

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

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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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**SUMMARY OF FOURTH INTERIM AND FINAL FEE APPLICATION OF  
JEFFERIES LLC FOR COMPENSATION FOR PROFESSIONAL SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS INVESTMENT  
BANKER FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FROM MAY 24, 2020 TO AND INCLUDING DECEMBER 1, 2021**

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Name of Applicant	<u>Jefferies LLC ("Jefferies")</u>
Authorized to Provide Professional Services to:	<u>Official Committee of Unsecured Creditors</u>
Date of Retention:	<u>July 14, 2020 (effective as of May 24, 2020)</u>
Period for which Compensation and Reimbursement Is Sought:	<u>May 24, 2021 – December 1, 2021</u>
Amount of Compensation Sought as Actual, Reasonable and Necessary:	<u>\$6,885,833.34</u>
Amount of Expense Reimbursement Sought as Actual, Reasonable, and Necessary:	<u>\$45,939.42</u>

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

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<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 Unión, S.A. de C.V. (N/A); Aeroinversiones de Honduras, S.A. (N/A); Aerovías del Continente Americano S.A. Avianca (N/A); Airlease Holdings One Ltd. (N/A); America Central (Canada) Corp. (00-1071563); America Central Corp. (65-0444665); AV International Holdco S.A. (N/A); AV International Holdings S.A. (N/A); AV International Investments S.A. (N/A); AV International Ventures S.A. (N/A); AV Investments One Colombia S.A.S. (N/A); AV Investments Two Colombia S.A.S. (N/A); AV Taca International Holdco S.A. (N/A); Avianca Costa Rica S.A. (N/A); Avianca Leasing, LLC (47-2628716); Avianca, Inc. (13-1868573); Avianca-Ecuador S.A. (N/A); Aviaservicios, S.A. (N/A); Aviateca, S.A. (N/A); Avifreight Holding Mexico, S.A.P.I. de C.V. (N/A); C.R. Int'l Enterprises, Inc. (59-2240957); Grupo Taca Holdings Limited (N/A); International Trade Marks Agency Inc. (N/A); Inversiones del Caribe, S.A. (N/A); Isleña de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.) (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.



**FOURTH INTERIM AND FINAL FEE  
APPLICATION OF JEFFERIES LLC AS INVESTMENT  
BANKER FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

**PREVIOUSLY FILED APPLICATIONS  
MAY 24, 2020 – OCTOBER 31, 2021**

APPLICATION <sup>2</sup>	REQUESTED		PAID		OUTSTANDING	
	FEES	EXPENSES	FEES	EXPENSES	FEES	EXPENSES
<b>First Interim Fee Application</b> [Docket No. 1173] 5/24/20 – 9/30/20	<b>\$875,000.00</b>	<b>\$30,058.43</b>	<b>\$700,000.00</b>	<b>\$30,058.43</b>	<b>\$175,000.00</b>	<b>\$0.00</b>
<b>Second Interim Fee Application</b> [Docket No. 1460] 10/1/20 – 1/31/21	<b>\$700,000.00</b>	<b>\$15,880.92</b>	<b>\$560,000.00</b>	<b>\$15,880.92<sup>3</sup></b>	<b>\$140,000.00</b>	<b>\$0.00</b>
<b>Third Interim Fee Application</b> [Docket No. 1903] 2/1/21 – 5/31/2021	<b>\$700,000.00</b>	<b>\$10,597.58</b>	<b>\$560,000.00</b>	<b>\$10,597.58<sup>4</sup></b>	<b>\$140,000.00</b>	<b>\$0.00</b>
Thirteenth Monthly Fee Statement [Docket No. 1954] 6/1/21 – 6/30/21	\$175,000.00	\$731.00	\$140,000.00	\$731.00 <sup>5</sup>	\$35,000.00	\$0.00

<sup>2</sup> Jefferies filed and served the monthly fee statements in accordance with the Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals [Docket No. 256] (the “Interim Compensation Order”).

<sup>3</sup> The expense reimbursement amount paid in connection with the Jefferies’ Second Interim Fee Application does not reflect the \$6.67 expense reduction ordered by the Court (as defined below) at the second interim fee hearing on account of certain telecommunications expenses, because the full expense amount had already been paid on account of Jefferies’ monthly fee statements, in accordance with the Interim Compensation Order. *See Omnibus Order Granting Fee Applications of Professionals for Allowance and Payment of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses* [Docket No. 1599]. This court-ordered reduction, along with an additional voluntary reduction, was instead reflected in Jefferies’ subsequent Eleventh Monthly Fee Statement [Docket No. 1751].

<sup>4</sup> The expense reimbursement amount set forth above does not reflect a reduction for certain legal expenses per the Court’s comments at the third interim fee hearing because the full expense amount had already been paid in accordance with the Interim Compensation Order. *See Omnibus Order Granting Fee Applications of Professionals for Allowance and Payment of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses* [Docket No. 2038]. This reduction is instead reflected as a credit to the expenses requested in this Final Fee Application (as defined below). *See* footnote 6 below.

<sup>5</sup> The expense reimbursement amount set forth above was also paid prior to the Court’s comments at the third interim fee hearing regarding legal expense reimbursements. Accordingly, this \$731.00 amount is also credited against the expenses sought in this Final Fee Application. *See* footnote 6 below.

Fourteenth Monthly Fee Statement [Docket No. 2064] 7/1/21 – 7/31/21	\$175,000.00	\$0.00	\$140,000.00	\$0.00	\$35,000.00	\$0.00
Fifteenth Monthly Fee Statement [Docket No. 2176] 8/1/21 – 8/31/21	\$175,000.00	\$0.00	\$140,000.00	\$0.00	\$35,000.00	\$0.00
Sixteenth Monthly Fee Statement [Docket No. 2299] 9/1/21 – 9/30/21	\$175,000.00	\$0.00	\$0.00	\$0.00	\$175,000.00	\$0.00
Seventeenth Monthly Fee Statement [Docket No. 2376] 10/1/21-10/31/21	\$175,000.00	\$0.00	\$0.00	\$0.00	\$175,000.00	\$0.00
<b>Total</b> 5/24/20 – 10/31/21	<b>\$3,150,000.00</b>	<b>\$57,267.93</b>	<b>\$2,240,000.00</b>	<b>\$57,267.93</b>	<b>\$910,000.00</b>	<b>\$0.00</b>

**FOURTH INTERIM AND FINAL FEE  
APPLICATION OF JEFFERIES LLC AS INVESTMENT  
BANKER FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

**HOURS BY PROFESSIONAL AND CATEGORY  
MAY 24, 2020 – DECEMBER 1, 2021**

*Summary by Category*

**Jefferies LLC**

Summary of Hours by Category  
May 24, 2020 - December 1, 2021

Category Code #		Hours
1	Case Administration / General	198.0
2	Sale Process	-
3	Creditor Related Tasks	3.5
4	UCC Related Tasks	1,643.5
5	DIP Financing	718.5
6	Testimony Preparation	-
7	Plan of Reorganization	188.5
8	Travel	-
9	Due Diligence	508.0
10	Business Plan	169.0
11	Case Strategy	1,144.5
<b>Total</b>		<b>4,573.5</b>

*Summary by Professional*

**Jefferies LLC**

Summary of Hours by Professional  
May 24, 2020 - December 1, 2021

Name	Position	Hours
Leon Szlezinger	Co-Head / Managing Director, Debt Advisory & Restructuring	555.0
Philip Engel	Vice President, Debt Advisory & Restructuring	718.0
Kevin Murray	Associate, Debt Advisory & Restructuring	171.5
Mitchell Shinder	Associate, Debt Advisory & Restructuring	142.0
James Gilbert	Analyst, Debt Advisory & Restructuring	815.0
Timothy DeGraw	Analyst, Debt Advisory & Restructuring	705.0
Nick Fazioli	Managing Director, Aerospace and Aviation Investment Banking	356.5
Katya Brozyna	Vice President, Aerospace and Aviation Investment Banking	439.0
Bobby Femia	Associate, Aerospace and Aviation Investment Banking	511.5
Michael Bregman	Associate, Aerospace and Aviation Investment Banking	116.5
Craig Mineard	Managing Director, Media, Communications & Information Services	7.5
Sung Kim	Associate, Media, Communications & Information Services	16.0
Chad Friedberg	Analyst, Media, Communications & Information Services	20.0
<b>Total</b>		<b>4,573.5</b>

**FOURTH INTERIM AND FINAL FEE  
APPLICATION OF JEFFERIES LLC AS INVESTMENT  
BANKER FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS**

**EXPENSES BY CATEGORY  
MAY 24, 2020 – DECEMBER 1, 2021<sup>6</sup>**

**Jefferies LLC**

Summary of Expenses by Category

May 24, 2020 - December 1, 2021

Category	Expenses
Meal (Overtime)	\$ -
Ground Transportation (Overtime)	-
Hotel Accommodations	-
Air Transportation	-
Internet Access & Communication Costs	298.60
Printing & Presentation Services	255.00
Train	-
Legal	\$57,257.75
Legal (Credit)	(543.42)
Legal (Reduction)	(11,328.58)
<b>Total</b>	<b>\$ 45,939.35</b>

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<sup>6</sup> As described above and in the Eleventh Monthly Fee Statement, Jefferies has credited \$543.42 for certain telecommunications expenses (\$6.67) and certain legal expenses in prior fee statements that were incorrectly billed to the Avianca matter (\$536.75). Additionally, the \$11,328.58 expense reduction set forth herein reflects a reduction for certain legal expenses that were disallowed and/or waived in connection with the Third Interim Fee Application (\$10,597.58) and the Thirteenth Monthly Fee Statement (\$731.00) as set forth above.

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

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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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**FOURTH INTERIM AND FINAL FEE APPLICATION  
OF JEFFERIES LLC FOR COMPENSATION FOR PROFESSIONAL  
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS  
INVESTMENT BANKER FOR THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FROM MAY 24, 2020 TO AND INCLUDING DECEMBER 1, 2021**

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Jefferies LLC (“Jefferies”), the investment banker for the Official Committee of Unsecured Creditors (the “Committee”) in the above-captioned chapter 11 cases, requests entry of an order granting this fourth interim and final fee application (this “Final Fee Application”), pursuant to sections 328, 330 and 331 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 Southern District of New York (the “Local Bankruptcy Rules”) and the

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<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 Unión, S.A. de C.V. (N/A); Aeroinversiones de Honduras, S.A. (N/A); Aerovías del Continente Americano S.A. Avianca (N/A); Airlease Holdings One Ltd. (N/A); America Central (Canada) Corp. (00-1071563); America Central Corp. (65-0444665); AV International Holdco S.A. (N/A); AV International Holdings S.A. (N/A); AV International Investments S.A. (N/A); AV International Ventures S.A. (N/A); AV Investments One Colombia S.A.S. (N/A); AV Investments Two Colombia S.A.S. (N/A); AV Taca International Holdco S.A. (N/A); Avianca Costa Rica S.A. (N/A); Avianca Leasing, LLC (47-2628716); Avianca, Inc. (13-1868573); Avianca-Ecuador S.A. (N/A); Aviaservicios, S.A. (N/A); Aviateca, S.A. (N/A); Avifreight Holding Mexico, S.A.P.I. de C.V. (N/A); C.R. Int’l Enterprises, Inc. (59-2240957); Grupo Taca Holdings Limited (N/A); International Trade Marks Agency Inc. (N/A); Inversiones del Caribe, S.A. (N/A); Isleña de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.) (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors’ principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.

*Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 256] (the “Interim Compensation Order”), for (a) final allowance and payment of compensation for professional services to the Committee during the period from May 24, 2020 to and including December 1, 2021 (the “Final Compensation Period”) in the amount of \$6,885,833.34, and (b) final allowance and reimbursement of actual and necessary expenses incurred by Jefferies during the Final Compensation Period in connection with such services in the amount of \$45,939.42. This Final Fee Application has been prepared in accordance with *General Order M-447, the Amended Guidelines for Fees and Disbursements for Professionals in the Southern District of New York (June 17, 2013)* promulgated pursuant to Local Bankruptcy Rule 2016-1(a) (the “Local Guidelines”). Attached hereto as **Exhibit A** is a certification regarding compliance with the Local Guidelines.

In support of this Final Fee Application, Jefferies respectfully states as follows:

### **JURISDICTION AND VENUE**

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

2. The statutory and other legal bases for the relief requested herein are sections 328(a), 330 and 331 of the Bankruptcy Code, Bankruptcy Rule 2016, Local Bankruptcy Rule 2016-1 and the Interim Compensation Order.

### **BACKGROUND**

3. On May 10, 2020 (the “Petition Date”), each of the Debtors filed a voluntary petition with this Court for relief under the Bankruptcy Code.

4. On May 22, 2020, the United States Trustee for Region 2 (the “U.S. Trustee”) appointed a Committee pursuant to section 1102 of the Bankruptcy Code [Docket No. 154]. Shortly after its appointment, the Committee selected Jefferies as its investment banker.

5. On July 1, 2020, the Committee filed an application to employ and retain Jefferies as its investment banker under sections 328(a) and 1103(a) of the Bankruptcy Code, effective as of May 24, 2020, pursuant to the terms and subject to the conditions of that certain engagement letter (the “Engagement Letter”) between Jefferies and the Committee dated as of May 24, 2020 [Docket No. 374] (the “Retention Application”).<sup>2</sup>

6. On July 14, 2020, the Court entered the order granting the Retention Application [Docket No. 462] (the “Retention Order”), effective as of May 24, 2020. The Retention Order, among other things, approved the Engagement Letter, as modified by the Retention Order, pursuant to section 328(a) of the Bankruptcy Code, and authorized the Debtors to pay, reimburse, and indemnify Jefferies in accordance with the terms and conditions of the Engagement Letter, subject to application to the Court. A copy of the Engagement Letter was annexed to the Retention Order as Exhibit 1.

7. On June 9, 2020, the Court entered the Interim Compensation Order, which generally sets forth the procedures for interim compensation and expense reimbursement for all retained professionals in these cases.

8. On November 2, 2021 the Court entered the *Order (I) Confirming Further Modified Joint Chapter 11 Plan of Avianca Holdings S.A. and its Affiliated Debtors and (II) Granting Related Relief* [Docket No. 2300] (the “Confirmation Order”). The Plan (as defined in the

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meaning ascribed to such terms in the Retention Application.



Confirmation Order) went effective on December 1, 2021 [Docket No. 2384] (the “Effective Date”). Pursuant to the Plan, all final requests for payment of Professional Fees incurred prior to the Effective Date must be filed with the Court no later than forty-five (45) days after the Effective Date.

**RELIEF REQUESTED**

9. The Retention Order approved the payment of the following fees to Jefferies:
  - a. **Monthly Fee**. A monthly fee (the “Monthly Fee”) equal to \$175,000 per month (prorated for partial months) until the expiration or termination of this Agreement. The first Monthly Fee shall be payable as of the date of this Agreement, and each subsequent Monthly Fee shall be payable in advance on the 24th day of each month thereafter. Commencing with the tenth full Monthly Fee actually paid to Jefferies under this Agreement, an amount equal to fifty percent (50%) of such Monthly Fees will be credited once against any Transaction Fee (as defined below) paid to Jefferies.
  - b. **Transaction Fee**. Upon the consummation of a Transaction, a transaction fee (the “Transaction Fee”) in an amount equal to \$4,500,000.

10. Jefferies seeks entry of an order granting (a) final allowance and payment of compensation for professional services to the Committee during the Final Compensation Period in the amount of \$6,885,833.34, and (b) final allowance and reimbursement of actual and necessary expenses incurred by Jefferies during the Final Compensation Period in connection with such services in the amount of \$45,939.42.

11. Pursuant to the terms of the Engagement Letter, Jefferies earned certain Monthly Fees and a Transaction Fee.

12. With respect to the Monthly Fees, Jefferies earned \$3,196,666.67, on account of (19) Monthly Fees, commencing with the Monthly Fee that came due on May 24, 2020 and ending with the prorated Monthly Fee that came due on November 24, 2021.<sup>3</sup>

13. With respect to the Transaction Fee, Jefferies earned \$4,500,000.00 on account of consummation of the Debtors' Plan.

14. With respect to the crediting of Monthly Fees, Jefferies credited \$810,833.34 of Monthly Fees against the Transaction Fee. Pursuant to the Engagement Letter, such crediting is on account of 50% of all Monthly Fees earned by Jefferies commencing with the tenth full Monthly Fee actually paid to Jefferies.<sup>4</sup>

15. Accordingly, the total compensation earned by Jefferies during the Final Compensation Period is as follows:

Monthly Fees	\$3,196,666.67
Transaction Fee	\$4,500,000.00
Monthly Fee Crediting	(\$810,833.34)
<b>Total Fees Earned</b>	<b>\$6,885,833.34</b>

16. All services for which Jefferies requests compensation were performed during the Final Compensation Period on behalf of the Committee. During the Final Compensation Period,

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<sup>3</sup> Pursuant to the Engagement Letter, Jefferies has prorated the November 24, 2021 Monthly Fee since the Plan went effective on December 1, 2021. The prorated November 24, 2021 Monthly Fee is equal to \$46,666.67 ( $\$175,000.00 * (8/30) = \$46,666.67$ ).

<sup>4</sup> The calculation for Monthly Fee crediting is as follows: 50% of nine (9) \$175,000.00 Monthly Fees plus 50% of the prorated \$46,666.67 November 24, 2021 Monthly Fee is equal to \$810,833.34.

Jefferies performed significant services on behalf of the Committee, including but not limited to, the following:

- a. **Due Diligence.** In order to understand and evaluate the business, strategy, prospects and assets of the Debtors, significant due diligence was performed. As part of its due diligence, Jefferies held numerous telephonic meetings with the Debtors' management, advisors to the Debtors, and other key stakeholders. In connection with its due diligence, Jefferies requested, reviewed and analyzed materials provided by the Debtors and their professionals regarding their operations, assets, financial performance, and employees. In addition to conducting due diligence on the assets, operations and liabilities, Jefferies conducted thorough research and analyses on the industry and competitors of the Debtors. Jefferies continually updated the Committee with various presentations regarding matters related to the Debtors' restructuring and developments in the industry. Jefferies also reviewed and analyzed the various motions filed by the Debtors and other parties-in-interest. Jefferies' due diligence, the findings of which were communicated to the Committee, were essential to developing the Committee's understanding of the operations, assets, and financial performance of the Debtors.
- b. **Committee Meetings and Court Hearings.** Jefferies participated in numerous virtual and telephonic meetings with the Committee and its other advisors regarding issues relating to the Debtors' cases. Jefferies' professionals participated in such Committee meetings, as well as email correspondence, providing recommendations and advice with respect to a number of business and financial issues, as well as updates on ongoing discussions, activities and negotiations with the Debtors and other parties-in-interest. Such meetings provided a forum for the Committee members to exchange ideas and raise questions to Jefferies and its other advisors regarding matters of concern to unsecured creditors. The meetings also provided a forum for Jefferies to update the Committee on case developments and communicate the findings of its various due diligence activities and analyses including regular reviews of the Debtors' financial performance and outlook and restructuring alternatives. Jefferies' professionals also dialed-in to various bankruptcy court hearings and depositions relating to this case.
- c. **DIP / Exit Financing.** Jefferies reviewed and discussed the terms of the DIP with the Committee. Jefferies assessed the Debtors' overall cash and liquidity needs. Jefferies also evaluated the potential need for exit financing and the Debtors' ability to service debt, and potential impact on confirmation of a plan of reorganization. Jefferies discussed the results of the above diligence with the Committee members.
- d. **Business Plan and Financial Projections.** Jefferies reviewed and analyzed versions of the business plan and financial projections prepared by the Debtors' management and professionals. In coordination with the Committee's other advisors, Jefferies conducted due diligence and financial analyses of the underlying assumptions of the business plans and financial projections. Jefferies responded to

questions by the Committee regarding the Debtors' operations, potential restructuring strategy and general corporate finance matters.

- e. **Financial Analysis.** Jefferies conducted various financial analyses, including, but not limited to, weekly cash flow analysis, various claims filed against the Debtors, and potential recoveries to the Company's creditors based on various proposed capital structures, settlement proposals presented from various creditor parties, as well as the filed plan of reorganization. In the course of its analyses of the matters noted above, Jefferies researched industry and capital markets precedents, reviewed relevant publications and built analytical materials. Jefferies prepared materials, which, in part, relied upon information provided by the Debtors, that were presented to the Committee.
- f. **General Chapter 11 Administration.** Jefferies attended to various general and administrative tasks such as billing and related communications, as well as other day-to-day engagement requirements that do not fall into other project categories.
- g. **Plan and Settlement Negotiation.** Jefferies along with the Committee's other advisors, conducted negotiations with the Debtors and other parties-in-interest on a settlement on behalf of the Committee. Jefferies' professionals participated in negotiations, analyzed the economics of potential settlements, and provided input to drafts of the Plan and related documents.

17. Although Jefferies, in line with market convention, does not bill by the hour, Jefferies has kept track of its post-petition time in half-hour increments in accordance with the Retention Order. Time records for the period from June 1, 2021 to and including December 1, 2021 are attached hereto as **Exhibit B**.<sup>5</sup> During the Final Compensation Period, Jefferies professionals spent approximately 4,573.5 hours providing investment banking services to the Committee.

18. The fees charged by Jefferies have been billed in accordance with the Engagement Letter and the Retention Order and are comparable to those fees charged by Jefferies for professional services rendered in connection with similar chapter 11 cases and non-bankruptcy

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<sup>5</sup> Time records for all prior periods of Jefferies retention in these cases are attached to Jefferies's previously filed monthly and/or interim fee applications.

matters. Jefferies submits that such fees are reasonable based upon the customary compensation charged by similarly skilled practitioners in comparable bankruptcy cases and non-bankruptcy matters in the competitive national investment banking market.

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

#### **ACTUAL AND NECESSARY EXPENSES**

20. Jefferies also incurred certain necessary expenses during the Final Compensation Period for which it is entitled to reimbursement under the Engagement Letter. By this Final Fee Application, Jefferies is not seeking reimbursement of any expenses other than the expenses approved by the Court pursuant to Jefferies' previously filed interim fee applications. Detail with respect to these expenses is set forth in Exhibit C to each of Jefferies' previously filed interim fee applications. Jefferies' expenses incurred during the Final Compensation Period in connection with its services to the Committee total \$45,939.42.

#### **BASIS FOR RELIEF**

21. Section 328(a) of the Bankruptcy Code allows a professional to obtain prior court approval of the terms of its retention. See 11 U.S.C. § 328(a). Under section 328(a), a professional may avoid uncertainty by obtaining (i) advance court approval of compensation terms agreed to with the estate and (ii) a court's finding that such terms are "reasonable" in advance of the professional's providing related services. See In re Nat'l Gypsum Co., 123 F.3d 861, 862–63 (5th Cir. 1997). Section 328(a) explicitly contemplates court approval of contingent fees. See 11 U.S.C. § 328(a) ("The trustee . . . with the court's approval, may employ or authorize the

employment of a professional person . . . on any reasonable terms and conditions of employment, including . . . on a fixed or percentage fee basis, or on a contingent fee basis.”).

22. If a court has entered an order authorizing a professional’s employment that “expressly and unambiguously states specific terms and conditions (e.g., specific hourly rates or contingency fee arrangements) that are being approved pursuant to the first sentence of Section 328(a),” the court is constrained to apply only the “improvident” standard of section 328(a) in any later review of such professional’s requested compensation. Zolfo, Cooper & Co. v. Sunbeam-Oster Co., Inc., 50 F.3d 253, 261 (3d Cir. 1995).

23. Under the section 328(a) standard, a bankruptcy court wishing to render a previously approved fee arrangement “improvident” must find that there have been “developments not capable of being anticipated at the time of the fixing of the terms and conditions” of the engagement. 11 U.S.C. § 328(a). It is not enough that developments in a case are simply unforeseen. Daniels v. Barron (In re Barron), 225 F.3d 583, 585 (5th Cir. 2000).

24. Section 330 of the Bankruptcy Code, moreover, provides that a court may award a professional employed under section 327 of the Bankruptcy Code “reasonable compensation for actual, necessary services rendered . . . and reimbursement for actual, necessary expenses.” 11 U.S.C. § 330(a)(1). Section 330 also sets forth the following non-exclusive criteria for the award of such compensation and reimbursement. Section 330 also sets forth the criteria for the award of such compensation and reimbursement:

In determining the amount of reasonable compensation to be awarded to . . . [a] professional person, the court shall consider the nature, the extent, and the value of such services, taking into account all relevant factors, including –

- A. the time spent on such services;
- B. the rates charged for such services;

- C. whether the services were necessary to the administration of, or beneficial at the time at which the service was rendered toward the completion of, a case under this title;
- D. whether the services were performed within a reasonable amount of time commensurate with the complexity, importance, and nature of the problem, issue, or task addressed;
- E. with respect to a professional person, whether the person is board certified or otherwise has demonstrated skill and experience in the bankruptcy field; and
- F. whether the compensation is reasonable based on the customary compensation charged by comparably skilled practitioners in cases other than cases under this title.

11 U.S.C. § 330(a)(3). see also In re XO Commc'ns, Inc., 398 B.R. 106, 113 (Bankr. S.D.N.Y. 2008) (stating that, “in considering a transaction fee, courts recognize that certain of these factors do not apply, such as ‘time spent’ or the ‘rates charged’”) (quoting In re Intelogic Trace, Inc., 188 B.R. 557, 559 (Bankr. W.D. Tex. 1995)).

25. Here, the Retention Order approved Jefferies’ compensation under section 328(a) of the Bankruptcy Code as to all parties except the U.S. Trustee, which retained the right to review Jefferies’ compensation based on the reasonableness standard of section 330.

26. Each component of Jefferies’ compensation earned during the Final Application Period was earned under the terms of the Court-approved Engagement Letter, as modified by the Retention Order. Jefferies submits that the services it performed on behalf of the Debtors, as summarized above and as more fully described in Jefferies’ time records, were necessary for and beneficial to the Debtors’ estates. Moreover, Jefferies’ services were consistently performed in a timely, expert and considered manner commensurate with the complexity and importance of the issues involved. Accordingly, approval of the compensation for professional services and reimbursement of the expenses sought herein is warranted.

27. No previous application for the relief sought herein has been made to this or any other Court.

*[Remainder of Page Intentionally Left Blank]*



WHEREFORE, Jefferies requests entry a final order approving and allowing (a) compensation for professional services to the Committee during the Final Compensation Period in the amount of \$6,885,833.34, (b) reimbursement of actual and necessary expenses incurred by Jefferies during the Final Compensation Period in connection with such services in the amount of \$45,939.42, and (c) authorizing and directing the payment to Jefferies of all such allowed compensation and expenses, less any amounts previously paid to Jefferies on account of such compensation and expenses.

Dated: January 18, 2022  
New York, New York

**JEFFERIES, LLC**

*/s/ Leon Szlezinger*

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Leon Szlezinger  
Managing Director and Joint Global Head  
of Debt Advisory & Restructuring

**EXHIBIT A**

**Certification Regarding Compliance with Local Guidelines**

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

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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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**CERTIFICATION UNDER GUIDELINES FOR FEES AND DISBURSEMENTS FOR  
PROFESSIONALS IN RESPECT OF THE FOURTH INTERIM AND FINAL FEE  
APPLICATION OF JEFFERIES LLC FOR COMPENSATION FOR PROFESSIONAL  
SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES INCURRED AS  
INVESTMENT BANKER FOR THE OFFICIAL COMMITTEE OF UNSECURED  
CREDITORS FROM MAY 24, 2020 TO AND INCLUDING DECEMBER 1, 2021**

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I, Leon Szlezinger, hereby certify that:

1. I am a Managing Director Joint Global Head of Debt Advisory & Restructuring at Jefferies LLC (“Jefferies”), an investment banking and financial advisory firm with principal offices located at 520 Madison Avenue, New York, New York 10022, as well as at other locations worldwide.

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<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 Unión, S.A. de C.V. (N/A); Aeroinversiones de Honduras, S.A. (N/A); Aerovías del Continente Americano S.A. Avianca (N/A); Airlease Holdings One Ltd. (N/A); America Central (Canada) Corp. (00-1071563); America Central Corp. (65-0444665); AV International Holdco S.A. (N/A); AV International Holdings S.A. (N/A); AV International Investments S.A. (N/A); AV International Ventures S.A. (N/A); AV Investments One Colombia S.A.S. (N/A); AV Investments Two Colombia S.A.S. (N/A); AV Taca International Holdco S.A. (N/A); Avianca Costa Rica S.A. (N/A); Avianca Leasing, LLC (47-2628716); Avianca, Inc. (13-1868573); Avianca-Ecuador S.A. (N/A); Aviaservicios, S.A. (N/A); Aviateca, S.A. (N/A); Avifreight Holding Mexico, S.A.P.I. de C.V. (N/A); C.R. Int’l Enterprises, Inc. (59-2240957); Grupo Taca Holdings Limited (N/A); International Trade Marks Agency Inc. (N/A); Inversiones del Caribe, S.A. (N/A); Isleña de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaraguense de Aviación, Sociedad Anónima (Nica, S.A.) (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aereo y Rampa S.A. (N/A); Servicios Aeroportuarios Integrados SAI S.A.S. (92-4006439); Taca de Honduras, S.A. de C.V. (N/A); Taca de México, S.A. (N/A); Taca International Airlines S.A. (N/A); Taca S.A. (N/A); Tampa Cargo S.A.S. (N/A); Technical and Training Services, S.A. de C.V. (N/A). The Debtors’ principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.

2. This certification is made in respect of the Jefferies' 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"), 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 "UST Guidelines" and, together with the Local Guidelines, the "Guidelines"), and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Docket No. 256] (the "Interim Compensation Order") in connection with Jefferies' fourth interim and final fee application filed contemporaneously herewith (the "Application") for final compensation and reimbursement of expenses for the period commencing May 24, 2020 to and including December 1, 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 Jefferies and generally accepted by Jefferies' clients; and
- d. in providing any reimbursable services reflected in the Application, Jefferies did not make a profit on those services, whether performed by Jefferies in-house or through a third party.

4. In respect of Section B.2 of the Local Guidelines, I certify that Jefferies 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 monthly statement of the Jefferies' 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 Fee Notice Parties (as defined in the Interim Compensation Order) are each being provided with a copy of the Application.

Dated: January 18, 2022  
New York, New York

**JEFFERIES, LLC**

/s/ Leon Szlezinger

Leon Szlezinger  
Managing Director and Joint Global Head  
of Debt Advisory & Restructuring

**EXHIBIT B**

**Time Records of Jefferies Professionals**

## Jefferies LLC

June 1, 2021 - June 30, 2021

Date	Banker	Comments	Hours	Category
06/01/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
06/02/21	Leon Szlezinger	Call with Alton re: Cash Touchpoint	0.5	5
06/02/21	Leon Szlezinger	Call with Seabury	1.0	11
06/02/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
06/02/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
06/03/21	Leon Szlezinger	Review UCC Materials	0.5	4
06/03/21	Leon Szlezinger	UCC Committee Call	1.0	4
06/07/21	Leon Szlezinger	LOI Analysis	1.0	7
06/08/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
06/09/21	Leon Szlezinger	Call with Seabury	1.0	11
06/09/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
06/09/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
06/09/21	Leon Szlezinger	Review Commitment Letters and Term Sheets	1.0	9
06/09/21	Leon Szlezinger	Exit Financing Analysis	1.0	7
06/10/21	Leon Szlezinger	Review UCC Materials	0.5	4
06/10/21	Leon Szlezinger	UCC Committee Call	1.0	4
06/15/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
06/16/21	Leon Szlezinger	Omnibus Hearing	1.0	4
06/16/21	Leon Szlezinger	Cash Flow Analysis	0.5	10
06/16/21	Leon Szlezinger	Call with Alton re: Cash Touchpoint	0.5	5
06/16/21	Leon Szlezinger	Call with Seabury	1.0	11
06/16/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
06/16/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
06/17/21	Leon Szlezinger	Review UCC Materials	0.5	4
06/17/21	Leon Szlezinger	UCC Committee Call	1.0	4
06/22/21	Leon Szlezinger	Tranche B Conversion Analysis	1.0	11
06/22/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
06/22/21	Leon Szlezinger	Tranche B Conversion Discussion	0.5	5
06/23/21	Leon Szlezinger	Call with Seabury	1.0	11
06/23/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
06/23/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
06/24/21	Leon Szlezinger	UCC Committee Call	1.0	4
06/28/21	Leon Szlezinger	Review Commitment Letters and Term Sheets	1.0	9
06/28/21	Leon Szlezinger	Exit Financing Analysis	1.0	7
06/28/21	Leon Szlezinger	Cash Flow Analysis	1.0	10
06/29/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
06/30/21	Leon Szlezinger	Call with Alton re: Cash Touchpoint	0.5	5
06/30/21	Leon Szlezinger	Cash Flow Analysis	0.5	10
06/30/21	Leon Szlezinger	Call with Seabury	1.0	11
06/30/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
06/30/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
06/30/21	Leon Szlezinger	Exit Financing Analysis	1.0	7
<b>June 1, 2021 - June 30, 2021 Hours for Leon Szlezinger</b>			<b>32.5</b>	

06/01/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
06/01/21	Philip Engel	Review Contracts and Unexpired Leases	0.5	9
06/01/21	Philip Engel	Cash Flow Analysis	1.0	10
06/02/21	Philip Engel	Call with Alton re: Cash Touchpoint	0.5	5
06/02/21	Philip Engel	Call with Seabury	1.0	11
06/02/21	Philip Engel	UCC Advisors Discussion	1.0	11
06/02/21	Philip Engel	Review Shareholder Agreements	0.5	4
06/02/21	Philip Engel	Review Seabury Investor Update	1.0	4
06/02/21	Philip Engel	Cash Flow Analysis	1.0	10
06/03/21	Philip Engel	Review UCC Materials	0.5	4
06/03/21	Philip Engel	UCC Committee Call	1.0	4
06/06/21	Philip Engel	LOI Analysis	1.5	7
06/07/21	Philip Engel	Cash Flow Analysis	1.0	10
06/07/21	Philip Engel	LOI Analysis	1.0	7
06/08/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
06/09/21	Philip Engel	Call with Seabury	1.0	11
06/09/21	Philip Engel	UCC Advisors Discussion	1.0	11

Jefferies LLC

June 1, 2021 - June 30, 2021

Date	Banker	Comments	Hours	Category
06/09/21	Philip Engel	Review Commitment Letters and Term Sheets	1.5	9
06/09/21	Philip Engel	Exit Financing Analysis	1.0	7
06/10/21	Philip Engel	Review UCC Materials	0.5	4
06/10/21	Philip Engel	UCC Committee Call	1.0	4
06/15/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
06/16/21	Philip Engel	Omnibus Hearing	1.0	4
06/16/21	Philip Engel	Cash Flow Analysis	1.0	10
06/16/21	Philip Engel	Call with Alton re: Cash Touchpoint	0.5	5
06/16/21	Philip Engel	Call with Seabury	1.0	11
06/16/21	Philip Engel	UCC Advisors Discussion	1.0	11
06/17/21	Philip Engel	Review UCC Materials	0.5	4
06/17/21	Philip Engel	UCC Committee Call	1.0	4
06/18/21	Philip Engel	Tranche B Conversion Analysis	1.0	11
06/22/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
06/22/21	Philip Engel	Tranche B Conversion Analysis	0.5	11
06/22/21	Philip Engel	Tranche B Conversion Discussion	0.5	5
06/22/21	Philip Engel	Review Potential Claims Pool	0.5	9
06/23/21	Philip Engel	Call with Seabury	1.0	11
06/23/21	Philip Engel	UCC Advisors Discussion	1.0	11
06/24/21	Philip Engel	UCC Committee Call	1.0	4
06/28/21	Philip Engel	Review Commitment Letters and Term Sheets	1.5	9
06/28/21	Philip Engel	Exit Financing Analysis	1.0	7
06/28/21	Philip Engel	Cash Flow Analysis	1.0	10
06/29/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
06/30/21	Philip Engel	Call with Alton re: Cash Touchpoint	0.5	5
06/30/21	Philip Engel	Call with Seabury	1.0	11
06/30/21	Philip Engel	Cash Flow Analysis	1.0	10
06/30/21	Philip Engel	UCC Advisors Discussion	1.0	11
06/30/21	Philip Engel	Exit Financing Analysis	1.5	7
<b>June 1, 2021 - June 30, 2021 Hours for Philip Engel</b>			<b>40.0</b>	

06/09/21	Kevin Murray	Review Case Materials	3.0	9
06/09/21	Kevin Murray	Call with Seabury	1.0	11
06/09/21	Kevin Murray	UCC Advisors Discussion	1.0	11
06/09/21	Kevin Murray	Review Commitment Letters and Term Sheets	2.5	9
06/09/21	Kevin Murray	Exit Financing Analysis	2.5	7
06/10/21	Kevin Murray	Review UCC Materials	0.5	4
06/10/21	Kevin Murray	UCC Committee Call	1.0	4
06/10/21	Kevin Murray	Review Prepetition Payment Activity	0.5	9
06/15/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
06/16/21	Kevin Murray	Omnibus Hearing	1.0	4
06/16/21	Kevin Murray	Cash Flow Analysis	2.0	10
06/16/21	Kevin Murray	Call with Alton re: Cash Touchpoint	0.5	5
06/16/21	Kevin Murray	Call with Seabury	1.0	11
06/16/21	Kevin Murray	UCC Advisors Discussion	1.0	11
06/17/21	Kevin Murray	Review UCC Materials	0.5	4
06/17/21	Kevin Murray	UCC Committee Call	1.0	4
06/18/21	Kevin Murray	Tranche B Conversion Analysis	2.5	11
06/22/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
06/22/21	Kevin Murray	Tranche B Conversion Analysis	1.0	11
06/22/21	Kevin Murray	Tranche B Conversion Discussion	0.5	5
06/22/21	Kevin Murray	Review Potential Claims Pool	0.5	9
06/23/21	Kevin Murray	Call with Seabury	1.0	11
06/23/21	Kevin Murray	UCC Advisors Discussion	1.0	11
06/24/21	Kevin Murray	UCC Committee Call	1.0	4
06/28/21	Kevin Murray	Review Commitment Letters and Term Sheets	2.0	9
06/28/21	Kevin Murray	Exit Financing Analysis	2.5	7
06/28/21	Kevin Murray	Cash Flow Analysis	1.0	10
06/29/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
06/30/21	Kevin Murray	Call with Alton re: Cash Touchpoint	0.5	5
06/30/21	Kevin Murray	Cash Flow Analysis	1.0	10
06/30/21	Kevin Murray	Call with Seabury	1.0	11



Jefferies LLC

June 1, 2021 - June 30, 2021

Date	Banker	Comments	Hours	Category
06/30/21	Kevin Murray	UCC Advisors Discussion	1.0	11
06/30/21	Kevin Murray	Exit Financing Analysis	2.0	7
<b>June 1, 2021 - June 30, 2021 Hours for Kevin Murray</b>			<b>39.0</b>	
06/01/21	James Gilbert	Call with Alton re: Workstreams	0.5	11
06/01/21	James Gilbert	Review Contracts and Unexpired Leases	0.5	9
06/01/21	James Gilbert	Cash Flow Analysis	1.5	10
06/02/21	James Gilbert	Call with Alton re: Cash Touchpoint	0.5	5
06/02/21	James Gilbert	Call with Seabury	1.0	11
06/02/21	James Gilbert	UCC Advisors Discussion	1.0	11
06/02/21	James Gilbert	Review Shareholder Agreements	0.5	4
06/02/21	James Gilbert	Review Seabury Investor Update	1.0	4
06/02/21	James Gilbert	Cash Flow Analysis	1.0	10
06/03/21	James Gilbert	Review UCC Materials	0.5	4
06/03/21	James Gilbert	UCC Committee Call	1.0	4
06/06/21	James Gilbert	LOI Analysis	3.0	7
06/07/21	James Gilbert	Cash Flow Analysis	1.0	10
06/07/21	James Gilbert	LOI Analysis	2.0	7
06/08/21	James Gilbert	Call with Alton re: Workstreams	0.5	11
06/09/21	James Gilbert	Call with Seabury	1.0	11
06/09/21	James Gilbert	UCC Advisors Discussion	1.0	11
06/09/21	James Gilbert	Review Commitment Letters and Term Sheets	2.0	9
06/10/21	James Gilbert	Review UCC Materials	0.5	4
06/10/21	James Gilbert	UCC Committee Call	1.0	4
06/15/21	James Gilbert	Call with Alton re: Workstreams	0.5	11
06/16/21	James Gilbert	Omnibus Hearing	1.0	4
06/16/21	James Gilbert	Cash Flow Analysis	1.0	10
06/16/21	James Gilbert	Call with Alton re: Cash Touchpoint	0.5	5
06/16/21	James Gilbert	Call with Seabury	1.0	11
06/16/21	James Gilbert	UCC Advisors Discussion	1.0	11
06/17/21	James Gilbert	Review UCC Materials	0.5	4
06/17/21	James Gilbert	UCC Committee Call	1.0	4
06/18/21	James Gilbert	Tranche B Conversion Analysis	1.0	11
06/22/21	James Gilbert	Call with Alton re: Workstreams	0.5	11
06/22/21	James Gilbert	Tranche B Conversion Discussion	0.5	5
06/23/21	James Gilbert	Call with Seabury	1.0	11
06/23/21	James Gilbert	UCC Advisors Discussion	1.0	11
06/24/21	James Gilbert	UCC Committee Call	1.0	4
06/29/21	James Gilbert	Call with Alton re: Workstreams	0.5	11
06/30/21	James Gilbert	Call with Alton re: Cash Touchpoint	0.5	5
06/30/21	James Gilbert	Call with Seabury	1.0	11
06/30/21	James Gilbert	UCC Advisors Discussion	1.0	11
<b>June 1, 2021 - June 30, 2021 Hours for James Gilbert</b>			<b>35.5</b>	
06/01/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
06/01/21	Timothy DeGraw	Review Contracts and Unexpired Leases	0.5	9
06/01/21	Timothy DeGraw	Cash Flow Analysis	3.5	10
06/02/21	Timothy DeGraw	Call with Alton re: Cash Touchpoint	0.5	5
06/02/21	Timothy DeGraw	Call with Seabury	1.0	11
06/02/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
06/02/21	Timothy DeGraw	Review Shareholder Agreements	0.5	4
06/02/21	Timothy DeGraw	Review Seabury Investor Update	1.0	4
06/02/21	Timothy DeGraw	Cash Flow Analysis	1.0	10
06/03/21	Timothy DeGraw	Review UCC Materials	0.5	4
06/03/21	Timothy DeGraw	UCC Committee Call	1.0	4
06/06/21	Timothy DeGraw	LOI Analysis	2.5	7
06/07/21	Timothy DeGraw	Cash Flow Analysis	1.5	10
06/07/21	Timothy DeGraw	LOI Analysis	1.0	7
06/08/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
06/09/21	Timothy DeGraw	Call with Seabury	1.0	11
06/09/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
06/09/21	Timothy DeGraw	Review Commitment Letters and Term Sheets	2.5	9

Jefferies LLC

June 1, 2021 - June 30, 2021

Date	Banker	Comments	Hours	Category
06/09/21	Timothy DeGraw	Exit Financing Analysis	2.5	7
06/10/21	Timothy DeGraw	Review UCC Materials	0.5	4
06/10/21	Timothy DeGraw	UCC Committee Call	1.0	4
06/10/21	Timothy DeGraw	Review Prepetition Payment Activity	0.5	9
06/14/21	Timothy DeGraw	Cash Flow Analysis	2.5	10
06/15/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
06/16/21	Timothy DeGraw	Omnibus Hearing	1.0	4
06/16/21	Timothy DeGraw	Cash Flow Analysis	2.0	10
06/16/21	Timothy DeGraw	Call with Alton re: Cash Touchpoint	0.5	5
06/16/21	Timothy DeGraw	Call with Seabury	1.0	11
06/16/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
06/17/21	Timothy DeGraw	Review UCC Materials	0.5	4
06/17/21	Timothy DeGraw	UCC Committee Call	1.0	4
06/18/21	Timothy DeGraw	Tranche B Conversion Analysis	2.0	11
06/22/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
06/22/21	Timothy DeGraw	Tranche B Conversion Analysis	1.5	11
06/22/21	Timothy DeGraw	Tranche B Conversion Discussion	0.5	5
06/22/21	Timothy DeGraw	Review Potential Claims Pool	0.5	9
06/23/21	Timothy DeGraw	Call with Seabury	1.0	11
06/23/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
06/24/21	Timothy DeGraw	UCC Committee Call	1.0	4
06/28/21	Timothy DeGraw	Review Commitment Letters and Term Sheets	2.5	9
06/28/21	Timothy DeGraw	Exit Financing Analysis	2.0	7
06/28/21	Timothy DeGraw	Cash Flow Analysis	3.0	10
06/29/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
06/30/21	Timothy DeGraw	Call with Alton re: Cash Touchpoint	0.5	5
06/30/21	Timothy DeGraw	Call with Seabury	1.0	11
06/30/21	Timothy DeGraw	Cash Flow Analysis	1.0	10
06/30/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
06/30/21	Timothy DeGraw	Exit Financing Analysis	1.5	7
<b>June 1, 2021 - June 30, 2021 Hours for Timothy DeGraw</b>			<b>56.5</b>	

06/01/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
06/01/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
06/02/21	Nick Fazioli	Call with Alton re: Cash Touchpoint	0.5	5
06/02/21	Nick Fazioli	Call with Seabury	1.0	11
06/02/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
06/03/21	Nick Fazioli	UCC Committee Call	1.0	4
06/08/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
06/08/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
06/09/21	Nick Fazioli	Call with Seabury	1.0	11
06/09/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
06/10/21	Nick Fazioli	UCC Committee Call	1.0	4
06/15/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
06/15/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
06/16/21	Nick Fazioli	Omnibus Hearing	1.0	4
06/16/21	Nick Fazioli	Call with Alton re: Cash Touchpoint	0.5	5
06/16/21	Nick Fazioli	Call with Seabury	1.0	11
06/16/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
06/17/21	Nick Fazioli	UCC Committee Call	1.0	4
06/22/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
06/22/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
06/22/21	Nick Fazioli	Tranche B Conversion Discussion	0.5	5
06/23/21	Nick Fazioli	Call with Seabury	1.0	11
06/23/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
06/24/21	Nick Fazioli	UCC Committee Call	1.0	4
06/29/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
06/30/21	Nick Fazioli	Call with Alton re: Cash Touchpoint	0.5	5
06/30/21	Nick Fazioli	Call with Seabury	1.0	11
06/30/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
<b>June 1, 2021 - June 30, 2021 Hours for Nick Fazioli</b>			<b>21.5</b>	

Jefferies LLC

June 1, 2021 - June 30, 2021

Date	Banker	Comments	Hours	Category
06/01/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
06/01/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
06/02/21	Katya Brozyna	Call with Alton re: Cash Touchpoint	0.5	5
06/02/21	Katya Brozyna	Call with Seabury	1.0	11
06/02/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
06/03/21	Katya Brozyna	UCC Committee Call	1.0	4
06/08/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
06/08/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
06/09/21	Katya Brozyna	Call with Seabury	1.0	11
06/09/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
06/10/21	Katya Brozyna	UCC Committee Call	1.0	4
06/15/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
06/15/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
06/16/21	Katya Brozyna	Omnibus Hearing	1.0	4
06/16/21	Katya Brozyna	Call with Alton re: Cash Touchpoint	0.5	5
06/16/21	Katya Brozyna	Call with Seabury	1.0	11
06/16/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
06/17/21	Katya Brozyna	UCC Committee Call	1.0	4
06/22/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
06/22/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
06/22/21	Katya Brozyna	Tranche B Conversion Discussion	0.5	5
06/23/21	Katya Brozyna	Call with Seabury	1.0	11
06/23/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
06/24/21	Katya Brozyna	UCC Committee Call	1.0	4
06/29/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
06/29/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
06/30/21	Katya Brozyna	Call with Alton re: Cash Touchpoint	0.5	5
06/30/21	Katya Brozyna	Call with Seabury	1.0	11
06/30/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
<b>June 1, 2021 - June 30, 2021 Hours for Katya Brozyna</b>			<b>27.0</b>	

06/01/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
06/01/21	Bobby Femia	Industry Review and Benchmarking	2.5	9
06/02/21	Bobby Femia	Call with Alton re: Cash Touchpoint	0.5	5
06/02/21	Bobby Femia	Call with Seabury	1.0	11
06/02/21	Bobby Femia	UCC Advisors Discussion	1.0	11
06/03/21	Bobby Femia	UCC Committee Call	1.0	4
06/08/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
06/08/21	Bobby Femia	Industry Review and Benchmarking	2.5	9
06/09/21	Bobby Femia	Call with Seabury	1.0	11
06/09/21	Bobby Femia	UCC Advisors Discussion	1.0	11
06/10/21	Bobby Femia	UCC Committee Call	1.0	4
06/15/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
06/15/21	Bobby Femia	Industry Review and Benchmarking	2.5	9
06/16/21	Bobby Femia	Omnibus Hearing	1.0	4
06/16/21	Bobby Femia	Call with Alton re: Cash Touchpoint	0.5	5
06/16/21	Bobby Femia	Call with Seabury	1.0	11
06/16/21	Bobby Femia	UCC Advisors Discussion	1.0	11
06/17/21	Bobby Femia	UCC Committee Call	1.0	4
06/22/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
06/22/21	Bobby Femia	Industry Review and Benchmarking	2.5	9
06/22/21	Bobby Femia	Tranche B Conversion Discussion	0.5	5
06/23/21	Bobby Femia	Call with Seabury	1.0	11
06/23/21	Bobby Femia	UCC Advisors Discussion	1.0	11
06/24/21	Bobby Femia	UCC Committee Call	1.0	4
06/29/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
06/29/21	Bobby Femia	Industry Review and Benchmarking	2.5	9
06/30/21	Bobby Femia	Call with Alton re: Cash Touchpoint	0.5	5
06/30/21	Bobby Femia	Call with Seabury	1.0	11
06/30/21	Bobby Femia	UCC Advisors Discussion	1.0	11
<b>June 1, 2021 - June 30, 2021 Hours for Bobby Femia</b>			<b>32.0</b>	

Jefferies LLC

July 1, 2021 - July 31, 2021

Date	Banker	Comments	Hours	Category
07/01/21	Leon Szlezinger	UCC Committee Call Presentation Discussion	0.5	4
07/01/21	Leon Szlezinger	UCC Committee Call	1.0	4
07/01/21	Leon Szlezinger	Call with UCC Advisors re: TrBL Equity Term Sheet	1.0	7
07/01/21	Leon Szlezinger	Call with UCC Advisors re: TrBL Equity Term Sheet	0.5	7
07/02/21	Leon Szlezinger	Call with UCC Advisors re: Commitment Letter and DIP to Exit Term Sheet	0.5	7
07/05/21	Leon Szlezinger	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/06/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
07/06/21	Leon Szlezinger	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/07/21	Leon Szlezinger	Call with Milbank re: UCC Recoveries	0.5	7
07/07/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
07/07/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
07/07/21	Leon Szlezinger	Call with Seabury	1.0	11
07/08/21	Leon Szlezinger	UCC Committee Call	1.0	4
07/08/21	Leon Szlezinger	Review Contingent Cash Language	1.0	7
07/13/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
07/14/21	Leon Szlezinger	Omnibus Hearing	1.0	1
07/14/21	Leon Szlezinger	Call with Alton re: Cash Touchpoint	0.5	5
07/14/21	Leon Szlezinger	Term Sheet Proposal Analysis	1.0	7
07/14/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
07/14/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
07/14/21	Leon Szlezinger	Call with Seabury	1.0	11
07/15/21	Leon Szlezinger	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/15/21	Leon Szlezinger	UCC Committee Call	1.0	4
07/19/21	Leon Szlezinger	Term Sheet Proposal Analysis	1.0	7
07/20/21	Leon Szlezinger	Call with UCC Advisors re: TrBL Counter Proposal	0.5	7
07/20/21	Leon Szlezinger	Tranche B Proposal Analysis	1.0	7
07/21/21	Leon Szlezinger	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/21/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
07/21/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
07/21/21	Leon Szlezinger	Call with Seabury	1.0	11
07/22/21	Leon Szlezinger	UCC Committee Call	1.0	4
07/22/21	Leon Szlezinger	Term Sheet Analysis	1.0	7
07/22/21	Leon Szlezinger	Warrant Value Analysis	1.0	7
07/23/21	Leon Szlezinger	Call with Puma	0.5	7
07/25/21	Leon Szlezinger	Warrant Value Analysis	1.0	7
07/26/21	Leon Szlezinger	UCC Advisors Subcommittee Discussion	0.5	4
07/26/21	Leon Szlezinger	Court Hearing: DIP to Exit Commitment Letters Order	1.0	1
07/27/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
07/28/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
07/28/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
07/28/21	Leon Szlezinger	Call with Seabury	1.0	11
07/28/21	Leon Szlezinger	UCC Committee Call	1.0	4
<b>July 1, 2021 - July 31, 2021 Hours for Leon Szlezinger</b>			<b>32.5</b>	

07/01/21	Philip Engel	UCC Committee Call Presentation Discussion	0.5	4
07/01/21	Philip Engel	CF Forecast Analysis	1.0	10
07/01/21	Philip Engel	Equity Term Sheet Analysis	1.0	7
07/01/21	Philip Engel	UCC Committee Call	1.0	4
07/01/21	Philip Engel	Call with UCC Advisors re: TrBL Equity Term Sheet	1.0	7
07/01/21	Philip Engel	Call with UCC Advisors re: TrBL Equity Term Sheet	0.5	7
07/02/21	Philip Engel	Call with UCC Advisors re: Commitment Letter and DIP to Exit Term Sheet	0.5	7
07/02/21	Philip Engel	Warrant Analysis	1.0	7
07/05/21	Philip Engel	UCC Counterproposal Analysis	1.0	7
07/05/21	Philip Engel	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/06/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
07/06/21	Philip Engel	UCC Counterproposal Analysis	1.0	7
07/06/21	Philip Engel	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/07/21	Philip Engel	Call with Milbank re: UCC Recoveries	0.5	7
07/07/21	Philip Engel	UCC Advisors Discussion	1.0	11
07/07/21	Philip Engel	Call with Seabury	1.0	11
07/08/21	Philip Engel	Equity Term Sheet Analysis	1.0	7



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July 1, 2021 - July 31, 2021

Date	Banker	Comments	Hours	Category
07/08/21	Philip Engel	UCC Committee Call	1.0	4
07/08/21	Philip Engel	Review Contingent Cash Language	1.0	7
07/13/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
07/14/21	Philip Engel	Omnibus Hearing	1.0	1
07/14/21	Philip Engel	Call with Alton re: Cash Touchpoint	0.5	5
07/14/21	Philip Engel	Term Sheet Proposal Analysis	1.0	7
07/14/21	Philip Engel	UCC Advisors Discussion	1.0	11
07/14/21	Philip Engel	DIP Forecast Analysis	1.0	5
07/14/21	Philip Engel	Call with Seabury	1.0	11
07/15/21	Philip Engel	Cash Flow Analysis	1.5	10
07/15/21	Philip Engel	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/15/21	Philip Engel	UCC Committee Call	1.0	4
07/19/21	Philip Engel	Term Sheet Proposal Analysis	1.0	7
07/20/21	Philip Engel	Call with UCC Advisors re: TrBL Counter Proposal	0.5	7
07/20/21	Philip Engel	Tranche B Proposal Analysis	1.0	7
07/21/21	Philip Engel	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/21/21	Philip Engel	UCC Advisors Discussion	1.0	11
07/21/21	Philip Engel	Call with Seabury	1.0	11
07/22/21	Philip Engel	UCC Committee Call	1.0	4
07/22/21	Philip Engel	Term Sheet Analysis	1.0	7
07/22/21	Philip Engel	Warrant Value Analysis	1.0	7
07/23/21	Philip Engel	Call with Puma	0.5	7
07/25/21	Philip Engel	Warrant Value Analysis	1.0	7
07/26/21	Philip Engel	UCC Advisors Subcommittee Discussion	0.5	4
07/26/21	Philip Engel	Court Hearing: DIP to Exit Commitment Letters Order	1.0	1
07/27/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
07/27/21	Philip Engel	Cash Flow Analysis	1.5	10
07/28/21	Philip Engel	UCC Advisors Discussion	1.0	11
07/28/21	Philip Engel	Call with Seabury	1.0	11
07/28/21	Philip Engel	UCC Committee Call	1.0	4
<b>July 1, 2021 - July 31, 2021 Hours for Philip Engel</b>			<b>40.5</b>	
07/01/21	Kevin Murray	UCC Committee Call Presentation Discussion	0.5	4
07/01/21	Kevin Murray	CF Forecast Analysis	1.0	10
07/01/21	Kevin Murray	Equity Term Sheet Analysis	1.0	7
07/01/21	Kevin Murray	UCC Committee Call	1.0	4
07/01/21	Kevin Murray	Call with UCC Advisors re: TrBL Equity Term Sheet	1.0	7
07/01/21	Kevin Murray	Call with UCC Advisors re: TrBL Equity Term Sheet	0.5	7
07/02/21	Kevin Murray	Call with UCC Advisors re: Commitment Letter and DIP to Exit Term Sheet	0.5	7
07/02/21	Kevin Murray	Warrant Analysis	1.0	7
07/05/21	Kevin Murray	UCC Counterproposal Analysis	1.0	7
07/05/21	Kevin Murray	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/06/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
07/06/21	Kevin Murray	UCC Counterproposal Analysis	1.0	7
07/06/21	Kevin Murray	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/07/21	Kevin Murray	Call with Milbank re: UCC Recoveries	0.5	7
07/07/21	Kevin Murray	UCC Advisors Discussion	1.0	11
07/07/21	Kevin Murray	Call with Seabury	1.0	11
07/08/21	Kevin Murray	Equity Term Sheet Analysis	1.0	7
07/08/21	Kevin Murray	UCC Committee Call	1.0	4
07/08/21	Kevin Murray	Review Debtor Collateral	0.5	9
07/08/21	Kevin Murray	Review Contingent Cash Language	1.0	7
07/13/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
07/13/21	Kevin Murray	Review Commitment Letters	1.0	9
07/14/21	Kevin Murray	Omnibus Hearing	1.0	1
07/14/21	Kevin Murray	Call with Alton re: Cash Touchpoint	0.5	5
07/14/21	Kevin Murray	Term Sheet Proposal Analysis	1.0	7
07/14/21	Kevin Murray	UCC Advisors Discussion	1.0	11
07/14/21	Kevin Murray	DIP Forecast Analysis	1.0	5
07/14/21	Kevin Murray	Call with Seabury	1.0	11
07/15/21	Kevin Murray	Cash Flow Analysis	2.0	10
07/15/21	Kevin Murray	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7

Jefferies LLC

July 1, 2021 - July 31, 2021

Date	Banker	Comments	Hours	Category
07/15/21	Kevin Murray	UCC Committee Call	1.0	4
07/19/21	Kevin Murray	Term Sheet Proposal Analysis	1.0	7
07/20/21	Kevin Murray	Call with UCC Advisors re: TrBL Counter Proposal	0.5	7
07/20/21	Kevin Murray	Tranche B Proposal Analysis	1.0	7
07/21/21	Kevin Murray	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/21/21	Kevin Murray	UCC Advisors Discussion	1.0	11
07/21/21	Kevin Murray	Call with Seabury	1.0	11
07/22/21	Kevin Murray	UCC Committee Call	1.0	4
07/22/21	Kevin Murray	Term Sheet Analysis	1.0	7
07/22/21	Kevin Murray	Warrant Value Analysis	1.0	7
07/23/21	Kevin Murray	Call with Puma	0.5	7
07/25/21	Kevin Murray	Warrant Value Analysis	1.0	7
07/26/21	Kevin Murray	UCC Advisors Subcommittee Discussion	0.5	4
07/26/21	Kevin Murray	Court Hearing: DIP to Exit Commitment Letters Order	1.0	1
07/27/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
07/27/21	Kevin Murray	Cash Flow Analysis	2.0	10
07/28/21	Kevin Murray	UCC Advisors Discussion	1.0	11
07/28/21	Kevin Murray	Call with Seabury	1.0	11
07/28/21	Kevin Murray	UCC Committee Call	1.0	4
<b>July 1, 2021 - July 31, 2021 Hours for Kevin Murray</b>			<b>43.0</b>	

07/01/21	Timothy DeGraw	UCC Committee Call Presentation Discussion	0.5	4
07/01/21	Timothy DeGraw	CF Forecast Analysis	1.0	10
07/01/21	Timothy DeGraw	Equity Term Sheet Analysis	1.0	7
07/01/21	Timothy DeGraw	UCC Committee Call	1.0	4
07/01/21	Timothy DeGraw	Call with UCC Advisors re: TrBL Equity Term Sheet	1.0	7
07/01/21	Timothy DeGraw	Call with UCC Advisors re: TrBL Equity Term Sheet	0.5	7
07/02/21	Timothy DeGraw	Call with UCC Advisors re: Commitment Letter and DIP to Exit Term Sheet	0.5	7
07/02/21	Timothy DeGraw	Warrant Analysis	1.0	7
07/05/21	Timothy DeGraw	UCC Counterproposal Analysis	1.0	7
07/05/21	Timothy DeGraw	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/06/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
07/06/21	Timothy DeGraw	UCC Counterproposal Analysis	1.0	7
07/06/21	Timothy DeGraw	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/07/21	Timothy DeGraw	Call with Milbank re: UCC Recoveries	0.5	7
07/07/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
07/07/21	Timothy DeGraw	Call with Seabury	1.0	11
07/08/21	Timothy DeGraw	Equity Term Sheet Analysis	1.0	7
07/08/21	Timothy DeGraw	UCC Committee Call	1.0	4
07/08/21	Timothy DeGraw	Review Debtor Collateral	0.5	9
07/08/21	Timothy DeGraw	Review Contingent Cash Language	1.0	7
07/13/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
07/13/21	Timothy DeGraw	Review Commitment Letters	1.0	9
07/14/21	Timothy DeGraw	Omnibus Hearing	1.0	1
07/14/21	Timothy DeGraw	Call with Alton re: Cash Touchpoint	0.5	5
07/14/21	Timothy DeGraw	Term Sheet Proposal Analysis	1.0	7
07/14/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
07/14/21	Timothy DeGraw	DIP Forecast Analysis	1.5	5
07/14/21	Timothy DeGraw	Call with Seabury	1.0	11
07/15/21	Timothy DeGraw	CF Forecast Analysis	2.5	10
07/15/21	Timothy DeGraw	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/15/21	Timothy DeGraw	UCC Committee Call	1.0	4
07/19/21	Timothy DeGraw	Term Sheet Proposal Analysis	1.0	7
07/20/21	Timothy DeGraw	Call with UCC Advisors re: TrBL Counter Proposal	0.5	7
07/20/21	Timothy DeGraw	Tranche B Proposal Analysis	1.0	7
07/21/21	Timothy DeGraw	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/21/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
07/21/21	Timothy DeGraw	Call with Seabury	1.0	11
07/22/21	Timothy DeGraw	UCC Committee Call	1.0	4
07/22/21	Timothy DeGraw	Term Sheet Analysis	1.0	7
07/22/21	Timothy DeGraw	Warrant Value Analysis	1.0	7
07/23/21	Timothy DeGraw	Call with Puma	0.5	7

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Date	Banker	Comments	Hours	Category
07/25/21	Timothy DeGraw	Warrant Value Analysis	1.0	7
07/26/21	Timothy DeGraw	UCC Advisors Subcommittee Discussion	0.5	4
07/26/21	Timothy DeGraw	Court Hearing: DIP to Exit Commitment Letters Order	1.0	1
07/27/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
07/27/21	Timothy DeGraw	Cash Flow Analysis	2.5	10
07/28/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
07/28/21	Timothy DeGraw	Call with Seabury	1.0	11
07/28/21	Timothy DeGraw	UCC Committee Call	1.0	4
<b>July 1, 2021 - July 31, 2021 Hours for Timothy DeGraw</b>			<b>44.5</b>	
07/01/21	Nick Fazioli	UCC Committee Call	1.0	4
07/01/21	Nick Fazioli	Call with UCC Advisors re: TrBL Equity Term Sheet	1.0	7
07/01/21	Nick Fazioli	Call with UCC Advisors re: TrBL Equity Term Sheet	0.5	7
07/02/21	Nick Fazioli	Call with UCC Advisors re: Commitment Letter and DIP to Exit Term Sheet	0.5	7
07/05/21	Nick Fazioli	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/06/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
07/06/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
07/06/21	Nick Fazioli	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/07/21	Nick Fazioli	Call with Milbank re: UCC Recoveries	0.5	7
07/07/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
07/07/21	Nick Fazioli	Call with Seabury	1.0	11
07/08/21	Nick Fazioli	UCC Committee Call	1.0	4
07/13/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
07/13/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
07/14/21	Nick Fazioli	Omnibus Hearing	1.0	1
07/14/21	Nick Fazioli	Call with Alton re: Cash Touchpoint	0.5	5
07/14/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
07/14/21	Nick Fazioli	Call with Seabury	1.0	11
07/15/21	Nick Fazioli	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/15/21	Nick Fazioli	UCC Committee Call	1.0	4
07/20/21	Nick Fazioli	Call with UCC Advisors re: TrBL Counter Proposal	0.5	7
07/20/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
07/21/21	Nick Fazioli	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/21/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
07/21/21	Nick Fazioli	Call with Seabury	1.0	11
07/22/21	Nick Fazioli	UCC Committee Call	1.0	4
07/23/21	Nick Fazioli	Call with Puma	0.5	7
07/26/21	Nick Fazioli	UCC Advisors Subcommittee Discussion	0.5	4
07/26/21	Nick Fazioli	Court Hearing: DIP to Exit Commitment Letters Order	1.0	1
07/27/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
07/27/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
07/28/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
07/28/21	Nick Fazioli	Call with Seabury	1.0	11
07/28/21	Nick Fazioli	UCC Committee Call	1.0	4
<b>July 1, 2021 - July 31, 2021 Hours for Nick Fazioli</b>			<b>25.0</b>	
07/01/21	Katya Brozyna	UCC Committee Call	1.0	4
07/01/21	Katya Brozyna	Call with UCC Advisors re: TrBL Equity Term Sheet	1.0	7
07/01/21	Katya Brozyna	Call with UCC Advisors re: TrBL Equity Term Sheet	0.5	7
07/02/21	Katya Brozyna	Call with UCC Advisors re: Commitment Letter and DIP to Exit Term Sheet	0.5	7
07/05/21	Katya Brozyna	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/06/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
07/06/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
07/06/21	Katya Brozyna	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/07/21	Katya Brozyna	Call with Milbank re: UCC Recoveries	0.5	7
07/07/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
07/07/21	Katya Brozyna	Call with Seabury	1.0	11
07/08/21	Katya Brozyna	UCC Committee Call	1.0	4
07/13/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
07/13/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
07/14/21	Katya Brozyna	Omnibus Hearing	1.0	1
07/14/21	Katya Brozyna	Call with Alton re: Cash Touchpoint	0.5	5

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Date	Banker	Comments	Hours	Category
07/14/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
07/14/21	Katya Brozyna	Call with Seabury	1.0	11
07/15/21	Katya Brozyna	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/15/21	Katya Brozyna	UCC Committee Call	1.0	4
07/20/21	Katya Brozyna	Call with UCC Advisors re: TrBL Counter Proposal	0.5	7
07/20/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
07/21/21	Katya Brozyna	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/21/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
07/21/21	Katya Brozyna	Call with Seabury	1.0	11
07/22/21	Katya Brozyna	UCC Committee Call	1.0	4
07/23/21	Katya Brozyna	Call with Puma	0.5	7
07/26/21	Katya Brozyna	UCC Advisors Subcommittee Discussion	0.5	4
07/26/21	Katya Brozyna	Court Hearing: DIP to Exit Commitment Letters Order	1.0	1
07/27/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
07/27/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
07/28/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
07/28/21	Katya Brozyna	Call with Seabury	1.0	11
07/28/21	Katya Brozyna	UCC Committee Call	1.0	4
<b>July 1, 2021 - July 31, 2021 Hours for Katya Brozyna</b>			<b>29.0</b>	
07/01/21	Bobby Femia	UCC Committee Call	1.0	4
07/01/21	Bobby Femia	Call with UCC Advisors re: TrBL Equity Term Sheet	1.0	7
07/01/21	Bobby Femia	Call with UCC Advisors re: TrBL Equity Term Sheet	0.5	7
07/02/21	Bobby Femia	Call with UCC Advisors re: Commitment Letter and DIP to Exit Term Sheet	0.5	7
07/05/21	Bobby Femia	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/06/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
07/06/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
07/06/21	Bobby Femia	Call with UCC Advisors re: Tranche B Term Sheet Counter	0.5	7
07/07/21	Bobby Femia	Call with Milbank re: UCC Recoveries	0.5	7
07/07/21	Bobby Femia	UCC Advisors Discussion	1.0	11
07/07/21	Bobby Femia	Call with Seabury	1.0	11
07/08/21	Bobby Femia	UCC Committee Call	1.0	4
07/13/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
07/13/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
07/14/21	Bobby Femia	Omnibus Hearing	1.0	1
07/14/21	Bobby Femia	Call with Alton re: Cash Touchpoint	0.5	5
07/14/21	Bobby Femia	UCC Advisors Discussion	1.0	11
07/14/21	Bobby Femia	Call with Seabury	1.0	11
07/15/21	Bobby Femia	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/15/21	Bobby Femia	UCC Committee Call	1.0	4
07/20/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
07/20/21	Bobby Femia	Call with UCC Advisors re: TrBL Counter Proposal	0.5	7
07/21/21	Bobby Femia	Call with UCC Advisors re: Tranche B Exit Counter	0.5	7
07/21/21	Bobby Femia	UCC Advisors Discussion	1.0	11
07/21/21	Bobby Femia	Call with Seabury	1.0	11
07/22/21	Bobby Femia	UCC Committee Call	1.0	4
07/23/21	Bobby Femia	Call with Puma	0.5	7
07/26/21	Bobby Femia	UCC Advisors Subcommittee Discussion	0.5	4
07/26/21	Bobby Femia	Court Hearing: DIP to Exit Commitment Letters Order	1.0	1
07/27/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
07/27/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
07/28/21	Bobby Femia	UCC Advisors Discussion	1.0	11
07/28/21	Bobby Femia	Call with Seabury	1.0	11
07/28/21	Bobby Femia	UCC Committee Call	1.0	4
<b>July 1, 2021 - July 31, 2021 Hours for Bobby Femia</b>			<b>31.0</b>	



## Jefferies LLC

August 1, 2021 - August 31, 2021

Date	Banker	Comments	Hours	Category
08/03/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
08/03/21	Leon Szlezinger	Review Plan of Reorganization and Disclosure Statement	0.5	4
08/04/21	Leon Szlezinger	UCC Advisors Discussion re: Plan Settlement	0.5	7
08/04/21	Leon Szlezinger	Call with Seabury	1.0	11
08/04/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
08/04/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
08/05/21	Leon Szlezinger	UCC Committee Call	1.0	4
08/09/21	Leon Szlezinger	Review Plan of Reorganization	0.5	4
08/10/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
08/11/21	Leon Szlezinger	Call with Seabury	1.0	11
08/11/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
08/11/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
08/11/21	Leon Szlezinger	Review Implied Equity & Warrant Value Language	0.5	7
08/11/21	Leon Szlezinger	Plan of Reorganization Analysis	1.0	7
08/12/21	Leon Szlezinger	UCC Committee Call	1.0	4
08/18/21	Leon Szlezinger	Omnibus Hearing	1.0	1
08/18/21	Leon Szlezinger	Call with Seabury	1.0	11
08/18/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
08/18/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
08/19/21	Leon Szlezinger	UCC Committee Call	1.0	4
08/24/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
08/25/21	Leon Szlezinger	Call with Seabury	1.0	11
08/25/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
08/25/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
08/25/21	Leon Szlezinger	Review UCC Committee Update	1.0	4
08/31/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
<b>August 1, 2021 - August 31, 2021 Hours for Leon Szlezinger</b>			<b>20.0</b>	
08/03/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
08/03/21	Philip Engel	Review Plan of Reorganization and Disclosure Statement	0.5	4
08/03/21	Philip Engel	Plan of Reorganization Analysis	1.0	7
08/04/21	Philip Engel	UCC Advisors Discussion re: Plan Settlement	0.5	7
08/04/21	Philip Engel	Call with Seabury	1.0	11
08/04/21	Philip Engel	UCC Advisors Discussion	1.0	11
08/04/21	Philip Engel	Review DIP Order	0.5	5
08/05/21	Philip Engel	Review UCC Committee Call Materials	0.5	4
08/05/21	Philip Engel	UCC Committee Call	1.0	4
08/09/21	Philip Engel	Review Plan of Reorganization	0.5	4
08/10/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
08/11/21	Philip Engel	Call with Seabury	1.0	11
08/11/21	Philip Engel	UCC Advisors Discussion	1.0	11
08/11/21	Philip Engel	Review Implied Equity & Warrant Value Language	1.0	7
08/11/21	Philip Engel	Plan of Reorganization Analysis	1.5	7
08/11/21	Philip Engel	Cash Flow Analysis	1.0	10
08/12/21	Philip Engel	UCC Committee Call	1.0	4
08/16/21	Philip Engel	Review Equity Conversion and Commitment Agreement	0.5	9
08/18/21	Philip Engel	Omnibus Hearing	1.0	1
08/18/21	Philip Engel	Call with Seabury	1.0	11
08/18/21	Philip Engel	UCC Advisors Discussion	1.0	11
08/18/21	Philip Engel	Review Convenience Class Update Report	0.5	9
08/19/21	Philip Engel	UCC Committee Call	1.0	4
08/24/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
08/25/21	Philip Engel	Call with Seabury	1.0	11
08/25/21	Philip Engel	UCC Advisors Discussion	1.0	11
08/25/21	Philip Engel	Review UCC Committee Update	1.0	4
08/27/21	Philip Engel	Review Banco de Bogota Settlement Motion	1.5	9
08/31/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
<b>August 1, 2021 - August 31, 2021 Hours for Philip Engel</b>			<b>24.5</b>	
08/03/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
08/03/21	Kevin Murray	Review Plan of Reorganization and Disclosure Statement	1.0	4

Jefferies LLC

August 1, 2021 - August 31, 2021

Date	Banker	Comments	Hours	Category
08/03/21	Kevin Murray	Plan of Reorganization Analysis	1.5	7
08/04/21	Kevin Murray	UCC Advisors Discussion re: Plan Settlement	0.5	7
08/04/21	Kevin Murray	Call with Seabury	1.0	11
08/04/21	Kevin Murray	UCC Advisors Discussion	1.0	11
08/04/21	Kevin Murray	Review DIP Order	0.5	5
08/04/21	Kevin Murray	Review Airbus Protective Order	0.5	9
08/05/21	Kevin Murray	Review UCC Committee Call Materials	0.5	4
08/05/21	Kevin Murray	UCC Committee Call	1.0	4
08/09/21	Kevin Murray	Review Plan of Reorganization	0.5	4
08/10/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
08/11/21	Kevin Murray	Call with Seabury	1.0	11
08/11/21	Kevin Murray	UCC Advisors Discussion	1.0	11
08/11/21	Kevin Murray	Review Implied Equity & Warrant Value Language	1.0	7
08/11/21	Kevin Murray	Plan of Reorganization Analysis	3.0	7
08/11/21	Kevin Murray	Cash Flow Analysis	1.0	10
08/12/21	Kevin Murray	UCC Committee Call	1.0	4
08/16/21	Kevin Murray	Review Equity Conversion and Commitment Agreement	0.5	9
08/16/21	Kevin Murray	Review United Airlines Contribution Agreement	0.5	9
08/18/21	Kevin Murray	Omnibus Hearing	1.0	1
08/18/21	Kevin Murray	Call with Seabury	1.0	11
08/18/21	Kevin Murray	UCC Advisors Discussion	1.0	11
08/18/21	Kevin Murray	Review Convenience Class Update Report	0.5	9
08/19/21	Kevin Murray	UCC Committee Call	1.0	4
08/24/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
08/25/21	Kevin Murray	Call with Seabury	1.0	11
08/25/21	Kevin Murray	UCC Advisors Discussion	1.0	11
08/25/21	Kevin Murray	Review UCC Committee Update	1.0	4
08/27/21	Kevin Murray	Review Banco de Bogota Settlement Motion	1.0	9
08/31/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
<b>August 1, 2021 - August 31, 2021 Hours for Kevin Murray</b>			<b>27.5</b>	

08/03/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
08/03/21	Timothy DeGraw	Review Plan of Reorganization and Disclosure Statement	0.5	4
08/03/21	Timothy DeGraw	Plan of Reorganization Analysis	1.0	7
08/04/21	Timothy DeGraw	UCC Advisors Discussion re: Plan Settlement	0.5	7
08/04/21	Timothy DeGraw	Call with Seabury	1.0	11
08/04/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
08/04/21	Timothy DeGraw	Review DIP Order	0.5	5
08/04/21	Timothy DeGraw	Review Airbus Protective Order	0.5	9
08/05/21	Timothy DeGraw	Review UCC Committee Call Materials	0.5	4
08/05/21	Timothy DeGraw	UCC Committee Call	1.0	4
08/09/21	Timothy DeGraw	Review Plan of Reorganization	1.0	4
08/10/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
08/11/21	Timothy DeGraw	Call with Seabury	1.0	11
08/11/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
08/11/21	Timothy DeGraw	Review Implied Equity & Warrant Value Language	1.0	7
08/11/21	Timothy DeGraw	Plan of Reorganization Analysis	1.0	7
08/11/21	Timothy DeGraw	Cash Flow Analysis	2.5	10
08/12/21	Timothy DeGraw	UCC Committee Call	1.0	4
08/16/21	Timothy DeGraw	Review Equity Conversion and Commitment Agreement	0.5	9
08/16/21	Timothy DeGraw	Review United Airlines Contribution Agreement	0.5	9
08/18/21	Timothy DeGraw	Omnibus Hearing	1.0	1
08/18/21	Timothy DeGraw	Call with Seabury	1.0	11
08/18/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
08/18/21	Timothy DeGraw	Review Convenience Class Update Report	0.5	9
08/19/21	Timothy DeGraw	UCC Committee Call	1.0	4
08/24/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
08/25/21	Timothy DeGraw	Call with Seabury	1.0	11
08/25/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
08/25/21	Timothy DeGraw	Review UCC Committee Update	1.0	4
08/27/21	Timothy DeGraw	Review Banco de Bogota Settlement Motion	1.0	9
08/31/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11

Jefferies LLC

August 1, 2021 - August 31, 2021

Date	Banker	Comments	Hours	Category
<b>August 1, 2021 - August 31, 2021 Hours for Timothy DeGraw</b>			<b>26.5</b>	
08/03/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
08/03/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
08/04/21	Nick Fazioli	UCC Advisors Discussion re: Plan Settlement	0.5	7
08/04/21	Nick Fazioli	Call with Seabury	1.0	11
08/04/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
08/05/21	Nick Fazioli	UCC Committee Call	1.0	4
08/10/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
08/10/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
08/11/21	Nick Fazioli	Call with Seabury	1.0	11
08/11/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
08/12/21	Nick Fazioli	UCC Committee Call	1.0	4
08/17/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
08/18/21	Nick Fazioli	Omnibus Hearing	1.0	1
08/18/21	Nick Fazioli	Call with Seabury	1.0	11
08/18/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
08/19/21	Nick Fazioli	UCC Committee Call	1.0	4
08/24/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
08/24/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
08/25/21	Nick Fazioli	Call with Seabury	1.0	11
08/25/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
08/31/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
08/31/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
<b>August 1, 2021 - August 31, 2021 Hours for Nick Fazioli</b>			<b>17.0</b>	
08/03/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
08/03/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
08/04/21	Katya Brozyna	UCC Advisors Discussion re: Plan Settlement	0.5	7
08/04/21	Katya Brozyna	Call with Seabury	1.0	11
08/04/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
08/05/21	Katya Brozyna	UCC Committee Call	1.0	4
08/10/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
08/10/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
08/11/21	Katya Brozyna	Call with Seabury	1.0	11
08/11/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
08/12/21	Katya Brozyna	UCC Committee Call	1.0	4
08/17/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
08/18/21	Katya Brozyna	Omnibus Hearing	1.0	1
08/18/21	Katya Brozyna	Call with Seabury	1.0	11
08/18/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
08/19/21	Katya Brozyna	UCC Committee Call	1.0	4
08/24/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
08/24/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
08/25/21	Katya Brozyna	Call with Seabury	1.0	11
08/25/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
08/31/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
08/31/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
<b>August 1, 2021 - August 31, 2021 Hours for Katya Brozyna</b>			<b>22.0</b>	
08/03/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
08/03/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
08/04/21	Bobby Femia	UCC Advisors Discussion re: Plan Settlement	0.5	7
08/04/21	Bobby Femia	Call with Seabury	1.0	11
08/04/21	Bobby Femia	UCC Advisors Discussion	1.0	11
08/05/21	Bobby Femia	UCC Committee Call	1.0	4
08/10/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
08/10/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
08/11/21	Bobby Femia	Call with Seabury	1.0	11
08/11/21	Bobby Femia	UCC Advisors Discussion	1.0	11
08/12/21	Bobby Femia	UCC Committee Call	1.0	4
08/17/21	Bobby Femia	Industry Review and Benchmarking	2.0	9

Jefferies LLC

August 1, 2021 - August 31, 2021

Date	Banker	Comments	Hours	Category
08/18/21	Bobby Femia	Omnibus Hearing	1.0	1
08/18/21	Bobby Femia	Call with Seabury	1.0	11
08/18/21	Bobby Femia	UCC Advisors Discussion	1.0	11
08/19/21	Bobby Femia	UCC Committee Call	1.0	4
08/24/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
08/24/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
08/25/21	Bobby Femia	Call with Seabury	1.0	11
08/25/21	Bobby Femia	UCC Advisors Discussion	1.0	11
08/31/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
08/31/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
August 1, 2021 - August 31, 2021 Hours for Bobby Femia			24.5	

Jefferies LLC

September 1, 2021 - September 30, 2021

Date	Banker	Comments	Hours	Category
09/01/21	Leon Szlezinger	Call with Seabury	1.0	11
09/01/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
09/01/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
09/01/21	Leon Szlezinger	Review Banco de Bogota Summary	0.5	4
09/02/21	Leon Szlezinger	UCC Committee Call	1.0	4
09/02/21	Leon Szlezinger	Tranche B Lender Detail Analysis	0.5	9
09/02/21	Leon Szlezinger	Pro-Forma Ownership Analysis	0.5	7
09/07/21	Leon Szlezinger	Call with Alton re: Workstreams	0.5	11
09/08/21	Leon Szlezinger	Call with Seabury	1.0	11
09/08/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
09/08/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
09/09/21	Leon Szlezinger	UCC Committee Call	1.0	4
09/11/21	Leon Szlezinger	Review Updated Plan & Disclosure Statement	0.5	7
09/13/21	Leon Szlezinger	Hearing	1.0	1
09/13/21	Leon Szlezinger	Review Revised Plan & Disclosure Statement	0.5	7
09/14/21	Leon Szlezinger	Disclosure Statement Hearing	2.0	1
09/15/21	Leon Szlezinger	Call with Seabury	1.0	11
09/15/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
09/15/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
09/16/21	Leon Szlezinger	Review Disclosure Statement Opinion	0.5	1
09/22/21	Leon Szlezinger	Call with Seabury	1.0	11
09/22/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
09/22/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
09/23/21	Leon Szlezinger	Review UCC Committee Call Presentation	0.5	4
09/23/21	Leon Szlezinger	UCC Committee Call	1.0	4
09/29/21	Leon Szlezinger	Call with Seabury	1.0	11
09/29/21	Leon Szlezinger	UCC Advisors Discussion	1.0	11
09/29/21	Leon Szlezinger	UCC Co-Chair Discussion	0.5	11
09/30/21	Leon Szlezinger	Review Corporate Structure & Restructuring Transactions Description	0.5	7
<b>September 1, 2021 - September 30, 2021 Hours for Leon Szlezinger</b>			<b>23.0</b>	

09/01/21	Philip Engel	Call with Seabury	1.0	11
09/01/21	Philip Engel	UCC Advisors Discussion	1.0	11
09/01/21	Philip Engel	Review Equity Splits	0.5	9
09/01/21	Philip Engel	Review Updated Plan & Disclosure Statement	0.5	7
09/01/21	Philip Engel	Review Banco de Bogota Summary	0.5	4
09/02/21	Philip Engel	UCC Committee Call	1.0	4
09/02/21	Philip Engel	Tranche B Lender Detail Analysis	1.0	9
09/02/21	Philip Engel	Pro-Forma Ownership Analysis	1.0	7
09/07/21	Philip Engel	Call with Alton re: Workstreams	0.5	11
09/08/21	Philip Engel	Call with Seabury	1.0	11
09/08/21	Philip Engel	UCC Advisors Discussion	1.0	11
09/09/21	Philip Engel	UCC Committee Call	1.0	4
09/11/21	Philip Engel	Review Updated Plan & Disclosure Statement	0.5	7
09/13/21	Philip Engel	Hearing	1.0	1
09/13/21	Philip Engel	Review Revised Plan & Disclosure Statement	0.5	7
09/13/21	Philip Engel	Cash Flow Forecast Analysis	0.5	10
09/14/21	Philip Engel	Disclosure Statement Hearing	2.0	1
09/15/21	Philip Engel	Call with Seabury	1.0	11
09/15/21	Philip Engel	UCC Advisors Discussion	1.0	11
09/16/21	Philip Engel	Review Disclosure Statement Opinion	0.5	1
09/20/21	Philip Engel	Review Lifemiles Call Option Notice & Sale Motion	0.5	1
09/22/21	Philip Engel	Call with Seabury	1.0	11
09/22/21	Philip Engel	UCC Advisors Discussion	1.0	11
09/22/21	Philip Engel	Equity Conversion & Pro-Forma Ownership Analysis	1.5	7
09/23/21	Philip Engel	Review UCC Committee Call Presentation	0.5	4
09/23/21	Philip Engel	UCC Committee Call	1.0	4
09/23/21	Philip Engel	Cash Flow Forecast Anlaysis	1.0	10
09/29/21	Philip Engel	Call with Seabury	1.0	11
09/29/21	Philip Engel	UCC Advisors Discussion	1.0	11
09/30/21	Philip Engel	Review Corporate Structure & Restructuring Transactions Description	0.5	7



Jefferies LLC

September 1, 2021 - September 30, 2021

Date	Banker	Comments	Hours	Category
<b>September 1, 2021 - September 30, 2021 Hours for Philip Engel</b>			<b>26.0</b>	
09/01/21	Kevin Murray	Call with Seabury	1.0	11
09/01/21	Kevin Murray	UCC Advisors Discussion	1.0	11
09/01/21	Kevin Murray	Review Equity Splits	0.5	9
09/01/21	Kevin Murray	Review Updated Plan & Disclosure Statement	0.5	7
09/01/21	Kevin Murray	Review Equity Conversion Motion	0.5	9
09/01/21	Kevin Murray	Review Banco de Bogota Summary	1.0	4
09/02/21	Kevin Murray	UCC Committee Call	1.0	4
09/02/21	Kevin Murray	Tranche B Lender Detail Analysis	1.5	9
09/02/21	Kevin Murray	Pro-Forma Ownership Analysis	1.5	7
09/07/21	Kevin Murray	Call with Alton re: Workstreams	0.5	11
09/08/21	Kevin Murray	Call with Seabury	1.0	11
09/08/21	Kevin Murray	UCC Advisors Discussion	1.0	11
09/09/21	Kevin Murray	UCC Committee Call	1.0	4
09/11/21	Kevin Murray	Review Updated Plan & Disclosure Statement	0.5	7
09/13/21	Kevin Murray	Hearing	1.0	1
09/13/21	Kevin Murray	Review Revised Plan & Disclosure Statement	0.5	7
09/13/21	Kevin Murray	Cash Flow Forecast Analysis	0.5	10
09/14/21	Kevin Murray	Disclosure Statement Hearing	2.0	1
09/15/21	Kevin Murray	Call with Seabury	1.0	11
09/15/21	Kevin Murray	UCC Advisors Discussion	1.0	11
09/16/21	Kevin Murray	Review Disclosure Statement Opinion	0.5	1
09/20/21	Kevin Murray	Review Lifemiles Call Option Notice & Sale Motion	1.0	1
09/22/21	Kevin Murray	Call with Seabury	1.0	11
09/22/21	Kevin Murray	UCC Advisors Discussion	1.0	11
09/22/21	Kevin Murray	Equity Conversion & Pro-Forma Ownership Analysis	0.5	7
09/23/21	Kevin Murray	Review UCC Committee Call Presentation	0.5	4
09/23/21	Kevin Murray	UCC Committee Call	1.0	4
09/23/21	Kevin Murray	Review Lifemiles Call Option Terms	0.5	9
09/23/21	Kevin Murray	Cash Flow Forecast Anlaysis	0.5	10
09/29/21	Kevin Murray	Call with Seabury	1.0	11
09/29/21	Kevin Murray	UCC Advisors Discussion	1.0	11
09/30/21	Kevin Murray	Review Corporate Structure & Restructuring Transactions Description	1.0	7
<b>September 1, 2021 - September 30, 2021 Hours for Kevin Murray</b>			<b>28.0</b>	
09/01/21	Timothy DeGraw	Call with Seabury	1.0	11
09/01/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
09/01/21	Timothy DeGraw	Review Equity Splits	0.5	9
09/01/21	Timothy DeGraw	Review Updated Plan & Disclosure Statement	1.0	7
09/01/21	Timothy DeGraw	Review Equity Conversion Motion	0.5	9
09/01/21	Timothy DeGraw	Review Banco de Bogota Summary	0.5	4
09/02/21	Timothy DeGraw	UCC Committee Call	1.0	4
09/02/21	Timothy DeGraw	Tranche B Lender Detail Analysis	0.5	9
09/02/21	Timothy DeGraw	Pro-Forma Ownership Analysis	0.5	7
09/07/21	Timothy DeGraw	Call with Alton re: Workstreams	0.5	11
09/08/21	Timothy DeGraw	Call with Seabury	1.0	11
09/08/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
09/09/21	Timothy DeGraw	UCC Committee Call	1.0	4
09/11/21	Timothy DeGraw	Review Updated Plan & Disclosure Statement	0.5	7
09/13/21	Timothy DeGraw	Hearing	1.0	1
09/13/21	Timothy DeGraw	Review Revised Plan & Disclosure Statement	0.5	7
09/13/21	Timothy DeGraw	Cash Flow Forecast Analysis	2.5	10
09/14/21	Timothy DeGraw	Disclosure Statement Hearing	2.0	1
09/15/21	Timothy DeGraw	Call with Seabury	1.0	11
09/15/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
09/16/21	Timothy DeGraw	Review Disclosure Statement Opinion	0.5	1
09/20/21	Timothy DeGraw	Review Lifemiles Call Option Notice & Sale Motion	1.0	1
09/22/21	Timothy DeGraw	Call with Seabury	1.0	11
09/22/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
09/22/21	Timothy DeGraw	Equity Conversion & Pro-Forma Ownership Analysis	0.5	7
09/23/21	Timothy DeGraw	Review UCC Committee Call Presentation	0.5	4

Jefferies LLC

September 1, 2021 - September 30, 2021

Date	Banker	Comments	Hours	Category
09/23/21	Timothy DeGraw	UCC Committee Call	1.0	4
09/23/21	Timothy DeGraw	Review Lifemiles Call Option Terms	0.5	9
09/23/21	Timothy DeGraw	Cash Flow Forecast Anlysis	3.0	10
09/29/21	Timothy DeGraw	Call with Seabury	1.0	11
09/29/21	Timothy DeGraw	UCC Advisors Discussion	1.0	11
09/30/21	Timothy DeGraw	Review Corporate Structure & Restructuring Transactions Description	1.0	7
<b>September 1, 2021 - September 30, 2021 Hours for Timothy DeGraw</b>			<b>30.5</b>	
09/01/21	Nick Fazioli	Call with Seabury	1.0	11
09/01/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
09/02/21	Nick Fazioli	UCC Committee Call	1.0	4
09/07/21	Nick Fazioli	Call with Alton re: Workstreams	0.5	11
09/07/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
09/08/21	Nick Fazioli	Call with Seabury	1.0	11
09/08/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
09/09/21	Nick Fazioli	UCC Committee Call	1.0	4
09/13/21	Nick Fazioli	Hearing	1.0	1
09/14/21	Nick Fazioli	Disclosure Statement Hearing	2.0	1
09/14/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
09/15/21	Nick Fazioli	Call with Seabury	1.0	11
09/15/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
09/21/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
09/22/21	Nick Fazioli	Call with Seabury	1.0	11
09/22/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
09/23/21	Nick Fazioli	UCC Committee Call	1.0	4
09/28/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
09/29/21	Nick Fazioli	Call with Seabury	1.0	11
09/29/21	Nick Fazioli	UCC Advisors Discussion	1.0	11
<b>September 1, 2021 - September 30, 2021 Hours for Nick Fazioli</b>			<b>18.5</b>	
09/01/21	Katya Brozyna	Call with Seabury	1.0	11
09/01/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
09/02/21	Katya Brozyna	UCC Committee Call	1.0	4
09/07/21	Katya Brozyna	Call with Alton re: Workstreams	0.5	11
09/07/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
09/08/21	Katya Brozyna	Call with Seabury	1.0	11
09/08/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
09/09/21	Katya Brozyna	UCC Committee Call	1.0	4
09/13/21	Katya Brozyna	Hearing	1.0	1
09/14/21	Katya Brozyna	Disclosure Statement Hearing	2.0	1
09/14/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
09/15/21	Katya Brozyna	Call with Seabury	1.0	11
09/15/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
09/21/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
09/22/21	Katya Brozyna	Call with Seabury	1.0	11
09/22/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
09/23/21	Katya Brozyna	UCC Committee Call	1.0	4
09/28/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
09/29/21	Katya Brozyna	Call with Seabury	1.0	11
09/29/21	Katya Brozyna	UCC Advisors Discussion	1.0	11
<b>September 1, 2021 - September 30, 2021 Hours for Katya Brozyna</b>			<b>22.5</b>	
09/01/21	Bobby Femia	Call with Seabury	1.0	11
09/01/21	Bobby Femia	UCC Advisors Discussion	1.0	11
09/02/21	Bobby Femia	UCC Committee Call	1.0	4
09/07/21	Bobby Femia	Call with Alton re: Workstreams	0.5	11
09/07/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
09/08/21	Bobby Femia	Call with Seabury	1.0	11
09/08/21	Bobby Femia	UCC Advisors Discussion	1.0	11
09/09/21	Bobby Femia	UCC Committee Call	1.0	4
09/13/21	Bobby Femia	Hearing	1.0	1
09/14/21	Bobby Femia	Disclosure Statement Hearing	2.0	1

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September 1, 2021 - September 30, 2021

Date	Banker	Comments	Hours	Category
09/14/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
09/15/21	Bobby Femia	Call with Seabury	1.0	11
09/15/21	Bobby Femia	UCC Advisors Discussion	1.0	11
09/21/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
09/22/21	Bobby Femia	Call with Seabury	1.0	11
09/22/21	Bobby Femia	UCC Advisors Discussion	1.0	11
09/23/21	Bobby Femia	UCC Committee Call	1.0	4
09/28/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
09/29/21	Bobby Femia	Call with Seabury	1.0	11
09/29/21	Bobby Femia	UCC Advisors Discussion	1.0	11
September 1, 2021 - September 30, 2021 Hours for Bobby Femia			24.5	



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*October 1, 2021 - October 31, 2021*

Date	Banker	Comments	Hours	Category
10/02/21	Leon Szlezinger	<i>Review Plan Supplements</i>	0.5	9
10/03/21	Leon Szlezinger	<i>Warrant Instrument Analysis</i>	0.5	7
10/06/21	Leon Szlezinger	<i>Call with Seabury</i>	1.0	11
10/06/21	Leon Szlezinger	<i>UCC Advisors Discussion</i>	1.0	4
10/06/21	Leon Szlezinger	<i>UCC Co-Chair Discussion</i>	0.5	11
10/07/21	Leon Szlezinger	<i>UCC Committee Call</i>	1.0	4
10/07/21	Leon Szlezinger	<i>Review Plan Objection</i>	0.5	4
10/12/21	Leon Szlezinger	<i>Creditor Call</i>	0.5	3
10/13/21	Leon Szlezinger	<i>October 13th Hearing</i>	1.0	1
10/13/21	Leon Szlezinger	<i>Call with Seabury</i>	1.0	11
10/13/21	Leon Szlezinger	<i>UCC Advisors Discussion</i>	1.0	4
10/13/21	Leon Szlezinger	<i>UCC Co-Chair Discussion</i>	0.5	11
10/14/21	Leon Szlezinger	<i>UCC Committee Call</i>	1.0	4
10/14/21	Leon Szlezinger	<i>Review Reorganized Board</i>	0.5	7
10/20/21	Leon Szlezinger	<i>UCC Advissors Weekly Call</i>	1.0	11
10/20/21	Leon Szlezinger	<i>UCC Advisors Discussion</i>	1.0	4
10/20/21	Leon Szlezinger	<i>UCC Co-Chair Discussion</i>	0.5	11
10/21/21	Leon Szlezinger	<i>Review UCC Update</i>	1.0	4
10/21/21	Leon Szlezinger	<i>UCC Committee Call</i>	1.0	4
10/25/21	Leon Szlezinger	<i>Review Confirmation Brief</i>	1.0	4
10/26/21	Leon Szlezinger	<i>Confirmation Hearing</i>	2.0	1
10/27/21	Leon Szlezinger	<i>Call with Seabury</i>	1.0	11
10/27/21	Leon Szlezinger	<i>UCC Advisors Discussion</i>	1.0	4
10/27/21	Leon Szlezinger	<i>UCC Co-Chair Discussion</i>	0.5	11
10/28/21	Leon Szlezinger	<i>UCC Committee Call</i>	1.0	4
10/28/21	Leon Szlezinger	<i>Review Findings of Fact and Conclusions of Law</i>	0.5	1
<b>October 1, 2021 - October 31, 2021 Hours for Leon Szlezinger</b>			<b>22.0</b>	
10/01/21	Philip Engel	<i>Review Plan Supplements</i>	1.0	9
10/02/21	Philip Engel	<i>Review Plan Supplements</i>	1.0	9
10/03/21	Philip Engel	<i>Warrant Instrument Analysis</i>	1.0	7
10/04/21	Philip Engel	<i>Sky Airlines Merger Review</i>	1.0	9
10/06/21	Philip Engel	<i>Call with Seabury</i>	1.0	11
10/06/21	Philip Engel	<i>UCC Advisors Discussion</i>	1.0	4
10/06/21	Philip Engel	<i>New Debt Review</i>	0.5	7
10/07/21	Philip Engel	<i>UCC Committee Call</i>	1.0	4
10/07/21	Philip Engel	<i>Review Plan Objection</i>	1.0	4
10/12/21	Philip Engel	<i>Creditor Call</i>	0.5	3
10/13/21	Philip Engel	<i>October 13th Hearing</i>	1.0	1
10/13/21	Philip Engel	<i>Call with Seabury</i>	1.0	11
10/13/21	Philip Engel	<i>UCC Advisors Discussion</i>	1.0	4
10/14/21	Philip Engel	<i>UCC Committee Call</i>	1.0	4
10/14/21	Philip Engel	<i>Review Reorganized Board</i>	0.5	7
10/20/21	Philip Engel	<i>UCC Advissors Weekly Call</i>	1.0	11
10/20/21	Philip Engel	<i>UCC Advisors Discussion</i>	1.0	4
10/21/21	Philip Engel	<i>Review UCC Update</i>	1.0	4
10/21/21	Philip Engel	<i>UCC Committee Call</i>	1.0	4
10/25/21	Philip Engel	<i>Review Confirmation Brief</i>	1.0	4
10/26/21	Philip Engel	<i>Confirmation Hearing</i>	2.0	1
10/27/21	Philip Engel	<i>Call with Seabury</i>	1.0	11
10/27/21	Philip Engel	<i>UCC Advisors Discussion</i>	1.0	4
10/28/21	Philip Engel	<i>UCC Committee Call</i>	1.0	4
10/28/21	Philip Engel	<i>Review Findings of Fact and Conclusions of Law</i>	0.5	1
<b>October 1, 2021 - October 31, 2021 Hours for Philip Engel</b>			<b>24.0</b>	
10/01/21	Kevin Murray	<i>Review Plan Supplements</i>	0.5	9
10/02/21	Kevin Murray	<i>Review Plan Supplements</i>	0.5	9
10/03/21	Kevin Murray	<i>Warrant Instrument Analysis</i>	1.0	7
10/04/21	Kevin Murray	<i>Sky Airlines Merger Review</i>	1.0	9
10/06/21	Kevin Murray	<i>Call with Seabury</i>	1.0	11
10/06/21	Kevin Murray	<i>UCC Advisors Discussion</i>	1.0	4

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October 1, 2021 - October 31, 2021

Date	Banker	Comments	Hours	Category
10/06/21	Kevin Murray	New Debt Review	0.5	7
10/07/21	Kevin Murray	Sky X Review	0.5	9
10/07/21	Kevin Murray	Review Plan Objection	1.0	4
10/07/21	Kevin Murray	UCC Committee Call	1.0	4
10/12/21	Kevin Murray	Creditor Call	0.5	3
10/13/21	Kevin Murray	October 13th Hearing	1.0	1
10/13/21	Kevin Murray	Call with Seabury	1.0	11
10/13/21	Kevin Murray	UCC Advisors Discussion	1.0	4
10/13/21	Kevin Murray	Review List of Filed Debtors	0.5	9
10/14/21	Kevin Murray	Review Reorganized Board	0.5	7
10/14/21	Kevin Murray	UCC Committee Call	1.0	4
10/18/21	Kevin Murray	Review Voting Report	0.5	4
10/19/21	Kevin Murray	Review Boeing Objection	0.5	9
10/20/21	Kevin Murray	UCC Advissors Weekly Call	1.0	11
10/20/21	Kevin Murray	UCC Advisors Discussion	1.0	4
10/21/21	Kevin Murray	Review UCC Update	1.0	4
10/21/21	Kevin Murray	UCC Committee Call	1.0	4
10/25/21	Kevin Murray	Review Confirmation Brief	1.0	4
10/26/21	Kevin Murray	Confirmation Hearing	2.0	1
10/27/21	Kevin Murray	UK Redomiciliation Review	0.5	9
10/27/21	Kevin Murray	Call with Seabury	1.0	11
10/27/21	Kevin Murray	UCC Advisors Discussion	1.0	4
10/28/21	Kevin Murray	UCC Committee Call	1.0	4
10/28/21	Kevin Murray	Review Findings of Fact and Conclusions of Law	0.5	1
<b>October 1, 2021 - October 31, 2021 Hours for Kevin Murray</b>			<b>25.5</b>	
10/01/21	Timothy DeGraw	Review Plan Supplements	1.0	9
10/02/21	Timothy DeGraw	Review Plan Supplements	1.0	9
10/03/21	Timothy DeGraw	Warrant Instrument Analysis	1.0	7
10/04/21	Timothy DeGraw	Sky Airlines Merger Review	1.0	9
10/06/21	Timothy DeGraw	Call with Seabury	1.0	11
10/06/21	Timothy DeGraw	UCC Advisors Discussion	1.0	4
10/06/21	Timothy DeGraw	New Debt Review	0.5	7
10/07/21	Timothy DeGraw	Sky X Review	0.5	9
10/07/21	Timothy DeGraw	Review Plan Objection	1.0	4
10/07/21	Timothy DeGraw	UCC Committee Call	1.0	4
10/12/21	Timothy DeGraw	Creditor Call	0.5	3
10/13/21	Timothy DeGraw	October 13th Hearing	1.0	1
10/13/21	Timothy DeGraw	Call with Seabury	1.0	11
10/13/21	Timothy DeGraw	UCC Advisors Discussion	1.0	4
10/13/21	Timothy DeGraw	Review List of Filed Debtors	0.5	9
10/14/21	Timothy DeGraw	Review Reorganized Board	0.5	7
10/14/21	Timothy DeGraw	UCC Committee Call	1.0	4
10/18/21	Timothy DeGraw	Review Voting Report	0.5	4
10/19/21	Timothy DeGraw	Review Boeing Objection	0.5	9
10/20/21	Timothy DeGraw	UCC Advissors Weekly Call	1.0	11
10/20/21	Timothy DeGraw	UCC Advisors Discussion	1.0	4
10/21/21	Timothy DeGraw	Review UCC Update	1.0	4
10/21/21	Timothy DeGraw	UCC Committee Call	1.0	4
10/25/21	Timothy DeGraw	Review Confirmation Brief	1.0	4
10/26/21	Timothy DeGraw	Confirmation Hearing	2.0	1
10/27/21	Timothy DeGraw	UK Redomiciliation Review	0.5	9
10/27/21	Timothy DeGraw	Call with Seabury	1.0	11
10/27/21	Timothy DeGraw	UCC Advisors Discussion	1.0	4
10/28/21	Timothy DeGraw	UCC Committee Call	1.0	4
10/28/21	Timothy DeGraw	Review Findings of Fact and Conclusions of Law	0.5	1
<b>October 1, 2021 - October 31, 2021 Hours for Timothy DeGraw</b>			<b>26.5</b>	
10/05/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
10/06/21	Nick Fazioli	Call with Seabury	1.0	11
10/06/21	Nick Fazioli	UCC Advisors Discussion	1.0	4
10/07/21	Nick Fazioli	UCC Committee Call	1.0	4

Jefferies LLC

October 1, 2021 - October 31, 2021

Date	Banker	Comments	Hours	Category
10/12/21	Nick Fazioli	Creditor Call	0.5	3
10/12/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
10/13/21	Nick Fazioli	October 13th Hearing	1.0	1
10/13/21	Nick Fazioli	Call with Seabury	1.0	11
10/13/21	Nick Fazioli	UCC Advisors Discussion	1.0	4
10/14/21	Nick Fazioli	UCC Committee Call	1.0	4
10/19/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
10/20/21	Nick Fazioli	UCC Advissors Weekly Call	1.0	11
10/20/21	Nick Fazioli	UCC Advisors Discussion	1.0	4
10/21/21	Nick Fazioli	UCC Committee Call	1.0	4
10/26/21	Nick Fazioli	Industry Review and Benchmarking	0.5	9
10/26/21	Nick Fazioli	Confirmation Hearing	2.0	1
10/27/21	Nick Fazioli	Call with Seabury	1.0	11
10/27/21	Nick Fazioli	UCC Advisors Discussion	1.0	4
10/28/21	Nick Fazioli	UCC Committee Call	1.0	4
<b>October 1, 2021 - October 31, 2021 Hours for Nick Fazioli</b>			<b>17.5</b>	
10/05/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
10/06/21	Katya Brozyna	Call with Seabury	1.0	11
10/06/21	Katya Brozyna	UCC Advisors Discussion	1.0	4
10/07/21	Katya Brozyna	UCC Committee Call	1.0	4
10/12/21	Katya Brozyna	Creditor Call	0.5	3
10/12/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
10/13/21	Katya Brozyna	October 13th Hearing	1.0	1
10/13/21	Katya Brozyna	Call with Seabury	1.0	11
10/13/21	Katya Brozyna	UCC Advisors Discussion	1.0	4
10/14/21	Katya Brozyna	UCC Committee Call	1.0	4
10/19/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
10/20/21	Katya Brozyna	UCC Advissors Weekly Call	1.0	11
10/20/21	Katya Brozyna	UCC Advisors Discussion	1.0	4
10/21/21	Katya Brozyna	UCC Committee Call	1.0	4
10/26/21	Katya Brozyna	Industry Review and Benchmarking	1.5	9
10/26/21	Katya Brozyna	Confirmation Hearing	2.0	1
10/27/21	Katya Brozyna	Call with Seabury	1.0	11
10/27/21	Katya Brozyna	UCC Advisors Discussion	1.0	4
10/28/21	Katya Brozyna	UCC Committee Call	1.0	4
<b>October 1, 2021 - October 31, 2021 Hours for Katya Brozyna</b>			<b>21.5</b>	
10/05/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
10/06/21	Bobby Femia	Call with Seabury	1.0	11
10/06/21	Bobby Femia	UCC Advisors Discussion	1.0	4
10/07/21	Bobby Femia	UCC Committee Call	1.0	4
10/12/21	Bobby Femia	Creditor Call	0.5	3
10/12/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
10/13/21	Bobby Femia	October 13th Hearing	1.0	1
10/13/21	Bobby Femia	Call with Seabury	1.0	11
10/13/21	Bobby Femia	UCC Advisors Discussion	1.0	4
10/14/21	Bobby Femia	UCC Committee Call	1.0	4
10/19/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
10/20/21	Bobby Femia	UCC Advissors Weekly Call	1.0	11
10/20/21	Bobby Femia	UCC Advisors Discussion	1.0	4
10/21/21	Bobby Femia	UCC Committee Call	1.0	4
10/26/21	Bobby Femia	Industry Review and Benchmarking	2.0	9
10/26/21	Bobby Femia	Confirmation Hearing	2.0	1
10/27/21	Bobby Femia	Call with Seabury	1.0	11
10/27/21	Bobby Femia	UCC Advisors Discussion	1.0	4
10/28/21	Bobby Femia	UCC Committee Call	1.0	4
<b>October 1, 2021 - October 31, 2021 Hours for Bobby Femia</b>			<b>23.5</b>	

Jefferies LLC

November 1, 2021 - November 30, 2021

Date	Banker	Comments	Hours	Category
11/03/21	Leon Szlezinger	Call with Alton re: Workstreams	1.0	4
11/03/21	Leon Szlezinger	Call with Seabury	1.0	4
11/04/21	Leon Szlezinger	Review UCC Advisors Discussion Materials	0.5	4
11/04/21	Leon Szlezinger	UCC Advisors Discussion	1.0	4
11/09/21	Leon Szlezinger	Follow Up With Seabury re: Anti-Trust Issues	0.5	11
11/09/21	Leon Szlezinger	Discuss Emergence Issues With Wilkie	0.5	7
11/10/21	Leon Szlezinger	Review UCC Committee Materials	0.5	4
11/18/21	Leon Szlezinger	Review UCC Advisors Discussion Materials	0.5	4
11/23/21	Leon Szlezinger	Follow Up On Anti-Trust Approvals	0.5	11
<b>November 1, 2021 - November 30, 2021 Hours for Leon Szlezinger</b>			<b>6.0</b>	
11/03/21	Philip Engel	Call with Alton re: Workstreams	1.0	4
11/03/21	Philip Engel	Call with Seabury	1.0	4
11/04/21	Philip Engel	Review UCC Advisors Discussion Materials	0.5	4
11/04/21	Philip Engel	UCC Advisors Discussion	1.0	4
11/10/21	Philip Engel	Review UCC Committee Materials	0.5	4
11/12/21	Philip Engel	Review GUC Warrant Calculator	1.0	7
11/17/21	Philip Engel	Sources and Uses Analysis	1.0	7
11/18/21	Philip Engel	Professional Fees Analysis	1.0	1
11/18/21	Philip Engel	Review UCC Advisors Discussion Materials	0.5	4
11/22/21	Philip Engel	Professional Fees Analysis	1.0	7
<b>November 1, 2021 - November 30, 2021 Hours for Philip Engel</b>			<b>8.5</b>	
11/03/21	Kevin Murray	Call with Alton re: Workstreams	1.0	4
11/03/21	Kevin Murray	Call with Seabury	1.0	4
11/04/21	Kevin Murray	Review UCC Advisors Discussion Materials	0.5	4
11/04/21	Kevin Murray	UCC Advisors Discussion	1.0	4
11/10/21	Kevin Murray	Review UCC Committee Materials	0.5	4
11/12/21	Kevin Murray	Review GUC Warrant Calculator	1.0	7
11/17/21	Kevin Murray	Sources and Uses Analysis	1.0	7
11/18/21	Kevin Murray	Professional Fees Analysis	1.0	1
11/18/21	Kevin Murray	Review UCC Advisors Discussion Materials	0.5	4
11/22/21	Kevin Murray	Professional Fees Analysis	1.0	7
<b>November 1, 2021 - November 30, 2021 Hours for Kevin Murray</b>			<b>8.5</b>	
11/03/21	Timothy DeGraw	Call with Alton re: Workstreams	1.0	4
11/03/21	Timothy DeGraw	Call with Seabury	1.0	4
11/04/21	Timothy DeGraw	Review UCC Advisors Discussion Materials	0.5	4
11/04/21	Timothy DeGraw	UCC Advisors Discussion	1.0	4
11/10/21	Timothy DeGraw	Review UCC Committee Materials	0.5	4
11/12/21	Timothy DeGraw	Review GUC Warrant Calculator	1.0	7
11/17/21	Timothy DeGraw	Sources and Uses Analysis	1.0	7
11/18/21	Timothy DeGraw	Professional Fees Analysis	1.0	1
11/18/21	Timothy DeGraw	Review UCC Advisors Discussion Materials	0.5	4
11/22/21	Timothy DeGraw	Professional Fees Analysis	1.0	7
<b>November 1, 2021 - November 30, 2021 Hours for Timothy DeGraw</b>			<b>8.5</b>	
11/03/21	Nick Fazioli	Call with Alton re: Workstreams	1.0	4
11/03/21	Nick Fazioli	Call with Seabury	1.0	4
11/04/21	Nick Fazioli	Review UCC Advisors Discussion Materials	0.5	4
11/04/21	Nick Fazioli	UCC Advisors Discussion	1.0	4
11/10/21	Nick Fazioli	Review UCC Committee Materials	0.5	4
<b>November 1, 2021 - November 30, 2021 Hours for Nick Fazioli</b>			<b>4.0</b>	
11/03/21	Katya Brozyna	Call with Alton re: Workstreams	1.0	4
11/03/21	Katya Brozyna	Call with Seabury	1.0	4
11/04/21	Katya Brozyna	Review UCC Advisors Discussion Materials	0.5	4
11/04/21	Katya Brozyna	UCC Advisors Discussion	1.0	4
11/10/21	Katya Brozyna	Review UCC Committee Materials	0.5	4
<b>November 1, 2021 - November 30, 2021 Hours for Katya Brozyna</b>			<b>4.0</b>	

Jefferies LLC

November 1, 2021 - November 30, 2021

Date	Banker	Comments	Hours	Category
11/03/21	Bobby Femia	Call with Alton re: Workstreams	1.0	4
11/03/21	Bobby Femia	Call with Seabury	1.0	4
11/04/21	Bobby Femia	Review UCC Advisors Discussion Materials	0.5	4
11/04/21	Bobby Femia	UCC Advisors Discussion	1.0	4
11/10/21	Bobby Femia	Review UCC Committee Materials	0.5	4
November 1, 2021 - November 30, 2021 Hours for Bobby Femia			4.0	