during the pendency of these chapter 11 cases and if any new relevant facts or relationships are discovered or arise, SkyWorks will use reasonable efforts to identify such further developments and will promptly file a further related supplemental declaration.

*[The remainder of this page was intentionally left blank.]*

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

Dated: June 21, 2021

/s/ Matthew A. Landess

Matthew A. Landess

Partner

SkyWorks Capital, LLC