

Mark Somerstein
Michael G. McGovern
Ropes & Gray LLP
1211 Avenue of the Americas
New York, NY 10036-8704
Telephone: (212) 596-9000
Facsimile: (212) 596-9090

*Special Government Investigations
Counsel to the Debtors and Debtors in Possession*

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

-----X
In re: : Chapter 11
: :
AVIANCA HOLDINGS S.A., *et al.*,¹ : Case No. 20-11133 (MG)
: :
Debtors. : (Jointly Administered)
: :
-----X

**SEVENTH MONTHLY FEE STATEMENT OF ROPES & GRAY LLP,
SPECIAL GOVERNMENT INVESTIGATIONS COUNSEL TO THE DEBTORS,
FOR ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD JANUARY 1, 2021 THROUGH JANUARY 31, 2021**

¹ 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); AV Loyalty Bermuda Ltd. (N/A); Aviacorp Enterprises S.A. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.



201113321022400000000003

Name of Applicant:	Ropes & Gray LLP (“ <u>Ropes & Gray</u> ”), Special Government Investigations Counsel to the Debtors and Debtors in Possession
Authorized to provide professional services to:	Avianca Holdings S.A. and its affiliated debtors and debtors in possession
Date of Retention:	Order entered on July 15, 2020 retaining Ropes & Gray effective as of the Petition Date [Docket No. 476]
Period for which Compensation and Reimbursement is sought:	January 1, 2021 through January 31, 2021
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$427,730.40 (80% = \$342,184.32)
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary:	\$56,405.74

This is Ropes & Gray’s seventh Monthly Fee Statement submitted in these cases. No prior statement or application was filed for this Compensation Period.

PRELIMINARY STATEMENT

Ropes & Gray, special government investigations counsel for Avianca Holdings, S.A. and its affiliated debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), hereby submits this seventh monthly statement of fees and disbursements (the “Seventh Monthly Fee Statement”) for the period from January 1, 2021 through and including January 31, 2021 (the “Compensation Period”) in accordance with the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [Docket No. 256] (the “Interim Compensation Order”) and the *Order Authorizing Retention and Employment of Ropes & Gray LLP as Special Government Investigations Counsel to the Debtors Effective as of the Petition Date* [Docket No. 476]. Ropes & Gray requests (a) interim allowance and payment of compensation in the amount of \$342,184.32 (80% of

\$427,730.40) of fees on account of reasonable and necessary professional services rendered to the Debtors by Ropes & Gray during the Compensation Period and (b) reimbursement of actual and necessary costs and expenses in the amount of \$56,405.74 incurred by Ropes & Gray in connection with such services during the Compensation Period.

**FEES FOR SERVICES RENDERED
DURING THE COMPENSATION PERIOD**

1. **Exhibit A** sets forth a timekeeper summary that includes the respective names, positions, department, bar admissions, hourly billing rates and aggregate hours spent by each Ropes & Gray professional and paraprofessional that provided services to the Debtors during the Compensation Period. The blended hourly billing rate of Ropes & Gray attorneys during the Compensation period is \$965.13. The blended hourly billing rate of legal assistants during the Compensation Period is \$434.40.

2. **Exhibit B** sets forth a matter summary that includes the aggregate hours per task matter by Ropes & Gray professionals and paraprofessionals in rendering services to the Debtors during the Compensation Period.

3. **Exhibit C** sets forth detailed time records of Ropes & Gray professionals for the Compensation Period.

4. **Exhibit D** sets forth a complete itemization of expenses incurred by Ropes & Gray in connection with services rendered to the Debtors during the Compensation Period for which Ropes & Gray seeks reimbursement.

RESERVATION OF RIGHTS

5. Although every effort has been made to include all fees and expenses incurred during the Compensation Period, some fees and expenses might not be included in this Seventh Monthly Fee Statement due to delays caused in connection with accounting and processing of such

time and expenses. Accordingly, Ropes & Gray reserves the right to make further application to this Court for allowance of such fees and expenses incurred during the Compensation Period, but not included herein.

NOTICE

6. Pursuant to the Interim Compensation Order, this Seventh Monthly Fee Statement has been served via email on: (a) the Debtors c/o Avianca Holdings S.A., Av. Calle 26 # 59-15, 6th Floor, Bogotá, Colombia 111321 (Attn: Renato Covelo, General Counsel and Richard Galindo, Associate General Counsel; Email: Renato.Covelo@avianca.com; Richard.Galindo@avianca.com); (b) counsel for the Debtors, Milbank LLP, 55 Hudson Yards, New York, New York 10001 (Attn: Dennis F. Dunne, Esq., Evan R. Fleck, Esq., Greg Bray, Esq., D. O'Donnell Esq.; Email: DDunne@milbank.com; EFleck@milbank.com; GBray@milbank.com; DODonnell@milbank.com); (c) the U.S. Trustee for the Southern District of New York, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn: Brian S. Masumoto, Esq. and Greg M. Zipes, Esq.; Email: Brian.Masumoto@usdoj.gov; Greg.Zipes@usdoj.gov); and (d) counsel for the Committee, Morrison & Foerster LLP, 250 West 55th Street, New York, NY 10019 (Attn: Brett H. Miller, Esq.; Todd M. Goren, Esq.; Erica J. Richards, Esq.; Email: BrettMiller@mofo.com; TGoren@mofo.com; ERichards@mofo.com). Ropes & Gray submits that no other or further notice need be provided.

7. Pursuant to the Interim Compensation Order, objections to this Seventh Monthly Fee Statement, if any, must be filed and served upon Ropes & Gray LLP, 1211 Avenue of the Americas, New York, NY 10036, Attn: Michael G. McGovern and Mark Somerstein, Email: michael.mcgovern@ropesgray.com and mark.somerstein@ropesgray.com, no later than March 11, 2021 at 12:00 p.m. (prevailing Eastern Time) (the "Objection Deadline"), setting forth the

nature of the objection and the amount of fees or expenses at issue. If no objections to this Seventh Monthly Fee Statement are made on or before the Objection Deadline, the Debtors shall pay Ropes & Gray 80% of the fees and 100% of the expenses identified in this Seventh Monthly Fee Statement.

8. To the extent an objection to this Seventh Monthly Fee Statement is timely made, the Debtors shall withhold payment of that portion of the Seventh Monthly Fee Statement to which the objection is directed and promptly pay the remainder of the fees and disbursements in the percentages set forth above. To the extent such objection is not resolved, it shall be preserved and presented to the Court at the next interim or final fee application hearing.

WHEREFORE, Ropes & Gray respectfully requests (i) compensation in the amount of \$342,184.32 (80% of \$427,730.40) for actual, necessary services rendered by Ropes & Gray during the Compensation Period, and (ii) payment of \$56,405.74 for the actual, necessary expenses incurred by Ropes & Gray in connection with such services during the Compensation Period.

Dated: February 24, 2021
New York, New York

Respectfully submitted,

/s/ Mark R. Somerstein
Mark R. Somerstein
Michael G. McGovern
Ropes & Gray LLP
1211 Avenue of the Americas
New York, NY 10036-8704
Telephone: (212) 596-9000
Facsimile: (212) 596-9090

*Special Government Investigations
Counsel to the Debtors and Debtors in
Possession*

EXHIBIT A

Timekeeper Summary

NAME OF PROFESSIONAL	TITLE	HOURLY RATE¹	HOURS BILLED	TOTAL COMPENSATION
Somerstein, Mark R.	Partner, Business Restructuring Admitted in New York in 1991 Admitted in New Jersey in 1990	\$1,507.50	1.30	\$1,959.75
McGovern, Michael G.	Partner, Litigation, Admitted in the District of Columbia in 1988, Admitted in New York in 2006	\$1,476.00	72.10	\$106,419.60
Calvet, Maria	Partner, Litigation, Admitted in Pennsylvania in 2004, Admitted in the District of Columbia in 2020	\$1,188.00	14.80	\$17,582.40
Egan, Daniel	Counsel, Business Restructuring, Admitted in New York in 2008	\$1,075.50	7.80	\$8,388.90
Ference-Burke, Jonathan	Associate, Litigation, Admitted in California in 2010, Admitted in the District of Columbia in 2011	\$1,071.00	52.60	\$56,334.60
Gilligan Palermo, Meghan	Associate, Litigation, Admitted in New York in 2013	\$1,071.00	11.00	\$11,781.00
Miller, Juliette	Associate, Litigation, Admitted in New York in 2018	\$873.00	132.60	\$115,759.80
Mercado Violand, Natalia	Associate, Litigation, Admitted in Massachusetts in 2018	\$792.00	31.60	\$25,027.20
Levengood, Jennifer	Associate, Litigation, Admitted in New York in 2020	\$693.00	23.10	\$16,008.30
Colorado, Stephanie	Associate, Litigation, Admitted in New York in 2020	\$693.00	34.80	\$24,116.40
Vazquez, Krystal	Associate, Litigation, Admitted in New York in 2020	\$693.00	16.50	\$11,434.50
Maciuch, Mark	Associate, Business Restructuring, Admitted in New York in 2020	\$693.00	7.50	\$5,197.50
Eric Sherman	Law Clerk, Business Restructuring	\$594.00	6.80	\$4,039.20
Sosa, Nathalia	Associate, Litigation, Admitted in New York in 2020	\$693.00	21.80	\$15,107.40
Brustman, Charles D.	Paralegal	\$409.50	14.00	\$5,733.00
Alindogan, Nova	Paralegal	\$409.50	1.30	\$532.35
Grammer, Elizabeth D.	Litigation Support Analyst	\$409.50	2.00	\$819.00
Melanson, Chad	Litigation Support Analyst	\$409.50	0.90	\$368.55
Tempesta, Julia	Other Professionals	\$238.50	4.70	\$1,120.95
TOTAL			457.20	\$427,730.40

¹ Ropes & Gray's hourly rates have been adjusted to reflect a 10% discount.

TOTALS	BLENDED HOURLY RATE	TOTAL HOURS BILLED	TOTAL COMPENSATION
Partners and Counsel	\$1,399.48	96	\$134,349.75
Associates	\$841.87	338.3	\$284,805.90
Paraprofessionals/Staff	\$374.40	22.9	\$8,573.85
Blended Attorney Rate	\$965.13		
Total Fees Incurred	\$935.54	457.20	\$427,730.40

EXHIBIT B

Matter Summary

MATTER	DESCRIPTION	HOURS	AMOUNT
0001	Government Investigations	331.30	\$310,641.75
0002	Retention	6.70	\$3,860.10
0003	Fee Applications	13.90	\$12,094.20
0004	Case Administration	0.00	\$0.00
0007	Airbus	35.60	\$28,754.10
0008	General Investigations/Other	69.70	\$72,380.25
TOTAL:		457.20	\$427,730.40

EXHIBIT C

Detailed Time Records



ROPES & GRAY LLP
1211 AVENUE OF THE AMERICAS
NEW YORK, NY 10036-8704
212-596-9000 F 212-596-9090
WWW.ROPESGRAY.COM

Invoice No.: 1340884
Invoice Date: February 23, 2021
Federal Tax ID: 04-2233412

Avianca Holdings S.A.
Aquilino de la Guardia Calle No. 8
IGRA Building P.O.
Panama City, Republic of Panama

Re: Post-Bankruptcy Filing Work

FOR PROFESSIONAL SERVICES rendered through January 31, 2021.

Services	\$	475,256.00
Less Discount		<u>-47,525.60</u>
Total Services		427,730.40
Total Disbursements and Charges		<u>56,405.74</u>
TOTAL	\$	<u>484,136.14</u>

Payment Instructions		
Mail checks to: Ropes & Gray LLP Mail Code: 11104 P.O. Box 70280 Philadelphia, PA 19176-0280	ACH Fund & Domestic Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 153 East 53rd Street New York, NY 10022 ABA No.: 021-000-089 Account No: 4997537106	International Wire Transfers: Ropes & Gray LLP c/o Citibank, N.A 111 Wall Street New York, NY 10005 Swift Code: CITIUS33 Account No: 4997537106
FRAUD PREVENTION ALERT: In our efforts to protect against possible wire transfer fraud, if you receive alternative payment instructions or are contacted by an unfamiliar/third party requesting changes be made to this invoice, please call your known contact at Ropes & Gray LLP to verbally verify.		

Detail of Services

0001 - Tickets Issue

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Activity</u>	<u>Amount</u>
01/04/21	Calvet, M.	0.50	Attend to correspondence with Ropes working group regarding regulator response, coordination with Milbank, and ongoing matter developments.		660.00
01/05/21	Calvet, M.	0.30	Attend to correspondence with Ropes working group regarding regulator response, coordination with Milbank, and ongoing matter developments.		396.00
01/05/21	Miller, J.	5.20	Correspond with C. Brustman regarding translations and related documents (.2); review and analysis of search results from N. Sosa and K. Vazquez (1.6); review and analysis of Tickets Issue documents (1.0); revise summary of document review findings (2.4).		5,044.00
01/05/21	Sosa, N.	0.60	Conduct additional email review searches for potentially relevant documents (.4); summarize findings of same (.2).		462.00
01/05/21	Brustman, C.	2.70	Revise summaries of documents identified during ongoing email review in connection with investigation of Tickets Issue.		1,228.50
01/06/21	Calvet, M.	0.50	Attend to correspondence regarding regulator response, coordination with Milbank, and ongoing matter developments.		660.00
01/06/21	Ference-Burke, J.	0.70	Work on preparations for meeting with regulators.		833.00
01/06/21	Miller, J.	0.70	Draft correspondence to N. Mercado Violand and N. Sosa regarding document summaries (.2); coordinate with C. Brustman regarding Tickets Issue documents (.3); review and analysis of Tickets Issue documents (.2).		679.00
01/06/21	Sosa, N.	1.90	Review document chronology and accompanying document translations (1.2); prepare related materials for further review (.7).		1,463.00
01/06/21	Brustman, C.	3.70	Revise summaries of documents		1,683.50

Detail of Services				
--------------------	--	--	--	--

			identified during ongoing email review in connection with investigation of Tickets Issue.	
01/07/21	Calvet, M.	0.50	Attend to correspondence re regulator developments.	660.00
01/07/21	Mercado Violand, N.	2.00	Annotate documents identified during ongoing email review.	1,760.00
01/07/21	Miller, J.	5.30	Draft summary of document review searches (1.2); review and analysis of summary of document review from N. Mercado Violand (.1); revise document review summary materials (3.8); coordinate with C. Brustman regarding same (.2).	5,141.00
01/07/21	Sosa, N.	1.50	Review document chronology (.8); prepare summary of same (.7).	1,155.00
01/07/21	Brustman, C.	1.90	Prepare summary of findings from ongoing document review in connection with investigation of Tickets Issue.	864.50
01/08/21	Calvet, M.	0.60	Attend to correspondence regarding regulator response, coordination with Milbank, and ongoing matter developments.	792.00
01/08/21	McGovern, M.	1.00	Initiate review of materials for upcoming presentation to regulator.	1,640.00
01/08/21	Ference-Burke, J.	0.80	Prepare analysis of Tickets Issue investigation (.5); correspondence with Ropes working group regarding research on investigation issues (.3).	952.00
01/08/21	Miller, J.	0.60	Draft correspondence to M. McGovern, M. Calvet, J. Ference-Burke and C. Brustman regarding document review materials (.5); prepare for Ropes team conference regarding same (.1).	582.00
01/08/21	Brustman, C.	1.20	Prepare summary of findings from ongoing document review in connection with investigation of Tickets Issue.	546.00
01/10/21	Ference-Burke, J.	0.10	Correspond with J. Miller et al. re regulator meeting preparation.	119.00
01/10/21	Miller, J.	4.10	Review and analysis of Tickets	3,977.00

Detail of Services				
--------------------	--	--	--	--

			Issue document summaries from N. Mercado Violand (2.5); review and analysis of Tickets Issue documents (1.0); draft correspondence to J. Ference-Burke regarding follow-up related to Tickets Issue document summaries (.2); draft correspondence to associate team regarding follow-up searches related to Tickets Issue document review (.1); draft correspondence to A. Stephens (StoneTurn) regarding Tickets Analysis (.3).	
01/11/21	Calvet, M.	1.10	Review status of investigation (.5); consult with J. Ference-Burke regarding next steps (.3); attend to correspondence regarding StoneTurn Tickets Analysis (.3).	1,452.00
01/11/21	McGovern, M.	2.60	Attend to preparations for regulator presentation (1.1); confer with team members regarding status and next steps (.2); review various documents and memoranda pertinent to Tickets Issue in preparation for regulator presentation (1.3).	4,264.00
01/11/21	Ference-Burke, J.	0.70	Correspond with regulators, et al. re meeting (.5); prepare materials for the same (.2).	833.00
01/11/21	Mercado Violand, N.	2.60	Review emails in ongoing document review (.5); conduct further document review (1.5), summarize findings of same (.5); email J. Miller regarding the same (.1).	2,288.00
01/11/21	Miller, J.	0.30	Review and analysis of Tickets Analysis information received from M. Costa (StoneTurn) (.1); draft correspondence to associate team regarding follow-up Tickets Issue searches (.2).	291.00
01/11/21	Sosa, N.	0.80	Conduct additional document review related to Tickets Issue (.6); summarize findings of same for J. Miller (.2).	616.00
01/12/21	Calvet, M.	0.50	Attend to correspondence with working group re next steps in StoneTurn Tickets Analysis,	660.00

Detail of Services				
--------------------	--	--	--	--

			status update, and next steps re production.	
01/12/21	McGovern, M.	3.30	Review Tickets Issue documents and related memoranda (1.8); attend to various developments in pending investigation and preparations for regulator presentation (1.5).	5,412.00
01/12/21	Ference-Burke, J.	1.10	Videoconference with StoneTurn team, M. McGovern, et al. re presentation strategy.	1,309.00
01/12/21	Gilligan Palermo, M.	1.00	Call with StoneTurn, M. McGovern, J. Ference-Burke, and J. Miller re Tickets Analysis.	1,190.00
01/12/21	Miller, J.	2.70	Review and analysis of Tickets Issue follow-up summaries (.6); draft summary of tickets review follow-up searches (1.0); participate in call with M. McGovern, J. Ference-Burke, M. Gilligan Palermo, and StoneTurn team regarding Tickets Analysis (1.1).	2,619.00
01/12/21	Grammer, E.	0.10	Assist J. Miller re upcoming production.	45.50
01/13/21	Calvet, M.	0.90	Participate in read-out call (.4); review, analyze, and annotate materials re same (.5).	1,188.00
01/13/21	McGovern, M.	4.60	Review documents and memoranda in preparation for regulator presentation (2.4); various emails regarding status and next steps in pending internal investigation and StoneTurn Tickets Analysis (.8); meeting with Ropes team members in preparation for regulator presentation and assignment of tasks in preparation for same (1.4).	7,544.00
01/13/21	Ference-Burke, J.	1.40	Videoconference with M. McGovern et al. re: planning for regulator meeting.	1,666.00
01/13/21	Mercado Violand, N.	0.10	Correspond with J. Miller regarding materials for regulator presentation.	88.00
01/13/21	Miller, J.	3.10	Revise summary of Tickets Issue documents (.5); prepare for conference with M. McGovern,	3,007.00

Detail of Services				
--------------------	--	--	--	--

			M. Calvet, and associate team to discuss presentation materials (.5); draft guidance to N. Sosa regarding Tickets Issue follow-up searches (.4); draft guidance to N. Mercado Violand regarding presentation materials (.7); draft guidance to S. Colorado regarding Tickets Issue document searches (.3); draft correspondence to StoneTurn team regarding regulatory inquiry (.2); draft guidance to K. Vazquez regarding follow-up searches related to Tickets Issue (.5).	
01/13/21	Grammer, E.	0.30	Coordinate with J. Miller regarding preparation for upcoming document production (.2); coordinate with AlixPartners re same (.1).	136.50
01/14/21	Calvet, M.	0.40	Review/analyze regulator production letter (.2); attend to correspondence regarding same (.2).	528.00
01/14/21	McGovern, M.	1.30	Attend to various materials in preparation for regulator presentation and related reporting to client.	2,132.00
01/14/21	Colorado, S.	3.80	Review summaries of documents identified during ongoing email review in connection with investigation of Tickets Issue.	2,926.00
01/14/21	Ference-Burke, J.	0.60	Teleconference with N. Muyskens and M. McGovern re: investigation strategy issues.	714.00
01/14/21	Gilligan Palermo, M.	1.70	Communicate with J. Miller re preparation of summary analysis materials (.1); call with StoneTurn re Tickets Analysis (.5); call with J. Miller re preparation of summary analysis materials (.9); conduct research related to Tickets Issue (.2).	2,023.00
01/14/21	Levengood, J.	3.50	Conduct research related to Tickets Issue.	2,695.00
01/14/21	Mercado Violand, N.	1.80	Conduct email analytics search in connection with review of Tickets Issue.	1,584.00

Detail of Services				
01/14/21	Miller, J.	4.90	Revise summary of Tickets Issue documents (3.1); confer with M. Gilligan Palermo regarding Tickets Issue findings (.9); revise summary of matter status (.3); confer with J. Levengood regarding research related to Tickets Issue (.3); respond to M. Calvet inquiry regarding Tickets Analysis (.3).	4,753.00
01/14/21	Vazquez, K.	0.80	Review additional documents in connection with investigation of Tickets Issue.	616.00
01/14/21	Brustman, C.	0.30	Prepare summary of findings from ongoing document review in connection with investigation of Tickets Issue.	136.50
01/14/21	Grammer, E.	0.30	Coordinate with J. Miller re document production (.1); facilitate preparation of production set by AlixPartners (.2).	136.50
01/15/21	Calvet, M.	0.60	Attend to correspondence with working group regarding regulator production letter.	792.00
01/15/21	McGovern, M.	0.80	Review results of Tickets Analysis and related materials.	1,312.00
01/15/21	Colorado, S.	5.00	Review documents related to investigation of Tickets Issue (.9); continue reviewing summaries of documents in connection with investigation of Tickets Issue (4.1).	3,850.00
01/15/21	Miller, J.	7.60	Revise summary of Tickets Issue documents (2.1); review and analysis of Tickets Analysis results (1.0); draft summary of Tickets Analysis findings (.3); draft correspondence to review team regarding presentation preparation (.3); revise draft regulatory response (3.9).	7,372.00
01/15/21	Sosa, N.	1.20	Review documents identified during ongoing document review (.4); draft summary charts of data related to Tickets Issue (.8).	924.00
01/15/21	Vazquez, K.	4.00	Conduct further document review in connection with investigation of Tickets Issue (1.8); prepare	3,080.00

Detail of Services				
--------------------	--	--	--	--

			summary of findings re same (2.2).	
01/15/21	Grammer, E.	0.70	Coordinate with AlixPartners re production set (.1); review documents to facilitate production to regulator (.1); perform analysis of production set (.3); provide J. Miller with production information regarding transmittal to regulators (.1); prepare encrypted production set (.1).	318.50
01/16/21	Ference-Burke, J.	0.10	Review Ropes working group correspondence re investigation findings.	119.00
01/16/21	Levengood, J.	2.10	Draft talking points for regulator presentation.	1,617.00
01/16/21	Sosa, N.	4.70	Analyze documents and data related to Tickets Issue (.6); draft summary of data related to Tickets Issue (4.1).	3,619.00
01/17/21	Mercado Violand, N.	1.40	Begin drafting summary of document review findings for presentation materials.	1,232.00
01/17/21	Sosa, N.	5.70	Review documents related to Tickets Issue (1.1); draft summary of documents and date related to Tickets Issue (4.6).	4,389.00
01/18/21	Mercado Violand, N.	6.80	Draft summary of documents related to Tickets Issue in connection with preparation of presentation materials (2.9); review documents related to the same (3.1); draft summaries for the same (.8).	5,984.00
01/18/21	Miller, J.	7.60	Draft Tickets Issue findings memorandum (2.4); draft correspondence to N. Sosa regarding inquiry related to same (.1); confer with N. Sosa regarding same (.2); further revise same (3.1); revise summary of Tickets Issue findings (1.8).	7,372.00
01/18/21	Sosa, N.	1.70	Revise summary of documents and data related to Tickets Issue.	1,309.00
01/19/21	Calvet, M.	0.40	Attend to correspondence with Ropes working group regarding status update.	528.00

Detail of Services				
01/19/21	Ference-Burke, J.	3.00	Revise draft regulator presentation materials.	3,570.00
01/19/21	Mercado Violand, N.	2.30	Revise summary of documents for presentation materials (.9); summarize findings of document review (.2); correspond with E. Grammer and C. Melanson regarding documents for review and production (.1); annotate Tickets Issue documents (.9); correspond with C. Brustman regarding preparing presentation materials (.1); correspond with C. Brustman and litigation technology team regarding document production (.1).	2,024.00
01/19/21	Miller, J.	6.70	Revise Tickets Issue findings summary (3.1); draft regulatory presentation outline (3.6).	6,499.00
01/19/21	Brustman, C.	1.80	Prepare summary of findings from ongoing document review in connection with investigation of Tickets Issue.	819.00
01/20/21	McGovern, M.	1.80	Attend to various developments in pending investigation and preparations for regulator presentation.	2,952.00
01/20/21	Colorado, S.	4.90	Draft materials to assist in preparation for regulator presentation.	3,773.00
01/20/21	Ference-Burke, J.	0.90	Revise presentation materials.	1,071.00
01/20/21	Levengood, J.	2.30	Draft outline for presentation to regulator.	1,771.00
01/20/21	Mercado Violand, N.	1.40	Correspond with E. Grammer on document transfer from Brainspace to Relativity (.1); correspond with J. Miller on preparation of presentation materials (.2); correspondence with J. Tempesta regarding presentation materials (.2); review documents for presentation materials (.6); correspond with J. Ference-Burke, M. Gilligan Palermo, and J. Miller re same (.1); manage documents for presentation (.1); review materials related to Tickets Issue follow-up request	1,232.00

Detail of Services				
--------------------	--	--	--	--

			(.1).	
01/20/21	Miller, J.	4.50	Revise summary of Tickets Issue documents from N. Mercado Violand (3.7); draft guidance regarding revisions to Tickets Issue document summary to N. Mercado Violand (.3); draft regulatory presentation outline (.5).	4,365.00
01/20/21	Tempesta, J.	1.30	Assemble regulatory presentation materials for attorney review.	344.50
01/20/21	Grammer, E.	0.30	Coordinate with AlixPartners to promote specified documents to facilitate analysis by Ropes team (.1); prepare replacement file for analysis by N. Mercado Violand (.2).	136.50
01/21/21	Calvet, M.	0.60	Analyze regulator presentation materials.	792.00
01/21/21	McGovern, M.	2.80	Review documents, StoneTurn analysis results, and other materials in preparation for regulator presentation.	4,592.00
01/21/21	Ference-Burke, J.	4.40	Revise draft documents for regulator presentation (4.1); review StoneTurn updated Tickets Analysis (.3).	5,236.00
01/21/21	Levengood, J.	2.70	Revise memorandum regarding Tickets Issue summary (1.3); revise memorandum regarding Tickets Issue data (1.4).	2,079.00
01/21/21	Mercado Violand, N.	2.30	Correspond with J. Miller re document review (.2); correspond with Lionbridge re translations of documents for presentation (.1); review documents for translation for same (.4); revise presentation materials (.6); correspond with J. Miller re same (.2); review revised summary of same (.1); correspond with paralegal team re updates to same (.1); correspond with paralegal team, Lionbridge, and J. Miller regarding updated translations for presentation materials (.2); correspond with Lionbridge regarding native files for same (.2); review documents sent to	2,024.00

Detail of Services				
--------------------	--	--	--	--

			Lionbridge for translation for presentation materials (.2).	
01/21/21	Miller, J.	1.20	Review and analysis of StoneTurn analysis related to regulatory responses (1.0); draft correspondence to J. Levensgood re same (.2).	1,164.00
01/21/21	Grammer, E.	0.30	Coordinate with AlixPartners to prepare export of specified native files to facilitate translation of materials for presentation (.1); prepare download of native files to facilitate translation of materials for presentation (.2).	136.50
01/22/21	Calvet, M.	0.90	Review, analyze, and annotate materials in preparation for presentation to regulator (.5); consult with J. Ference-Burke and M. McGovern re strategy and details of same (.4).	1,188.00
01/22/21	McGovern, M.	6.10	Revise memorandum to Audit Committee regarding status and interim findings of internal investigation into Tickets Issue (1.8); review documents and analyses re Tickets Issue (2.0); review feedback from StoneTurn on Tickets Analysis (.8); review summary materials in preparation for regulator presentation (1.5).	10,004.00
01/22/21	Ference-Burke, J.	2.70	Teleconference with A. Stephens (StoneTurn) re presentation materials (.1); correspond with StoneTurn team re same (.3); revise draft presentation materials (1.7); draft email to Audit Committee, et al. re presentation materials (.6).	3,213.00
01/22/21	Gilligan Palermo, M.	0.50	Review materials for regulator presentation (.3); communicate with J. Ference-Burke and J. Miller re preparation of regulator presentation materials (.2).	595.00
01/22/21	Levensgood, J.	2.80	Revise memorandum re document review findings (1.7); revise explanatory email re same. (.5); revise memorandum to Milbank summarizing Tickets Issue review status (.6).	2,156.00

Detail of Services				
--------------------	--	--	--	--

01/22/21	Mercado Violand, N.	2.30	Correspond with J. Tempesta regarding presentation materials (.2); review materials for presentation (.3); correspond with Lionbridge regarding translations for presentation (.1); review and annotate translated documents for presentation (.6); review materials for same (.3); correspond with J. Tempesta regarding same (.2); review documents for presentation (.2); correspond with paralegal team regarding preparing same (.1); correspond with associate team re binder (.1); email M. McGovern and M. Calvet re same (.2).	2,024.00
01/22/21	Miller, J.	4.80	Draft correspondence to StoneTurn team regarding follow-ups from Tickets Analysis (.8); revise Tickets Issue findings memorandum (3.1); review and analysis of StoneTurn Tickets Analysis findings (.9).	4,656.00
01/22/21	Brustman, C.	0.60	Prepare summary of findings from ongoing document review in connection with investigation of Tickets Issue.	273.00
01/23/21	McGovern, M.	5.10	Review various memoranda and documents in preparation for regulator presentation (3.8); attend to various emails with Ropes working group regarding status of StoneTurn Tickets Analysis and related materials (.8); review StoneTurn materials and related analyses (.5).	8,364.00
01/23/21	Colorado, S.	3.50	Conduct further document review in connection with investigation of Tickets Issue.	2,695.00
01/23/21	Ference-Burke, J.	2.60	Revise materials for regulator presentation.	3,094.00
01/23/21	Miller, J.	7.00	Draft talking points for regulatory presentation (2.0); revise draft StoneTurn presentation (.5); revise draft talking points for regulatory presentation (2.4); draft correspondence to StoneTurn team regarding revisions to	6,790.00

Detail of Services				
--------------------	--	--	--	--

			presentation materials (.4); draft regulatory presentation (1.7).	
01/24/21	Calvet, M.	0.50	Attend to correspondence with Ropes working group regarding talking points for meeting with regulator.	660.00
01/24/21	McGovern, M.	2.80	Review findings of email review, StoneTurn Tickets Analysis, and related materials.	4,592.00
01/24/21	Ference-Burke, J.	3.00	Revise draft regulator presentation materials.	3,570.00
01/24/21	Miller, J.	9.90	Draft regulatory presentation (2.4); revise talking points for regulatory presentation (5.1); conduct research related to regulatory talking points (2.4).	9,603.00
01/25/21	McGovern, M.	4.20	Review and revise draft talking points for regulator presentation (1.8); various teleconference and emails with team members regarding status and next steps in preparation for regulator presentation (.8); review draft power point for regulator presentation (.8); review StoneTurn Tickets Analysis results (.8).	6,888.00
01/25/21	Ference-Burke, J.	0.60	Revise presentation materials for regulator presentation.	714.00
01/25/21	Gilligan Palermo, M.	2.20	Review documents in connection with preparation of regulator presentation (1.0); revise talking points same (1.2).	2,618.00
01/25/21	Miller, J.	1.50	Review and analysis of revised regulatory presentation (.3); revise regulatory presentation (1.2).	1,455.00
01/26/21	Calvet, M.	1.40	Review, analyze, and annotate materials in preparation for readout to regulator (1.0); consult with J. Ference-Burke and M. McGovern re strategy and details of same (.4).	1,848.00
01/26/21	McGovern, M.	2.60	Review and revise draft talking points for regulator presentation (1.5); various teleconference and emails with team members regarding status of pending investigation and next steps (.8);	4,264.00

Detail of Services				
--------------------	--	--	--	--

			eEmails with Milbank (Avianca bankruptcy counsel) regarding status and next steps (.3).	
01/26/21	Ference-Burke, J.	3.00	Revise draft materials for presentation to regulator.	3,570.00
01/26/21	Mercado Violand, N.	3.20	Conduct targeted search in analytics review platform related to Tickets Issue (2.2); summarize results of same (1.0).	2,816.00
01/26/21	Miller, J.	12.00	Revise draft regulatory presentation (7.3); revise findings memorandum (1.7); confer with A. Stephens (StoneTurn) regarding tickets analysis (.8); revise findings presentation (.2); draft correspondence to E. Grammer regarding inquiry relating to regulatory presentation (.1); confer with J. Ference-Burke regarding regulatory presentation (.2); review and analysis of K. Vazquez research relating to findings summary (.3); review and analysis of documents related to Tickets Issue (1.2); confer with J. Ference-Burke regarding Tickets Issue (.2).	11,640.00
01/26/21	Vazquez, K.	3.70	Conduct further document review in connection with investigation of Tickets Issue.	2,849.00
01/27/21	Calvet, M.	2.50	Prepare for call with Stoneturn team and Ropes team re presentation preparation (.1); participate in preparation call with Stoneturn team and Ropes team re same (1.0); review talking points for same (1.0); attend to correspondence with Ropes team re same (.4).	3,300.00
01/27/21	McGovern, M.	4.10	Review StoneTurn work product and related materials in preparation for conference call to discuss presentation to regulator (.8); conference call with StoneTurn regarding talking points for regulator presentation and related issues (1.5); various teleconference and emails with team members regarding status	6,724.00

Detail of Services

			and next steps (1.0); emails with Milbank (Avianca bankruptcy counsel) regarding status and strategies (.5); teleconference with Milbank regarding disclosures to party in interest and related privilege issues (.3).	
01/27/21	Colorado, S.	2.70	Prepare summary of findings from ongoing document review related to investigation of Tickets Issue.	2,079.00
01/27/21	Ference-Burke, J.	5.90	Revise materials for regulator presentation (4.3); draft email to client team, et al. re same (.4); teleconference with StoneTurn team, et al. re: preparation for presentation (1.2).	7,021.00
01/27/21	Gilligan Palermo, M.	0.80	Call with StoneTurn, M. McGovern, J. Ference-Burke, and J. Miller re Tickets Analysis.	952.00
01/27/21	Miller, J.	6.80	Confer with Ropes and StoneTurn teams regarding Tickets Analysis (1.2); attend to follow-up from StoneTurn meeting re same (1.1); revise draft talking points for regulator presentation (4.5).	6,596.00
01/27/21	Sosa, N.	0.50	Research related to Tickets Issue (.3); draft summary of same (.2).	385.00
01/27/21	Vazquez, K.	2.70	Begin drafting memorandum related to investigation of Tickets Issue.	2,079.00
01/27/21	Brustman, C.	1.80	Prepare summary of findings from ongoing document review in connection with investigation of Tickets Issue.	819.00
01/28/21	McGovern, M.	1.80	Review various materials and work product in preparation for regulator presentation.	2,952.00
01/28/21	Colorado, S.	4.10	Discuss with J. Miller review of materials in preparation of presentation to regulator (.6); revise materials in preparation for same (3.5).	3,157.00
01/28/21	Ference-Burke, J.	0.40	Revise materials for presentation to regulator (.3); attention to correspondence with StoneTurn team re preparation for presentation (.1).	476.00

Detail of Services				
01/28/21	Miller, J.	6.80	Revise summary of data analysis for StoneTurn team (1.5); confer with S. Colorado regarding Tickets Issue findings memorandum (.8); revise memorandum from K. Vazquez relating to Tickets Issue findings (3.2); revise summary of research related to Tickets Issue (1.0); correspond with N. Sosa regarding research related to Tickets Issue (.1); draft summary memorandum re same for M. McGovern and M. Calvet (.2).	6,596.00
01/28/21	Sosa, N.	2.90	Draft summary of research related to Tickets Issue.	2,233.00
01/29/21	Calvet, M.	1.00	Review regulatory presentation materials (.4); provide feedback re same (.4); attend to correspondence with Ropes working group re same (.2).	1,320.00
01/29/21	McGovern, M.	4.70	Review and comment on various materials in preparation for regulator presentation (.8); review talking points and draft Slide Deck in preparation for regulator presentation (1.8); review StoneTurn workproduct and related materials (1.3); various teleconference and emails with team members regarding status and next steps (.8).	7,708.00
01/29/21	Ference-Burke, J.	1.00	Further prepare materials for presentation to regulators.	1,190.00
01/29/21	Miller, J.	5.40	Revise memorandum relating to Tickets Issue presentation (.5); revise talking points related to Tickets Analysis (1.3); draft correspondence to StoneTurn team regarding presentation (.2); revise summary of research related to Tickets Issue (.5); draft correspondence to M. Calvet regarding inquiry related to Tickets Issue findings (.2); confer with J. Ference-Burke regarding inquiry related to Tickets Issue findings (.2); revise regulatory presentation (2.5).	5,238.00

Detail of Services					
01/29/21	Sosa, N.	0.30	Revise research summary related to Tickets Issue.		231.00
01/30/21	McGovern, M.	3.30	Review investigation findings, legal research, and other materials in preparation for regulator presentation. (1.3); review and revise draft talking points for regulator presentation (1.0); review StoneTurn work product and related materials for presentation to regulator (1.0).		5,412.00
01/30/21	Ference-Burke, J.	3.20	Revise presentation for regulator meeting (1.2); revise talking points for same (2.0).		3,808.00
01/30/21	Miller, J.	0.20	Revise Tickets Issue memorandum.		194.00
	Tickets Issue	331.30			345,157.50

0002 - Retention

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Activity</u>	<u>Amount</u>
01/14/21	Calvet, M.	0.20	Attend to correspondence regarding bankruptcy related coordination with party in interest.		264.00
01/19/21	Somerstein, M.	0.30	Calls and emails regarding party in interest inquiry.		502.50
01/19/21	Egan, D.	0.10	Correspondence with M. Maciuch regarding budget and staffing plan.		119.50
01/20/21	Maciuch, M.	1.10	Draft February-April 2021 budget and staffing plan.		847.00
01/21/21	Tempesta, J.	0.60	Revise regulatory presentation materials for attorney review.		159.00
01/22/21	Tempesta, J.	2.80	Further prepare regulatory presentation materials for attorney review.		742.00
01/25/21	Egan, D.	0.50	Review and comment on budget and staffing plan (.4); correspondence with J. Ference-Burke and M. Maciuch regarding same (.1).		597.50
01/25/21	Ference-Burke, J.	0.30	Work on preparation of budget/staffing plan.		357.00
01/25/21	Maciuch, M.	0.60	Revise budget and staffing plan (.3); emails with Ropes working group re budget and staffing plan (.3).		462.00
01/29/21	Egan, D.	0.10	Correspondence with J. Ference-		119.50

Detail of Services					
--------------------	--	--	--	--	--

01/29/21	Ference-Burke, J.	0.10	Burke regarding budget.		119.00
			Further work on preparation of budget/staffing plan.		
	Retention	6.70			4,289.00

0003 - Fee Applications

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Activity</u>	<u>Amount</u>
01/06/21	Gilligan Palermo, M.	0.10	Revise December invoice for fee application.		119.00
01/16/21	Gilligan Palermo, M.	2.00	Revise December invoice for privilege in connection with fee statement.		2,380.00
01/19/21	Gilligan Palermo, M.	0.10	Communicate with D. Finerty re preparation of December invoice for fee statement.		119.00
01/19/21	Maciuch, M.	0.30	Draft sixth monthly fee statement.		231.00
01/21/21	Ference-Burke, J.	0.20	Review vendor invoices for fee applications.		238.00
01/21/21	Maciuch, M.	0.80	Review and revise sixth monthly fee statement (.3); emails with Ropes working group re same (.2); review Legalpeople invoices in connection with same (.3).		616.00
01/25/21	Egan, D.	1.50	Correspondence with M. Maciuch regarding fee application (.2); review and comment on December fee statement exhibits (1.1); correspondence with D. Finerty regarding same (.2)		1,792.50
01/25/21	Ference-Burke, J.	0.20	Review revised December fee application.		238.00
01/25/21	Gilligan Palermo, M.	0.40	Further revise November invoice for privilege in connection with preparation of fee application.		476.00
01/25/21	Maciuch, M.	0.30	Emails with Ropes working group re sixth monthly fee statement.		231.00
01/25/21	Alindogan, N.	0.60	Review December invoices re: expenses (.2); address expenses section (.2); calendar upcoming fee application dates/deadlines (.2).		273.00
01/26/21	Egan, D.	0.20	Correspondence with M. Maciuch regarding fee statement.		239.00
01/26/21	Ference-Burke, J.	0.20	Work on vendor invoicing issues for fee applications.		238.00

Detail of Services					
01/26/21	Gilligan Palermo, M.	0.10	Revise exhibits for December fee statement.		119.00
01/26/21	Maciuch, M.	1.90	Review exhibits to sixth monthly fee statement (.5); emails with team re same (.3); revise sixth monthly fee statement and exhibits (1.1).		1,463.00
01/27/21	Egan, D.	1.40	Review and comment on December fee statement (1.1); correspondence with M. Maciuch regarding same (.3).		1,673.00
01/27/21	Maciuch, M.	0.90	Confer with D. Egan and N. Alindogan re sixth monthly fee statement (.3); revise and circulate same (.6).		693.00
01/27/21	Alindogan, N.	0.20	Compile December fee statement for partner review.		91.00
01/28/21	Somerstein, M.	0.30	Review monthly fee statement.		502.50
01/28/21	Egan, D.	0.30	Correspondence with M. Maciuch regarding fee statement.		358.50
01/28/21	Maciuch, M.	1.30	Review Y. Zahoroda (Milbank, Avianca bankruptcy counsel) comments to sixth monthly fee statement (.2); revise exhibits of same (.5); confer with D. Egan re same (.2); finalize and coordinate filing of same (.4).		1,001.00
01/28/21	Alindogan, N.	0.30	Finalize and efile December monthly fee statement (.2); email serve re: same (.1).		136.50
01/29/21	Ference-Burke, J.	0.10	Attention to correspondence re: vendor invoicing.		119.00
01/29/21	Alindogan, N.	0.20	Address vendor invoices for fee statement.		91.00
Fee Applications		13.90			13,438.00

0007 - Airbus

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Activity</u>	<u>Amount</u>
01/05/21	Miller, J.	0.50	Revise summary of Airbus document collection.		485.00
01/08/21	Egan, D.	0.90	Research regarding government claims (.7); correspondence with J. Ference-Burke regarding same (.2)		1,075.50
01/11/21	Egan, D.	0.70	Call with J. Ference Burke and J. Miller regarding government claims (.3); correspondence with M. Maciuch regarding same (.4).		836.50

Detail of Services				
01/11/21	Maciuch, M.	0.30	Call with D. Egan, J. Ference-Burke, and J. Miller re government claims.	231.00
01/11/21	Miller, J.	0.90	Review and analysis of public reports relating to Avianca (.1); review and analysis of J. Ference-Burke revisions to production letter (.1); draft correspondence to J. Levengood regarding regulatory responses (.3); prepare for call with J. Ference-Burke, D. Egan, and M. Maciuch regarding bankruptcy research (.1); participate in call with J. Ference-Burke, D. Egan, and M. Maciuch regarding bankruptcy research (.3).	873.00
01/13/21	Calvet, M.	0.30	Attend to correspondence with Ropes working group re party in interest.	396.00
01/13/21	McGovern, M.	0.80	Attend to correspondence from client and production of information responsive to pending regulator and related requests pertinent to Airbus Issue.	1,312.00
01/13/21	Egan, D.	0.30	Correspondence with E. Sherman regarding government claims.	358.50
01/13/21	Ference-Burke, J.	0.10	Attention to correspondence with Milbank (Avianca bankruptcy counsel) re teleconference relating to investigation.	119.00
01/13/21	Levengood, J.	1.40	Review documents related to Airbus Issue.	1,078.00
01/13/21	Sherman, E.	0.30	Call/correspondence w/ Dan Egan regarding government claims research.	198.00
01/14/21	Ference-Burke, J.	0.80	Videoconference with StoneTurn team re regulator response (.5); correspond with M. Calvet et al. re strategy for investigation (.3).	952.00
01/15/21	Somerstein, M.	0.20	Emails with Ropes working group regarding party in interest update request.	335.00
01/15/21	Ference-Burke, J.	0.10	Work on strategy issues for investigation.	119.00
01/17/21	Sherman, E.	1.50	Research regarding government claims (1.2); summarize findings of same (.3).	990.00

Detail of Services				
01/18/21	Sherman, E.	4.00	Research regarding government claims (3.3); draft summary email of findings to D. Egan (.7).	2,640.00
01/19/21	Calvet, M.	0.70	Participate in party in interest call with J. Ference Burke, et al. regarding status update.	924.00
01/19/21	Egan, D.	0.50	Correspondence with E. Sherman regarding government claims (.1); review research re same (.4).	597.50
01/19/21	Ference-Burke, J.	0.40	Work on follow-up to communications with Milbank (Avianca bankruptcy counsel) (.1); teleconference with M. Somerstein and M. McGovern re local counsel information request (.3).	476.00
01/19/21	Sherman, E.	0.70	Finalize analysis of government claims issues (.5); emails with D. Egan regarding same (.2).	462.00
01/19/21	Melanson, C.	0.50	Communication with AlixPartners re document promotion for review (.2); further communications with AlixPartners re same (.1); communication with N. Mercado Violand re documents for review (.2).	227.50
01/20/21	Calvet, M.	0.40	Attend to correspondence regarding call with party in interest.	528.00
01/20/21	Ference-Burke, J.	0.20	Work on communications with Milbank (Avianca bankruptcy counsel) re inquiries.	238.00
01/21/21	Colorado, S.	6.60	Review documents and research in connection with investigation of Airbus Issue (4.2); prepare a summary of findings (2.4).	5,082.00
01/21/21	Ference-Burke, J.	0.20	Correspond with A. Fee (Milbank, Avianca bankruptcy counsel) and Ropes working group re information request from Milbank.	238.00
01/21/21	Mercado Violand, N.	4.30	Conduct document review and research relating to Airbus Issue.	3,784.00
01/21/21	Vazquez, K.	4.00	Conduct further document review in connection with Airbus Issue (2.5); prepare summary of findings from ongoing review related to initial analysis (1.5).	3,080.00

Detail of Services					
01/22/21	Ference-Burke, J.	0.30	Attention to correspondence re information request from Milbank (Avianca bankruptcy counsel) (.1); review analysis re follow-up request from regulator (.2).		357.00
01/24/21	Ference-Burke, J.	0.90	Draft follow-up correspondence to regulator.		1,071.00
01/26/21	Ference-Burke, J.	0.20	Attention to correspondence re information request Milbank (Avianca bankruptcy counsel) counsel.		238.00
01/27/21	Egan, D.	1.30	Review research related to government claims (1.2); correspondence with E. Sherman regarding same (.1).		1,553.50
01/27/21	Ference-Burke, J.	0.50	Teleconference with Milbank (Avianca bankruptcy counsel), et al. re information request from counsel (.3); attention to follow-on correspondence among Milbank, et al. re: information request (.2).		595.00
01/27/21	Sherman, E.	0.30	Follow up research regarding government claims issue.		198.00
01/27/21	Melanson, C.	0.40	Communication with AlixPartners re document collection (.2); communication with J. Miller re document collection (.2).		182.00
01/29/21	Ference-Burke, J.	0.10	Correspond with E. Dexter et al. re draft protective/non-waiver order.		119.00
Airbus		35.60			31,949.00

0008 - General Invest/Other

<u>Date</u>	<u>Timekeeper</u>	<u>Hours</u>	<u>Description</u>	<u>Activity</u>	<u>Amount</u>
01/04/21	McGovern, M.	1.80	Attend to various developments in pending investigation and preparations for regulator presentation.		2,952.00
01/04/21	Ference-Burke, J.	0.10	Attention to correspondence with client re regulator communications.		119.00
01/04/21	Gilligan Palermo, M.	0.10	Revise weekly update to Audit Committee.		119.00
01/05/21	McGovern, M.	1.60	Review and comment on draft letter to regulator (.3); continue		2,624.00

Detail of Services				
--------------------	--	--	--	--

			review of documents and memoranda in preparation for presentation to regulator (1.3).	
01/05/21	Ference-Burke, J.	1.50	Revise regulator response letter (.8); correspond with client and Milbank (Avianca bankruptcy counsel) re regulator response (.5); correspond with regulator counsel (.2).	1,785.00
01/05/21	Levengood, J.	0.40	Finalize letter to regulator.	308.00
01/06/21	McGovern, M.	2.30	Attend to various issues in pending investigation (1.8); teleconference with client regarding status and next steps (.5).	3,772.00
01/06/21	Ference-Burke, J.	2.20	Teleconference with M. McGovern re case status and strategy (.2); teleconference with R. Galindo (Avianca), et al. re document collection matters (.5); work on collection and regulator production issues (1.5).	2,618.00
01/06/21	Mercado Violand, N.	1.00	Participate in meeting with R. Galindo (Avianca) regarding regulator response (.5); revise meeting notes re same (.5).	880.00
01/06/21	Miller, J.	1.70	Draft correspondence to Ropes team regarding regulatory response (.2); revise regulatory response (1.5).	1,649.00
01/07/21	McGovern, M.	1.30	Attend to various developments in pending investigation.	2,132.00
01/07/21	Colorado, S.	0.70	Begin draft of weekly update to Audit Committee.	539.00
01/07/21	Ference-Burke, J.	0.30	Correspond with regulator re information request (.1); correspond with A. Fee (Milbank, Avianca bankruptcy counsel) and Milbank team re case strategy issues (.2).	357.00
01/07/21	Levengood, J.	1.60	Draft letter to regulator re production.	1,232.00
01/07/21	Miller, J.	0.20	Draft correspondence to S. Colorado regarding matter summary.	194.00
01/08/21	McGovern, M.	1.80	Attend to various developments in pending internal investigation (1.3); conference call with client and Milbank (Avianca	2,952.00

Detail of Services				
--------------------	--	--	--	--

			bankruptcy counsel) re status and next steps (.5).	
01/08/21	Colorado, S.	0.30	Continue draft of weekly update to Audit Committee.	231.00
01/08/21	Ference-Burke, J.	1.10	Teleconference with regulator re investigation status (.2); prepare summary of same (.3); work on strategy and next steps for investigation (.3); teleconference with R. Galindo (Avianca), Milbank (Avianca bankruptcy counsel), et al. re investigation strategy (.3).	1,309.00
01/08/21	Levengood, J.	1.70	Attend call with Milbank (Avianca bankruptcy counsel) and R. Galindo (Avianca) regarding open issue (.3); draft summary of the same (.2); draft letter to regulator (1.2).	1,309.00
01/08/21	Miller, J.	0.10	Draft correspondence to S. Colorado regarding matter summary.	97.00
01/09/21	Miller, J.	2.40	Revise regulatory production letter (2.1); review and analysis of regulatory production documents (.3).	2,328.00
01/10/21	Ference-Burke, J.	0.40	Revise draft production letter to regulator.	476.00
01/11/21	McGovern, M.	1.00	Attend to various developments in pending investigations.	1,640.00
01/11/21	Colorado, S.	0.30	Complete draft of weekly update to Audit Committee.	231.00
01/11/21	Ference-Burke, J.	0.90	Teleconference with D. Egan, et al. re investigation strategy issues (.2); revise draft weekly update to Audit Committee (.5); work on strategy for regulator presentation and communications (.2).	1,071.00
01/11/21	Gilligan Palermo, M.	0.20	Revise weekly update to Audit Committee.	238.00
01/11/21	Levengood, J.	0.90	Revise production letter to regulator.	693.00
01/12/21	McGovern, M.	0.30	Various emails with Ropes team members regarding status and next steps.	492.00
01/12/21	Ference-Burke, J.	0.20	Correspond with regulator re presentation.	238.00

Detail of Services				
01/12/21	Levengood, J.	0.30	Prepare production letter for J. Ference-Burke review.	231.00
01/12/21	Mercado Violand, N.	0.10	Correspond with J. Miller regarding document production.	88.00
01/12/21	Miller, J.	0.90	Prepare documents for regulatory production (.3); draft correspondence to review team regarding regulatory production documents (.1); correspond with E. Grammer regarding regulatory production (.1); revise draft production letter (.4).	873.00
01/12/21	Vazquez, K.	1.30	Review documents in preparation for regulatory production.	1,001.00
01/13/21	Ference-Burke, J.	0.90	Analyze materials and communications from R. Galindo (Avianca) re upcoming regulator production.	1,071.00
01/13/21	Gilligan Palermo, M.	1.40	Call with M. McGovern, M. Calvet, J. Ference-Burke, J. Miller, and J. Levengood re preparation of presentation materials (1.2); call with J. Ference-Burke, J. Miller, and J. Levengood re presentation next steps (.2).	1,666.00
01/13/21	Levengood, J.	3.00	Participate in call to discuss presentation to regulator. (1.2); analyze information received from StoneTurn; (.6); update production letter with information received from StoneTurn. (1.2).	2,310.00
01/13/21	Miller, J.	6.20	Review and analysis of information for regulatory response (.4); coordinate with StoneTurn regarding regulatory response (.3); correspond with J. Levengood regarding production letter (.2); prepare documents for production (1.2); prepare for conference with M. McGovern, M. Calvet, and Ropes team to discuss regulatory presentation materials (.5); participate in call with M. McGovern, M. Calvet and Ropes team to discuss same (1.2); participate in call with J. Ference-Burke, M. Gilligan Palermo, and J. Levengood to	6,014.00

Detail of Services				
--------------------	--	--	--	--

			discuss next steps re same (.3); attend to follow-up from team call re same (1.8); draft correspondence to C. Brustman regarding presentation materials (.1); draft guidance to J. Levengood regarding outline for regulatory presentation (.2).	
01/14/21	McGovern, M.	0.80	Review and revise draft status report to Audit Committee and related materials (.5); review and revise draft production letter to regulator (.3).	1,312.00
01/14/21	Ference-Burke, J.	2.00	Revise letter to regulator (.9); revise draft case status report/update for Audit Committee (.9); analyze regulator response and strategy issues (.2).	2,380.00
01/14/21	Miller, J.	2.10	Confer with J. Ference-Burke, M. Gilligan Palermo, A. Stephens (StoneTurn) and J. Dennis (StoneTurn) regarding regulatory response (.4); review and analysis of information related to regulatory inquiry (.2); revise regulatory response (1.4); draft correspondence to E. Grammer regarding regulatory production (.1).	2,037.00
01/15/21	McGovern, M.	0.30	Various emails with Ropes working group regarding investigation status and next steps.	492.00
01/15/21	Ference-Burke, J.	1.40	Revise and finalize regulator production materials.	1,666.00
01/15/21	Gilligan Palermo, M.	0.30	Review client correspondence re regulator productions (.1); review letter to regulator (.2).	357.00
01/15/21	Levengood, J.	0.40	Review production set to finalize for production to regulator.	308.00
01/16/21	Miller, J.	0.10	Correspond with C. Brustman regarding regulatory correspondence.	97.00
01/17/21	Miller, J.	2.10	Draft findings summary for Milbank (Avianca bankruptcy counsel).	2,037.00
01/19/21	McGovern, M.	2.00	Attend to various issues in pending investigation (.6); review various results of same (.9);	3,280.00

Detail of Services				
--------------------	--	--	--	--

			confer with Ropes team members regarding status and next steps (.5).	
01/19/21	Colorado, S.	2.90	Revise summary of Avianca developments in connection with preparation of regulator presentation.	2,233.00
01/19/21	Ference-Burke, J.	0.10	Attention to follow-up tasks and correspondence from regulator production.	119.00
01/20/21	Ference-Burke, J.	0.40	Review StoneTurn summary re: analysis for follow-up regulator request (.3); attention to follow-up from recent regulator productions (.1).	476.00
01/20/21	Gilligan Palermo, M.	0.10	Review summary materials for regulator meeting.	119.00
01/20/21	Miller, J.	0.90	Review and analysis of information from StoneTurn team relating to regulatory response (.3); draft correspondence to J. Ference-Burke and M. Gilligan Palermo regarding StoneTurn analysis (.1); draft guidance to review team regarding StoneTurn analysis related to regulatory response (.5).	873.00
01/21/21	McGovern, M.	0.80	Various teleconference and emails with Ropes team members regarding status and next steps.	1,312.00
01/21/21	Miller, J.	0.40	Revise summary of analysis for regulatory response.	388.00
01/22/21	McGovern, M.	0.80	Various teleconference and emails with Ropes team members regarding status and next steps.	1,312.00
01/22/21	Miller, J.	3.60	Revise analysis related to regulatory request (.8); draft correspondence to J. Ference-Burke regarding regulatory response (.1); draft regulatory presentation talking points (2.7).	3,492.00
01/24/21	McGovern, M.	2.60	Review and revise draft talking points for regulator readout (1.8); various emails with Ropes team members regarding status and next steps (.8).	4,264.00
01/27/21	Somerstein, M.	0.50	Discussions with Ropes working group regarding upcoming	837.50

Detail of Services

			briefing with creditors' committee.	
01/28/21	McGovern, M.	0.50	Various teleconference and emails with team members regarding status and next steps.	820.00
01/30/21	McGovern, M.	0.50	Various emails with Ropes team members regarding status and next steps.	820.00
01/31/21	Miller, J.	1.60	Prepare for regulatory presentation.	1,552.00
	General Invest/Other	69.70		80,422.50
Total Hours		457.20	Total Amount \$	475,256.00

Timekeeper Fee Summary

<u>Timekeeper</u>	<u>Title</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Calvet, Maria	PARTNER	14.80	1,320.00	19,536.00
McGovern, Michael G.	PARTNER	72.10	1,640.00	118,244.00
Somerstein, Mark R.	PARTNER	1.30	1,675.00	2,177.50
Egan, Daniel	COUNSEL	7.80	1,195.00	9,321.00
Colorado, Stephanie	ASSOCIATE	34.80	770.00	26,796.00
Ference-Burke, Jonathan	ASSOCIATE	52.60	1,190.00	62,594.00
Gilligan Palermo, Meghan	ASSOCIATE	11.00	1,190.00	13,090.00
Levorgood, Jennifer	ASSOCIATE	23.10	770.00	17,787.00
Maciuch, Mark	ASSOCIATE	7.50	770.00	5,775.00
Mercado Violand, Natalia	ASSOCIATE	31.60	880.00	27,808.00
Miller, Juliette	ASSOCIATE	132.60	970.00	128,622.00
Sherman, Eric	ASSOCIATE	6.80	660.00	4,488.00
Sosa, Nathalia	ASSOCIATE	21.80	770.00	16,786.00
Vazquez, Krystal	ASSOCIATE	16.50	770.00	12,705.00
Alindogan, Nova	PARALEGAL	1.30	455.00	591.50
Brustman, Charles D.	PARALEGAL	14.00	455.00	6,370.00
Tempesta, Julia	PARALEGAL	4.70	265.00	1,245.50
Grammer, Elizabeth D.	LIT SUPP ANALST	2.00	455.00	910.00
Melanson, Chad	LIT SUPP ANALST	0.90	455.00	409.50
Total Hours		457.20	Total Amount \$	475,256.00

Task Summary

<u>Task and Description</u>	<u>Hours</u>	<u>Amount</u>
0001 Tickets Issue	331.30	345,157.50
0002 Retention	6.70	4,289.00
0003 Fee Applications	13.90	13,438.00
0007 Airbus	35.60	31,949.00
0008 General Invest/Other	69.70	80,422.50

Third Party Services

Computer Assisted Research

Computer Assisted Research	511.00
----------------------------	--------

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/26/21	Courier Service - Paid to: WASHINGTON EXPRESS LLC - Invoice Date: 01/15/21 - Debit Note No. 193071 - Charles D. (Charlie) Brustman; Courier service for the DC office.	83.86
01/27/21	Courier Service - Paid to: LUCKY 2 LOGISTICS, LLC D/B/A SDS GLOBAL LOGISTICS - Invoice Date: 01/10/21 - Debit Note No. 448999 - Charles D. (Charlie) Brustman; Messenger Service for the Month of January - 10-2021	254.05
	Courier Service	337.91

<u>Date</u>	<u>Description</u>	<u>Amount</u>
01/14/21	Translation Services - Paid to: LIONBRIDGE TECHNOLOGIES INC. - Invoice Date: 01/13/21 - Debit Note No. GLOI21001007 - Juliette K.Miller; Translation Services	4,105.90
	Translation Services	4,105.90

Total Disbursements \$ 56,405.74

Total Due \$ **484,136.14**

EXHIBIT D

Itemization of Expenses

<u>Ropes & Gray Expenses</u>		
<u>Date</u>	<u>Description</u>	<u>Amount</u>
1/17/21	Computer Assisted Research – E. Sherman	\$146.00
1/18/21	Computer Assisted Research – E. Sherman	\$365.00
1/26/21	Courier Service – C. Brustman	\$83.86
1/27/21	Courier Service – C. Brustman	\$254.05
<u>Third Party Vendors</u>		
<u>Date</u>	<u>Description</u>	<u>Amount</u>
8/1/20	Refinitiv, Invoice #97935580 – Screening Resolution Services	\$9,615.63
1/13/21	Lionbridge Technologies Inc. – Translation Services	\$4,105.90
1/31/21	AlixPartners, LLP, Invoice #2132138	\$20,556.06
1/31/21	AlixPartners, LLP, Invoice #2131568	\$21,279.24

Total Disbursements \$ 56,405.74