

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

In re:

**GRUPO AEROMÉXICO, S.A.B. de C.V., et al.
Debtors¹**

Chapter 11

**Case No. 20-11563 (SCC)
(Jointly Administered)**

**FOURTH SUPPLEMENTAL DECLARATION OF HOMER PARKHILL
IN SUPPORT OF DEBTORS' APPLICATION FOR ENTRY OF AN ORDER (I)
AUTHORIZING THEM TO EMPLOY AND RETAIN ROTHSCHILD & CO US INC.
AND ROTHSCHILD & CO MEXICO S.A. DE C.V. AS FINANCIAL ADVISORS AND
INVESTMENT BANKERS TO THE DEBTORS EFFECTIVE
NUNC PRO TUNC TO THE PETITION DATE, (II) APPROVING THE TERMS OF THE
ENGAGEMENT LETTER, (III) WAIVING CERTAIN TIME-KEEPING
REQUIREMENTS AND (IV) GRANTING RELATED RELIEF**

I, Homer Parkhill, hereby state and declare as follows:

1. I am Co-Head of Restructuring, North America of the investment banking firm Rothschild & Co US Inc. I am authorized to execute this declaration on behalf of Rothschild & Co US Inc. ("**Rothschild & Co US**") and Rothschild & Co Mexico S.A. de C.V. ("**Rothschild & Co Mexico**") and, together with Rothschild & Co US, the "**Retained Entities**"). This fourth supplemental declaration (this "**Supplemental Declaration**") is being submitted to supplement my initial declaration (the "**Initial Declaration**") attached as Exhibit B to *Debtors' Application for Entry of an Order (I) Authorizing Them to Employ and Retain Rothschild & Co US Inc. and Rothschild & Co Mexico S.A. de C.V. as Financial Advisors and Investment Bankers to the Debtors Effective Nunc Pro Tunc to the Petition Date, (II) Approving the Terms 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 Mexico, 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.

Engagement Letter, (III) Waiving Certain Time-Keeping Requirements and (IV) Granting Related Relief [Docket No. 246] (the “**Application**”), my first supplemental declaration [Docket No. 825] (the “**First Supplemental Declaration**”), my second supplemental declaration [Docket No. 948] (the “**Second Supplemental Declaration**”) and my third supplemental declaration [Docket No. 1601] (the “**Third Supplemental Declaration**” and, together with the Initial Declaration, First Supplemental Declaration and Second Supplemental Declaration, the “**Prior Declarations**”).² I submit this Supplemental Declaration to provide additional disclosures in accordance with Bankruptcy Rule 2014(a).

2. Except as otherwise stated in this Supplemental Declaration, I have personal knowledge of or have relied upon the knowledge of others employed by the Retained Entities with respect to the matters set forth herein.³ If called to testify, I could and would testify competently to the facts set forth herein.

Further Connections Disclosures

3. In connection with its proposed retention by the Debtors in these Chapter 11 Cases, the Retained Entities undertook to determine whether they had any connections that might cause them not to be disinterested or to hold or represent an interest adverse to the Debtors or their estates. Specifically, the Retained Entities obtained from the Debtors or their representatives the names of individuals and entities that may be parties in interest in these Chapter 11 Cases (as amended, supplemented, or modified from time to time, the “**Potential**

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Application or the Prior Declarations, as applicable.

³ Certain information set forth herein relates to matters (i) contained in the Retained Entities’ books and records or (ii) within the knowledge of other the Retained Entities’ employees, and is based on information provided by such employees to me.

Parties in Interest”), and such parties were listed on Schedule 1 to the Initial Declaration and Schedule 1 to the First Supplemental Declaration.

4. Subsequent to the preparation of the Prior Declarations, the Debtors or their representatives provided the Retained Entities with a list of additional Potential Parties in Interest, and such parties are listed on **Schedule 1** attached hereto. Using the processes outlined in the Prior Declarations, the connections to Potential Parties in Interest listed on **Schedule 2** hereto have come to my attention since the filing of the Third Supplemental Declaration.

5. To the best of my knowledge, based on the processes described in the Prior Declarations, no individual client described in Schedule 2 to this Supplemental Declaration:

- a. accounts for more than 1.0% of the Global Advisory Business’s gross revenue during the twelve-month period from September 1, 2020 to August 31, 2021;
- b. accounts for more than 1.0% of Rothschild & Co Mexico’s gross revenue during such period; or
- a. accounts for more than 1.0% of Rothschild & Co US’s gross revenue during such period.

6. Accordingly, insofar as I have been able to determine, neither of the Retained Entities, nor I, nor any employee of the Retained Entities holds or represents any interest adverse to the Debtors or their estates, and the Retained Entities are each a “disinterested person” as that term is defined in Bankruptcy Code section 101(14), as modified by section 1107(b), in that such professionals:

- a. are not creditors, equity security holders, or insiders of the Debtors;
- b. were not, within two years before the date of filing of the Debtors’ chapter 11 petitions, a director, officer or employee of the Debtors; and
- c. do not have an interest materially adverse to the interest of the Debtors’ estates or any class of creditors or equity security holders, by reason of any direct or indirect relationship to, connection with, or interest in, the Debtors, or for any other reason.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: September 30, 2021
New York, New York

By: /s/ Homer Parkhill
Homer Parkhill
Co-Head of Restructuring,
North America
Rothschild & Co US Inc.
1251 Avenue of the Americas

Schedule 1

RESTRUCTURING PROFESSIONALS

AKIN GUMP STRAUSS HAUER & FELD LLP
BAKER MCKENZIE
BARCLAYS PLC
CLEARY GOTTlieb STEEN & HAMILTON LLP
CREEL, GARCÍA-CUÉLLAR, AIZA Y ENRÍQUEZ, S.C.
DE LA VEGA & MARTNEZ ROJAS, S.C
DNS CAPITAL PARTNERS, LLC
DUCERA PARTNERS LLC
GIBSON, DUNN & CRUTCHER LLP
L.E.K. CONSULTING LLC
LINKLATERS LLP
MARK DUNKERLEY
MORGAN, LEWIS & BOCKIUS LLP
NADER, HAYAUX Y GOEBEL, S.C.
PAUL, WEISS, RIFKIND, WHARTON & GARRISON
PRICEWATERHOUSECOOPERS LLP
QUINN EMANUEL URQUHART & SULLIVAN, LLP
RAMBOLL
SAINZ ABOGADOS, S.C.
SANTAMARINA Y STETA, S.C.
SEABURY CONSULTING LLC
THE LEE GROUP PLLC
WILLKIE FARR & GALLAGHER LLP

AD HOC GROUP OF SENIOR NOTEHOLDERS

140 SUMMER PARTNERS LP
DSC MERIDIAN CAPITAL LP
SANDGLASS CAPITAL ADVISORS LLC
SEAPORT GLOBAL SECURITIES LLC

AD HOC GROUP OF UNSECURED CLAIMHOLDERS

BANK OF AMERICA, NATIONAL ASSOCIATION
INVICTUS GLOBAL MANAGEMENT
NUT TREE CAPITAL MANAGEMENT
P. SCHOENFELD ASSET MANAGEMENT
STRATEGIC VALUE PARTNERS

Schedule 2

**Entity having a connection with (i)
Rothschild & Co US, (ii) Rothschild & Co
Mexico or (iii) an Affiliated Entity**

Party in Interest¹

Nature of Connection²

Barclays Plc	Barclays; Barclays Bank Plc; Barclays Bank Ireland Plc; Barclays Bank	<p>Current Rothschild & Co US client on matters unrelated to AeroMexico.</p> <p>Current and former GA Affiliate client on matters unrelated to AeroMexico.</p> <p>GA Affiliate previously advised an ad hoc creditors committee on a matter unrelated to AeroMexico where Barclays was a member.</p> <p>GA Affiliate is and was involved in transactions unrelated to AeroMexico where Barclays is and was a participant.</p>
Cleary Gottlieb Steen Hamilton LLP	Cleary Gottlieb Steen Hamilton LLP	Current and former Rothschild & Co US client in its capacity as legal counsel to third party entities on matters unrelated to AeroMexico.
L.E.K. Consulting LLC	L.E.K. Consulting Group Limited	<p>Current Rothschild & Co US client on a matter unrelated to AeroMexico.</p> <p>Current and former GA Affiliate client on matters unrelated to AeroMexico.</p>

¹ Rothschild & Co US and Rothschild & Co Mexico have limited their search to the Parties in Interest provided by the Debtors. Affiliates, subsidiaries or parent companies of Parties in Interest have not been searched unless specifically noted.

² A “**GA Affiliate**” is an entity in the Global Advisory Business other than one of the Retained Entities.

PricewaterhouseCoopers LLP	PricewaterhouseCoopers Asia Actuarial Services (S) Pte. Ltd.	Current Rothschild & Co US vendor. GA Affiliate was involved in a transaction unrelated to AeroMexico where PricewaterhouseCoopers was a participant.
Sandglass Capital Advisors, LLC	Sandglass Capital	GA Affiliate is currently advising an ad hoc creditors committee on a matter unrelated to AeroMexico where Sandglass Capital is a member.
Nut Tree Capital Management	Nut Tree Capital Management L.P.	Rothschild & Co US and GA Affiliate previously advised an ad hoc creditors committee on a matter unrelated to AeroMexico where Nut Tree Capital Management was a member.
Strategic Value Partners	Strategic Value Partners, LLC	Rothschild & Co US was involved in transactions unrelated to AeroMexico where Strategic Value Partners was a participant. Rothschild & Co US and GA Affiliate previously advised an ad hoc creditors committee on a matter unrelated to AeroMexico where Strategic Value Partners was a member. Current and former GA Affiliate client on matters unrelated to AeroMexico. GA Affiliate is and was involved in transactions unrelated to AeroMexico where Strategic Value Partners is and was a participant.