

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

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In re:	:	Chapter 11
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AVIANCA HOLDINGS S.A., <i>et al.</i> , ¹	:	Case No. 20-11133 (MG)
	:	
Debtors and Reorganized Debtors.	:	(Confirmed)
	:	
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**ORDER GRANTING THE REORGANIZED DEBTORS’ TWENTY-THIRD
OMNIBUS OBJECTION TO PROOFS OF CLAIM**

Upon the *Reorganized Debtors’ Twenty-Third Omnibus Objection to Proofs of Claim* (the “Twenty-Third Omnibus Claims Objection”),² whereby the Reorganized Debtors have requested, in accordance with sections 105 and 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and the *Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 3007 (I) Establishing Claims Objection and Notice Procedures and (II) Granting Related Relief* [Docket No. 1179], entry of an order disallowing and expunging the claims identified on the Schedules hereto; and it appearing that the relief requested is in the best interests of the Reorganized Debtors’ estates, their creditors and other parties in interest; and the Court having jurisdiction to consider the Twenty-Third

¹ The Debtors and Reorganized Debtors in these chapter 11 cases, and each Debtors’ and Reorganized Debtors’ federal tax identification number (to the extent applicable), are as follows: Avianca Holdings S.A. (N/A) n/k/a HVA Associated Corp.; 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 Loyalty Bermuda Ltd. (N/A); AV Taca International Holdco S.A. (N/A); Aviacorp Enterprises 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); 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). The Debtors’ and Reorganized Debtors’ principal offices are located at Avenida Calle 26 # 59 – 15 Bogotá, Colombia.

² Capitalized terms not otherwise defined herein shall be given the meanings ascribed to them in the Twenty-Third Omnibus Claims Objection.



Omnibus Claims Objection and the relief requested therein pursuant to 28 U.S.C. §§ 157 and 1334; and consideration of the Twenty-Third Omnibus Claims Objection and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and notice of the Twenty-Third Omnibus Claims Objection having been adequate and appropriate under the circumstances; and after due deliberation and sufficient cause appearing therefor, **IT IS HEREBY ORDERED THAT:**

1. The Twenty-Third Omnibus Claims Objection is granted as set forth herein.
2. Each Satisfied Claim identified in **Schedule 1** attached hereto as fully satisfied is disallowed in its entirety for all purposes in these bankruptcy cases and shall be automatically expunged from the Claims Register maintained in these cases.
3. Each No Liability Claim identified in **Schedule 2** attached hereto and each Unliquidated and Contingent Claim identified in **Schedule 4** attached hereto is disallowed in its entirety for all purposes in these bankruptcy cases and shall be automatically expunged from the Claims Register maintained in these cases.
4. Each Subsidiary Claim identified on **Schedule 3** attached hereto is reduced and allowed or disallowed, as applicable, to the extent set forth in **Schedule 3**.
5. Each Multiple Modifications Claim identified in **Schedule 5** attached hereto is reduced and reclassified to the extent and in the manner set forth in **Schedule 5**.
6. The Debtors and their claims agent are authorized to take all actions necessary to effectuate the relief granted in this Order, including updating the Claims Register to reflect the relief granted herein.
7. Any response to the Twenty-Third Omnibus Claims Objection not otherwise withdrawn, resolved, or adjourned is hereby overruled on its merits.
8. Except as provided in this Order, nothing in this Order shall be deemed (a) an

admission or finding as to the validity of any claim against a Debtor, (b) a waiver of the right of the Reorganized Debtors to dispute any claim against any Debtor on any grounds whatsoever, at a later date, (c) a promise by or requirement on any Debtor to pay any claim, or (d) a waiver of the rights of the Reorganized Debtors under the Bankruptcy Code or any other applicable law.

9. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation of this Order.

IT IS SO ORDERED.

Dated: December 14, 2022
New York, New York

/s/ Martin Glenn
MARTIN GLENN
Chief United States Bankruptcy Judge

Schedule 1 to Order

Satisfied Claims

SATISFIED CLAIMS¹				
Claimant's Name	Scheduled / Proof(s) of Claim to be Disallowed	Asserted / Scheduled Amount of Claim	Debtor Claim is Asserted / Scheduled Against	Reason for Disallowance
Diplomat Wyndham Bogota	155 ²	\$8,289.44	Tampa Cargo S.A.S.	All invoices paid

¹ See Twenty-Third Omnibus Claims Objection at ¶¶14-15.

² Indicates the claim was converted to USD using the exchange rate as of market open on May 11, 2020. Claim may contain unliquidated and/or undetermined amounts.

Schedule 2 to Order

No Liability Claims

NO LIABILITY CLAIMS¹				
Claimant's Name	Proof(s) of Claim to be Disallowed	Asserted Amount of Claim	Debtor Claim Is Asserted Against	Reason for Modification
CARDENAS MONTANA HECTOR JULIO	3255622	\$71.42	Servicios Aeroportuarios Integrados SAI S.A.S.	Services were never performed due to the pandemic
CENTRO DE SERVICIO EXCLUSIVO COLOMBIA SAS	3258097	\$960.90	Servicios Aeroportuarios Integrados SAI S.A.S.	Repair work was never performed

¹ See Twenty-Third Omnibus Claims Objection at ¶¶16-17.

Schedule 3 to Order

Subsidiary Claims

SUBSIDIARY CLAIMS ¹							
Claimant's Name	Proof(s) of Claim to be Disallowed	Asserted Amount of Claim	Amount Reduced (GUC)	Modified Claim Amount (GUC)	Debtor Claims is Asserted Against	Modification Type	Reason for Modification
Airlease Fourteen Ltd.	3255570	\$12,902,309.71	\$8,175,377.61	\$4,726,932.10	Taca International Airlines S.A.	Books and Records	Reduced to reflect the Company's current outstanding payables and receivables associated with the claimant
Airlease Thirteen Ltd.	3255571	\$8,699,563.92	\$8,699,563.92	\$0.00	Taca International Airlines S.A.	Books and Records	The liability belongs to an entity of Avianca outside of the Ch11 process
Airlease Thirty Ltd.	3255565	\$8,680,072.65	\$3,638,965.07	\$5,041,107.58	Taca International Airlines S.A.	Books and Records	Reduced to reflect the Company's current outstanding payables and receivables associated with the claimant
Airlease Twelve Ltd.	3255566	\$10,427,415.73	\$10,427,415.73	\$0.00	Taca International Airlines S.A.	Books and Records	The liability belongs to an entity of Avianca outside of the Ch11 process
Airlease Twelve Ltd.	3262321	\$27,582.48	\$27,582.48	\$0.00	Taca International Airlines S.A.	Books and Records	The liability belongs to an entity of Avianca outside of the Ch11 process
Airlease Twenty Eight Ltd.	3255577	\$3,589,312.45	\$1,646,972.36	\$1,942,340.09	Taca International Airlines S.A.	Books and Records	Reduced to reflect the Company's current outstanding payables and receivables associated with the claimant
Airlease Twenty Nine Ltda.	3262328	\$829,859.70	\$829,859.70	\$0.00	Taca International Airlines S.A.	Books and Records	The liability belongs to an entity of Avianca outside of the Ch11 process
Airlease Twenty Seven Ltd.	3255578	\$4,054,390.70	\$3,804,390.70	\$250,000.00	Taca International Airlines S.A.	Books and Records	Reduced to reflect the Company's current outstanding payables and receivables associated with the claimant
Airlease Twenty Three Ltd.	3255579	\$2,977,960.00	\$960.00	\$2,977,000.00	Grupo Taca Holdings Limited	Books and Records	Reduced to reflect the Company's current outstanding payables and receivables associated with the claimant
Aviation Leasing Services (ALS) Investments S.A.	3255606	\$30,111,891.91	\$30,111,891.91	\$0.00	Grupo Taca Holdings Limited	Paid	All outstanding amounts paid
Turbo Aviation Three S.A.	3255575	\$15,586,142.16	\$15,586,142.16	\$0.00	Aerovias del Continente Americano S.A. Avianca	Paid	All outstanding amounts paid
Turbo Aviation Three S.A.	3262322	\$534,653.12	\$433,206.84	\$101,446.28	Taca International Airlines S.A.	Books and Records	Reduced to reflect the Company's current outstanding payables and receivables associated with the claimant

¹See Twenty-Third Omnibus Claims Objection at ¶18.

Schedule 4 to Order

Unliquidated and Contingent Claims

UNLIQUIDATED AND CONTINGENT CLAIMS ¹					
Claimant's Name	Claim & Debtor Claim Is Asserted Against	Claim Class Category	Asserted Claim Amount ²	Portion of Claim Invalidated	Reason for Modification
Airbus SAS	Claim No. 1494 Aerovias del Continente Americano S.A. Avianca	Administrative Priority	\$0.00	General Unsecured	Unliquidated Claim
		Secured	\$0.00		
		Priority	\$0.00		
		General Unsecured	Unliquidated		
Wilmington Trust Company	Claim No. 1860 Avianca Holdings S.A.	Administrative Priority	\$0.00	General Unsecured	Unliquidated Claim
		Secured	\$0.00		
		Priority	\$0.00		
		General Unsecured	Unliquidated		

¹See Twenty-Third Omnibus Claims Objection at ¶¶19-20.

²Indicates claim contains unliquidated and/or undetermined amounts.

Schedule 5 to Order

Multiple Modification Claims

MULTIPLE MODIFICATION CLAIMS ¹								
Claimant's Name	Claim & Debtor Claim Is Asserted Against	Claim Class Category	Asserted Claim Amount	No Liability	Paid Amount	Insufficient Documentation Amount	Modified Claim Amount	Reason for Modification
Kilroy International A/S	Claim No. 917 Avianca Holdings S.A.	Administrative Priority	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	Reduced due to customer reimbursements paid (\$130k), rejected because the ticket was used (\$31k), and rejected because the customer failed to provide enough information to validate the request (\$1k).
		Secured	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
		Priority	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
		General Unsecured	\$161,862.13	(\$31,231.33)	(\$129,579.96)	(\$1,050.84)	\$0.00	
Vacaciones eDreams S.L	Claim No. 1397 Aerovias del Continente Americano S.A. Avianca	Administrative Priority	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	Reduced due to customer reimbursements paid (\$2.1MM) and rejected because the ticket was used or it was determined the request for refund was invalid (\$1.6MM)
		Secured	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
		Priority	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
		General Unsecured	\$3,761,256.68	(\$1,643,148.78)	(\$2,118,107.90)	\$0.00	\$0.00	
Wilmington Trust Company ²	Claim No. 1860 Avianca Holdings S.A.	Administrative Priority	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	Reduced remaining portion of the claim, as it consists of unliquidated amounts. Reduced (\$756k) due to insufficient information regarding which aircraft the claim relates to.
		Secured	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
		Priority	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	
		General Unsecured	\$756,236.53	\$0.00	\$0.00	(\$756,236.53)	\$0.00	

¹See Twenty-Third Omnibus Claims Objection at ¶¶21-22.

²Indicates claim contains unliquidated and/or undetermined amounts.