

Objection Deadline: September 1, 2021

DE LA VEGA & MARTINEZ ROJAS S.C.
Guillermo Gonzalez Camarena 1100, Piso 7
Santa Fe, Álvaro Obregón
01210, Mexico City, Mexico
Telephone: (52)(55)41632100

*Special Labor Counsel to the Debtors
and Debtors in Possession*

**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)

**FIRST MONTHLY FEE STATEMENT OF DE LA VEGA & MARTINEZ
ROJAS S.C. FOR COMPENSATION FOR SERVICES AND
REIMBURSEMENT OF EXPENSES INCURRED AS SPECIAL MEXICAN
COUNSEL TO THE DEBTORS AND DEBTORS IN POSSESSION FOR THE
PERIOD FROM APRIL 30, 2021 THROUGH MAY 31, 2021**

Name of Applicant	De la Vega & Martinez Rojas, S.C.
Applicant's Role in Case	Special Labor Counsel to Grupo Aeroméxico, S.A.B. de C.V., et al.,
Date Order of Employment Signed	July 21, 2021 <i>nunc pro tunc</i> to April 30, 2020
Period for which compensation and reimbursement is sought	April 30, 2021 through May 31, 2021

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; 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.

Summary of Total Fees and Expenses Requested	
Total compensation requested in this statement	<p>\$85,486.20 (\$73,695.00 in fees plus Value Added Tax (16%) in \$11,791.20)</p> <p>80% of the total compensation is \$68,388.96 (\$58,956.00 in fees plus Value Added Tax of \$9,432.96)</p>
Total reimbursement requested in this statement	\$116.00
Total compensation and reimbursement requested in this statement	\$68,504.96 (\$58,956.00 in fees plus Value Added Tax of \$9,432.96)
<p>This is a(n): <input checked="" type="checkbox"/> Monthly Application <input type="checkbox"/> Interim Application <input type="checkbox"/> Final Application</p>	

1. Pursuant to sections 327, 330, and 331 of chapter 11 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the

“**Bankruptcy Rules**”), Rule 2016-1 of the Local Bankruptcy Rules for the United States Bankruptcy Court for the Southern District of New York (the “**Local Rules**”), the United States Trustee’s *Guidelines for Reviewing Applications for Compensation and Reimbursement of Expense filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases*, effective as of November 1, 2013 (the “**U.S. Trustee Guidelines**”), the *Order Authorizing the Employment and Retention of De la Vega & Martinez Rojas, S.C. as Special Labor Counsel for the Debtors Nunc Pro Tunc to April 30, 2021* (the “**Retention Order**”), and the *Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing Procedures for Monthly and Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated June 30, 2020 [Docket No. 360] (the “**Interim Compensation Order**”), De la Vega & Martinez Rojas S.C. (“**De la Vega & Martinez Rojas**”), special labor counsel for the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”), submits this *Monthly Statement of Services Rendered and Expenses Incurred for the Period from April 30, 2021 through May 31, 2021* (this “**Fee Statement**”).² By this Fee Statement, De la Vega & Martinez Rojas seeks (i) compensation in the amount of **\$68,388.96 (\$58,956.00 in fees plus Value Added Tax of \$9,432.96)** which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that De la Vega & Martinez Rojas incurred in connection with such services during the Fee Period (i.e., **\$85,486.20 (\$73,695.00 in fees plus Value Added Tax (16%) in \$11,791.20)**) and (ii) payment of \$116.00 for the actual, necessary expenses that De la Vega & Martinez Rojas incurred in connection with such services during the Fee Period.

² The period from April 30, 2021 through and including May 31, 2021, is referred to herein as the “**Fee Period.**”

Itemization of Services Rendered and Disbursements Incurred

2. Attached hereto as **Exhibit A** is a chart of the number of hours expended and fees incurred (on an aggregate basis) by De la Vega & Martinez Rojas partners, associates, paraprofessionals and case clerks during the Fee Period with respect to each of the project categories De la Vega & Martinez Rojas established in accordance with its internal billing procedures. As reflected in **Exhibit A**, De la Vega & Martinez Rojas incurred **\$85,486.20** in fees during the Fee Period. Pursuant to this Fee Statement, De la Vega & Martinez Rojas seeks reimbursement for 80% of such fees, totaling **\$68,388.96 (\$58,956.00 in fees plus Value Added Tax of \$9,432.96)**.

4. Attached hereto in **Exhibit B** is a chart of De la Vega & Martinez Rojas professionals and paraprofessionals, including the standard hourly rate for each attorney and paraprofessional who rendered services to the Debtors in connection with these chapter 11 cases during the Fee Period and the title, hourly rate, aggregate hours worked and the amount of fees earned by each professional. The blended hourly billing rate of attorneys for all services provided during the Fee Period is **\$315**.³

5. Attached hereto as **Exhibit C** is a chart of expenses that De la Vega & Martinez Rojas incurred or disbursed in the amount of \$116.00 in connection with providing professional services to the Debtors during the Fee Period. These expense amounts are intended to cover De la Vega & Martinez Rojas' direct operating costs, which costs are not incorporated into De la Vega & Martinez Rojas' hourly billing rates. Only the clients for whom the services are actually used are separately charged for such services. The effect of including such expenses as part of

³ The blended hourly billing rate of **\$315** for attorneys is derived by dividing the total hourly rate for attorneys by the number of attorneys.

the hourly billing rates would unfairly impose additional cost upon clients who do not require extensive photocopying, delivery and other services

6. Attached hereto as **Exhibit D** are the time records of De la Vega & Martinez Rojas for the Fee Period organized by project category with a daily time log describing the time spent by each attorney and other professional during Fee Period as well as an itemization of expenses.

Notice and Objection Procedures

7. Notice of this Fee Statement shall be served by hand or overnight delivery upon (i) Grupo Aeroméxico, S.A.B. de C.V., Paseo de la Reforma No. 243, piso 25 Colonia Cuauhtémoc, Mexico City, C.P. 06500, Attn.: Daniel Martinez Martínez and Patricia Bobadilla, Email: dmartinezm@aeromexico.com, mbobadilla@aeromexico.com; (ii) counsel to the Debtors, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017, Attn.: Timothy Graulich and Stephen Piraino, Email: timothy.graulich@davispolk.com, stephen.piraino@davispolk.com; (iii) counsel to the Committee, Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019, Attn.: Brett Miller, Todd Goren, Erica Richards and Benjamin Butterfield, Email: brettmiller@mofocom, tgoren@mofocom, erichards@mofocom, bbutterfield@mofocom; (iv) the Office of the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014, Attn.: Andrea Beth Schwartz, Email: andrea.b.schwartz@usdoj.gov; and (v) Counsel to the DIP Lender, Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, NY 10006, Attn.: Richard J. Cooper, Luke A. Barefoot, Thomas S. Kessler, Email: rcooper@cgsh.com, lbarefoot@cgsh.com, tkessler@cgsh.com (collectively, the “**Notice Parties**”).

8. Objections to the Fee Statement, if any, must be served upon the Notice Parties no later than **September 1, 2021** (the “**Objection Deadline**”), setting forth the nature of the objection and specific amount of fees and expenses at issue.

9. The Debtors will provide notice of this Fee Statement in accordance with the Interim Compensation Order. The Debtors submit that no other or further notice be given.

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WHEREFORE, De la Vega & Martinez Rojas, in connection with services rendered on behalf of the Debtors, respectfully requests (i) compensation in the amount of **\$68,388.96 (\$58,956.00 in fees plus Value Added Tax of \$9,432.96)** which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that De la Vega & Martinez Rojas incurred in connection with such services during the Fee Period (i.e., **\$85,486.20 (\$73,695.00 in fees plus Value Added Tax (16%) in \$11,791.20)**) and (ii) payment of \$116.00 for the actual, necessary expenses that De la Vega & Martinez Rojas incurred in connection with such services during the Fee Period..

Dated: August 17, 2021
Mexico City, Mexico

DE LA VEGA & MARTINEZ ROJAS, S.C.

/s/ Ricardo Luis Martinez Rojas
Ricardo Luis Martinez Rojas
Guillermo Gonzalez Camarena 1100, 7th Floor
Santa Fe, Álvaro Obregón
01210, Mexico City, Mexico
Telephone: (52)(55)41632100

*Special Labor Counsel to the Debtors and Debtors
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