Objection Deadline: January 14, 2022

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Special Mexican Counsel to the Debtors and Debtors in Possession

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re:	**Chapter 11**
GRUPO AEROMÉXICO, S.A.B. de C.V., *et al.*,	**Case No. 20-11563 (SCC)**
Debtors.[1]	**(Jointly Administered)**

THIRTEENTH MONTHLY FEE STATEMENT OF SAINZ ABOGADOS, 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 NOVEMBER 1, 2021 THROUGH NOVEMBER 30, 2021

Name of Applicant	Sainz Abogados, S.C.
Applicant's Role in Case	Special Mexican Counsel to Grupo Aeroméxico, S.A.B. de C.V., *et al.*,
Date Order of Employment Signed	March 19, 2021 *nunc pro tunc* to November 1, 2020
Period for which compensation and reimbursement is sought	November 1, 2021 through November 30, 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	**$225,128.74 ($194,076.50 in fees plus Value Added Tax (16%) in $31,052.24)** **80% of the total compensation is $180,102.99 ($155,261.20 in fees plus Value Added Tax of $24,841.79)**
Total reimbursement requested in this statement	**$0**
Total compensation requested in this statement	**$180,102.99 ($155,261.20 in fees plus Value Added Tax of $24,841.79)**
This is a(n): _X_Monthly Application ___Interim Application ___Final Application	

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 Approving Application of Debtors for Authority to Employ and Retain Sainz Abogados, S.C. as Special Mexican Counsel for the Debtors dated March 19, 2021 Nunc Pro Tunc to November 1, 2020* (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 September 8, 2020 [Docket No. 360] (the "**Interim Compensation Order**"), Sainz Abogados, S.C. ("**Sainz Abogados**"), special Mexican 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 November 1, 2021 through November 30, 2021* (this "**Fee Statement**").[2] By this Fee Statement, Sainz Abogados seeks compensation in the amount of **$180,102.99 ($155,261.20 in fees plus Value Added Tax of $24,841.79)** which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that Sainz Abogados incurred in connection with such services during the Fee Period (i.e., **$225,128.74 ($194,076.50 in fees plus Value Added Tax (16%) in $31,052.24**). Sainz Abogados does not seek the reimbursement of expenses by this Fee Statement.

[2] The period from November 1, 2021 through and including November 30, 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 Sainz Abogados partners, associates, paraprofessionals and case clerks during the Fee Period with respect to each of the project categories Sainz Abogados established in accordance with its internal billing procedures. As reflected in **Exhibit A**, Sainz Abogados incurred **$225,128.74** in fees during the Fee Period. Pursuant to this Fee Statement, Sainz Abogados seeks reimbursement for 80% of such fees, totaling **$180,102.99 ($155,261.20 in fees plus Value Added Tax of $24,841.79)**.

3. Attached hereto in **Exhibit B** is a chart of Sainz Abogados 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 **292.00**.[3] The blended hourly billing rate of all paraprofessionals is **$143.33.**[4]

4. Attached hereto as **Exhibit C** are the time records of Sainz Abogados 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

5. 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

[3] The blended hourly billing rate of **$292.00** for attorneys is derived by dividing the total hourly rate for attorneys by the number of attorneys.

[4] The blended hourly billing rate of **$143.33** for paraprofessionals is similarly derived by dividing the total hourly rate for paraprofessionals by the total number of paraprofessionals.

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@mofo.com, tgoren@mofo.com, erichards@mofo.com, bbutterfield@mofo.com; (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**").

6. Objections to the Fee Statement, if any, must be served upon the Notice Parties no later than **January 14, 2022** (the "**Objection Deadline**"), setting forth the nature of the objection and specific amount of fees and expenses at issue.

7. 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, Sainz Abogados, in connection with services rendered on behalf of the Debtors, respectfully requests compensation in the amount of **$180,102.99 ($155,261.20 in fees plus Value Added Tax of $24,841.79)** which is equal to 80% of the total amount of reasonable compensation for actual, necessary legal services that Sainz Abogados incurred in connection with such services during the Fee Period (i.e., **$225,128.74 ($194,076.50 in fees plus Value Added Tax (16%) in $31,052.24)**).

Dated: December 28, 2021
Mexico City, Mexico

SAINZ ABOGADOS, S.C.

/s/ Alejandro Sainz O.

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