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

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In re:	:	Chapter 11
	:	
GOL LINHAS AÉREAS INTELIGENTES S.A.,	:	Case No. 24-10118 (MG)
<i>et al.</i> , ¹	:	
	:	(Jointly Administered)
Debtors.	:	
	:	
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**NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIM (GENERAL
CLAIMS BAR DATE: JUNE 14, 2024, AT 11:59 P.M. (PREVAILING EASTERN TIME))**

TO ALL PERSONS AND ENTITIES ASSERTING CLAIMS AGAINST ANY OF THE
DEBTORS LISTED BELOW:

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, are: GOL Linhas Aéreas Inteligentes S.A. (N/A); GOL Linhas Aéreas S.A. (0124); GTX S.A. (N/A); GAC, Inc. (N/A); Gol Finance (Luxembourg) (N/A); Gol Finance (Cayman) (N/A); Smiles Fidelidade S.A. (N/A); Smiles Viagens e Turismo S.A. (N/A); Smiles Fidelidade Argentina S.A. (N/A); Smiles Viajes y Turismo S.A. (N/A); Capitânia Air Fundo de Investimento Multimercado Crédito Privado Investimento no Exterior (N/A); Sorriso Fundo de Investimento em Cotas de Fundos de Investimento Multimercado Crédito Privado Investimento no Exterior (N/A); and Gol Equity Finance (N/A). The Debtors' service address is Praça Comandante Linneu Gomes, S/N, Portaria 3, Jardim Aeroporto, 04626-020 São Paulo, São Paulo, Federative Republic of Brazil.

PLEASE TAKE NOTICE THAT ANY PERSON OR ENTITY THAT FILES A PROOF OF CLAIM IN THESE CHAPTER 11 CASES SHALL BE DEEMED TO HAVE SUBMITTED TO THE JURISDICTION OF THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK. ANY PERSON OR ENTITY WHO IS REQUIRED TO TIMELY FILE A PROOF OF CLAIM BUT FAILS TO DO SO WILL BE (A) FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST ANY OF THE DEBTORS AND (B) FOREVER BARRED FROM VOTING TO ACCEPT OR REJECT ANY PLAN OR PARTICIPATING IN ANY DISTRIBUTION IN THESE CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM.

On January 25, 2024 (the “Petition Date”), GOL Linhas Aéreas Inteligentes S.A. and the other above-captioned entities (collectively, the “Debtors”) filed voluntary petitions for relief under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”) in the United States Bankruptcy Court for the Southern District of New York (the “Court”).

On April 9, 2024, the Court entered an order [Docket No. 447] (the “Bar Date Order”) establishing (i) **June 14, 2024, at 11:59 p.m. (prevailing Eastern time)** (the “General Bar Date”) as the deadline for all claimants (including individuals, partnerships, corporations, joint ventures, and trusts) other than governmental units and (ii) **July 23, 2024, at 11:59 p.m. (prevailing Eastern time)** for governmental units (the “Governmental Bar Date”) to file proofs of claim against any of the Debtors listed below:

Debtor	Case Number	Tax ID Number
GOL Linhas Aéreas Inteligentes S.A.	24-10118 (MG)	N/A
GOL Linhas Aéreas S.A.	24-10119 (MG)	98-0670124
GTX S.A.	24-10121 (MG)	N/A
GAC, Inc.	24-10120 (MG)	N/A
Gol Finance (Luxembourg)	24-10117 (MG)	N/A
Gol Finance (Cayman)	24-10122 (MG)	N/A
Smiles Fidelidade S.A.	24-10124 (MG)	N/A
Smiles Viagens e Turismo S.A.	24-10125 (MG)	N/A
Smiles Fidelidade Argentina S.A.	24-10126 (MG)	N/A
Smiles Viajes y Turismo	24-10127 (MG)	N/A
Capitânia Air Fundo de Investimento Multimercado Crédito Privado Investimento no Exterior	24-10128 (MG)	N/A
Sorriso Fundo de Investimento em Cotas de Fundos de Investimento Multimercado Crédito Privado Investimento no Exterior	24-10130 (MG)	N/A
Gol Equity Finance	24-10131 (MG)	N/A

The General Bar Date and the procedures set forth below for filing proofs of claim apply to all claims against any Debtor that arose prior to the Petition Date, except for claims listed in Section 4 below, which are excluded from the filing requirements and deadlines established by the Bar Date Order.

1. WHO MUST FILE A PROOF OF CLAIM

If you believe you have a claim against any Debtor that arose prior to the Petition Date, you **MUST** file a proof of claim to be treated as a creditor in these cases (*i.e.*, vote on a chapter 11 plan for the Debtors or to share in distributions from the Debtors' bankruptcy estates), unless your claim is of the types described in Section 4 below. Proof of any claim based on acts or omissions of any Debtor that occurred before the Petition Date must be filed on or prior to the General Bar Date (or, if applicable, one of the other deadlines described below), even if such claim is not currently fixed, liquidated, or certain or did not mature or become fixed, liquidated, or certain before the Petition Date.

Under Section 101(5) of the Bankruptcy Code and as used in this notice (this "Notice"), the word "claim" means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured.

The Bar Date Order establishes the following bar dates for filing proofs of claim in these chapter 11 cases (collectively, the "Bar Dates"):

- a. **General Bar Date:** Except as otherwise set forth in this Notice, all entities that hold a claim against any Debtor that arose prior to the Petition Date (whether secured, unsecured priority, or unsecured nonpriority) must file a proof of claim by **June 14, 2024, at 11:59 (prevailing Eastern time)**. For the avoidance of doubt and without limitation, the General Bar Date applies to claims asserted pursuant to section 503(b)(9) of the Bankruptcy Code (a "503(b)(9) Claim").
- b. **Governmental Bar Date:** All governmental units, as defined in section 101(27) of the Bankruptcy Code, must file claims against any Debtor that arose prior to the Petition Date by **July 23, 2024, at 11:59 p.m. (prevailing Eastern time)**.
- c. **Rejection Claims Bar Date:** All entities that hold a claim against any of any Debtor arising out of the rejection of an executory contract or an unexpired lease pursuant to section 365 of the Bankruptcy Code must file a proof of claim by the later of (i) the General Bar Date or (ii) the date that is thirty (30) days after the date of entry of an order of the Bankruptcy Court authorizing the rejection of such contract or lease (the "Rejection Claims Bar Date").
- d. **Amended Schedules Bar Date:** If any Debtor amends or supplements its Schedules, the affected claimant is required to file a proof of claim or to amend a previously filed proof of claim in respect of such amended or added scheduled claim by the later of (a) the General Bar Date and (b) thirty (30)

days after the date that notice of the applicable amendment is served on such claimant (the “Amended Schedules Bar Date”).

Each person or entity asserting a claim against a Debtor under sections 503(b)(1) through (8) and 507(a)(2) of the Bankruptcy Code (each, an “Administrative Claim”), regardless of when such claim arose, accrued, or otherwise become due and payable must file an Administrative Claim Form, attached to the Debtors’ bar date motion [Docket No. 376] as Exhibit D to assert its right to the payment of such Administrative Claim. The deadline for filing Administrative Claims will be established later in the chapter 11 cases.

2. WHAT TO FILE

A case-specific proof of claim form accompanies this Notice (the “Claim Form”). To file your proof of claim, you may utilize either the Claim Form(s) provided by the Debtors or the Official Form 410 that can be found at www.uscourts.gov/forms/bankruptcy-forms, the official website for the United States Bankruptcy Courts. Additional Claim Forms may be obtained at: <https://cases.ra.kroll.com/GOL>.

Each proof of claim must (i) be signed by the claimant or by an authorized agent of the claimant (proofs of claim signed electronically are acceptable), (ii) include copies of any writings upon which the asserted claim is based (but if the writings upon which the asserted claim is based are more than 100 pages in the aggregate, unless otherwise agreed with the Debtors, the claimant may include either a list of the documents giving rise to the claim or a summary setting forth the basis for the claim citing to the applicable documents, instead of filing the documents themselves, and make such documents available upon request), (iii) be in English or Portuguese, and (iv) be denominated in U.S. dollars (using the exchange rate, if applicable, as of the Petition Date).²

In addition to the requirements set forth in the immediately preceding paragraph, any proof of claim asserting a 503(b)(9) Claim must also include, with specificity: (i) the amount of the 503(b)(9) Claim; (ii) the particular Debtor against which the 503(b)(9) Claim is asserted; (iii) the date of purported delivery of the goods to a Debtor within twenty (20) days before the Petition Date; (iv) documentation, including invoices, receipts, bills of lading, and the like, identifying with specificity the particular goods for which the 503(b)(9) Claim is being asserted; (v) an identification of which goods (if any) were subject to a demand for reclamation asserted under section 546 of the Bankruptcy Code, and, if applicable, the date of any such reclamation demand timely submitted pursuant to the *Final Order Establishing and Implementing Exclusive and Global Procedures for Treatment of Reclamation Claims* [Docket No. 172]; and (vi) documentation or other evidence that the goods with respect to which the 503(b)(9) Claim is being filed were sold in the ordinary course of the applicable Debtor’s business.

Your proof of claim must not contain complete social security numbers or taxpayer identification numbers (only the last four digits), a complete birth date (only the year), a

² Where a proof of claim has been denominated in a currency other than U.S. dollars, the Debtors will convert such claim to one calculated in U.S. dollars based upon the applicable conversion rate as of the Petition Date.

name of a minor (only the minor's initials), or a financial account number (only the last four digits of such financial account).

With the exception of any (i) master proof of claim (a "Trustee Master Proof of Claim") filed by the relevant indenture trustee (each, a "Trustee") for any of the Amortizing Notes, 2024 Senior Exchangeable Notes, 2025 Senior Notes, and Perpetual Notes (each as defined in *Declaration of Joseph W. Bliley in Support of the Debtors' Chapter 11 Petitions and First Day Pleadings* [Docket No. 11] and, collectively, the "Indentures") in accordance with paragraph 9 of the Bar Date Order, and (ii) any Master Proof of Claim (as defined in the *Final Order (a) Authorizing the Debtors to Obtain Postpetition Financing, (b) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (c) Granting Adequate Protection to the Prepetition Secured Parties, (d) Modifying the Automatic Stay, (e) Authorizing the Debtors to Use Cash Collateral, and (f) Granting Related Relief* [Docket No. 207] (the "Final DIP Order")), all persons and entities asserting claims against more than one Debtor are required to (i) file a separate proof of claim against each such Debtor and (ii) identify on each proof of claim the particular Debtor against which the claim is asserted. Any claim that fails to identify a specific Debtor will be deemed filed only against GOL Linhas Aéreas Inteligentes S.A. With the exception of any (i) Trustee Master Proof of Claim filed by a Trustee and (ii) any Master Proof of Claim (as defined in the Final DIP Order), if more than one Debtor is identified on the Claim Form, the proof of claim will be deemed filed only against the first-listed Debtor.

3. WHEN AND WHERE TO FILE

Except as provided herein, all proofs of claim must be filed so as to be received on or before the applicable Bar Date:

IF ELECTRONICALLY:

(i) By following instructions for filing proofs of claim on the website established by the Debtors' claims and noticing agent, Kroll Restructuring Administration LLC ("Kroll"), for these Chapter 11 Cases (the "Case Website") located at <https://cases.ra.kroll.com/GOL>, or

(ii) Through the Court's Public Access to Court Electronic Records ("PACER") at <https://ecf.nysb.uscourts.gov>.

IF BY FIRST CLASS MAIL:

GOL Claims Processing Center
c/o Kroll Restructuring Administration LLC
Grand Central Station, PO Box 4850
New York, NY 10163-4850

IF BY HAND DELIVERY OR OVERNIGHT SERVICE:

GOL Claims Processing Center
c/o Kroll Restructuring Administration LLC
850 3rd Avenue, Suite 412
Brooklyn, NY 11232

Clerk of the Bankruptcy Court (*hand delivery only*)
United States Bankruptcy Court for the Southern District of New York
One Bowling Green, New York, NY 10004

A proof of claim will be timely filed only if *actually submitted* to the Case Website or PACER or is *actually received* by the GOL Claims Processing Center or Clerk of the Court on or before the applicable Bar Date. Proof of claim forms sent by e-mail, facsimile, telecopy, or electronically (other than through the Case Website or PACER) will not be accepted.

4. CLAIMS FOR WHICH PROOFS OF CLAIM NEED NOT BE FILED

You do not need to file a proof of claim by the applicable Bar Date if:

- a. you have already filed a proof of claim in a form substantially similar to Official Form No. 410 against one or more of the Debtors for which no other basis or additional amount are sought;
- b. your claim is listed in the Schedules (as defined below), *and* is not designated as “disputed,” “contingent,” and/or “unliquidated,” *and* you agree with the nature, classification, and amount scheduled, *and* you agree that your claim is an obligation only of the specific Debtor list the claim in its Schedules;
- c. your claim previously has been allowed by, or paid in full pursuant to, an order of the Court;
- d. a specific deadline for asserting your claim has been previously fixed by the Court;
- e. you are a current or former equity security holder and seek to assert *only* a proof of your ownership interest; *provided, however*, that if you claim damages or assert a cause of action based upon or arising from your stock ownership, you must file a proof of claim by the General Bar Date;
- f. any Prepetition Agents and Prepetition Secured Parties (each as defined in the Final DIP Order) with respect to Prepetition Secured Notes Obligations arising under the Prepetition Secured Notes Documents (each as defined in the Final DIP Order; *provided, however*, that any Prepetition Secured Party may (but is not required to) file a proof of claim and/or aggregate proofs of the claim, and any Prepetition Agent may (but is not directed or required to) file a Master Proof of Claim (as defined in the Final DIP Order) as set forth in the Final DIP Order; and
- g. subject to the provisions of paragraph 9 of the Bar Date Order, any holder of a claim limited exclusively to the repayment of principal, interest, applicable premium (if any), fees, expenses (including attorneys’ fees and expenses (if any)), and any other amounts owing under any agreements

governing the notes issued by any of the Debtors (a “Notes Claim”) pursuant to any of the Indentures; *provided*, that the relevant Trustee under the applicable Indenture shall file a single Trustee Master Proof of Claim on or before the General Bar Date in *In re GOL Linhas Aéreas Inteligentes S.A., et al.*, Case No. 24-10118 (MG), which shall be deemed to constitute the filing of such Trustee Master Proof of Claim or Trustee Master Proofs of Claim in the cases of all Debtors that are obligors under the applicable Indenture; *provided further* that any holder of Amortizing Notes, 2024 Senior Exchangeable Notes, 2025 Senior Notes, or Perpetual Notes (a “Noteholder”) asserting a claim (if any) against any of the Debtors other than a Notes Claim (such claim, a “Non-Debt Claim”) must file its own proof of claim for such Non-Debt Claim. This accommodation is intended solely for administrative convenience and shall not affect the substantive rights of (i) the Trustees or any Noteholder under applicable law or (ii) the Debtors with respect to the number, allowance, amount, or priority of the Notes Claims or with respect to any objection, defense, offset, counterclaim, acceptance, or rejection related to any Notes Claim.

This Notice is being sent to many entities that have had some relationship with or have done business with the Debtors but may not have an unpaid claim against the Debtors. The fact that you have received this Notice does not mean that you have a claim or that the Debtors believe that you have a claim against them.

5. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE BAR DATE

ANY ENTITY WHO IS REQUIRED TO TIMELY FILE A PROOF OF CLAIM AS SET FORTH IN THIS NOTICE BUT FAILS TO DO SO WILL BE (A) FOREVER BARRED, ESTOPPED, AND ENJOINED FROM ASSERTING SUCH CLAIM AGAINST ANY DEBTOR AND (B) FOREVER BARRED FROM VOTING TO ACCEPT OR REJECT ANY PLAN IN THE DEBTORS’ CHAPTER 11 CASES OR PARTICIPATING IN ANY DISTRIBUTION ON ACCOUNT OF SUCH CLAIM.

6. THE DEBTORS’ SCHEDULES AND ACCESS THERETO

You may be listed as a holder of a claim against one or more Debtor in the Debtors’ Schedules of Assets and Liabilities and/or Schedules of Executory Contracts and Unexpired Leases [Docket Nos. 349–361] (collectively, the “Schedules”).

To determine if and how you are listed on the Schedules, please refer to the note set forth on the enclosed proof of claim form detailing how your claim is listed on the Schedules (inclusive of the scheduled amount). If you received postpetition payments from the Debtors (as authorized by the Court) on account of your claim, the enclosed proof of claim form will reflect the net amount of your claims. If the Debtors believe that you hold claims against one or more Debtors, you will receive multiple proof of claim forms, each of which will reflect the nature and amount of your claim against one Debtor, as listed in the Schedules.

If you forgo filing a proof of claim in reliance on the Schedules, it is your responsibility to determine that your claim is accurately listed in the Schedules.

As set forth above, if you agree with the nature, amount, and status (*i.e.*, your claim is not described as “disputed,” “contingent,” or “unliquidated”) of your claim as listed in the Schedules, and if you do not dispute that your claim is only against the specified Debtor, you need not file a proof of claim. Otherwise, or if you decide to file a proof of claim, you must do so before the applicable Bar Date in accordance with the procedures set forth in this Notice.

Copies of the Schedules are available for inspection on the Court’s website at <http://www.nysb.uscourts.gov>. A login and password to PACER are required to access this information and can be obtained through the PACER Service Center at <http://www.pacer.gov>. Copies of the Schedules are also available at the Case Website at <https://cases.ra.kroll.com/GOL>. Copies of the Schedules may also be obtained by written request to the Debtors’ Claim Agent at the following address: GOL Claims Processing Center, c/o Kroll Restructuring Administration LLC, Grand Central Station, PO Box 4850, New York, NY 10163-4850.

The Debtors reserve the right to (a) dispute, or to assert offsets or defenses against, any filed claim or any claim listed in the Schedules as to nature, amount, liability, priority, classification, or otherwise; (b) subsequently designate any scheduled claim as disputed, contingent, or unliquidated; and (c) otherwise amend or supplement the Schedules. Nothing contained in this Notice shall preclude the Debtors from objecting to any claim, whether scheduled or filed, on any grounds.

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You should consult an attorney regarding any matters not covered by this Notice, such as whether you should file a proof of claim.

BY ORDER OF THE COURT

Dated: New York, New York
April 9, 2024

MILBANK LLP

/s/ Evan R. Fleck

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