

**Objection Deadline: February 16, 2022**

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*Counsel to the Official Committee of Unsecured Creditors*

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

_____ )	
In re: )	Chapter 11
GRUPO AEROMÉXICO, S.A.B. de C.V., <i>et al.</i> , )	Case No. 20-11563 (SCC)
Debtors. <sup>1</sup> )	(Jointly Administered)
_____ )	

**EIGHTH MONTHLY FEE STATEMENT  
OF WILLKIE FARR & GALLAGHER LLP AS COUNSEL TO THE  
OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED  
FOR THE PERIOD DECEMBER 1, 2021 THROUGH DECEMBER 31, 2021**

Name of Applicant:	Willkie Farr & Gallagher LLP
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors (the “Committee”)
Date of Retention:	June 29, 2021 <i>nunc pro tunc</i> to May 1, 2021

<sup>1</sup> 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.

Period for which Compensation and Reimbursement is Sought:	December 1, 2021 through December 31, 2021 (the “ <u>Fee Period</u> ”)
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$1,836,606.00 (80% = \$1,469,284.80)
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$17,193.26
Total Compensation and Expenses for which Interim Allowance is Sought:	\$1,853,799.26
Total Compensation and Expenses to be Paid Under Interim Compensation Order:	\$1,486,478.06

This is a(n) x monthly \_\_\_ interim final application. No prior application was filed for this Fee Period.<sup>2</sup>

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<sup>2</sup> Notice of this Monthly Fee Statement (as defined herein) shall be served in accordance with the Interim Compensation Order (as defined herein), and objections to the relief requested in this Monthly Fee Statement shall be addressed in accordance with the Interim Compensation Order.

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 Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (the “Local Guidelines”), the *Order Authorizing the Retention and Employment of Willkie Farr & Gallagher LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to May 1, 2021*, dated June 29, 2021 [Docket No. 1367] 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”), Willkie Farr & Gallagher LLP (“Willkie” or the “Firm”), counsel to the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this eighth monthly fee statement (the “Monthly Fee Statement”).<sup>3</sup> By this Monthly Fee Statement, Willkie seeks (a) compensation in the amount of \$1,836,606.00 for the actual, reasonable and necessary legal services rendered to the Committee during the Fee Period, less a twenty percent (20%) holdback in the amount of \$367,321.20, for a total fee request of \$1,469,284.80; and (b) reimbursement of reasonable expenses incurred by Willkie during the Fee Period in the amount of \$17,193.26.

**Itemization of Services Rendered and Disbursements Incurred**

1. In support of this Monthly Fee Statement, attached are the following exhibits:
  - **Exhibit A** is a schedule of the number of hours expended and fees incurred (on an aggregate basis) by Willkie’s attorneys and paraprofessionals during the

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<sup>3</sup> The period from December 1, 2021 through and including December 31, 2021 is referred to herein as the “Fee Period.”

Fee Period with respect to each of the subject matter categories established by Willkie in accordance with its internal billing procedures.

- **Exhibit B** is a schedule providing certain information regarding Willkie's attorneys and paraprofessionals for whose work on these chapter 11 cases compensation is sought in this Monthly Fee Statement. Attorneys and paraprofessionals have expended a total of 1,618.4 hours in connection with these chapter 11 cases during the Fee Period.
- **Exhibit C** is a schedule setting forth the total amount of reimbursement sought with respect to each category of expenses for which Willkie is seeking reimbursement in this Monthly Fee Statement.
- **Exhibit D** consists of Willkie's time detail and records of fees and expenses incurred during the Fee Period.

### **Representations**

2. Although every effort has been made to include all fees and expenses incurred by Willkie's attorneys and paraprofessionals during the Fee Period, some fees and expenses might not be included in this Monthly Fee Statement due to delays caused in connection with accounting and processing of such time and expenses. Accordingly, Willkie reserves the right to make further application to this Court for allowance of such fees and expenses incurred during the Fee Period, but not included herein.

### **Notice and Objection Procedures**

3. Pursuant to the Interim Compensation Order, notice of this Monthly Fee Statement will be served upon the following parties (collectively, the "Fee Notice Parties"): (i) the Debtors, c/o Grupo Aeroméxico, S.A.B. de C.V., Paseo de la Reforma No. 243, piso 25 Colonia Cuauhtémoc, Mexico City, C.P. 06500 (Attn: Daniel Martinez Martinez (dmartinezm@aeromexico.com) and Patricia Bobadilla (mbobadilla@aeromexico.com)); (ii) counsel for the Debtors, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Timothy Graulich (timothy.graulich@davispolk.com) and Stephen Piraino

(stephen.piraino@davispolk.com)); (iii) the U.S. Trustee for the Southern District of New York, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Andrea B. Schwartz (andrea.b.schwartz@usdoj.gov)); (iv) counsel to the DIP Lender, Cleary Gottlieb Steen & Hamilton LLP, One Liberty Plaza, New York, New York 10006 (Attn: Richard J. Cooper (rcooper@cgsh.com), Luke A. Barefoot (lbarefoot@cgsh.com) and Thomas S. Kessler (tkessler@cgsh.com)); and (v) counsel for any other statutory committees appointed in these Chapter 11 Cases. The Firm submits that, in light of the nature of the relief requested, no other or further notice need be given.

4. Objections to the Monthly Fee Statement, if any, must be filed and served upon Willkie Farr & Gallagher LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Brett H. Miller, Esq. and Todd Goren, Esq.; Email: BMiller@willkie.com; TGoren@willkie.com) no later than February 16, 2022 (the "Objection Deadline"). Objections to this Monthly Fee Statement, if any, must set forth the nature of the objection and the specific amounts of fees or expenses at issue.

5. If no objection to this Monthly Fee Statement is received by the Objection Deadline, the Debtors shall promptly pay the Firm 80% of the fees and 100% of the expenses identified in this Monthly Fee Statement. To the extent that an objection to this Monthly Fee Statement is received by the Objection Deadline, the Debtors shall withhold payment of that portion of this Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and expenses in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and scheduled for consideration at the next interim fee application hearing.

WHEREFORE, Willkie respectfully requests that allowance be made for compensation in the amount of \$1,836,606.00 for the actual, reasonable and necessary legal services rendered to

the Committee during the Fee Period, less a twenty percent (20%) holdback in the amount of \$367,321.20 for a total fee request of \$1,469,284.80, together with reimbursement of expenses in the amount of \$17,193.26, and further requests such other and further relief as the Court deems just and proper.

Dated: February 1, 2022  
New York, New York

WILLKIE FARR & GALLAGHER LLP

By: /s/ Brett H. Miller  
Brett H. Miller  
Todd M. Goren  
Craig A. Damast  
Debra M. Sinclair  
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*Counsel to the Official Committee of  
Unsecured Creditors*

**Exhibit A**

**Statement of Fees by Subject Matter**

<b>Matter</b>	<b>Total Hours Billed</b>	<b>Total Fees Requested</b>
Asset Analysis and Recovery (PC001)	0.0	\$0.00
Asset Disposition (PC002)	0.0	\$0.00
Assumption and Rejection of Leases (PC003)	8.2	\$11,653.50
Budgeting (Case) (PC005)	0.0	\$0.00
Business Operations (PC006)	10.9	\$17,085.00
Case Administration (PC007)	25.8	\$24,620.00
Claims Administration & Objections (PC008)	4.6	\$5,911.00
Corporate Governance & Board Matters (PC009)	0.0	\$0.00
Employee Benefits & Pensions (PC010)	0.0	\$0.00
Employment & Fee Applications (PC011)	4.2	\$3,672.50
Financing & Cash Collateral (PC013)	57.1	\$78,214.00
Other Litigation (PC014)	0.0	\$0.00
Meetings and Communications with Committee (PC015)	83.9	\$121,492.00
Plan & Disclosure Statement (PC017)	792.8	\$889,491.00
Relief from Automatic Stay and Adequate Protection (PC019)	0.0	\$0.00
Reporting (PC020)	0.2	\$227.00
Tax (PC021)	0.0	\$0.00
Valuation (PC022)	0.0	\$0.00
Discovery (PC023)	553.4	\$583,747.50
Hearings (PC024)	16.6	\$20,613.50
Claims Investigation (PC026)	0.0	\$0.00
Lien Investigation (PC027)	0.0	\$0.00
Intercompany Claims (PC028)	0.0	\$0.00
Other Motions/Applications (PC029)	0.7	\$826.00
Time Entry Review (PC032)	6.7	\$3,443.00

Fee Objection Discussion and Litigation (PC033)	0.0	\$0.00
Mediation (PC034)	53.3	\$79,053.00
Governmental/Regulatory (PC035)	0.0	\$0.00
<b>Total Requested</b>	<b>1,618.4</b>	<b>\$1,840,049.00</b>
<b>Less Client Accommodation for Time Entry Review (100% of Fees Incurred)</b>		<b>(\$3,443.00)</b>
<b>Total Requested</b>	<b>1,618.4</b>	<b>\$1,836,606.00</b>

**Exhibit B**

**Attorney and Paraprofessional Information**

<b>Name</b>	<b>Year Admitted or No. of Years with Firm</b>	<b>Department</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
<b>Partners</b>					
James Dugan	1994	Litigation	\$1,900	57.4	\$109,060.00
Weston Eguchi	2006	Corporate & Financial Services (“ <b>Corporate</b> ”)	\$1,350	0.1	\$135.00
Todd Goren	2003	Business Reorganization & Restructuring (“ <b>BR&amp;R</b> ”)	\$1,430	158.5	\$226,655.00
Brian S. Lennon	2004	BR&R	\$1,650	31.6	\$52,140.00
Brett H. Miller	1992	BR&R	\$1,650	216.7	\$357,555.00
<b>Counsel / Senior Counsel</b>					
Craig A. Damast	1992	BR&R	\$1,135	164.8	\$187,048.00
Joshua Levy	2012	Litigation	\$1,350	37.5	\$50,625.00
<b>Associates</b>					
Gabrielle Antonello	2017	Litigation	\$1,180	54.3	\$64,074.00
Natalia Benitez	2020	Litigation	\$985	147.5	\$145,287.50
Joseph Brandt	2021	BR&R	\$825	71.8	\$59,235.00
Hye-Kyung (Monica) Chang	2008	Litigation	\$575	1.6	\$920.00
Matthew V. Dunn	2016	BR&R	\$1,180	156.9	\$185,142.00
Kyle Mathews	2015	Litigation	\$1,240	100.9	\$125,116.00
Brooke Sgambati	2017	Litigation	\$1,180	2.2	\$2,596.00
Debra M. Sinclair	2014	BR&R	\$1,260	84.8	\$106,848.00
<b>Law Clerks</b>					
Kathryn Garrett		Litigation	\$490	86.6	\$42,434.00
Jessica Graber		BR&R	\$490	58.3	\$28,567.00
Katherine Hanley		Litigation	\$490	16.1	\$7,889.00
Anthony Scarcella		BR&R	\$490	93.8	\$45,962.00
Michele St. Julien		Litigation	\$650	43.9	\$28,535.00
<b>Paraprofessionals</b>					
Alison R. Ambeault	15 ½ years	Associate Director, Practice Support	\$490	21.2	\$10,388.00
Christian Arriola	10 years	Litigation Technology Support	\$345	4.6	\$1,587.00
Betty Braverman	8 ½ years	Knowledge Management /	\$280	2.0	\$560.00

		Research			
Hyu Chu	12 years	Knowledge Management / Research	\$280	0.4	\$112.00
Monica Jones	10 years	Senior Litigation Paralegal	\$375	1.1	\$412.50
Sally Munson	5 ½ years	Knowledge Management / Research	\$280	0.4	\$112.00
Elena Stamoulis	23 years	Knowledge Management / Research	\$280	0.6	\$168.00
Isabelle Van Oppen	>1 year	BR&R Paralegal	\$295	2.3	\$678.50
Joyanne Watson	5 ½ years	Assistant Manager, Litigation Technology Support	\$415	0.5	\$207.50
<b>Total Requested:<sup>1</sup></b>				<b>1,618.4</b>	<b>\$1,840,049.00</b>
<b>Less Client Accommodation for Time Entry Review (100% of Fees Incurred)</b>					<b>(\$3,443.00)</b>
<b>Total Requested</b>				<b>1,618.4</b>	<b>\$1,836,606.00</b>

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<sup>1</sup> The blended rate for attorneys is \$1,151.72 per hour. The blended rate for paraprofessionals is \$429.77 per hour.

**Exhibit C**

**Summary of Actual and Necessary Expenses for the Fee Period**

<b>Expense</b>	<b>Amount</b>
Teleconferencing	\$77.84
Air Freight	\$20.71
Data Acquisition (including legal research)	\$12,875.07
Court Reporters / Other Fees	\$280.00
Outside Consultants (include e-discovery consultant)	\$1,960.24
Transcript Costs	\$1,979.40
<b>Total Requested:</b>	<b>\$17,193.26</b>

**Exhibit D**  
**Time Detail**

# WILLKIE FARR & GALLAGHER<sub>LLP</sub>

787 Seventh Avenue  
New York, NY 10019-6099

Tel: 212 728 8000  
Fax: 212 728 8111

Federal ID 13-5536844

## OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF GRUPO AEROMEXICO

PLEASE INDICATE INVOICE  
NUMBER ON REMITTANCE  
Invoice No. 22202133  
Client/Matter No. 128273.00001  
January 31, 2022

### FOR PROFESSIONAL SERVICES RENDERED through December 31, 2021 as set out in the attached detail

Assumption and Rejection of Leases and Contracts	\$	11,653.50
Business Operations	\$	17,085.00
Case Administration	\$	24,620.00
Claims Administration and Objections	\$	5,911.00
Employment and Fee Applications	\$	3,672.50
Financing and Cash Collateral	\$	78,214.00
Meetings and Communications with Creditors	\$	121,492.00
Plan and Disclosure Statement	\$	889,491.00
Reporting	\$	227.00
Discovery	\$	583,747.50

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Hearings	\$	20,613.50
Other Motions/Applications	\$	826.00
Mediation	\$	79,053.00
<b>Disbursements and Other Charges</b>		<u>17,193.26</u>
<b>Total this Invoice</b>	\$	<u><u>1,853,799.26</u></u>

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**Assumption and Rejection of Leases and Contracts**

<b><u>Date</u></b>	<b><u>Timekeeper</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>	<b><u>Amount</u></b>
12/10/21	CAD	Review/analyze Debtors' motion to implement transactions regarding three JOLCO aircraft including amendment and assumption of two aircraft leases and entry into new aircraft lease, and proposed orders (.4); correspondence w/ internal working group, FTI regarding same (.2).	0.60	\$ 681.00
12/10/21	T G	Review motion to assume amended JOLCO leases (.6) and correspondence w/ FTI re same (.3).	0.90	1,287.00
12/10/21	MVD	Review JOLCOs motion.	0.80	944.00
12/12/21	CAD	Correspondence w/ S. Star/B. Roy (FTI), internal working group regarding Debtors' JOLCO lease motion and resulting unsecured claims.	0.30	340.50
12/13/21	T G	Review and analyze motion to approve JOLCO amended leases.	0.60	858.00
12/15/21	B M	Review the JOLCO settlements (.7); correspond with FTI regarding the JOLCO settlement (.4); call with Edelman regarding the JOLCO settlement (.3).	1.40	2,310.00
12/16/21	CAD	Review/analyze signed order approving assumption of certain executory contracts and unexpired leases.	0.10	113.50
12/22/21	B M	Discussions with FTI regarding the remaining lease deals (.8); review of the aircraft claims (.6); memorandum regarding aircraft claims settlements (.4).	1.80	2,970.00
12/23/21	CAD	Review/analyze Debtors' motion to assume (as amended and restated) lease agreement and approving claims settlement w/ Wilmington Trust (.2); correspondence w/ M. Dunn, B. Roy (FTI) regarding same (.1).	0.30	340.50
12/23/21	MVD	Review MTU motion.	0.30	354.00
12/24/21	T G	Review recent aircraft assumption motions.	0.70	1,001.00

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12/30/21	CAD	Review/analyze Debtors' motion to implement transactions w/ Brasilmex including assumption of aircraft leases (as amended), entry into new agreements, and claims settlement (.3); correspondence w/ M. Dunn, B. Roy (FTI) regarding same (.1).	0.40	454.00
<b>Sub-Total</b>			<b>8.20</b>	<b>11,653.50</b>

**Business Operations**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/9/21	B M	Review the Aeromexico operation report with 2022 changes (.7); correspond with FTI regarding the 2022 changes and how they affect the Business Plan (.9); correspond with Bolger regarding the 2022 operational plan changes (.4); memorandum regarding Business Plan issues for plan valuation (.6).	2.60	\$ 4,290.00
12/15/21	MVD	Review deck re operations prepared by FTI.	0.40	472.00
12/16/21	B M	Review the Delta JCA Agreement and draft amendment (2.7); memorandum regarding the Delta agreements (.4).	3.10	5,115.00
12/21/21	B M	Call with FTI to discuss current operations (.8); review of the FTI analysis of the business plan (.5); prepare memorandum regarding operations issues (.4).	1.70	2,805.00
12/22/21	CAD	Review/analyze Debtors' motion to enter into lease amendments w/ Truenoord Naxas.	0.20	227.00
12/22/21	B M	Discussions with Amia regarding the PLM agreement and proposed deal (.6); review the proposed PLM deal (.7); draft memorandum regarding the PLM deal (.4).	1.70	2,805.00
12/22/21	MVD	Review presentation prepared by FTI re business update.	0.20	236.00
12/23/21	CAD	Correspondence w/ M. Dunn, B. Roy (FTI) regarding Debtors' TrueNoord lease amendment motion (.2); review/analyze Debtors' motion to enter into agreements w/ MTU Maintenance Berlin and approving claims settlement (.2);	0.50	567.50

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		correspondence w/ M. Dunn, B. Roy (FTI) regarding same (.1).		
12/30/21	CAD	Correspondence w/ R. Faldetta (FTI), internal working group regarding update on Debtors' December revenue performance (.1) and review/analyze same (.1).	0.20	227.00
12/31/21	CAD	Review/analyze Debtors' CNO regarding motion to enter into lease amendments w/ Truenoord Nazas Limited.	0.10	113.50
12/31/21	CAD	Correspondence w/ M. Dunn, D. Sinclair, R. Faldetta (FTI) regarding Debtors' December revenue update and transmission to committee.	0.20	227.00
		<b>Sub-Total</b>	<b>10.90</b>	<b>17,085.00</b>

**Case Administration**

<b><u>Date</u></b>	<b><u>Timekeeper</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>	<b><u>Amount</u></b>
12/7/21	CAD	Participate in weekly call w/ committee professionals regarding legal and financial updates/case status (debrief from settlement of commitment fee motion/plan confirmation issues/objection/committee's proposed disclosure statement insert) (.7); correspondence w/ M. Healy (FTI) regarding agenda for same (.1) and review/analyze agenda (.1); correspondence w/ M. Dunn, internal working group regarding agenda for tomorrow's creditors' committee meeting (.1) and review/analyze same (.1); participate in weekly call w/ internal working group regarding same, plan confirmation strategy, and status of confirmation-related research (.5).	1.60	\$ 1,816.00
12/7/21	M S	UCC Professionals Standing Weekly Call re: exit financing motion, confirmation (in part).	0.50	325.00
12/7/21	MVD	Prepare for weekly UCC meeting.	0.20	236.00
12/8/21	CAD	Review/analyze notice of scheduled omnibus hearing date.	0.10	113.50
12/9/21	CAD	Correspondence w/ J. Delgado (Morrison & Foerster), V. Navarette regarding adjournment	0.30	340.50

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		notice inquiry (.1); correspondence w/ D. O'Connor (Epiq), B. Miller regarding services agreement for committee website (.1) and review/analyze same (.1).		
12/10/21	CAD	Correspondence w/ B. Miller, internal working group regarding committee's proposed services agreement w/ Epiq (.2) and review/revise same (2x) (1.9); subsequent correspondence w/ internal working group regarding same and comments (.2); discuss same and comments w/ B. Miller (.2); discuss same w/ D. Sinclair (.1).	2.60	2,951.00
12/10/21	M S	Attend call w/ team re: UCC confirmation issues.	1.00	650.00
12/13/21	CAD	Correspondence w/ B. Miller, internal working group, Epiq, Davis Polk regarding modified form of Epiq services agreement regarding committee extension of Debtors' case website.	0.20	227.00
12/14/21	CAD	Correspondence w/ D. O'Connor (Epiq), internal working group, Davis Polk regarding revised form of Epiq services agreement for committee website (.2); participate in weekly call w/ Santamarina & Steta, J. Delgado, internal working group regarding status of pending matters w/ Mexican law implications (.4); participate in weekly call w/ committee professionals regarding legal and financial updates/case status (plan negotiations/plan objection strategy, discovery, and required documents and declarations/JOLCOs motion) (1.3); correspondence w/ M. Healy (FTI) regarding agenda for today's committee professionals' call (.1) and review/analyze same (.1); correspondence w/ M. Dunn regarding draft agenda for tomorrow's creditors' committee meeting (.1) and review/analyze same (.1); participate in weekly call w/ internal working group regarding agenda for tomorrow's committee meeting and plan confirmation objection/things to be done (.4).	2.70	3,064.50
12/14/21	M S	Participate in UCC Professionals Standing Weekly Call (in part).	0.50	325.00
12/14/21	MVD	Prepare for weekly UCC meeting.	0.20	236.00

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12/14/21	J B	Participate in call with Willkie and FTI teams re: updates and agenda to discuss on upcoming committee call and updates on plan settlement negotiations (1.3); attend and participate in call with internal Willkie team re open case work stream updates (.4) and corr. w/ D. Sinclair following same (.1).	1.80	1,485.00
12/15/21	M S	Attend UCC 12/8 Supplement Discovery Requests (UCC-Delta) Call (.4); revise outline of main issues for depositions (2.3).	2.70	1,755.00
12/17/21	CAD	Correspondence w/ K. Tran (Epiq), B. Miller, S. Piraino (Davis Polk) regarding committee website.	0.20	227.00
12/20/21	CAD	Telephone conference w/ B. Miller, S. Piraino (Davis Polk), K. Tran (Epiq) regarding establishing committee website.	0.20	227.00
12/21/21	CAD	Participate in weekly call w/ Santamarina & Steta, J. Delgado (Morrison & Foerster) regarding status of matters w/ Mexican law implications and preparation of memos thereon (.4); participate in weekly call w/ committee professionals regarding legal and financial updates/case status (plan/potential mediation discussions; plan confirmation objection/declarations/strategy) (.8); correspondence w/ M. Healy (FTI), internal working group regarding agenda for today's committee professionals' call (.1) and review/analyze same (.1); correspondence w/ M. Dunn, internal working group regarding agenda for tomorrow's creditors' committee meeting (.1) and review/analyze same (.1); participate in weekly call w/ internal working group regarding agenda for tomorrow's committee meeting, and status of pending pleadings/projects relating to confirmation (.7); correspondence w/ B. Miller, K. Tran (Epiq) regarding status of mock-up of committee website (.2).	2.50	2,837.50
12/21/21	K H	Attend call with Willkie team to discuss current work streams, time lines, legal research, and legal strategies.	0.60	294.00
12/21/21	MVD	Prepare for weekly UCC meeting.	0.20	236.00

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12/22/21	CAD	Various correspondence w/ internal working group regarding Epiq committee website, Q&As, and key documents for inclusion.	0.80	908.00
12/23/21	CAD	Correspondence w/ B. Miller, K. Tran (Epiq) regarding fully-executed Epiq services agreement for committee website (.2); various correspondence w/ internal working group, FTI regarding committee website, status, and documents for website (.6); correspondence w/ J. Brandt, internal working group regarding Q&As for posting on committee website, comments/links, and next steps (.6) and discussion w/ Davis Polk regarding committee website issues (.3); correspondence w/ K. Tran (Epiq), S. Piraino (Davis Polk), internal working group regarding revised mockup of committee website (.2).	1.90	2,156.50
12/24/21	CAD	Correspondence w/ K. Tran (Epiq), J. Brandt, internal working group regarding revised mockup of committee website (.1) and review/analyze same (.2).	0.30	340.50
12/24/21	A S	Review and circulate pleading for D. Sinclair.	0.10	49.00
12/27/21	CAD	Various correspondence w/ J. Brandt, internal working group regarding latest Epiq mockup of committee website and going live today (.4); review/analyze mockup (.1); correspondence w/ K. Tran (Epiq), J. Brandt, B. Miller regarding same and revisions (.3); correspondence w/ S. Piraino (Davis Polk) regarding same (.1); various correspondence w/ internal working group regarding documents for website and proposed redactions (.6).	1.50	1,702.50
12/28/21	K H	Attend UCC Professionals Weekly Call (.9); and Willkie litigation call (1.3) to discuss upcoming deadlines and potential confirmation issues.	2.20	1,078.00
12/28/21	MVD	Prepare for weekly UCC meeting.	0.40	472.00
12/29/21	CAD	Correspondence w/ internal working group, FTI regarding committee website.	0.30	340.50
12/30/21	CAD	Correspondence w/ J. Brandt, FTI regarding	0.20	227.00

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committee website (Epiq).

**Sub-Total** **25.80** **24,620.00**

**Claims Administration and Objections**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/2/21	CAD	Correspondence w/ M. Dekhtyar (Davis Polk) regarding notice of claims settlement w/ Aircastle, Constitution Aircraft, and Wilmington Trust (.1) and review/analyze same (.1).	0.20 \$	227.00
12/10/21	CAD	Review/analyze CNOs regarding Debtors' motion to approve claims settlement w/ Wells Fargo and certain parties (.1) and Debtors' motion to approve claims settlement w/ Sumidero (.1).	0.20	227.00
12/15/21	CAD	Review/analyze signed order approving claims settlement w/ Sumidero/Sumitomo (.1) and signed order approving claims settlement w/ Wells Fargo (.1).	0.20	227.00
12/20/21	CAD	Review/analyze Debtors' notice of proposed claims settlement w/ FlightSafety Capital.	0.10	113.50
12/20/21	MVD	Review flight safety settlement.	0.10	118.00
12/24/21	CAD	Correspondence w/ A. Scarcella, internal working group regarding Debtors' motion to enforce court's order authorizing entry into new agreements w/ labor unions (.2) and review/analyze same (.3); correspondence w/ J. Brandt, committee members regarding same (.1); subsequent correspondence w/ B. Miller, internal working group regarding same (.2).	0.80	908.00
12/24/21	B M	Review the Debtors' motion to enforce the complying plan language in creditor agreements (.6); review memorandum regarding the complying plan language (.3).	0.90	1,485.00
12/28/21	CAD	Review/analyze Debtors' notice of presentment of stipulation and order among Debtors and Avolon Aerospace regarding certain claims (.2); correspondence w/ internal working group, M.	0.50	567.50

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		Healy (FTI), B. Smith (Holland & Knight) regarding same (.3).		
12/28/21	MVD	Review Avolon notice of presentment.	0.40	472.00
12/28/21	T G	Review Avolon claims stipulation (.4) and correspondence w/ team re same (.2)	0.60	858.00
12/29/21	MVD	Review Debtors' motion to settle claims and enter into agreements with Brasilmex Leasing.	0.60	708.00
		<b>Sub-Total</b>	<b>4.60</b>	<b>5,911.00</b>

**Employment and Fee Applications**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/1/21	A A	Draft 6th monthly fee statement.	1.30	\$ 637.00
12/1/21	MVD	Review Willkie monthly fee statement.	0.30	354.00
12/3/21	CAD	Review/analyze Sainz October 2021 monthly fee statement.	0.10	113.50
12/7/21	CAD	Review/analyze Debtors' notice of filing of twenty-fourth supplemental ordinary course professionals list.	0.10	113.50
12/7/21	MVD	Review and comment on Willkie fee statement.	0.30	354.00
12/9/21	CAD	Review/analyze notice of filing of twenty-fifth supplemental ordinary course professionals list.	0.10	113.50
12/15/21	CAD	Review/analyze Skyworks October monthly fee statement.	0.10	113.50
12/15/21	J B	Review and provide comments to SyS monthly fee application.	1.00	825.00
12/17/21	CAD	Review/analyze Alix October 2021 monthly fee statement.	0.10	113.50
12/22/21	CAD	Review/analyze Davis Polk November 2021 monthly fee statement.	0.10	113.50
12/22/21	MVD	Review FTI monthly fee statement (.4); review FTI supplemental declaration (.2).	0.60	708.00
12/28/21	CAD	Review/analyze Sainz November monthly fee statement.	0.10	113.50
		<b>Sub-Total</b>	<b>4.20</b>	<b>3,672.50</b>

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**Financing and Cash Collateral**

<b><u>Date</u></b>	<b><u>Timekeeper</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>		<b><u>Amount</u></b>
12/1/21	B L	Revise objection to exit financing motion (2.1); telephone conference with FTI and Willkie teams re same (1.4).	3.50	\$	5,775.00
12/1/21	JCD	Calls with Aeromexico team re: exit financing hearing (.9); attend court conference re: same (.8); review draft of commitment fee objection (.8); correspondence with counsel for debtors re: same (.4); prep for hearing on commitment fee objection (1.5).	4.40		8,360.00
12/1/21	J G	Organize exhibits for commitment fee objection.	1.30		637.00
12/1/21	MVD	Review and comment on materials prepared by FTI to be included with commitment fee and disclosure statement objections (.6); revise/supplement commitment fee objection (2.3).	2.90		3,422.00
12/2/21	M S	Revise attorney declaration i/c/w objection.	1.50		975.00
12/2/21	B M	Review the Debtors' motion to extend the DIP Financing (.8); memorandum regarding DIP issues to discuss with the Debtors (.4); call with FTI regarding the DIP extension motion (.4).	1.60		2,640.00
12/2/21	B L	Review and revise objection to committee fee motion (.9); correspond with team re objections and strategy (.8).	1.70		2,805.00
12/2/21	J G	Organize additional exhibits for commitment fee objection (.5); revise commitment fee objection (1.0); corr. w/ team re implementing redactions of confidential material in final version of objection (.3); finalize redactions of final version of objection (.4).	2.20		1,078.00
12/2/21	MVD	Revise commitment fee objection (3.2); review Dugan declaration in support of commitment fee objection and exhibits to same (.3); review OpCo Creditor Group's objection to exit financing motion (.6).	4.10		4,838.00
12/2/21	JCD	Prepare for hearing on commitment fee	2.70		5,130.00

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12/3/21	M S	objections (1.5); review draft objections (1.2). Conduct document review of recently produced documents.	7.70	5,005.00
12/3/21	B L	Telephone conferences and correspondence re preparation for 12/6 hearing with Willkie litigation team.	1.00	1,650.00
12/3/21	JCD	Prepare for hearing on objection to equity commitment fee (.9); attend chambers conference i/c/w DS and financing motion (.6).	1.50	2,850.00
12/3/21	J G	Corr, with internal working team re: newly filed objections and debtors' responses.	0.70	343.00
12/3/21	MVD	Review joinders to UCC objections to commitment fee and disclosure statement motions (.3); review all pleadings related to Debtors' exit financing and disclosure statement motions in order to prepare for hearing on same (1.0); call with Willkie, FTI, and S&S teams regarding disclosure statement and exit financing motions chambers conference (.7).	2.00	2,360.00
12/4/21	B L	Correspond with Willkie and FTI teams re exit fees and potential resolutions of objections.	0.80	1,320.00
12/4/21	JCD	Preparation for hearing on objection to commitment fee (1.5); review opposition to objection filed by debtors (2.0); review proposed exhibits (1.5).	5.00	9,500.00
12/4/21	MVD	Review commitment parties' statement in support of disclosure statement and exit financing motion.	0.30	354.00
12/5/21	B L	Telephone conference with Willkie team re hearing strategy and potential settlement options.	1.00	1,650.00
12/5/21	JCD	Call with bankruptcy team and litigation team to prepare for objection to equity commitment fee hearing (1.5); conference with chambers to discuss settlement (.6); correspondence with counsel for debtors and counsel for Ad Hoc OpcO creditor re: exhibits and hearing prep (.8).	2.90	5,510.00
12/5/21	MVD	Review Debtors' reply to commitment fee objection.	0.80	944.00
12/6/21	JCD	Calls and emails regarding resolution of equity commitment for objection (.60); calls with UCC team re: payment of Plan objection (.70).	1.30	2,470.00
12/7/21	MVD	Review revised equity financing documents	0.70	826.00

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		provided by Debtors.		
12/8/21	CAD	Correspondence w/ L. Barrett (Arnold & Porter), internal working group regarding DIP documents.	0.20	227.00
12/9/21	MVD	Review Milbank markup of equity commitment term sheet.	0.20	236.00
12/10/21	CAD	Correspondence w/ T. Goren, internal working group regarding DIP Credit Agreement mechanics regarding take out of DIP and conversion.	0.20	227.00
12/10/21	B M	Review the 1st and 2nd DIP amendments and the Order extending the DIP maturity (1.2); correspond with R. Cooper regarding the DIP extension (.3); memorandum regarding DIP issues (.4).	1.90	3,135.00
12/10/21	MVD	Review DIP to determine effect of refinancing.	0.50	590.00
12/13/21	T G	Review finance parties professional fee invoices.	0.60	858.00
12/13/21	MVD	Review DIP credit agreement to determine refinancing options.	0.40	472.00
12/14/21	CAD	Review/analyze Kuri Brena (.1) and Jones Day (.1) invoices pursuant to DIP financing order.	0.20	227.00
12/15/21	CAD	Correspondence w/ A. Schwartz (US Trustee), B. Miller, Diameter regarding Diameter fee invoice pursuant to DIP order.	0.20	227.00
12/15/21	T G	Correspondence/call w/ W Eguchi re DIP refinancing analysis (.4); review DIP re same (.7).	1.10	1,573.00
		<b>Sub-Total</b>	<b>57.10</b>	<b>78,214.00</b>

**Meetings and Communications with Creditors**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>		<u>Amount</u>
12/1/21	CAD	Prepare/review materials for (.2) and participate in (1.5) weekly creditors' committee meeting regarding legal and financial updates/case status (plan status/committee's objections to Debtors' commitment fee motion and disclosure statement).	1.70	\$	1,929.50

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12/1/21	T G	Prepare for (.3) and participate on (1.5) Committee call re plan status/discussions; review FTI materials for call (.4); call w/ A&O re Plan questions (.4).	2.60	3,718.00
12/1/21	B M	Preparation (.2) and participation (1.5) on the UCC meeting to discuss the status of plan negotiations; calls with the OpCo Creditor Group regarding its financing proposal (.9); call with Grasso regarding the UCC position for the 12/6 hearing (.3).	2.90	4,785.00
12/1/21	B L	Participate in creditors' committee meeting re exit financing objections.	1.50	2,475.00
12/1/21	MVD	Participate in weekly UCC meeting regarding plan negotiations, objections to Disclosure Statement and exit financing motions, and other topics.	1.50	1,770.00
12/1/21	J B	Participate in call with Committee and Committee professionals re: commitment fee motion objection and related strategic discussions, and case updates.	1.50	1,237.50
12/3/21	CAD	Correspondence w/ B. Miller, M. Bilbao (FTI), committee members regarding result of today's chambers conferences (2x) regarding judge's issues w/ Debtors' commitment fee motion and plan.	0.40	454.00
12/3/21	B M	Correspond with the UCC regarding the negotiations with the Debtors and the plan parties regarding the Exit Financing Commitment Motion (1.3); calls with unsecured creditors regarding the UCC Objections to the Exit Financing Commitment Motion and the Disclosure Statement (.9).	2.20	3,630.00
12/5/21	B L	Telephone conferences with J. Zinman re exit commitment fees.	0.30	495.00
12/5/21	J G	Attend call with WFG team re: newly filed objections, debtors' replies, chambers conferences and upcoming hearing (1.0); call with UCC Professionals re: same (.8).	1.80	882.00
12/6/21	B M	Correspond with the UCC regarding the hearing before Judge Chapman (.6); calls with creditors regarding next steps for the plan of reorganization (1.3).	1.90	3,135.00
12/6/21	T G	Review and revise DS hearing update for UCC.	0.30	429.00

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12/7/21	B M	Review and comment on the Agenda, exhibits and handouts for the UCC meeting to discuss the plan process (1.4); call with the UCC chair regarding the plan process (.7); call with the Ad Hoc Group of OpCo holders regarding next steps (.6); call with Krause regarding the plan process (.4); call with F. Glass regarding the plan process (.2); call with Levine regarding the plan process (.4).	3.70	6,105.00
12/7/21	T G	Call w/ M Black (Corvid) re plan questions (.3); call w/ C Plaza re plan status/next steps (.8); review and revise agenda and materials for UCC call (.3); call w/ F Glass re plan (.2).	1.60	2,288.00
12/8/21	DMS	Meeting with creditors' committee regarding confirmation objections and strategy.	1.00	1,260.00
12/8/21	CAD	Prepare/review materials for (.2) and participate in (1.0) weekly creditors' committee meeting regarding legal and financial updates/case status (commitment fee motion settlement/plan discussions/committee's disclosure statement insert and solicitation letter/confirmation litigation strategy).	1.20	1,362.00
12/8/21	T G	Prepare for (.3) and participate on (1.0) Committee call re plan/DS status/next steps; review FTI presentation re same (.4).	1.70	2,431.00
12/8/21	B L	Participate in UCC meeting re: plan/next steps solicitation letter.	1.00	1,650.00
12/8/21	B M	Preparation (.4) and participation (1.0) on the UCC call to discuss case issues; call with the Ad Hoc OpCo group regarding next steps for confirmation (.8); call with Alberts regarding confirmation issues (.3); call with Tomney regarding plan voting (.3); memorandum regarding Ad Hoc OpCo group issues (.9).	3.70	6,105.00
12/8/21	MVD	Participate in weekly UCC meeting re plan and disclosure statement, operations, and other topics.	1.00	1,180.00
12/8/21	J B	Participate in call with Committee and Committee professionals re: updates on plan and plan confirmation process.	1.00	825.00
12/9/21	B M	Correspond with the UCC regarding a plan counterproposal (.5); call with Fischer regarding	1.20	1,980.00

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12/10/21	CAD	plan questions (.4); call with Ford regarding the plan voting (.3). Correspondence w/ B. Miller, committee members regarding disclosure statement approval order, plan discussions update, possible committee counterproposal, and next steps.	0.30	340.50
12/10/21	T G	Call w/ C Chen re plan questions.	0.30	429.00
12/10/21	B M	Review the Invictus, Corvid Peak and Hain Capital correspondence regarding Delta and Apollo (.8); communications with the UCC regarding the Delta and Apollo correspondence (.4); correspond with Levine regarding the Apollo DIP (.5).	1.70	2,805.00
12/13/21	B M	Review and comment on the Epiq agreement for the UCC website (.4); review the FTI materials for the UCC website (1.8); review the unredacted UCC pleadings for the UCC website (1.3); correspondence with the Debtors regarding the UCC website materials (.5); memorandum regarding the UCC website (.4).	4.40	7,260.00
12/14/21	T G	Call w/ C. Plaza re case update (.4); review and revise agenda and materials for UCC call (.3).	0.70	1,001.00
12/14/21	B M	Review and comment on the agenda, exhibits and handouts for the 12/15 UCC meeting (1.2); call with the UCC chairperson regarding open case issues (.4); call with Glass regarding plan issues (.3); call with Mayer regarding plan voting (.3); call with Katten regarding discovery issues i/c/w confirmation (.4).	2.60	4,290.00
12/15/21	CAD	Prepare/review materials for (.3) and participate in (1.5) weekly creditors' committee meeting regarding legal and financial updates/case status (plan negotiations/plan objection, discovery, and litigation strategy/mediation request/cash update).	1.80	2,043.00
12/15/21	T G	Prepare for (.4) and participate on (1.5) Committee call re plan negotiations/litigation and performance update; review FTI materials for same (.5); call w/ P Anker re Invictus claims (.6); calls (x2) w/ B Miller re same (.4); correspondence w/ Guggenheim re ad hoc	3.60	5,148.00

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12/15/21	B M	group call (.2). Preparation (.6) and participation (1.5) on the UCC meeting to discuss plan issues; call with Alberts regarding creditor issues (.3); call with Levine regarding plan issues (.3); call with P. Anker regarding claims issues (.6); call with Moyes regarding case status (.3).	3.60	5,940.00
12/15/21	MVD	Participate in UCC meeting re plan negotiations, discovery issues, and other topics.	1.50	1,770.00
12/15/21	J B	Participate in call with Committee, Willkie, FTI teams re: update on plan negotiations.	1.50	1,237.50
12/21/21	T G	Call w/ P Anker re Invictus voting discussions (.7); call w/ C Plaza re negotiation/litigation status (.4); review agenda and materials for UCC call (.3).	1.40	2,002.00
12/21/21	B M	Review and comment on the agenda, exhibits and handouts for the UCC meeting on 12/22 regarding open case issues (1.6); call with the UCC chair regarding case issues (.5); call with P. Anker regarding the Independencia claims (.5); correspond with the Ad Hoc OpCo Group regarding confirmation discovery issues (.6); correspond with Epiq regarding the UCC website (.4).	3.60	5,940.00
12/22/21	B M	Preparation (.4) and participation (.9) on the UCC call to discuss case issues; call with P. Anker regarding case status (.4); call with the Ad Hoc OpCo Group regarding confirmation issues (.8); memorandum regarding Ad Hoc OpCo issues (.4).	2.90	4,785.00
12/22/21	B L	Update call with UCC and professionals re: plan/confirmation issues (.9); telephone conference with Willkie and Katten teams re: same (.6); follow up with Willkie team re: same (.6).	2.10	3,465.00
12/22/21	MVD	Participate in weekly UCC meeting regarding plan negotiations, Invictus/Corvid Peak correspondence, and other topics.	0.90	1,062.00
12/22/21	T G	Prepare for (.3) and participate on (1.3) Committee call re plan status; review FTI materials re same (.6); call w/ ad hoc group advisors (.9) and follow up call w/ team re same (.5).	3.60	5,148.00

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12/22/21	J B	Participate in call with Committee and Committee professionals re updates on plan (.9); prepare for same (.1);	1.00	825.00
12/22/21	CAD	Prepare/review materials for (.2) and participate in (.8) weekly creditors' committee meeting regarding legal and financial updates/case status (plan discussions/mediation possibility/committee's objection to confirmation/business update).	1.00	1,135.00
12/28/21	B M	Review and comment on the agenda for the 12/29 UCC meeting (.3); call with the UCC chair regarding UCC issues (.4); calls with unsecured creditors regarding the UCC position on the plan (.7); correspond with Epiq and the Debtors regarding the UCC website for creditor information (.9).	2.30	3,795.00
12/28/21	T G	Review agenda and materials for UCC call.	0.30	429.00
12/29/21	CAD	Prepare for (.2) and participate in (.8) weekly creditors' committee meeting regarding legal and financial updates/case status (mediation/mediator's proposal; plan discussions; confirmation objection/discovery status).	1.00	1,135.00
12/29/21	B M	Preparation (.4) and participation (.8) on the UCC call to discuss case issues; call with P. Anker regarding the Invictus claims response (.4); call with Roberts regarding voting issues (.3); correspond with the Ad Hoc OpCo group regarding the confirmation hearing and discovery (.8); memorandum regarding discussions with creditors (.6).	2.90	4,785.00
12/29/21	B L	Participate in meeting with UCC re litigation strategy and mediation update (.8); prepare for same (.2).	1.00	1,650.00
12/29/21	MVD	Weekly UCC meeting regarding mediation, plan negotiations, recent filings, and other topics.	0.80	944.00
12/29/21	T G	Prepare for (.2) and participate on (.8) Committee call; review FTI materials re same (.4).	1.40	2,002.00
<b>Sub-Total</b>			<b>83.90</b>	<b>121,492.00</b>

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**Plan and Disclosure Statement**

<b><u>Date</u></b>	<b><u>Timekeeper</u></b>	<b><u>Description</u></b>	<b><u>Hours</u></b>	<b><u>Amount</u></b>
12/1/21	DMS	Corr. w/ team re: commitment fee objection (0.5); call with M Freimuth re commitment fee objection (0.1); meet with Committee regarding plan negotiations, commitment fee objection and DS objection (1.5); call with B. Lennon re commitment fee objection (0.2); call with C. Damast re same (0.2); correspondence with Willkie team regarding commitment fee objection (0.2); status conference with all parties in interest regarding commitment fee hearing (0.7); call with C. Damast re commitment fee objection (0.1); call with FTI and Willkie team re DS objection and commitment fee objection (1.4); call with FTI re commitment fee objection (0.7).	5.60 \$	7,056.00
12/1/21	CAD	Correspondence w/ internal working group regarding comments to committee's objection to Debtors' commitment fee motion (.5); review and revise current drafts of same (3x) (8.3); discuss same and comments w/ D. Sinclair (.2); correspondence w/ internal working group, FTI regarding exhibits to same (.2); conference w/ internal working group, FTI regarding committee's objections to Debtors' commitment fee motion and disclosure statement and comments/strategy (1.4); correspondence w/ T. Keshishian (counsel), M. Dunn regarding Tech Avia claims and plan treatment (.2); correspondence w/ Guggenheim, internal working group, FTI regarding alternate proposal and diligence (.3); correspondence w/ FTI, internal working group regarding inserts/exhibits to committee's disclosure statement objection (.3); discuss committee's disclosure statement objection w/ M. Dunn (.2); review/analyze current draft of committee's objection to Debtors' disclosure statement (.5);	13.30	15,095.50

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		correspondence w/ internal working group regarding same and comments (.3); review/analyze certain documents produced in discovery for committee's objection to Debtors' commitment fee motion (.5) and correspondence w/ internal working group regarding same (.4).		
12/1/21	T G	Chambers conference re ad hoc group discovery/hearing (.7); follow-up call w/ T. Graulich re same (.4); review and revise various drafts of commitment fee objection (2.4) and DS Objection (2.1); review and revise draft DS letter (.6); correspondence w/ team re status of pleadings (.8); calls (multiple) w/ B. Miller re same/plan discussions (.8); call w/ J. Levine (multiple) re same (.7); call w/ J. Brody re plan status (.2); call w/ M. Zerjal re alternative proposal (.2) and review language re same (.3); call w/ FTI re review of objections (1.4).	10.60	15,158.00
12/1/21	WTE	Corr. w/ Willkie team re: commitment fee objection.	0.10	135.00
12/1/21	B M	Review and comment on the UCC Objection to the Exit Financing Commitment Motion (4.6) and Disclosure Statement (3.1); calls with FTI regarding the economic support to be included in the UCC Objections (2.3); correspond with the Debtors regarding settlement negotiations regarding the Exit Financing Commitment Motion (.4).	10.40	17,160.00
12/1/21	A A	Assist w/ research i/c/w Commitment Fee Objection (1.9); begin Bluebooking objection (.7).	2.60	1,274.00
12/1/21	J G	Corr. with WFG team, FTI and UCC members re commitment fee objection, disclosure statement, recent depositions and upcoming filing deadlines (in part) (1.2); compile exhibits for DS and commitment fee objection (.5); conduct research on claims issues for purposes of plan confirmation objection (4.0); circulate relevant filings and documents to D. Sinclair (.3).	6.00	2,940.00
12/1/21	EMS	Research sealing motions in SDNY Bankruptcy court.	0.60	168.00

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12/1/21	DMS	Correspondence with Willkie team re commitment fee objection and DS objection (0.7); call with M Freimuth re commitment fee objection (0.1); meet with Committee regarding plan negotiations, commitment fee objection and DS objection (1.5); call with B. Lennon re commitment fee objection (0.2); call with C. Damast re same (0.2); correspondence with Willkie team regarding commitment fee objection (0.2); status conference with all parties in interest regarding commitment fee hearing (0.7); call with C. Damast re commitment fee objection (0.1); call with FTI and Willkie team re DS objection and commitment fee objection (1.4).	5.10	6,426.00
12/1/21	J B	Participate in calls with FTI and Willkie teams re: commitment fee objection and strategic considerations re: same.	1.70	1,402.50
12/1/21	A S	Corr. with WFG team, FTI and UCC members re commitment fee objection, disclosure statement, recent depositions and upcoming filing deadlines (in part) (1.2); prepare exhibits to Commitment Fee Objection (2.2).	3.40	1,666.00
12/1/21	MVD	Revise objection to disclosure statement and proposed inserts (3.6); review Debtors' surety's reservation of rights to various of the Debtors' filings (.4); draft Committee solicitation letter (1.1).	5.10	6,018.00
12/2/21	CAD	Review and revise committee's objection to Debtors' disclosure statement (2x) (4.8); discuss same and comments w/ M. Dunn (.2); various correspondence w/ internal working group regarding same and comments (.9); discuss comments/revisions to committee's objection to Debtors' commitment fee motion w/ D. Sinclair (.4); correspondence w/ B. Miller, T. Graulich (Davis Polk) regarding ex-officio committee members and status of plan-related discussions (.2); correspondence w/ FTI, internal working group regarding comments to committee's objection to disclosure statement (.2) and commitment fee motion (.2); review and revise committee's letter for solicitation package (.4)	11.80	13,393.00

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and discuss comments to same w/ M. Dunn (.3); various correspondence w/ J. Dugan, internal working group regarding documents/exhibits to be attached to committee's objection to commitment fee motion (.7); review/analyze FTI comments to committee's disclosure statement objection (.3) and discuss same w/ M. Dunn (.1); review/analyze Santamarina & Steta comments to objection to disclosure statement (.2) and objection to commitment fee motion (.2); discuss final comments/revisions to objection to disclosure statement w/ M. Dunn (.5); discuss final comments/revisions to objection to commitment fee motion w/ J. Brandt (.5); various correspondence w/ internal working group regarding final comments to objections to disclosure statement and commitment fee motion and preparation for filing (1.1); correspondence w/ M. St. Julien, internal working group regarding J. Dugan declaration in support of objection to commitment fee motion (.3) and review/analyze same (.3).

12/2/21	BES	Review and provide comments on draft attorney declaration prepared by M. St. Julien.	0.90	1,062.00
12/2/21	B M	Review and comment on the UCC objection to the Exit Financing Commitment Motion (3.4) and the Objection to the Disclosure Statement (2.7); correspond with the Debtors and the plan parties regarding the Exit Financing Commitment motion and potential settlement parameters (1.4); calls with the OpCo Creditor Ad Hoc Group regarding the its financing proposal and the objections to the matters for the 12/6 hearing (1.2).	8.70	14,355.00
12/2/21	T G	Review and revise multiple further drafts of commitment fee objection (3.9) and DS Objection (3.8); correspondence w/ FTI and team re same (1.2); calls w/ B. Miller and M. Bilbao re same (.4); review ad hoc group commitment fee objection (1.1); correspondence/calls w/ A&P re same (.4).	10.80	15,444.00
12/2/21	A S	Revise commitment fee objection to reflect D.	4.20	2,058.00

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		Sinclair's comments re exhibits and citations (3.2); review documents for D. Sinclair's (.2); corr. w/ J. Brandt re redacting portions of objection (.8).		
12/2/21	A A	Bluebook and cite check exit commitment fee objection (2.7); prepare table of authorities re: same (.8); assist w/ preparation of filing of objections to disclosure statement and commitment fee motions (1.8).	5.30	2,597.00
12/2/21	DMS	Finalize and coordinate filing of commitment fee objection, disclosure statement objection, and all related exhibits/sealing motion.	6.60	8,316.00
12/2/21	I V O	Revise commitment fee objection (0.3); prepare disclosure statement objection for filing (0.3); prepare sealing motion for filing (0.2); file committee fee objection (0.3); file disclosure statement objection (0.3); file Dugan Declaration (0.3); file Sealing Motion (0.3); coordinate service w/ Epiq for same (0.3).	2.30	678.50
12/2/21	MVD	Revise Committee solicitation letter (.8); review draft sealing motion for commitment fee and disclosure statement objections (.4); revise disclosure statement objection and proposed inserts (7.4).	8.60	10,148.00
12/2/21	J B	Draft bid chart exhibit for Committee's commitment fee motion objection (1.0); coordinate filing of and draft and revise Committee's commitment fee motion objection (3.4); draft and revise sealing motion to commitment fee and disclosure statement objections (.9); participate in call with C. Damast and M. Dunn re final comments to commitment fee objection (.5).	5.80	4,785.00
12/3/21	CAD	Discussion w/ internal working group/litigation team regarding committee's commitment fee objection and strategy/preparation for December 6 hearing (.9); correspondence w/ internal working group regarding same (.2); participate in chambers conferences (2x) w/ major stakeholders regarding Debtors' commitment fee motion and disclosure statement, Monday's scheduled hearing, and judge's concerns (1.0); debrief calls (2x) w/	7.00	7,945.00

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internal working group regarding same, strategy and next steps (1.9); correspondence w/ internal working group regarding same and next steps (.2); review/analyze ad hoc group of OpCo creditors' objections to Debtors' disclosure statement (.2) and Debtors' commitment fee motion (.7); review/analyze Banco Santander joinder to committee's and ad hoc group of OpCo creditors' objections to commitment fee motion and disclosure statement (.1); review/analyze Deva Capital joinder to committee's and ad hoc group of OpCo creditors' objections to commitment fee motion and disclosure statement (.1); correspondence w/ D. Sinclair, internal working group regarding convenience class research (.1) and review/analyze same (.1); review/analyze Chubb Fianzaz reservation of rights regarding commitment fee motion, disclosure statement, and DIP amendment notice of presentment (.2); various correspondence w/ internal working group, FTI regarding status of possible settlement discussions w/ Debtors, exit financing parties regarding Debtors' commitment fee motion and strategy/possible settlement parameters (1.3).

12/3/21	B M	Negotiations with the Debtors and the plan parties on the resolution of the Exit Commitment Fee Motion (6.4); negotiations with the Ad Hoc OpCo Creditor Group regarding its financing proposal and creditor involvement (3.2).	9.60	15,840.00
12/3/21	T G	Call w/ litigation team re potential cross examination questions/hearing arguments (1.0); chambers conferences (x2) re hearing status (1.0); follow-up calls w/ FTI re same (1.7); calls w/ B. Miller re settlements discussions/hearing prep (1.1); calls w/ B. Miller and T. Graulich (x2) re same (.6); call w/ ad hoc professionals re status (.9); call w/ J Brody re same (.2); correspondence w/ FTI and team re hearing/settlement discussions (.8); prepare potential argument points for hearing (1.6);	9.60	13,728.00

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		correspondence w/ FTI/team re hearing/settlement status/next steps (.7).		
12/3/21	DMS	Call with Willkie team re objections to disclosure statement and commitment fee objection (0.5); all hands chambers conference regarding objections (0.4).	0.90	1,134.00
12/3/21	DMS	Call with Willkie team regarding commitment fee hearing (0.5); chambers conference re commitment fee objection (0.4).	0.90	1,134.00
12/3/21	M J	Coordinate exhibits for judge in connection with contested hearing.	0.50	187.50
12/3/21	J B	Participate in call with Committee professionals re: chambers conference follow-up and recap; participate in call with Willkie internal team re litigation strategy for forthcoming hearing on Debtors' plan and exit financing-related motions (.5); attend Chambers conference (.4).	1.40	1,155.00
12/4/21	CAD	Various correspondence w/ internal working group, FTI regarding strategy and analysis regarding possible settlement of committee's objection to Debtors' commitment fee motion (1.5); subsequent various correspondence w/ internal working group/litigation team regarding preparation for December 6 hearing on Debtors' commitment fee motion (1.3); review/analyze commitment parties' statement in support of Debtors' commitment fee and disclosure statement motions (.3); correspondence w/ internal working group/litigation team regarding same and analysis/strategy (.5); correspondence w/ internal working group, FTI, Guggenheim/Katten and Arnold & Porter regarding coordination on December 6 hearing (.4); review/analyze Debtors' reply to disclosure statement objections (.5); participate in chambers conference w/ multiple parties in interest regarding status of commitment fee motion and settlement discussions (.5); various correspondence w/ internal working group, FTI regarding result of same and next steps (.4); correspondence w/ internal working group, FTI regarding Debtors' response to disclosure statement objections (.3).	5.70	6,469.50

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12/4/21	B M	Negotiations with the Debtors and the plan parties regarding the Exit Financing Motion and Disclosure Statement including two chambers conferences (7.2); revise the UCC letter and DS insert (2.1); correspond with the UCC regarding the settlement discussions (.9).	10.20	16,830.00
12/4/21	T G	Review Debtors' reply to DS objection (1.2); correspondence w/ FTI re same/hearing status/arguments, etc. (1.3); calls (multiple) w/ B. Miller re hearing arguments/settlement status (.7); call w/ Court re hearing status (.6); follow-up call w/ M. Bilbao re same (.2); review DS inserts/letters re potential revisions to same (.6); prepare potential arguments for hearings (1.6).	6.20	8,866.00
12/4/21	B L	Participate in chambers conference i/c/w DS and exit fee motion.	0.50	825.00
12/4/21	M J	Coordinate exhibits for judge in connection with contested hearing.	0.30	112.50
12/4/21	MVD	Review Debtors' reply to disclosure statement objections.	0.60	708.00
12/5/21	B M	Negotiations with the Debtors and the plan parties on the settlement of the UCC's objections to the Exit Financing Motion and the Disclosure statement including the chambers conference with Judge Chapman and review and comment on the relevant orders for the 12/6 hearing.	10.80	17,820.00
12/5/21	DMS	Correspondence with Willkie team and FTI team regarding disclosure statement objection.	1.00	1,260.00
12/5/21	CAD	Review/analyze Debtors' reply to objections to commitment fee motion (.9); various correspondence w/ internal working group regarding same and analysis (.9); discussion w/ internal working group regarding same and preparation for tomorrow's hearing (1.2); review/analyze supplemental H. Parkhill declaration in support of commitment fee motion (.5); telephone conference w/ internal working group, FTI, Katten, Arnold & Porter regarding tomorrow's hearing, status of settlement discussions, and coordination (.8); correspondence w/ internal working group regarding status of settlement discussions	11.20	12,712.00

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regarding commitment fee motion (.6); various correspondence w/ internal working group, FTI regarding revisions to committee's disclosure statement insert (1.1); and review/revise current draft of same (2x) (.8); correspondence w/ M. Dunn, M. Bilbao (FTI) regarding same and comments (.4); various correspondence w/ internal working group regarding committee's proposed revisions to proposed order granting commitment fee motion (.5) and review/revise same (.5); correspondence w/ internal working group/litigation team regarding exhibit binder for tomorrow's hearing on commitment fee motion (.2); correspondence w/ internal working group, FTI regarding preparation for tomorrow's hearing (.3); correspondence w/ B. Miller, committee members regarding status of discussions regarding possible settlement of commitment fee motion (.3); correspondence w/ internal working group regarding settlement of objections to commitment fee motion and next steps (.3); correspondence w/ internal working group, FTI regarding committee's letter to be included in solicitation package and comments thereto (.7); and review/revise same (.3); review/analyze Katten/Arnold & Porter comments to proposed order approving commitment fee motion (.3); correspondence w/ internal working group regarding same and transmittal to Davis Polk (.3); participate in chambers conference w/ key stakeholders regarding settlement of objections to commitment fee motion, disclosure statement issues, and next steps (.3).

12/5/21	T G	Review Debtors' reply to commitment fee objection (.9); review and analyze Parkhill declaration re same (.6); review Graulich declaration (.4); correspondence w/ team re hearing arguments, settlement status (.7); call w/ WFG team re hearing prep, argument, cross questions (1.0); call w/ ad hoc group professionals, FTI re same (.8); review and revise various drafts of DS insert/letter (1.6);	8.30	11,869.00
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		review and revise proposed updated drafts of commitment fee order (.6); calls (multiple) w/ B Miller re hearing/potential settlement (.6); chambers conference re hearing (.2); correspondence w/ FTI/team re hearing/settlement status and DS inserts (.9).		
12/5/21	DMS	Review Debtors' replies (0.5); status conference regarding commitment fee and DS objections and replies (0.2).	0.70	882.00
12/5/21	B L	Correspond with team re UCC letter and DS insert.	0.40	660.00
12/5/21	M J	Coordinate exhibits for judge in connection with contested hearing.	0.30	112.50
12/5/21	A A	Assist w/ preparation for 12/6 hearing on Exit Commitment Fee and DS.	1.10	539.00
12/5/21	MVD	Draft abridged proposed disclosure statement insert.	2.50	2,950.00
12/5/21	MVD	Revise/supplement Committee solicitation letter.	1.60	1,888.00
12/5/21	J B	Participate in call with internal Willkie team re: litigation strategy for upcoming hearing (1.0); attend call with Willkie and counsel to ad hoc creditor group counsel (Katten and Arnold/Porter) re strategy for upcoming hearing (.7).	1.70	1,402.50
12/5/21	DMS	Assist litigators with preparation for commitment fee objection hearing (0.5); call with Willkie team regarding commitment fee reply, negotiations and hearing (1.0); call with Katten, Willkie, and FTI teams regarding strategy for commitment fee hearing (0.8); correspondence with Willkie team regarding DS and commitment fee objection workstreams (0.2); review and revise debtors' proposed commitment fee order (0.7); review and revise disclosure statement insert (1.0).	4.20	5,292.00
12/6/21	B M	Finalize the UCC Disclosure Statement insert and letter with the Debtors (3.5); calls with the Ad Hoc Group of OpCo Creditors regarding the disclosure statement insert and confirmation planning (1.5); correspond with the Debtors regarding the UCC insert and letter (.6).	5.60	9,240.00
12/6/21	DMS	Willkie team call regarding confirmation	1.60	2,016.00

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		objection, declarations and related research projects.		
12/6/21	CAD	Correspondence w/ internal working group, committee members regarding result of today's hearing on Debtors' commitment fee motion and disclosure statement and confirmation hearing scheduling (.3); correspondence w/ D. Sinclair, J. Brandt regarding same (.2).	0.50	567.50
12/6/21	CAD	Correspondence w/ M. Comerford (Katten), internal working group regarding preparation for today's commitment fee motion/disclosure statement hearing (.3); various correspondence w/ internal working group regarding revised draft of committee's proposed insert to disclosure statement (.4); various correspondence w/ internal working group, FTI regarding same (.7); correspondence w/ internal working group/litigation team regarding preparation for confirmation hearing and discovery (.3); review and revise current draft of committee's insert to disclosure statement (1.3) and correspondence w/ internal working group regarding same and comments (.3); conference w/ internal working group/litigation team regarding confirmation objection, discovery, and research (1.4); correspondence w/ internal working group, FTI regarding comments to committee's letter to be included in solicitation package (.2); discuss draft of objection to confirmation hearing and research projects w/ D. Sinclair (.2); correspondence w/ B. Miller, M. Comerford (Katten) regarding committee's proposed disclosure statement insert and committee solicitation letter (.2); correspondence w/ internal working group regarding discussion w/ Davis Polk regarding plan solicitation timing, solicitation packages, committee solicitation letter, and plan objection deadline (.2); correspondence w/ internal working group regarding plan confirmation-related research (.1).	5.60	6,356.00
12/6/21	T G	Prepare summary of potential confirmation objections/research issues (.8) and call w/ WFG	4.20	6,006.00

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		team re same (1.6); review and revise updated drafts of DS Insert (.8) and letter (.4); correspondence w/ FTI (.4) and Katten (.2) re same.		
12/6/21	A S	Corr. w/ internal team and FTI re depositions, declarations, and other discovery, and research to be done (.6); conduct research on confirmation objection issues (2.9).	3.50	1,715.00
12/6/21	B L	Correspondence w/ team re exit commitment fee hearing (.4); follow up telephone conference with Willkie team re confirmation hearing strategy (1.2).	1.60	2,640.00
12/6/21	M S	Attend internal call re: next Steps and Discovery i/c/w plan confirmation.	1.30	845.00
12/6/21	J G	Attend call with WFG team re: discovery updates and deposition planning for confirmation hearing (in part).	1.30	637.00
12/6/21	DMS	Review chapter 11 plan (.8) and correspondence with T. Goren re plan equity value/guarantee claims (.4).	1.20	1,512.00
12/6/21	J B	Participate in call with Willkie internal team re: strategy for Committee confirmation pleadings and upcoming related litigation (in part).	1.00	825.00
12/6/21	MVD	Revise insert for Disclosure Statement (.9); consideration of potential arguments to raise with regard to plan confirmation (1.3); revise UCC letter to creditors regarding plan (.3); research impaired accepting class plan requirements (.6).	3.10	3,658.00
12/7/21	B M	Negotiations with the Debtors regarding the Exit Financing Order and the UCC's disclosure statement insert and letter (2.7); review and comment on the revisions to the UCC disclosure statement insert and letter rejecting the plan (2.2).	4.90	8,085.00
12/7/21	CAD	Correspondence w/ J. Leon/Orantes/J.C. Machorro regarding proposed plan distributions and Mexican law implications/today's Mexican law status call (.3); correspondence w/ R. Steinberg (Davis Polk), T. Goren, internal working group regarding proposed revisions to committee's disclosure statement insert (.2) and review/analyze same (.3); correspondence w/	7.10	8,058.50

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		M. Comerford (Katten), B. Miller regarding plan confirmation objection/litigation coordination (.2); subsequent telephone conference w/ internal working group, Katten, Arnold & Porter regarding same (.7); correspondence w/ T. Goren regarding discussions w/ Davis Polk regarding plan equity valuation (.2); review/analyze Debtors' comments to revised proposed order granting commitment fee motion (.5) and review and revise same (.4); review/analyze Katten comments to same (.2); review/analyze Debtors' revised drafts of equity commitment letter and term sheet (.8); review and revise same (.3); correspondence w/ internal working group regarding same (.3); correspondence w/ J. Brandt, D. Sinclair regarding same (.2); review/analyze Katten comments to same (.2); review/analyze Debtors' additional comments to committee's proposed disclosure statement insert (2x) (.7); discuss same and committee's further comments w/ T. Goren and M. Dunn (.7); review and revise same (.4); correspondence w/ internal working group regarding same (.2); review/analyze list of confirmation-related research issues (.3).		
12/7/21	DMS	Review revised exit financing documents.	0.30	378.00
12/7/21	T G	Review and revise updated drafts of DS Insert (.9); call w/ S. Piriano (x2) re same (.5); call/correspondence w/ team re same (.6); correspondence w/ DPW re same (.4); call w/ Katten/A&P re plan strategy (.6); follow-up discussions w/ B Miller (x2) re same (.3); call w/ FTI re same (1.0); call w/ WFG team re same/research update (.9); review revised equity commitment order/term sheet (.8); review proposed changes to same (.4) and correspondence w/ Katten/WFG team re same (.3).	6.70	9,581.00
12/7/21	A S	Conduct research for confirmation objection (1.5); corr. w/ D. Sinclair, J. Brandt, and J. Graber re research projects (.5); corr. w/ WFG	4.10	2,009.00

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		and FTI re disclosure statement inserts, upcoming deadlines, and next steps (1.0); prepare exit financing materials for team (.2); corr. with FTI and M. Dunne re constructing materials for plan and DS (.9).		
12/7/21	S M	Research regarding classification issue.	0.40	112.00
12/7/21	M S	Call w/ internal team re: Confirmation/Discovery.	0.50	325.00
12/7/21	J G	Research classification issues for purposes of DS hearing (.3); corr. with D. Sinclair, J. Brandt and A. Scarcella re same (.5); corr. with WFG internal working team re same (.4).	1.20	588.00
12/7/21	J B	Participate in call with D. Sinclair, A. Scarcella and J. Graber re research assignments and strategies for plan confirmation objection (.5); call with Katten team re discovery strategy (.6); call with Willkie and FTI re: plan objection strategy (.5); call with M. Healy, M. Dunn, and A Scarcella re: confirmation research (.4); review and provide markup to DPW revised versions of letter and exit financing order (1.5).	3.50	2,887.50
12/7/21	DMS	Call with Willkie team regarding confirmation research workstreams (0.5); call with Katten and Willkie teams regarding discovery/deposition workstreams for confirmation (0.7); call with Willkie and FTI teams regarding confirmation strategy (1.1); call with Willkie team regarding confirmation objection (0.2).	2.50	3,150.00
12/7/21	MVD	Call with Katten and Arnold & Porter teams regarding confirmation arguments and related discovery (.7); further revise UCC insert for disclosure statement (2.3); call with M. Healy (FTI) regarding preparation of chart to outline support for plan (.3).	3.30	3,894.00
12/8/21	CAD	Review/analyze current draft of committee's disclosure statement insert and Debtors' comments (.3); correspondence w/ internal working group, Davis Polk regarding same (.3); correspondence w/ J. Brandt, E. Jerrard/S. Piraino (Davis Polk) regarding status of and comments to revised proposed commitment fee	4.60	5,221.00

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order and equity commitment term sheet (.4);  
correspondence w/ J. Brandt, D. Sinclair  
regarding same (.2); correspondence w/ R.  
Steinberg (Davis Polk), internal working group  
regarding Debtors' updated projections to be  
included in disclosure statement (.1) and  
review/analyze same (.5); correspondence w/ B.  
Miller, internal working group regarding status  
of discussions w/ Davis Polk regarding  
committee insert to disclosure  
statement/committee solicitation  
letter/committee website for same (.2);  
correspondence w/ L. Barrett (Arnold & Porter),  
internal working group regarding status of  
commitment fee order/DIP amendment (.2);  
correspondence w/ M. Masaro (Davis Polk),  
internal working group regarding proposed  
solicitation version of disclosure statement (.1)  
and review/analyze same (.8); various  
correspondence w/ internal working group, FTI  
regarding same (.5); correspondence w/ T.  
Goren, Davis Polk regarding same and  
committee's objection deadline (.2);  
correspondence w/ M. Comerford (Katten),  
internal working group regarding same (.2);  
correspondence w/ R. Steinberg (Davis Polk),  
internal working group regarding final draft of  
committee's insert to disclosure statement (.1)  
and review/analyze same (.2); correspondence  
w/ A. Bane (Davis Polk), T. Goren regarding  
proposed final version of exit financing order  
(.2) and review/analyze same (.1).

12/8/21	A S	Conduct research on confirmation issues (2.2); prepare materials for plan objection (.2); corr. w/ UCC and team re: plan, disclosure statement insert, recent chambers conference and hearings, and next steps and upcoming deadlines (1.0).	3.40	1,666.00
12/8/21	T G	Review and revise various updated drafts of UCC insert to DS (1.4); correspondence/call w/ S Piriano re same (.5); call w/ Debtors' advisors/FTI re same (.8); review updated DS (1.6); correspondence w/ FTI and DPW re same	6.80	9,724.00

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		(.9); calls w/ B Miller re same (.4); review updated commitment fee order (.3) and correspondence w/ DPW and Katten re same (.4); correspondence w/ M Bilbao re potential settlement structures (.5).		
12/8/21	B L	Correspond with team re DS insert.	0.40	660.00
12/8/21	A A	Research i/c/w Plan precedent for team.	1.10	539.00
12/8/21	B M	Review the discovery requests made of the Debtors, Delta, the Tricio's, BSPO and the Ad Hoc Groups (1.3); memorandum regarding confirmation issues for the UCC (.9); discussions with FTI regarding expert declarations supporting the UCC plan objection (1.7).	3.90	6,435.00
12/8/21	J G	Draft memo on confirmation arguments research (3.5); attend call with UCC professionals re: plan, disclosure statement insert, recent chambers conference and hearings, and next steps and upcoming deadlines (1.0).	4.50	2,205.00
12/8/21	MVD	Revise UCC insert for disclosure statement (.5); review solicitation version of disclosure statement (.5).	1.00	1,180.00
12/9/21	CAD	Correspondence w/ E. Jerrard (Davis Polk), T. Goren, M. Comerford (Katten), and M. Fink (Arnold & Porter) regarding final comments to draft of proposed exit financing order (.2) and review/analyze same (.3); correspondence w/ internal working group regarding committee's insert to disclosure statement (.2); correspondence w/ T. Keshishian, M. Dunn regarding Tech Avia claims and plan treatment provisions (.2); telephone conference w/ D. Botter (Akin), internal working group, M. Bilbao (FTI) regarding plan status and potential settlement prospects (.3); correspondence w/ A. Bane (Davis Polk), M. Fink (Arnold & Porter), J. Cunningham (Milbank), D. Botter (Akin), S. Silverman (Gibson), C. Wallance (Cleary), internal working group regarding final versions of equity financing term sheet and proposed exit	2.60	2,951.00

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		financing order (.5) and review/analyze same (.4); correspondence w/ internal working group, FTI regarding potential parameters of committee counteroffer to plan parties (.3); and review/analyze same (.2).		
12/9/21	A S	Corr. w/ internal team and FTI re holdouts and certain proposals (.3); conduct research on convenience class for D. Sinclair (1.8).	2.10	1,029.00
12/9/21	T G	Review updated draft of disclosure statement (1.2); correspondence w/ FTI re same (.5); correspondence w/ DPW re same (.3); calls (multiple) w/ B Miller re same (.6); call w/ Akin/Ducera re plan negotiations (.3); review and revise Committee plan proposal (.6) and correspondence w/ FTI re same (.4); review updated commitment fee order/term sheet (.6) and correspondence w/ A&P and DPW re same (.3).	4.80	6,864.00
12/9/21	H C	Retrieve secondary sources and legislative history regarding confirmation research for A. Scarcella.	0.40	112.00
12/9/21	B M	Review and comment on the solicitation version of the Plan and Disclosure Statement (1.4); communications with the Debtors and Epiq regarding the UCC insert to the Disclosure Statement and a UCC website (1.2); correspond with FTI regarding the UCC insert to the Disclosure Statement (.6); Communications with FTI regarding a UCC plan counterproposal (1.8); memorandum regarding the Debtors' solicitation process and the UCC website (.6).	5.60	9,240.00
12/9/21	MVD	Review plan and disclosure statement to determine treatment of certain convenience class claims.	0.40	472.00
12/10/21	CAD	Correspondence w/ internal working group, FTI regarding proposed committee plan counterproposal (.3) and discussion w/ internal working group, FTI regarding same and next steps (.6); review/analyze as-filed Debtors' third revised plan and disclosure statement (.4) and correspondence w/ internal working group, committee members regarding same (.2); correspondence w/ internal working group,	3.30	3,745.50

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		committee members regarding signed commitment fee order (.1) and review/analyze same (.1); correspondence w/ B. Miller, internal working group regarding Invictus/Corvid Peak press release regarding letters sent to Delta's and Apollo's boards (.1) and review/analyze same (.1); correspondence w/ A. Scarcella, T. Goren, internal working group, FTI regarding plan and disclosure statement language regarding potential public listing of New Stock (.3); various correspondence w/ R. Faldetta/S. Star/M. Bilbao (FTI), T. Goren, internal group regarding revised committee plan counterproposal (.9) and review/analyze same (.2).		
12/10/21	A S	Review Debtors' plan and DS (.1); review commitment fee order (.1); corr. w/ internal team and FTI re the UCC's counter (.5); review plan and DS for T. Goren and FTI (.6).	1.30	637.00
12/10/21	T G	Review and analyze potential UCC plan proposal (.6) and call w/ FTI re same (.6); correspondence w/ FTI re same (.4); call w/ A&P re plan strategy (.3) and follow-up call w/ B Miller (.2) re same; follow-up correspondence w/ team re same (.2); review DS and Commitment fee order (.9).	3.20	4,576.00
12/10/21	B M	Review and comment on the revised exit financing commitment documents and order (2.3); correspond with the Debtors regarding the revised exit commitment fee documents (.4); memorandum regarding the termination fee and insider treatment (.5); calls with FTI to discuss the UCC plan counterproposal (1.7); review and comment on the UCC counterproposal (1.3).	6.20	10,230.00
12/10/21	B L	Telephone conference with working group re negotiating strategy.	1.00	1,650.00
12/10/21	MVD	Review revised plan (.4); review revised disclosure statement (.3).	0.70	826.00
12/11/21	J B	Conduct research related to Committee's plan related objections.	2.00	1,650.00
12/12/21	A S	Review and revise plan objection research.	0.80	392.00
12/12/21	MVD	Review/comment on research memo prepared	3.60	4,248.00

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		by J. Brandt, A. Scarcella, and J. Graber regarding confirmation issues.		
12/12/21	J B	Draft memorandum summarizing research conducted relating to Committee's plan confirmation objection.	4.40	3,630.00
12/13/21	CAD	Review/analyze plan confirmation objection-related research (.4); correspondence w/ internal working group regarding same (.1); correspondence w/ R. Faldetta (FTI), internal working group regarding draft disclosure statement insert w/ revised business plan section for KCC website (.1) and review/analyze same (.4); correspondence w/ B. Miller, T. Graulich (Davis Polk) regarding US Trustee inquiry regarding sealing motion and possible presentation by Debtors to committee (.2); review/analyze CNO regarding Debtors' motion to extend exclusivity (.1); review/analyze signed order regarding same (.1); correspondence w/ R. Faldetta (FTI), internal working group regarding excess cash presentation (.1) and review/analyze same (.2).	1.70	1,929.50
12/13/21	T G	Review FTI updated business plan analysis (.5); review FTI press release (.3); review UCC plan website agreement (.4); review and analyze key research topics for confirmation (.9).	2.10	3,003.00
12/13/21	A S	Update plan objection research memo to reflect M. Dunn's comments (3.2); update creditor outreach list for M. Dunn (2.1).	5.30	2,597.00
12/13/21	B M	Discussions with FTI regarding the UCC plan counterproposal (1.4); review and comment on the FTI materials regarding the UCC counterproposal (1.2); memorandum regarding the UCC counterproposal (.4); review the update on discovery compliance and discuss the need for a chambers conference (.6).	3.60	5,940.00
12/13/21	J G	Draft memorandum on confirmation objection research.	1.00	490.00
12/13/21	J B	Review and revise confirmation objection research memo.	2.30	1,897.50
12/13/21	MVD	Revise/supplement chart of creditors supporting/not supporting current plan (.5); review narrative prepared by FTI for UCC	4.30	5,074.00

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		website (.4); review slide prepared by FTI re excess cash (.1); consideration of issues to be asserted in connection with confirmation (.6); review and comment on research conducted on multiple confirmation issues (2.7).		
12/14/21	CAD	Analyze proposed distribution of reorganized equity to existing Mexican shareholders in context of committee's objection to plan confirmation (.7); correspondence w/ internal working group, FTI regarding committee Epiq website and disclosure statement insert (.3); various correspondence w/ internal working group regarding plan/confirmation-related research (.5); discuss plan confirmation objection/declarations/research w/ D. Sinclair (.3); subsequent correspondence w/ M. Dunn, D. Sinclair, internal working group regarding additional plan confirmation-related research (.4) and review/analyze same (.4).	2.60	2,951.00
12/14/21	T G	Call w/ FTI re plan negotiations/litigation strategy (1.4); follow-up discussion w/ WFG team re same (.4); review FTI business plan analysis (.6); review draft FTI press release (.3); correspondence w/ FTI re litigation witness call (.2); review plan research memos (.7); correspondence w/ team re potential motion in limine (.5).	4.10	5,863.00
12/14/21	A S	Conduct research re solicitation issues (5.1); update creditor contact chart for M. Dunn (.5); corr. w/ FTI and WFG re: the website, certain valuations, credit contact list, and tomorrow's UCC call (1.2); corr. w/ internal team re: plan objection, depositions, and solicitation research (.3); update chart noting which claims are subject to complying plan language (.5); conduct research on re-solicitation (.8).	8.40	4,116.00
12/14/21	B M	Finalize the Epiq agreement for the UCC website for plan documents (.4); review the Ad Hoc OpCo group's discovery requests (.7); participation in plan discovery conference (.4); discussions with FTI, the Debtors and plan parties regarding the UCC plan proposal (2.3); review plan solicitation research regarding the	5.70	9,405.00

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		UCC opposition to the plan (.8); review the list of creditors who agreed to the complying plan language in their claims settlements (.4); memorandum regarding the UCC plan proposal (.7).		
12/14/21	B L	Telephone conference with Willkie and FTI teams re confirmation strategy (1.0); Strategy call with Willkie team re various workstreams (.5).	1.50	2,475.00
12/14/21	J G	Attend call with UCC Professionals and Internal WFG Team re: discovery and strategy for purposes of confirmation (1.4); attend call with WFG internal team re: same (.3); revise SyS declaration in support of confirmation objection (1.0); corr. with J. Brandt and M. Dunn re: same and plan objection research memo (.2); revise plan objection research memo (1.6).	4.50	2,205.00
12/14/21	A A	Assist w/ research i/c/w confirmation objection precedent.	1.60	784.00
12/14/21	DMS	Review and revise memo regarding confirmation research issues (1.3); call with M. Dunn regarding same (0.1); review and comment on agenda for committee meeting (0.1); correspondence with A. Scarcella regarding research tasks (0.2); review settlement claims chart (0.1); call with Willkie and FTI teams regarding confirmation objection and related declarations (1.2); call with Willkie team regarding confirmation objection (0.4); correspondence with M. Dunn, J. Brandt, A. Scarcella re: confirmation objection drafting/research (0.6).	4.00	5,040.00
12/14/21	J B	Conduct research for and revise plan confirmation objection research memo re: M. Dunn comments.	2.10	1,732.50
12/14/21	MVD	Review and supplement research memo regarding various confirmation issues and arguments (2.8); review exclusivity research prepared by A. Scarcella (.3); draft S&S declaration in support of confirmation objection (1.0); conduct research regarding violation of absolute priority rule (1.3); consideration of	6.00	7,080.00

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12/15/21	CAD	issues to be covered in FTI declaration in support of confirmation objection (.4); review updated creditor outreach chart (.2). Telephone conference w/ internal working group, litigation team, FTI regarding IP valuation issues/analysis and preparation of expert report and accompanying FTI declaration (.7); various correspondence w/ internal working group, FTI regarding plan litigation and required declarations (.3); correspondence w/ internal working group regarding commitment fee motion pleadings and redactions/sealing issues/resolution (.2); correspondence w/ P. Tomasco (Quinn Emanuel), internal working group regarding committee's unredacted objections to disclosure statement and commitment fee motion (.2); review/analyze as-filed Debtors' summary of chapter 11 plan (.4) and correspondence w/ internal working group regarding same (.2); review/analyze as-filed notice of confirmation hearing and related voting and objection deadlines (.1).	2.10	2,383.50
12/15/21	T G	Call w/ FTI and litigation team re IP valuation testimony (.8); review correspondence/materials re license agreements (.9); correspondence w/ team re same (.4).	2.10	3,003.00
12/15/21	B M	Review the BK Associates brand appraisal report (1.4); discussions with FTI regarding an alternative Aeromexico brand appraisal by FTI (1.3); research regarding the challenge to the Grupo brand appraisal value (1.5); memorandum regarding challenging the brand valuation (.7); correspond with the Ad Hoc OpCo Group regarding confirmation objections (.4).	5.30	8,745.00
12/15/21	J G	Corr. with M. Dunn re SyS declaration for plan confirmation objection (.4); revise SyS declaration to reflect M. Dunn's comments (1.1); revise plan confirmation objection memo in light of J. Brandt's and M. Dunn's comments (1.3); corr. with J. Brandt and M. Dunn re same (.3); attend call with UCC, WFG and FTI re:	4.00	1,960.00

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		plan confirmation, current negotiations, strategy and next steps (.9).		
12/15/21	A A	Assist w/ research i/c/w confirmation objections.	1.40	686.00
12/15/21	A S	Research re-solicitation for B. Miller (3.1); corr. w/ UCC and FTI re: chamber's conference, updated numbers, mediation, and operations (1.5).	4.60	2,254.00
12/15/21	J B	Draft plan confirmation objection.	4.50	3,712.50
12/15/21	DMS	Call with Committee members, FTI and Willkie teams regarding plan negotiations and confirmation objection (1.1); review case law regarding plan solicitation (0.6); revise A. Scarcella research summary regarding plan solicitation (0.5).	2.20	2,772.00
12/15/21	MVD	Revise/supplement memo outlining various confirmation issues and arguments (1.5); Revise S&S declaration in support of confirmation objection (.8); review plan summary filed by Debtors (.5); review confirmation hearing notice (.2); consideration of board materials to be referenced in S&S objection in support of confirmation objection (.4); review Debtors' brand appraisal prepared by BK Associates (.7); review solicitation research prepared by A. Scarcella (.3).	4.40	5,192.00
12/15/21	DMS	Review and revise plan objection research memo (.6) and corr with M. Dunn re same (.2). Further review and revise solicitation research (.6).	1.40	1,764.00
12/16/21	CAD	Correspondence w/ D. Botter (Akin), internal working group regarding status of plan discussions (.1); telephone conference w/ N. Cohen (FTI), internal working group, litigation team regarding plan confirmation litigation preparation regarding Delta JCA and purported Delta extra services (.9); analyze Plan regarding same (.6); correspondence w/ internal working group regarding same (.3); correspondence w/ A. Scarcella, internal working group regarding claims settlements w/ "Complying Plan" language (.1) and review/analyze same (.1);	6.20	7,037.00

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		correspondence w/ M. Dunn, internal working group regarding plan confirmation-related legal research (.1) and review/analyze same (.2); correspondence w/ A. Scarcella, internal working group regarding plan confirmation-related legal research (.1) and review/analyze same (.2); conduct and analyze plan confirmation objection-related research (.8) and various correspondence w/ internal working group regarding same (.9); discussion w/ internal working group, litigation team regarding plan confirmation-related research projects, strategy, and discovery issues (.5); correspondence w/ M. Dunn regarding status of plan matters w/ Mexican law implications (.2); correspondence w/ internal working group regarding committee's disclosure statement insert (.4); correspondence w/ M. Dunn, internal working group, FTI, Santamarina & Steta regarding Mexican law issues regarding plan (.4); correspondence w/ S. Star/M. Bilbao (FTI), internal working group regarding tender offer/rights offering under plan and mechanics (.3).		
12/16/21	A S	Corr. w/ FTI and WFG re: litigation strategy, discovery matters, and new research projects (.7); research on gifting for M. Dunn (1.1); corr. with Willkie team re: research projects, discovery issues, and objection strategy (.5).	2.30	1,127.00
12/16/21	T G	Call w/ FTI/litigation team re potential Cohen testimony (1.0); call w/ ad hoc group re plan litigation status (.6); review research re plan objection issues (1.3) and correspondence w/ team re same (.4); call w/ team re same (.5); review release re rights offering (.3); review documents and correspondence w/ team re same (.4).	4.50	6,435.00
12/16/21	B M	Review the proposed stock tender offer for Mexican shares (1.4); communications with FTI and S+S regarding the proposed tender offer and effect on the plan process (1.5); correspond with the Debtors regarding the Mexican share tender offer (.4); memorandum regarding the	5.20	8,580.00

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		Mexican share tender offer (.5); review the discovery update and narrowing of the scope for the Tricio's and Apollo (.7); discussions with FTI regarding the UCC plan counterproposal (.7).		
12/16/21	B L	Correspondence w/ team re DS insert.	0.40	660.00
12/16/21	J G	Attend call with internal WFG team and SyS co-counsel re: plan objection research for purposes of upcoming hearing (.5); research entire fairness and absolute priority rule for purposes of confirmation objection (1).	1.50	735.00
12/16/21	DMS	Call with Willkie litigation team and FTI team re plan confirmation issues (1.0); prepare for same (.2).	1.20	1,512.00
12/16/21	J B	Attend call with FTI and Willkie litigation team re: go-forward strategy for drafting plan objection declarations (in part) (.5); attend and participate in call with Willkie internal team call re: updates on plan objection (.4).	0.90	742.50
12/16/21	MVD	Conduct research regarding absolute priority rule / gifting (1.3); conduct research regarding rights offerings (.8); review commitment documents to determine details of rights offering (.3); meeting with Willkie and FTI teams regarding litigation and discovery strategy (1.0); draft confirmation objection (3.2).	6.60	7,788.00
12/17/21	A S	Research gifting and absolute priority rule for M. Dunn (6.9); review commitment fee docs for T. Goren (.6); research rights offering for M. Dunn (.3).	7.80	3,822.00
12/17/21	CAD	Correspondence w/ S. Irvine (FTI), internal working group regarding potential experts, IP valuation report, and confirmation hearing/timing (.5); correspondence w/ D. O'Brien (FTI), T. Goren regarding IP valuation issues (.2); correspondence w/ M. Dunn regarding T. Keshishian plan treatment inquiry (.2).	0.90	1,021.50
12/17/21	T G	Correspondence w/ FTI and team re IP valuation report (.4); review research re absolute priority/gifting issues (.8); review	2.10	3,003.00

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		materials re rights offering/pre-emptive right issues (.9).		
12/17/21	B M	Review information regarding the Mexican share tender offer (.8); correspond with S+S regarding Mexican regulatory issues for the tender offer (.4); memorandum regarding tender offer issues (.4).	1.60	2,640.00
12/17/21	B L	Correspondence with team re confirmation litigation strategy.	0.60	990.00
12/17/21	J G	Research entire fairness for plan confirmation objection (3.5); corr. with M. Dunn re same (.2); corr with A. Scarcella re same (.2); research absolute priority rule for confirmation objection memo (2.2).	6.10	2,989.00
12/17/21	J B	Revise confirmation objection.	1.00	825.00
12/17/21	MVD	Review DIP credit agreement to determine details of rights offering (.4); revise confirmation objection (2.6); consideration of additional materials produced in discovery to be included in S&S declaration in support of confirmation objection (.8).	3.80	4,484.00
12/18/21	DMS	Review (1.5) and revise (1.0) confirmation objection; consider additional arguments to include in objection (0.4).	2.90	3,654.00
12/18/21	A S	Research rights offering for M. Dunn (2.8); review commitment fee docs (.6).	3.40	1,666.00
12/18/21	CAD	Correspondence w/ A. Scarcella, internal working group regarding rights offering contemplated by plan.	0.20	227.00
12/18/21	B L	Correspond with team re UCC website and content.	0.20	330.00
12/18/21	J G	Research entire fairness, rights offerings and absolute priority rule for purposes of disclosure statement confirmation hearing (1.8); corr. with A. Scarcella, J. Brandt and M. Dunn re same (.2).	2.00	980.00
12/18/21	MVD	Review and comment on research prepared by A. Scarcella regarding absolute priority rule (1.2); revise/supplement memo detailing various confirmation issues and arguments (1.7); revise confirmation objection (1.3); consideration of additional issues to be	4.80	5,664.00

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		discussed in S&S declaration in support of confirmation objection (.6).		
12/19/21	CAD	Correspondence w/ M. Bilbao (FTI), internal working group regarding plan valuation issues and analysis.	0.20	227.00
12/19/21	T G	Correspondence w/ litigation team re meet and confer status and IP valuation questions.	0.40	572.00
12/19/21	A S	Consider research projects for M. Dunn (.4); research rights offerings for M. Dunn (.5); research solicitation and incorporate research into memo (.5); update research memo for WFG team (.9).	2.30	1,127.00
12/19/21	J G	Research rights offerings i/c/w confirmation hearing (1.0); corr. with M. Dunn, J. Brandt and A. Scarcella re: same (.1); research trade claims i/c/w confirmation (.5); revise confirmation research memo for dissemination to WFG internal team (.5).	2.10	1,029.00
12/19/21	MVD	Revise confirmation objection (3.8); review and comment on confirmation research prepared by A. Scarcella and J. Graber (1.2).	5.00	5,900.00
12/20/21	CAD	Review various correspondence from Invictus/Corvid Peak/Hain to US Trustee, Delta, and Apollo regarding DIP funding agreement, conflicts, and absolute priority issues (.5); correspondence w/ J. Dugan, internal working group, FTI regarding confirmation hearing and anticipated testimony (.2); telephone conference w/ internal working group, FTI, internal working group regarding pending Mexican law issues (Mexican anti-corruption law/tender offer and preemptive rights under plan) (.9); correspondence w/ S. Star (FTI), internal working group regarding IP valuation report outline (.2) and review/analyze same (.2).	2.00	2,270.00
12/20/21	T G	Call w/ Epiq re plan website (.2); call w/ FTI and S&S re Mexican law issues (.9); review plan research issues memo and analyze potential arguments re same (1.8); review Invictus letter (.5) and correspondence w/ team re same (.3).	3.70	5,291.00
12/20/21	A S	Corr. w/ D. Sinclair and M. Dunn regarding	1.60	784.00

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		research projects and other plan objections issues (.4); corr. w/ WFG and S&S re certain Mexican law issues (.9); organize entities list for M. Dunn (.3).		
12/20/21	B M	Call with Epiq regarding the UCC website (.4); calls with the UCC professionals regarding the confirmation objection, discovery and the required FTI and S+S declarations (3.6); prepare an outline of confirmation objections (1.3); memorandum regarding required declarations (.4).	5.70	9,405.00
12/20/21	B L	Review Invictus letter re examiner (.3); correspond with Willkie team re same (.2).	0.50	825.00
12/20/21	J G	Conduct research on trade claims for purposes of confirmation hearing (3.9); corr. with D. Sinclair, M. Dunn, J. Brandt and A. Scarcella re confirmation objection and relevant declarations in support thereof (.4); call with WFG, FTI and SyS re: questions of Mexican law for purposes of confirmation objection (.9).	5.20	2,548.00
12/20/21	DMS	Call with S&S, FTI, Willkie teams re Mexican rights offering (0.9); call with Willkie team re research on confirmation objections (0.3).	1.20	1,512.00
12/20/21	J B	Participate in call with M. Dunn, D. Sinclair, A. Scarcella, and J. Graber re: go forward strategy on research projects and pleadings relating to objection to confirmation of plan (.3); review and revise confirmation brief (1.5).	1.80	1,485.00
12/20/21	MVD	Review and revise research memo detailing confirmation issues (2.4); review correspondence from Invictus/Corvid Peak re plan (.4); revise confirmation objection (5.6); call with Mexican counsel to determine impact of Mexican law on certain confirmation issues (1.0).	9.40	11,092.00
12/21/21	CAD	Correspondence w/ J. Dugan, T. Goren regarding IP valuation report and confirmation hearing preparation (.2); correspondence w/ C. Johanson (FTI), internal working group regarding disagreements w/ Debtors' IP appraisal and FTI valuation report (.4); correspondence w/ J. Leon-Orantes (Santamarina & Steta), internal working group	1.50	1,702.50

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		regarding discussion w/ Sainz regarding tender offer and pre-emptive rights under plan (.2); correspondence w/ J. Brandt, internal working group, FTI regarding plan confirmation-related research (.3) and review/analyze same (.2); correspondence w/ T. Goren regarding Cleary letter to US Trustee in response to Invictus letter (.1) and review/analyze same (.1).		
12/21/21	T G	Call w/ FTI re plan negotiations/litigation status update (.8); follow-up call w/ B Miller re same (.2); review Delta services term sheet (.6) and correspondence w/ FTI and team re same (.4); call w/ WFG team re plan litigation status (.7); review Apollo response to ad hoc group letter to UST (.1); review IP valuation report outline/template (.3) and correspondence w/ FTI re same (.1).	3.20	4,576.00
12/21/21	A S	Research absolute priority rule i/c/w confirmation objection (2.1); corr. w/ FTI and WFG re status of declarations, creditor outreach, upcoming deadlines, and upcoming UCC meeting (.7); update plan objection research tracker and create tracker for all pending projects for M. Dunn (1.3); corr. w/ internal team re litigation issues, declaration, research projects, and objection strategy (.7); research unfair discrimination for M. Dunn (.4).	5.20	2,548.00
12/21/21	B M	Review the Mexican law materials from S+S related to the confirmation issues (.8); review the updated discovery materials and proposed deposition schedule (.7); memorandum regarding confirmation issues (.6).	2.10	3,465.00
12/21/21	J G	Draft memorandum on trade creditors research for purposes of confirmation objection (1.9); corr. with M. Dunn, J. Brandt and A. Scarcella re same (.2); attend call with WFG, FTI and UCC Professionals re: confirmation objection, strategy, upcoming hearing and litigation queries (.6).	2.70	1,323.00
12/21/21	DMS	Review confirmation research memo (0.6); corr with M Dunn re confirmation pleadings (0.1); call with FTI and Willkie and S&S teams re confirmation arguments (0.9); team call	2.70	3,402.00

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		regarding confirmation arguments (Willkie only) (0.7); review revised research memo and corr with M Dunn re same (0.4).		
12/21/21	MVD	Revise confirmation objection (4.2); review and comment on research on various confirmation issues prepared by A. Scarcella and J. Graber (2.6); review UCC website (.2); review documents produced in discovery to be included in confirmation objection (.5); consideration of issues to be included in FTI declaration(s) in support of confirmation objection (.6).	8.10	9,558.00
12/21/21	J B	Participate in call with internal willkie team re updates on plan pleadings (.7); revise confirmation objection re: internal team comments (2.2).	2.90	2,392.50
12/22/21	CAD	Correspondence w/ D. Sinclair, N. Cohen (FTI) regarding declaration regarding Debtors' IP valuation (.2); correspondence w/ internal group regarding Invictus letter to US Trustee regarding Delta/Apollo concerns (.2); review/analyze Debtors' letter in response to Invictus letter (.2); review/analyze Delta's letter in response to Invictus letter (.2); telephone conference w/ FTI, internal working group regarding IP valuation issues, report, and declaration (.5); correspondence (.2) and telephone conference (.9) w/ internal working group, Katten regarding plan status and issues; correspondence w/ T. Goren, internal working group regarding plan confirmation objection-related research (.2) and additional required research (.2); telephone conference w/ internal working group, FTI regarding debrief from call w/ Katten, declarations in support of confirmation, and next steps (.6); correspondence w/ A. Schwartz (US Trustee), internal working group regarding committee's response to Invictus letter (.2) and review/analyze same (.1); correspondence w/ B. Philipps (Guggenheim), internal working group regarding plan issues and status (.1) and review/analyze same (.1).	3.90	4,426.50

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12/22/21	A S	Research unfair discrimination for M. Dunn (3.6); update plan objection projects tracker (.1); corr. w/ UCC re mediation update, website, litigation updates, voting, and other plan related matters (.9); review certain confirmation objections re entire fairness for M. Dunn (1.3).	5.90	2,891.00
12/22/21	B B	Research i/c/w confirmation objections.	2.00	560.00
12/22/21	J G	Attend call with WFG internal team and UCC re: confirmation hearing objection and strategy (.9); research disclosure statement objections for purposes of entire fairness analysis (1.0); research declaration on behalf of FTI for purposes of confirmation objection (.3); corr. with A. Scarcella re entire fairness arguments (.5).	2.70	1,323.00
12/22/21	T G	Review IP outline (.4); call w/ IP valuation team at FTI (.7); review website mockup (.3) and prepare additional materials for same (.9); review Plan research memo (.8) and correspondence w/ team re follow up on same (.4); call w/ D Sinclair re confirmation objection (.3); correspondence w/ team re response to UST re ad hoc group letter (.5); review Delta response (.2).	4.50	6,435.00
12/22/21	DMS	Committee meeting re confirmation issues (0.9); call with T Goren re confirmation objection (0.4); work on confirmation arguments and related corr with M. Dunn (0.5); call with Willkie and FTI teams regarding confirmation arguments (0.9); call with Katten, Guggenheim, Willkie, FTI teams regarding plan negotiations and letters from Invictus to UST (0.5).	3.20	4,032.00
12/22/21	J B	Revise confirmation objection re internal comments.	2.70	2,227.50
12/22/21	MVD	Review Debtors' response to Invictus/Corvid Peak (.4); review unfair discrimination research prepared by A. Scarcella (.8); review Delta's response to Invictus/Corvid Peak letter (.4); review Apollo's response to Invictus/Corvid Peak letter (.3); review materials re alternative proposal (.3); update confirmation objection	6.50	7,670.00

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		(4.3).		
12/22/21	DMS	Review and revise letter to Judge Lane (0.9); further revise letter to Judge Lane (0.5).	1.40	1,764.00
12/23/21	CAD	Telephone conference w/ internal working group, N. Cohen/S. Star (FTI) regarding outline of declaration in support of committee objection to confirmation regarding JCA and Delta Service Agreement (1.3); correspondence w/ B. Philipps (Guggenheim), internal working group regarding plan issues (.2); correspondence w/ J. Leon-Orantes (Santamarina & Steta), internal working group regarding memo on Mexican antitrust law issues (.2) and review/analyze same (.2); correspondence w/ D. Sinclair, M. Dunn regarding plan confirmation objection arguments/analysis and draft insert (.4); correspondence w/ J. Leon-Orantes (Santamarina & Steta), internal working group regarding Debtors' shareholders' meeting regarding plan implementation and relevant event publication for tender offer (.2).	2.50	2,837.50
12/23/21	A S	Research i/c/w confirmation objections for M. Dunn.	1.00	490.00
12/23/21	MVD	Review Debtors' motion to enforce agreements with unions.	0.40	472.00
12/23/21	T G	Call w/ FTI re Cohen declaration (1.2); call w/ Wilmer Hale re Invictus (.5); review draft Star declaration (.6); review and analyze key research issues (1.4); review and revise proposed website materials (.9).	4.60	6,578.00
12/23/21	A A	Assist w/ research i/c/w confirmation objection.	1.10	539.00
12/23/21	DMS	Call with N Cohen and Willkie litigation/bankruptcy teams regarding declaration in support of confirmation objection (1.2); review and revise confirmation objection (2.5); corr with M Dunn re same (0.2).	3.90	4,914.00
12/23/21	MVD	Phone call with N. Cohen (FTI) regarding declaration in support of confirmation objection (1.3); review memo prepared by S&S regarding Mexican anticorruption laws (.4).	1.70	2,006.00
12/23/21	J B	Organize posting of UCC Website (1.6) and multiple corr. with FTI and Epiq re same (.5);	2.70	2,227.50

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		conduct research re precedent for Committee's confirmation objection (.6).		
12/24/21	T G	Review Debtors' motion to enforce union claims order (.9); correspondence w/ Guggenheim re plan discussions (.3); review website mock-up (.4) and correspondence w/ team re status of same (.2).	1.80	2,574.00
12/24/21	DMS	Revise preliminary statement to confirmation objection.	0.70	882.00
12/24/21	J B	Review and draft summary re: Debtors' motion to enforce complying plan language and circulate same to internal team.	1.50	1,237.50
12/26/21	B M	Correspond with the Debtors and Epiq regarding the UCC website (.7); review and comment on the mock-up of the UCC website (.5); memorandum regarding the UCC website (.4).	1.60	2,640.00
12/27/21	CAD	Correspondence w/ M. Healy (FTI), internal working group regarding Aerovias and Aeroliteral creditors/plan issues (.1) and review/analyze same (.2); correspondence w/ S. Star (FTI), internal working group regarding IP valuation/recovery declaration (.1) and review/analyze same (.2); various correspondence w/ internal working group regarding mediation issues, strategy, and next steps (.3); correspondence w/ B. Philipps (Guggenheim), internal working group regarding plan issues and status (.2); brief review/analysis of plan confirmation objection-related research (.3).	1.30	1,475.50
12/27/21	A S	Update plan objection research memo to incorporate unfair discrimination research for M. Dunn (1.5); corr. w/ UCC professionals re today's mediation, creditor outreach chart, and next steps (.4); update plan objection projects tracker (.1).	2.00	980.00
12/27/21	B M	Communication with the Debtors regarding the confirmation schedule.	0.50	825.00
12/27/21	DMS	Review UCC website mockup (0.4) and corr with J. Brandt re same (0.2).	0.60	756.00
12/27/21	J B	Review A Scarcella edits to plan objection research memo.	0.50	412.50

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12/27/21	MVD	Review mockup of UCC website (.2); revise confirmation objection (5.3); consideration of issues to be covered in FTI declarations in support of confirmation objection (.5); review creditor outreach list prepared by FTI (.1); review and comment on research related to confirmation arguments prepared by A. Scarcella (.5).	6.60	7,788.00
12/28/21	CAD	Review/analyze plan confirmation objection-related research (.6); review/analyze plan objection research memo (.7); review/analyze Debtors' brand/IP appraisal from BK Associates (.3); correspondence w/ S. Star (FTI), internal working group regarding claims voting issues (.2); correspondence w/ internal working group regarding additional plan confirmation-related research (.2).	2.00	2,270.00
12/28/21	A S	Review materials for UCC website for J. Brandt (.2); corr. w/ UCC professionals re: mediation, upcoming depositions, creditor outreach, the website, and FTI's declarations (.9); corr. w/ internal team re: litigation issues, IP issue, website, research projects, and next steps (1.4); research voting issues for B. Miller (2.9).	5.40	2,646.00
12/28/21	B L	Review plan supplement documents (.3); telephone conference with Willkie and FTI teams re status and prep for UCC meeting (1.0); Strategy session with Willkie team (.5).	1.80	2,970.00
12/28/21	J G	Prepare materials for Epiq website (.2); corr. with J. Brandt and A. Scarcella re same (.1); attend standing weekly call with UCC Professionals re: current mediation, for purposes of objection research memo (.8); attend call with internal WFG team re: objection memo, strategy, upcoming hearing and ongoing mediation (1.4); research i/c/w confirmation objection arguments (.5); corr. with J. Brandt re: same (.1); summarize Debtors' notice of presentment filing (.4).	3.50	1,715.00
12/28/21	T G	Review UCC website (.7); correspondence w/ team re creditor voting discussions (.4); call w/ FTI re plan negotiations/litigation status (.8).	1.90	2,717.00
12/28/21	DMS	Review and revise S&S declaration in support	5.30	6,678.00

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		of confirmation objection (2.3); review and revise FTI declaration (S. Star) in support of confirmation objection (.2); call with Willkie and FTI teams re confirmation objection (0.8); call with Willkie team regarding confirmation objection workstreams (1.4); review claims register regarding Avolon withdrawn claims (0.6).		
12/28/21	J B	Revise committee letter to creditors to be included on UCC website (1.0); call with internal Willkie team re: go forward strategy for plan confirmation objections (1.4).	2.40	1,980.00
12/28/21	J B	Participate in call with FTI and Willkie teams re: updates on UCC website, mediation, and confirmation objection strategy (.8); revise Committee's plan objection per M. Dunn and D. Sinclair comments (5.0).	5.80	4,785.00
12/28/21	MVD	Phone call with S&S to discuss details of declaration on Mexican law in support of confirmation objection (.3); draft brief in support of confirmation objection (5.2); review and comment on vote tampering research prepared by A. Scarcella (.6); review plan supplement (.8).	6.90	8,142.00
12/29/21	CAD	Correspondence w/ internal working group regarding chambers conference regarding Debtors' motion to enforce union settlement order (.2); correspondence w/ J. Brandt, internal working group regarding as-filed Plan Supplement (.2); correspondence w/ internal working group regarding as-filed Delta Service Agreement/redactions (.2) and review/analyze same (.2); correspondence w/ A. Scarcella, internal working group regarding plan confirmation objection-related research (.2) and review/analyze same (.3).	1.30	1,475.50
12/29/21	DMS	Draft confirmation objection.	8.80	11,088.00
12/29/21	B M	Review and discuss plan confirmation research (2.6), review and comment on the draft outline of the confirmation objection (.9); memorandum regarding confirmation issues (.7).	4.20	6,930.00

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12/29/21	A S	Update research used in UCC confirmation objection for team (3.9); corr. w/ WFG and FTI re: mediation proposal, research, and upcoming UCC call (.4); corr. w/ the UCC re: the mediation proposal, UCC's objection, scheduling, depositions, and next steps (.7); research equitable subordination for M. Dunn (2.9).	7.90	3,871.00
12/29/21	B L	Correspondence with Willkie team re litigation strategy and sequencing.	0.80	1,320.00
12/29/21	J G	Attend call with WFG, FTI and UCC Professionals re: mediation and mediator's proposal, upcoming depositions and hearing for purposes of objection research (.8); compile case law on absolute priority rule and gifting case law for objection memorandum (.8); corr. with M. Dunn and A. Scarcella re same (.2).	1.80	882.00
12/29/21	T G	Review Cohen declaration (.8) and correspondence w/ team re same (.4); review Delta services agreement (1.1); review creditor recovery analysis (.4); correspondence w/ B Phillips re status (.2).	2.90	4,147.00
12/29/21	DMS	Chambers conference with UST, Willkie, WilmerHale and DPW (0.9); call with committee professionals regarding mediator's proposal (0.4); meeting with committee members and professionals regarding mediation and plan negotiations (0.9).	2.20	2,772.00
12/29/21	MVD	Review plan supplement (.7); review Star declaration in support of confirmation objection (.6); consideration of terms of prior plan proposals to be referenced in confirmation objection (.7); revise confirmation objection (.7); revise S&S declaration in support of confirmation objection (2.3).	5.00	5,900.00
12/30/21	CAD	Review/analyze current draft of N. Cohen declaration regarding Delta services (.5); various correspondence w/ internal working group regarding same, issues, and suggested modifications (.9); correspondence w/ S. Star (FTI), internal working group regarding IP valuation/recoveries declaration (.2); correspondence w/ K. Mathews regarding	3.80	4,313.00

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		12/14/21 draft of Delta Service Agreement (.1) and review/analyze same (.2); correspondence w/ M. Dunn, internal working group regarding additional plan confirmation-related research (.3); telephone conference w/ internal working group, N. Cohen/FTI team regarding N. Cohen declaration regarding Delta services, issues/strategy, and preliminary comments (1.2); correspondence w/ J. Leon-Orantes (Santamarina & Steta), C. Plaza (Riker Danzig) regarding Mexican competition commission and brokerage agreement requirements regarding reorganized equity (.2); review/analyze unredacted version of Delta Service Agreement (.2).		
12/30/21	DMS	Call with N. Cohen and Willkie team regarding confirmation declaration.	1.20	1,512.00
12/30/21	B M	Communications with FTI regarding their Declarations in support of the UCC confirmation objection (1.8); review and comment on the Cohen and Star Declarations (1.2); memorandum regarding the UCC confirmation objection (.8).	3.80	6,270.00
12/30/21	A S	Research equitable subordination and designation for M. Dunn (4.2); prepare plan objection materials for D. Sinclair (.3); incorporate D. Sinclair's comments into confirmation objection (1.0); review plan objection memo and related research (1.6); corr. w/ FTI and WFG to discuss Cohen declaration (.7).	7.80	3,822.00
12/30/21	B L	Review N. Cohen declaration (.7); draft correspondence to team re same (.3); participate in telephone conference re same with FTI and Willkie teams (1.2); review key documents produced in discovery i/c/w confirmation objection (.4); correspond with team re litigation strategy (.4).	3.00	4,950.00
12/30/21	J G	Revise working UCC Plan Objection to incorporation additional information on convenience classes and gerrymandering.	1.70	833.00
12/30/21	T G	Review Cohen declaration (.4) and call w/ FTI re same (1.1); correspondence w/ team re same	1.80	2,574.00

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		(.3).		
12/30/21	K H	Attend meeting discussing Cohen declaration i/c/w plan objection.	1.10	539.00
12/30/21	J B	Participate in call with internal team re Cohen (FTI) declaration in support of Committee plan objection (1.0); revise draft of Committee plan objection re: internal comments (4.5).	5.50	4,537.50
12/30/21	DMS	Revise confirmation objection.	2.10	2,646.00
12/30/21	MVD	Phone call with N. Cohen regarding declaration in support of confirmation objection (1.1); review Cohen declaration in support of confirmation objection (.6); consideration of issues related to certain creditors' obligations to vote in favor of a complying plan pursuant to claims settlements (.8); revise confirmation objection (5.2); review and comment on drafts of portions of confirmation objection prepared by J. Brandt, A. Scarcella, and J. Graber (3.2).	10.90	12,862.00
12/31/21	DMS	Call with Willkie and FTI teams regarding S. Star declaration to confirmation objection (1.5); call with C. Damast re same (0.3).	1.80	2,268.00
12/31/21	CAD	Telephone conference w/ internal working group, FTI regarding S. Star IP/recoveries declaration, appendices, IP valuation issues, and strategy (1.5); correspondence w/ M. Healy (FTI), internal working group regarding recovery scenarios (.1) and review/analyze same (.3); discuss N. Cohen declaration regarding Delta services and confirmation objection w/ D. Sinclair (.3); correspondence w/ internal working group regarding committee's objection to confirmation and issues/strategy (.7); correspondence w/ internal working group regarding redaction issues regarding commitment fee motion objections (.2); correspondence w/ R. Faldetta (FTI), internal working group regarding Delta service agreement (.2); correspondence w/ M. Dunn, J. Leon-Orantes (Santamarina & Steta) regarding declaration in support of objection to confirmation (.1) and brief review/analysis of same (.3); correspondence w/ B. Miller, FTI	3.90	4,426.50

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		regarding Invictus opposition to Debtors' motion to enforce complying plan language regarding Independencia claim (.2).		
12/31/21	B L	Correspond with Willkie team re litigation strategy.	0.50	825.00
12/31/21	DMS	Further revise confirmation objection.	2.20	2,772.00
12/31/21	B M	Discussions with FTI regarding their declarations for the UCC plan objection (1.5); review confirmation research (1.3); memorandum regarding the UCC confirmation issues (.7); review the Debtors' Declarations in support of confirmation (1.7).	5.20	8,580.00
12/31/21	T G	Correspondence w/ team re status of unredacted DS/commitment fee docs (.4); correspondence w/ S&S re Mexican law declaration (.2); review updated Star declaration exhibits (.6).	1.20	1,716.00
12/31/21	J B	Draft preliminary statement for Committee's plan objection.	2.70	2,227.50
12/31/21	JCD	Call with S. Star to discuss comments to declaration (.8); review S. Star declaration (.8).	1.60	3,040.00
12/31/21	MVD	Review and comment on equitable subordination research prepared by A. Scarcella (.8); revise confirmation objection (4.2).	5.00	5,900.00
		<b>Sub-Total</b>	<b>792.80</b>	<b>889.491.00</b>

**Reporting**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/3/21	CAD	Review/analyze October monthly operating reports for Debtors.	0.20	\$ 227.00
		<b>Sub-Total</b>	<b>0.20</b>	<b>227.00</b>

**Discovery**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/1/21	CAD	Correspondence w/ N. Benitez, internal	0.50	\$ 567.50

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12/1/21	H-K C	working group regarding Delta's responses and objections to committee's interrogatories (.1) and review/analyze same (.2); correspondence w/ internal working group regarding discovery/document production updates (.2). Prepare productions for associate review.	0.80	460.00
12/1/21	N B	Review documents produced by Debtors (5.0); send update to team regarding same (.7); call with litigation team to discuss cross examination strategy and plan (.4); call with K. Mathews to discuss document review (.3); attend status conference to determine next steps in litigation (.7); search for documents in response to team's inquiries (.5); draft sealing motion (1.1); call with J. Brandt re same (.2); review deposition transcript of H. Parkhill for preparation of cross (.8).	9.70	9,554.50
12/1/21	K G	Review documents relevant to confirmation plan to prepare for upcoming discovery and objections (5.3); draft summary of documents and circulate to team (1.6); meeting with team to prepare for upcoming hearing and cross examination of a witness (.4).	7.30	3,577.00
12/1/21	M S	Conduct document review.	2.80	1,820.00
12/1/21	BES	Attend status update call w/ team re: discovery.	0.70	826.00
12/1/21	K M	Strategic call to discuss draft Objection with FTI (1.3); draft and review documents (1.7); correspond with litigation team regarding current assignments, document review, and deposition prep (.4).	3.40	4,216.00
12/1/21	C A	Coordinate the loading of AdHoc and BSPO productions to Relativity with vendor (.5); coordinate the loading of Debtors, AdHoc, and Delta productions to Relativity with vendor (.8).	1.30	448.50
12/2/21	CAD	Correspondence w/ J. Dugan, internal working group regarding Apollo's response to interrogatory requests.	0.10	113.50
12/2/21	K G	Review documents relevant to confirmation plan to prepare for upcoming discovery and objections (4.3); draft summary of documents	5.50	2,695.00

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12/2/21	JCD	and circulate to team (1.2). Review and identification of hot documents.	0.90	1,710.00
12/2/21	N B	Prepare materials for M. Freimuth for H. Parkhill cross examination preparation (2.8); review objection and incorporate documents in support (1.2); review produced documents (3.3) and summarize same in preparation for H. Parkhill cross (.8).	8.10	7,978.50
12/2/21	J L	Call re: case overview, litigation strategy, and H. Parkhill testimony with J. Dugan and N. Benitez (1.0); review background materials re: H. Parkhill (.5).	1.50	2,025.00
12/3/21	CAD	Correspondence w/ FTI, internal working group regarding commitment fee motion-related discovery (.2); correspondence w/ internal working group regarding status of such discovery and next steps (.2).	0.40	454.00
12/3/21	K G	Review documents relevant to confirmation of plan to prepare for upcoming discovery and objections (9.0); draft summary of documents for team (1.6); call with team to plan upcoming exhibits for cross examination (.2).	10.80	5,292.00
12/3/21	BES	Attend call re: prep for Monday's hearing.	0.60	708.00
12/3/21	J L	Review H. Parkhill deposition transcript.	0.90	1,215.00
12/3/21	N B	Conduct second level review documents in preparation for commitment fee objection hearing (5.2); gather information and requested documents for objection hearing testimony and cross examinations (4.8); review testimony of Homer Parkhill (.9); correspond with litigation support team to arrange exhibit preparation (.5); correspond with J. Levy regarding preparation (.4).	11.80	11,623.00
12/3/21	K M	Correspond with N. Benitez regarding discovery and deposition prep, including outstanding issues from meet and confer with Quinn Emanuel (.7); respond to T. Goren question about discovery productions and meet and confers (.1).	0.80	992.00
12/3/21	J L	Call re: litigation and negotiation strategy based	10.80	14,580.00

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		on second court conference with AMX team and FTI (1.1); Review/comment on briefing and objections re: commitment fee and disclosure statement (6.6); call re: litigation strategy for hearing and cross-examination with T. Goren, B. Miller, J. Dugan, and AMX team (1.0); attend court chambers conference re: hearing (.5); call re: litigation and negotiation strategy based on court conference with AMX team and FTI (.6); attend second court chambers conference re: hearing and negotiations (.5); review documents i/c/w H. Parkhill deposition (.5).		
12/4/21	N B	Conduct second level review documents in preparation for H. Parkhill cross (5.1); attend status conference to determine cross examination litigation strategy (.7); prepare J. Levy for Parkhill cross examination (7.4).	13.20	13,002.00
12/4/21	K M	Review deposition preparation correspondence.	0.10	124.00
12/4/21	J L	Attend chambers court conference re; hearing (.5); review H. Parkhill deposition transcript (3.1); review H. Parkhill documents (.6); draft cross-examination outline (7.8); call with Katten and N. Benitez re: H. Parkhill cross-examination (.5); discuss litigation and settlement strategy with AMX team and FTI (.7).	13.20	17,820.00
12/5/21	N B	Prepare and select final list of exhibits for H. Parkhill cross (6.3); attend call with Katten to discuss litigation strategy (1.2).	7.50	7,387.50
12/5/21	J L	Draft cross-examination outline (2.7); prepare exhibits for court hearing (0.4); review Debtors' reply brief (0.8); review second supplemental H. Parkhill declaration (0.4); discuss litigation and hearing strategy with AMX team (0.8); call re: hearing strategy with AMX team, FTI, Katten, Arnold and Porter, and Guggenheim (0.8); call re: hearing strategy with AMX team (1.1); call re: hearing exhibits with N. Benitez (0.9) ; attend chambers court conference re: hearing (0.2); attention to draft Disclosure Statement negotiations (.5).	8.60	11,610.00

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12/6/21	T G	Prepare list of potential discovery topics/targets for confirmation.	0.70	1,001.00
12/6/21	K G	Review case updates (.8); meeting with team to discuss discovery plan and hearing strategies (.7).	1.50	735.00
12/6/21	N B	Attend team call to discuss next steps in litigation related to plan confirmation (.7); send update to team regarding same (.3); send update to M. St. Julien and K. Garrett regarding next steps (.3); begin drafting requests for productions to various parties (.8).	2.10	2,068.50
12/7/21	K G	Meeting with team and Katten to coordinate discovery plan and timeline in advance of confirmation hearing.	0.70	343.00
12/7/21	CAD	Telephone conference w/ internal working group/litigation team, Katten, and Arnold & Porter regarding plan confirmation-related discovery, depositions, and coordination.	0.70	794.50
12/7/21	JCD	Calls with litigation team in preparation for plan discovery (.8); calls with UCC professionals re: objection preparation (1.0); call with bankruptcy team to consider objection issues (.7).	2.50	4,750.00
12/7/21	N B	Attend weekly call with FTI to discuss upcoming litigation strategy for plan confirmation objection (1.0); draft request for productions to Debtors (.9); attend call with Katten to discuss discovery (.5).	2.40	2,364.00
12/7/21	G A	Call with J. Dugan re: depositions (0.3); call with Katten re: discovery (0.7).	1.00	1,180.00
12/7/21	K M	Draft list of parties to serve discovery (.2); review prior discovery requests and meet and confer notes (1.0); draft, update, and revise document request to Debtors and corresponding subpoenas to Delta, Apollo, the BSPO Investors, the Ad Hoc Groups and the Mexican Shareholders (1.5); draft, update, and revise deposition notice to Debtors and corresponding subpoenas to Delta, Apollo, the BSPO Investors, the Ad Hoc Groups and the Mexican Shareholders (1.5); outline core confirmation issues (.2).	4.40	5,456.00
12/8/21	CAD	Review and revise draft document requests for	1.70	1,929.50

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		Debtors/other plan parties (2x) (.7) and correspondence w/ K. Mathews, internal working group regarding same, comments, and next steps (.7); correspondence w/ K. Mathews, T. Goren, internal working group regarding proposed deponents for confirmation hearing (.2); correspondence w/ K. Mathews, internal working group regarding service of supplemental discovery requests on Debtors and service of subpoenas on other plan parties (.1).		
12/8/21	K G	Prepare document requests for multiple parties.	1.10	539.00
12/8/21	T G	Review and revise draft discovery demands (.8) and correspondence w/ team re same (.6).	1.40	2,002.00
12/8/21	M S	Review/revise draft RFPs.	0.40	260.00
12/8/21	JCD	Calls with bankruptcy and litigation teams re: strategy of for Plan objection and discovery (1.5); review and comment on draft discovery requests (.8).	2.30	4,370.00
12/8/21	N B	Draft deposition notices for various deponents related to plan confirmation objection (1.2); incorporate edits and finalize document requests to Debtors, Apollo, Mexican Investors, Ad Hoc Groups, and Delta (4.2); update deposition notices to same parties (.9); draft chart tracking status of discovery (.4).	6.70	6,599.50
12/8/21	K M	Draft, revise, and proof requests for production and depositions (5.1); correspond with Willkie bankruptcy lawyers and Mexican counsel regarding deposition notices and requests for production to the parties (.4); correspond with litigation team regarding revisions to RFPs and deposition notices (.5); prepare and send requests for production and deposition notices to Debtors and corresponding subpoenas to the remaining six parties (1.5); organize and send copies of the discovery requests to send to Debtors (.2); outline upcoming tasks for Willkie litigation team and circulate to team (.6); respond to internal correspondence regarding discovery requests (.2).	8.50	10,540.00
12/9/21	K G	Review produced documents for documents	0.60	294.00

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12/9/21	T G	relevant to confirmation objection. Review UCC discovery requests (.8) and correspondence w/ litigation team re status of meet and confers (.6).	1.40	2,002.00
12/9/21	H-K C	Respond to associate requests for targeted searches on review documents.	0.50	287.50
12/9/21	JCD	Calls with bankruptcy team and FTI re: objections to Plan and Plan discovery (1.0); correspondence with Plan participants re: discovery (.8).	1.60	3,040.00
12/9/21	N B	Attend and prepare for meet and confer with BSPO regarding discovery (.6); draft update to team regarding same (.4); correspond with K. Mathews regarding strategy for meet and confers (.3); review corr. from bankruptcy team regarding strategy for discovery (.2).	1.50	1,477.50
12/9/21	JMW	Secure retrieval and transfer of document production to KLD for processing and loading to the document workspace.	0.50	207.50
12/9/21	G A	Call with K. Mathews re: discovery issues (0.8); review UCC's discovery requests (0.4); review filings i/c/w deposition prep (2.4); correspond with K. Garrett re: document productions (0.2); correspond with H. Chang re: database (0.1); review key documents (0.2); correspond with K. Mathews re: same (0.1).	4.20	4,956.00
12/9/21	K M	Call with BSPO attorneys to discuss the UCC's discovery requests (.3); call with Katten regarding discovery requests sent to the other parties (.2); correspond with Willkie team regarding meet and confer updates (.5); review history of meet and confers with counsel for the Mexican Investors and draft update response for J. Dugan (.3); call with Apollo attorneys to discuss the UCC's discovery requests (.3); coordinate review of document productions to respond to question from T. Goren (.2); call with Quinn Emanuel to discuss the UCC's discovery requests (.3); call with G. Antonello to discuss background on matter and assignments (.8); prepare for meet and confers and revise notes from meet and confers (.2); revise discovery chart (.4); review and respond	4.60	5,704.00

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12/9/21	M S	to case correspondence re: discovery (.5); review Disclosure Statement objection (.6). Attend UCC 12/8 Supplement Discovery Requests Call (UCC-Delta) (.5); review plan objection memo and other relevant court documents to inform doc review (2.1); attend UCC 12/8 Supplement Discovery Requests Call (UCC-BSPO) (.5); attend UCC 12/8 Supplement Discovery Requests Call (UCC-MX Shareholders) (.5).	3.60	2,340.00
12/10/21	K G	Internal meeting to discuss UCC Counter Proposal (.7); review, revise, and circulate meeting notes to team (.1); meeting with G. Antonello and M. St. Julien to prepare document review survey (.3); and draft summary in preparation for confirmation hearing (2.2).	3.30	1,617.00
12/10/21	T G	Correspondence w/ team re status of discovery requests.	0.30	429.00
12/10/21	JCD	Correspondence with parties regarding negotiation of discovery requests (1.0); call with team re: negotiation with parties on discovery requests (.5).	1.50	2,850.00
12/10/21	G A	Call with J. Dugan and K. Mathews re: discovery issues (0.5); call with M. St. Julien and K. Garrett re: discovery tasks (0.3); review documents i/c/w deposition prep (2.3).	3.10	3,658.00
12/10/21	K M	Prepare for and conduct meet and confer with Akin Gump regarding the UCC's discovery requests (.5); prepare for and conduct meet and confer with Gibson Dunn regarding the UCC's discovery requests (.5); correspond with parties regarding meet and confers and discovery requests (.8); update Willkie team regarding discovery updates (.8); coordinate search of document production for T. Goren (.2) participate in meet and confers and correspond with counsel for Delta and Apollo regarding discovery requests (.8).	3.60	4,464.00
12/10/21	M S	Call re Discovery issues (GDC/ Willkie) (.5); attend Aeromexico Discovery Call w/ team re: review of documents (.5); prepare outline of main issues to focus on in review of	3.30	2,145.00

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12/13/21	CAD	productions (2.3). Correspondence w/ G. Soledad (Quinn Emanuel), J. Dugan, internal working group regarding Mexican shareholders' refusal to provide any requested discovery and next steps (.4); various correspondence w/ J. Dugan, internal working group regarding Debtors' request for meet and confer regarding plan discovery, proposed correspondence to Judge Chapman regarding discovery dispute, and strategy/next steps (.9); correspondence w/ G. Antonello, internal working group regarding draft email to Judge Chapman regarding same and comments (.3); correspondence w/ G. Soledad (Quinn Emanuel), K. Scherling (Katten) regarding same (.3); correspondence w/ Katten, internal working group regarding discovery requested by ad hoc group of OpCo creditors (.2).	2.10	2,383.50
12/13/21	N B	Attend call with Katten to discuss status of discovery with Mexican shareholders (.4); correspond with M. St. Julien regarding overview of case issues for deposition preparation (.2).	0.60	591.00
12/13/21	T G	Review QE response to discovery requests (.4) and correspondence w/ team re same (.2); review correspondence to Court re same (.2).	0.80	1,144.00
12/13/21	M S	Draft outline of confirmation issues for depositions.	3.30	2,145.00
12/13/21	G A	Call with J. Dugan re: letter to Judge Chapman re: discovery issues (0.1); draft same (1.7); draft email requesting status conference re: discovery issues (0.2).	2.00	2,360.00
12/13/21	K M	Correspond with J. Dugan regarding discovery status update (.2); correspond with Katten and Paul Weiss regarding discovery efforts and requests, respectively (.2); call with Paul Weiss to discuss document requests and deposition subpoena (.3); review responses and objections from the Ad Hoc Group of Unsecured Claimants (.5); correspond with Debtors regarding document requests (.2); update call with Katten to discuss discovery (.2).	1.60	1,984.00

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12/14/21	CAD	Meet and confer discovery call w/ internal working group, Davis Polk, Morris Nichols, and Katten (.4); participate in chambers conference regarding plan discovery dispute w/ counsel for Mexican shareholders and other parties (.7); correspondence w/ internal working group regarding same and possible next steps (.4).	1.50	1,702.50
12/14/21	K G	Meeting with team to discuss strategy for upcoming discovery in preparation for confirmation hearing.	0.60	294.00
12/14/21	T G	Call w/ Debtors re discovery status (.4) and follow-up call w/ B. Miller re same (.2); follow-up correspondence w/ team re status of discovery (.3); call w/ Chambers re Tricio discovery requests (.7) and follow-up discussion w/ B. Miller and J. Dugan re same (.3).	1.90	2,717.00
12/14/21	JCD	Participate in call with Judge Chapman and bankruptcy parties re: discovery (.7); participate in call with debtors re: discovery issues (.6); participate in call with FTI re: next steps in plan litigation (.7); attention to emails and correspondence with discovery recipients (.6).	2.60	4,940.00
12/14/21	MVD	Attend chambers conference regarding discovery issues.	0.70	826.00
12/14/21	N B	Attend weekly team call to discuss upcoming plan confirmation related litigation (.6); send update to litigation team regarding same (.3); attend court conference to discuss discovery from E. Tricio (.7); draft deposition topics for E. Tricio following court recommendation (.4); forward background documents to team for review (.3); attend call to discuss expert testimony and related declarations (.5); prepare materials for the call regarding redactions with Davis Polk (.4).	3.20	3,152.00
12/14/21	G A	Call with J. Dugan, K. Mathews, N. Benitez, M. St. Julien, K. Garrett re: plan discovery strategy (0.6); attend discovery conference w/ Court (0.7).	1.30	1,534.00
12/14/21	K M	Prepare for and participate in meet and confer with Debtors and Katten to discuss discovery requests (.5); strategy call with FTI to discuss	4.10	5,084.00

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		IP valuation/expert report workstreams (1.1); strategy and assignment check-in call with the Willkie litigation and bankruptcy teams (.6); prepare for (.3) and participate in (.7) chambers conference regarding discovery requests; correspond with litigation team to provide updates and answer questions regarding discovery efforts (.6); revise list of topics for Tricio deposition (.3).		
12/14/21	M S	Participate in discovery requests call (DPW/MNAT/Willkie/Katten) (.4); prepare for same (.1); attend discovery Check-in Call w/ team re: review status (.5).	1.00	650.00
12/15/21	CAD	Correspondence w/ J. Dugan, internal working group regarding discovery/deposition issues and coordination request from Katten (.2) and deposition topics for Tricio deposition (.2); correspondence w/ K. Mathews, internal working group regarding log of documents received from Debtors (.1).	0.50	567.50
12/15/21	K G	Call with team to develop discovery plan (.7); review and organize discovery materials for distribution in preparation for depositions and confirmation hearing (4.5).	5.20	2,548.00
12/15/21	T G	Correspondence w/ litigation team re discovery status.	0.30	429.00
12/15/21	JCD	Call with Ad Hoc Opco creditors on discovery (.6); call with FTI on expert valuation report (.7); prepare for meet and confer discussion with experts (.7).	2.00	3,800.00
12/15/21	H-K C	Respond to associate requests regarding document review.	0.10	57.50
12/15/21	MVD	Review Tricio deposition topics.	0.50	590.00
12/15/21	N B	Attend call with Davis Polk to discuss proposed redactions to exit finance briefing (.5); attend and prepare for call with Delta to discuss status of discovery (.4); attend call with K. Garrett and M. St. Julien to discuss issues outline and next steps (.7); attend call with Katten to discuss upcoming discovery (.5); attend call with Committee to discuss upcoming litigation strategy (.3); attend call with FTI to discuss	8.00	7,880.00

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		expert testimony (.4); update deposition topics based on document requests served on E. Tricio (.6); draft log of all documents received from parties for Katten (.4); search for documents in response to M. Dunn's request for board materials (.3); update issues outline with descriptions and relevant documents as potential exhibits for upcoming depositions (3.9).		
12/15/21	G A	Analyze documents i/c/w deposition prep.	3.20	3,776.00
12/15/21	K M	Prepare for (.3) and participate in call (.4) with Davis Polk regarding redactions to the Disclosure Statement and Commitment Fee objections; prepare for and participate in meet and confer with Hughes Hubbard regarding the UCC's discovery requests to Delta (.5); calls with N. Benitez regarding current discovery-related assignments (.2); call with Katten to discuss discovery (.3); review materials related to UCC discovery requests to AHGSN and engage with Akin regarding discovery (.5); review revisions to the Tricio deposition topics and discuss with N. Benitez (.8); various tasks and communications with the Willkie litigation and bankruptcy teams regarding discovery topics, goals, updates, and scheduling (1.0); review BK Associates IP analysis (.6) coordinate responding to M. Dunn request for information from document productions (.2).	4.80	5,952.00
12/16/21	CAD	Review/analyze proposed Tricio deposition topics (.2); correspondence w/ J. Delgado (Morrison & Foerster), internal working group regarding same and deposition strategy (.2); correspondence w/ J. Dugan, internal working group regarding status of Apollo document production (.1); various correspondence w/ internal working group regarding Quinn/Mexican shareholders' positions on deposition topics and next steps (.5).	1.00	1,135.00
12/16/21	K G	Review discovery materials in preparation for depositions and confirmation hearing.	1.10	539.00
12/16/21	T G	Call w/ litigation team re discovery status (.4);	1.70	2,431.00

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12/16/21	JCD	correspondence re status of meet of confers (.6); review QE discovery requests (.7). Calls with parties reviewing discovery requests re: scheduling meet and confers and scope of discovery (1.0); call with N. Cohen (FTI) re: expert testimony (.8); correspondence with opposing counsel re: discovery (.6); review plan objection research (.5); revisions to Mexican shareholder deposition topics (.6).	3.50	6,650.00
12/16/21	B L	Correspondence w/ Litigation team re discovery status.	0.20	330.00
12/16/21	N B	Review and gather key documents related to Delta's services valuation (2.5); call with FTI to discuss Delta services expert report and related discovery (1.0); update team task list and discovery status tracking chart (.5); send update to B. Miller and T. Goren regarding the proposed redactions (.6); update discovery requests to E. Tricio in response to Katten's comments (.3); attend meet and confer with Apollo (.5); update key issues outline (2.1); second level review key documents for deposition preparation (1.5).	9.00	8,865.00
12/16/21	G A	Call with FTI re: plan issues.	0.90	1,062.00
12/16/21	K M	Various tasks related to meet and confers on discovery requests, including deposition scheduling--tasks include internal and external communications with Paul Weiss (Apollo), Quinn Emanuel (Mexican Investors) (3.1); update and revise Tricio deposition topics (.3); review proposed reductions and exhibits to Dugan Declaration to formulate response to Davis Polk on redactions (1.1); call with B. Miller, T. Goren, and N. Benitez to discuss Debtors' redaction proposal and other discovery issues (.2); review and revise discovery chart (.9); review and revise confirmation plan task list (.5).	6.10	7,564.00
12/16/21	M S	Compile documents demonstrating Delta services (1.5); attend FTI/ Willkie Litigation Call re: depositions (.8); prepare for same (.2); attend UCC 12/8 Supplement Discovery	3.00	1,950.00

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		Requests (UCC-Apollo) Call (.3); follow up w/ team re: same (.2).		
12/17/21	K G	Review, analyze, and organize discovery materials for distribution in preparation for depositions and confirmation hearing (3.6); review Aeromexico case updates (.5).	4.10	2,009.00
12/17/21	CAD	Correspondence w/ N. Benitez, internal working group regarding Debtors' document production and BK Associates correspondence (.1); correspondence w/ K. Mathews, internal working group regarding Mexican shareholders' document and deposition subpoenas (.3) and review/analyze same (.3).	0.70	794.50
12/17/21	T G	Correspondence w/ litigation team re status of discovery requests/QE requests.	0.60	858.00
12/17/21	M S	Revise outline for depositions.	1.20	780.00
12/17/21	JCD	Review discovery in connection with plan objections (.8); conference call with team to discuss potential in limine motion (.6).	1.40	2,660.00
12/17/21	N B	Review motion in limine filed in bankruptcy cases and related research (1.1); call with J. Dugan, K. Mathews, and G. Antonello to discuss motion in limine (.5); corr. with M. St. Julien and K. Garrett regarding next steps to issues outline (.4); update issues outline in preparation for deposition (2.2); update discovery tracking chart and task list (.3).	4.50	4,432.50
12/17/21	G A	Call with J. Dugan, K. Mathews, and N. Benitez re: discovery issues (0.4); review deposition transcript in preparation for depositions (1.4); review discovery requests from Mexican Investors (0.4); correspond with K. Garrett re: same (0.1); review materials from FTI re: IP valuation (0.4).	2.70	3,186.00
12/17/21	K M	Review responses and objections sent by counsel to all parties, except Gibson and Quinn Emanuel (1.1); call with Davis Polk to discuss redactions (.2); supplement response to M. Dunn seeking useful information from document productions (.9); review draft issues outline for depositions (.6); coordinate redactions position with matter partners (.3);	3.50	4,340.00

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		review discovery requests served by the Mexican Investors (.4).		
12/18/21	K G	Initial review of subpoena discovery requests from the Mexican Investors (.4) and draft objections (1.3).	1.70	833.00
12/18/21	K M	Review and analyze Disclosure statement and commitment fee objection.	1.50	1,860.00
12/19/21	CAD	Various correspondence w/ J. Dugan/K. Mathews, internal working group regarding discovery update and meet and confer w/ Debtors.	0.40	454.00
12/19/21	JCD	Call with debtors' counsel re: discovery issues.	0.70	1,330.00
12/19/21	B L	Correspond with Willkie team re discovery issues.	0.30	495.00
12/19/21	N B	Attend meet and confer with Davis Polk to discuss redactions and update on discovery (.5); update issues outline of key documents in preparation for deposition (.8).	1.30	1,280.50
12/19/21	G A	Call with Debtors re: discovery issues (0.4); review correspondence re: discovery issues (0.2).	0.60	708.00
12/19/21	K M	Participate in meet and confer with Debtors regarding redactions and discovery issues (.4); update Katten, Gibson, and Willkie on status of discovery, including the deposition schedule (.2).	0.60	744.00
12/20/21	K G	Draft objections and responses to subpoena discovery requests from the Mexican Investors (6.5); review, analyze, and organize discovery materials for distribution in preparation for depositions and confirmation hearing (2.4); review Aeromexico case updates (.2); meeting with team to discuss upcoming discovery deadlines and strategy (.6).	9.70	4,753.00
12/20/21	M S	Revise main outline for depositions.	6.90	4,485.00
12/20/21	N B	Research standard for motion in limine (.9); draft outline of potential motion in limine (2.9); attend call with Katten to discuss discovery requests (.5); attend call with litigation team to discuss outstanding discovery (.5); review documents and prepare master deposition	8.00	7,880.00

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12/20/21	JCD	outline for upcoming depositions (3.2). Call with team re: status of discovery (.6); review discovery responses served by counter- parties (.6); consideration of plan objection issues (.5).	1.70	3,230.00
12/20/21	C A	Download debtor production from Gibson Dunn's FTP (.2); coordinate the loading of production to Relativity with vendor (.3).	0.50	172.50
12/20/21	G A	Call with FTI and Mexican counsel re; discovery issues (0.9); call with J. Dugan, K. Mathews, N. Benitez, M. St. Julien, and K. Garrett re: discovery issues (0.6); review Invictus letters (0.3); correspond with K. Garrett re: responses to Mexican Investors' discovery requests (0.2); correspond with N. Benitez re: same (0.1); draft outline for responses to discovery requests (1.3); analyze documents i/c/w deposition prep (1.5).	4.90	5,782.00
12/20/21	K M	Call with FTI, Willkie, and S+S teams to discuss Mexican law issues and topics for deposition (.9); call with litigation team to discuss depositions and work assignments (.6); participate in discovery call with Katten to discuss updates to the schedule of depositions and response from the parties served with requests (.2); call with M. Dunn to discuss deposition topics (.1); correspond with Quinn Emanuel regarding Responses and objections (.1).	1.90	2,356.00
12/21/21	K G	Review documents relevant to confirmation of plan to prepare for upcoming objections and hearing (1.5); review Aeromexico case updates (.3).	1.80	882.00
12/21/21	CAD	Correspondence w/ N. Benitez, internal working group regarding Apollo document production (.2); correspondence w/ M. Dunn regarding Tricio deposition topics (.1) and review/analyze same (.1); various correspondence w/ internal working group regarding outstanding Delta JCA information requests (.4) and status of draft Delta Service Agreement (.1); correspondence w/ internal working group, N. Cohen (FTI) regarding same	1.00	1,135.00

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12/21/21	T G	(.1). Review QE discovery requests (.6); call w/ litigation team re same (.5); review key documents produced in discovery (1.3); correspondence w/ litigation team re discovery status (.4).	2.80	4,004.00
12/21/21	K H	Review objections to the Debtors' Disclosure Statement and Exit Financing Motion i/c/w key issues for document review.	0.80	392.00
12/21/21	JCD	Call w/ team re: discovery from Plan participants, including Mexican investors (.9); calls with UCC financial advisors re: preparation for Plan confirmation (.8); calls with B. Miller, T. Goren and litigation team re: Plan discovery and Plan confirmation trial prep (.6); corr. w/ Quinn Emmanuel re: scope of discovery (.6).	2.90	5,510.00
12/21/21	H-K C	Review correspondence regarding load of additional received productions and batching of same for associate review.	0.20	115.00
12/21/21	N B	Summarize Mexican Investors' responses and objections in preparation for meet and confer (1.2); call with bankruptcy team to discuss strategy for meet and confer (.5); attend meet and confer with QE to discuss Mexican Investors' discovery requests (.6); conduct second level review documents in preparation for discovery (4.3); circulate key correspondence to team (.5); draft updated discovery requests for Mexican Investors (1.2); call with K. Hanley to give her background on matter (.6); correspond with K. Hanley re: background materials (.3); attend team call to discuss upcoming litigation strategy (.5); send summary to litigation team summarizing strategy (.2).	9.90	9,751.50
12/21/21	G A	Call with B. Miller, T. Goren, J. Dugan. K. Mathews, and N. Benitez re: discovery (0.7); call with B. Miller and T. Goren (0.2); call with N. Benitez (0.2); revise draft responses and objections to document requests (1.3); correspond with K. Garrett re: same (0.1).	2.50	2,950.00
12/21/21	K M	Call with G. Antonello to discuss current and	6.20	7,688.00

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		<p>upcoming assignments and division of work (.3); call with litigation group and matter partners to discuss UCC response to the Mexican Investors's discovery requests (.3); call with K. Hanley to discuss case background, current assignments, and expected workload (.8); conference call with Willkie litigation team and matter partners to discuss case updates, strategy, and current assignments (.7); conference call with FTI to discuss discovery strategy and updates (.3); meet and confer with Quinn Emanuel to discuss discovery requests (.6); update discovery tracking chart and provide draft to J. Dugan along with updated list of outstanding issues for discovery (.4); coordinate rescheduling of meet and confer with Quinn Emanuel (.2); review N. Benitez email to Quinn Emanuel following up with topics for the UCC's document requests (.2); various tasks related to communicating with other parties regarding document requests and deposition scheduling (1.0); review revised issues outline (.4); review and analyze Debtors' Confirmation Plan (1.0).</p>		
12/22/21	K G	Review documents relevant to confirmation plan to prepare for upcoming discovery and objections (1.9); draft objections and responses to subpoena discovery requests from the Mexican Investors (2.0).	3.90	1,911.00
12/22/21	C A	Download debtor production from Hughes Hubbard's FTP (.2); Coordinate the loading of production to Relativity with vendor (.3).	0.50	172.50
12/22/21	JCD	Calls with Apollo counsel re: discovery issues (.6); call with B. Miller and T. Goren re: discovery and plan objection issues (.8); call with FTI re: IP valuation report for plan objection (.6).	2.00	3,800.00
12/22/21	T G	Correspondence w/ litigation team re discovery/unsealing status.	0.40	572.00
12/22/21	N B	Attend call with Committee re upcoming discovery and updates on redactions of exit financing briefing (1.1); attend call regarding expert testimony on IP valuation (.6); attend	4.60	4,531.00

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		meet and confer with Apollo (.5); correspond with K. Mathews regarding Delta deposition (.3); conduct second level review documents in preparation for depositions (1.9); correspond with litigation support regarding parties' productions (.2).		
12/22/21	G A	Revise responses and objections to deposition (1.2); correspond with K. Garrett re: same (0.1).	1.30	1,534.00
12/22/21	K M	Participate in meet and confer with Paul Weiss to discuss UCC discovery requests to Apollo (.5); call with C. Rincon to discuss deposition designees and deposition scheduling (.1); call w/ team to discuss discovery status (.1); conference all with FTI teams to discuss IP valuation report and related questioning in depositions (.6); correspond with T. Goren and B. Miller regarding redactions to the Disclosure Statement Commitment settlement Fee Objections (.1); respond to questions from Katten and request for Quinn Emanuel's responses and objections (.2); work with FTI and N. Benitez to figure out N. Cohen's document requests and draft updated requests to send to Debtors (.5); review and analyze disclosure statement objection (1.1).	3.30	4,092.00
12/23/21	K G	Review documents relevant to confirmation objection.	1.10	539.00
12/23/21	CAD	Correspondence w/ K. Mathews, internal working group regarding discovery/document production/deposition status update and task list (.2) and review/analyze same (.2).	0.40	454.00
12/23/21	C A	Prepare debtor productions from Hughes Hubbard's and Milbank's FTP (.3); prepare and coordinate the loading of productions to Relativity with vendor (.5).	0.80	276.00
12/23/21	B M	Review and discuss the discovery served on the UCC and challenges to those requests (1.2); review updated document discovery received from the plan parties (1.4); memorandum regarding discovery issues (.5).	3.10	5,115.00
12/23/21	T G	Review key discovery docs (1.2); correspondence w/ team re discovery status (.4).	1.60	2,288.00
12/23/21	N B	Attend call w/ Willkie and FTI regarding	3.30	3,250.50

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		declarations in support of plan confirmation objection (.8); correspond with trial support vendor for confirmation hearing (.3); correspond with litigation support regarding uploading and batching productions (.3); update discovery chart (.4); review produced documents (1.5).		
12/23/21	K M	Joint call with Willkie litigation and bankruptcy teams and FTI to discuss draft of N. Cohen declaration in support of the UCC's Objection to Confirmation (1.4); review draft declarations (.3); review anticorruption and collusion memo from S+S (.4); correspond with Davis Polk regarding redactions to the UCC's objections (.2); coordinate document review with N. Benitez (.2); coordinate productions w/ litigation technology services for upload and batching (.1); review and respond to case correspondence (.6); review exchanges with parties served with discovery, update discovery chart, and provide update to Willkie team on the status of assignments and discovery (.6); correspond with FTI with respect to demonstratives at trial (.1).	3.90	4,836.00
12/24/21	N B	Review produced documents in preparation for confirmation objection.	0.80	788.00
12/24/21	T G	Review discovery update/ deposition tracker.	0.30	429.00
12/25/21	K M	(1.2) Review correspondence and draft revised task list updates.	1.20	1,488.00
12/25/21	K M	Prepare outline of confirmation strategy.	0.70	868.00
12/26/21	K G	Review documents relevant to confirmation to prepare for upcoming objections and hearing.	1.00	490.00
12/27/21	K G	Review documents relevant to confirmation to prepare for upcoming objections and hearing (3.7); analyze, summarize, and circulate relevant documents to team (1.5).	5.20	2,548.00
12/27/21	JCD	Review discovery in connection with plan objection (.8); correspondence with opposing counsel re: discovery issues (.8); draft status report to bankruptcy team (.6).	2.20	4,180.00
12/27/21	K H	Reviewed documents for responsiveness to key	2.30	1,127.00

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12/27/21	N B	issues. Update discovery tracking chart (.4); attend call with team to discuss mediation and update litigation team regarding same (1.2); call with J. Dugan to discuss the responses and objections to the Mexican Investor's document requests (.5); coordinate depositions (.4); review Delta produced documents (2.9); send update to team regarding same (1.1); correspond with bankruptcy team regarding redactions and related objections (.6).	7.10	6,993.50
12/27/21	G A	Prepare for upcoming depositions.	3.80	4,484.00
12/27/21	K M	Call with N. Benitez and J. Dugan regarding the UCC's responses and objections to the Mexican Investors' discovery requests (0.5); revise draft motion in limine (.2); review proposed redactions to the UCC's Exit Financing Motion Objection and send recommendation to Bankruptcy team (.8); correspond with Davis Polk and Willkie attorneys regarding redactions (.8); correspond with various parties regarding discovery status updates (1.0); correspond with N. Benitez regarding Delta production (.1); correspond with M. Dunn regarding trial services (.1); review documents tagged as interesting from first level document review i/c/w deposition preparation (2.1).	5.60	6,944.00
12/27/21	B M	Review outstanding plan discovery requests (1.3); memorandum regarding discovery issues and deposition schedule (.8).	2.10	3,465.00
12/28/21	CAD	Correspondence w/ B. Miller, K. Tran (Epiq) regarding final changes to committee website (.3); correspondence w/ B. Miller, committee members, Santamarina & Steta regarding committee website live and running (.2); participate in weekly call w/ Santamarina & Steta, J. Delgado (Morrison & Foerster) regarding status of matters w/ Mexican law implications (.4); participate in weekly call w/ committee professionals regarding legal and financial updates/case status (plan discussions/confirmation objection and	4.80	5,448.00

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		<p>declarations/discovery/mediation status) (.9); participate in weekly call w/ internal working group regarding agenda for tomorrow's creditors' committee meeting and plan confirmation-related discovery and objection/declarations status (1.5); correspondence w/ M. Healy (FTI), internal working group regarding agenda for today's committee professionals call (.1) and review/analyze same (.1); correspondence w/ M. Dunn, internal working group regarding agenda for tomorrow's committee meeting (.2) and review/analyze same (.1); review/revise UCC letter for committee website and brief review of solicitation version of plan (.3); discuss same and comments w/ J. Brandt (.3); correspondence w/ A. Schwartz (US Trustee), C. Rincon (Davis Polk), K. Mathews regarding status of commitment fee objections redactions (.2); correspondence w/ J. Brandt, K. Tran (Epiq) regarding documents to be uploaded to committee website (.2).</p>		
12/28/21	CAD	<p>Correspondence w/ C. Rincon (Davis Polk), J. Dugan, internal working group regarding week of January 5 plan confirmation deposition schedule (.2); subsequent correspondence w/ J. Dugan, FTI regarding January 5 and 6 updated proposed deposition schedule and topics (.4); subsequent correspondence w/ internal working group regarding result of meet and confers w/ plan parties and deposition status/strategy (.5).</p>	1.10	1,248.50
12/28/21	K G	<p>Review documents i/c/w confirmation objections and hearing (3.2) and analyze, summarize, and circulate relevant documents to team (1.4); preparation for upcoming depositions (.7); calls with teams to strategize, develop arguments, and prepare for upcoming depositions and discovery (1.2).</p>	6.50	3,185.00
12/28/21	JCD	<p>Attend discovery calls with plan participants (debtors and Apollo) (1.0); corr. with Willkie and strategize re: discovery and hearing prep (1.5).</p>	2.50	4,750.00
12/28/21	K H	<p>Review documents for responsiveness to key</p>	3.50	1,715.00

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Date	Initials	Description	Hours	Amount
12/28/21	MVD	issues. Review draft discovery responses to Mexican Shareholders.	0.40	472.00
12/28/21	C A	Download productions from Morris Nichols and Hughes Hubbard's FTP (.3); coordinate the loading of productions to Relativity with vendor (.3).	0.60	207.00
12/28/21	T G	Correspondence w/ team re discovery update (.4); review draft Responses and Objections to Mexican investors (.7).	1.10	1,573.00
12/28/21	N B	Review BSPO and Debtors' produced documents (4.1) and circulate update to team regarding interesting documents in same (.9); coordinate upcoming depositions (.3); correspond with K. Hanley regarding document review (.5); attend team call to discuss upcoming discovery (1.1); attend meet and confer with Apollo to discuss document production (.3); attend call with litigation team to discuss deposition preparation (.4); correspond with litigation support regarding document productions (.2); update discovery chart (.2).	8.00	7,880.00
12/28/21	G A	Call with J. Dugan, K. Mathews, N. Benitez, K. Garrett, K. Hanley re: deposition preparation (0.4); call with K. Mathews re: same (0.3); review documents i/c/w deposition prep (5.0).	5.70	6,726.00
12/28/21	K M	Meet and confer with Apollo to discuss the UCC's discovery request (.3); conference call with Willkie attorneys to discuss open items for resolution with Judge Chapman (re: discovery), deposition timing and strategy, and plan confirmation objection issues (1.1); conference call with FTI and the Willkie teams to share updates from discovery, plan depositions, and discuss arguments for the plan confirmation objection (1.2); conference call with the litigation team to discuss current status of matters (.3); call with G. Antonello to discuss depositions (.3); call with Melanie Yanez (Milbank) to discuss discovery updates (.2); confer with team regarding discovery issues to raise with Judge Chapman (.2); follow up with	7.20	8,928.00

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		Davis Polk regarding redaction issues and coordinate with J. Brandt (.4); review and revise draft responses and objections to the Mexican Investors' discovery requests (.6); coordinate adding meet and confers with Akin and Quinn Emanuel (.2); review issues list for depositions (.5); analyze S+S anticorruption memo (.3); review Star IP / Recovery Declaration and correspondence related to the IP valuation issues (1.6).		
12/28/21	B L	Correspondence with Willkie team re status of discovery.	0.30	495.00
12/29/21	CAD	Correspondence w/ J. Dugan, internal working group regarding responses and objections to Mexican shareholders' discovery requests to committee (.1); correspondence w/ K. Mathews, internal working group, FTI regarding deposition topics lists/outlines and coordination (.2); correspondence w/ internal working group regarding meet and confer w/ Quinn Emanuel (.2); various correspondence w/ K. Mathews, internal working group, Santamarina & Steta regarding first review of documents produced by plan parties and interesting documents (.5).	1.00	1,135.00
12/29/21	K G	Review documents i/c/w confirmation objections and hearing (3.3) and then analyze, summarize, and circulate relevant documents to team (.9); review Aeromexico case updates (.1).	4.30	2,107.00
12/29/21	C A	Download debtor production from Davis Polk's FTP (.2); coordinate the loading of production to Relativity with vendor for attorney review (.2).	0.40	138.00
12/29/21	JCD	Review documents produced by Plan discovery recipients (.9); conference with UCC advisors re: update on objections and mediation status (.7); call with UCC and advisors re: objection preparation and mediation update (.8).	2.40	4,560.00
12/29/21	N B	Review documents produced by Delta (2.2) and send update to team regarding same (.8); correspond with litigation support regarding parties productions (.4); circulate key documents for team (.7).	4.10	4,038.50
12/29/21	G A	Draft deposition outline (1.3); analyze	4.70	5,546.00

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12/29/21	K M	documents i/c/w deposition prep (3.4). Review and analyze documents flagged for second level review (4.4); revise and circulate summaries of key documents (1.3); address issues related to document productions, deposition scheduling, updating parties regarding discovery, serving the UCC's responses and objections, and planning logistics for depositions (2.8); call with M. Yanez (Milbank) to discuss discovery updates (.1); call with John Kane (Akin Gump) to discuss logistics for deposition and discovery updates (.2); discuss deposition logistics (.3); coordinate search for and sending to FTI of key Delta documents for N. Cohen declaration (.7).	9.80	12,152.00
12/29/21	B M	Review the confirmation discovery materials and deposition schedule.	1.40	2,310.00
12/29/21	MVD	Review documents produced in discovery (.4); review discovery responses from Katten (.5).	0.90	1,062.00
12/30/21	K G	Conduct document review i/c/w confirmation.	5.00	2,450.00
12/30/21	CAD	Correspondence w/ K. Mathews, Santamarina & Steta regarding document productions w/ Mexican law implications (.3); correspondence w/ K. Mathews, internal working group regarding meet and confer w/ Quinn Emanuel and next steps (.2); correspondence w/ K. Mathews, internal working group regarding Debtors' declarations in support of plan confirmation and Debtors' depositions and witnesses (.3).	0.80	908.00
12/30/21	N B	Review produced documents in preparation for confirmation objection (2.7); update issues outline to incorporate recently produced key documents (2.4); call with J. Dugan and K. Mathews to discuss production of documents to the Mexican Investors (.5); attend meet and confer with QE to discuss Committee document production (.5); draft emails to bankruptcy team, FTI, and S&S regarding the collection of documents (.6); coordinate scheduling of depositions (.4); draft email to Davis Polk regarding technical issues with production (.4);	7.80	7,683.00

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		correspond with K. Mathews and litigation team regarding motion in limine (.3).		
12/30/21	C A	Download debtor production from Paul Weiss' FTP (.2); coordinate the loading of production to Relativity with vendor for attorney review (.3).	0.50	172.50
12/30/21	JCD	Meet and confer call with counsel for Mexican investors re: discovery issues (.6); review and comment on N. Cohen declaration (.9); call with N. Cohen and S. Falchett re: declaration (.8); call with N. Cohen and bankruptcy team re: comments to declaration (.9); corr. w/ team deposition scheduling issues (.6).	3.80	7,220.00
12/30/21	T G	Correspondence w/ team re unredacted Delta agreement (.4) and deposition logistics (.3).	0.70	1,001.00
12/30/21	K H	Review communications relating to key issues in the dispute and develop strategies for moving forward with depositions and discovery.	1.40	686.00
12/30/21	G A	Review draft Cohen declarations (0.3); call with FTI re: Cohen declaration (1.1); analyze documents i/c/w deposition prep (3.4).	4.80	5,664.00
12/30/21	K M	Meet and confer with QE re: productions (.5); call with litigation team re: depositions (.3); call with N. Cohen (FTI) regarding the Delta JCA (.8); team call with Willkie and FTI to discuss the Cohen declaration and related Delta issues (1.1); call with M. Dunn to discuss deposition topics (.1); call with C. Rincon (Davis Polk) to discuss deposition schedules (.2); finalize deposition schedule and coordinate review of document productions (.5); review requests from FTI for documents and draft follow up document requests to send to Davis Polk (1.1); review N. Cohen and S. Star draft declarations (2.1); review and revise issues list (1.3); review and analyze documents for deposition preparation (1.8).	9.80	12,152.00
12/30/21	B M	Review the discovery update and deposition schedule.	0.40	660.00
12/31/21	K G	Conduct document review i/c/w upcoming depositions and confirmation objection.	4.60	2,254.00
12/31/21	N B	Review documents produced by Apollo (2.5); organize key documents for team's review (.8);	4.30	4,235.50

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12/31/21	JCD	attend call to discuss S. Star's declaration (1.0). Calls with K. Mathews re: deposition schedule (.6); review status of discovery efforts and deposition preparation efforts (.9).	1.50	2,850.00
12/31/21	K H	Review documents i/c/w confirmation objection and depositions.	4.20	2,058.00
12/31/21	G A	Call with FTI re: declarations and discovery issues (1.0); analyze documents i/c/w deposition prep (6.6).	7.60	8,968.00
12/31/21	K M	Participate in conference call with the Willkie and FTI teams to review and discuss the draft Star Declaration (1.0); review Delta deposition questions from FTI (.6); conduct second level review and review of the updated issues list with key documents (2.1).	3.70	4,588.00
12/31/21	B M	Review the plan discovery update.	0.40	660.00
<b>Sub-Total</b>			<b>553.40</b>	<b>583,747.50</b>

**Hearings**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/3/21	MVD	Attend second chambers conference regarding disclosure statement and exit financing motions.	0.40	\$ 472.00
12/3/21	MVD	Attend chambers conference regarding disclosure statement and commitment fee objections.	0.40	472.00
12/4/21	MVD	Attend chambers conference re exit financing and disclosure statement.	0.40	472.00
12/5/21	MVD	Attend chambers conference regarding Debtors' disclosure statement and exit financing motion.	0.20	236.00
12/6/21	CAD	Participate in today's hearing to consider Debtors' commitment fee motion, disclosure statement, DIP amendment, and other matters (1.7); various correspondence w/ internal working group regarding same, strategy, and next steps (.5).	2.20	2,497.00
12/6/21	T G	Prepare for (.5) and participate on (1.7) hearing re commitment fee/DS; follow-up correspondence w/ team and FTI re same (.4).	2.80	4,004.00

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12/6/21	M S	Attend on DIP Extension, Exit Commitment and DS.	1.70	1,105.00
12/6/21	MVD	Attend hearing on Debtors' Disclosure Statement, exit financing motion, and other items (in part).	1.10	1,298.00
12/6/21	J B	Attend hearing on Debtors' exit financing motion and disclosure statement motion.	1.70	1,402.50
12/6/21	B M	Preparation (1.5) and attendance at the hearing on the Exit Financing Commitment Motion and Approval of the Disclosure Statement (1.7).	3.20	5,280.00
12/6/21	J L	Attend Court confirmation re: exit financing motion and disclosure statement (1.7); corr. w/ team re: Disclosure Statement negotiations (0.8).	2.50	3,375.00
<b>Sub-Total</b>			<b>16.60</b>	<b>20,613.50</b>

**Other Motions/Applications**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/22/21	MVD	Review TrueNoord motion.	0.30	\$ 354.00
12/23/21	MVD	Review Wilmington Trust motion.	0.40	472.00
<b>Sub-Total</b>			<b>0.70</b>	<b>826.00</b>

**Mediation**

<u>Date</u>	<u>Timekeeper</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
12/15/21	CAD	Correspondence w/ B. Miller, Judge Lane, T. Graulich (Davis Polk) regarding plan issues/status and possible additional mediation sessions.	0.20	\$ 227.00
12/16/21	T G	Review status of potential renewed mediation w/ B Miller.	0.40	572.00
12/17/21	B M	Discussions with Judge Lane and the Debtors regarding plan mediation (1.3); correspond with the UCC regarding the possibility of mediation	1.90	3,135.00

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		(.4); review potential materials for mediation (.2).		
12/21/21	DMS	Draft mediation letter to Judge Lane.	1.50	1,890.00
12/22/21	CAD	Correspondence w/ B. Miller, Judge Lane regarding several parties' amenability to plan-related mediation.	0.20	227.00
12/22/21	B L	Correspondence with various parties re mediation.	0.10	165.00
12/23/21	CAD	Correspondence w/ Judge Lane, B. Miller, internal working group regarding 12/27 plan mediation session and documents for mediation (.3); subsequent correspondence w/ internal working group regarding same (.3); review/analyze draft Willkie letter to Judge Lane summarizing committee's prior objections to commitment fee motion and disclosure statement and anticipated objection to confirmation (.2); correspondence w/ B. Miller, committee members regarding plan mediation update (.1).	0.90	1,021.50
12/23/21	B M	Correspondence with the Debtors and Judge Lane regarding the mediation process (.7); correspondence with the UCC regarding mediation (.3); preparation of materials for Judge Lane for the mediation sessions (2.8).	3.80	6,270.00
12/24/21	B M	Mediation preparation including correspondence with Judge Lane regarding the UCC's confirmation issues (3.7); correspondence with the UCC regarding the mediation process (.5); correspondence with the Debtors regarding the mediation process (.4).	4.60	7,590.00
12/24/21	T G	Review draft letter to Judge Lane re mediation.	0.40	572.00
12/26/21	B M	Review mediation materials for Judge Lane mediation sessions.	1.80	2,970.00
12/26/21	B L	Correspondence w/ team re mediation preparation.	0.20	330.00
12/27/21	CAD	Participate in initial plan-related mediation session w/ Judge Lane, plan parties and separate committee only session (.8); post-mediation debrief discussion w/ internal working group (.3); participate in subsequent committee only	2.50	2,837.50

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		plan-related mediation session w/ Judge Lane (.8); telephone conference w/ internal working group, FTI regarding mediation sessions debrief and strategy/next steps (.5); correspondence w/ B. Miller, committee members regarding same (.1).		
12/27/21	B M	Mediation sessions with Judge Lane (1.5); mediation discussions with FTI regarding potential settlement options (2.4); correspondence with the UCC regarding the mediation sessions (1.2); memorandum regarding mediation discussions and next steps (.8).	5.90	9,735.00
12/27/21	B L	Participate in mediation sessions (.7); follow up meeting with Willkie and FTI team (.8).	1.50	2,475.00
12/27/21	J G	Attend call with WFG internal team, FTI and SyS re: ongoing mediation with Debtors and strategy for purposes of research relevant to the upcoming confirmation hearing.	0.50	245.00
12/27/21	T G	Participate in mediation sessions (1.5); prepare for same (2.1); follow-up discussion with team re same (.3).	3.90	5,577.00
12/27/21	J B	Attend call with FTI and Willkie teams re: updates on mediation from mediation session with Judge Lane.	0.50	412.50
12/27/21	DMS	Mediation session with Judge Lane (1.0); follow up discussion with Willkie team (0.2); follow up discussion with Willkie team and Judge Lane (0.6); call with Willkie, FTI, S&S teams re mediation update (0.5).	2.30	2,898.00
12/27/21	MVD	Attend mediation sessions with Judge Lane (1.5); review documents sent to mediator to prepare for mediation (.4).	1.90	2,242.00
12/28/21	CAD	Correspondence w/ B. Miller regarding tomorrow's plan-related mediation session w/ Judge Lane (.1); correspondence w/ B. Miller, committee members regarding same and mediation status (.1).	0.20	227.00
12/28/21	B M	Mediation discussions with Judge Lane and the mediation parties (1.2); review and comment on mediation materials for the UCC (2.3); correspond with the UCC regarding the mediation (.8); memorandum regarding	5.60	9,240.00

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12/28/21	B L	mediation discussions with the parties (1.3). Correspondence with B. Miller re status of mediation process.	0.30	495.00
12/29/21	CAD	Participate in mediation session w/ Judge Lane, plan parties regarding mediators proposal (.5); debrief session w/ internal working group, FTI regarding same (.5); correspondence w/ internal working group regarding same (.2).	1.20	1,362.00
12/29/21	B M	Mediation discussions with FTI, the Debtors and Judge Lane (1.3); correspondence with the UCC regarding the mediation (.4); memorandum regarding open mediation issues (.5).	2.20	3,630.00
12/29/21	B L	Telephone conference with working group re mediator's proposal (.3); follow up with Willkie team and FTI team (1.0); correspondence re same (.3).	1.60	2,640.00
12/29/21	T G	Call w/ mediator (.5) and follow-up discussion w/ FTI (.4).	0.90	1,287.00
12/29/21	J B	Attend call with Jude Lane re: mediator's proposal (.5) and participate in follow up call with internal team re same (.5).	1.00	825.00
12/29/21	DMS	Attend mediation session with Judge Lane and all parties.	0.40	504.00
12/29/21	MVD	Attend mediation session with Judge Lane (in part) (.3); analyze and assess mediator's proposal (.5).	0.80	944.00
12/30/21	CAD	Correspondence w/ B. Miller, internal working group regarding discussions w/ Davis Polk regarding plan-related mediation debrief (.2); correspondence w/ B. Miller, Judge Lane regarding mediator's proposal and update (.2).	0.40	454.00
12/30/21	B M	Communications with the Debtors, the UCC and Judge Lane regarding plan mediation.	3.60	5,940.00
12/31/21	CAD	Correspondence w/ B. Miller, committee members regarding plan-related mediation result and next steps.	0.10	113.50
<b>Sub-Total</b>			<b>53.30</b>	<b>79,053.00</b>

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Client/Matter No. 128273.00001

<u>Timekeeper</u>	<u>Hours</u>		<u>Rate</u>		<u>Amount</u>
DUGAN, JAMES C.	57.40	\$	1,900.00	\$	109,060.00
EGUCHI, WESTON T.	0.10		1,350.00		135.00
GOREN, TODD	158.50		1,430.00		226,655.00
LENNON, BRIAN	31.60		1,650.00		52,140.00
MILLER, BRETT	216.70		1,650.00		357,555.00
DAMAST, CRAIG A.	164.80		1,135.00		187,048.00
LEVY, JOSHUA	37.50		1,350.00		50,625.00
ANTONELLO, GABRIELLE	54.30		1,180.00		64,074.00
BENITEZ, NATALIA	147.50		985.00		145,287.50
BRANDT, JOSEPH	71.80		825.00		59,235.00
CHANG, HYE-KYUNG	1.60		575.00		920.00
DUNN, MATTHEW V.	156.90		1,180.00		185,142.00
MATHEWS, KYLE	100.90		1,240.00		125,116.00
SGAMBATI, BROOKE E.	2.20		1,180.00		2,596.00
SINCLAIR, DEBRA M.	84.80		1,260.00		106,848.00
GARRETT, KATHRYN	86.60		490.00		42,434.00
GRABER, JESSICA	58.30		490.00		28,567.00
HANLEY, KATHERINE	16.10		490.00		7,889.00
SCARCELLA, ANTHONY	93.80		490.00		45,962.00
ST. JULIEN, MICHELE	42.90		650.00		27,885.00
AMBEAULT, ALISON	15.50		490.00		7,595.00
ARRIOLA, CHRISTIAN	4.60		345.00		1,587.00
JONES, MONICA	1.10		375.00		412.50
VAN OPPEN, ISABELLE	2.30		295.00		678.50
WATSON, JOYANNE M.	0.50		415.00		207.50
BRAVERMAN, BETTY	2.00		280.00		560.00
CHU, HUY	0.40		280.00		112.00
MUNSON, SALLY	0.40		280.00		112.00
STAMOULIS, ELENA M.	0.60		280.00		168.00

**Professional Fees**

\$ 1,836,606.00

**Disbursements and Other Charges**

	<u>Amount</u>
Teleconferencing	\$ 77.84
Air Freight	20.71
Data Acquisition	12,875.07
Court Reporters/Other Fees	280.00
Outside Consultants	1,960.24
Transcript Costs	<u>1,979.40</u>

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**Disbursements and Other Charges**

17,193.26

**Total this Invoice**

\$ 1,853,799.26

# WILLKIE FARR & GALLAGHER LLP

787 Seventh Avenue  
New York, NY 10019-6099

212 728 8000  
Fax: 212 728 8111

Federal ID 13-5536844

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## REMITTANCE ADVICE

### OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF GRUPO AEROMEXICO

PLEASE INDICATE INVOICE  
NUMBER ON REMITTANCE  
Invoice No. 22202133  
Client/Matter No. 128273.00001  
January 31, 2022

#### Remit To:

Willkie Farr & Gallagher LLP  
787 Seventh Avenue, 38th Floor  
New York, NY 10019-6099  
Attention: Accounts Receivable

#### FOR PROFESSIONAL SERVICES RENDERED through December 31, 2021

Assumption and Rejection of Leases and Contracts	\$	11,653.50
Business Operations	\$	17,085.00
Case Administration	\$	24,620.00
Claims Administration and Objections	\$	5,911.00
Employment and Fee Applications	\$	3,672.50
Financing and Cash Collateral	\$	78,214.00

### PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE

PAYMENT MAY BE MADE BY WIRE  
CITIBANK, N.A.

ABA NUMBER: [REDACTED]

FOR THE ACCOUNT OF WILLKIE FARR & GALLAGHER LLP

ACCOUNT NUMBER: [REDACTED]

INTERNATIONAL SWIFT NUMBER: [REDACTED]

REFERENCE: 128273.00001

# WILLKIE FARR & GALLAGHER LLP

787 Seventh Avenue  
New York, NY 10019-6099

212 728 8000  
Fax: 212 728 8111

Federal ID 13-5536844

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## REMITTANCE ADVICE

Meetings and Communications with Creditors	\$	121,492.00
Plan and Disclosure Statement	\$	889,491.00
Reporting	\$	227.00
Discovery	\$	583,747.50
Hearings	\$	20,613.50
Other Motions/Applications	\$	826.00
Mediation	\$	79,053.00
<b>Disbursements and Other Charges</b>		<u>17,193.26</u>
<b>Total this Invoice</b>	\$	<u><u>1,853,799.26</u></u>

### PLEASE RETURN THIS PAGE WITH YOUR REMITTANCE

PAYMENT MAY BE MADE BY WIRE  
CITIBANK, N.A.

ABA NUMBER: [REDACTED]

FOR THE ACCOUNT OF WILLKIE FARR & GALLAGHER LLP

ACCOUNT NUMBER: [REDACTED]

INTERNATIONAL SWIFT NUMBER: [REDACTED]

REFERENCE: 128273.00001

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