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*Counsel for Debtors and  
Debtors-In-Possession*

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

-----X	:	
	:	
In re:	:	Chapter 11
	:	
AVIANCA HOLDINGS S.A., <i>et al.</i> , <sup>1</sup>	:	Case No. 20-11133 (MG)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**AMENDED AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON OCTOBER 26, 2021 AT 10:00 A.M. (EASTERN TIME)**

Location of Hearing: The Hearing will be a hybrid hearing, with some participants appearing by Zoom for Government and other appearing in the U.S. Bankruptcy Court for the Southern District of New York, located at One Bowling Green, New York, NY, in Courtroom 523. Any parties wishing to participate through Zoom for Government must do so by registering at <https://ecf.nysb.uscourts.gov/cgi-bin/nysbAppearances.pl> by **4:00 p.m. (Eastern Time) on October 25, 2021**. Further details about registering

<sup>1</sup> The Debtors in these chapter 11 cases (the “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); Aero Inversiones 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 Loyalty Bermuda Ltd. (N/A); AV Taca International Holdco S.A. (N/A); Aviacorp Enterprises 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); Nicaragüense de Aviación, Sociedad Anónima (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors’ principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.



for Zoom for Government can be found at <https://www.nysb.uscourts.gov/content/judge-martin-glenn>.

Any parties who will be attending in person must be fully vaccinated, must present proof of vaccination status to court personnel, and must comply with and must comply with General Order M-576, available at <https://www.nysb.uscourts.gov/sites/default/files/m576.pdf>. Because courtroom capacity is extremely limited, any party who wished to attend in person was required to contact the Courtroom Deputy, Deanna Anderson, prior to October 22, 2021, at 1:00 p.m. (Eastern Time). See Docket No. 2250.

### **UNCONTESTED MATTERS**

1. *Debtors' Motion for Entry of an Order Approving the Settlement Agreement by and Among the Debtors and the Serranos* [Docket No. 2184]

Related Documents: Certificate of Service [Docket No. 2199].

Responses Received: None.

Status: This matter is going forward.

### **STATUS CONFERENCE**

2. *Debtors' Motion for an Order Authorizing Them to (I) Enter into Umbrella Agreements and Related Documents, and (II) Assume Amended Aircraft Lease Agreements* [Docket No. 2267]

Related Documents:

- Declaration of Rohit Philip in Support of Debtors' Motion for an Order Authorizing Them to (I) Enter Into Umbrella Agreements and Related Documents (II) Assume Amended Aircraft Lease Agreements [Docket No. 2268]; and
- Certificate of Service [Docket No. 2273].

Responses Received: None.

Status: This matter is going forward.

### **CONFIRMATION MATTERS**

3. *Further Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors* [Docket No. 2259]

Related Documents:

- The Debtors' Witness and Exhibit List is attached to this Agenda as **Exhibit A**;
- Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 1981];
  - Amended Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 2078];
  - Second Amended Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 2109];
  - Third Amended Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 2129];
  - Third Amended Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors (Solicitation Version) [Docket No. 2137];
  - Fourth Amended Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 2209];
- Disclosure Statement for Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 1982];
  - Amended Disclosure Statement for Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 2079];
  - Second Amended Disclosure Statement for Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 2111];
  - Third Amended Disclosure Statement for Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 2131];
  - Third Amended Disclosure Statement for Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors (Solicitation Version) [Docket No. 2138];
- Notice of Filing of Revised Form of Order (I) Approving the Disclosure Statement; (II) Approving Solicitation and Voting Procedures; (III) Approving Forms of Ballots; (IV) Establishing Procedures for Allowing Certain Claims for Voting Purposes; (V) Scheduling a Confirmation Hearing; and (VI) Establishing Notice and Objection Procedures [Docket No. 2084];
  - Notice of Filing of Further Revised Form of Order (I) Approving the Disclosure Statement; (II) Approving Solicitation and Voting Procedures; (III) Approving Forms of Ballots; (IV) Establishing Procedures for Allowing Certain Claims for Voting Purposes; (V)

Scheduling a Confirmation Hearing; and (VI) Establishing Notice and Objection Procedures [Docket No. 2113]

- Memorandum Opinion Approving Third Amended Disclosure Statement, Solicitation Procedures and Other Relief [Docket No. 2135];
- Order (I) Approving the Disclosure Statement; (II) Approving Solicitation and Voting Procedures; (III) Approving Forms of Ballots; (IV) Establishing Procedures for Allowing Certain Claims for Voting Purposes; (V) Scheduling a Confirmation Hearing; and (VI) Establishing Notice and Objection Procedures [Docket No. 2136];
- Notice of Filing of Plan Supplement [Docket No. 2185];
- Notice of Filing of Plan Supplement [Docket No. 2208];
- Debtors' (I) Memorandum in Support of Confirmation of Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors and (II) Response to Objections Thereto [Docket No. 2261];
- Declaration of Ginger Hughes in Support of Confirmation of Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2262]; and
- Declaration of Adrian Neuhauser in Support of Confirmation of Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2263].

Responses Received:

**Responses Going Forward:**

- Preliminary Objection of Burlingame Investment Partners LP, William B Meier IRA, David M Kang SEP IRA, Blake W Kim Rollover IRA, and Im Jo Degerman Rollover IRA to Confirmation of the Proposed "Joint Plan of Reorganization of Avianca Holdings S.A. and Its Debtor Affiliates ("Avianca") under Chapter 11 of the Bankruptcy Code [Docket No. 2218];
  - Preliminary Objection of William B Meier IRA to Confirmation of the Proposed "Joint Plan of Reorganization of Avianca Holdings S.A. and Its Debtor Affiliates ("Avianca") under Chapter 11 of the Bankruptcy Code [Docket No. 2214];
  - Preliminary Objection of Blake W Kim Rollover IRA to Confirmation of the Proposed "Joint Plan of Reorganization of Avianca Holdings S.A. and Its Debtor Affiliates ("Avianca") under Chapter 11 of the Bankruptcy Code [Docket No. 2215];

- Preliminary Objection of Blake W Kim Rollover IRA to Confirmation of the Proposed “Joint Plan of Reorganization of Avianca Holdings S.A. and Its Debtor Affiliates (“Avianca”) under Chapter 11 of the Bankruptcy Code [Docket No. 2215];
- Preliminary Objection of Im Jo Degerman Rollover IRA to Confirmation of the Proposed “Joint Plan of Reorganization of Avianca Holdings S.A. and Its Debtor Affiliates (“Avianca”) under Chapter 11 of the Bankruptcy Code [Docket No. 2222];
- Preliminary Objection of David W Kang SEP IRA to Confirmation of the Proposed “Joint Plan of Reorganization of Avianca Holdings S.A. and Its Debtor Affiliates (“Avianca”) under Chapter 11 of the Bankruptcy Code [Docket No. 2227];
- Response Re: Restructuring Plan Of Avianca Holdings S.A.; for pending debts with the Ministry of Treasury of the Republic of El Salvador [Docket No. 2219];
- Objection to Debtors’ Third Amended Joint Chapter 11 Plan by Udi Baruch Guindi, David Baruch, Soshana Baruch, Habib Mann, Golan LP and Isaak Baruch [Docket No. 2231];
- Oracle’s Limited Objection to and Reservation of Rights Regarding (1) The Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors; and (2) Notice of Filing of Plan Supplement [Docket No. 2232];
- Statement of the United States Trustee to the Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2240]; and
- Letter by Centro Farmacéutico de la Fuerza Armada de El Salvador (CEFAFA) delivered by email to the Debtors, attached hereto as **Exhibit B**.

**Responses Adjourned by Consent of the Parties:**

- Objection to Assumption of Certain Executory Contracts by Boeing Training and Flight Services [Docket No. 2228];
- Limited Objection and Reservation of Rights of International Air Transport Association to Confirmation of the Chapter 11 Plan Filed by the Debtors [Docket No. 2229];
- Limited Objection of Asociación Colombiana de Aviadores Civiles (“ACDAC”) to Cure Amounts Listed with Respect to Certain Assumed Contracts [Docket No. 2237];

- Limited Objection and Reservation of Rights of Getcom Internacional S.A. de CV, Getcom Servicios SAS, and Getcom Colombia S.A.S. to Proposed Assumption Amounts for Executory Contracts [Docket No. 2242];
- Google LLC's Limited Objection and Reservation of Rights to the Potential Assumption of Executory Contracts [Docket No. 2254]; and
- Informal responses delivered by email to the Debtors from the following parties: SAP Colombia S.A.S., Allied Universal Company, GSA Express Travel Services Co. Ltd., IBM Colombia, and Total Airport Services.

**Resolved Responses:**

- Limited Objection of IAD Fuels LLC to Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2233];
- Limited Objection of IAH Fuel Company, LLC to Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2234];
- Limited Objection of Laxfuel Corporation to Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2235];
- Limited Objection of SFO Fuel Company, LLC to Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2236];
- The Texas Comptroller of Public Accounts; Unclaimed Property Division's Objection to the Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2238]; and
- Informal comments of numerous parties.

Status: This matter is going forward.

Dated: New York, New York  
October 26, 2021

/s/ Evan R. Fleck  
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*Counsel for Debtors and  
Debtors-in-Possession*

**Exhibit A**

**Debtors' Witness and Exhibit List**



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**UNITED STATES BANKRUPTCY COURT  
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In re:	:	Chapter 11
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AVIANCA HOLDINGS S.A., <i>et al.</i> , <sup>1</sup>	:	Case No. 20-11133 (MG)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**DEBTORS' WITNESS AND EXHIBIT LIST**

The above-captioned debtors and debtors in possession in the above-captioned chapter 11 cases (the "Debtors") identify the following witnesses whom they may call at the hearing to consider confirmation of *Further Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors* [Docket No. 2259] (together with the Plan Supplement and all schedules and exhibits

<sup>1</sup> The Debtors in these chapter 11 cases (the "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 Loyalty Bermuda Ltd. (N/A); AV Taca International Holdco S.A. (N/A); Aviacorp Enterprises 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); Nicaragüense de Aviación, Sociedad Anónima (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.

thereto, and as amended, supplemented, or modified from time to time, the “Plan”) scheduled for October 26, 2021:

1. Adrian Neuhauser, Chief Executive Officer of Avianca Holdings S.A.;
2. Ginger Hughes, Managing Director at Seabury Securities;
3. P. Joseph Morrow, Vice President of Corporate Restructuring Services at Kurtzman Carson Consultants LLC; and
4. James Lee, Vice President of Public Securities Services at Kurtzman Carson Consultants LLC.

The Debtors reserve the right to call witnesses on rebuttal who are not identified herein and to call any witness identified by another party. The Debtors further reserve the right to identify additional witnesses in response to replies or witness lists filed by other parties.

On October 14, 2021, October 18, 2021, October 19, 2021, and October 21, 2021, as applicable, the parties identified in the *Agenda of Matters Scheduled for Hearing on October 26, 2021 at 10:00 a.m. (Eastern Time)*, *supra* (the “Objecting Parties”), filed objections or responses to the confirmation of the Plan. On October 24, 2021, the Debtors filed the *Debtors’ (I) Memorandum in Support of Confirmation of Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors and (II) Response to Objections Thereto* [Docket No. 2261] (the “Confirmation Brief”), which included the Debtors’ replies to those objections or responses.

The Debtors submit the following exhibits in support of the Motion:<sup>2</sup>

<u>EXHIBIT</u>	<u>DESCRIPTION</u>
1.	Declaration of Adrian Neuhauser in Support of Confirmation of Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2263]
2.	Declaration of Ginger Hughes in Support of Confirmation of Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2262]

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<sup>2</sup> The Objecting Parties have not objected to the admissibility of the declarations into evidence.

3.	Certification of P. Joseph Morrow IV with Respect to the Tabulation of Votes on the Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2239]
4.	Further Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and Its Affiliated Debtors [Docket No. 2259]
5.	Third Amended Disclosure Statement for Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors [Docket No. 2131]
6.	Plan Supplement [Docket Nos. 2185, 2208]
7.	Corporate Structure Chart Avianca Holdings S.A., dated October 15, 2021

Dated: New York, New York  
October 26, 2021

/s/ Evan R. Fleck

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**Exhibit B**

**Letter Response to Plan by Centro Farmacéutico de la Fuerza Armada de El  
Salvador (CEFAFA)**