

**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)

**OMNIBUS ORDER GRANTING FIRST INTERIM AND FINAL FEE APPLICATIONS  
OF CERTAIN PROFESSIONALS FOR ALLOWANCE OF PAYMENT OF  
COMPENSATION FOR PROFESSIONAL SERVICES RENDERED AND  
FOR REIMBURSEMENT OF ACTUAL AND NECESSARY EXPENSES**

Upon consideration of the Applications<sup>2</sup> for allowance of interim and final compensation for professional services rendered and reimbursement for expenses incurred during the period commencing September 4, 2021 through December 31, 2021; and a hearing having been held before this court to consider the Applications on March 29, 2022; and notice having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(6) and (c)(2); and due consideration having been given to any responses thereto; and sufficient cause having been shown therefor, it is **HEREBY ORDERED THAT:**

<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> See *First Interim and Final Fee Application of Debevoise & Plimpton LLP for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Counsel to the Debtor and Debtor in Possession for the Period from September 4, 2021 Through and Including December 31, 2021* [ECF 375]; *First and Final Fee Application of Norton Rose Fulbright US LLP and Norton Rose Fulbright LLP for Compensation for Services Rendered and Reimbursement of Expenses Incurred as Special Counsel to the Debtor for the Period September 4, 2021 Through December 31, 2021* [ECF 376]; *First Interim and Final Fee Application of Seabury Securities LLC and Seabury International Corporate Finance LLC for Allowance of Compensation for Services Rendered and Reimbursement of Expenses Incurred as Financial Advisor and Investment Banker to the Debtor and Debtor in Possession for the Period September 4, 2021 Through December 31, 2021* [ECF 377]; and *First Interim and Final Fee Application of Kurtzman Carson Consultants LLC as Administrative Advisor for the Debtor for Allowance of Compensation for Professional Services Rendered and for Reimbursement of Actual and Necessary Expenses Incurred from September 4, 2021 Through and Including December 31* [ECF 378].



Case No. 21-11569 (SCC)

Case Name: In re Philippines Airlines, Inc.

1. The Applications are granted to the extent set forth in the attached **Schedule A** and **Schedule B**.
2. The Debtor is authorized and directed to pay the Applicants' allowed compensation and expenses, less any amounts previously paid by the Debtor in connection with the compensation or expenses requested in the Applications.
3. The Applicants shall apply any remaining prepetition retainer as a credit toward the postpetition fees and expenses that are approved pursuant to this Order.
4. This Court retains jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: March 30, 2022  
New York, NY

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

Case No. 21-11569 (SCC)

Case Name: In re Philippines Airlines, Inc.

**SCHEDULE A**

**FIRST INTERIM FEE PERIOD**

**SEPTEMBER 4, 2021 THROUGH AND INCLUDING DECEMBER 31, 2021**

| <b>(1)<br/>Applicant</b>  | <b>(2)<br/>Date/Document<br/>Number of<br/>Application</b> | <b>(3)<br/>Interim Fees<br/>Requested on<br/>Application</b> | <b>(4)<br/>Fees<br/>Allowed<sup>1</sup></b> | <b>(5)<br/>Fees to be<br/>Paid for<br/>Current Fee<br/>Period</b> | <b>(6)<br/>Fees to be<br/>Paid for Prior<br/>Fee Period(s)<br/>(if any) (i.e.,<br/>Holdback<br/>Release)</b> | <b>(7)<br/>Total Fees to<br/>be Paid</b> | <b>(8)<br/>Interim<br/>Expenses<br/>Requested</b> | <b>(9)<br/>Expenses to be<br/>Paid for Current<br/>Fee Period<sup>2</sup></b> |
|---|--|--|---|---|--|--|---|---|
| <b>Debevoise &amp;<br/>Plimpton LLP</b>   | February 14, 2022<br>[Docket No. 375]                      | \$2,099,466.00   | \$2,098,835.00                              | \$2,098,835.00  | N/A  | \$2,098,835.00                           | \$10,851.42                                       | \$10,851.42   |
| <b>Norton Rose<br/>Fulbright US LLP<br/>and Norton Rose<br/>Fulbright LLP</b>                 | February 14, 2022<br>[Docket No. 376]                      | \$1,235,138.83   | \$1,230,887.98                              | \$1,230,887.98  | N/A  | \$1,230,887.98                           | \$1,914.97  | \$1,914.97  |
| <b>Seabury Securities<br/>LLC and Seabury<br/>International<br/>Corporate Finance<br/>LLC</b> | February 14, 2022<br>[Docket No. 377]                      | \$5,497,644.58   | \$5,497,644.58                              | \$5,497,644.58  | N/A  | \$5,497,644.58                           | \$1,394.58  | \$1,307.58  |
| <b>Kurtzman Carson<br/>Consultants, LLC</b>   | February 14, 2022<br>[Docket No. 378]                      | \$102,525.60   | \$102,525.60                                | \$102,525.60  | N/A  | \$102,525.60                             | \$0.00  | \$0.00  |

<sup>1</sup> This column reflects fees requested on the Application less amounts that the Applicants agreed to waive to resolve comments from the U.S. Trustee.

<sup>2</sup> This column reflects expenses requested on the Application less amounts that the Applicants agreed to waive to resolve comments from the U.S. Trustee.

Case No. 21-11569 (SCC)

Case Name: In re Philippines Airlines, Inc.

**SCHEDULE B**

**FINAL FEE APPLICATION TOTALS**  
**SEPTEMBER 4, 2021 THROUGH AND INCLUDING DECEMBER 31, 2021**

| <b>(1)<br/>Applicant</b>  | <b>(2)<br/>Date / Document<br/>Number of<br/>Application</b> | <b>(3)<br/>Total Fees<br/>Requested</b> | <b>(4)<br/>Total Fees<br/>Allowed<sup>3</sup></b> | <b>(5)<br/>Total Expenses<br/>Requested</b> | <b>(6)<br/>Total Expenses<br/>Allowed<sup>4</sup></b> |
|---|--|---|---|---|---|
| <b>Debevoise &amp; Plimpton LLP</b>   | February 14, 2022<br>[Docket No. 375]                        | \$2,099,466.00                          | \$2,098,835.00                                    | \$10,851.42                                 | \$10,851.42   |
| <b>Norton Rose Fulbright US<br/>LLP and Norton Rose<br/>Fulbright LLP</b>             | February 14, 2022<br>[Docket No. 376]                        | \$1,235,138.83                          | \$1,230,887.98                                    | \$1,914.97                                  | \$1,914.97  |
| <b>Seabury Securities LLC and<br/>Seabury International<br/>Corporate Finance LLC</b> | February 14, 2022<br>[Docket No. 377]                        | \$5,497,644.58                          | \$5,497,644.58                                    | \$1,394.58                                  | \$1,307.58  |
| <b>Kurtzman Carson<br/>Consultants, LLC</b>   | February 14, 2022<br>[Docket No. 378]                        | \$102,525.60                            | \$102,525.60                                      | \$0.00                                      | \$0.00  |

<sup>3</sup> This column reflects fees requested on the Application less amounts that the Applicants agreed to waive to resolve comments from the U.S. Trustee.

<sup>4</sup> This column reflects expenses requested on the Application less amounts that the Applicants agreed to waive to resolve comments from the U.S. Trustee.