

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

In re:

GRUPO AEROMÉXICO, S.A.B. de C.V., *et al.*

Debtors

Chapter 11

Case No. 20-11563 Chapter 11

(Jointly Administered)

TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2) of the Federal Rules of Bankruptcy Procedure of the transfer, other than for security, of the claim referenced in this evidence and notice.

CITIGROUP FINANCIAL PRODUCTS INC.

Name of Transferee

Phone: (212) 723-6064, (302) 894-6175

Last Four Digits of Acct #: N/A

Name and Address where notices and payments to transferee should be sent:

Kenneth Keeley
Citigroup Global Markets
388 Greenwich Street, Trading Tower 6th Floor
New York, NY 10013

-and-

Joelle Gavlick
Distressed Closing/Private Equity/Corporate Actions
One Penns Way
OPS 2/2nd FL – Global Loans
New Castle, DE 19720

JUPITER AVIATION PARTNERS LLC

Name of Transferor

Phone: (345) 949-8066

Last Four Digits of Acct #: N/A

Claim No: 625

Case No.: 20-11561 (SCC)

Date Filed: January 15, 2021

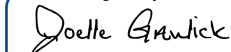
Total Amount of Claim: \$53,000,000

Transferred Amount of Claim: \$53,000,000.00

Debtor: Aerovias de Mexico, S.A. de CV, Case No. 20-11561

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

DocuSigned by:

Joelle Gavlick

By: 240CDA98C9F64D3...

Transferee/Transferee's Agent

Joelle Gavlick - Authorized Signatory

Date: October 22, 2021

Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 & 3571.

EVIDENCE OF TRANSFER OF CLAIM

TO: United States Bankruptcy Court
Southern District of New York
Attn: Clerk

AND TO: Aerovias de Mexico, S.A. de CV, Case No. 20-11561

JUPITER AVIATION PARTNERS LLC ("Seller"), for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, and pursuant to the terms of an Amended and Restated Transfer of Claims Agreement dated as of October 22, 2021, does hereby certify that it has unconditionally and irrevocably sold, transferred and assigned to:

CITIGROUP FINANCIAL PRODUCTS INC.
One Penns Way
OPS 2/2nd FL – Global Loans
New Castle, DE 19720

its successors and assigns ("Buyer"), all of Seller's right, title and interest in and to that certain proof of claim against the Debtor docketed as Claim No. 625 (the "Claim") in the Debtor's bankruptcy case (Case No. 20-11561) in the United States Bankruptcy Court for the Southern District of New York.

Seller hereby waives any objection to the transfer of the Claim to Buyer on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the U.S. Bankruptcy Code, applicable local bankruptcy rules or applicable law. Seller acknowledges, understands and agrees, and hereby stipulates that an order of the Bankruptcy Court may be entered without further notice to Seller transferring the Claim to Buyer and recognizing the Buyer as the sole owner and holder of the Claim.

Buyer does not assume and shall not be responsible for any obligations or liabilities of Seller related to or in connection with the Claim or the Bankruptcy Case. You are hereby directed to make all future payments and distributions to Buyer free and clear of all setoffs and deductions, and to give all notices and other communications, in respect of the Claim to Buyer.

[Signature Page Follows]

IN WITNESS WHEREOF, Seller and Buyer have executed this Evidence of Transfer of Claim as of
October 22, 2021

JUPITER AVIATION PARTNERS LLC

By: Jupiter Aviation GP Co., Ltd.

Its: Manager



Name: Brian Cook

Title: Director

CITIGROUP FINANCIAL PRODUCTS INC.

By: _____

Name:

Title:

IN WITNESS WHEREOF, Seller and Buyer have executed this Evidence of Transfer of Claim as of
October 22, 2021

JUPITER AVIATION PARTNERS LLC

By: Jupiter Aviation GP Co., Ltd.
Its: Manager

Name:
Title:

CITIGROUP FINANCIAL PRODUCTS INC.

DocuSigned by:
By: Joelle Gavlick
Name: 240CDA98C9F64D3...
Title: Joelle Gavlick - Authorized Signatory