

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

In re: )  
GRUPO FAMSA, S.A.B. de C.V., ) Case No. 20-11505-SCC  
Debtor. )  
)  
)  
)  
)

**VERIFIED STATEMENT OF THE AD HOC BONDHOLDER GROUP  
PURSUANT TO BANKRUPTCY RULE 2019**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), certain unaffiliated beneficial holders, and/or investment advisors or managers of beneficial holders (the “Ad Hoc Bondholder Group”) of the 9.75% Senior Secured Notes due 2024 (the “2024 Notes”) of Grupo Famsa, S.A.B. de C.V., as debtor and debtor in possession (the “Debtor”), as set forth on **Exhibit A** attached hereto, by and through their undersigned counsel, hereby submit this verified statement (the “Verified Statement”), and respectfully state as follows:

1. As of the date of this Verified Statement, Orrick, Herrington & Sutcliffe LLP (“Orrick”) represents the Ad Hoc Bondholder Group in connection with the Debtor’s chapter 11 case. Orrick does not represent or purport to represent any other entities in connection with the Debtor’s chapter 11 case. Orrick does not represent the Ad Hoc Bondholder Group as a “committee” (as such term is employed in the Bankruptcy Code and the Bankruptcy Rules) and does not undertake to represent the interests of, and is not a fiduciary for, any creditor, party in interest, or entity other than the Ad Hoc Bondholder Group. In addition, the Ad Hoc Bondholder Group does not represent or purport to represent any other entities in connection with the Debtor’s chapter 11 case.

2. Orrick has been advised by members of the Ad Hoc Bondholder Group that individual members of the Ad Hoc Bondholder Group either hold claims against or disclosable economic interests in the Debtor's estate, or that individual members of the Ad Hoc Bondholder Group, or one or more of their respective affiliates manage funds and/or accounts, hold claims against or disclosable economic interests in, the Debtor's estate. In accordance with Bankruptcy Rule 2019, a list of the names, addresses, and "the nature and amount of all disclosable economic interests" in relation to the Debtor reported to Orrick to be held as of August 6, 2020 by each member of the Ad Hoc Bondholder Group is attached hereto as **Exhibit A**.

3. The information set forth in **Exhibit A**, which is based on information provided by the applicable members of the Ad Hoc Bondholder Group, is intended only to comply with Bankruptcy Rule 2019 and is not intended for any other purpose. Orrick does not make any representation regarding the validity, amount, allowance or priority of such claims and reserves all rights with respect thereto. Orrick does not own, nor has Orrick ever owned, any claims against or interests in the Debtor except for claims for services rendered to the Ad Hoc Bondholder Group.

4. Nothing contained in this Verified Statement (or the exhibits hereto) should be construed as a limitation upon, or waiver of, the rights of any member of the Ad Hoc Bondholder Group to assert, file, and/or amend any claim in accordance with applicable law and any orders entered in this chapter 11 case.

5. Additional holders of claims against the Debtor's estate may become members of the Ad Hoc Bondholder Group, and certain members of the Ad Hoc Bondholder Group may cease to be members in the future. Orrick reserves the right to amend or supplement this Verified Statement in accordance with the requirements set forth in Bankruptcy Rule 2019.

Dated: August 6, 2020

**ORRICK, HERRINGTON & SUTCLIFFE LLP**

/s/ Raniero D'Aversa, Jr.  
Raniero D'Aversa, Jr.  
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*Counsel to Ad Hoc Bondholder Group*

**Exhibit A**

Name <sup>1</sup>	Address	Nature and Amount of Disclosable Economic Interest <sup>2</sup>
Barclays Bank PLC	745 7th Avenue New York, NY 10019	\$9,262,000.00 of 2024 Notes
Penderfund Capital Management Ltd	1066 Hastings St W Suite 1830 Vancouver BC V6E 3X2, CA Canada	\$5,887,000.00 of 2024 Notes
Vontobel Asset Management AG	Genferstrasse 27 Zurich 8022, CH Switzerland	\$18,789,000.00 of 2024 Notes

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<sup>1</sup> The members of the Ad Hoc Bondholder Group are listed here (i) as entities that hold disclosable economic interests directly or (ii) on behalf of certain of their affiliates or affiliated investment funds or investment funds, accounts, vehicles or other entities that hold disclosable economic interests that are managed, advised or sub-advised by the members of the Ad Hoc Bondholder Group. The amounts included herein do not include any claims for, without limitation, fees, expenses, accrued and unpaid interest, premium, make-wholes or other amounts that may be owing under the respective governing documents of the economic interests listed herein. Certain amounts set forth herein may reflect unsettled trades. Moreover, these amounts do not include interests held by certain entities, funds, and/or accounts managed, advised or controlled by, the entities listed herein or their respective affiliates that are not part of the Ad Hoc Bondholder Group.

<sup>2</sup> This Verified Statement reflects the nature and amount of disclosable economic interests in the Debtor held by members of the Ad Hoc Bondholder Group as disclosed to Orrick.