

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

In re:

PHILIPPINE AIRLINES, INC.<sup>1</sup>

Debtor.

Chapter 11

Case No. 21-11569 (SCC)

**ORDER AUTHORIZING THE DEBTOR TO ENTER INTO AND PERFORM UNDER  
USAGE STIPULATIONS BETWEEN THE DEBTOR AND COUNTERPARTIES  
CONCERNING CERTAIN AIRCRAFT AND ENGINES**

Upon the motion (the “**Motion**”)<sup>2</sup> of the above-captioned debtor and debtor in possession (the “**Debtor**”) for the entry of an order (this “**Order**”), pursuant to sections 105(a) and 363(b)(1) of the Bankruptcy Code of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rule 6004 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) authorizing the Debtor to enter into, and perform under, the Usage Stipulations, all as more fully set forth in the Motion; and the Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated January 31, 2012; and this Court having the power to enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the Debtor’s notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other

<sup>1</sup> The Debtor in this chapter 11 case, along with its registration number in the Philippines, is Philippine Airlines, Inc., Philippine Securities and Exchange Commission Registration No. PW 37. The Debtor’s corporate headquarters is located at PNB Financial Center, President Diosdado Macapagal Avenue, CCP Complex, Pasay City 1300, Metro Manila, Philippines.

<sup>2</sup> Capitalized terms not otherwise defined herein shall have the meaning(s) ascribed to such terms in the Motion.



notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before the Court (the “**Hearing**”); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein and that such relief is in the best interest of the Debtor, its estate, its creditors and all parties in interest; and any objections to the Motion having been withdrawn or overruled on the merits; and upon all of the proceedings had before this Court and after due deliberation and sufficient cause appearing therefor,

**IT IS HEREBY ORDERED THAT:**

1. The relief requested in the Motion is hereby granted.
2. Pursuant to sections 105(a) and 363(b)(1) of the Bankruptcy Code, the Debtor is hereby authorized (but not directed) to enter into and perform under the Usage Stipulations that are attached to the Motion as Exhibit B.
3. The Debtor is authorized (but not directed) to enter into and perform under the PBH Agreements and Rent Agreements attached to the Usage Stipulations or related to the subject equipment, without further approval of the Court.
4. The Debtor is authorized to execute and deliver all instruments and documents and take any additional actions as are necessary or appropriate to implement and effectuate the entry into and performance under the Usage Stipulations.
5. The Debtor is authorized to file Usage Stipulations relating to similar aircraft lease or finance agreements that are agreed upon after the entry of this Order, under notice of presentment with a seven-day objection period.

6. Notwithstanding any applicability of Bankruptcy Rule 6004(h), the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

7. The notice procedures set forth in the Motion are good and sufficient notice and satisfy Bankruptcy Rules 2002(a) and 9014 by providing the counterparties with a notice and an opportunity to object and be heard at a hearing.

8. This Court shall retain exclusive jurisdiction with respect to any and all matters arising from or relating to the implementation, interpretation and enforcement of this Order.

Dated: September 30, 2021  
New York, New York

/S/ Shelley C. Chapman  
THE HONORABLE SHELLEY C. CHAPMAN  
UNITED STATES BANKRUPTCY JUDGE