

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE 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)

**JOINDER OF BANCO SANTANDER MÉXICO, S.A. TO THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS' AND THE AD HOC GROUP
OF OPCO CREDITORS' OBJECTIONS TO THE DEBTORS' MOTIONS FOR: (I)
AUTHORIZATION TO ENTER INTO EXIT FINANCING COMMITMENTS
AND (II) APPROVAL OF THE DISCLOSURE STATEMENT AND RELATED RELIEF**

Banco Santander México, S.A. (**Santander México**), hereby files this joinder to the objections (the **Objections**) of the Official Committee of Unsecured Creditors dated December 2, 2021 [Dkt. Nos. 2232 & 2233] and the Ad Hoc Group of OpCo Creditors dated December 2, 2021 [Dkt. Nos. 2227 & 2228] to: (i) the above-captioned debtors' (**Debtors**) *Motion for Entry of an Order (I) Authorizing the Debtors' Entry Into, and Performance Under, the Debt Financing Commitment Letter, (II) Authorizing the Debtors' Entry Into, and Performance Under, the Equity Commitment Letter, (III) Authorizing the Debtors' Entry Into, and Performance Under, the Subscription Agreement and (IV) Authorizing Incurrence, Payment, and Allowance of Related Premiums, Fees, Costs, and Expenses as Superpriority Administrative Expense Claims* [Dkt. No. 1860] (the **Exit Financing Motion**) and (ii) the Debtors' *Motion to Approve the (I) Shortened Notice and Objection Periods for Debtors' Disclosure Statement Motion, (II) Adequacy of Information in the Disclosure Statement, (III) Solicitation and Voting Procedures, (IV) Forms of Ballots, Notices and Notice Procedures in Connection Therewith, and*

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-I. The Debtors' corporate headquarters is located at Paseo de la Reforma No. 243, piso 25 Colonia Cuauhtémoc, Mexico City, C.P. 06500.

(V) *Certain Dates with Respect Thereto* [Dkt. No. 1808] (the **Disclosure Statement Motion** and together with the Exit Financing Motion, the **Motions**).

1. Santander México holds and has asserted unsecured claims against Debtor Aerovías de México, S.A. de C.V. and Debtor Aerolitoral, S.A. in amounts not less than \$42 million and \$28 million, respectively. For the reasons stated in the Objections, Santander México opposes the Motions.

2. Santander México reserves all rights, including the right to amend, modify, or supplement this joinder.

WHEREFORE, Santander México respectfully requests that the Court sustain the Objections and grant such other relief as may be just and proper.

Dated: December 3, 2021
New York, New York

By: /s/ Daniel J. Guyder
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