

**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:

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

Debtors.

Chapter 11

Case No. 20-11133 (MG)

(Jointly Administered)

**COVERSHEET FOR FIRST INTERIM APPLICATION OF ARRIETA MANTILLA &  
ASOCIADOS AS COLOMBIAN COUNSEL TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS FOR COMPENSATION INCURRED FOR THE PERIOD  
OCTOBER 1, 2020 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.



Name of Applicant:	Arrieta Mantilla & Asociados
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	November 4, 2020 <i>nunc pro tunc</i> to October 1, 2020
Period for which Compensation and Reimbursement is sought:	October 1, 2020 through January 31, 2021
Amount of Compensation Sought as Actual, Reasonable and Necessary:	\$38,757.98
Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary:	\$0

This is a(n): \_\_\_ monthly X interim \_\_\_ final application.

**Summary of Monthly Applications for Application Period:**

<b>Date Submitted and ECF No.</b>	<b>Application Period</b>	<b>Requested Fees (100%)</b>	<b>Requested Expenses (100%)</b>	<b>Fees Allowed (80%)</b>	<b>Expenses Allowed (100%)</b>	<b>Fee Holdback (20%)</b>
11/30/2020 ECF No. 1205	10/1/2020 – 10/31/2020	\$7,301.84	-	\$5,841.47	-	\$1,460.37
12/14/2020 ECF No. 1263	11/1/2020 – 11/30/2020	\$11,200.00	-	\$8,960.00	-	\$2,240.00
1/29/2021 ECF No. 1362	12/1/2020 – 12/31/2020	\$11,800.04	-	\$9,440.03	-	\$2,360.00
2/26/2021 ECF No. 1430	1/1/2021 – 1/31/2021	\$8,456.14	-	\$6,764.91	-	\$1,691.23
<b>TOTALS</b>		<b>\$38,757.98</b>	<b>-</b>	<b>\$28,006.41</b>	<b>-</b>	<b>\$7,751.60</b>

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Chapter 11

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ASOCIADOS AS COLOMBIAN COUNSEL TO THE OFFICIAL COMMITTEE OF  
UNSECURED CREDITORS FOR COMPENSATION AND REIMBURSEMENT OF  
EXPENSES INCURRED FOR THE PERIOD OCTOBER 1, 2020  
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.

Arrieta Mantilla & Asociados (“**Arrieta Mantilla & Asociados**” or the “**Applicant**”), Colombian counsel to the Official Committee of Unsecured Creditors (the “**Committee**”) of Avianca Holdings S.A. and its debtor affiliates, as debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), hereby submits its First Interim application for compensation and reimbursement of expenses (the “**Application**”) for the period from October 1, 2020 through January 31, 2021 (the “**Application Period**”). In support of the Application, Arrieta Mantilla & Asociados respectfully represents as follows:

**JURISDICTION, VENUE AND STATUTORY PREDICATES**

1. The United States Bankruptcy Court for the Southern District of New York (the “**Court**”) has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2). Venue before this Court is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

2. The statutory bases for the relief requested herein are sections 330, 331, and 1103 of title 11 of the United States Code (the “**Bankruptcy Code**”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Rule 2016-1 of the Local Bankruptcy Rules for the Southern District of New York (the “**Local Rules**”). This Application has been prepared in accordance with General Order M-447, the *Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases pursuant to Local Rule 2016-1(a) (as updated June 17, 2013)* (the “**Local Guidelines**”), and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013* (the “**U.S. Trustee Guidelines**” and, together with the Local Guidelines, the “**Guidelines**”). Attached hereto as **Exhibit A** is a certification regarding compliance with the Local Guidelines.

## **BACKGROUND**

### **A. The Chapter 11 Cases**

3. On May 10, 2020 (the “**Petition Date**”), each of the Debtors filed a voluntary petition for relief under chapter 11 of the Bankruptcy Code in this Court. The Debtors are operating their businesses and managing their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been appointed in these chapter 11 cases. The Debtors’ chapter 11 cases have been consolidated for procedural purposes only and are being jointly administered.

4. The factual background regarding the Debtors, including their business operations, their capital and debt structure, and the events leading to the filing of the chapter 11 cases is set forth in the *Declaration of Adrian Neuhauser in Support of Chapter 11 Petitions and First Day Pleadings* [ECF No. 20].

5. On May 22, 2020, the Office of the United States Trustee for the Southern District of New York (the “**U.S. Trustee**”) appointed the Committee pursuant to section 1102 of the Bankruptcy Code [ECF No. 154].<sup>2</sup>

### **B. The Retention of Arrieta Mantilla & Asociados**

6. The Committee conducted its initial meeting and selected Arrieta Mantilla & Asociados as its Colombian counsel.

7. On October 16, 2020, the Committee filed the *Notice of Presentment of Application for Entry of an Order Authorizing the Retention and Employment of Arrieta Mantilla & Asociados as Colombian Counsel to the Official Committee of Unsecured Creditors*

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<sup>2</sup> The members of the Committee are as follows: (a) Caja de Auxilios y Prestaciones de la Asociacion Colombiana de Aviadores Civiles Acdac (“CAXDAC”); (b) The Boeing Company; (c) Puma Energy; (d) SMBC Aviation Capital, Ltd.; (e) KGAL Investment Management GmbH & Co KG; (f) Delaware Trust Company; and (g) Columbian Pilots Union (“ACDAC”).

Nunc Pro Tunc to October 1, 2020 [ECF No. 1100] (the “**Arrieta Mantilla & Asociados Retention Application**”). On November 4, 2020, the Court entered the *Order Authorizing the Retention and Employment of Arrieta Mantilla & Asociados as Colombian Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to October 1, 2020* [ECF No. 1147].

**C. The Interim Compensation Order**

8. On June 9, 2020, the Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 256] (the “**Interim Compensation Order**”). Pursuant to the Interim Compensation Order, Applicant is authorized to file and serve its monthly invoices on the Application Recipients (as defined in the Interim Compensation Order). If no objections are raised prior to the expiration of the applicable Objection Deadline, the Debtors are authorized to pay 80% of the fees and 100% of the expenses identified in the monthly fee statements.

**SUMMARY OF PROFESSIONAL COMPENSATION  
AND REIMBURSEMENT OF EXPENSES REQUESTED**

9. By this Application, Applicant seeks entry of an order (a) approving interim compensation in the amount of \$38,757.98, (b) directing payment of \$7,751.60 in fees held back in connection with the Monthly Invoices (as defined herein), and (c) granting such other and further relief as may be just and proper.

10. As expressed in the following chart, the amount sought in this Application is the summation of the compensation and expenses sought in Applicant’s monthly fee statements for the Application Period (the “**Monthly Invoices**”):

Monthly Application, Date Filed & ECF No.	Application Period	Requested Fees (100%)	Requested Expenses (100%)	Fees Allowed (80%)	Expenses Allowed (100%)	Fee Holdback (20%)
11/30/2020 ECF No. 1205	10/1/2020 – 10/31/2020	\$7,301.84	-	\$5,841.47	-	\$1,460.37
12/14/2020 ECF No. 1263	11/1/2020 – 11/30/2020	\$11,200.00	-	\$8,960.00	-	\$2,240.00
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<b>TOTALS</b>		<b>\$38,757.98</b>	<b>-</b>	<b>\$28,006.41</b>	<b>-</b>	<b>\$7,751.60</b>

11. The Monthly Invoices submitted by Applicant are subject to a 20% holdback as provided for in the Interim Compensation Order. The aggregate amount of Applicant's holdback during the Application Period is \$7,751.60. To date, no party has objected to the Monthly Invoices.

12. In the ordinary course of its business, Applicant maintains computerized records of the time spent in connection with providing professional services to the Committee in connection with these chapter 11 cases. Attached hereto as **Exhibit B** is a schedule of the total amount of fees incurred under each of Applicant's internal task codes during the Application Period. In addition, attached hereto as **Exhibit C** is a billing summary for the Application Period, which identifies each attorney and paraprofessional who rendered services during the Application Period, each attorney's year of bar admission and area of practice, the aggregate



time billed by each attorney and paraprofessional during the Application Period, the hourly billing rate for each attorney and paraprofessional, and the aggregate amount of fees generated by each professional and paraprofessional. The compensation requested by Applicant is based on the customary compensation charged by comparably skilled practitioners in other similar bankruptcy cases.

13. Applicant is not seeking reimbursement of any expenses incurred in connection with the performance of professional services during the Application Period.

14. Attached hereto as **Exhibit D** is a summary and comparison of the aggregate blended hourly rates billed by Arrieta Mantilla & Asociados' timekeepers to non-bankruptcy matters during the current fiscal year as available and the blended hourly rates billed to the Committee during the Application Period.

15. Attached hereto as **Exhibit E** is a summary of Arrieta Mantilla & Asociados' budget for the Application Period. The budget was developed prior to filing this Application and was approved by the Committee's chairperson.

16. Attached hereto as **Exhibit F** is a summary of Arrieta Mantilla & Asociados' staffing plan for the Application Period. The staffing plan was developed prior to filing this Application and was approved by the Committee's chairperson.

17. A copy of Applicant's computerized records of fees and expenses in the format specified by the Guidelines is attached hereto as **Exhibit G**.

18. There is no agreement or understanding between Applicant and any other person, other than partners of the firm, for the sharing of compensation to be received for services rendered in these chapter 11 cases.

**DESCRIPTION OF SERVICES AND  
EXPENSES AND RELIEF REQUESTED**

19. In general, Applicant has represented the Committee in connection with the following aspects of the chapter 11 cases:

- (a) Assisting and advising the Committee in its consultation with the Debtors relative to the administration of these cases;
- (b) Attending meetings and negotiating with the representatives of the Debtors and other parties in interest;
- (c) Assisting and advising the Committee in its examination and analysis of the conduct of the Debtors' affairs;
- (d) Taking all necessary actions to protect and preserve the interests of the Committee, including: (i) possible prosecution of actions on its behalf; (ii) if appropriate, negotiations concerning all litigation in which the Debtors are involved; and (iii) if appropriate, reviewing and analyzing claims filed against the Debtors' estates;
- (e) Generally preparing on behalf of the Committee all necessary motions, applications, answers, orders, reports, replies, responses and papers in support of positions taken by the Committee; and
- (f) Performing all other necessary legal services in these cases as directed by the Committee in connection with these chapter 11 cases.

20. To provide an orderly and meaningful summary of the services rendered by Applicant on behalf of the Committee during the Application Period, Applicant established, in accordance with the Guidelines and its internal billing procedures, separate task codes in connection with the chapter 11 cases. The following is a summary of the most significant professional services rendered by Applicant during the Application Period organized in accordance with Applicant's internal system of task codes.

21. The summary is divided according to the task performed. Nevertheless, under the circumstances, and given the interconnectedness of the issues in these chapter 11 cases, certain of these categories may overlap with one another and it is possible that fees attributed to a

particular category could have been attributed to other categories. For the avoidance of doubt, however, no work performed by Applicant has been included in more than one category.

**(a) Analysis and Preparation of Documents on Financing or Litigation**

**Fees: \$17,738.00; Total Hours: 52.4**

22. This category includes time spent by Arrieta Mantilla & Asociados attorneys reviewing, analyzing, and conducting research with respect to various matters concerning various claim investigations. Finally, this category includes time spent drafting memoranda to the Committee regarding various potential claims.

**(b) Meetings and Communications with Committee**

**Fees: \$7,540.00; Total Hours: 14.50**

23. This category includes time spent by Arrieta Mantilla & Asociados relating to communications with creditors, including preparation for and participation on weekly videoconference calls with the Committee as a whole, as well as calls and correspondence with individual Committee members, and with the Committee's additional advisors.

**(c) Meetings and Communications with Committee Lawyers**

**Fees: \$7,292.00; Total Hours: 14.60**

24. This category includes time spent by Arrieta Mantilla & Asociados relating to communications with the Committee's U.S. counsel, including preparation for and participation on weekly videoconference calls with the Committee's New York counsel.

**APPLICANT STATEMENT PURSUANT TO  
APPENDIX B OF THE U.S. TRUSTEE GUIDELINES**

25. The following statement is provided pursuant to ¶ C.5. of the U.S. Trustee Guidelines.

- (a) **Question:** Did you agree to any variations from, or alternatives to, your standard or customary billing rates, fees or terms for services pertaining to this engagement that were provided during the application period? If so, please explain.

**Answer:** No.

- (b) **Question:** If the fees sought in this fee application as compared to the fees budgeted for the time period covered by this fee application are higher by 10% or more, did you discuss the reasons for the variation with the client?

**Answer:** A chart comparing the amounts billed to each project category to the amount budgeted for each project category is attached hereto as **Exhibit F**. In total, the fees sought in this Application (\$38,757.98) are less than the fees budgeted (\$46,748.00) for the time period covered by this Application.

- (c) **Question:** Have any of the professionals included in this fee application varied their hourly rate based on the geographic location of the bankruptcy case?

**Answer:** No.

- (d) **Question:** Does the fee application include time or fees related to reviewing or revising time records or preparing, reviewing, or revising invoices? (This is limited to work involved in preparing and editing billing records that would not be compensable outside of bankruptcy and does not include reasonable fees for preparing a fee application.). If so, please quantify by hours and fees.

**Answer:** No.

- (e) **Question:** Does this fee application include time or fees for reviewing time records to redact any privileged or other confidential information? If so, please quantify by hours and fees.

**Answer:** No.

- (f) **Question:** If the fee application includes any rate increases since retention: (i) Did your client review and approve those rate increases in advance? (ii) Did your client agree when retaining the law firm to accept all future rate increases? If not, did you inform your client that they need not agree to

modified rates or terms in order to have you continue the representation, consistent with ABA Formal Ethics Opinion 11-458?

**Answer:** The Application does not include any rate increases.

**CONCLUSION**

26. Applicant believes that the services rendered during the Application Period on behalf of the Committee were reasonable and necessary within the meaning of section 330 of the Bankruptcy Code. Further, the expenses requested were actual and necessary to the performance of Applicant's services.

27. Applicant therefore requests an order (a) approving interim compensation in the amount of \$38,757.98, (b) directing payment of \$7,751.60 held back in connection with the Monthly Invoices, and (c) granting such other and further relief as may be just and proper.

Dated: March 4, 2021  
New York, New York

**ARRIETA MANTILLA & ASOCIADOS**

/s/ Carlos Gustavo Arrieta

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*Counsel to the Official Committee of Unsecured Creditors*

**EXHIBIT A**

**ARRIETA MANTILLA & ASOCIADOS**

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Debtors.

Chapter 11

Case No. 20-11133 (MG)

(Jointly Administered)

**CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS  
FOR PROFESSIONALS IN RESPECT OF THE FIRST INTERIM  
APPLICATION OF ARRIETA MANTILLA & ASOCIADOS AS COLOMBIAN  
COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES INCURRED  
FOR THE PERIOD OCTOBER 1, 2020 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.

I, Carlos Gustavo Arrieta, hereby certify that:

1. I am a partner with Arrieta Mantilla & Asociados (the “**Firm**”), which serves as Colombian counsel to the Official Committee of Unsecured Creditors of Avianca Holdings, S.A., *et al.* and its affiliates that are debtors and debtors in possession in the above-captioned chapter 11 cases (collectively, the “**Debtors**”).

2. This certification is made in respect of the Firm’s compliance with *General Order M-447, Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases pursuant to Local Rule 2016-1(a) (as updated June 17, 2013)* (the “**Local Guidelines**”), and the *U.S. Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger Chapter 11 Cases, effective November 1, 2013* (the “**US Trustee Guidelines**” and, together with the Local Guidelines, the “**Guidelines**”), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* [ECF No. 256] (the “**Interim Compensation Order**”), in connection with the Firm’s application filed contemporaneously herewith (the “**Application**”), for interim compensation and reimbursement of expenses for the period commencing October 1, 2020 through and including January 31, 2021, in accordance with the Guidelines.

3. In respect of Section B.1 of the Local Guidelines, I certify that:

- (a) I have read the Application;
- (b) to the best of my knowledge, information, and belief formed after reasonable inquiry, the fees and expenses sought fall within the Guidelines;
- (c) the fees and disbursements sought are billed at rates and in accordance with practices customarily employed by the Firm and generally accepted by the Firm’s clients; and



(d) in providing any reimbursable services reflected in the Application, the Firm did not make a profit on those services, whether performed by the Firm in-house or through a third party.

4. In respect of Section B.2 of the Local Guidelines, I certify that the Firm has complied with the provisions requiring it to provide the United States Trustee for the Southern District of New York and the Debtors and their attorneys with a statement of the Firm's fees and expenses.

5. In respect of Section B.3 of the Amended Local Guidelines, I certify that the United States Trustee for the Southern District of New York, the Debtors, counsel for the Debtors, and the Application Recipients (as defined in the Interim Compensation Order) are each being provided with a copy of the Application.

Dated: March 4, 2021  
New York, New York

/s/ Carlos Gustavo Arrieta  
Carlos Gustavo Arrieta

**EXHIBIT B**

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PROJECT CATEGORY  
BY ARRIETA MANTILLA & ASOCIADOS  
ON BEHALF OF THE COMMITTEE FOR THE  
PERIOD OCTOBER 1, 2020 THROUGH JANUARY 31, 2021**

<b>Matter Description</b>	<b>Total Hours Billed</b>	<b>Total Fees Requested</b>
Analysis and Preparation of Documents on Financing or Litigation	52.40	\$17,738.00
Meetings and communications with Committee	14.50	\$7,540.00
Meetings and communications with Committee lawyers	14.60	\$7,292.00
<b>Total Incurred:</b>	<b>81.5</b>	<b>\$32,570.00</b>
<b><i>Plus 19% VAT</i></b>		<b>\$6,187.98</b>
<b>Total Requested:</b>	<b>81.5</b>	<b>\$38,757.98</b>

**EXHIBIT C**

**SUMMARY OF PROFESSIONAL SERVICES RENDERED BY PROFESSIONAL  
BY ARRIETA MANTILLA & ASOCIADOS ON BEHALF OF THE COMMITTEE  
FOR THE PERIOD OCTOBER 1, 2020 THROUGH JANUARY 31, 2021**

<b>Name</b>	<b>Position with the Applicant</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 and Of Counsel</b>						
Arrieta, Carlos Gustavo	Senior Partner	23 years	Public Law- Energy & Natural Resources	\$520.00	48.8	\$25,376.00
<b>Associates and Attorneys</b>						
Cardona, Santiago	Associate	3 years	Public Law- Energy & Natural Resources	\$220.00	19.7	\$4,334.00
Hernandez Gonzalez, Maria Jose	Associate	2 years	Public Law- Energy & Natural Resources	\$220.00	12.0	\$2,640.00
Velez de la Espriella, Maria Paula	Associate	6 months	Public Law- Energy & Natural Resources	\$220.00	1.0	\$220.00
<b>Total Incurred:</b>					<b>81.5</b>	<b>\$32,570.00</b>
<b>Plus 19% VAT</b>						<b>\$6,187.98</b>
<b>Total Requested:</b>					<b>81.5</b>	<b>\$38,757.98</b>

**Blended Rates**

<b>PROFESSIONALS</b>	<b>BLENDED RATES</b>	<b>TOTAL HOURS BILLED</b>	<b>TOTAL COMPENSATION</b>
Partners and Counsel	\$476	48.8	\$25,376.00
Associates and Attorneys	\$476	32.7	\$7,194.00
<b>Total Incurred (All Attorneys):</b>	<b>\$476</b>	<b>81.5</b>	<b>\$38,757.98</b>
<b>Total Blended Rate:</b>	<b>\$476</b>	<b>81.5</b>	<b>\$38,757.98</b>

**EXHIBIT D**

**CUSTOMARY AND COMPARABLE COMPENSATION DISCLOSURES  
FOR THE PERIOD OCTOBER 1, 2020 THROUGH JANUARY 31, 2021**

Category of Timekeeper	Blended Hourly Rate	
	Billed by Colombian Counsel Excluding Bankruptcy Matters January 1, 2020 to December 31, 2020 <sup>1</sup>	Billed to Committee October 1, 2020 to January 31, 2021
Senior/ Equity Partner/ Shareholder	\$520.00	\$520.00
Attorneys and Senior Associate (7 or more years since first admission)	\$220.00	\$220.00
Associate (4-6 years since first admission)	\$220.00	\$220.00
Junior Associate (1-3 years since first admission)	\$220.00	\$220.00
Attorneys	\$220.00	\$220.00
Total Attorney Rate	\$476.00	\$476.00

<sup>1</sup> In accordance with the U.S. Trustee Guidelines, the data in this column excludes blended hourly rate information for bankruptcy law matters.

**EXHIBIT E**

**BUDGET FOR THE PERIOD OCTOBER 1, 2020 THROUGH JANUARY 31, 2021**  
**(ESTIMATED VS. ACTUAL)**

<b>Project Category</b>	<b>Estimated Hours</b>	<b>Estimated Fees</b>	<b>Actual Hours</b>	<b>Actual Fees</b>
Analysis and Preparation of Documents on Financing or Litigation	39.50	\$20,540.00	52.40	\$17,738.00
Meetings and communications with Committee	17.30	\$8,996.00	11.10	\$7,540.00
Meetings and communications with Committee lawyers	33.10	\$17,212.00	18.00	\$7,292.00
<b>Totals:</b>			<b>81.50</b>	<b>\$32,570.00</b>
<b>Plus 19% VAT</b>				<b>\$6,187.98</b>
<b>Total Requested:</b>				<b>\$38,757.98</b>

**EXHIBIT F**

**STAFFING PLAN FOR THE PERIOD**  
**OCTOBER 1, 2020 THROUGH JANUARY 31, 2021**

<b>Category of Timekeeper</b>	<b>Number of Timekeepers Expected to Work on the Matter during the Application Period</b>	<b>Actual Number of Timekeepers that Worked on the Matter during the Application Period</b>	<b>Hourly Rates</b>
Partners	1	1	\$520 per hour
Associates & Attorneys	3	3	\$220 per hour

**EXHIBIT G**





Tel: (57 1) 7450634

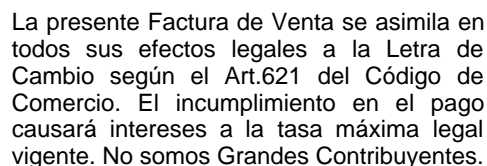
0047 de la DIAN de 2020-08-18 a 2021-08-18. Numeración Autorizada del AMYA 2247 al AMYA 2800. Vigencia 12 meses.

**Atención:**

Fecha de Vencimiento:2020-12-25

[illegible]

<b>MONEDA:</b>	USD
<b>VALOR EN LETRAS:</b>	Seven thousand three hundred and one dollars and eighty-four cents, VAT included
<b>FORMA DE PAGO:</b>	Credit



Documento validado por la DIAN

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

Weather Report

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

	2020-10-08	2020-10-31
	Start Date	End Date

Hourly Billing

Subject: Meetings and communications with CUC

Date	Lawyer	Activity	Time
2020-10-08	Carlos Gustavo Arrieta	Avianca Creditors Committee Meeting	0.5
2020-10-10	Carlos Gustavo Arrieta	Preparation of the report to the Creditors Committee on the situation and perspectives of the Diffuse Action Rights.	2.5
2020-10-15	Carlos Gustavo Arrieta	Meeting with Avianca Creditors Committee	0.8
2020-10-29	Carlos Gustavo Arrieta	Meeting with the Creditors Committee to report on the Diffuse Rights Action.	2.0
<b>Total Meetings and communications with CUC</b>		<b>By Hours</b>	<b>5.8</b>

Subject: Meetings and communications with CUC lawyers

Date	Lawyer	Activity	Time
2020-10-09	Carlos Gustavo Arrieta	Phone conversation with Ruti Smithline and Roberto Rodriguez of MOFO about the status of the popular action.	2.0
2020-10-14	Carlos Gustavo Arrieta	Review of documents delivered by Avianca and preparation of the meeting with Avianca lawyers.	1.5
2020-10-16	Carlos Gustavo Arrieta	Meeting with Avianca lawyers.	1.0
2020-10-21	Carlos Gustavo Arrieta	Meeting with Ruti Smithline and R. Rodriguez of MoFo to discuss issues related to the action.	0.8
2020-10-28	Carlos Gustavo Arrieta	Conversation with R. Smithline and R. Rodríguez of MoFo about the state of process	0.7
<b>Total Meetings and communications with CUC lawyers</b>		<b>By Hours</b>	<b>6.0</b>

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## Summary

Subject.	Billing	Time	Currency	Total
Meetings and communications with CUC lawyers	Por Horas	6.0	USD	3,120.00
Meetings and communications with CUC	Por Horas	5.8	USD	3,016.00
<b>Total:</b>		<b>11.8</b>		<b>6,136.00</b>

The amounts expressed in this report do not include VAT



Tel: (57 1) 7450634

0047 de la DIAN de 2020-08-18 a

Date of Expiration: 2021-01-08

<b>CONCEPT</b>	<b>VALUE</b>
FEEES FOR LEGAL CONSULTING SERVICES ACCORDING TO THE ATTACHED DESCRIPTION.	
Meetings and communications with CUC lawyers	3,692
Meetings and communications with CUC	
Analysis and preparation of documents on financing or litigation	780
	4,940
Subtotal	9,412
VAT(19%)	1,788
TOTAL	11,200

CURRENCY:	USD
TOTAL AMOUNT:	\$11,200 VAT included
METHOD OF PAYMENT:	Credit



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Report

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

	2020-11-03	2020-12-09
	Start Date	End Date

Hourly Billing

Subject: Meetings and communications with CUC lawyers

Date	Lawyer	Activity	Time
2020-11-03	Carlos Gustavo Arrieta	Meeting with R. Smithline and R.Rodriguez from MoFo on the developments of the popular action before the Courts.	0.7
2020-11-04	Carlos Gustavo Arrieta	Meeting with R. Smithline and R.Rodriguez from MoFo on the developments of the popular action before the Courts.	0.7
2020-11-09	Carlos Gustavo Arrieta	Conversation with R. Smithline and R. Rodriguez from MoFo about the case and discussion of the draft memorial to be presented.	1.5
2020-11-19	Carlos Gustavo Arrieta	Meeting with R.Smithline and R. Rodriguez from MoFo to discuss new developments in the Colombian Courts.	0.3
2020-11-19	Carlos Gustavo Arrieta	Meeting with R. Smithline to discuss the current state of the popular action	3.0
2020-11-24	Carlos Gustavo Arrieta	Meeting with R. Smithline and R.Rodriguez from MoFo to discuss the state of the cases.	0.5
2020-11-26	Carlos Gustavo Arrieta	Meeting with R. Smithline to discuss the cases in Colombia	0.5
<b>Total Meetings and communications with CUC lawyers</b>		<b>By Hours</b>	<b>7.1</b>

Subject: Meetings and communications with CUC

Date	Lawyer	Activity	Time
2020-11-05	Carlos Gustavo Arrieta	Meeting with the Creditors Committee.	1.0
2020-11-12	Carlos Gustavo Arrieta	Meeting with the Creditors Committee.	0.5
<b>Total Meetings and communications with CUC</b>		<b>By Hours</b>	<b>1.5</b>

Subject: Analysis and preparation of documents on financing or litigation

Date	Lawyer	Activity	Time
2020-11-06	Carlos Gustavo Arrieta	Review of Documentation, Claims, Answers of the Diffuse rights	2.0
2020-11-09	Carlos Gustavo Arrieta	Work on the draft brief to the Council of State.	3.0
2020-11-10	Carlos Gustavo Arrieta	Review and adjustments to the draft brief	3.0
2020-11-11	Carlos Gustavo Arrieta	Review and adjustment of the brief.	1.0
2020-11-12	Carlos Gustavo Arrieta	Final review of brief to the State Council.	0.5
<b>Total Analysis and preparation of documents on financing or litigation</b>			<b>By Hours 9.5</b>

## Summary

Subject	Billing	Time	Currency	Total
Analysis and preparation of documents on financing or litigation	Hourly	9.5	USD	4,940
Meetings and communications with CUC lawyers	Hourly	7.1	USD	3,692
Meetings and communications with CUC	Hourly	1.5	USD	780
<b>Total:</b>		<b>18.1</b>		<b>9,412</b>

The amounts expressed in this report do not include VAT



Tel: (57 1) 7450634

0047 de la DIAN de 2020-08-18 a

Fecha de Vencimiento:2021-02-24

FEES FOR LEGAL CONSULTANCY SERVICES ACCORDING TO THE ATTACHED DESCRIPTION.

## Meetings and communications with CUC

## Analysis and preparation of documents on financing or litigation

1,768.00

8,148.00

Subtotal

9.916.00

VAT(19%)

1,884.04

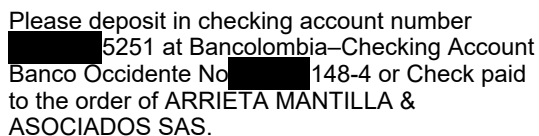
**TOTAL**

11,800.04

<b>CURRENCY:</b>	USD
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Eleven thousand eight hundred and four cents VAT included

<b>METHOD OF PAYMENT:</b>	Credit
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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.

35ee9d070277582b6328403a1592765c6fc082555b2c505531e9ac6016610eba78d3561efc495a50b39b20bd11e99413



## Report

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

2020-12-03

Start Date

2020-12-31

End Date

## Hourly Billing

Subject: Meetings and communications with CUC

Date	Lawyer	Activity	Time
2020-12-03	Carlos Gustavo Arrieta	Meeting with the Creditors Committee.	1.5
2020-12-09	Carlos Gustavo Arrieta	Meeting with R. Smithline, R. Rodriguez from MoFo to discuss the case before the Colombian Courts	0.4
2020-12-10	Carlos Gustavo Arrieta	Meeting with the Creditors Committee.	1.0
2020-12-17	Carlos Gustavo Arrieta	Review and revise court pleadings filed by Debtor and the Finance Ministry	0.5
<b>Total Meetings and communications with CUC</b>		<b>By Hours</b>	<b>3.4</b>

Subjects: Analysis and preparation of documents on financing or litigation

Date	Lawyer	Activity	Time
2020-12-17	Santiago Cardona	Draft memorandum regarding local bankruptcy priorities.	3.3
2020-12-17	Santiago Cardona	Perform research related to Colombian bankruptcy priorities and related regulation reforms.	2.5
2020-12-17	Carlos Gustavo Arrieta	Review final draft of memorandum regarding bankruptcy.	1.5
2020-12-22	Santiago Cardona	Perform research regarding foreign pilots and the use of foreign aircraft.	4.0
2020-12-23	Santiago Cardona	Draft memorandum regarding foreign pilots and use of foreign aircraft.	3.7
2020-12-23	Carlos Gustavo Arrieta	Review and revise final draft regarding foreign pilots.	1.5
2020-12-30	Maria José Hernández González	Perform research on potential conflict of interest of the Debtor's board of director.	4.0
2020-12-30	Santiago Cardona	Draft memorandum regarding conflict of interest.	3.7
2020-12-30	Carlos Gustavo Arrieta	Review and revise final draft regarding foreign pilots.	3.7
<b>Total Analysis and preparation of documents on financing or litigation</b>		<b>By Hours</b>	<b>27.9</b>



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## Summary

Subject	Billing	Time	Currency	Total
Analysis and preparation of documents on financing or litigation	Hours	27.9	USD	8,148.00
Meetings and communications with CUC	Hours	3.4	USD	1,768.00
<b>Total:</b>		<b>31.3</b>		<b>9,916.00</b>

The amounts expressed in this report do not include VAT



**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	2021-01-31
	Start Date	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