

(CERTIFIED TRANSLATION)

[Mexican coat of arms with text: Federal Judicial Branch]

C.M. 432/2010-4

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On **September twentieth, two-thousand twelve**, the Judge is provided notice with official document registered under No. **14598**. Certified.

Mexico City, Federal District, on September twentieth, two-thousand twelve.

Add to the proceedings of the bankruptcy proceeding in question official document No. **4.1.1402** signed by Sergio Romero Orozco, *acting in his capacity as General Department of Civil Aviation [Aeronáutica Civil] (DGAC) of the Communications and Transportation Ministry*, in compliance with the instructions provided August twenty-seventh, two-thousand twelve, by this Federal Court, and for such purposes issues a certified copy of the temporary authorizations of the routes included in the concession title of the now bankrupt party.

Prior to issuing the corresponding agreement and in order to achieve better understanding of the criteria adopted by the undersigned, it is essential to state some of the precedents of this matter, which are done in the following manner:

1.- Through official document dated May seventeenth, two-thousand eleven (**pages 2 to 4 of volume VI**) of the Communications and Transportation Ministry, the Head of the Legal Affairs Unit, Gerardo Sánchez Henkel Gómez Tagle, requested this court that regarding the provisional measure decreed by this Federal Court, through proceeding dated August fourth, two-thousand ten, regarding the prohibition to be able to fully exploit the routes (**page 83 of volume I**), that this be temporarily modified to exploit the bankrupt concession, and to thereby be able to comply with the existing suit regarding the rendering of aviation services, since with the current situation of the bankrupt party an error has occurred in the offering of such service, so said modification was requested to be able to assist with the proper functioning of the aviation transportation that our country deserves, because such measure in some way would entail the cancellation of the TAN-OR-MXA concession title of *Compañía Mexicana de Aviación*, variable stock corporation.

2.- Through proceedings dated May nineteenth, two-thousand eleven (**page 50 and reverse side of volume VI**), this Federal Court determined the following:

"...the rulings declared in the proceeding of last May twelfth are modified, in order to allow the Communications and Transportation Ministry to perform its duties of regulation and oversight of national and international aviation transportation services, temporarily, while the legal situation of the merchant, in the understanding that the authorizations, where applicable, issued by the Ministry based on air transportation needs, will in no way alter the rights and authorizations granted to Compañía Mexicana de Aviación, variable stock corporation, pursuant to Civil Aviation Law Art. 19, and the bankrupt party may have access to the concessioned routes when it requires..."

Therefore, we can draw from the contents of the official document provided that warning is given that the officer authority provided a file of thirty-one pages of certified copies regarding the temporary authorizations granted by that institution, highlighting that it respected the provisional remedy dated May nineteenth, two-thousand eleven, issued by this Federal Court – i.e., it assigned said routes temporarily while the legal situation of the now-bankrupt party is resolved.

However, the analysis made on the text of said certified file (temporary authorizations) shows that the General Department of Civil Aviation (DGAC) of the Communications and Transportation Ministry, when issuing said authorizations, did not provide the reasons why, **despite concerning routes assigned to Compañía Mexicana de Aviación, variable stock corporation, due to the TAN-OR-MXA concession title, due to the decision by this Federal Court, provided on May nineteenth, two-thousand eleven, declared in this bankruptcy suit, providing clarity and certainty therein to the applying concession holders, to the limited effects and scopes of such**

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temporary authorizations, thereby preventing confusions and therefore problems that would hinder the very development of the rehabilitation of operations of the bankrupt party, which is of essential importance for purposes of this bankruptcy, in consideration of the status of the current matter.

In that regard, we must highlight that the undersigned, as the one overseeing the procedure, pursuant to Bankruptcy Law Art. 7, is conferred with the necessary public power to take all measures it deems pertinent, and which are meant to comply with the principle of the Law in the matter, contained in Art. 1 of said Law, which is the preservation of companies, and not to put their viability at risk and that of others with whom it maintains business relations; this is understood to be, but not limited to, the actions of this authority, which include challenges, and also due to the strength of the conditions that make the conservation of the bankrupt party viable, with the goal of it recommencing its operations.

It is important here to underscore that the Bankruptcy Law is of public interest; therefore, strict compliance of the provisions and principles contained therein prevail, since they are above public interest. Therefore, its enforcement or compliance cannot be left to the discretion of any person or authority.

Therefore, in light of the instructions of this authority, through proceedings dated August fourth, two-thousand ten and May nineteenth, two-thousand eleven, the General Department of Civil Aviation (DGAC) is punctually required so that **through the scope** of all its designations, permissions or **authorizations** that it has granted to any third party, after May nineteenth, two-thousand eleven, in order to exploit both national and international routes in the **TAN-OR-MXA** concession title of the bankrupt party and **which to date are valid**, issue a decision, in adherence to the following guidelines:

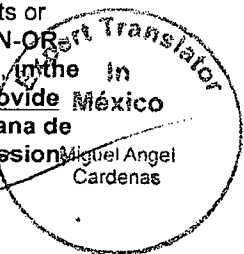
1.- It must **insert** the following legend in all determinations it issues in compliance with this court order:

"The concession holder is informed that the "temporary" designation, permission or authorization of the route referred to in this document has its origin in the determination by the Eleventh District Court in Civil Matters of Mexico City, provided May nineteenth, two-thousand eleven, ruled in the bankruptcy suit, file 432/2010, filed by Compañía Mexicana de Aviación, variable stock corporation; the foregoing is stated since said route belongs to concession title TAN-OR-MXA, which is held by said legal entity."

2.- Regarding all designations, permits or authorizations that have been granted with a specific expiration date and pursuant to the purposes of those provided on August fourth, two-thousand ten and May nineteenth, two-thousand eleven, **taking into account the authority reserved by the General Department of Civil Aviation (DGAC) with concession holders on the term and/or early cancellation** in the route operations concession documents, said authority **must modify its decision, determining that it cannot set a specific expiration date; rather, its expiration will culminate at the time when Compañía Mexicana de Aviación recommences operations**, since this Federal Court only ordered it temporarily while said corporation's legal situation is resolved;

3.- It must **order** that the determination issued in compliance with this court order and in the **means of its reach** for all designations, permits or **authorizations** it has granted to any third parties after May nineteenth, two-thousand eleven, in order to exploit the routes included in the **TAN-OR-MXA** concession title of the bankrupt party, and **which to date are valid**, are **personally notified to the concession holders to whoever the "temporary" use of the route has been granted to**. For this, it must provide to this court the documentary proof evidencing compliance with said order.

In relation to the foregoing, the General Department of Civil Aviation [Aeronáutica Civil] (DGAC) of the Communication and Transportation Ministry, for **future** designations, permits or authorizations granted to any third parties, in order to exploit the routes included in the **TAN-OR-MXA** concession title of the bankrupt party, **must adhere to the aforementioned guidelines, in the understanding that before issuing any designation, permit or authorization, must provide written notice to the undersigned as overseer of the bankruptcy of Compañía Mexicana de Aviación, variable stock corporation, the legal entity that is the holder of said concession**



issuing for those purposes a certified copy of the documentary proof that justify compliance of this court order.

The foregoing is determined as such without ignoring the authority of the Communications and Transportation Ministry to create and manage policies and programs for transportation development and communications based on the country's needs, and to grant concessions and permits to establish and operate aviation services in Mexican territory, and promote, regulate and oversee their operations and functioning, as well as to negotiate agreements to render international aviation services. However, we cannot ignore the fact that Compañía Mexicana de Aviación, variable stock corporation, went before this federal court to request its bankruptcy proceedings. Therefore, it is conclusive that the decisions on the bankruptcy proceedings assume that this determines as overseer of the proceedings pursuant to Bankruptcy Law Art. 7, must honor the principle of the Law on the matter, which is to conserve companies. The foregoing is also understood as the authority of the undersigned to strive for the stability of the conditions that make recommencement of the bankrupt party's operations viable. This translates into the State's power to intervene in the corporation's economic dealings, with the purpose of promoting coexistence between creditors and debtors in search of an alternative solution to an assets dispute that could result in social problems.

On the other hand, the General Department of Civil Aviation [Aeronáutica Civil] (DGAC) of the Communication and Transportation Ministry is not specifying any information on all the designations, permits or authorizations that have been granted to any third party after May nineteenth, two-thousand eleven, to exploit the national routes included in the TAN-OR-MXA concession title of the bankrupt party and which to date are still valid. Therefore, this authority is required to provide a detailed report in this regard, which must include attachments of all the documentation necessary that evidence such acts.

Finally, this General Department of Civil Aviation [Aeronáutica Civil] (DGAC) of the Communication and Transportation Ministry is warned that if it does not adequately comply with this court order within the term of five days after legally notified of this determination, it will receive a fine for the amount equivalent to two-hundred forty days of general minimum wage valid in Mexico City, D.F., in accordance with the provisions of Bankruptcy Law Art. 269 Section I.

Notice is given through official document to the General Department of Civil Aviation (DGAC).

As provided and signed by Edith E. Alarcón Meixueiro, Eleventh District Judge of Civil Matters in the Federal District, before Alán Velázquez Contreras, certifying secretary.

[two signatures]

AVC/gpr

[six lines of illegible text and a signature]

I, Miguel Angel Cárdenas C., Expert Translator duly authorized by the council of the Federal Court of Justice of the Judicial Power of the Federation, as published in the Daily Gazette of the Federation on December 1, 2011, DO HEREBY CERTIFY that the foregoing translation in 3 pages, to the best of my knowledge and belief, is true and correct.

Mexico City, November 5th, 2012.

