

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

In re:

PHILIPPINE AIRLINES, INC.¹

Debtor.

Chapter 11

Case No. 21-11569 (SCC)

**ORDER AUTHORIZING THE DEBTOR TO ENTER INTO AND PERFORM UNDER
REJECTION STIPULATIONS AND SUPER-SOFT LANDING STIPULATIONS
BETWEEN THE DEBTOR AND COUNTERPARTIES CONCERNING CERTAIN
EQUIPMENT LEASES**

Upon the motion (the “**Motion**”)² of the above-captioned debtor and debtor in possession (the “**Debtor**”) for the entry of an order (this “**Order**”), pursuant to section 365(a) of the Bankruptcy Code of title 11 of the United States Code (the “**Bankruptcy Code**”) and Rules 6004(h) and 6006 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”) authorizing the Debtor to enter into, and perform under, the Rejection Stipulations and Super-Soft Landing 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 notice need be provided; and

¹ 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.

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



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 as and to the extent set forth herein.
2. Pursuant to section 365 of the Bankruptcy Code and Bankruptcy Rule 6006, the Debtor is hereby authorized (but not directed) to enter into and perform under the Rejection Stipulations that are attached to the Motion as Exhibit B.
3. 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 Super-Soft Landing Stipulations that are attached to the Motion as Exhibit B.
4. The Debtor is authorized (but not directed) to enter into and perform under the Storage Agreements and/or Soft Landing Agreements attached to the Super-Soft Landing Stipulations or related to the subject equipment, without further approval of the Court
5. 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 Stipulations.

6. In accordance with the Rejection Stipulations, the Debtor is authorized to reject the applicable leases and return the applicable equipment to the applicable Aircraft Counterparties.

7. The automatic stay provided under section 362 of the Bankruptcy Code shall be and hereby is modified to allow the Debtor and the applicable Aircraft Counterparties to (i) effectuate the provisions of the Stipulations, (ii) transfer, move, deregister, dispose of or effect title transfer of the aircraft equipment in accordance with the Stipulations, as applicable, (iii) apply any security deposit and/or maintenance reserves held by such Aircraft Counterparties to the extent permitted by and in accordance with the terms of the Stipulations and the relevant leases against the obligations of the Debtor thereunder and (iv) allow the Aircraft Counterparties to cancel or terminate any such lease in accordance with the terms of the Stipulations.

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

9. 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.

10. This Court shall retain exclusive jurisdiction with respect to any and all matters arising from or related 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