

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

-----X Chapter 11  
:  
In re: :  
:  
AVIANCA HOLDINGS S.A., *et al.*<sup>11</sup> : Case No. 20-11133 (MG)  
:  
Debtors. : (Jointly Administered)  
:  
-----X

**DECLARATION AND DISCLOSURE STATEMENT OF JOHN E. FAILLA ON  
BEHALF OF PROSKAUER ROSE, LLP**

STATE OF NEW YORK )  
 ) ss.:  
COUNTY OF NEW YORK )

JOHN E. FAILLA, declares, pursuant to 28. U.S.C. § 1746, as follows:

1. I am a Partner of Proskauer Rose, LLP, located at 11 Times Square, New York, NY 10036 (the "Firm").
2. Avianca Holdings S.A. and certain of its above-captioned affiliates, as debtors and debtors in possession (collectively, the "Debtors") have requested that the Firm provide

<sup>11</sup> The Debtors in these Chapter 11 Cases, and each Debtor's federal tax identification number (to the extent applicable), are as follows: Avianca Holdings S.A. (N/A); Aero Transporte de Carga Unión, S.A. de C.V. (N/A); Aeroinversiones de Honduras, S.A. (N/A); Aerovías del Continente Americano S.A. Avianca (N/A); Airlease Holdings One Ltd. (N/A); America Central (Canada) Corp. (00-1071563); America Central Corp. (65-0444665); AV International Holdco S.A. (N/A); AV International Holdings S.A. (N/A); AV International Investments S.A. (N/A); AV International Ventures S.A. (N/A); AV Investments One Colombia S.A.S. (N/A); AV Investments Two Colombia S.A.S. (N/A); AV Taca International Holdco S.A. (N/A); Avianca Costa Rica S.A. (N/A); Avianca Leasing, LLC (47-2628716); Avianca, Inc. (13-1868573); Avianca-Ecuador S.A. (N/A); Aviaservicios, S.A. (N/A); Aviateca, S.A. (N/A); Avifreight Holding Mexico, S.A.P.I. de C.V. (N/A); C.R. Int'l Enterprises, Inc. (59-2240957); Grupo Taca Holdings Limited (N/A); International Trade Marks Agency Inc. (N/A); Inversiones del Caribe, S.A. (N/A); Isleña de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.) (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia to the Debtors, and the Firm has consented to provide such services (the "Services").



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insurance counseling and advisory services and claim management and insurance recovery services.

3. The Services include, but are not limited to, the following: Drafting and management of captive insurer D&O insurance program; insurance coverage analysis and claims analysis; and insurance recovery and counseling.

4. The Firm may have performed services in the past, and may perform services in the future, in matters unrelated to these cases, for persons that are parties in interest in the Debtors' cases. As part of its customary practice, the Firm is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants or employees of the Debtors, or other parties in interest in these cases. The Firm does not perform services for any such person in connection with these cases. In addition, the Firm does not have any relationship with any such person, such person's attorneys, or such person's accountants that would be adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

5. Neither I, nor any principal of, or professional employed by the Firm has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than principals and regular employees of the Firm.

6. Neither I nor any principal of, or professional employed by the Firm, insofar as I have been able to ascertain, holds or represents any interest materially adverse to the Debtors or their estates with respect to the matters on which the Firm is to be retained.

7. As of the commencement of these cases, the Debtors owed the Firm approximately \$ 72,000.00 in respect of prepetition services rendered to the Debtors.

8. The Firm is conducting further inquiries regarding its retention by any creditors

of the Debtors, and upon conclusion of this inquiry, or at any time during the period of its employment, if the Firm should discover any facts bearing on the matters described herein, the Firm will supplement the information contained in this Declaration.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct, and that this Declaration and Disclosure Statement was executed on August 28, 2020, in New York, NY.

John E. Failla  
Declarant Name

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SOUTHERN DISTRICT OF NEW YORK**

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: AVIANCA HOLDINGS S.A., *et al.*,<sup>1</sup> : Case No. 20-11133 (MG)  
: :  
: Debtors. : (Jointly Administered)  
: :  
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**RETENTION QUESTIONNAIRE**

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by Avianca Holdings S.A. and certain of its above-captioned affiliates, as debtors and debtors in possession (collectively, the “Debtors”) in these cases.

All questions **must** be answered. Please use “none,” “not applicable,” or “N/A,” as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and Address of firm:

Proskauer Rose LLP

Eleven Times Square

New York, NY 10036

2. Date of retention: April 27, 2020

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3. Type of services to be provided:

Insurance counseling and advisory services and claim management and insurance recovery services.

4. Brief description of services to be provided:

Drafting and management of captive insurer D&O insurance program; insurance coverage analysis and claims analysis; and insurance recovery counseling.

5. Arrangements for compensation (hourly, contingent, etc.):

Hourly

Average hourly rate (if applicable): N/A

- (a) Estimated average monthly compensation based on prepetition retention (if company was employed prepetition):

\$35,000

6. Prepetition claims against the Debtors held by the company:

Amount of claim: \$ 72,000

Date claim arose: May 13, 2020

Nature of claim: Legal fees owed

7. Prepetition claims against the Debtors held individually by any member, associate, or professional employee of the company:

Name: Nine

Status: \_\_\_\_\_

Amount of claim: \$ \_\_\_\_\_

Date claim arose: \_\_\_\_\_

Nature of claim: \_\_\_\_\_

8. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the company is to be employed:

None

9. Name and title of individual completing this form:

John E. Faille, Partner

Dated: August 28, 2020