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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)

**CERTIFICATE OF NO OBJECTION UNDER 28 U.S.C. § 1746 REGARDING DEBTORS’
TENTH OMNIBUS CLAIMS OBJECTION TO PROOFS OF CLAIM (REDUCED CLAIMS)**

Pursuant to 28 U.S.C. § 1746, Rule 9075-2 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”), and in accordance with this Court’s case management procedures set forth in the *Order Establishing Certain Notice, Case Management, and Administrative Procedures*, entered on July 8, 2020 [ECF No. 79] (the “**Case Management Order**”) and the *Court-Ordered Omnibus Claims Hearing Procedures*, entered on February 17, 2021 [ECF No. 904] (the “**Omnibus Claims Hearing Procedures**”), the undersigned hereby certifies as follows:

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.

1. Responses to the *Debtors' Tenth Omnibus Claims Objection to Proofs of Claim (Reduced Claims)* [ECF No. 1395] (the “**Objection**”), filed July 8, 2021, by Grupo Aeroméxico, S.A.B. de C.V. and its affiliates that are debtors and debtors in possession (collectively, the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11 Cases**”), were due no later than August 9, 2021, at 4:00 p.m. (prevailing Eastern Time) (the “**Response Deadline**”).

2. The Case Management Order, the Omnibus Claims Hearing Procedures and Local Rule 9075-2 provide that pleadings may be granted without a hearing if (a) no objections or other responsive pleadings have been filed on or before the applicable deadline and (b) the attorney for the entity that filed the pleading complies with the relevant procedural and notice requirements.

3. As of the filing of this certificate, more than forty-eight (48) hours have elapsed since the Response Deadline and, to the best of my knowledge, no responsive pleading to the Objection has been (a) filed with the Court on the docket of the Chapter 11 Cases or (b) served in accordance with the Omnibus Claims Hearing Procedures.

4. Accordingly, the Debtors respectfully request that the Court enter the proposed order (the “**Order**”), a copy of which is attached hereto as **Exhibit A**, sustaining the Objection in accordance with the procedures described in the Case Management Order and the Omnibus Claims Hearing Procedures.

[Remainder of Page Intentionally Left Blank]

I hereby declare under penalty of perjury that the foregoing is true and correct to the best of my knowledge, information, and belief.

Dated: August 11, 2021
New York, New York

DAVIS POLK & WARDWELL LLP

By: /s/ Timothy Graulich
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and Debtors in Possession*

Exhibit A to Certificate of No Objection

Order

**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)

**ORDER GRANTING DEBTORS' TENTH OMNIBUS
CLAIMS OBJECTION TO PROOFS OF CLAIM (REDUCED CLAIMS)**

Upon the objection (the “**Objection**”)² of the above-captioned Debtors, pursuant to sections 105 and 502 of the Bankruptcy Code and Bankruptcy Rule 3007, seeking to reduce and/or modify the Claims identified on **Schedule 1** attached hereto; and upon the Sánchez Declaration, attached to the Objection as **Exhibit 2**; and the Court having jurisdiction to consider the matters raised in the Objection pursuant to 28 U.S.C. § 1334 and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.); and the Court having authority to hear the matters raised in the Objection pursuant to 28 U.S.C. § 157; and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and consideration of the Objection and the relief requested therein being a core proceeding that the Court can determine pursuant to 28 U.S.C. § 157(b)(2); and due and proper notice of the Objection and opportunity for a hearing on the Objection having been given to the parties listed therein, and it appearing that no other or further notice need be provided; and the Court having reviewed and considered the

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² Each capitalized term used herein but not otherwise defined herein shall have the meaning ascribed to it in the Objection.

Objection; and the Court having determined that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and the Court having found that the relief granted herein being in the best interests of the Debtors, their creditors, and all other parties in interest; and upon all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Objection is hereby granted as set forth herein.
2. The Reduced Claims identified on **Schedule 1** annexed hereto are hereby reduced and or/modified as set forth therein, and shall be reflected in the Claims Register in the amounts set forth on **Schedule 1** in the row labeled “Converted Claim.”
3. All Claims identified on **Schedule 1** annexed hereto, once reduced and/or modified as set forth herein, will be unaffected by the relief granted herein, and each of the claimants’ rights to assert these liabilities against the applicable Debtor’s estate will be preserved, subject to the Debtors’ reservations of their rights to object to such surviving Claims on all grounds, whether legal, factual, procedural, substantive, or non-substantive.
4. This Order shall be deemed a separate Order with respect to each of the Claims identified on **Schedule 1**. Any stay of this Order pending appeal by any claimants whose Claims are subject to this Order shall only apply to the contested matter that involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters listed in the Objection or this Order.
5. The Debtors, Epiq Corporate Restructuring, LLC, and the Clerk of this Court are authorized to take, or refrain from taking, any action necessary or appropriate

to implement the terms of, and the relief granted in, this Order without seeking further order of the Court.

6. Notwithstanding any Bankruptcy Rule, the Local Bankruptcy Rules for the Southern District of New York, or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. This Court shall retain jurisdiction to hear and determine all matters arising from, arising under, or related to the Chapter 11 Cases, to the fullest extent permitted by law, including, without limitation, to enforce this Order.

Dated: _____, 2021
New York, New York

THE HONORABLE SHELLEY C. CHAPMAN
UNITED STATES BANKRUPTCY JUDGE

Schedule 1 to Order

Reduced Claims

Reduced Claims

Ref	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
1	13236	No	Aerovías de México, S.A. de C.V.	AHN, SEOHYUN A-301, 60 HAAN-RO GWANGMYEONG-SI 14322, REPUBLIC OF KOREA	0.00	0.00	0.00	7,334,604.00	7,334,604.00 Unknown	No
	Date Filed:	1/13/2021								
	Reduced Claim	13236			0.00	0.00	0.00	1,246,400.00	1,246,400.00 KRW	No
2	13236				0.00	0.00	0.00	1,037.63	1,037.63 USD	No
	Converted Claim	13236			0.00	0.00	0.00	1,037.63	1,037.63 USD	No
	Date Filed:	12/29/2020	Grupo Aeroméxico, S.A.B. de C.V.	BAEK, SEULGI CHUNGCHONGNAM-DO, REPUBLIC OF KOREA	0.00	0.00	0.00	1,624,293,445.84	1,624,293,445.84 Unknown	No
3	11044				0.00	0.00	0.00	1,350,600.00	1,350,600.00 KRW	No
	Reduced Claim	11044		67, MOSAN-RO,BAEBANG-EUP,ASAN-SI104-1903 ASAN, SOUTH KOREA	0.00	0.00	0.00	1,124.38	1,124.38 USD	No
	Converted Claim	11044			0.00	0.00	0.00	1,124.38	1,124.38 USD	No
4	11046				0.00	0.00	0.00	518.82	518.82 USD	No
	Converted Claim	11046			0.00	0.00	0.00	518.82	518.82 USD	No
	Date Filed:	12/29/2020	Grupo Aeroméxico, S.A.B. de C.V.	BAEK, SEULGI CHUNGCHONGNAM-DO, REPUBLIC OF KOREA	0.00	0.00	0.00	7,494,888,756.47	7,494,888,756.47 Unknown	No
5	11046				0.00	0.00	0.00	623,200.00	623,200.00 KRW	No
	Reduced Claim	11046		67,MOSAN-RO,BAEBANG-EUP,ASAN-SI,104-1903 ASAN, SOUTH KOREA	0.00	0.00	0.00	623,200.00	623,200.00 KRW	No
	Converted Claim	11046			0.00	0.00	0.00	518.82	518.82 USD	No
6	11088				0.00	0.00	0.00	1,919,268,299.69	1,919,268,299.69 Unknown	No
	Date Filed:	12/29/2020	Aerovías de México, S.A. de C.V.	HONG, JIHYE CHUNCHEON-SI, GANGWON-DO, KOREA	0.00	0.00	0.00	1,919,268,299.69	1,919,268,299.69 Unknown	No
	Reduced Claim	11088		203-1705, 129, UDU 1-GIL, CHUNCHEON-SI, 24221 SOUTH KOREA	0.00	0.00	0.00	1,166,700.00	1,166,700.00 KRW	No
7	11088				0.00	0.00	0.00	971.28	971.28 USD	No
	Converted Claim	11088			0.00	0.00	0.00	971.28	971.28 USD	No
	Date Filed:	1/14/2021	Aerovías de México, S.A. de C.V.	HONG, MINAE 1904-107 1338-44, HYOHAENG-RO HWASEONG-SI	0.00	0.00	0.00	74,988,875.64	74,988,875.64 Unknown	No
8	13686				0.00	0.00	0.00	515,200.00	515,200.00 KRW	No
	Reduced Claim	13686		GYEONGGI-DO 18382, REPUBLIC OF KOREA	0.00	0.00	0.00	515,200.00	515,200.00 KRW	No
	Converted Claim	13686			0.00	0.00	0.00	428.91	428.91 USD	No

Schedule 1

Reduced Claims

Ref	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
6	13178	No	Aerovías de México, S.A. de C.V.	IM, JONGBEOM MUNMAK-EUP, WONJU-SI, WANGWON-DO WONJU-SI 26371, SOUTH KOREA	0.00	0.00	0.00	12,026,458.21	12,026,458.21 Unknown	No
	Date Filed:	1/13/2021								
	Reduced Claim	13178			0.00	0.00	0.00	546,200.00	546,200.00 KRW	No
7	13178				0.00	0.00	0.00	454.71	454.71 USD	No
	Converted Claim	13178								
	Date Filed:	1/2/2021	Aerovías de México, S.A. de C.V.	J1, RANHEE 14, NONGGO-GIL 45BEON-GIL, YANGDONG-MEON YANGPYEONG-GUN GYEONGGI-DO 12540, SOUTH OF KOREA	0.00	0.00	0.00	12,026,458.26	12,026,458.26 Unknown	No
8	11328				0.00	0.00	0.00	1,188,700.00	1,188,700.00 KRW	No
	Reduced Claim	11328								
	Converted Claim	11328			0.00	0.00	0.00	989.60	989.60 USD	No
8	14282	No	Grupo Aeroméxico, S.A.B. de C.V.	JO, SANGUK 91101-1305 GWAHAKSANDAN 2-RO 20BEON-GIL GANGSEO-GU PSAN 46743, SOUTH KOREA	0.00	0.00	0.00	100,000.00	100,000.00 Unknown	No
	Date Filed:	1/15/2021								
	Reduced Claim	14282			0.00	0.00	0.00	1,030,400.00	1,030,400.00 KRW	No
9	14282				0.00	0.00	0.00	857.81	857.81 USD	No
	Converted Claim	14282								
	Date Filed:	12708	Aerovías de México, S.A. de C.V.	KIM, JIYUN 10, WONSEON 1-RO, 102DONG 1404HO DANWON-GU, ANSAN-SI GYEONGGI-DO ANSAN 15388, SOUTH KOREA	0.00	0.00	0.00	202,811.98	202,811.98 Unknown	No
9	12708				0.00	0.00	0.00	2,437,800.00	2,437,800.00 KRW	No
	Reduced Claim	12708								
	Converted Claim	12708			0.00	0.00	0.00	2,029.48	2,029.48 USD	No
10	12010	No	Aerovías de México, S.A. de C.V.	KIM, KIOK HANGMONG-RO, AEWOL-EUP, JEJU CITY 7 101-WING 202(HAGUKOARU OCEAN VIEW) JEJU ISLAND 63051, SOUTH KOREA	0.00	0.00	0.00	95,000.00	95,000.00 Unknown	No
	Date Filed:	1/7/2021								
	Reduced Claim	12010			0.00	0.00	0.00	1,017,700.00	1,017,700.00 KRW	No
10	12010				0.00	0.00	0.00	847.24	847.24 USD	No
	Converted Claim	12010								
	Date Filed:	12708								

Schedule 1

Reduced Claims

Ref	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
11	199	No	Grupo Aeromexico, S.A.B. de C.V.	KIM, SUNGSOO C/O HANA TOUR 5 GIL 41 INSA-DONG JONGRO-GU, SEOUL 03161, SOUTH KOREA	0.00	0.00	0.00	59,400.00	59,400.00 USD	No
	Date Filed:	12/28/2020								
	Reduced Claim	199			0.00	0.00	0.00	6,532,600.00	6,532,600.00 KRW	No
12	199				0.00	0.00	0.00	5,438.41	5,438.41 USD	No
	Converted Claim	199								
	Date Filed:	1/10/2021	Aerovías de México, S.A. de C.V.	KIM, YONGSUOP 101-301, 63, YONGDAM-GIL JEONGSEON-EUP JEONGSEON-GUN GANGWON-DO, 26132, SOUTH KOREA	0.00	0.00	0.00	1,116,704,499.81	1,116,704,499.81 Unknown	No
13	12523				0.00	0.00	0.00	1,440,100.00	1,440,100.00 KRW	No
	Reduced Claim	12523								
	Converted Claim	12523			0.00	0.00	0.00	1,198.89	1,198.89 USD	No
14	10526	No	Grupo Aeromexico, S.A.B. de C.V.	KJUN, CHO HYU 205-501, AJU 2 RO 2 GIL 13 GEOJESI, 53306, KOREA	0.00	0.00	0.00	22,843.60	22,843.60 Unknown	Yes
	Date Filed:	12/17/2020								
	Reduced Claim	10526			0.00	0.00	0.00	31,209.00	31,209.00 MXN	Yes
15	10526				0.00	0.00	0.00	1,351.66	1,351.66 USD	Yes
	Converted Claim	10526								
	Date Filed:	12/039	Aerovías de México, S.A. de C.V.	LEE, AH YOUNG SASANG-GU, BUSAN, REPUBLIC OF KOREA 20, BAEGYANG-DAERO 934BEON-GIL 104-905 BUSAN 46928, SOUTH KOREA	0.00	0.00	0.00	8,567,775,998.68	8,567,775,998.68 Unknown	No
16	12039	No			0.00	0.00	0.00	1,030,400.00	1,030,400.00 KRW	No
	Reduced Claim	12039								
	Converted Claim	12039			0.00	0.00	0.00	857.81	857.81 USD	No
17	13688	No	Aerovías de México, S.A. de C.V.	LEE, SEUNGMIN 1904-107 1338-44, HYOHAENG-RO HWASEONG-SI GYEONGGI-DO 18382, REPUBLIC OF KOREA	0.00	0.00	0.00	74,988,875.64	74,988,875.64 Unknown	No
	Date Filed:	1/14/2021								
	Reduced Claim	13688			0.00	0.00	0.00	623,200.00	623,200.00 KRW	No
18	13688				0.00	0.00	0.00	518.82	518.82 USD	No
	Converted Claim	13688								
	Date Filed:	1/14/2021								

Reduced Claims

Ref	Claim #	Transferred	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
16	10773	No	Aerovias de México, S.A. de C.V.	NA, YEOJIN 417/1102 70,DOLMI-RO,OKPO-EUP,DAEGU DAEGU, 42974, SOUTH KOREA	0.00	0.00	0.00	128,294.06	128,294.06 Unknown	No
	Date Filed:	12/27/2020								
	Reduced Claim	10773			0.00	0.00	0.00	7,083,400.00	7,083,400.00 KRW	No
	Converted Claim	10773			0.00	0.00	0.00	5,896.95	5,896.95 USD	No
17	10775	No	Aerovias de México, S.A. de C.V.	NA, YEOJIN 417.1102 70,DOLMI-RO,OKPO-EUP,DAEGU DAEGU, 42974, SOUTH KOREA	0.00	0.00	0.00	128,294.06	128,294.06 Unknown	No
	Date Filed:	12/27/2020								
	Reduced Claim	10775			0.00	0.00	0.00	7,083,400.00	7,083,400.00 KRW	No
	Converted Claim	10775			0.00	0.00	0.00	5,896.95	5,896.95 USD	No
18	13147	No	Aerovias de México, S.A. de C.V.	SHIN, A-YOUNG NAMDONG-GU, INCHEON, REPUBLIC OF KOREA 18-4, GUWOLMAL-RO 103BEON-GIL GWONWELLEUM APT. 403HO IN CHEON 21542, SOUTH KOREA	0.00	0.00	0.00	9,126,544.01	9,126,544.01 Unknown	No
	Date Filed:	1/13/2021								
	Reduced Claim	13147			0.00	0.00	0.00	1,203,100.00	1,203,100.00 KRW	No
	Converted Claim	13147			0.00	0.00	0.00	1,001.58	1,001.58 USD	No

Reduced Claim Totals	Count:	Unknown	17	0.00	0.00	0.00	20,914,100,059.95	20,914,100,059.95
		USD	1	0.00	0.00	0.00	59,400.00	59,400.00