

Objection Deadline: March 15, 2021 at 12:00 p.m. (Prevailing Eastern Time)

**ARRIETA MANTILLA & ASOCIADOS**

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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

AVIANCA HOLDINGS S.A., *et al.*,<sup>1</sup>

Case No. 20-11133 (MG)

Debtors.

(Jointly Administered)

**FOURTH MONTHLY FEE STATEMENT OF ARRIETA MANTILLA &  
ASOCIADOS AS COLOMBIAN COUNSEL TO THE OFFICIAL COMMITTEE  
OF UNSECURED CREDITORS FOR COMPENSATION AND REIMBURSEMENT  
OF EXPENSES INCURRED FOR THE PERIOD JANUARY 1, 2021  
THROUGH JANUARY 31, 2021**

<sup>1</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 Union, S.A. de C.V. (N/A); Aeroinversiones de Honduras, S.A. (N/A); Aerovias 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); Isle& de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaraguense de Aviacion, Sociedad Anonima (Nica, S.A.) (N/A); Regional Express Americas 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 Mexico, 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 Bogota, Colombia.



<b>Name of Applicant:</b>	<b>Arrieta Mantilla &amp; Asociados</b>
Authorized to Provide Professional Services to:	The Official Committee of Unsecured Creditors (the “ <u>Committee</u> ”)
Date of Retention:	November 4, 2020 <i>nunc pro tunc</i> to October 1, 2020
Period for which Compensation and Reimbursement is Sought:	January 1, 2021 through January 31, 2021 (the “ <u>Fee Period</u> ”)
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$8,456.14 (80% = \$6,764.91)
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$0
Total Compensation and Expenses for which Interim Allowance is Sought:	\$8,456.14
Total Compensation and Expenses to be Paid Under Interim Compensation Order:	\$6,764.91

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 the Southern District of New York Bankruptcy Cases (the “Local Guidelines”), the *Order Authorizing the Retention and Employment of Arrieta Mantilla & Asociados as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to October 1, 2020* dated November 4, 2020 [Docket No. 1147], and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals*, dated June 9, 2020 [Docket No. 256] (the “Interim Compensation Order”), the law firm of Arrieta Mantilla & Asociados (the “Firm”), local Colombian counsel to the Official Committee of Unsecured Creditors (the “Committee”), hereby submits this fourth monthly fee statement (the “Monthly Fee Statement”).<sup>3</sup> By this Monthly Fee Statement, the Firm seeks compensation in the amount of \$8,456.14 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 \$1,691.23, for a total fee request of \$6,764.91.

**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 the Firm’s attorneys and paraprofessionals during the Fee Period with respect to each of the subject matter categories established by the Firm in accordance with its internal billing procedures.
  - **Exhibit B** is a schedule providing certain information regarding the Firm’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 20.3 hours in connection with these chapter 11 cases during the Fee Period.

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<sup>3</sup> The period from January 1, 2021 through and including January 31, 2021 is referred to herein as the “Fee Period.”  
ny-2056420 v3

- **Exhibit C** consists of the Firm'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 the Firm'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, the Firm 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 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); (ii) counsel for the Debtors, Milbank LLP, 55 Hudson Yards, New York, New York 10001 (Attn: Evan R. Fleck, Esq., Greg Bray, Esq., and Parker Milender, Esq.; Email: EFleck@milbank.com; GBray@milbank.com; PMilender@milbank.com); (iii) 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 (iv) 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 by the objection deadline and served upon Arrieta Mantilla & Asociados, Attention: Carlos Gustavo Arrieta, Carrera 7 No 72-21, Tower B, Office 1601, Bogotá, Colombia (cgarrieta@amya.com.co) no later

than March 15, 2021 at 12:00 p.m. (Prevailing Eastern Time) (the “Objection Deadline”). Objections to this Monthly Fee Statement, if any, must set forth the nature of the objection and the specific amount 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, the Firm respectfully requests that allowance be made for compensation in the amount of \$8,456.14 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 \$1,691.23, for a total fee request of \$6,764.91, and further requests such other and further relief as this Court deems necessary and just.

Dated: New York, New York  
February 26, 2021

**ARRIETA MANTILLA & ASOCIADOS**

/s/ Carlos Gustavo Arrieta

Carlos Gustavo Arrieta  
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Facsimile: (57 1) 217 6096  
cgarrieta@amya.com.co

*Counsel to the Official Committee of  
Unsecured Creditors*

**Exhibit A**

**Statement of Fees by Subject Matter**

<b>Matter Description</b>	<b>Total Hours Billed</b>	<b>Total Fees Requested</b>
Analysis and preparation of documents on financing or litigation	15.0	\$4,650.00
Meetings and communications with CUC lawyers	1.5	\$480.00
Meetings and communications with CUC	3.8	\$1,976.00
<b>Total Incurred</b>	<b>20.3</b>	<b>\$7,106.00</b>
<b>VAT (19%)</b>	<b>n/a</b>	<b>\$1,350.14</b>
<b>Total Fees Requested</b>		<b>\$8,456.14</b>

**Exhibit B**



**Attorney and Paraprofessional Information**

<b>Name</b>	<b>Position with the Applicant</b>	<b>Hourly Billing Rate</b>	<b>Total Hours Billed</b>	<b>Total Compensation</b>
Arrieta, Carlos Gustavo	Senior Partner	\$520	8.8	\$4,576.00
Cardona, Santiago	Associate	\$220	2.5	\$550.00
Hernandez Gonzalez, Maria Jose	Associate	\$220	8.0	\$1,760.00
Velez De La Espriella, Maria Paula	Associate	\$220	1.0	\$220.00
Totals:	n/a	n/a	20.3	\$7,106.00
Blended Rate:	\$350.00			

**Exhibit C**



**Arrieta Mantilla & Asociados S.A.S.**

Nit: 830.040.209-4

Régimen Común

Actividad Económica 6910-6.9X1000

Dirección: Carrera 7 No. 71 -21, Torre B, Oficina 1601A

Bogotá D.C., Colombia

Tel: (57 1) 7450634

Resolución de Facturación Electrónica No.  
[REDACTED] 0047 de la DIAN de 2020-08-18 a  
2021-08-18. [REDACTED] [REDACTED] [REDACTED]  
[REDACTED] [REDACTED] [REDACTED] [REDACTED]. Vigencia 12  
meses.

**Cliente:** OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF  
AVIANCA HOLDINGS S.A.

**Nit:** 999.999.999

**Factura Electrónica de Venta No.:** AMYA  
2477

**Dirección:** 250 West 55th Street

New York, NY, USA

**Tel:** (212) 468-8000

Fecha de Emisión: 2021-02-25

Hora de generación: 11:47:54

Fecha de Vencimiento: 2021-03-27

CONCEPTO	VALOR
FEES FOR LEGAL CONSULTANCY SERVICES ACCORDING TO THE ATTACHED DESCRIPTION.	
Analysis and preparation of documents on financing or litigation	4,650.00
Meetings and communications with CUC	1,976.00
Meetings and communications with CUC lawyers	480
Subtotal	7,106.00
VAT(19%)	1,350.14
<b>TOTAL</b>	<b>8,456.14</b>

<b>CURRENCY:</b>	USD
<b>TOTAL AMOUNT:</b>	Eight thousand four hundred and fifty-six and fourteen cents VAT included
<b>METHOD OF PAYMENT:</b>	Credit



Please deposit in checking account number  
[REDACTED] 5251 at Bancolombia—Checking Account  
Banco Occidente No. [REDACTED] 148-4 or Check paid to  
the order of ARRIETA MANTILLA & ASOCIADOS  
SAS.

This invoice is assimilated in all its legal  
effects to the Bill of Exchange according  
to Article 621 of the Commercial Code.  
Failure to pay will cause interest to  
accrue at the maximum legal rate in  
force. We are not Large Taxpayers.

Document validated by DIAN.

**Código Único de Factura Electrónica-CUFE:**

Report

# OFFICIAL COMMITTEE OF UNSECURED CREDITORS OF AVIANCA HOLDINGS S.A.

2021-01-05

Start Date

2021-01-31

End Date

Hourly Billing

Subject: Analysis and preparation of documents on financing or litigation

Date	Lawyer	Activity	Time
2021-01-05	Maria José Hernández González	Draft memorandum regarding foreign pilots, use of foreign aircraft, and conflict of interest.	6.0
2021-01-24	Carlos Gustavo Arrieta	Review slots regulation analysis.	1.5
2021-01-25	Maria José Hernández González	Draft answer to J. Delgado (MoFo) comments regarding the Order of Payments in Bankruptcy and Similar Situations in Colombia.	2.0
2021-01-25	Carlos Gustavo Arrieta	Review of slot regulation analysis and analysis of leasing aircraft with foreign pilots.	2.0
2021-01-27	Santiago Cardona	Research and draft conclusions regarding slot measures.	2.5
2021-01-27	Carlos Gustavo Arrieta	Review draft memorandum regarding pilots, foreign aircraft, and conflict of interest	1.0
<b>Total Analysis and preparation of documents on financing or litigation</b>			<b>By Hours 15.0</b>

Subject: Meetings and communications with CUC

Date	Lawyer	Activity	Time
2021-01-13	Carlos Gustavo Arrieta	Meeting with R. Smithline, R. Rodriguez from MoFo	0.5
2021-01-14	Carlos Gustavo Arrieta	Meeting with the Creditors Committee.	2.0
2021-01-27	Carlos Gustavo Arrieta	Meeting with R. Smithline, Roberto Rodriguez and Juan Delgado from MoFo.	0.5
2021-01-28	Carlos Gustavo Arrieta	Meeting with the Creditors Committee.	0.8
<b>Total Meetings and communications with CUC</b>			<b>By Hours 3.8</b>

Subject: Meetings and communications with CUC lawyers

Date	Lawyer	Activity	Time
2021-01-25	María Paula Vélez De La Espriella	Revise memorandum regarding hiring foreign pilots on the basis of comments by MoFo	1.0
2021-01-27	Carlos Gustavo Arrieta	Weekly meeting with R. Smithline and R. Rodriguez from MoFo	0.5
<b>Total Meetings and communications with CUC lawyers</b>			<b>By Hours 1.5</b>

## Summary

Subject	Billing	Time	Currency	Total
Analysis and preparation of documents on financing or litigation	Hours	15.0	USD	4,650.00
Meetings and communications with CUC	Hours	3.8	USD	1,976.00
Meetings and communications with CUC lawyers	Hours	1.5	USD	480.00
<b>Total:</b>		<b>20.3</b>		<b>7,106.00</b>

The amounts expressed in this report do not include VAT