

Dennis F. Dunne
Evan R. Fleck
MILBANK LLP
55 Hudson Yards
New York, New York 10001
Telephone: (212) 530-5000
Facsimile: (212) 530-5219

Gregory Bray
MILBANK LLP
2029 Century Park East, 33rd Floor
Los Angeles, CA 90067
Telephone: (424) 386-4000
Facsimile: (213) 629-5063

*Proposed Counsel for Debtors and
Debtors-In-Possession*

**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. : (Joint Administration Requested)
:
-----X

**NOTICE OF COMMENCEMENT OF
CHAPTER 11 CASES AND AGENDA FOR FIRST DAY HEARING**

PLEASE TAKE NOTICE that on May 10, 2020 (the “Commencement Date”), Avianca Holdings S.A. and its debtor subsidiaries, as debtors and debtors-in-possession in the above-captioned chapter 11 cases (collectively, the “Debtors”), filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) with the United States Bankruptcy Court for the Southern District of New York (the “Court”).

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. 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.



PLEASE TAKE FURTHER NOTICE that a hearing (the “**First Day Hearing**”) has been scheduled for **May 11, 2020 at 2:00 p.m. (Prevailing Eastern Time)** before the Honorable Judge Martin Glenn, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY 10004, in order to consider, among other things, the relief requested by the Debtors in the First Day Pleadings (as defined below). In light of present COVID-19 health recommendations, the First Day Hearing will only be conducted telephonically.

PLEASE TAKE FURTHER NOTICE that parties wishing to participate in the First Day Hearing must make arrangements through CourtSolutions LLC (www.courtsolutions.com). Instructions to register for CourtSolutions LLC are attached to General Order M-543.

PLEASE TAKE FURTHER NOTICE that your rights may be affected. You should read the First Day Pleadings (as defined below) carefully and discuss them with your attorney, if you have one in connection with the chapter 11 cases. (If you do not have an attorney, you may wish to consult with one).

PLEASE TAKE FURTHER NOTICE that if you do not want the Court to grant the relief requested in the First Day Pleadings (as defined below), or if you want the Court to consider your views on the First Day Pleadings, then you or your attorney must attend the First Day Hearing. If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the First Day Pleadings and may enter orders granting the relief requested in the First Day Pleadings.

PLEASE TAKE FURTHER NOTICE that an agenda for the First Day Hearing is set forth below. Copies of each pleading identified below (the “**First Day Pleadings**”) can be viewed and/or obtained by: (i) accessing the Court’s website at <http://www.nysb.uscourts.gov>, (ii) from the Debtors’ proposed claims and noticing agent, KCC, at <http://www.kccllc.net/avianca>, or by calling +1 (866) 967-1780 (U.S./Canada) (toll free) or +1 (310) 751-2680 (International) or by e-mail via www.kccllc.net/avianca/inquiry. Note that a PACER password is needed to access documents on the Court’s website.

AGENDA FOR FIRST DAY HEARING

I. Introduction

II. Motions and Applications to Be Heard at the First Day Hearing

1. **Joint Administration.** *Debtors’ Motion for Entry of an Order (I) Directing Joint Administration of Chapter 11 Cases and (II) Granting Related Relief* [Docket No. 2]
2. **Employee Benefits and Wages Motion.** *Debtors’ Motion for an Order Pursuant to Sections 363(B), 507, and 105(A) of the Bankruptcy Code Authorizing the Debtors (I) to Pay Prepetition Wages, Compensation and Employee Benefits; (II) to Continue Payment of Wages, Compensation, Employee Benefits and Related Administrative Obligations in the Ordinary Course of Business; and (III)*

Authorizing and Directing applicable Banks and Financial Institutions to Process, and Pay All Checks Presented for Payment and to Honor All Funds Transfer Requests Made by the Debtors Relating to the Foregoing [Docket No. 3]

3. **Cash Management.** *Debtors' Motion for Entry of Interim and Final Orders Pursuant to Sections 105(A), 345, 363, and 364 of the Bankruptcy Code Authorizing Debtors to (I) Maintain and Use Existing Cash Management Systems, Bank Accounts and Business Forms; (II) Provide Superpriority Status for Intercompany Claims; (III) Authorize Continued Payment of Service Charges; and (IV) Schedule Final Hearing; And (V) Grant Related Relief [Docket No. 4]*
4. **Motion to Enforce Automatic Stay.** *Debtors' Motion for Entry of an Order (I) Enforcing the Protections of 11 U.S.C. §§ 362, 365, 525, and 541(C), (II) Approving the Form and Manner of Notice, and (III) Granting Related Relief [Docket No. 5]*
5. **Foreign Vendors Motion.** *Debtors' Motion for an Order Pursuant to Sections 105(A) and 363 of the Bankruptcy Code Authorizing Debtors to Pay or Honor Prepetition Obligations to Foreign Vendors, Service Providers, and Governments [Docket No. 6]*
6. **Lien Claimants.** *Debtors' Motion for an Order Pursuant to Sections 105(A) and 363 of the Bankruptcy Code Authorizing the Debtors to Pay Certain Outside Maintenance and Service Providers, Shippers, and Contractors in Satisfaction of Perfected or Potential Mechanics', Materialmen's or Similar Liens or Interests [Docket No. 7]*
7. **Fuel Supplier Motion.** *Debtors' Motion for an Order Pursuant to Sections 105(A), 362, 363, and 553 of the Bankruptcy Code (I) Authorizing, but not Directing, the Debtors to Pay Prepetition Amounts Owing to Fuel Relationship Parties and to Continue Performing under Related Contracts; and (II) Authorizing the Fuel Relationship Parties to Exercise Their Setoff and Recoupment Rights [Docket No. 8]*
8. **Interline and Clearinghouse.** *Debtors' Motion for Interim and Final Orders (I) Pursuant to Sections 105(A) and 365 of the Bankruptcy Code, Authorizing Debtors to Assume Certain Agreements; (II) Pursuant to Sections 105(A) and 363 of the Bankruptcy Code Authorizing but not Directing the Debtors to Satisfy (A) Certain Prepetition Obligations Pending Assumption, and (B) Certain Obligations to Other Airlines Settled Through Airline Clearinghouses and Certain Prepetition Frequent Flyer Obligations to Other Airlines; and (III) Modifying the Automatic Stay Pursuant to Section 362 of the Bankruptcy Code to Effectuate the Foregoing [Docket No. 9]*
9. **Section 503(b) Motion.** *Debtors' Motion for Entry of Interim and Final Orders Pursuant to Sections 105(A), 363(b)(1), 503(B)(1), and 503(B)(9) of the*

Bankruptcy Code Authorizing the Payment of Certain Undisputed Obligations Arising from Goods Ordered Prepetition [Docket No. 10]

10. **Insurance Motion.** *Debtors' Motion for Entry of Interim and Final Orders Pursuant to Sections 105(A), 363, and 364 of the Bankruptcy Code Authorizing Debtors (I) to Continue their Insurance Programs and Satisfy Insurance Obligations; (II) to Continue Payment of Certain Brokerage Fees; (III) to Renew, Supplement, Modify, or Purchase Insurance Coverage; and (IV) to Enter into New Financing Agreements in the Ordinary Course of Business* [Docket No. 11]
11. **Tax Motion.** *Debtors' Motion for Entry of Interim and Final Orders Pursuant to Sections 105(A), 363(B), 507(A)(8), and 541 of the Bankruptcy Code Authorizing the Payment of Certain Prepetition Taxes and Fees* [Docket No. 12]
12. **Derivative Contracts.** *Debtors' Motion for an Order Pursuant to Sections 105(A), 363, and 364(C) of the Bankruptcy Code for Authorization to Enter Into, Continue Performance and Provide Credit Support Under Hedging and Derivative Contracts* [Docket No. 13]
13. **KCC Retention Motion.** *Application for an Order Appointing Kurtzman Carson Consultants LLC as Claims and Noticing Agent for the Debtors Pursuant to 28 U.S.C. § 156(C), 11 U.S.C. § 105(A), and S.D.N.Y. L.B.R. 5075-1 Nunc Pro Tunc to the Petition Date* [Docket No. 14]
14. **Case Management Motion.** *Debtors' Motion for Entry of Order Implementing Certain Notice and Case Management Procedures* [Docket No. 15]
15. **Reclamation Motion.** *Debtors' Motion for Entry of Order Pursuant to Sections 105(A) and 546(C) of Bankruptcy Code Establishing and Implementing Exclusive and Global Procedures for Treatment of Reclamation Claims* [Docket No. 16]
16. **Customer Programs Motion.** *Debtors' Motion for Interim and Final Orders Pursuant to Sections 105(A) and 363 of the Bankruptcy Code (I) Authorizing Debtors to Pay or Honor Prepetition Obligations to Customers, Travel Agents, Charter and Tour Operators, and Certain Other Business Entities; (II) Modifying Automatic Stay to the Extent Necessary to Effectuate Ordinary Course Setoffs with Such Counterparties; and (III) Granting Related Relief* [Docket No. 17]
17. **Motion to File Consolidated List of Creditors.** *Debtors' Motion for Entry of an Order (I) Authorizing Debtors to (A) File a Consolidated List of Creditors and (B) File a Consolidated List of Debtors' 40 Largest Unsecured Claims, (II) Approving Procedure for Disclosure of Certain Creditor and Interest Holder Information, and (III) Approving Form and Manner of Notifying Creditors of Commencement of Chapter 11 Cases* [Docket No. 18]
18. **Motion to Extend Time to File Schedules and SOFAs.** *Debtors' Motion for Entry of an Order (I) Extending Time to File Schedules of Assets and Liabilities, Schedules of Current Income and Expenditures, Schedules of Executory Contracts*

and Unexpired Leases, Statements of Financial Affairs, and Rule 2015.3 Financial Reports; and (II) Waiving Requirement to File a List of Equity Security Holders and Provide Notice of Commencement to Equity Security Holders [Docket No. 19]

III. Related Pleadings

1. **First Day Declaration.** *Declaration of Adrian Neuhauser in Support of Chapter 11 Petitions and First Day Pleadings [Docket No. 20]*

Dated: New York, New York
May 10, 2020

/s/ Evan Fleck

Dennis F. Dunne
Evan R. Fleck
MILBANK LLP
55 Hudson Yards
New York, New York 10001
Telephone: (212) 530-5000
Facsimile: (212) 530-5219

- and -

Gregory A. Bray
MILBANK LLP
2029 Century Park East, 33rd Floor
Los Angeles, CA 90067
Telephone: (424) 386-4000
Facsimile: (213) 629-5063

*Proposed Counsel for Debtors and
Debtors-in-Possession*