

THIS OBJECTION SEEKS TO DISALLOW, EXPUNGE, MODIFY, REDUCE, AND/OR RECLASSIFY CERTAIN FILED PROOFS OF CLAIM. PARTIES RECEIVING THIS NOTICE OF THE DEBTORS' TWENTY-FOURTH OMNIBUS CLAIMS OBJECTION TO PROOFS OF CLAIM SHOULD REVIEW THE OMNIBUS OBJECTION TO SEE IF THEIR NAME(S) AND/OR CLAIM(S) ARE LOCATED IN THE OMNIBUS OBJECTION AND/OR THE EXHIBITS AND SCHEDULES ATTACHED THERETO TO DETERMINE WHETHER THIS OBJECTION AFFECTS THEIR CLAIM(S).

IF YOU HAVE QUESTIONS, PLEASE CONTACT GRUPO AEROMÉXICO'S COUNSEL, DAVIS POLK & WARDWELL LLP, AT aeromexicloclaims@dpw.com, RICHARD J. STEINBERG (richard.steinberg@davispolk.com or +1-646-460-1954), OR MOSHE MELCER (moshe.melcer@davispolk.com or +1-732-606-3155).

**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)

**NOTICE OF HEARING ON DEBTORS' TWENTY-FOURTH OMNIBUS CLAIMS
OBJECTION TO PROOFS OF CLAIM (INSUFFICIENT DOCUMENTATION CLAIMS)**

PLEASE TAKE NOTICE that, on October 4, 2021, Grupo Aeroméxico, S.A.B. de C.V. ("Grupo Aeroméxico") and its affiliates that are debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the "**Debtors**") filed their *Twenty-Fourth Omnibus Claims Objection to Proofs of Claim (Insufficient Documentation Claims)* (the "**Objection**") with the United States Bankruptcy Court for the Southern District of New York (the "**Bankruptcy Court**").

The Objection is annexed hereto as **Exhibit A**. The Objection requests that the Bankruptcy Court disallow and expunge one or more of your Claims² listed on Schedule 1 to Exhibit 1 of the

¹ The Debtors in these cases, along with the last four digits of 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 Each capitalized term used herein but not otherwise defined herein shall have the meaning ascribed to it in the Objection.

Objection annexed hereto on the grounds that such claims (i) fail to provide sufficient documentation to establish their validity and (ii) are not supported by or consistent with the Debtors' books and records (the "**Insufficient Documentation Claims**"). Any Insufficient Documentation Claim that the Bankruptcy Court expunges and disallows will be treated as if it had not been filed and you will not be entitled to any distribution on account thereof.

PLEASE TAKE FURTHER NOTICE that the *Court-Ordered Omnibus Claims Hearing Procedures* [ECF No. 904] (the "**Omnibus Claims Hearing Procedures**"), annexed hereto as **Exhibit B**, apply and govern the Objection to your Proof(s) of Claim. The Omnibus Claims Hearing Procedures provide for certain mandatory actions by a claimant within certain time periods. Therefore, please review the Omnibus Claims Hearing Procedures carefully. Failure to comply with the Omnibus Claims Hearing Procedures may result in the disallowance and expungement of a Proof of Claim without further notice to a claimant.

If you do NOT oppose the disallowance and expungement of your Claim(s) listed on Schedule 1 to Exhibit 1 of the Objection, then you do NOT need to file a written response to the Objection and you do NOT need to appear at the Hearing (as defined below).

If you DO oppose the disallowance and expungement of your Claim(s) listed on Schedule 1 to Exhibit 1 of the Objection, then you MUST file with the Bankruptcy Court and serve on the parties listed below a written response to the Objection (a "**Response**") so that it is received on or before **November 4, 2021 at 4:00 p.m. (prevailing Eastern Time)** (the "**Response Deadline**").

Your Response, if any, must contain at a minimum the following: (i) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number, and title of the Objection to which the response is directed; (ii) the name of the claimant and description of the basis for the amount of the Claim; (iii) a concise statement setting forth the reasons why the Claim should

not be disallowed and expunged for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which you will rely in opposing the Objection; (iv) all documentation or other evidence of the Claim, to the extent not included with the Proof of Claim previously filed with the Bankruptcy Court, upon which you will rely in opposing the Objection; (v) the address(es) to which the Debtors must return any reply to your Response, if different from that presented in the Proof of Claim; and (vi) the name, address, and telephone number of the person (which may be you or your legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the Claim on your behalf.

The Bankruptcy Court will consider a Response only if the Response is timely filed, served, and received. A Response will be deemed timely filed, served, and received only if prior to the Response Deadline, the Response is (a) filed electronically with the Bankruptcy Court on the docket of *In re Grupo Aeroméxico, S.A.B. de C.V., et al.*, Case No. 20-11563 (SCC), in accordance with the Bankruptcy Court's General Order M-399 (available on the Bankruptcy Court's website at <http://www.nysb.uscourts.gov>), by registered users of the Bankruptcy Court's electronic case filing ("ECF") system, (b) sent to the chambers of the Honorable Judge Shelley C. Chapman, United States Bankruptcy Court, One Bowling Green, New York, New York 10004; and (c) served (via email or otherwise) so as to be actually received on or before the Response Deadline upon (i) Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Timothy Graulich (timothy.graulich@davispolk.com), Stephen D. Piraino (stephen.piraino@davispolk.com), Erik P. Jerrard (erik.jerrard@davispolk.com), and Richard J. Steinberg (richard.steinberg@davispolk.com)), counsel to the Debtors; and (iii) Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, New York 10019 (Attn: Brett H. Miller (bmiller@willkie.com), Todd M. Goren (tgoren@willkie.com), Craig Damast (cdamast@willkie.com), and Debra M.

Sinclair (dsinclair@willkie.com)), counsel to the Official Committee of Unsecured Creditors appointed in these cases.

Except as otherwise permitted under the Omnibus Claims Hearing Procedures, a hearing (the “Hearing”) will be held on **November 16, 2021 at 11:00 a.m. (prevailing Eastern Time)**, to consider the Objection. The Hearing will be held in the United States Bankruptcy Court for the Southern District of New York. If you file a written Response to the Objection, you should plan to appear at the Hearing. The Debtors, however, reserve the right to continue the Hearing on the Objection with respect to your Claim(s). If the Debtors do continue the Hearing with respect to your Claim(s), then the Hearing will be held at a later date. If the Debtors do not continue the Hearing with respect to your Claim(s), then the Hearing on the Objection will be conducted on the above date.

The Debtors have the right to object to your Claim(s) listed on Schedule 1 to Exhibit 1 of the Objection (or to any other Claims you may have filed) at a later date on grounds not asserted in the Objection unless the Bankruptcy Court disallows and expunges your Claim(s). You will receive a separate notice of any such objection.

Responding parties shall attend the Hearing telephonically so long as General Order M-543 is in effect or unless otherwise ordered by the Bankruptcy Court. You may participate in the Hearing telephonically by making arrangements through CourtSolutions, LLC (www.court-solutions.com). Instructions to register for CourtSolutions, LLC are attached to General Order M-543.³

³ A copy of General Order M-543 can be obtained by visiting <http://www.nysb.uscourts.gov/news/court-operations-under-exigent-circumstances-created-covid-19>.

If you wish to view the complete Objection, you can do so for free at
<https://dm.epiq11.com/aeromexico>. **CLAIMANTS SHOULD NOT CONTACT THE CLERK
OF THE BANKRUPTCY COURT TO DISCUSS THE MERITS OF THEIR CLAIMS.**

Dated: October 4, 2021
New York, New York

DAVIS POLK & WARDWELL LLP

By: /s/ Timothy Graulich
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New York, New York 10017
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Marshall S. Huebner
Timothy Graulich
James I. McClammy
Stephen D. Piraino
Erik Jerrard (admitted *pro hac vice*)

*Counsel to the Debtors
and Debtors in Possession*

Exhibit A

Objection

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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)

**DEBTORS' TWENTY-FOURTH OMNIBUS CLAIMS OBJECTION
TO PROOFS OF CLAIM (INSUFFICIENT DOCUMENTATION CLAIMS)**

* * *

TO THE CLAIMANTS LISTED ON THE SCHEDULES ATTACHED TO THE PROPOSED ORDER (ATTACHED HERETO AS EXHIBIT 1): YOUR RIGHTS MAY BE AFFECTED BY THIS OBJECTION AND BY ANY FURTHER OBJECTION(S) THAT MAY BE FILED BY THE DEBTORS. THE RELIEF SOUGHT HEREIN IS WITHOUT PREJUDICE TO THE DEBTORS' RIGHTS TO PURSUE FURTHER SUBSTANTIVE OR NON-SUBSTANTIVE OBJECTIONS AGAINST THE CLAIMS LISTED ON THE SCHEDULES ATTACHED TO THE PROPOSED ORDER. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON THE SCHEDULES ATTACHED TO THE PROPOSED ORDER.

* * *

Grupo Aeroméxico S.A.B. de C.V. (“**Grupo Aeroméxico**”) and its affiliates that are debtors and debtors in possession in these proceedings (collectively, the “**Debtors**”) hereby file this *Twenty-*

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.

Fourth Omnibus Claims Objection to Proofs of Claim (Insufficient Documentation Claims) (the “**Objection**”), pursuant to the *Order Approving (I) Omnibus Claims Objection Procedures, (II) Omnibus Claims Settlement Procedures and (III) Omnibus Claims Hearing Procedures* [ECF No. 904] (the “**Claims Objections Procedures Order**”). This Objection is supported by the *Declaration of Ricardo Javier Sánchez Baker in Support of the Twenty-Fourth Omnibus Claims Objection to Proofs of Claim (Insufficient Documentation Claims)* (the “**Sánchez Declaration**”), attached hereto as **Exhibit 2** and incorporated herein by reference. In further support of the Objection, the Debtors respectfully state as follows:

Relief Requested

1. By this Objection, and pursuant to sections 105 and 502 of title 11 of the United States Code (the “**Bankruptcy Code**”), rule 3007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and the Claims Objections Procedures Order, the Debtors seek entry of an order, substantially in the form attached hereto as **Exhibit 1** (the “**Proposed Order**” and, if entered, the “**Order**”), disallowing and expunging each of the claims identified on Schedule 1 to the Proposed Order (the “**Insufficient Documentation Claims**”), as set forth therein.²

Jurisdiction and Venue

2. The United States Bankruptcy Court for the Southern District of New York (the “**Court**”) has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the *Amended Standing Order of Reference M-431*, dated January 31, 2012 (Preska, C.J.). This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and, pursuant to Bankruptcy Rule 7008, the Debtors consent to entry of a final order by the Court in connection with this Objection to the extent that it is

² Schedule 1 to the Proposed Order is incorporated herein by reference.

later determined that the Court, absent consent of the parties, cannot enter a final order or judgment consistent with Article III of the United States Constitution.

3. The legal predicates for the relief requested herein are sections 105 and 502 of the Bankruptcy Code, and Bankruptcy Rule 3007.

4. Venue is proper before the Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Background

A. General Background

5. On June 30, 2020 (the “**Petition Date**”), the Debtors each commenced in this Court a voluntary case (the “**Chapter 11 Cases**”) under chapter 11 of title 11 of the United States Code. The Debtors are authorized to continue to operate their businesses and manage their properties as debtors in possession pursuant to Bankruptcy Code §§ 1107(a) and 1108.

6. The Debtors’ Chapter 11 Cases are being jointly administered for procedural purposes only pursuant to Bankruptcy Rule 1015(b).

7. On July 13, 2020, the United States Trustee formed an Official Committee of Unsecured Creditors (the “**Creditors’ Committee**”) in the Chapter 11 Cases. No trustee or examiner has been appointed in the Chapter 11 Cases.

8. The Court entered a (i) *Final Order Authorizing (I) Debtors to Honor Prepetition Obligations to Customers and Related Third Parties and to Otherwise Continue Customer Programs, (II) Relief from Stay to Permit Setoff in Connection with the Customer Programs and (III) Financial Institutions to Honor and Process Related Checks and Transfers* [ECF No. 205] (the “**Customer Programs Order**”); (ii) *Final Order Authorizing (I) Debtors to Pay Certain Prepetition Taxes, Governmental Assessments and Fees and (II) Financial Institutions to Honor and Process Related Checks and Transfers* on July 29, 2020 [ECF No. 206] (the “**Taxes Order**”); (iii) *Final*

Order Authorizing (I) Debtors to (A) Pay Prepetition Wages, Salaries, Employee Benefits and Other Compensation and (B) Maintain Employee Benefits Programs and Pay Related Administrative Obligations, (II) Employees and Retirees to Proceed With Outstanding Workers' Compensation Claims And (III) Financial Institutions to Honor and Process Related Checks and Transfers on July 30, 2020 [ECF No. 216] (the “**Wages Order**”); and (iv) *Final Order Authorizing (I) Payment of Certain Prepetition Claims of Critical Vendors and Foreign Vendors and (II) Financial Institutions to Honor and Process Related Checks and Transfers* on August 20, 2020 [ECF No. 309] (the “**Critical Vendors Order**” and together with the Customer Programs Order, Taxes Order, and Wages Order, the “**First Day Orders**”).

9. Detailed information regarding the Debtors' business, capital structure, and the circumstances leading to the commencement of these Chapter 11 Cases, is set forth in the *Declaration of Ricardo Javier Sánchez Baker in Support of the Debtors' Chapter 11 Petitions and First Day Pleadings* [ECF No. 20], filed with the Court on the Petition Date.

B. Claims Resolution Process in the Chapter 11 Cases

10. On July 2, 2020, the Court entered an *Order Authorizing Debtors to Retain and Employ Epiq Corporate Restructuring, LLC as Claims and Noticing Agent Nunc Pro Tunc to the Petition Date* [ECF No. 47], thereby appointing Epiq Corporate Restructuring, LLC (“**Epiq**”) as the Debtors' claims and noticing agent in these Chapter 11 Cases.

11. On August 25, 2020, the Debtors filed their respective schedules of assets and liabilities [ECF Nos. 326, 328, 330, 332] and statements of financial affairs [ECF Nos. 327, 329, 331, 333] (collectively, the “**Chapter 11 Schedules**” and “**Statements**,” respectively). On August 28, 2020, the Debtors filed an amendment to the Statement filed by Debtor Aerovías de México, S.A. de C.V. [ECF No. 342]. The Debtors filed amendments to certain of the Debtors' Chapter 11

Schedules on December 17, 2020 [ECF Nos. 737–40] as well as on January 15, 2021 [ECF Nos. 808–10].

12. On November 18, 2020, the Court entered an *Order (I) Establishing Deadline for Filing Proofs of Claim and Procedures Relating Thereto and (II) Approving the Form and Manner of Notice Thereof* [ECF No. 648] (the “**Bar Date Order**”) establishing January 15, 2021 at 5:00 p.m. (prevailing Pacific Time) as the General Bar Date (as defined in the Bar Date Order) (the “**Bar Date**”).

13. On December 11, 2020, Epiq duly served the *Notice of Deadline Requiring Filing of Proofs of Claim on or Before January 15, 2021* [ECF No. 778] (the “**Bar Date Notice**”). Between December 14, 2020 and December 16, 2020, the Debtors caused the Bar Date Notice to be published in the *New York Times International Edition*, the *New York Times*, and the *Wall Street Journal*. See Noblesala Aff., ECF No. 759; Noblesala Aff., ECF No. 760; Bell Aff., ECF No. 761.

14. In the ordinary course of business, the Debtors maintain books and records (the “**Books and Records**”) that reflect, among other things, the Debtors’ liabilities and the amounts thereof owed to their creditors.

15. The Debtors’ claims register (the “**Claims Register**”), prepared and maintained by Epiq, reflects that approximately 6,053 proofs of claim (collectively, the “**Proofs of Claim**”) have been filed in the Chapter 11 Cases asserting claims against the Debtors (each a “**Claim**,” and collectively, the “**Claims**”). The Debtors and their advisors are continuing to comprehensively review and reconcile all Claims, including both the Claims listed on the Debtors’ Chapter 11 Schedules and the Claims asserted in the Proofs of Claim (including any supporting documentation) filed in the Chapter 11 Cases. The Debtors and their advisors are also comparing the Claims

asserted in the Proofs of Claims with the Debtors' Books and Records to determine the validity of the asserted Claims.

16. This reconciliation process includes identifying particular categories of Claims that the Debtors believe should be modified, reduced, reclassified, disallowed, and/or expunged. To avoid a possible double recovery or otherwise improper recovery by claimants, the Debtors will continue to file omnibus objections to such categories of Claims if and where warranted. This Objection is one such omnibus objection.

17. On February 17, 2021, the Court entered the Claims Objections Procedures Order [ECF No. 904]. Subsequently, the Court has sustained 18 omnibus claims objections filed by the Debtors in accordance the Claims Objections Procedures Order. *See* ECF Nos. 1086–87, 1102, 1207–08, 1403–04, 1575, 1577–78, 1580–85, 1755, 1771.

18. The Debtors submit that this Objection, and the notice provided to claimants in connection hereto, are consistent with the Claims Objections Procedures Order, the Bankruptcy Code, and the Bankruptcy Rules.

C. Insufficient Documentation Claims

19. On or about August 5, 2021, the Debtors, in consultation with their advisors, and through Epiq, sent correspondence (the “**Documentation Letter Request**”)³ to each claimant who filed an Insufficient Documentation Claim (“**Insufficient Documentation Claimant**”) (i) notifying such claimants that, based on a review the Debtors' Books and Records and each Insufficient Documentation Claim (including any supporting documentation submitted therewith), the Debtors are unable to verify the validity of their Claim(s) and (ii) requesting that each Insufficient Documentation Claimant submit additional information and/or documentation in support of its

³ Epiq sent the Documentation Letter Request to the applicable claimants in English and Spanish.

Claim. The Claims of claimants that responded to the Debtors' Documentation Letter Request are not included on Schedule 1 to the Proposed Order, and are not subject to this Objection.

Basis for Relief

20. Pursuant to section 101 of the Bankruptcy Code, a creditor holds a claim against a bankruptcy estate only to the extent that (a) it has a "right to payment" for the asserted liabilities and (b) the claim is otherwise allowable. 11 U.S.C. §§ 101(5) and 101(10).

21. When asserting a claim against a bankrupt estate, a claimant must allege facts that, if true, would support a finding that the debtor is legally liable to the claimant. *See In re Lehman Bros. Holdings, Inc.*, 602 B.R. 564, 574 (Bankr. S.D.N.Y. 2019); *In re Int'l Match Corp.*, 69 F.2d 73, 76 (2d Cir. 1934) (finding that a proof of claim should at least allege facts from which legal liability can be seen to exist). Where the claimant alleges sufficient facts to support its claim, its claim is afforded *prima facie* validity. *See In re Lehman Bros.*, 602 B.R. at 574. A party wishing to dispute such a claim must produce evidence in sufficient force to negate the claim's *prima facie* validity. *See In re Dreier LLP*, 544 B.R. 760, 766 (Bankr. S.D.N.Y. 2016), *aff'd*, No. 08-15051 (SMB), 2016 WL 3920358 (S.D.N.Y. July 15, 2016), *aff'd*, 683 F. App'x 78 (2d Cir. 2017) (quoting *Creamer v. Motors Liquidation Co. GUC Trust (In re Motors Liquidation Co.)*, No. 12 CIV. 6074 (RJS), 2013 WL 5549643, at *3 (S.D.N.Y. Sept. 26, 2013) (in turn quoting *In re Allegheny Int'l, Inc.*, 954 F.2d 167, 173 (3d Cir. 1992))). In practice, the objecting party must produce evidence that would refute at least one of the allegations essential to the claim's legal sufficiency. *See In re Dreier*, 544 B.R. at 766. Once the objecting party produces such evidence, the burden shifts back to the claimant to prove the validity of his or her claim by a preponderance of the evidence. *See id.*

22. A court should not deem a claim to be allowable if it is "unenforceable against the debtor and property of the debtor, under any agreement or applicable law." 11 U.S.C. § 502(b)(1).

A debtor may file an omnibus claims objection if all the claims being objected to fall under one of several listed categories, including claims that “[t]he Proof of Claim fails to specify sufficiently the basis for the claim or provide sufficient supporting documentation for such claim.” Claims Obj. Proc. Order, ¶ 2(a)(ii), ECF No. 904; *see also* Fed. R. Bankr. P. 3007(d)(5).

Objection

23. The Debtors object to the Claims listed on Schedule 1 to the Proposed Order (**Schedule 1**) and request that each such Insufficient Documentation Claim be disallowed and expunged in its entirety. Based on a review of the Insufficient Documentation Claims and the supporting documentation provided in connection therewith (if any), the Debtors have determined that each Insufficient Documentation Claim “fails to specify sufficiently the basis for the claim or provide sufficient supporting documentation for such claim.” Claims Obj. Proc. Order, ¶ 2(a)(ii), ECF No. 904.

24. Without providing sufficient information or documentation to allow the Debtors to reconcile the proofs of claim, the Insufficient Documentation Claims fail to satisfy the requirements for a proof of claim. Although the Debtors have attempted to compare the Insufficient Documentation Claims with their Books and Records, the Insufficient Documentation Claims do not contain enough information to allow the Debtors to determine what amount (if any) is valid and owed to the Insufficient Documentation Claimants by the Debtors. Nevertheless, in an effort to avoid filing an objection, nearly two months ago, the Debtors notified the Insufficient Documentation Claimants that their Claims were deficient and unverifiable, and requested that the Insufficient Documentation Claimants provide further information and/or documentation. This Objection does not seek to disallow or expunge the Claims of claimants that responded to the Debtors’ Documentation Letter Request.

25. In order to preserve the integrity and accuracy of the Claims Register, and to avoid Insufficient Documentation Claimants from improperly receiving recoveries on account of the Insufficient Documentation Claims at the expense of the Debtors and other creditors, the Debtors respectfully request that each Insufficient Documentation Claim be disallowed and expunged in its entirety.

Separate Contested Matters

26. Each of the Claims and the Objection with respect thereto constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. The Debtors request that any order entered by this Court with respect to a request for disallowance and expungement herein shall be deemed a separate order with respect to each Claim.

Response to Omnibus Objections

27. To contest this Objection, a claimant must file and serve a written response to this Objection (a “**Response**”) so that it is received no later than the deadline set forth in the accompanying notice (the “**Response Deadline**”). All Responses shall be filed electronically with the Court on the docket of *In re Grupo Aeroméxico, S.A.B. de C.V., et al.*, Case No. 20-11563 (SCC), in accordance with the Court’s General Order M-399 (available on the Court’s website at <http://www.nysb.uscourts.gov>), by registered users of the Court’s electronic case filing (“**ECF**”) system, and served (via email or otherwise) so as to be actually received on or before the Response Deadline upon:

Davis Polk & Wardwell LLP
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New York, New York 10017
Attn: Timothy Graulich (timothy.graulich@davispolk.com)
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Richard J. Steinberg (richard.steinberg@davispolk.com)
Counsel to the Debtors

-and-

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Todd M. Goren (tgoren@willkie.com)
Craig Damast (cdamast@willkie.com)
Debra M. Sinclair (dsinclair@willkie.com)
Counsel to the Creditors' Committee.

28. Every Response to this Objection must contain, at a minimum, the following information:

- a. A caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number, and title of the Objection to which the response is directed;
- b. The name of the claimant and a description of the basis for the amount of the Claim;
- c. A concise statement setting forth the reasons why the Claim should not be disallowed, expunged, reduced, or reclassified for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which will be relied on in opposing the Objection;
- d. All documentation or other evidence of the Claim, to the extent not included with the Proof of Claim previously filed with the Bankruptcy Court, upon which will be relied on in opposing the Objection;
- e. The address(es) to which the Debtors must return any reply to the Response, if different from that presented in the Proof of Claim; and
- f. The name, address, and telephone number of the person (which may be the claimant or their legal representative) possessing ultimate authority to reconcile, settle, or otherwise resolve the Claim on the claimant's behalf.

29. If a claimant fails to file and serve a timely Response by the Response Deadline, the Debtors may present to the Court an appropriate order disallowing and expunging their Claim(s), without further notice or a hearing.

Reservation of Rights

30. The Debtors expressly reserve the right to amend, modify, or supplement this Objection, including, without limitation, to modify the currency associated with each Claim set forth on Schedule 1. Moreover, should documentation and/or information be provided in support of any Insufficient Documentation Claim at a later time, the Debtors expressly reserve the right to withdraw their objection to such Insufficient Documentation Claim or, if the Proposed Order has been entered prior to the Debtors' receipt of such supporting information and/or documentation, seek relief from the Order. Unless the Insufficient Documentation Claims are disallowed and expunged, the Debtors reserve their right (i) to object to the Insufficient Documentation Claims on any other grounds that the Debtors discover or elect to pursue and/or (ii) to assert substantive and/or one or more additional non-substantive objections at a later time.

31. Notwithstanding anything contained in this Objection or the exhibits or schedules attached hereto, nothing herein shall be construed as a waiver of any rights that the Debtors may have to (i) commence avoidance actions under the applicable sections of the Bankruptcy Code, including, but not limited to, sections 547 and 548 of the Bankruptcy Code, against the claimants subject to this Objection, (ii) enforce the Debtors' rights of setoff against the claimants relating to such avoidance actions, or (iii) seek disallowance pursuant to section 502(d) of the Bankruptcy Code of Claims of the claimants that are subject to such avoidance actions.

Notice

32. Notice of this Objection will be given to (i) the United States Trustee for the Southern District of New York; (ii) each party listed on Schedule 1; (iii) each party listed in paragraph 2(h) of the Claims Objections Procedures Order; and (iv) all parties requesting notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, under the circumstances, no other or further notice is required.

No Prior Request

33. The Debtors have not previously sought the relief requested herein from the Court or any other court.

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WHEREFORE, the Debtors respectfully request entry of the Proposed Order, substantially in the form attached hereto as **Exhibit 1**, granting the relief requested herein, and such other and further relief as the Court deems just and proper.

Dated: October 4, 2021
New York, New York

DAVIS POLK & WARDWELL LLP

By: /s/ Timothy Graulich

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Erik Jerrard (admitted *pro hac vice*)

*Counsel to the Debtors
and Debtors in Possession*

Exhibit 1 to Objection

Proposed 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' TWENTY-FOURTH OMNIBUS CLAIMS
OBJECTION TO PROOFS OF CLAIM (INSUFFICIENT DOCUMENTATION 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 disallow and expunge 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 Objection; and the Court having the opportunity to hold a hearing on the Objection; and the Court having determined that the legal and factual bases set forth

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

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:

2. The Objection is hereby granted as set forth herein.
3. The Insufficient Documentation Claims identified on **Schedule 1** annexed hereto are hereby disallowed and expunged in their entirety.
4. This Order shall be deemed a separate Order with respect to each Insufficient Documentation Claim identified on **Schedule 1** annexed hereto. 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

Insufficient Documentation Claims

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
1	14364	Aerovías de México, S.A. de C.V.	ALTAMIRANO JUAREZ, HECTOR E ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	299.27	299.27 USD	No
	Date Filed:	1/13/2021							
2	20267	Aerovías de México, S.A. de C.V.	BIVESTOUR AGENCIA DE VIAJES PLAZA COMPOSTELA 4 BAJO VIGO PO 36201 SPAIN	0.00	0.00	0.00	1,706.00	1,706.00 USD	No
	Date Filed:	1/15/2021							
3	14477	Aerovías de México, S.A. de C.V.	BON VOYAGE TRAVEL 4229 ROCKY FORD DR LOVELAND CO 80538	0.00	0.00	0.00	1,383.30	1,383.30 USD	No
	Date Filed:	1/15/2021							
4	14507	Aerovías de México, S.A. de C.V.	BORUKHIN, STEVEN 3 W 35TH ST, 8TH FL NEW YORK NY 10001	0.00	0.00	0.00	1,608.00	1,608.00 USD	No
	Date Filed:	1/15/2021							
5	14392	Aerovías de México, S.A. de C.V.	BROJAK, MIKE ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	132.60	132.60 USD	No
	Date Filed:	12/17/2020							
6	167	Aerovías de México, S.A. de C.V.	BURGOS, ELVIA 11420 NE 43RD AVE VANCOUVER WA 98686	0.00	0.00	0.00	1,191.46	1,191.46 USD	No
	Date Filed:	12/15/2020							
7	10484	Aerovías de México, S.A. de C.V.	CARNERO, MARIELA 139 SPANNER ST MONROVIA CA 91016	0.00	0.00	0.00	400.00	400.00 USD	No
	Date Filed:	12/10/2020							
8	10363	Aerovías de México, S.A. de C.V.	CARREON, MELISSA 131 BUNA PL VISTA CA 92084	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	12/21/2020							
9	20134	Aerovías de México, S.A. de C.V.	CASTILLO, GEORGINA SACHEZ 3240 MIDDLEFIELD RD, APT 4 MENLO PARK CA 94025	0.00	0.00	0.00	1,358.80	1,358.80 USD	Yes
	Date Filed:	1/15/2021							
10	14625	Aerovías de México, S.A. de C.V.	CAVALHO, CHRISTIAN 1820 SCENIC DR, #349 MODESTO CA 95355	0.00	0.00	0.00	3,441.56	3,441.56 USD	No
	Date Filed:	1/15/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
11	14372	Aerovías de México, S.A. de C.V.	CHEN, YUXUAN ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	254.25	254.25 USD	No
	Date Filed:	12/15/2020							
12	10493	Aerovías de México, S.A. de C.V.	CHOI, AASSBB #405, YG BLDG 29 INSADONG 4-GIL GUNG-GU SEOUL 03162 SOUTH KOREA	0.00	0.00	0.00	500.00	500.00 USD	No
	Date Filed:	1/15/2021							
13	14596	Aerovías de México, S.A. de C.V.	CHOI, CHEON HWAN 48, PYEONGNAE-RO 1101 -1005 NAMYANGJU-SI 12229 SOUTH KOREA	0.00	0.00	0.00	1,195.67	1,195.67 USD	No
	Date Filed:	1/10/2021							
14	12406	Aerovías de México, S.A. de C.V.	CHOI, DABIN 220, WIRYE-DAERO, HANAM-SI 103-603 GYEONGGI-DO, 13012 SOUTH KOREA	0.00	0.00	0.00	3,035.53	3,035.53 USD	No
	Date Filed:	1/14/2021							
15	14198	Aerovías de México, S.A. de C.V.	CHOI, SUNHYUNG SANHYEON-DONG 502 WOODEN PRUGIO 207-901 SIHEUNG-SI 14989 SOUTH KOREA	0.00	0.00	0.00	994.90	994.90 USD	No
	Date Filed:	1/14/2021							
16	20389	Aerovías de México, S.A. de C.V.	CONDOR VERDE TRAVEL AVENIDA UNIVERSIDAD 989 2 PISO CIUDAD DE MEXICO 03100 MEXICO	0.00	0.00	0.00	898.16	898.16 USD	No
	Date Filed:	1/15/2021							
17	14616	Aerovías de México, S.A. de C.V.	CONTRERAS, MARIA 940 S OXFORD AVE, #305 LOS ANGELES CA 90006	0.00	0.00	0.00	412.98	412.98 USD	No
	Date Filed:	1/15/2021							
18	14371	Aerovías de México, S.A. de C.V.	CORONA, IVAN ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	161.57	161.57 USD	No
	Date Filed:	12/10/2020							
19	10346	Aerovías de México, S.A. de C.V.	CRUZ, SILVIA 7856 WILBUR AVE RESEDA CA 91335	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	1/8/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
20	12170	Aerovías de México, S.A. de C.V.	DENAULT, JEAN-MARC 231 LEBAUDY GATINEAU QC J8V 2J9 CANADA	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	1/15/2021							
21	14369	Aerovías de México, S.A. de C.V.	DING, SHIYUE ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	149.60	149.60 USD	No
	Date Filed:	1/15/2021							
22	14373	Aerovías de México, S.A. de C.V.	DUAN, HUI ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	281.35	281.35 USD	No
	Date Filed:	1/15/2021							
23	14527	Aerovías de México, S.A. de C.V.	DZHEBKOVA, GERGANA 3253 D'HERELLE MONTREAL QC H1Z 2B2 CANADA	0.00	0.00	0.00	1,859.75	1,859.75 USD	No
	Date Filed:	12/11/2020							
24	10403	Aerovías de México, S.A. de C.V.	EDMOND, TRACY 43 MARCUS GARVEY BLVD, APT 6 BROOKLYN NY 11206	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	12/9/2020							
25	10336	Aerovías de México, S.A. de C.V.	ELACHKAR, ALI 1984 PARK GROVE AVE, UNIT 305 LOS ANGELES CA 90007	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	1/14/2021							
26	20352	Aerovías de México, S.A. de C.V.	FIRST NATIONAL TRAVEL 2730 N BERKELEY LAKE RD, B1300 DULUTH GA 30096	0.00	0.00	0.00	4,716.67	4,716.67 USD	No
	Date Filed:	1/17/2021							
27	14704	Aerovías de México, S.A. de C.V.	FLORIMONT, JACQUES 54 RUE HENRI POINCARÉ APPT101 ASNIERES 92600 FRANCE	0.00	0.00	0.00	595.76	595.76 USD	No
	Date Filed:	1/13/2021							
28	13480	Aerovías de México, S.A. de C.V.	FRAU, SANDRINE 15 RUE MALESHERBES LYON 69006 FRANCE	0.00	0.00	0.00	130.00	130.00 USD	No
	Date Filed:	1/15/2021							
29	14383	Aerovías de México, S.A. de C.V.	GAO, CHUNING ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	265.75	265.75 USD	No
	Date Filed:	1/13/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
30	13240	Aerovías de México, S.A. de C.V.	GEA DE LAS MERCEDES, 28 LOCALES 1-4 TORREMOLINES 29620 SPAIN	0.00	0.00	0.00	2,723.34	2,723.34 USD	Yes
	Date Filed:	1/15/2021							
31	14391	Aerovías de México, S.A. de C.V.	GERHARD, LISA ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	235.57	235.57 USD	No
	Date Filed:	1/4/2021							
32	20170	Aerovías de México, S.A. de C.V.	GIL-GOMEX, BERNARDO 978 NORTH OMNI DRIVE SALT LAKE CITY UT 84116	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	2/24/2021							
33	20526	Aerovías de México, S.A. de C.V.	GLOBALIA BUSINESS TRAVEL CARR DE LLUCMAJOR KM 21.5 S/N LLUCMAJOR ES 07620 SPAIN	0.00	0.00	0.00	853.78	853.78 USD	Yes
	Date Filed:	2/24/2021							
34	20527	Aerovías de México, S.A. de C.V.	GLOBALIA BUSINESS TRAVEL CARR DE LLUCMAJOR KM 21.5 S/N LLUCMAJOR ES 07620 SPAIN	0.00	0.00	0.00	649.48	649.48 USD	Yes
	Date Filed:	2/23/2021							
35	20525	Aerovías de México, S.A. de C.V.	GLOBALIA BUSSINES TRAVEL CARR DE LLUCMAJOR KM 21.5 S/N LLUCMAJOR ES 07620 SPAIN	0.00	0.00	0.00	578.14	578.14 USD	No
	Date Filed:	1/4/2021							
36	11545	Aerovías de México, S.A. de C.V.	GOFF, JEANNE LE 27 RUE DU COMMANDANT LE MINTIER 56000 VANNES, BR 27 FRANCE	0.00	0.00	0.00	989.58	989.58 USD	No
	Date Filed:	1/15/2021							
37	14450	Aerovías de México, S.A. de C.V.	GRAY, MARY 15 W CENTRAL PKWY CINCINNATI OH 45202	0.00	0.00	0.00	1,762.48	1,762.48 USD	No
	Date Filed:	1/15/2021							
38	14633	Aerovías de México, S.A. de C.V.	GUTIERREZ, JENNY 1244 RUBY LN CALIMESA CA 92320	0.00	0.00	0.00	3,013.60	3,013.60 USD	No
	Date Filed:	1/30/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
39	14757	Aerovías de México, S.A. de C.V.	HA, SANG JIN 1525 13TH ST FORT LEE NJ 07024	0.00	0.00	2,250.00	0.00	2,250.00 USD	No
	Date Filed:	1/15/2021							
40	14366	Aerovías de México, S.A. de C.V.	HAIQIAN, LIU ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	208.71	208.71 USD	No
	Date Filed:	1/27/2021							
41	14747	Aerovías de México, S.A. de C.V.	HAMBY, LAURA 3357 30TH ST SAN DIEGO CA 92104	0.00	0.00	0.00	507.00	507.00 USD	No
	Date Filed:	12/28/2020							
42	10920	Aerovías de México, S.A. de C.V.	HAN, JIYOON SEONUN-RO 55, 302DONG 202HO EGTHEI 3PARTS GWANGJU 62401 REPUBLIC OF KOREA	0.00	0.00	0.00	536.00	536.00 USD	No
	Date Filed:	1/15/2021							
43	14385	Aerovías de México, S.A. de C.V.	HANBURY, FLYNN CIARAN ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	165.76	165.76 USD	No
	Date Filed:	1/15/2021							
44	14388	Aerovías de México, S.A. de C.V.	HANBURY, MARK ANTHONY ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	165.76	165.76 USD	No
	Date Filed:	1/12/2021							
45	20256	Aerovías de México, S.A. de C.V.	HERNANDEZ, MARGARITA 3738 W 157TH ST MARKHAM IL 60428	0.00	0.00	0.00	791.54	791.54 USD	No
	Date Filed:	1/15/2021							
46	14390	Aerovías de México, S.A. de C.V.	HUGHES, CIARA LOUISE ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	165.76	165.76 USD	No
	Date Filed:	12/13/2020							
47	20106	Aerovías de México, S.A. de C.V.	HUITRON, ELVIA SAUCEDO MIGUEL NOREÑA 5 INTERIOR 4 COLONIA SAN JOSE INSURGENTES ALCALDIA BENITO JUAREZ CIUDAD DE MEXICO ME 03900 MEXICO	0.00	0.00	0.00	1,511.47	1,511.47 USD	Yes
	Date Filed:	1/14/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
48	20334	Aerovías de México, S.A. de C.V.	IGLESIAS, MIREYA ESTEVEZ PASEO STA MARIA DE LA CABEZA 47 3D MADRID ES 28045 SPAIN	0.00	0.00	0.00	507.02	507.02 USD	Yes
	Date Filed:	12/16/2020							
49	20121	Aerovías de México, S.A. de C.V.	INFANTE, PATRICIA 9402 17TH PL NE LAKE STEVENS WA 98258	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	1/15/2021							
50	14406	Aerovías de México, S.A. de C.V.	INTERGSA AV DES CELTES, 7 - KELTENLAAN 7 BRUSSELS 1040 BELGIUM	0.00	0.00	0.00	2,261.00	2,261.00 USD	No
	Date Filed:	1/11/2021							
51	12743	Aerovías de México, S.A. de C.V.	JANCARTHER VOYAGES FRENCH TRAVEL AGENCY 33 RUE VICTOR HUGO LYON 69002 FRANCE	0.00	0.00	0.00	1,032.47	1,032.47 USD	No
	Date Filed:	1/3/2021							
52	11454	Aerovías de México, S.A. de C.V.	JEONG, SEULGI 171, OMOK-RO, UIJEONGBU-SI, GYEONGGI-DO UIJEONGBU, 11805 REPUBLIC OF KOREA	0.00	0.00	0.00	446.01	446.01 USD	No
	Date Filed:	1/13/2021							
53	13592	Aerovías de México, S.A. de C.V.	JO, MYUNGSUN 784-1, HWAGOK 4-DONG GANGSEO-GU ROOM 403 SEOUL 07785 SOUTH KOREA	0.00	0.00	0.00	937.93	937.93 USD	No
	Date Filed:	1/6/2021							
54	11974	Aerovías de México, S.A. de C.V.	KAPEC VALEO COLTD #113 HOSANDONG-RO DALSEO-GU DAEGU 42709 SOUTH KOREA	0.00	0.00	0.00	707.00	707.00 USD	No
	Date Filed:	1/6/2021							
55	11978	Aerovías de México, S.A. de C.V.	KAPEC VALEO COLTD #113 HOSANDONG-RO DALSEO-GU DAEGU 42709 SOUTH KOREA	0.00	0.00	0.00	707.00	707.00 USD	No
	Date Filed:	1/15/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
56	14381	Aerovías de México, S.A. de C.V.	KARICHKINA, ALEKSANDRA ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	390.56	390.56 USD	No
	Date Filed:	12/15/2020							
57	10479	Aerovías de México, S.A. de C.V.	KIM, EUNSUN SOUTH KOREA SEOUL, SP 05832 SOUTH KOREA	0.00	0.00	0.00	1,000.00	1,000.00 USD	No
	Date Filed:	1/14/2021							
58	13884	Aerovías de México, S.A. de C.V.	KIM, HOYUN 1843, CHEONAN-DAERO CHEONAN KS002 SOUTH KOREA	0.00	0.00	0.00	442.77	442.77 USD	No
	Date Filed:	1/9/2021							
59	12269	Aerovías de México, S.A. de C.V.	KIM, JIHYO 312DONG, 2402HO, 8, BULDANG 25-RO SEOBUK-GU, CHUNGCHONGNAM-DO CHEONAN-SI 31156 SOUTH KOREA	0.00	0.00	0.00	955.72	955.72 USD	No
	Date Filed:	1/12/2021							
60	13091	Aerovías de México, S.A. de C.V.	KIM, JINHYOUNG 108-DONG 1604-HO 160 E-PYEONHANSESANG SSANGYONG-DAERO DONGNAM-GU CHEONAN-SI, CHUNGNAM 31147 REPUBLIC OF KOREA	0.00	0.00	0.00	1,014.61	1,014.61 USD	No
	Date Filed:	12/27/2020							
61	10747	Aerovías de México, S.A. de C.V.	KIM, MINYOUNG 401HO, 430-2 HAPJEONG-DONG MAPO-GU SEOUL 04022 SOUTH KOREA	0.00	0.00	0.00	699.00	699.00 USD	No
	Date Filed:	1/10/2021							
62	12408	Aerovías de México, S.A. de C.V.	KIM, SO EUN 220, WIRYE-DAERO, HANAM-SI, 103-603 GYEONGGI-DO 13012 SOUTH KOREA	0.00	0.00	0.00	3,035.53	3,035.53 USD	No
	Date Filed:	1/15/2021							
63	14288	Aerovías de México, S.A. de C.V.	KIM, SOONJAY 1603-1202 APT, #130 MISAGANGBYEONBUK-RO HANAM-SI 12911 SOUTH KOREA	0.00	0.00	0.00	2,027.00	2,027.00 USD	No
	Date Filed:	1/9/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
64	12268	Aerovías de México, S.A. de C.V.	KIM, YOUNGJUN 312DONG 2402HO, 8 BULDANG 25-RO, SEOBUK-GU CHEONAN-SI, CHUNGNAM 31156 SOUTH KOREA	0.00	0.00	0.00	955.72	955.72 USD	No
	Date Filed:	1/14/2021							
65	14146	Aerovías de México, S.A. de C.V.	KWAK, SOYEONG 101DONG 1203HO SANG-AM RD.11, SEON SA HYUNDAI APT. GANG DONG GU SEOUL 05240 SOUTH KOREA	0.00	0.00	0.00	552.12	552.12 USD	No
	Date Filed:	12/22/2020							
66	10607	Aerovías de México, S.A. de C.V.	LEE, KEEHYUN SEONGNAMRO 15 107-1803 DAEJEON-SI 34582 SOUTH KOREA	0.00	0.00	0.00	1,200.00	1,200.00 USD	No
	Date Filed:	1/20/2021							
67	669	Aerovías de México, S.A. de C.V.	LION TRAVEL SERVICE COLTD 151 SHITANRD NEIHU DIST TAIPEI 114 TAIWAN	0.00	0.00	0.00	53,585.00	53,585.00 USD	No
	Date Filed:	1/14/2021							
68	14066	Aerovías de México, S.A. de C.V.	MARRON, SANDRA 1805 MARION AVE NOVATO CA 94945	0.00	0.00	0.00	2,025.85	2,025.85 USD	No
	Date Filed:	1/4/2021							
69	225	Aerovías de México, S.A. de C.V.	MAUREEN, NICOLAS 20 ALLEE VAUBAN ISSY-LES-MOULINEAUX 92130 FRANCE	0.00	0.00	0.00	967.61	967.61 USD	No
	Date Filed:	1/13/2021							
70	13419	Aerovías de México, S.A. de C.V.	MILACHAY, JUAN 2070 KINGSTON DR BULLHEAD CITY AZ 86442	0.00	0.00	0.00	35,966.46	35,966.46 USD	No
	Date Filed:	1/15/2021							
71	14361	Aerovías de México, S.A. de C.V.	MIN, ZHANG ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 400000 CHINA	0.00	0.00	0.00	141.21	141.21 USD	No
	Date Filed:	1/8/2021							
72	12185	Aerovías de México, S.A. de C.V.	MORGAN, PAUPE 7 PLACE RICHEBE LILLE 59000 FRANCE	0.00	0.00	0.00	3,400.00	3,400.00 USD	No
	Date Filed:	12/9/2020							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
73	10327	Aerovías de México, S.A. de C.V.	NORIANUEVA, ARTURO CORNEJO 4211 S CENTRAL AVE, APT 407 LOS ANGELES CA 90011	0.00	0.00	0.00	314.33	314.33 USD	No
	Date Filed:	1/13/2021							
74	13598	Aerovías de México, S.A. de C.V.	PARK, DEUKYOUNG 33-3 INDUKWON-RO 12-GIL DONGAN-GU ANYANG-SI GYEONGGI-DO 13951 SOUTH KOREA	0.00	0.00	0.00	937.93	937.93 USD	No
	Date Filed:	1/13/2021							
75	13577	Aerovías de México, S.A. de C.V.	PARK, JUNGHHUL 205, 1703, 167MISAGANGBYEONSEO-RO HANAM-SI GYEONGGI-DO 12915 SOUTH KOREA	0.00	0.00	0.00	670.00	670.00 USD	No
	Date Filed:	1/14/2021							
76	14193	Aerovías de México, S.A. de C.V.	PARK, SUNGHUN SANHYEON-DONG 502 WOODEN PRUGIO 207-901 SIHEUNG-SI 14989 SOUTH KOREA	0.00	0.00	0.00	994.90	994.90 USD	No
	Date Filed:	1/6/2021							
77	20192	Aerovías de México, S.A. de C.V.	PIERSON, LAURA 302 MADISON ST CULPEPER VA 22701	0.00	0.00	0.00	950.00	950.00 USD	No
	Date Filed:	1/14/2021							
78	14023	Aerovías de México, S.A. de C.V.	PLANET ONE TRAVEL 2323 S VOSS DR, STE 465 HOUSTON TX 77057	0.00	0.00	0.00	3,024.00	3,024.00 USD	Yes
	Date Filed:	1/15/2021							
79	14497	Aerovías de México, S.A. de C.V.	PRAET, ARNO VAN VEILINGLAAN 75 WOLVERTEM 1861 BELGIUM	0.00	0.00	0.00	716.98	716.98 USD	No
	Date Filed:	12/16/2020							
80	10507	Aerovías de México, S.A. de C.V.	RIVERA, ROBERT 1359 S WALNUT ST, UNIT 5130 ANAHEIM CA 92802	0.00	0.00	231.00	0.00	231.00 USD	No
	Date Filed:	12/15/2020							
81	20115	Aerovías de México, S.A. de C.V.	ROSA, HECTOR MARTINEZ DE LA 4569 WALDEN WAY DENVER CO 80249	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	12/18/2020							
82	10535	Aerovías de México, S.A. de C.V.	ROSALES, MARIO 8514 GIBBS WAY SACRAMENTO CA 95823	0.00	0.00	0.00	1,200.00	1,200.00 USD	No
	Date Filed:	3/28/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
83	14832	Aerovías de México, S.A. de C.V.	RUTH, MEGAN 225 CURRAN ST BAKERSFIELD CA 93309	0.00	0.00	0.00	1,068.92	1,068.92 USD	No
	Date Filed:	12/12/2020							
84	20102	Aerovías de México, S.A. de C.V.	SALAS, ERICK 1302 NEWKIRK AVENUE, APT 3K BROOKLYN NY 11230	0.00	0.00	0.00	508.71	508.71 USD	No
	Date Filed:	1/11/2021							
85	311	Aerovías de México, S.A. de C.V.	SANCHEZLAZARO, MARIA TERESA 8 NENUFAR ST BAJO DERECHA MADRID 28039 SPAIN	0.00	0.00	0.00	581.83	581.83 USD	No
	Date Filed:	1/3/2021							
86	11352	Aerovías de México, S.A. de C.V.	SEOK, CHAN 204-1104, 16IMGOK ANYANG 13924 REPUBLIC OF KOREA	0.00	0.00	0.00	725.00	725.00 USD	No
	Date Filed:	1/21/2021							
87	14729	Aerovías de México, S.A. de C.V.	SEON, BOYEONG SOCHON-RO 86, 17 108-1110, GWANGSAN-GU GWANGJU METROPOLITAN CITY SOCHONRO 86, 17 108-1110 62387 REPUBLIC OF KOREA	0.00	0.00	0.00	900.00	900.00 USD	Yes
	Date Filed:	1/11/2021							
88	12615	Aerovías de México, S.A. de C.V.	SHIMIZU, KAZUMA ***NO ADDRESS PROVIDED*** SHENZHEN 518000 CHINA	0.00	0.00	0.00	235.22	235.22 USD	No
	Date Filed:	1/14/2021							
89	20323	Aerovías de México, S.A. de C.V.	SUPLITUR FELIX MARIA NOLASCO #26 LOS PRADOS SANTO DOMINGO DN 000000 DOMINICAN REPUBLIC	0.00	0.00	0.00	5,675.00	5,675.00 USD	Yes
	Date Filed:	1/13/2021							
90	13353	Aerovías de México, S.A. de C.V.	TAEJOONG, KWON #201-2205, 17, 142ST, JOONGOGAE-RO CHEONGJU-SI 28760 SOUTH KOREA	0.00	0.00	0.00	730.97	730.97 USD	No
	Date Filed:	12/11/2020							
91	10392	Aerovías de México, S.A. de C.V.	TORRES, LUIS 2022 CASTELLI BLVD MOUNT DORA FL 32757	0.00	0.00	0.00	5,530.16	5,530.16 USD	No
	Date Filed:	2/2/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
92	14764	Aerovías de México, S.A. de C.V.	UNITED EXPLORER MULES PLUS 519 35TH ST UNION CITY NJ 07087	0.00	0.00	0.00	1,075.58	1,075.58 USD	No
	Date Filed:	1/12/2021							
93	13046	Aerovías de México, S.A. de C.V.	VALLEJOS, DIEGO MILAZZO 3251 BERZAZATEGUI, BA 1875 ARGENTINA	0.00	0.00	0.00	1,200.00	1,200.00 USD	Yes
	Date Filed:	1/14/2021							
94	14199	Aerovías de México, S.A. de C.V.	VAZQUEZ, LUPE RIVERA 11409 BRIGHT STAR TRL MORENO VALLEY CA 92557	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	12/21/2020							
95	286	Aerovías de México, S.A. de C.V.	VAZQUEZ, NEREIDA 214 SORENT O PL LONGMONT CO 80504	0.00	0.00	0.00	616.76	616.76 USD	No
	Date Filed:	12/10/2020							
96	10357	Aerovías de México, S.A. de C.V.	VELASCO, FAUSTO PO BOX 226 RIPON CA 95366	0.00	0.00	0.00	0.00	0.00 USD	No
	Date Filed:	1/11/2021							
97	12742	Aerovías de México, S.A. de C.V.	VINCHIATURO, FRANCESCA 101 SAINT MARTINS LANE LONDON WC2N 4AZ UNITED KINGDOM	0.00	0.00	0.00	1,697.87	1,697.87 USD	Yes
	Date Filed:	1/14/2021							
98	14033	Aerovías de México, S.A. de C.V.	VULCANO, GIANCARLO 136 VAN BUREN ST BROOKLYN NY 11221-5555	0.00	0.00	0.00	800.00	800.00 USD	No
	Date Filed:	1/15/2021							
99	14578	Aerovías de México, S.A. de C.V.	WALSH, MATTHEW 27 E TORRENCE RD COLUMBUS OH 43214	0.00	0.00	0.00	425.88	425.88 USD	No
	Date Filed:	1/15/2021							
100	14365	Aerovías de México, S.A. de C.V.	WANG, WEIFENG MAOYETIANDI CHONGQING 400000 CHINA	0.00	0.00	0.00	171.34	171.34 USD	No
	Date Filed:	1/15/2021							
101	14474	Aerovías de México, S.A. de C.V.	WITTE TRAVEL & TOURS 3250 28TH ST SE GRAND RAPIDS MI 49512	0.00	0.00	0.00	2,775.00	2,775.00 USD	No
	Date Filed:	1/13/2021							

Insufficient Documentation Claims

Ref	Claim #	Debtor	Name and Address of Claimant	Secured	Administrative	Priority	Unsecured	Total	Unliquidated
102	13230	Aerovías de México, S.A. de C.V.	YANG, SUNGCHUL 49, SEMUSEO 8-GIL, SEOUL, REPUBLIC OF KOREA SEOUL 03626 SOUTH KOREA	0.00	0.00	0.00	1,800.00	1,800.00 USD	No
	Date Filed:	1/15/2021							
103	14314	Aerovías de México, S.A. de C.V.	YOO, KYUNGJIN SEOULSHINMUN, 9F 124, SEJONG-DAERO JUNG-GU SEOUL 04520 SOUTH KOREA	0.00	0.00	0.00	820.00	820.00 USD	No
	Date Filed:	1/11/2021							
104	12596	Aerovías de México, S.A. de C.V.	YU, EUNHUI 36, JUNGMUN-RO 81BEON-GIL # 304 SEOGWIPO-SI, JEJU-DO 63545 SOUTH KOREA	0.00	0.00	400.00	0.00	400.00 USD	Yes
	Date Filed:	1/15/2021							
105	14375	Aerovías de México, S.A. de C.V.	YU, JIADONG ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 40000 CHINA	0.00	0.00	0.00	281.35	281.35 USD	No
	Date Filed:	1/15/2021							
106	14377	Aerovías de México, S.A. de C.V.	YU, JIAHUA ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 40000 CHINA	0.00	0.00	0.00	281.35	281.35 USD	No
	Date Filed:	1/15/2021							
107	14393	Aerovías de México, S.A. de C.V.	ZENG, RONGTIAN ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 40000 CHINA	0.00	0.00	0.00	133.00	133.00 USD	No
	Date Filed:	1/15/2021							
108	14368	Aerovías de México, S.A. de C.V.	ZENG, RONGTIAN ***NO ADDRESS PROVIDED*** MAOYETIANDI, CHONGQING 40000 CHINA	0.00	0.00	0.00	1.33	1.33 USD	No
	Date Filed:	1/2/2021							
109	11319	Aerovías de México, S.A. de C.V.	ZILLNER, HANNAH 201 BRIXTON ROAD LONDON SW9 6LP UNITED KINGDOM	0.00	0.00	0.00	1,189.21	1,189.21 USD	No
	Date Filed:								
Satisfied Claim Totals		Count: 109	USD	0.00	0.00	2,881.00	194,821.11	197,702.11	

Exhibit 2 to Objection

Sánchez Declaration

**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)

**DECLARATION OF RICARDO JAVIER SÁNCHEZ BAKER
IN SUPPORT OF THE DEBTORS' TWENTY-FOURTH OMNIBUS CLAIMS
OBJECTION TO PROOFS OF CLAIM (INSUFFICIENT DOCUMENTATION CLAIMS)**

I, Ricardo Javier Sánchez Baker, hereby declare that the following is true to the best of my knowledge, information and belief:

Background

1. I am the Chief Financial Officer of Grupo Aeroméxico, S.A.B. de C.V. (“**Grupo Aeroméxico**”), and its affiliates that are debtors and debtors in possession in these proceedings (collectively, the “**Debtors**,” the Debtors collectively with their direct and indirect non-Debtor subsidiaries, the “**Company**”). I have held several other positions at the Company since 2006, including serving as advisor to the Chief Executive Officer and Director of Revenue Management. I have been the chairman of the board of directors of the SABRE Corporation, a member of the SEAT Technical Committee, and a member of the Aeromexpress, CECAM, and PLM boards of directors. I have held various positions within the Federal Public Administration (*Administración Pública Federal*), including deputy director general of public debt for the Ministry of Finance and Public Credit in 2003 and 2005. I hold a bachelor’s degree in economics from the Universidad

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.

Iberoamericana, a diploma in finance from Instituto Tecnológico Autónomo de México, and master's and doctorate degrees in economics from the University of California, Los Angeles. I am familiar with the day-to-day operations, business, and financial affairs of the Debtors.

2. I submitted the *Declaration of Ricardo Javier Sánchez Baker in Support of the Debtors' Chapter 11 Petitions and First Day Pleadings* [ECF No. 20] (the “**Sánchez First Day Declaration**”). I make this declaration (the “**Declaration**”) in support of the *Debtors' Twenty-Fourth Omnibus Claims Objection to Proofs of Claim (Insufficient Documentation Claims)* (the “**Objection**”). I have reviewed the Objection or have otherwise had its contents explained to me, and the Objection is, to the best of my knowledge, accurate.

3. Except as otherwise indicated, all facts set forth in the Objection and this Declaration are based upon my personal knowledge, my review of relevant documents, information provided to me by employees working under my supervision, or my opinion based upon experience, knowledge, and information concerning the operations of the Debtors and the aviation industry as a whole. If I were called upon to testify, I could and would testify to each of the facts set forth herein.

4. I am generally familiar with the Debtors' day-to-day operations, financing arrangements, business affairs, and Books and Records² that reflect, among other things, the Debtors' liabilities, and the amount thereof owed to their creditors as of the Petition Date. I have read the Objection and corresponding Proposed Order, each filed contemporaneously herewith.

5. To the best of my knowledge, information, and belief, the assertions made in the Objection are accurate. In evaluating the Claims, the Debtors and other reviewing parties have reviewed the Debtors' Books and Records, the relevant Proofs of Claim, as well as the supporting documentation provided by the claimants, and determined that the Insufficient Documentation

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

Claims should be disallowed and expunged as set forth in the Objection and Proposed Order, and I concur with this determination.

Insufficient Documentation Claims

6. To the best of my knowledge, information, and belief, based on the Debtors' review of the Claims Register, the Books and Records, and each Insufficient Documentation Claim, the Debtors have determined that the Insufficient Documentation Claims fail to provide sufficient documentation to establish their validity, and are not supported by or consistent with the Debtors' Books and Records. Moreover, in an effort to avoid filing an objection, nearly two months ago, the Debtors notified the Insufficient Documentation Claimants that their Claims were deficient and unverifiable, and requested that the Insufficient Documentation Claimants provide further information and/or documentation, a request which was not acknowledged.

7. If the Insufficient Documentation Claims identified on Schedule 1 are not disallowed and expunged, the Insufficient Documentation Claimants may improperly receive recoveries on account of the Insufficient Documentation Claims at the expense of the Debtors and other creditors. Accordingly, I believe it is proper for the Court to enter the Proposed Order disallowing and expunging the Insufficient Documentation Claims as set forth therein and in the Objection.

Conclusion

8. I am authorized to submit this Declaration on behalf of the Debtors. In my opinion, and for the reasons set forth in this Declaration and in the Objection, disallowing and expunging the Insufficient Documentation Claims is in the best interest of the Debtors' estates.

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

Executed: October 4, 2021

By: /s/ Ricardo Javier Sánchez Baker
Ricardo Javier Sánchez Baker
Chief Financial Officer

Exhibit B

Omnibus Claims Hearing Procedures

**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)

COURT-ORDERED OMNIBUS CLAIMS HEARING PROCEDURES

The Omnibus Claims Hearing Procedures (the “**Omnibus Claims Hearing Procedures**”) described herein have been ordered by the United States Bankruptcy Court for the Southern District of New York (the “**Court**”) to apply to the chapter 11 cases of Grupo Aeroméxico, S.A.B. de C.V. and its affiliated debtors.

Omnibus Claims Hearing Procedures

1. Pursuant to the Order Establishing Certain Notice, Case Management, and Administrative Procedures, entered on July 8, 2020 [ECF No. 79] (the “**Case Management Order**”), the Court established periodic omnibus hearings (the “**Omnibus Hearings**”) in these cases. The Debtors shall schedule the return date for claims objections, omnibus or otherwise, for hearing at Omnibus Hearings or other hearings the Debtors may schedule with the Court.

2. The Court may enter an order at the scheduled hearing sustaining an objection to proofs of claim (each, a “**Proof of Claim**”) with respect to which no response (a “**Response**”)² is

¹ The Debtors in these cases, along with the last four digits of 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 Any information submitted in connection with a Proof of Claim shall be part of the record with respect to the relevant Claim, and any such information already submitted need not be resubmitted in connection with the Omnibus Claims Hearing Procedures.

properly filed and served or pursuant to a certificate of no objection in accordance with the Case Management Order.

3. The hearing to consider an objection to Proofs of Claim as to which a Response is properly filed and served (each, a “**Contested Claim**”) shall be set for a contested hearing (each, an “**Omnibus Claims Hearing**”) to be scheduled by the Debtors, in their discretion, as set forth herein.

4. The Debtors shall schedule an Omnibus Claims Hearing for a Contested Claim as follows:

- A. For a non-evidentiary hearing to address whether the Contested Claim has failed to state a claim against the Debtors that can be allowed and should be dismissed pursuant to Bankruptcy Rule 7012 (a “**Sufficiency Hearing**”), unless the Debtors serve the claimant with a Notice of Merits Hearing (as defined herein), the Sufficiency Hearing shall go forward at the return date set in accordance with paragraph 1 of these Omnibus Claims Hearing Procedures. The legal standard of review that will be applied by the Court at a Sufficiency Hearing will be equivalent to the standard applied by the Court upon a motion to dismiss for failure to state a claim upon which relief can be granted.
- B. For an evidentiary hearing on the merits of a Contested Claim (a “**Merits Hearing**”), the Debtors may, in their discretion, serve upon the relevant claimant, by email or overnight delivery, with a copy to the Official Committee of Unsecured Creditors, Apollo Management Holdings, L.P., and the Ad Hoc Group of Senior Noteholders,³ and file with the Court, a notice substantially in the form attached to the Claims Objections Procedures Order as **Exhibit 2** (a “**Notice of Merits Hearing**”) at least thirty (30) calendar days prior to the date of such Merits Hearing. The rules and procedures applicable to such Merits Hearing will be set forth in a scheduling order issued by the Court in connection therewith.

5. Discovery with respect to a Contested Claim will not be permitted until either (a) the Court has held a Sufficiency Hearing and determined that the Contested Claim states a claim that could be allowed and should not be dismissed pursuant to Bankruptcy Rule 7012 or (b) the Debtors have served on the relevant claimant a Notice of Merits Hearing with respect to the Contested Claim.

³ As identified in the *Third Amended Verified Statement of the Ad Hoc Group of Senior Noteholders Pursuant to Bankruptcy Rule 2019* [ECF No. 1731].

6. The Debtors may file and serve a reply (a “**Reply**”) to a Response no later than 4:00 p.m., prevailing Eastern Time, on the day that is two (2) calendar days prior to the date of the applicable hearing (which may fall on a Saturday, Sunday, or legal holiday notwithstanding Bankruptcy Rule 9006 or equivalent provisions).

7. The Debtors, in their discretion, are authorized to adjourn a hearing scheduled in accordance herewith at any time by providing notice to the Court and the claimants.