

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

-----X
In re: : Chapter 11
: :
AVIANCA HOLDINGS S.A., *et al.*,¹ : Case No. 20-11133 (MG)
: :
Debtors. : (Jointly Administered)
: :
-----X

**AMENDED & RESTATED SCHEDULES OF ASSETS AND LIABILITIES FOR
GRUPO TACA HOLDINGS LIMITED, (CASE NO. 20-11157)**

SUPPLEMENT TO SCHEDULE A/B 11, A/B 77, E/F, AND SCHEDULE G²

Please note: The Supplemental Attachment E/F Part 2 presents new information that is cumulative to the information presented in the Attachment E/F Part 2 to the Original Schedules of Assets and Liabilities and should be considered in conjunction with Attachment E/F Part 2 to the Original Schedule of Assets and Liabilities.

¹ 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. International Enterprises, Inc. (59-2240957); Grupo Taca Holdings Limited (N/A); International Trade Marks Agency Inc. (N/A); Inversiones del Caribe, S.A. (N/A); Isleña de Inversiones, S.A. de C.V. (N/A); Latin Airways Corp. (N/A); Latin Logistics, LLC (41-2187926); Nicaragüense de Aviación, Sociedad Anónima (N/A); Regional Express Américas S.A.S. (N/A); Ronair N.V. (N/A); Servicio Terrestre, Aéreo 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); AV Loyalty Bermuda Ltd. (N/A); Aviacorp Enterprises S.A. (N/A). The Debtors' principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.

² These amended schedules incorporate by reference and must be considered in connection with the *Global Notes and Statement of Limitations, Methodology, and Disclaimers Regarding the Debtors' Schedules of Assets and Liabilities and Statement of Financial Affairs*, attached to the Schedules of Assets and Liabilities for Grupo Taca Holdings Limited (Case No. 20-11157) [Docket No. 877].



Fill in this information to identify the case:

Debtor Name: In re: Grupo Taca Holdings Limited

United States Bankruptcy Court for the: Southern District of New York

Case number (if known): 20-11157 (MG)

☒ Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets - Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 3: Accounts receivable

10. Does the debtor have any accounts receivable?

- ☐ No. Go to Part 4.
☒ Yes. Fill in the information below.

Current value of debtor's interest

11. Accounts receivable

	Description	face amount	doubtful or uncollectible accounts		
11a.	90 days old or less:	\$ 6,362,000.00	- \$	=..... →	\$ 6,362,000.00
11b.	Over 90 days old:	\$ 207,204,000.00	- \$	=..... →	\$ 207,204,000.00

12. Total of Part 3.

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

\$ 213,566,000.00

*Only A/B Part 3 - Question 11a/b and A/B Part 11 - Question 77 are amended.

Debtor: Grupo Taca Holdings Limited
Name

Pg 3 of 11

Case number (if known):

20-11157

Part 11: All other assets**70. Does the debtor own any other assets that have not yet been reported on this form?**

Include all interests in executory contracts and unexpired leases not previously reported on this form.

- ☐ No. Go to Part 12.
- ☒ Yes. Fill in the information below.

Current value of debtor's
interest**71. Notes receivable**

Description (include name of obligor)	Total face amount	doubtful or uncollectible accounts	
_____	\$ _____	- \$ _____	=..... → \$ Not Amended

72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)	—	Tax year	\$ Not Amended
_____		_____	

73. Interests in insurance policies or annuities

\$ Not Amended

74. Causes of action against third parties (whether or not a lawsuit has been filed)

\$ Not Amended

Nature of claim _____

Amount requested \$ _____

75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

\$ Not Amended

Nature of claim _____

Amount requested \$ _____

76. Trusts, equitable or future interests in property

\$ Not Amended

77. Other property of any kind not already listed Examples: Season tickets, country club membership

77.1 Any and all reversionary interests in pension funds, trusts, or similar arrangements with third parties \$ _____

78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$ Unknown

79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

- ☒ No
- ☐ Yes

*Only A/B Part 3 - Question 11a/b and A/B Part 11 - Question 77 are amended.

Fill in this information to identify the case:

Debtor Name: In re : Grupo Taca Holdings Limited

United States Bankruptcy Court for the: Southern District of New York

Case number (if known): 20-11157 (MG)

☒ Check if this is an amended filing

Official Form 206E/F

Schedule E/F: Creditors Who Have Unsecured Claims

12/15

Be as complete and accurate as possible. Use Part 1 for creditors with PRIORITY unsecured claims and Part 2 for creditors with NONPRIORITY unsecured claims. List the other party to any executory contracts or unexpired leases that could result in a claim. Also list executory contracts on Schedule A/B: Assets - Real and Personal Property (Official Form 206A/B) and on Schedule G: Executory Contracts and Unexpired Leases (Official Form 206G). Number the entries in Parts 1 and 2 in the boxes on the left. If more space is needed for Part 1 or Part 2, fill out and attach the Additional Page of that Part included in this form.

Part 1: List All Creditors with PRIORITY Unsecured Claims

1. Do any creditors have priority unsecured claims? (See 11 U.S.C. § 507).

- ☒ No. Go to Part 2.
☐ Yes. Go to Line 2.

*Schedule E/F Part 1 is not amended.

2. List in alphabetical order all creditors who have unsecured claims that are entitled to priority in whole or in part. If the debtor has more than 3 creditors with priority unsecured claims, fill out and attach the Additional Page of Part 1.

Total claim	Priority amount
-------------	-----------------

2.1 Priority creditor's name and mailing address

As of the petition filing date, the claim is: \$ _____ \$ _____

Check all that apply.

Creditor Name

☐ Contingent

Creditor's Notice name

☐ Unliquidated

☐ Disputed

Address

Basis for the claim:

City

State

ZIP Code

Country

Date or dates debt was incurred

Last 4 digits of account number

Is the claim subject to offset?

☐ No

Specify Code subsection of PRIORITY unsecured

☐ Yes

claim: 11 U.S.C. § 507(a) ()

Part 2: List All Creditors with NONPRIORITY Unsecured Claims

3. List in alphabetical order all of the creditors with nonpriority unsecured claims. If the debtor has more than 6 creditors with nonpriority unsecured claims, fill out and attach the Additional Page of Part 2.

		Amount of claim
3.1 Nonpriority creditor's name and mailing address	As of the petition filing date, the claim is:	\$ 305,531,128.58
See Supplemental Schedule E/F Part 2 Attachment	Check all that apply.	
Creditor Name	<input type="checkbox"/> Contingent	
	<input type="checkbox"/> Unliquidated	
Creditor's Notice name	<input type="checkbox"/> Disputed	
Address	Basis for the claim:	
City		
State		
ZIP Code		
Country		
Date or dates debt was incurred	Is the claim subject to offset?	
	<input type="checkbox"/> No	
Last 4 digits of account number	<input type="checkbox"/> Yes	

Part 4: Total Amounts of the Priority and Nonpriority Unsecured Claims

5. Add the amounts of priority and nonpriority unsecured claims.

		Total of claim amounts
5a. Total claims from Part 1	5a.	\$ 0.00
5b. Total claims from Part 2	5b. +	\$ \$305,531,128.58
5c. Total of Parts 1 and 2 Lines 5a + 5b = 5c.	5c.	\$ \$305,531,128.58

Fill in this information to identify the case:

Debtor Name: In re : Grupo Taca Holdings Limited

United States Bankruptcy Court for the: Southern District of New York

Case number (if known): 20-11157 (MG)

☒ Check if this is an amended filing

Official Form 206G

Schedule G: Executory Contracts and Unexpired Leases

12/15

Be as complete and accurate as possible. If more space is needed, copy and attach the additional page, numbering the entries consecutively.

1. Does the debtor have any executory contracts or unexpired leases?

- ☐ No. Check this box and file this form with the court with the debtor's other schedules. There is nothing else to report on this form.
- ☒ Yes. Fill in all of the information below even if the contracts or leases are listed on *Schedule A/B: Assets - Real and Personal Property* (Official Form 206A/B).

2. List all contracts and unexpired leases

State the name and mailing address for all other parties with whom the debtor has an executory contract or unexpired lease

2.1 State what the contract or lease is for and the nature of the debtor's interest

See Schedule G Attachment

Name

Notice Name

State the term remaining

Address

List the contract number of any government contract

City

State

ZIP Code

Country

Fill in this information to identify the case:

Debtor Name: In re: Grupo Taca Holdings Limited

United States Bankruptcy Court for the: Southern District of New York

Case number (if known): 20-11157 (MG)

Official Form 202**Declaration Under Penalty of Perjury for Non-Individual Debtors**

12/15

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.

Declaration and signature

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- ☐ *Schedule A/B: Assets—Real and Personal Property* (Official Form 206A/B)
- ☐ *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)
- ☐ *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)
- ☐ *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)
- ☐ *Schedule H: Codebtors* (Official Form 206H)
- ☐ *Summary of Assets and Liabilities for Non-Individuals* (Official Form 206Sum)
- ☒ *Amended Schedule* A/B Part 3 - Question 11a/b, A/B Part 11 - Question 77, E/F Part 2, Schedule G
- ☐ *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)
- ☐ Other document that requires a declaration _____

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 05/11/2021

MM / DD / YYYY

✱ /s/ Adrian Neuhauser

Signature of individual signing on behalf of debtor

Adrian Neuhauser

Printed name

President and Chief Executive Officer

Position or relationship to debtor

Deer Creek Holdings Limited
Case No. 20-11157

Supplemental Schedule E/F, Part 2
Creditors Who Have NONPRIORITY Unsecured Claims

Note: This Supplemental Attachment E/F Part 2 presents new information that is cumulative to the information presented in the Attachment E/F Part 2 to the Original Schedules of Assets and Liabilities and should be considered in conjunction with Attachment E/F Part 2 to the Original Schedule of Assets and Liabilities.

Line	Nonpriority Creditor's Name	Address 1	Address 2	City	State	Zip	Country	Date incurred	Basis for claim	Subject to offset (Y/N)	Contingent	Unliquidated	Disputed	Amount of claim	ADDED, AMENDED or DELETED
3.1	Aerovías del Continente Americano S.A. Avianca	77B Street No. 57-103	Green Towers Building, 21st Floor	Barranquilla			Colombia	Various	Intercompany	Y				\$633,899.94	ADDED
3.2	Avianca Costa Rica S.A.	La Uruca	200 Meters North of the Juan Pablo II Bridge	San Jose			Costa Rica	Various	Intercompany	Y				\$77,601.45	ADDED
3.3	Avianca Perú S.A. en Liquidación	Calle Tarata 160 Int. Piso 10 Miraflores		Lima			Peru	Various	Intercompany	Y				\$30,330,698.72	AMENDED
3.4	Southern Equipment Corporation Ltd.	Winterbotham Place, Marlborough & Queen Street		Nassau			Bahamas	Various	Intercompany	Y				\$137,403.64	AMENDED
3.5	Taca International Airlines, S.A.	Avianca Building, El Espino Avenue	Between Sur Blvd. & El Almendo St	San Salvador			El Salvador	Various	Intercompany	Y				\$48,394,391.15	ADDED
3.6	Wilmington Savings Fund Society, FSB as Trustee for 2020 Senior Notes	409 Silverside Road	Suite 100	Wilmington	DE	19801		4/8/2014	2020 Senior Bond Notes					\$9,936,515.15	ADDED
3.7	Wilmington Savings Fund Society, FSB as Trustee for 2020 Senior Notes	409 Silverside Road	Suite 100	Wilmington	DE	19801		5/10/2013	2020 Senior Bond Notes					\$11,923,818.18	ADDED
Subtotal:														\$101,434,328.23	

Total of Claims Originally Scheduled and Not Amended (See Docket No. 877): \$204,096,800.35
TOTAL: **\$305,531,128.58**

In re: Grupo Taca Holdings Limited

Case No. 20-11157

Schedule G

Executory Contracts and Unexpired Leases

Line	Name of other parties with whom the debtor has an executory contract or unexpired lease	Creditor Notice Name	Address 1	Address 2	Address 3	City	State	Zip	Country	State what the contract or lease is for and the nature of the debtor's interest	State the term remaining
2.1	Airbus SAS	Armando Belchior Nunes	5201 Blue Lagoon Drive, Suite 700			Miami	FL			Purchase Agreement (Dated: 04/30/2015 Contract No. CT1307579)	12/31/2029
2.2	Alfredo Caballero Herrera	Julio Luis Caballero	La Costena, Terminal Vuelos Nacionales, Aeropuerto Internacional			Managua			Nicaragua	Share Purchase Agreement (Dated: 04/22/2019)	Sale was completed, but indemnity obligations and covenants still survive - the last indemnity in favor of Purchaser expires on April 22, 2029 (10 years as of Closing)
2.3	BDS	Marco Durante	Castillo Torre Luz. Colima de Tibas, costado este de Ferreteria EPA			SAN JOSE				PROVISION OF SERVICES (Dated: 07/01/2019)	
2.4	Bufete Godinez y Asociados S.A.	Alexander Godinez Vargas	Plaza Colonial san rafael de escazu. Local 2-10			SAN JOSE			COSTA RICA	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.5	Bufete Olivero S.A.	Andres Olivero	Centro Gerencial Las Margaritas, Torre I, Diagonal 6 10-65, Zona 10,			CIUDAD DE GUATEMALA			GUATEMALA	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.6	Bufete Olivero S.A.	Stefano Olivero	Centro Gerencial Las Margaritas, Torre I, Diagonal 6 10-65, Zona 10,			CIUDAD DE GUATEMALA			GUATEMALA	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.7	Citibank, N.A.	Andrea Galvis	390 Greenwich St. 1st Floor			New York	NY	10013		Executory Contract (Dated: 08/23/2004)	Indefinite period
2.8	CONDOR LTD.	Daisuke Tsubokura	Season Terrace. 14F, 2-70 Konan 1-Chome, Minato-ku, 108-0075			Tokyo			Japan	Aircraft Lease Agreement (Dated: 07/30/2018 Contract No. 8300)	12/31/2029
2.9	Despacho de Abogados Badell & Grau.	Luis Avila y Alvaro Badell	Av. Solano cruce con Av. Las Acacias. Edificio Seguros Mercnatil, piso 5			CARACAS			VENEZUELA	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.10	Despacho de Abogados Badell & Grau.	Nicolas Badell	Av. Solano cruce con Av. Las Acacias. Edificio Seguros Mercnatil, piso 5			CARACAS		51029	VENEZUELA	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.11	Estudio Juridico Lockling & Labruna	Daniel Labruna	Rio Negro 1354 Piso 5 Oficina 31			Montevideo			URUGUAY	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.12	Estudio Rubio, Legia Normand	Sandro Nunez	Av. 2 de Mayo 1321, San Isidro			LIMA			PERU	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.13	Estudio Rubio, Legia Normand	Victor Ferro Delgado	Av. 2 de Mayo 1321, San Isidro			LIMA		15073	PERU	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.14	Jorge Gongora	Jorge Gongora	Cra. 4a. No. 18.50 Ofic. 1606			BOGOTA			COLOMBIA	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.15	Julio Luis Caballero	Julio Luis Caballero	La Costena, Terminal Vuelos Nacionales, Aeropuerto Internacional			Managua			Nicaragua	Share Purchase Agreement (Dated: 04/22/2019)	Sale was completed, but indemnity obligations and covenants still survive - the last indemnity in favor of Purchaser expires on April 22, 2029 (10 years as of Closing)
2.16	Leite Tosto e Barros	Thais Oliveira Martins				SAO PAULO			BRASIL	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.17	LIC. OSCAR BEJARANO COTO Y ASOCIADOS, S.A.	Oscar Bejarano Coto	Av 6, calles 17 y 19, casa No. 1721			SAN JOSE			COSTA RICA	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.18	Luis Ignacio Caballero	Julio Luis Caballero	La Costena, Terminal Vuelos Nacionales, Aeropuerto Internacional			Managua			Nicaragua	Share Purchase Agreement (Dated: 04/22/2019)	Sale was completed, but indemnity obligations and covenants still survive - the last indemnity in favor of Purchaser expires on April 22, 2029 (10 years as of Closing)
2.19	Nassar Abogados Centroamerica	Lupita Quintero	Oficentro Torres del Campo, Edificio 1, 2nd piso. Barrio Tournon			SAN JOSE			COSTA RICA	PROVISION OF SERVICES (Dated: 07/01/2019)	

In re: Grupo Taca Holdings Limited

Case No. 20-11157

Schedule G

Executory Contracts and Unexpired Leases

Line	Name of other parties with whom the debtor has an executory contract or unexpired lease	Creditor Notice Name	Address 1	Address 2	Address 3	City	State	Zip	Country	State what the contract or lease is for and the nature of the debtor's interest	State the term remaining
2.20	Natividad Abogados S.C.	Jacqueline Alvarez / Jetzahel Moisen	Buffon No. 4 Col. Nueva Anzures Codigo Postal			CIUDAD DE MEXICO			MEXICO	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.21	Natividad Abogados S.C.	Jose Angel Soubervielle	Buffon No. 4 Col. Nueva Anzures Codigo Postal			CIUDAD DE MEXICO			MEXICO	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.22	Regional Airline Holding LLC	Julio Luis Caballero	La Costena, Terminal Vuelos Nacionales, Aeropuerto Internacional			Managua			Nicaragua	Share Purchase Agreement (Dated: 04/22/2019)	Sale was completed, but indemnity obligations and covenants still survive - the last indemnity in favor of Purchaser expires on April 22, 2029 (10 years as of Closing)
2.23	Regional Airline Holding LLC	Julio Luis Caballero	La Costena, Terminal Vuelos Nacionales, Aeropuerto Internacional			Managua			Nicaragua	Pledge Agreement (Dated: 05/31/2019)	Undefined - until all secured obligations have been paid for.
2.24	Romero Pineda & Asociados	Karla Alas / Feridee Hazel Alabi	Edificio Avante Suite 5 -01, Blvd Luis Poma Santa Elena, Antiguo Cuscatlan, La Libertad			SAN SALVADOR			EL SALVADOR	PROVISION OF SERVICES (Dated: 07/01/2019)	
2.25	SAINT GOBAIN SULLY S.A.S	Robert Hoffman	16 Route d' isdes BP 32			Sully-sur-Loire		45600	France	Aircraft component repair services. Flight Deck and Cabin Window Selection Agreement (Dated: 02/13/2017 Contract No. Windows A320NEO Fleet)	EXPIRES Defined as:"until the expiration of the Support Period"
2.26	Turboprop Leasing Company Ltd.	Julio Luis Caballero	La Costena, Terminal Vuelos Nacionales, Aeropuerto Internacional			Managua			Nicaragua	Pledge Agreement (Dated: 05/31/2019)	Undefined - until all secured obligations have been paid for.