

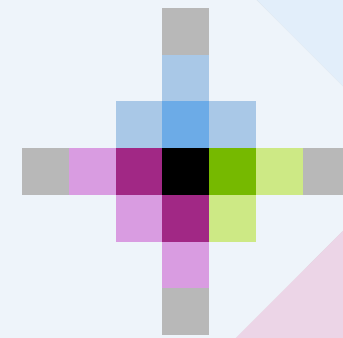


We Fly Differently



# volaris

## 2018 Annual Report



Add new profile



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Flight Status



# CONTENTS





# CONVERSATION WITH OUR CEO

Dear shareholders,

Since Volaris was founded in 2005-2006 in Mexico, we decided to go behind the airline market and change the way to fly. Flying different means offering what customers really value and need. This strategy has generated an additional value for our Company, and I am very proud to share with you our outstanding 2018 results.

We decided to give the passengers what they needed and nothing else. All additional services had to be sold separately, because fares had to compete with buses and some services were not valuable for them. ¡Low fares! The solution was to design fares that were so low that would mobilize them and get them out of town... in a plane of course.

More than 12 years later, Volaris has 187 routes to 69 destinations plus the 50 Frontier codeshare destinations and we have transported over 100 million passengers. Last year alone, we transported 18 million passengers, a 12% increase; but 10% of our customers claim they are first time travelers. Our bus switching campaign still has a huge impact, to the extent that today, still 27% of our routes do not have direct air competition. Currently, we are the largest ultra-low-cost carrier in Latin America and the largest domestic passenger operator in the Mexican market. We

**Flying differently  
means offering what  
customers really  
value and need.**

have an Airbus A320 family fleet of 77 aircraft, with an average of 185 seats, which today is the youngest fleet in Mexico and probably one of the youngest in the continent: 4.6 years old.

This year, our revenues amounted to Ps. 27.3 billion, and we got into the three lowest unit cost operators ranking in the world at 4.3 US dollar cents per ASM-ex fuel. ASMs grew 2.3 times from 2012 to 2018 at a 15% CAGR, passengers grew up 2.5 times in the same period, at a 16% CAGR per year and revenues at 1.5 times or 16% CAGR.





## OAG recognized Volaris as one of the top five most punctual ULCC airlines worldwide.

When in 2009 we decided to unbundle prices and start selling ancillaries, we created a revolution, not because passengers opposed it, but because of the way we launched it. We called it “You decide” and emphasized the fact that we were more transparent with our passengers than traditional carriers, since we allowed customers to decide where to spend their money. Today, 32% of our revenues are driven by ancillaries. They grow at a pace of 36% CAGR and we are now charging almost US \$30.00 per passenger. User experience and dynamic pricing improvements are two main forces for growth. In the development of ancillaries, we maintain a customer-centric approach that has clearly paid off.

Air trips per capita went up from 0.25 in 2007 to 0.36 in 2018, growing the domestic market from 24 million passengers per year to 44 million passengers per year. 48% of the market growth in Mexico is attributed to Volaris. Traffic volume in the domestic market continues to rise, in line with an emerging market economy, in which the middle class evolves and requires more seats and air travel options. This trend explains part of Volaris’ traffic behavior; we believe that domestic demand of Visiting Friends and Families traffic is growing at a higher pace. An ideal fit for the ultra-low-cost model in this economy and population.

Costs continue to be a challenge. In 2018, we had fuel costs go up dramatically. Our all in all costs are so low that the fuel line represents 37% of our revenues. The new aircraft and engine technology are key to managing fuel costs. We were the first NEO operator in North America and by now we have substituted 20% of our actual fleet to NEO’s. By 2022, 56% of the fleet will be substituted with engines that burn less fuel, plus have shar-





klets to further reduce fuel and CO<sub>2</sub> emissions. On the whole, an 18% lower fuel burn in favor of our low-cost strategy.

Our on-time performance has been recognized several times. We operate at 82% on time performance: arrival +15 minutes. OAG recognized Volaris as one of the top five most punctual ULCC airlines worldwide. Schedule completion is at 99.3% and we operate on average 13.4 hours a day, giving the fleet one of the highest utilization rates in the market.

Volaris market share is now 28% in the domestic market. We use market share to measure market penetration of the new model, since we drive our decision model based on costs and profitability. Volaris stimulation in the markets is typically better than the market growth, resulting from a model that continuously measures elasticity of demand.

On the second semester of 2017, we started another certificate of operations in Costa Rica. Central America is again an overpriced market that, as 12 years ago in Mexico, is strangulating volume growth. Today a very small portion of our ASMs are operated in that area. At the end of 2018, about 3.5% of our capacity is flying within Central America and from there to three destinations in the United States.

Labor wise Volaris, cannot achieve these great accomplishments without our people, our Ambassadors. Our Volaris family is comprised of over 4,600 direct employees with an industry labor union, 60 full time equivalents per aircraft. These Ambassadors generate four times more indirect employment. So concisely, Volaris generates more than 25 thousand jobs in our territories.

We have great opportunities going forward. We were strong supporters of the new United States-Mexico open skies agreement, and we know that, despite the ups and downs of the air service market between the United States and Mexico, the agreement provides a strong foundation for growth and the expansion of the relationship between our two countries.

Furthermore, we are able to maintain our growth in an attractive emerging air travel market in Mexico and Central America; we can continue our geographic diversification through international growth and codeshares. Our new codeshare arrangement with Frontier, an ultra-low-cost carrier, shows great promise. We are continuing to expand our frequency in very elastic markets; we do have a great upside in ancillary revenues; we have a flexible fleet plan and high utilization; we manage ourselves in a very rational capacity deployment and we still think we can improve Volaris to the lowest cost operator in the world. Volaris has built a strong and diverse network with minimal concentration and overlap with other carriers. Our diversified network will continue to allow us to work around the infrastructural gaps to grow consistently in significant untapped opportunities throughout the Americas.

**My sincerest gratitude for your continued confidence and support.**

**Enrique J. Beltranena**  
PRESIDENT AND CHIEF EXECUTIVE DIRECTOR





# OUTSTANDING FIGURES



**1st**  
ULTRA-LOW  
COST CARRIER IN  
CENTRAL AMERICA



**77** AIRCRAFT  
20% ARE A320  
NEO AIRBUS



**4,600**  
AMBASSADORS  
IN MEXICO AND CENTRAL AMERICA




**187** & **69**  
ROUTES DESTINATIONS



**32%** OF OUR TOTAL  
OPERATING REVENUES  
CAME FROM OUR  
ANCILLARIES LINE



**18.4** MILLION PASSENGERS  
12% INCREASE VS 2017



CASM EX-FUEL IN  
US DOLLAR CENTS DECREASED  
**9.3%**



**CODESHARE WITH FRONTIER  
BEGAN OPERATIONS**



**PS27,305** +10.2% VS 2017  
MILLION TOTAL OPERATING  
REVENUES

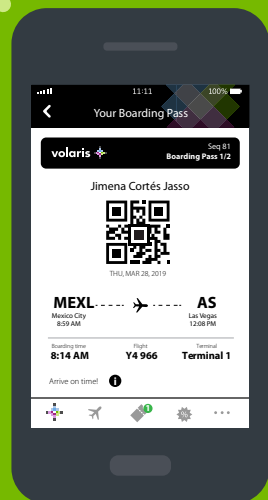


**PS8,817** +26.0% VS 2017  
MILLION NON-TICKET REVENUES

**We are the largest domestic carrier in Mexico due to our outstanding strategy to fly differently and provide the best travel experiences!**



# WE FLY DIFFERENTLY



Check-in  
wherever  
you want!



Hey Mario! I've just bought our tickets :D  
17:00 pm ✓✓

Cool! Let's meet up at least 3 hours earlier  
to get our check-in done... D:  
17:01 pm

No, not at all! We can check-in  
from the new app now!  
17:02 pm ✓✓



# Through its strong and diversified network, Volaris serves 40 cities in Mexico and 29 in the United States and Central America.

Controladora Vuela Compañía de Aviación, S.A.B. de C.V., “Volaris” (NYSE: VLRS and BMV: VOLAR), is an ultra-low-cost carrier, with point-to-point operations, serving Mexico, the United States and Central America. Volaris offers low base fares to build its market, providing quality service and extensive customer choice. Volaris targets passengers who are visiting friends and relatives, cost-conscious business people and leisure travelers in Mexico and select destinations in the United States and Central America.



## MISSION

With the best people and low costs, we enable more people to travel... well!



## VISION

Transcend by creating and living the best travel experiences.





**Strong ultra-low-cost model with a commitment to low operating costs and a diversified network with a point-to-point structure.**



**BUSINESS MODEL**

In 2018, we implemented a cost reduction strategy that yielded very successful results. Consequently, we further reduced our base fares and stimulated demand, focusing on satisfying our customers' expectations and needs.

We innovated to offer lower fares, point-to-point flights, the most modern fleet, an efficient way to purchase tickets and a customer discount club.



**OAG ranked us in the top five most punctual airlines in Latin America and among the five most punctual low-cost airlines worldwide.**



# ROUTE NETWORK



**+60**  
**DESTINATIONS**

Flights to México, USA, and Central America  
with get out of town prices!

**187 routes**



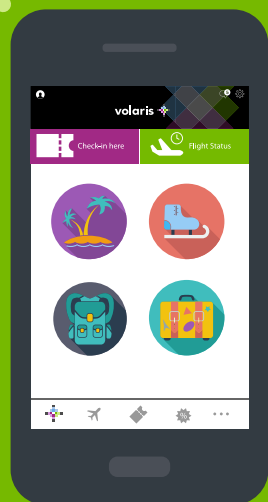
**35** NEW ROUTES  
& 4 NEW STATIONS  
PUERTO ESCONDIDO; WASHINGTON  
D.C.; ALBUQUERQUE, NEW MEXICO &  
CHARLOTTE, NORTH CAROLINA



**69** DESTINATIONS  
40 DOMESTIC &  
29 INTERNATIONAL



# 2018 DIFFERENTIATION STRATEGY



Discover  
new offers  
instantly!



Ana, let's go to Cancun next summer!  
17:00 pm ✓

The flights are very expensive, I don't think we can... :(  
17:01 pm

What are you talking about? I got a super promo at Volaris! :D  
17:02 pm ✓



## NEW DESTINATIONS FOR OUR CUSTOMERS WITH CODESHARE

We began our Codeshare operations with Frontier, the first agreement of its kind in ultra-low-cost carriers globally. Through it, our customers can visit new destinations in the United States beyond our current ones, and Frontier customers will gain first-time access to new cities in Mexico.

During 2019, we plan to enhance our codeshare initiatives, such as increase the number of connecting airports and explore cost synergies at certain United States and Mexican airports to increase our already strong connectivity potential.

**50 new Frontier destinations in the United States**

**150 codeshare routes in 8 connecting points**



Enrique Beltranena, President & CEO  
Online



The launch of code-sharing sales marks an important milestone in the history of our operations.

12:00 pm

Our customers and those of Frontier can purchase their tickets with the shared promise of maintaining the lowest rates, the best customer service and the highest standards of safety and quality.

12:01 pm

## We focus on fleet efficiency, which drives higher revenue and lower cost.

### WE ARE COMMITTED TO HAVE THE YOUNGEST FLEET IN THE COUNTRY!

In 2018 we operated with 77 aircraft with an average age of 4.6 years. We received six new A320Neo and four A321Neo. In line with our ultra-low-cost strategy, we

have constantly increased our number of Airbus NEO, which operate with lower fuel burn and have competitive lease rate factors. Additionally, these aircraft have eco-efficient engines and sharklets, which decrease CO<sub>2</sub> emissions and fuel consumption, minimizing our environmental footprint. Currently, 20% of our fleet is comprised of these aircraft, we plan to increase it to 50% by 2022.



**A319 → 8**  
**A320 → 55**  
**A321 → 14**



**We are among the Top 10 Safest Low-Cost airlines awarded by Airline Ratings due to our successful completion of the International Air Transport Association Operational Safety Audit (IOSA)**

**COMMERCIAL EFFORTS AND COST REDUCTION STRATEGY**

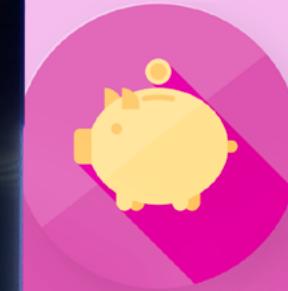
We strive to further reduce our cost structure to offset challenging conditions. Our strategy includes:

**We are among the top three lowest cost operators worldwide, our CASM ex-fuel decreased 7.8% to 85.9 cents.**



**volaris** 

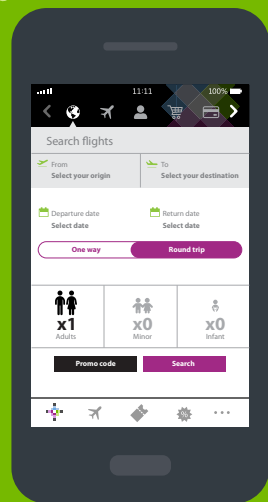
**COST IMPROVEMENT**



- Dilute fixed costs and maintain high seat density
- Young and fuel-efficient fleet
- High aircraft utilization
- Productive point-to-point network with no connections' complexity



# 2018 RESULTS



Book your flight and your hotel with us!



Look! Volaris has also the best rates in hotels !!  
17:02 pm ✓

Reaaaaally??!  
17:01 pm

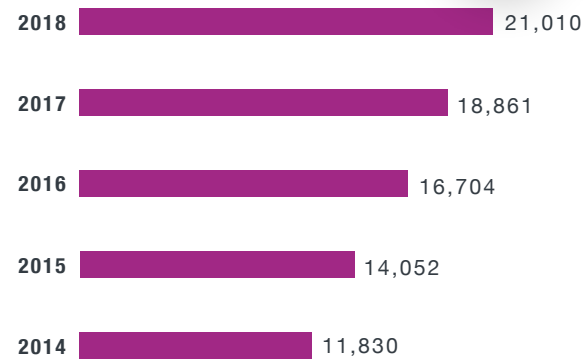
Yes, you better book everything there!  
17:02 pm ✓

Obviously!  
17:03 pm

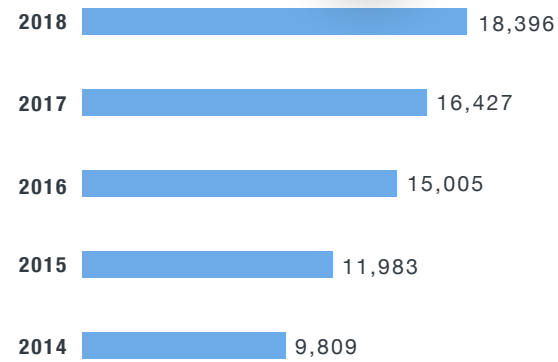




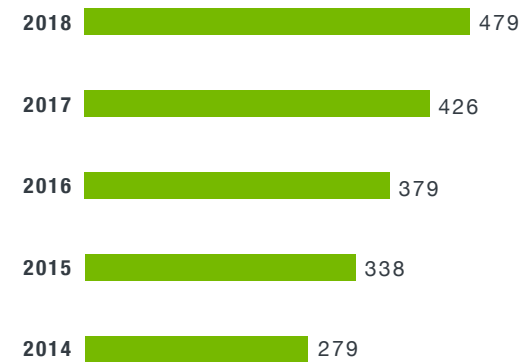
**AVAILABLE SEAT MILES**  
(ASMs, millions)



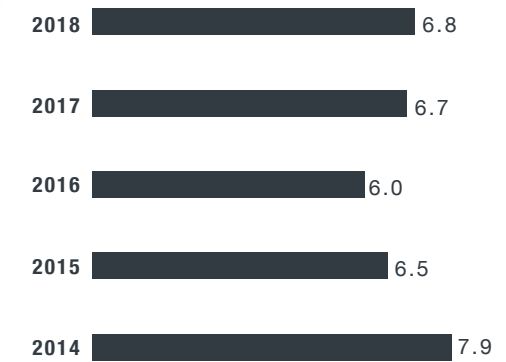
**PASSENGERS**  
(Thousands)



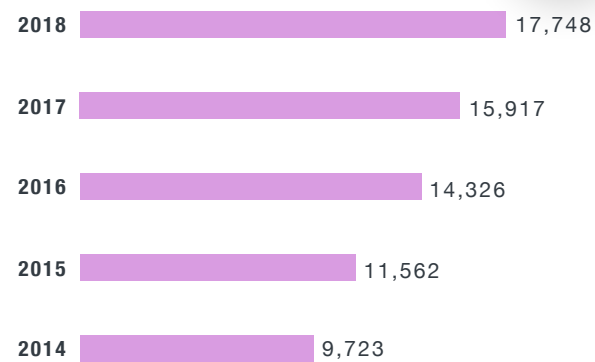
**TOTAL ANCILLIARY REVENUE PER BOOKED PASSENGER** (MXN)



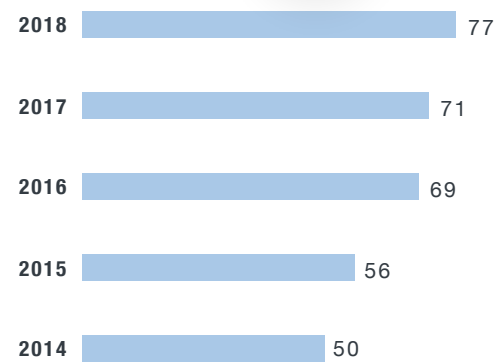
**OPERATING COST PER AVAILABLE SEAT MILE**  
(CASM\*, USD cents)



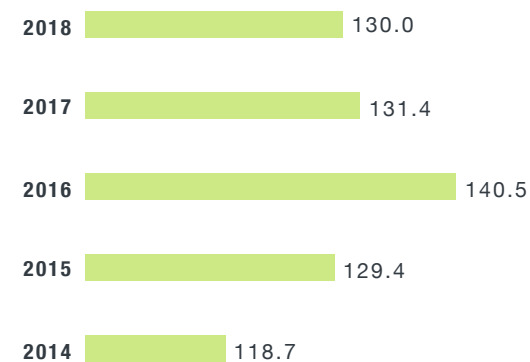
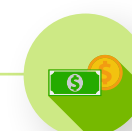
**REVENUE PASSENGER MILES**  
(RPMs, millions)



**AIRCRAFT**



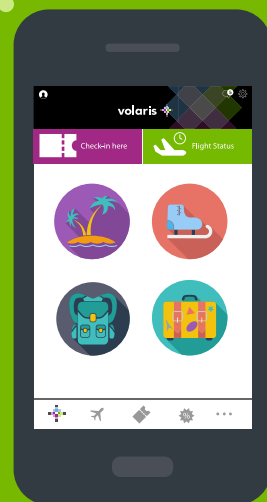
**TOTAL OPERATING REVENUE PER AVAILABLE SEAT MILE**  
(TRASM, MXN cents)



\*Peso amounts were converted to U.S. dollars at end of period exchange rate.



# MARKET OUTLOOK



Get custom offers!



I got the offer for La Paz that we wanted in Volaris  
17:02 pm ✓

OMG, really??  
17:01 pm

Yeah 😬 hahahaha, we're going, right?  
17:02 pm ✓

Sure!!!!  
17:03 pm



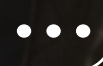
## We implemented a very successful cost reduction strategy that allowed us to thrive, notwithstanding the challenges we faced.

In 2018 we implemented sound and innovative strategies to increase cost-efficiency and stimulate demand. These proved successful to increase our profitability, notwithstanding the significant volatility of fuel prices and the uncertainty caused by the presidential elections.

- During 2018, Mexico maintained resilient macroeconomic indicators and stable domestic consumer demand. The Mexican Consumer Confidence Balance Indicator (BCC) increased 12% year over year.
- The Mexican DGAC reported overall passenger volume growth for Mexican carriers of 10.6% year over year; domestic overall passenger volume increased 10.6%, while international overall passenger volume increased 3.8%.
- As of December 31, 2018, the Mexican peso appreciated 0.3% against the US dollar in nominal terms since December 31, 2017.
- The average economic fuel cost per gallon increased 29.3% to Ps. 44.6 per gallon.

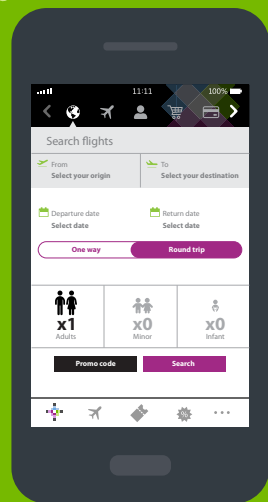


Send message

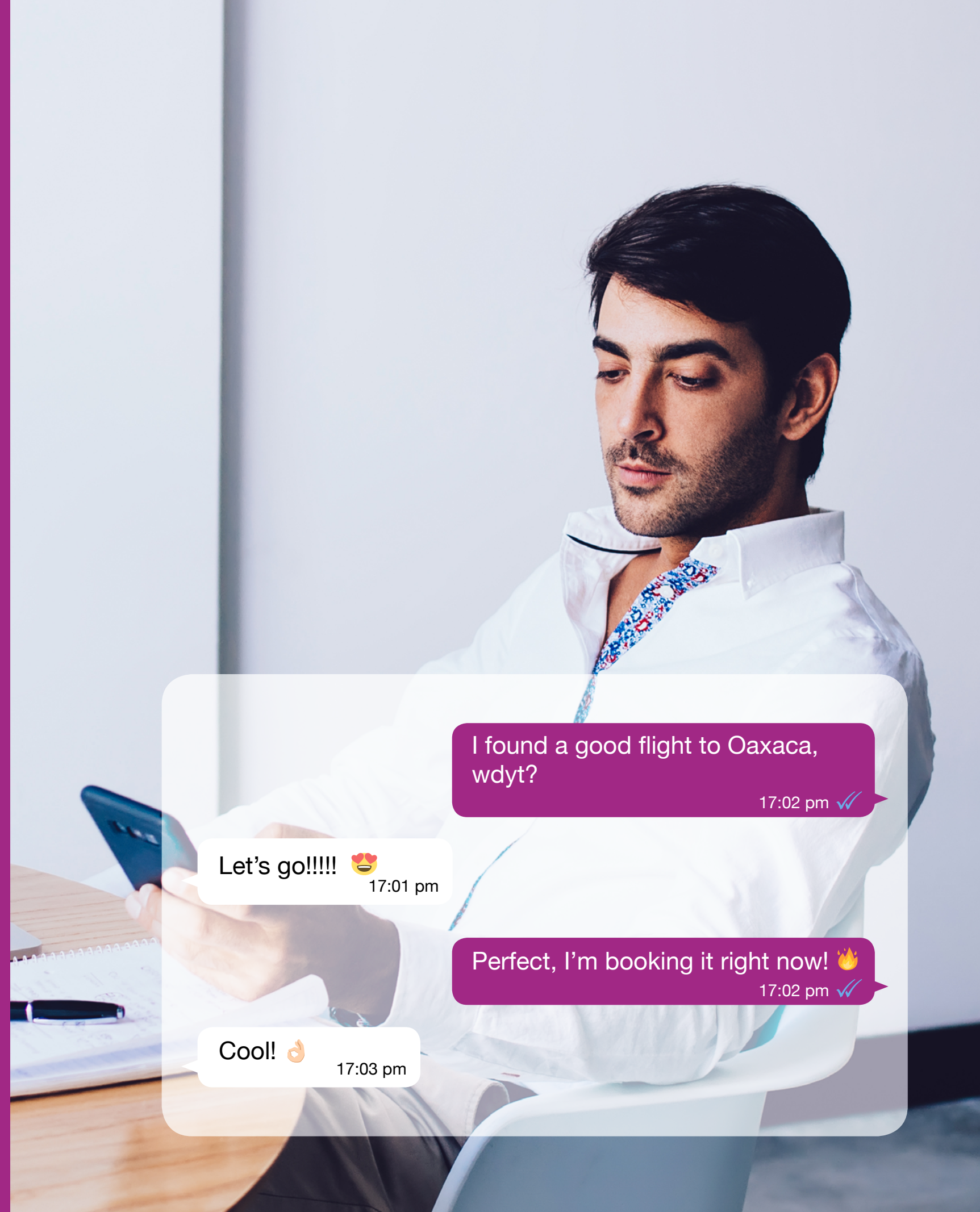




# 2018 FINANCIAL & OPERATING METRICS SUMMARY



Faster and  
easier bookings!



Let's go!!!! 🥰 17:01 pm

I found a good flight to Oaxaca, wdyt? 17:02 pm ✓

Cool! 🙌 17:03 pm

Perfect, I'm booking it right now! 🔥 17:02 pm ✓



# 2018 FINANCIAL AND OPERATING METRICS SUMMARY

| AUDITED*                                       | 2018 (USD)* | 2018          | 2017 (ADJUSTED) | VARIANCE (%) |
|--|-------------|---------------|-----------------|--------------|
| (In Mexican pesos, except otherwise indicated) |             |               |                 |              |
| Total operating revenues (millions)            | 1,387       | 27,305        | 24,788          | 10.2%        |
| Total operating expenses (millions)            | 1,432       | 28,186        | 24,827          | 13.5%        |
| EBIT (millions)                                | (45)        | (881)         | (39)            | >100%        |
| EBIT margin                                    | (3.2%)      | (3.2%)        | (0.2%)          | (3.1) pp     |
| Depreciation and amortization                  | 25          | 501           | 549             | (8.8%)       |
| Aircraft and engine rent expense               | 321         | 6,315         | 6,073           | 4.0%         |
| Net (loss) income (millions)                   | (35)        | (683)         | (652)           | 4.7%         |
| Net (loss) income margin                       | (2.5%)      | (2.5%)        | (2.6%)          | 0.1 pp       |
| (Loss) earnings per share:                     |             |               |                 |              |
| Basic (pesos)                                  | (0.03)      | (0.67)        | (0.64)          | 4.7%         |
| Diluted (pesos)                                | (0.03)      | (0.67)        | (0.64)          | 4.7%         |
| (Loss) earnings per ADS:                       |             |               |                 |              |
| Basic (pesos)                                  | (0.34)      | (6.74)        | (6.44)          | 4.7%         |
| Diluted (pesos)                                | (0.34)      | (6.74)        | (6.44)          | 4.7%         |
| Weighted average shares outstanding:           |             |               |                 |              |
| Basic  | -           | 1,011,876,677 | 1,011,876,677   | 0.0%         |
| Diluted  | -           | 1,011,876,677 | 1,011,876,677   | 0.0%         |



anaeloisaga092 02h

@VIAJAVOLARIS



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| <b>AUDITED*</b><br>(In Mexican pesos, except otherwise indicated) | <b>2018 (USD)*</b> | <b>2018</b> | <b>2017 (ADJUSTED)</b> | <b>VARIANCE (%)</b> |
|---|--------------------|-------------|------------------------|---------------------|
| Available seat miles (ASMs) (millions) <sup>(1)</sup>             | -                  | 21,010      | 18,861                 | 11.4%               |
| Domestic  | -                  | 14,519      | 12,740                 | 14.0%               |
| International   | -                  | 6,491       | 6,121                  | 6.0%                |
| Revenue passenger miles (RPMs) (millions) <sup>(1)</sup>          | -                  | 17,748      | 15,917                 | 11.5%               |
| Domestic  | -                  | 12,655      | 11,054                 | 14.5%               |
| International   | -                  | 5,093       | 4,863                  | 4.7%                |
| Load factor <sup>(2)</sup>  | -                  | 84.5%       | 84.4%                  | 0.1 pp              |
| Domestic  | -                  | 87.2%       | 86.8%                  | 0.4 pp              |
| International   | -                  | 78.5%       | 79.4%                  | (0.9) pp            |
| Total operating revenue per ASM (TRASM) (cents) <sup>(1)</sup>    | 6.6                | 130.0       | 131.4                  | (1.1%)              |
| Total ancillary revenue per passenger <sup>(3)</sup>              | 24.4               | 479         | 426                    | 12.5%               |
| Total operating revenue per passenger                             | 75.4               | 1,484       | 1,509                  | (1.6%)              |
| Operating expenses per ASM (CASM) (cents) <sup>(1)</sup>          | 6.8                | 134.2       | 131.6                  | 1.9%                |
| Operating expenses per ASM (CASM) (US cents) <sup>(1)</sup>       | -                  | 7.0         | 7.0                    | 0.3%                |
| CASM ex fuel (cents) <sup>(1)</sup>                               | 4.4                | 85.9        | 93.2                   | (7.8%)              |
| CASM ex fuel (US cents) <sup>(1)</sup>                            | -                  | 4.5         | 4.9                    | (9.3%)              |
| Booked passengers (thousands) <sup>(1)</sup>                      | -                  | 18,396      | 16,427                 | 12.0%               |
| Departures <sup>(1)</sup>   | -                  | 117,920     | 108,060                | 9.1%                |
| Block hours <sup>(1)</sup>  | -                  | 322,054     | 293,642                | 9.7%                |
| Fuel gallons consumed (millions)                                  | -                  | 227.4       | 210.5                  | 8.0%                |
| Average economic fuel cost per gallon                             | 2.3                | 44.6        | 34.5                   | 29.3%               |
| Aircraft at end of period   | -                  | 77          | 71                     | 8.5%                |
| Average aircraft utilization (block hours)                        | -                  | 13.2        | 12.6                   | 4.8%                |
| Average exchange rate   | -                  | 19.24       | 18.93                  | 1.6%                |
| End of period exchange rate                                       | -                  | 19.68       | 19.74                  | (0.3%)              |

\*Peso amounts were converted to U.S. dollars at end of period exchange rate for convenience purposes only.

(1) Includes schedule + charter

(2) Includes schedule

(3) Includes "other passenger revenues" and "non-passenger revenues"



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finally here!!



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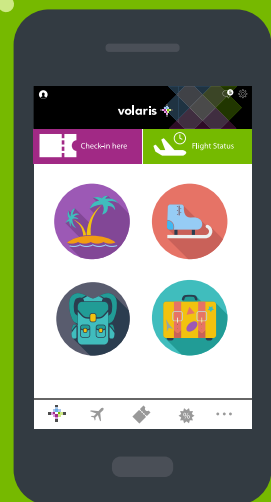


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# CORPORATE GOVERNANCE



Find your flight by region!





# CORPORATE GOVERNANCE

| BOARD OF DIRECTORS |   |   |
|--------------------|---|---|
|                    | MEMBERS   | ALTERNATE MEMBERS                                     |
|                    | Alfonso González Migoya<br>INDEPENDENT DIRECTOR AND CHAIRMAN OF THE BOARD |   |
| PROPRIETARY        | Harry F. Krensky  |   |
|                    | Roberto José Kriete Ávila   | Marco Baldocchi Kriete                                |
|                    | Enrique Javier Beltranena Mejicano  | Rodrigo Salcedo Moore                                 |
|                    | William A. Franke   | John R. Wilson  |
|                    | Brian H. Franke   | Andrew Broderick                                      |
| INDEPENDENT        | William Dean Donovan  |   |
|                    | Stan L. Pace  |   |
|                    | John A. Slowik  |   |
|                    | José Luis Fernández Fernández   | José Carlos Silva Sánchez-Gavito                      |
|                    | Joaquín Alberto Palomo Déneke   |   |
|                    | Ricardo Maldonado Yáñez   | Eugenio Macouzet de León                              |
|                    | Jaime Pous Fernández<br>Secretary non-member                              | Isela Cervantes Rodríguez<br>Pro secretary non-member |



**We comply with the best international practices in the market, as well as with the Mexican Securities Market Law. Our Board of Directors is comprised by 12 proprietary directors and six alternates, seven are independent.**





## AUDIT AND CORPORATE GOVERNANCE COMMITTEE

José Luis Fernández Fernández

**CHAIRMAN**

John A. Slowik

Joaquín Alberto Palomo Déneke

**MEMBERS**

## COMPENSATION AND NOMINATIONS COMMITTEE

Roberto José Kriete Ávila

**CHAIRMAN**

Brian H. Franke

Harry F. Krensky

Enrique Javier Beltranena Mejicano

**MEMBERS**

## EXECUTIVE TEAM

Enrique Javier Beltranena Mejicano

**PRESIDENT AND CHIEF EXECUTIVE OFFICER**

Sonia Jerez Burdeus

**VICE PRESIDENT AND CHIEF FINANCIAL OFFICER**

Holger Blankenstein

**EXECUTIVE VICE PRESIDENT AIRLINE COMMERCIAL AND OPERATIONS**

Jaime E. Pous Fernández

**SENIOR VICE PRESIDENT CHIEF LEGAL OFFICER AND CORPORATE AFFAIRS**

José Luis Suárez Durán

**SENIOR VICE PRESIDENT AND CHIEF OPERATING OFFICER**

Carolyn Prowse

**VICE PRESIDENT AND CHIEF COMMERCIAL OFFICER**

\*As of 2019





## RISK MANAGEMENT

Our foundation for business risk management is the international control framework “COSO Enterprise Risk Management” (ERM), which facilitates management through the development of a systematic program that allows timely risk identification, as well as development of mitigation plans and indicators for accurate monitoring.

**During 2018, we hedged 58% of our fuel consumption, approximately.**



### Risk



Fuel is our largest operating expense. Therefore, we mitigate existing risks regarding volatility in fuel prices and exchange rates fluctuation through our controlled risk management policy, which includes the use of derivative financial instruments.



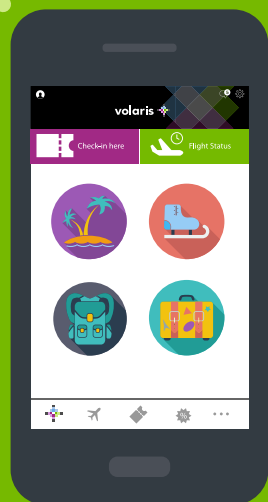
### Mitigation



The Hedge Transaction Committee and the Hedge Committee, comprised of Volaris’ management and CEO and shareholders, respectively, assess market conditions, the necessary capital to support margin requirements and the hedges’ pricing in order to identify expedient aircraft fuel swap hedges for our Company.



# SOCIAL RESPONSIBILITY



Get offers by season!



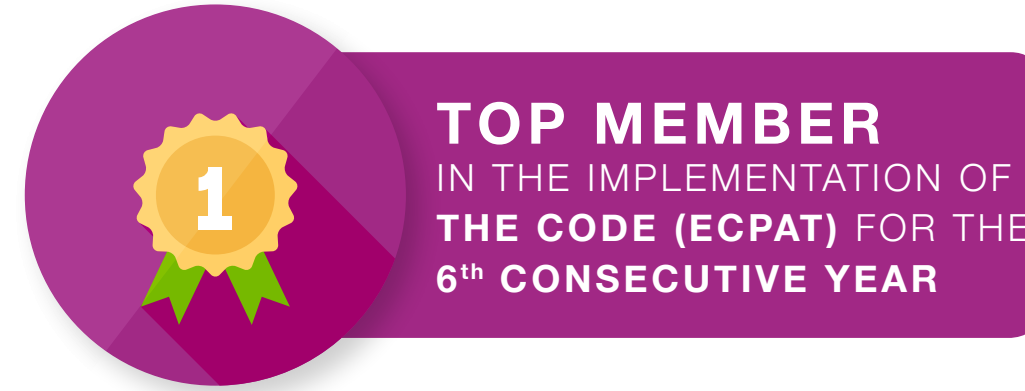
When do you have a vacation?  
17:02 pm ✓

Hmm ... until autumn ):  
17:01 pm

Ummm ... in Volaris there is a flight to New York on that season  
17:02 pm ✓

Say no more! New York it is!!!  
17:03 pm



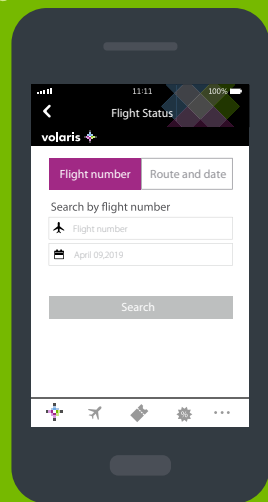


**As a Socially Responsible Company, we are committed to safeguard the environment, our customers and Ambassadors. Our initiatives and operations are aimed to create economic, social and environmental value in the communities where we operate.**





# OPERATING & FINANCIAL REVIEW AND PROSPECTS



Check the status of any of your flights!



Hey sweetie! do you know at what time your sister's flight departs?  
17:01 pm

No, but I can check it in the Volaris app!  
17:02 pm ✓

😱😱😱 Wow!! I'll download it at once  
Thanks honey! ❤️ ❤️  
17:03 pm



# A. OPERATING RESULTS

You should read the following discussion of our financial condition and results of operations in conjunction with our consolidated financial statements and the notes thereto included elsewhere in this annual report. The following discussion contains forward-looking statements that reflect our plans, estimates and beliefs. Our actual results could differ materially from those discussed in the forward-looking statements. Factors that could cause or contribute to these differences include those discussed below and elsewhere in this annual report, particularly in “Risk Factors.”

## DESCRIPTION OF OUR PRINCIPAL LINE ITEMS

### Operating Revenues

As of January 1, 2018, we adopted IFRS 15 “Revenue from Contracts with Customers” using the full retrospective method of adoption. The main impact of IFRS 15 on us is the timing of recognition of certain air travel-related ancillary services. Under the new standard, certain ancillary services are recognized when we satisfy our performance obligations, which is typically when the air transportation service is rendered (at the time of the flight). In addition, these ancillary services do not constitute separate performance obligations or represent administrative tasks that do not represent a different promised service and therefore should be accounted for together with the air fare as a single performance obligation of providing passenger transportation.

Therefore, the classification of certain ancillary fees in our statement of operations, such as advanced seat selection, fees charged for excess baggage, itinerary changes and other air travel-related services, changed with adoption of IFRS 15, since they are part of the single performance obligation of provid-

ing passenger transportation. We have recasted our financial statements as of January 1, 2016 and 2017 for comparability purposes. See note 1x of our Audited Consolidated Financial Statements.

### PASSENGER REVENUES

Our passenger revenue includes income generated from: (i) fare revenue and (ii) other passenger revenue.

We derive our operating revenues primarily from transporting passengers on our aircraft. Approximately 68% of our total operating revenues were derived from passenger fares in 2018. Passenger revenues are based upon our capacity, load factor and the average ticket revenue per booked passenger. Our capacity is measured in terms of ASMs, which represents the number of seats we make available on our aircraft multiplied by the number of miles the seats are flown. Load factor, or the percentage of

our capacity that is actually used by paying customers, is calculated by dividing RPMs by ASMs. The average ticket revenue per booked passenger represents the total passenger revenue divided by booked passengers.

Other passenger revenues include but are not limited to fees charged for excess baggage, bookings through our call center or third-party agencies, advanced seat selection, itinerary changes, V-Club memberships and charters. They are recognized as revenue when the obligation of passenger transportation service is provided by us or when the non-refundable ticket expires at the date of the scheduled travel. Approximately 29% of our total operating revenues were derived from other passenger revenues in 2018.



## NON-PASSENGER REVENUES

Our non-passenger revenues include income generated from (i) other non-passenger revenues and (ii) cargo services. In 2018, we derived approximately Ps.924.8 million, or 3.4% of our total operating revenues from non-passenger revenues.

Revenues from other non-passenger services mainly include but are not limited to commissions charged to third parties for the sale of hotel reservations, trip insurance, rental cars and advertising spaces to third parties. They are recognized as revenue at the time the service is provided.

Revenues from cargo services are recognized when the cargo transportation is provided (upon delivery of the cargo to the destination).

The following table shows each of the line items in our consolidated statements of operations for the periods indicated as a percentage of our total operating revenues for that period:

Revenues from our international operations represented 33.1%, 30.3% and 32.3% of our total revenues in 2016, 2017 and 2018, respectively, and revenues from our domestic operations represented 66.9%, 69.7% and 67.7% of our total revenues in 2016, 2017 and 2018, respectively.

(1) On adoption of IFRS 15 we apply the new standard on the required effective date as of January 1, 2018, using the full retrospective method of adoption, in order to provide for comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

For the Years ended December 31,

|  | 2016                    | 2017        | 2018        |
|--|-------------------------|-------------|-------------|
|  | Adjusted <sup>(1)</sup> |             |             |
| <b>Operating revenues:</b>                 |                         |             |             |
| <b>Passenger revenues:</b>                 |                         |             |             |
| Fare revenues                              | 76%                     | 72%         | 68%         |
| Other passenger revenues                   | 20%                     | 23%         | 29%         |
| <b>Non-passenger revenues:</b>             |                         |             |             |
| Cargo                                      | 1%                      | 1%          | 1%          |
| Other non-passenger revenues               | 3%                      | 4%          | 3%          |
| <b>Total operating revenues</b>            | <b>100%</b>             | <b>100%</b> | <b>100%</b> |
| Other operating income                     | (2)%                    | 0%          | (2)%        |
| Fuel                                       | 25%                     | 29%         | 37%         |
| Aircraft and engine rent expense           | 24%                     | 25%         | 23%         |
| Landing, take-off and navigation expenses  | 14%                     | 16%         | 17%         |
| Salaries and benefits                      | 10%                     | 11%         | 11%         |
| Sales, marketing and distribution expenses | 6%                      | 7%          | 5%          |
| Maintenance expenses                       | 6%                      | 6%          | 6%          |
| Other operating expenses                   | 4%                      | 4%          | 4%          |
| Depreciation and amortization              | 2%                      | 2%          | 2%          |
| <b>Total operating expenses, net</b>       | <b>89%</b>              | <b>100%</b> | <b>103%</b> |
| <b>Operating income (loss)</b>             | <b>11%</b>              | <b>0%</b>   | <b>(3)%</b> |
| Finance income                             | 1%                      | 0%          | 0%          |
| Finance cost                               | 0%                      | 0%          | 0%          |
| Exchange gain (loss), net                  | 9%                      | (3)%        | 0%          |
| Income (loss) before income tax            | 21%                     | (3)%        | (3)%        |
| Income tax (expense) benefit               | (6)%                    | 1%          | 1%          |
| <b>Net income (loss)</b>                   | <b>15%</b>              | <b>(2)%</b> | <b>(2)%</b> |



# Revenue Recognition

## GENERAL

As of January 1, 2018, we adopted IFRS 15 “*Revenue from Contracts with Customers*” using the full retrospective method of adoption. The main impact of IFRS 15 on us is the timing of recognition of certain air travel-related ancillary services. Under the new standard, certain ancillary services are recognized when we satisfy our performance obligations, which is typically when the air transportation service is rendered (at the time of the flight). In addition, these ancillary services do not constitute separate performance obligations or represent administrative tasks that do not represent a different promised service and therefore should be accounted for together with the air fare as a single performance obligation of providing passenger transportation.

Therefore, the classification of certain ancillary fees in our statement of operations, such as advanced seat selection, fees charged for excess baggage, itinerary changes and other air travel-related services, changed with adoption of IFRS 15, since they are part of the single performance obligation of providing passenger transportation. We have recasted our financial statements as of January 1, 2016 and 2017 for comparability purposes. See notes 1d and 1x to our Audited Consolidated Financial Statements for more details.

## PASSENGER REVENUES

Revenues from the air transportation of passengers are recognized at the earlier of when the service is provided or when the non-refundable ticket expires at the date of the scheduled travel.

Ticket sales for future flights are initially recognized as contract liabilities under the caption unearned transportation revenue and, once we provide the transportation service or when the non-refundable ticket expires at the date of the scheduled travel, the earned revenue is recognized as fare revenue and the unearned transportation revenue is reduced by the same amount. All of our tickets are non-refundable and are subject to change upon a payment of a fee. Additionally, the Company does not operate a frequent flier program.

Passenger revenues includes income generated from: (i) fare revenues and (ii) other passenger revenues. Other passenger services include but are not limited to fees charged for excess baggage, bookings through the call center or third-party agencies, advanced seat selection, itinerary changes, V-Club memberships and charters. They are recognized as revenue when the obligation of passenger transportation service is provided by the Company or when the non-refundable ticket expires at the date of the scheduled travel.

## NON-PASSENGER REVENUES

Non-passenger revenues include revenues generated from: (i) other non-passenger revenues and (ii) cargo services.

Revenues from other non-passenger services mainly include but are not limited to commissions charged to third parties for the sale of hotel reservations, trip insurance, rental cars and advertising spaces to third parties. They are recognized as revenue at the time the service is provided.

We concluded that the timing of satisfaction of revenue from advertising spaces is to be recognized over time because the customer simultaneously receives and consumes the benefits we provide.

Additionally, we recognize as revenue the air transportation facility charges for non-show passengers, when the non-refundable ticket expires at the date of the scheduled travel.

We also evaluated principal versus agent considerations as they relate to certain non-air travel services arrangements with third party providers. No changes were identified under this analysis as we are the agent for those services provided by third parties.

We are also required to collect certain taxes and fees from customers on behalf of government agencies and airports and remit these back to the applicable governmental entity or airport on a periodic basis. These taxes and fees include value added tax, federal transportation taxes, federal security charges, airport passenger facility charges, and foreign arrival and departure taxes. These items are collected from customers at the time they purchase their tickets, but are not included in passenger revenue. We record a liability upon collection from the customer and discharge the liability when payments are remitted to the applicable governmental entity or airport.



## Operating Expenses, net

Our operating expenses consist of the following line items.

**Other Operating Income.** Other operating income primarily includes the gains from sale and lease back operations of our aircraft and engines.

**Fuel.** Fuel expense is our single largest operating expense. It includes the cost of fuel, related taxes, fueling into-plane fees and transportation fees. It also includes realized gains and losses that arise from any fuel price derivative activity qualifying for hedge accounting.

**Aircraft and Engine Rent Expense.** Aircraft rent expense consists of monthly lease rents for our 77 aircraft and 10 spare engines, as of December 31, 2018, under the terms of the related operating leases and is recognized on a straight line basis. Aircraft rent expense also includes gains and losses related to our interest rate swap contracts and foreign currency forward contracts that qualify for hedge accounting.

Additionally, if we determine that we will probably not recover partially or completely the maintenance deposits we pay to the lessor as maintenance deposits, we record these amounts in the results of operations as additional aircraft rent (supplemental rent) from the time we make the determination over the remaining term of the lease. Aircraft and engine rent expense also includes the estimated return costs of our fleet, which in no case are related to scheduled major maintenance. The return costs are recognized on a straight-line basis as a component of supplemental rent.

With respect to this line item, IFRS 16 was issued in January 2016 and replaces IAS 17 “Leases,” IFRIC 4 “Determining

Whether an Arrangement Contains a Lease,” SIC-15 “Operating Leases-Incentives” and SIC-27 “Evaluating the Substance of Transactions Involving the Legal Form of a Lease.” IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under IAS 17. Under IFRS 16, at the commencement date of a lease, a lessee will recognize a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset). Lessees will be required to separately recognize the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term or a change in future lease payments). The lessee will generally recognize the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset. In addition, for leases denominated in a foreign currency other than our functional currency (which is the Mexican Peso) the lease liability will be remeasured at each reporting date, using the foreign exchange of the period. We adopted IFRS 16 on the mandatory date, January 1, 2019, through the full retrospective method recognizing the effect on our statement of financial position as of January 1, 2017. This led to approximately Ps.23.7 billion of right-of-use assets and Ps.32.6 billion as lease liabilities as of January 1, 2017. See note 1x to our Audited Consolidated Financial Statements for more details.

IFRS 16 also requires lessees to make more extensive disclosures than under IAS 17. We applied the standard to contracts

that were previously identified as leases applying IAS 17 and IFRIC 4. See Note 14 of our Audited Consolidated Financial Statements for more information on our lease agreements under these standards.

**Salaries and Benefits.** Salaries and benefits expense includes the salaries, hourly wages, employee health insurance coverage and variable compensation that are provided to employees for their services, as well as the related expenses associated with employee benefit plans and employer payroll taxes.

**Landing, Take-off and Navigation Expenses.** Landing, take-off and navigation expenses include airport fees, handling charges, and other rents, which are fixed and variable facilities’ expenses, such as the fees charged by airports for the use or lease of airport facilities, as well as costs associated with ground handling services that we outsource at certain airports. This expense also includes route charges, which are the costs of using a country’s or territory’s airspace and are levied depending on the distance flown over such airspace.

**Sales, Marketing and Distribution Expenses.** Sales, marketing and distribution expenses consist of advertising and promotional expenses directly related to our services, including the cost of web support, our outsourced call center, travel agent commissions, and credit card discount fees that are associated with the sale of tickets and other products and services.

**Maintenance Expenses.** Maintenance expenses include all parts, materials, repairs and fees for repairs performed by third-party vendors directly required to maintain our fleet. It excludes the direct labor cost of our own mechanics, which is included under salaries and benefits and includes only routine and ordi-



nary maintenance expenses. Major maintenance expenses are capitalized and subsequently amortized as described in “—Depreciation and Amortization—” below.

**Other Operating Expenses.** Other operating expenses include (i) administrative support such as travel expenses, stationery, administrative training, monthly rent paid for our headquarters’ facility, professional fees and all other administrative and operational overhead expenses; (ii) costs for technological support, communication systems, cell phones, and internal and operational telephone lines; (iii) premiums and all expenses related to the aviation insurance policy (hull and liability); (iv) outsourced ground services and the cost of snacks and beverages that we serve on board to our passengers; and (v) rent expense associated with the lease of our maintenance warehouse and hangar.

**Depreciation and Amortization.** Depreciation and amortization expense includes the depreciation of all rotatable spare parts, furniture and equipment we own and leasehold improvements to flight equipment. It also includes the amortization of major maintenance expenses we defer under the deferral method of accounting for major maintenance events associated with the aging of our fleet and recognize over the shorter period of the next major maintenance event or the remaining lease term.

A common measure of per unit costs in the airline industry is cost per available seat mile (CASM). The following table shows the breakdown of CASM for the periods indicated:

|  | For the years ended December 31, |              |                                  |            |
|--|----------------------------------|--------------|----------------------------------|------------|
|  | 2016                             | 2017         | 2018                             | 2018       |
|  | (In Ps. cents)                   |              | (In U.S.\$ cents) <sup>(1)</sup> |            |
| Other operating income                     | (3.0)                            | (0.5)        | (3.0)                            | (0.2)      |
| Fuel                                       | 34.4                             | 38.5         | 48.2                             | 2.5        |
| Aircraft and engine rent expense           | 33.5                             | 32.2         | 30.1                             | 1.5        |
| Landing, take-off and navigation expenses  | 19.6                             | 21.2         | 21.8                             | 1.1        |
| Salaries and benefits                      | 14.5                             | 15.0         | 14.9                             | 0.8        |
| Sales, marketing and distribution expenses | 8.5                              | 9.0          | 7.1                              | 0.4        |
| Maintenance expenses                       | 8.0                              | 7.6          | 7.2                              | 0.4        |
| Other operating expenses                   | 5.7                              | 5.7          | 5.4                              | 0.3        |
| Depreciation and amortization              | 3.2                              | 2.9          | 2.4                              | 0.1        |
| <b>Total operating expenses, net</b>       | <b>124.4</b>                     | <b>131.6</b> | <b>134.2</b>                     | <b>6.8</b> |

(1) Peso amounts were converted to U.S. dollars solely for the convenience of the reader at the rate of Ps.19.6829 per U.S. \$1.00 as the rate for the payment of obligations denominated in foreign currency payable in Mexico in effect on December 31, 2018. Such conversions should not be construed as a representation that the peso amounts actually represent such U.S. dollar amounts or could be converted into U.S. dollars at the rate indicated, or at all.

### Trends and Uncertainties Affecting Our Business

We believe our operating and business performance is driven by various factors that affect airlines and their markets, trends affecting the broader travel industry, and trends affecting the specific markets and customer base that we target. The following key factors may affect our future performance.

**Economic Conditions in Mexico.** Mexico’s GDP is expected to grow by 2.4% per year for the next ten years according to the Mexican Central Bank, which is 0.5% above the expected annual growth for the United States during the same period as reported by the U.S. Federal Reserve.



Regarding population dynamics as of 2015, according to the INEGI intercensal survey, around 36% of the Mexican population was under 20 years of age, which benefits us by providing a strong base of potential customer growth. Inflation in Mexico during 2018 was 4.83% according to the INEGI. As of December 31, 2018, international reserves were at U.S. \$174.6 billion.

**Competition.** The airline industry is highly competitive. The principal competitive factors in the airline industry are fare pricing, total price, flight schedules, aircraft type, passenger amenities and related services, number of routes served from a city, customer service, safety record and reputation, code-sharing relationships and frequent flier programs and redemption opportunities. Our current and potential competitors include traditional network airlines, low-cost carriers, regional airlines and new entrant airlines. We typically compete in markets served by legacy carriers and other low-cost carriers, and, to a lesser extent, regional airlines. Some of our current or future competitors may have greater liquidity and access to capital and may serve more routes than we do.

Our principal competitive advantages are our low base fares and our focus on VFR travelers, leisure travelers and cost-conscious business people. These low base fares are facilitated by our low CASM, which at Ps.134.2 cents (U.S. \$6.8 cents) we believe was the lowest CASM in Latin America in 2018, compared to Avianca at U.S. \$14.25 cents, Azul at U.S. \$12.95 cents, Copa at U.S. \$9.8 cents, Gol at U.S. \$9.0 cents, Grupo Aeroméxico at U.S. \$11.1 cents and LATAM at U.S. \$10.9 cents. We also have lower costs than our publicly traded target market competitors in the United States, including Alaska Air at U.S. \$11.66 cents, American at U.S. \$14.85 cents, Delta at U.S. \$14.88 cents, Jet Blue at U.S. \$12.85 cents, Southwest Airlines at U.S. \$11.74 cents and United at U.S. \$13.81 cents.

Our principal competitors for the domestic market are Grupo Aeroméxico, Interjet and VivaAerobus, Interjet and VivaAerobus are low-cost carriers in Mexico. In 2018, the Mexican low-cost carriers (including us) combined had 67.3% of the domestic market based on passenger flight segments. We had 28.38% of the domestic market which placed us first, according to the DGAC.

We also face domestic competition from ground transportation alternatives, primarily long-distance bus companies. There are limited passenger rail services in Mexico. There is a large bus industry in Mexico, with total passenger segments of approximately 3.09 billion in 2018, of which approximately 83.4 million were executive and luxury passenger segments, according to the Mexican Authority of Ground Transportation (*Dirección General de Autotransporte Federal*) and which could include both long- and short- distance travel. We set certain of our promotional fares at prices lower than bus fares for similar routes in order to stimulate demand for air travel among passengers who in the past have traveled long distances primarily by bus. We believe a small shift of bus passengers to air travel would dramatically increase the number of airline passengers and bring the air trips per capita figures in Mexico closer to those of other countries in the Americas.

Our principal competitors for the international routes between Mexico and the United States are Grupo Aeroméxico, Alaska Air, Delta and United. We have grown rapidly in the international market since we started international operations in 2009, reaching 26% market share on the routes that we operate and 19.64% market share considering all routes between Mexico and the United States in 2018, according to the DGAC.

**Seasonality and Volatility.** Our results of operations for any interim period are not necessarily indicative of those for the entire year because our business is subject to seasonal fluctuations. We generally expect demand to be greater during the summer in the northern hemisphere, in December and around Easter, which can fall either in the first or second quarter, compared to the rest of the year. Our business is also volatile and highly affected by economic cycles and trends. Consumer confidence and discretionary spending, fear of terrorism or war, health outbreaks, weakening economic conditions, fare initiatives, fluctuations in fuel prices, labor actions, weather and other factors have resulted in significant fluctuations in our revenues and results of operations in the past. Particularly, in 2008, the demand for air transportation services was significantly adversely affected by both the severe economic recession and the record high fuel prices. We believe, however, that demand for business travel historically has been more sensitive to economic pressures than demand for low-price leisure and VFR travel, which are the primary markets we serve.

In addition, on January 20, 2017, Donald Trump became president of the United States. President Trump has already implemented immigration policies that have adversely affected the United States—Mexico travel behavior, especially in the VFR and leisure markets, and there is a possibility that further immigration policy changes are to come.



President Trump's immigration policies had a negative impact on our results of operations during 2018 and this negative impact can be expected to continue if the Trump administration continues to carry out such immigration policies.

**Fuel.** Fuel costs represent the single largest operating expense for most airlines, including ours, accounting for 28%, 29% and 36% of our total operating expenses for 2016, 2017 and 2018, respectively. Fuel availability and pricing are also subject to refining capacity, periods of market surplus and shortage, and demand for heating oil, gasoline and other petroleum products, as well as economic, social and political factors and other events occurring throughout the world, which we can neither control nor accurately predict. We source a significant portion of our fuel from refining sources located in Mexico.

During the years ended December 31, 2018, 2017, and 2016, we did not enter into US Gulf Coast Jet Fuel 54 swap contracts.

These instruments were formally designated and qualified for hedge accounting and accordingly, the effective portion is allocated within other comprehensive income, while the effects of transforming into a fixed jet fuel prices by these hedges are presented as part of jet fuel costs when recognized in the consolidated statements of operations. Our fuel hedging practices are dependent upon many factors, including our assessment of market conditions for fuel, our access to the capital necessary to support margin requirements under swap agreements and the pricing of hedges and other derivative products in the market.

Additionally, during the year ended December 31, 2018, we also entered into US Gulf Coast Jet Fuel 54 Asian Zero-Cost collar options and US Gulf Coast Jet Fuel 54 Asian call options designated to hedge approximately 18% of our 2019 projected fuel

consumption. During the year ended December 31, 2017, we entered into US Gulf Coast fuel 54 Asian call options designated to hedge approximately 55% of our 2018 projected fuel consumption.

As of December 31, 2018, we purchased our domestic fuel under the ASA fuel service contract, and the international fuel under the WFS, BP Products North America, Chevron and Associated Energy Group fuel service contracts. The cost and future availability of fuel cannot be predicted with any degree of certainty.

**Foreign Exchange Gains and Losses.** While most of our revenue is generated in Mexican pesos, 32% of our revenues came from our operations in the United States and Central America during the year ended December 31, 2018 (compared to 30% during the year ended December 31, 2017) and U.S. dollar denominated collections accounted for 40% and 38% of our total collections in 2017 and 2018, respectively. In addition, the majority of our operating costs are denominated in or indexed to U.S. dollars, constituting 71% and 73% of our total operating costs in 2017 and 2018. Our key U.S. dollar-denominated operating costs include fuel, aircraft rentals and maintenance costs.

We manage our foreign exchange risk exposure by a policy of matching, to the extent possible, receipts and local payments in each individual currency. Most of the surplus funds are converted into U.S. dollars. However, we are exposed to fluctuations in exchange rates between the peso and the U.S. dollar.

As of December 31, 2017, and 2018, our net monetary asset position denominated in U.S. dollars was U.S. \$567.5 million and U.S. \$428.6 million, respectively. As a result of the significant depreciation of the peso against the U.S. dollar in 2016 and our net U.S. dollar asset position, we recorded a foreign

exchange gain, net of Ps.2.2 billion. Whereas, as a result of the appreciation of the Peso against the U.S. dollar and our net U.S. dollar asset position, we recorded a foreign exchange loss, net of Ps.793.9 million in 2017 and Ps.72.5 million in 2018.

**Maintenance Expenses.** We are required to conduct varying levels of aircraft and engine maintenance which involve significantly different labor and materials inputs. Maintenance requirements depend on the age and type of aircraft and the route network over which they operate. Fleet maintenance requirements may involve short cycle engineering checks, for example, component checks, monthly checks, annual airframe checks and periodic major maintenance and engine checks. Aircraft maintenance and repair costs for routine and non-routine maintenance are divided into three general categories:

1. Routine maintenance requirements consist of daily and weekly scheduled maintenance checks on our aircraft, including pre-flight, daily, weekly and overnight checks, diagnostic and routine repairs and any necessary unscheduled tasks performed. These types of line maintenance are currently serviced by our mechanics and are primarily completed at the main airports that we currently serve.

All other maintenance activities are sub-contracted to qualified maintenance, repair and overhaul organizations. Routine maintenance also includes scheduled tasks that can take from seven to 14 days to accomplish and are required approximately every 22 months. All routine maintenance costs are expensed as incurred.

2. Major maintenance consists of a series of more complex tasks that can take from one to six weeks to accomplish and are generally required approximately every five to six years.



Major maintenance is accounted for under the deferral method, whereby the cost of major maintenance and major overhaul and repair is capitalized as improvements to leased assets and amortized over the shorter period of the next major maintenance event or the remaining lease term.

3. Engine services are provided pursuant to an engine flight hour agreement that guarantees a cost per overhaul, provides miscellaneous engine coverage, caps the cost of foreign objects damage events, ensures protection from annual escalations and grants an annual credit for scrapped components. We also have a power-by-hour agreement for component services, which guarantees the availability of aircraft parts for our fleet when they are required and provides aircraft parts that are not included in the redelivery conditions of the contract without constituting an additional cost at the time of redelivery. The costs associated with the miscellaneous engine coverage and the component services agreements are recorded in the consolidated statements of operations.

Due to the young age of our fleet (approximately 4.6 years on average as of December 31, 2018), maintenance expense in 2016, 2017 and 2018 remained relatively low. For the years ended December 31, 2016, 2017 and 2018 we capitalized major maintenance events as part of leasehold improvements to the flight equipment in the amount of Ps.226.5 million, Ps.529.3 million and Ps.676.5 million, respectively. For the years ended December 31, 2016, 2017 and 2018 the amortization of these deferred major maintenance expenses was Ps.404.7 million, Ps.382.7 million and Ps.313.5 million, respectively. The amortization of deferred maintenance expenses is included in depreciation and amortization rather than total maintenance costs as

described in “—Critical Accounting Policies and Estimates.” In 2016, 2017 and 2018, total maintenance costs amounted to Ps.1.3 billion, Ps.1.4 billion and Ps.1.5 billion, respectively. As the fleet ages, we expect that maintenance costs will increase in absolute terms. The amount of total maintenance costs and related amortization of heavy maintenance expense is subject to many variables such as future utilization rates, average stage length, the size and makeup of the fleet in future periods and the level of unscheduled maintenance events and their actual costs. Accordingly, we cannot reliably quantify future maintenance expenses for any significant period of time. However, we estimate that based on our scheduled maintenance events, current maintenance expense and maintenance-related amortization expense will be approximately Ps.2 billion (U.S. \$101.9 million) in 2019.

**Aircraft Maintenance Deposits Paid to Lessors.** The terms of our aircraft lease agreements require us to pay maintenance deposits to lessors to be held as collateral for the performance of major maintenance activities, resulting in our recording significant prepaid deposits on our consolidated statements of financial position. As a result, the cash costs of scheduled major maintenance events are paid well in advance of the recognition of the maintenance event in our results of operations. Please see Item 5: —Critical Accounting Policies and Estimates.”

**Ramp-up Period for New Routes.** During 2016 we opened 20 new routes, added 31 more in 2017 and 35 more in 2018. As we continue to grow, we would expect to continue to experience a lag between when new routes are put into service and when they reach their full profit potential. See Item 3: “Key Information—Risk Factors—Airline consolidations and reorganizations could adversely affect the industry.”



# CRITICAL ACCOUNTING POLICIES AND ESTIMATES

The following discussion and analysis of our consolidated financial condition and results of operations is based on our consolidated financial statements, which have been prepared in accordance with IFRS. The preparation of these consolidated financial statements requires us to make estimates and judgments that affect the reported amount of assets and liabilities, revenues and expenses, and related disclosure of supplemental assets and liabilities at the date of our consolidated financial statements. Note 1 to our consolidated financial statements included herein provides a detailed discussion of our significant accounting policies.

Critical accounting policies are defined as those policies that reflect significant judgments or estimates about matters that are both inherently uncertain and material to our financial condition or results of operations.

**Aircraft Maintenance Deposits Paid to Lessors.** Our lease agreements provide that we pay maintenance deposits or supplement rent to aircraft lessors to be held as collateral in advance of our performance of major maintenance activities. Maintenance deposits are held as collateral in cash. These lease agreements provide that maintenance deposits are reimbursable to us upon completion of the maintenance event in an amount equal to the lesser of (i) the amount of the maintenance deposits held by the lessor associated with the specific maintenance event or (ii) the qualifying costs related to the specific maintenance event. Substantially all of these maintenance deposits are calculated based on a utilization measure, such as flight hours or cycles, and are used solely to collateralize the lessor for maintenance time run off the aircraft until the completion of the maintenance of the aircraft and engines. We paid Ps.2.2 billion, Ps.0.2 billion and Ps.0.5 billion in maintenance deposits, net of reimbursements, to our lessors for the years ended December 31, 2016, 2017 and 2018, respectively.

At lease inception and at each consolidated statement of financial position date, we assess whether the maintenance deposit payments required by the lease agreements are substantively and contractually related to the maintenance of the leased asset. Maintenance deposit payments that are substantively and contractually related to the maintenance of the leased asset are accounted for as maintenance deposits. Maintenance deposits expected to be recovered from lessors are reflected as guarantee deposits in the accompanying consolidated statement of financial position.

The portion of prepaid maintenance deposits that are deemed unlikely to be recovered, primarily relate to the rate differential between the maintenance deposits payments and the expected cost for the next related maintenance event that the deposits serve to collateralize is recognized as supplemental rent.

Thus, any excess of the required deposit over the expected cost of the major maintenance event is recognized as supplemental rent starting from the period the determination is made. When it is not probable that we will recover amounts currently on deposit with a lessor, such amounts are expensed as supplemental rent. We expensed Ps.143.9 million in 2016, Ps.103.6 million

in 2017 and Ps.87 million in 2018 of maintenance deposits as supplemental rent.

As of December 31, 2016, 2017 and 2018 we had prepaid maintenance deposits of Ps.7.1 billion, Ps.6.9 billion and Ps.6.5 billion, respectively, recorded in our consolidated statements of financial position. We currently expect that these prepaid maintenance deposits are likely to be recovered primarily because there is no rate differential between the maintenance deposit payments and the expected cost for the related next maintenance event that the deposits serve to collateralize.

During the years ended December 31, 2016, 2017 and 2018 we extended the lease term of two aircraft agreements, three agreements and two aircraft agreements, respectively. Additionally, we extended the lease term of two spare engine agreements in 2018 and two spare engine agreements in 2017. These extensions made available maintenance deposits that were recognized in prior periods in the consolidated statements of operations as supplemental rent of Ps.92.5 million, Ps.65.7 million and Ps.0.0 during 2016, 2017 and 2018, respectively.

Because the lease extension benefits are considered lease incentives, the benefits are deferred in the caption other liabilities



and are being amortized on a straight-line basis over the remaining revised lease terms. For the years ended December 31, 2016, 2017 and 2018, we amortized Ps.74.7 million, Ps.88.2 million and Ps.84.6 million respectively, of this amount which was recognized as a reduction of rent expenses in the consolidated statements of operations.

During the year ended December 31, 2018, we added six new net aircraft to our fleet. The lease agreements of some of these aircraft do not require the obligation to pay maintenance deposits to lessors in advance in order to ensure major maintenance activities, so we do not record guarantee deposits regarding these aircraft. However, some of these agreements provide the obligation to make a maintenance adjustment payment to the lessors at the end of the contract period. This adjustment covers maintenance events that are not expected to be made before the termination of the contract. We recognize this cost as supplemental rent during the lease term of the related aircraft, in the consolidated statements of operations.

For the years ended December 31, 2016, 2017 and 2018, we expensed as supplemental rent Ps.201.4 million, Ps.162.1 million and Ps.212.6 million, respectively.

**Aircraft and Engine Maintenance.** We account for major maintenance under the deferral method. Under the deferral method, the cost of major maintenance is capitalized (leasehold improvements to flight equipment) and amortized as a component of depreciation and amortization expense until the next major maintenance event or during the remaining contractual lease term, whichever occurs first. The next major maintenance event is estimated based on assumptions including estimated usage maintenance intervals mandated by the FAA in the United States and the DGAC in Mexico and average removal times suggested by the manufacturer. These assumptions may change based on changes in the utilization of aircraft, changes in government reg-

ulations and changes in suggested manufacturer maintenance intervals. In addition, these assumptions can be affected by unplanned incidents that could damage an airframe, engine, or major component to a level that would require a major maintenance event prior to a scheduled maintenance event. To the extent the planned usage increases, the estimated useful life would decrease before the next maintenance event, resulting in additional amortization expense over a shorter period.

In 2016, 2017 and 2018, we capitalized costs of major maintenance events of Ps.226.5 million, Ps.529.3 million and Ps.676.5 million, respectively and we recognized amortization expenses of Ps.404.7 million, Ps.382.7 million and Ps.313.5 million, respectively. The amortization of deferred maintenance expenses is included under the caption depreciation and amortization expense in our consolidated statements of operations. If the amortization of major maintenance expenditures were classified as maintenance expense, they would amount to Ps.1,748.8 million, Ps.1,815.9 million and Ps.1,831.1 million for the years ended December 31, 2016, 2017 and 2018, respectively.

**Fair Value.** The fair value of our financial assets and financial liabilities recorded in the consolidated statements of financial position cannot be derived from active markets. They are determined using valuation techniques such as the discounted cash flow model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values. The judgments include considerations of inputs such as liquidity risk, credit risk and expected volatility. Changes in assumptions regarding these factors could affect the reported fair value of financial instruments.

**Gains and Losses on Sale and Leaseback.** We enter into sale and leaseback agreements whereby an aircraft or engine is sold to a lessor upon delivery and the lessor agrees to lease such

aircraft or engine back to us. Leases under sale and leaseback agreements meet the conditions for treatment as operating leases. If a sale and lease back transaction is at fair value and results in an operating lease, any profit or loss is recognized immediately.

During the year ended December 31, 2016, 2017 and 2018 we sold and transferred aircraft and engines to third parties, giving rise to a gain of approximately Ps.484.8 million, Ps.65.9 million and Ps.609.1 million respectively, that was recorded as other operating income in the consolidated statements of operations.

During the year ended December 31, 2011, we entered into aircraft and spare engine sale and leaseback transactions, which resulted in a loss of Ps.30.7 million. This loss was deferred on the consolidated statements of financial position and is being amortized over the contractual lease term. For the years ended December 31, 2016, 2017 and 2018, we amortized a loss of Ps.3.0 million, Ps.3.0 million and Ps.3.0 million, respectively, as additional aircraft rental expense.

In August 2012, we entered into a total support agreement with Lufthansa Technik AG (LHT), as amended in December 2016, that expires December 31, 2022, which includes a total component support agreement (power-by-hour) and ensures the availability of aircraft components for our fleet when they are required. The cost of the total component support agreement is applied monthly to the results of operations. As part of this total support agreement, we received credit notes of Ps.46.5 million, which was deferred on the consolidated statements of financial position and is being amortized on a straight line basis, prospectively during the term of the agreement.

During 2016, 2017 and 2018, we amortized a corresponding benefit from these credit notes of, Ps.9.3 million, Ps.6.6 million and Ps.0.0, respectively, which is recognized in the consolidated statements of operations as a reduction of maintenance expenses.



## EQUITY-SETTLED TRANSACTIONS

Equity-settled transactions are measured at fair value at the date the equity benefits are conditionally granted to employees. Our Equity-settled Transactions include a share purchase plan and a management incentive plan.

## LONG-TERM INCENTIVE PLANS

### Share Purchase Plan

In November 2014, we established a share purchase plan pursuant to which certain of our key executives were granted a special bonus equal to a fair value of Ps.10.8 million to be used to purchase our shares. On April 21, 2016, an amendment to this plan was approved at our annual ordinary shareholders' meeting. The key components of the plan are as follows:

1. Servicios Corporativos granted a bonus to each key executive.
2. Pursuant to the instructions of such key executives, on November 11, 2014, an amount equal to Ps.7.1 million (the fair value of the bonus net of withheld taxes) was transferred to an administrative trust for the acquisition of our Series A shares through an intermediary authorized by the Mexican stock market, based on the instructions of the administration trust's technical committee.
3. Subject to the terms and conditions set forth in the administrative trust agreement signed in connection thereto, the acquired shares are to be held in escrow in the administrative trust until the applicable vesting period date for each key executive, which is the date as of which each such key executive can fully dispose of the shares as desired.

4. If the terms and conditions set forth therein are not met by the applicable vesting period date, then the shares will be sold in the BMV and Servicios Corporativos will be entitled to receive the proceeds from such sale.
5. Each key executive' account balance will be administered by the administrative trustee, whose objective is to manage the shares granted to each key executive based on instructions set forth by the administrative trust's technical committee.

The total cost of this share purchase plan approved in November 2014 is Ps.10.8 million. This valuation is the result of multiplying the total number of our Series A shares deposited in the administrative trust and the price per share, plus the balance in cash deposited in the administrative trust. This amount is being expensed over the vesting period, which commenced on November 11, 2014 and will end in November 2019.

In November 2018, November 2017 and October 2016, extensions to this share purchase plan were approved by our board of directors. The total cost of the extensions approved was Ps.64.0 million (or Ps.41.6 million, net of withheld taxes), Ps.15.8 million (or Ps.10.1 million, net of withheld taxes) and Ps.14.5 million (or Ps.9.5 million, net of withheld taxes), respectively. Under these extensions, certain of our key employees were granted a special bonus that was transferred to the administrative trust for the acquisition of our Series A shares.

During 2016, 2017 and 2018, we recognized Ps.7.8 million, Ps.13.5 million and Ps.20.0 million, respectively, as compensation expense associated with the complete share purchase plan in our consolidated statements of operations.

## Movements during the year

The following table illustrates the number of shares associated with our share purchase plan during the year:

|                                     | Number of<br>Series A shares |
|-------------------------------------|------------------------------|
| Outstanding as of December 31, 2017 | *820,088                     |
| Purchased during the year           | 3,208,115                    |
| Granted during the year             | —                            |
| Exercised during the year           | (353,457)                    |
| Forfeited during the year           | (121,451)                    |
| Outstanding as of December 31, 2018 | *3,553,295                   |

\*These shares were presented as treasury shares in the consolidated statements of financial position as of December 31, 2017 and 2018 and all are considered outstanding for basic and diluted earnings per share purposes because the holders are entitled to dividends if and when distributed.

The vesting period of the shares granted under the Company's share purchase plan is as follows:

| Number of Series A shares | Vesting period     |
|---------------------------|--------------------|
| 1,284,373                 | November 2018-2019 |
| 1,207,862                 | November 2019-2020 |
| 1,061,060                 | November 2020-2021 |
| <b>3,553,295</b>          |                    |

During the year ended December 31, 2018, some key employees left the Company; therefore, these employees did not fulfill the vesting conditions. In accordance with the plan, Servicios Corporativos is entitled to receive the proceeds of the sale of such shares. During the year ended December 31, 2018, 121,451 shares were forfeited.



## Management Incentive Plan

The management incentive plan has been classified as an equity-settled transaction because as of the grant date the fair value of the transaction is fixed and is not adjusted by subsequent changes in the fair value of capital instruments.

The total cost of the management incentive plan is Ps.2.7 million. This amount is being expensed over the vesting period, which commenced retroactively upon consummation of our initial public offering and ended on December 31, 2015. During 2012, we did not recognize any compensation expense associated with the management incentive plan in our consolidated statements of operations. During 2013, 2014 and 2015, we recorded Ps.2.1 million Ps.0.3 million and Ps.0.3 million, respectively, as a cost of the management incentive plan related to the vested shares, as recorded in our consolidated statements of operations.

The factors considered in the valuation model for the management incentive plan included a volatility assumption estimated from historical returns on common stock of comparable companies and other inputs obtained from independent and observable sources, such as Bloomberg. The share spot price fair value was determined using the market approach valuation methodology, with the following assumptions:

|   | 2012  |
|---|-------|
| Dividend yield (%)                      | 0.00  |
| Volatility (%)                          | 37.00 |
| Risk—free interest rate (%)             | 5.96  |
| Expected life of share options (years)  | 8.80  |
| Exercise share price (in Mexican pesos) | 5.31  |
| Exercise multiple                       | 1.10  |
| Fair value of the stock at grant date   | 1.73  |

The dividend yield was set at zero because at the time the management incentive plan was valued and as of the date of this annual report, we do not have any plans to pay a dividend.

The volatility was determined based on average historical volatilities. Such volatilities were calculated according to a database including up to 18 months of historical stock price returns of U.S. and Latin American publicly traded airlines. The expected volatility reflects the assumption that the historical volatility of comparable companies is indicative of future trends, which may not necessarily be the actual outcome.

The risk-free interest rate is the interbank interest rate in Mexico, continuously expressed, accordingly to the corresponding term.

The expected life of the share options is an output of the valuation model, and represents the average time the option is expected to remain viable, assuming the employee does not leave during the vesting period.

The management incentive plan explicitly incorporates expectations of the employee's early exercise behavior by assuming that early exercise happens when the stock price is a certain multiple, M, of the exercise price. The exercise multiple M, of 1.1x incorporates the assumption that the employee's exercise of the options can occur when the share prices are 1.1 times the exercise price, i.e. 10% above the exercise price.

On September 18, 2013, the key employees participating in the management incentive plan exercised 4,891,410 shares. As a result, the key employees paid Ps.25.9 million to the Management Trust corresponding to the exercised shares. Thereafter, we received from the Management Trust the payment related to the exercised shares by the key employees as a repayment of the loan between the Company and the Management Trust.

On November 16, 2015, as part of the secondary follow-on equity offering, the key employees exercised 4,414,860 Series A shares. The key employees paid Ps.23.5 million to the Management Trust corresponding to the exercised shares. Thereafter, we received from the Management Trust the payment related to the exercised shares by the key employees as a repayment of the loan between the Company and the Management Trust.

During 2016, the key employees participating in the management incentive plan exercised 3,299,999 Series A shares. The key employees paid Ps.17.5 million to the Management Trust corresponding to the exercised shares. Thereafter, we received from the Management Trust the payment related to the exercised shares by the key employees as a repayment of the loan between the Company and the Management Trust.

During 2017, the key employees participating in the management incentive plan exercised 120,000 Series A shares. The key employees paid Ps.0.6 million to the Management Trust corresponding to the exercised shares. Thereafter, we received from the Management Trust the payment related to the exercised shares by the key employees as a repayment of the loan between the Company and the Management Trust.

During 2018, the key employees participating in the management incentive plan exercised 2,003,876 Series A shares. The key employees paid Ps.10.7 million to the Management Trust corresponding to the exercised shares. Thereafter, we received from the Management Trust the payment related to the exercised shares by the key employees as a repayment of the loan between the Company and the Management Trust.

As of December 31, 2018 and 2017, the 10,433,981 and 12,437,857 share options pending to be exercised were considered as treasury shares, respectively.



## Movements during the year

The following table illustrates the number of share options and fixed exercise prices during the year:

|  | Number            | Exercise price in Mexican pesos | Total in thousands of Mexican pesos |
|--|-------------------|---------------------------------|-------------------------------------|
| Outstanding as of December 31, 2012        | 25,164,126Ps.     | 5.31                            | Ps.133,723                          |
| Granted during the year                    | —                 | —                               | —                                   |
| Forfeited during the year                  | —                 | —                               | —                                   |
| Exercised during the year                  | (4,891,410)       | 5.31                            | (25,993)                            |
| Outstanding as of December 31, 2013        | 20,272,716 Ps.    | 5.31                            | Ps. 107,730                         |
| Granted during the year                    | —                 | —                               | —                                   |
| Forfeited during the year                  | —                 | —                               | —                                   |
| Exercised during the year                  | —                 | —                               | —                                   |
| Outstanding as of December 31, 2014        | 20,272,716 Ps.    | 5.31                            | Ps. 107,730                         |
| Granted during the year                    | —                 | —                               | —                                   |
| Forfeited during the year                  | —                 | —                               | —                                   |
| Exercised during the year                  | (4,414,860)       | 5.31                            | (23,461)                            |
| Outstanding as of December 31, 2015        | 15,857,856 Ps.    | 5.31                            | Ps. 84,269                          |
| Granted during the year                    | —                 | —                               | —                                   |
| Forfeited during the year                  | —                 | —                               | —                                   |
| Exercised during the year                  | (3,299,999)       | 5.31                            | (17,536)                            |
| Outstanding as of December 31, 2016        | 12,557,857        | Ps. 5.31                        | Ps. 66,733                          |
| Granted during the year                    | —                 | —                               | —                                   |
| Forfeited during the year                  | —                 | —                               | —                                   |
| Exercised during the year                  | (120,000)         | 5.31                            | (638)                               |
| Outstanding as of December 31, 2017        | 12,437,857        | Ps. 5.31                        | Ps. 66,095                          |
| Granted during the year                    | —                 | —                               | —                                   |
| Forfeited during the year                  | —                 | —                               | —                                   |
| Exercised during the year                  | (2,003,876)       | 5.31                            | (10,654)                            |
| <b>Outstanding as of December 31, 2018</b> | <b>10,433,981</b> | <b>Ps. 5.31</b>                 | <b>Ps. 55,441</b>                   |

At December 31, 2012, 2013, 2014, 2015, 2016, 2017, and 2018, the shares held in trust to satisfy the management options were considered as treasury shares. At December 31, 2018, 2017 and 2016, 10,433,981, 12,437,857 and 12,557,857 share options pending to be exercised were considered as treasury shares, respectively.

## Management Incentive Plan II

On November 6, 2016, our board of directors approved an extension of the management incentive plan to certain key employees, known as MIP II. Under MIP II, 13,536,960 share appreciation rights of our Series A shares were granted to be settled annually in cash in a period of five years in accordance with the established service conditions. In addition, a five-year extension to the period in which the executives can exercise MIP II once the SARs are vested was also approved.

The fair value of these SARs is estimated at the grant date and at each reporting date using the Black-Scholes option pricing model, which takes into account the terms and conditions on which the SARs were granted (vesting schedule included in the table below). The amount of the cash payment is determined based on the increase in our share price between the grant date and the settlement date.

The carrying amount of the liability relating to these SARs as of December 31, 2018, 2017 and 2016 was Ps.32.8 million, Ps.37.8 million and Ps.54.4 million, respectively. The compensation cost is recognized in our consolidated statements of operations under the caption salaries and benefits over the service period. During the years ended December 31, 2018, 2017 and 2016 we recorded a cost (benefit) of Ps.(5.1) million, Ps.(16.5) million and Ps.54.4 million, respectively, associated with these SARs in our consolidated statements of operations. No SARs were exercised during 2018.

| Number of SARs (Grant date: November 6, 2016) | Exercisable date |
|---|------------------|
| 1,695,500                                     | February 2019    |
| 2,825,840                                     | February 2020    |
| 3,391,020                                     | February 2021    |
| <b>7,912,360*</b>                             |                  |

**Cash-settled Transactions.** Cash-settled transactions include a share appreciation rights (“SARs”) plan.

\*Includes forfeited SAR's of 1,563,520 for the year ended December 31, 2018.



## LONG-TERM RETENTION PLAN

During 2010, we adopted an employee long-term retention plan, the purpose of which is to retain high-performing employees within the organization by paying incentives depending on our performance. Incentives under this plan were payable in three annual installments, following the provisions for other long-term benefits under IAS 19. During the year ended December 31, 2013 and 2012 we expensed Ps.6.3 million and Ps.6.5 million respectively, as bonuses as part of the caption salaries and benefits. During 2014, this plan was structured as a long-term incentive plan, which consists of a share purchase plan (equity-settled) and share appreciation rights plan (cash-settled).

## LONG-TERM INCENTIVE PLANS

### Share Appreciation Rights

On November 6, 2014 we granted 4,315,264 Series A SARs to key executives. The SARs vest during a three-year period as long as the employee completes the required service period, and entitle them to a cash payment. As of the grant date the amount of SARs granted under this plan totaled Ps.10.8 million.

Under the share purchase program extensions described above, the number of SARs granted to certain of our key executives totaled 2,044,604, 3,965,351 and 0.0, respectively, which amounts to a cost of Ps.14.5 million (or Ps.9.5 million, net of withheld taxes), Ps.15.8 million (or Ps.10.1 million, net of withheld taxes) and Ps.0.0 (or Ps.0.0, net of withheld taxes), for the years ended December 31, 2016, 2017 and 2018, respectively. The SARs vest during a three-year period as long as the employee completes the required service period.

The fair value of these SARs is estimated at the grant date and at each reporting date using the Black-Scholes option pricing

model, which takes into account the terms and conditions on which the SARs were granted (vesting schedule included in the table below). The amount of the cash payment is determined based on the increase in our share price between the grant date and the settlement date.

The carrying amount of the liability relating to the SARs as of December 31, 2016, 2017 and 2018 was Ps.15.7 million, Ps.0.7 million and Ps.0.5 million, respectively. The compensation cost is recognized in our consolidated statements of operations under the caption of salaries and benefits over the service period. During the years ended December 31, 2016, 2017 and 2018, we recorded an expense (benefit) of Ps.31.7 million, Ps.(9.0) million and Ps.(0.2) million, respectively, in respect of these SARs in our consolidated statements of operations.

| Number of SARs | Exercisable date |
|----------------|------------------|
| 1,348,777      | November 2019    |
| 757,809        | November 2020    |
| 2,106,856*     |                  |

\*Include forfeited SARs of 484,656, 145,760 and 0 for the years ended December 31, 2018, 2017 and 2016.

### Board of Directors Incentive Plan (BODIP):

In April 2018, our shareholders at the annual shareholders meeting authorized a stock plan for the benefit of certain independent members of our board of directors ("BODIP"). The BODIP was implemented through the execution of: (i) a trust agreement number CIB/3081 created by us, as trustee, and CIBanco, S.A., Institucion de Banco Multiple, as trustor, on August 29, 2018; and (ii) a stock purchase agreement between each plan participant and the trustee, under which a plan participant has a period of four years to exercise his/her option to pay a fixed purchase price, with the title to the shares transferring to the plan participant upon payment of such purchase price by the plan participant.

The number of shares held by the trustee as of December 31, 2018 was 1,103,638, of which 977,105 shares were priced at Ps.\$16.12 and 126,533 shares were priced at Ps.\$26.29. As of December 31, 2018, there were no exercises under the BODIP.

### Derivative Financial Instruments and Hedge Accounting.

We mitigate certain financial risks, such as volatility in the price of aircraft fuel, adverse changes in interest rates and exchange rate fluctuations, through a controlled risk management policy that includes the use of derivative financial instruments. The derivative financial instruments are recognized in the consolidated statement of financial position at fair value. The effective portion of a cash flow hedge's unrecognized gain or loss is recognized in "Accumulated other comprehensive income (loss) items," while the ineffective portion is recognized in current year earnings. The realized gain or loss of derivative financial instruments that qualify as hedging is recorded in the same statements of operations as the realized gain or loss of the hedged item. Derivative financial instruments that are not designated as or not effective as a hedge are recognized at fair value with changes in fair value recorded in current year earnings. During 2018, all derivative financial instruments held qualified for hedge accounting. Outstanding derivative financial instruments may require collateral to guarantee a portion of the unsettled loss prior to maturity. The amount of collateral delivered in guarantee, which is presented as part of "Guarantee deposits," is reviewed and adjusted on a daily basis, based on the fair value of the derivative position. As of December 31, 2018 we did not have any collateral recorded as a guarantee deposits.

**I. Aircraft Fuel Price Risk.** We account for derivative financial instruments at fair value and recognize them in the consolidated statements of financial position as an asset or liability. The cost of aircraft fuel consumed in 2016, 2017 and 2018 represented 28%, 29% and 36% of our operating expenses, respectively. To manage aircraft fuel price risk,



we periodically enter into derivatives financial instruments. During 2014 and 2015, we entered into aircraft fuel swap hedges (further described in the paragraph immediately below) that gave rise to a loss of Ps.85.7 million and Ps.128.3 million, respectively. Since these instruments qualify as accounting hedges, the cost and related gains or losses are considered a portion of the fuel cost in the consolidated statements of operations. As of December 31, 2014, the fair value of these fuel swap instruments was a net asset position of Ps.169.6 million. All of the Company's US Gulf Coast Jet Fuel 54 swaps positions matured on June 30, 2015, and therefore there is no balance outstanding as of December 31, 2015.

During the years ended December 31, 2018, 2017 and 2016, we did not enter into US Gulf Coast Jet Fuel 54 swap contracts. During the year ended December 31, 2015, we entered into US Gulf Coast Jet Fuel 54 swap contracts to hedge approximately 5% of our fuel consumption. These instruments were formally designated and qualified for hedge accounting and accordingly, the effective portion is allocated within other comprehensive income, while the effects of transforming into a fixed jet fuel prices by these hedges are presented as part of jet fuel costs when recognized in the consolidated statements of operations. Our fuel hedging practices are dependent upon many factors, including our assessment of market conditions for fuel, our access to the capital necessary to support margin requirements under swap agreements and the pricing of hedges and other derivative products in the market.

Additionally, during the year ended December 31, 2018, we entered into US Gulf Coast Jet Fuel 54 Asian Zero-Cost collar options and US Gulf Coast Jet Fuel 54 Asian call options designated to hedge approximately 18% of our 2019 fuel consumption. During the year ended December 31, 2017,

we entered into US Gulf Coast fuel 54 Asian call options designated to hedge approximately 55% of our 2018 projected fuel consumption.

During the year ended December 31, 2014, we elected to adopt IFRS 9, which comprises aspects related to classifications and measurement of financial assets and financial liabilities, as well as hedge accounting treatment. Paragraph 6.2.4 (a) of IFRS 9 allows us to separate the intrinsic value and time value of an option contract and to designate as the hedging instrument only the change in the intrinsic value of the option. As further required in paragraph 6.5.15 therein, because the external value (time value) of the Jet fuel 54 Asian call options are related to a "transaction related hedged item," it is required to be segregated and accounted for as a "cost of hedging" in other comprehensive income ("OCI") and accrued as a separate component of stockholders' equity until the related hedged item affects profit and loss.

Since monthly forecasted jet fuel consumption is considered the hedged item of the "related to a transaction" type, then the time value included as accrued changes on external value in capital is considered as a "cost of hedging" under IFRS 9. The hedged item (jet fuel consumption) of the Jet fuel 54 Asian call options contracted by us represent a non-financial asset (energy commodity), which is not in our inventory. Instead, it is directly consumed by our aircraft at different airport terminals. Therefore, although a non-financial asset is involved, its initial recognition does not generate a book adjustment in our inventories. Rather, it is initially accounted for in our other comprehensive income (OCI) and a reclassification adjustment is made from OCI toward the profit and loss and recognized in the same period or periods during which the hedged item is expected to be allocated to profit and loss (in accordance with IFRS 9.6.5.15, B6.5.29

(a), B6.5.34 (a) and B6.5.39). As of January 2015, we began to reclassify these amounts (previously recognized as a component of equity) to our statement of operations in the same period in which our expected jet fuel volume consumed affects our jet fuel purchase line item therein.

As of December 31, 2017 and 2018, the fair value of our outstanding US Gulf Coast Jet Fuel 54 Asian call options totaled Ps.497.4 million and Ps.48.2 million, respectively, and as of December 31, 2018, the fair value of our outstanding US Gulf Coast Jet Fuel 54 Asian Zero-Cost collar options was a loss of Ps.(122.9) million, and these were presented as part of the financial assets and financial liabilities line items in our consolidated statements of financial position. The amount of positive cost of hedging derived from the extrinsic value changes of these options as of December 31, 2018 recognized in other comprehensive income totaled Ps.134.1 million (as compared to the positive cost of hedging in 2017 which totaled Ps. 163.8 million), and will be recycled to our fuel cost during 2019, as these options expire on a monthly basis and as jet fuel is consumed. During the years ended December 31, 2016, 2017 and 2018, the net negative (positive) cost of these options recycled to our fuel cost totaled Ps.305.2 million, Ps.27.0 million and Ps.(402.5) million, respectively.

**II. Foreign Currency Risk.** Foreign currency risk is the risk that the fair value of future cash flows will fluctuate because of changes in foreign exchange rates. Our exposure to the risk of changes in foreign exchange rates relates primarily to our operating activities (when revenue or expense is denominated in a different currency than pesos). Exchange exposure relates to amounts payable arising from U.S. dollar-denominated and U.S. dollar-linked expenses and payments. To mitigate this risk, we may use foreign exchange derivative financial instruments.



During the year ended December 31, 2018, the Company entered into foreign currency forward contracts in U.S. dollars to hedge approximately 20% of the aircraft rental expense for the second half of 2018. During the year ended December 31, 2017, the Company entered into foreign currency forward contracts in U.S. dollars to hedge approximately 9% of the aircraft rental expense for the second half of 2017. During the year ended on December 31, 2016 the Company did not enter into exchange rate derivatives financial instruments.

All of the Company's positions in foreign currency forward contracts matured throughout the second half of 2017 (August, September, November and December), therefore there was no outstanding balance as of December 31, 2018.

Our foreign exchange exposure as of December 31, 2016, 2017 and 2018 was a net asset position of U.S. \$584.5 million, U.S. \$567.5 million and U.S. \$428.6 million, respectively.

**III. Interest Rate Risk.** Interest rate risk is the risk that the fair value of future cash flows will fluctuate because of changes in market interest rates. Our exposure to the risk of changes in market interest rates relates primarily to our long-term debt and lease obligations with floating interest rates. As of December 31, 2017 and 2018, we did not have any interest rate swaps. As of December 31, 2016, we had outstanding hedging contracts in the form of interest rate swaps with fair value of Ps.14.1 million. These instruments are included as liabilities in our consolidated statements of financial position. In 2016, 2017 and 2018, the reported loss on the instruments was Ps.48.8 million, Ps.13.8 million and Ps.0.0, respectively, which was recognized as a portion of the rental expense in the consolidated statements of operations.

The table below presents the payments required by our financial liabilities:

|  | Year ended December 31, 2018 |                   |                       | Total            |
|--|------------------------------|-------------------|-----------------------|------------------|
|  | Within one Year              | One to five Years | In five Years or more |                  |
| (In thousands of pesos)                            |                              |                   |                       |                  |
| <b>Interest-bearing borrowings</b>                 |                              |                   |                       |                  |
| Pre-delivery payment facilities                    | 734,635                      | 2,310,939         | —                     | 3,045,574        |
| Short-term working capital facilities              | 461,260                      | —                 | —                     | 461,260          |
| <b>Derivative financial instruments</b>            |                              |                   |                       |                  |
| Jet fuel Asian Zero-Cost collars options contracts | 122,948                      | —                 | —                     | 122,948          |
| <b>Total</b>                                       | <b>1,318,843</b>             | <b>2,310,939</b>  | <b>—</b>              | <b>3,629,782</b> |

**Deferred Taxes.** We account for income taxes using the liability method. Deferred taxes are recorded based on differences between the financial statement basis and tax basis of assets and liabilities and available tax loss and credit carry-forwards. In assessing our ability to realize deferred tax assets, our management considers whether it is more likely than not that some or all of the deferred tax assets will be realized. In evaluating our ability to utilize our deferred tax assets, we consider all available evidence, both positive and negative, in determining future taxable income on a jurisdiction by jurisdiction basis. At December 31, 2016, 2017 and 2018 we had tax loss carry-forwards amounting to Ps.111.1 million, Ps.1.5 billion and Ps.1.6 billion, respectively. These losses relate to our and our subsidiaries' operations on a stand-alone basis, which in conformity with current Mexican Income Tax Law may be carried forward against taxable income generated in the succeeding ten years and may not be used to offset taxable income elsewhere in our consolidated group. During the years ended December 31, 2016, 2017 and 2018 we used tax-loss carry-forwards of Ps.195.1 million, Ps.16.4 million and Ps.154.4 million, respectively.



## CENTRAL AMERICA (GUATEMALA AND COSTA RICA)

According to Guatemala corporate income tax law, under the regime on profits from business activities net operating losses cannot offset taxable income in prior or future years. For the year ended December 31, 2018, we generated a net operating loss, the benefit of which has not been recognized as a deferred tax asset.

According to Costa Rica corporate income tax law, under the regime on profits from business activities, net operating losses can offset taxable income in a term of three years. For the years ended December 31, 2018, 2017 and 2016, we obtained net operating losses of Ps.170.7 million, Ps.300.6 million and Ps.57.4 million, respectively, which have not been recognized as deferred tax assets.

**Impairment of Long-Lived Assets.** The carrying value of rotatable spare parts, furniture and equipment is reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable and the cumulative impairment losses are shown as a reduction in the carrying value of rotatable spare parts, furniture and equipment.

We record impairment charges on long-lived assets used in operations when events and circumstances indicate that the assets may be impaired or when the carrying amount of a long-lived asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less cost to sell and its value in use.

The value in use calculation is based on a discounted cash flow model, using our projections of operating results for the near future. The recoverable amount of long-lived assets is sensitive to the uncertainties inherent in the preparation of projections and the discount rate used in the calculation.

For the years ended December 31, 2016, 2017 and 2018, no impairment charges were recorded in respect of our long-lived assets.

**Allowance for Credit Losses.** An allowance for credit losses is established using the life-time expected credit loss approach, based on objective evidence that we will not be able to collect all amounts due according to the original terms of the receivables. At December 31, 2016, 2017 and 2018, the allowance for credit losses was Ps.19.3 million, Ps.17.8 million and Ps.11.3 million, respectively.



# OPERATING REVENUES

## 2017 COMPARED TO 2018

For the years ended December 31,

|  | 2017   | 2018              | Variation        |              |
|--|--|-------------------|------------------|--------------|
|  | Adjusted <sup>(1)</sup>                                  |                   |                  |              |
|  | (In thousands of pesos, except for % and operating data) |                   |                  |              |
| <b>Passenger revenues:</b>                           |  |                   |                  |              |
| Fare revenues  | 17,791,317   | 18,487,858        | 696,541          | 3.9%         |
| Other passenger revenues                             | 6,098,504  | 7,892,497         | 1,793,993        | 29.4%        |
| <b>Non-passenger revenues:</b>                       |  |                   |                  |              |
| Other non-passenger revenues                         | 727,392  | 697,357           | (30,035)         | (4.1)%       |
| Cargo  | 170,973  | 227,438           | 56,465           | 33.0%        |
| <b>Total operating revenues</b>                      | <b>24,788,186</b>  | <b>27,305,150</b> | <b>2,516,964</b> | <b>10.2%</b> |
| <b>Operating Data</b>                                |  |                   |                  |              |
| Capacity (in ASMs in thousands)                      | 18,860,950   | 21,009,545        | 2,148,595        | 11.4%        |
| % Load factor booked                                 | 84%  | 85%               | —                | 1.0pp        |
| Booked passengers (in thousands)                     | 16,427   | 18,396            | 1,969            | 12.0%        |
| Average ticket revenue per booked passenger          | 1,086  | 1,006             | (80)             | (7.4)%       |
| Average other passenger revenue per booked passenger | 371  | 429               | 58               | 15.6%        |
| Average total ancillary revenue per booked passenger | 426  | 479               | 53               | 12.5%        |
| Revenue passenger miles (RPMs in thousands)          | 15,917,246   | 17,748,408        | 1,831,162        | 11.5%        |

**Fare revenues.** The increase in fare revenues in 2018 was primarily due to growth in our ASM capacity by 11.4% resulting from the incorporation of six new net aircraft, which was partially offset by a lower average ticket revenue per booked passenger of 7.4% year over year. Our traffic as measured in terms of RPMs increased 11.5% in 2018, also resulting from the increase in our fleet size.

**Other passenger revenues.** The increase in other passenger revenues in 2018 was primarily due to higher volume of passengers electing to purchase additional services. We continue executing our fare unbundling and demand stimulation strategy. In particular, during 2018, our total ancillary revenues increased due to improved revenue from fees charged for excess baggage, advanced seat selection and itinerary changes.

**Other non-passenger revenues.** The decrease in other non-passenger revenues was primarily due to higher revenues from airport incentives recorded during 2017.

**Cargo.** The increase in cargo revenues in 2018 was primarily due to a higher volume of cargo operations recorded during 2018

(1) As of January 1, 2018, we adopted IFRS 15 using the full retrospective method of adoption, in order to provide comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.



## 2016 COMPARED TO 2017

|  | For the years ended December 31,                         |                   |                  |             |
|--|--|-------------------|------------------|-------------|
|  | 2016   | 2017              | Variation        |             |
|  | Adjusted <sup>(1)</sup>                                  |                   |                  |             |
|  | (In thousands of pesos, except for % and operating data) |                   |                  |             |
| <b>Passenger revenues:</b>                           |  |                   |                  |             |
| Fare revenues  | 17,790,130   | 17,791,317        | 1,187            | 0.0%        |
| Other passenger revenues                             | 4,919,452  | 6,098,504         | 1,179,052        | 24.0%       |
| <b>Non-passenger revenues:</b>                       |  |                   |                  |             |
| Other non-passenger revenues                         | 171,623  | 170,973           | (650)            | (0.4)%      |
| Cargo  | 590,355  | 727,392           | 137,037          | 23.2%       |
| <b>Total operating revenues</b>                      | <b>23,471,560</b>  | <b>24,788,186</b> | <b>1,316,626</b> | <b>5.6%</b> |
| <b>Operating Data</b>                                |  |                   |                  |             |
| Capacity (in ASMs in thousands)                      | 16,703,949   | 18,860,950        | 2,157,001        | 12.9%       |
| % Load factor booked                                 | 86%  | 84%               | —                | (2.0)pp     |
| Booked passengers (in thousands)                     | 15,005   | 16,427            | 1,422            | 9.5%        |
| Average ticket revenue per booked passenger          | 1,189  | 1,086             | (102)            | (8.6)%      |
| Average other passenger revenue per booked passenger | 328  | 371               | 43               | 13.2%       |
| Average total ancillary revenue per booked passenger | 379  | 426               | 47               | 12.5%       |
| Revenue passenger miles (RPMs in thousands)          | 14,325,898   | 15,917,246        | 1,591,348        | 11.1%       |

(1) On adoption of IFRS 15 we apply the new standard on the required effective date as of January 1, 2018, using the full retrospective method of adoption, in order to provide for comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

**Fare revenues.** The slight increase in fare revenues in 2017 was primarily due to growth in our ASM capacity by 12.9%, resulting from the incorporation of two new net aircraft, which was partially offset by a lower average ticket revenue per booked passenger of 8.6% year over year. Our traffic as measured in terms of RPMs increased by 11.1% in 2017, also resulting from the increase in our fleet size.

**Other passenger revenues.** The increase in other passenger revenues in 2017 was primarily due to higher volume of passengers electing to purchase additional services. We continue executing our fare unbundling and demand stimulation strategy. In particular, during 2017, our total ancillary revenues increased due to improved revenue from fees charged for excess baggage, advanced seat selection and itinerary changes.

**Other non-passenger revenues.** The increase in other non-passenger revenues was primarily due to higher revenues from airport incentives recorded in 2017.

**Cargo.** Our cargo revenues remained largely unchanged in 2017 as compared to 2016.



# OPERATING EXPENSES, NET

2017 COMPARED TO 2018

|  | For the years ended December 31,      |                   |                  |              |
|--|---------------------------------------|-------------------|------------------|--------------|
|  | 2017                                  | 2018              | Variation        |              |
|  | (In thousands of pesos, except for %) |                   |                  |              |
| Other operating income                     | (96,765)                              | (621,973)         | (525,208)        | >100%        |
| Fuel                                       | 7,255,636                             | 10,134,982        | 2,879,346        | 39.7%        |
| Aircraft and engine rent expense           | 6,072,502                             | 6,314,930         | 242,428          | 4.0%         |
| Landing, take-off and navigation expenses  | 4,009,915                             | 4,582,967         | 573,052          | 14.3%        |
| Salaries and benefits                      | 2,823,647                             | 3,125,393         | 301,746          | 10.7%        |
| Sales, marketing and distribution expenses | 1,691,524                             | 1,501,203         | (190,321)        | (11.3)%      |
| Maintenance expenses                       | 1,433,147                             | 1,517,626         | 84,479           | 5.9%         |
| Other operating expenses                   | 1,088,440                             | 1,129,911         | 41,471           | 3.8%         |
| Depreciation and amortization              | 548,687                               | 500,641           | (48,046)         | (8.8)%       |
| <b>Total operating expenses, net</b>       | <b>24,826,733</b>                     | <b>28,185,680</b> | <b>3,358,947</b> | <b>13.5%</b> |

Total operating expenses, net increased 13.5% in 2018 primarily as a result of growth of operations and other factors described below.

**Other Operating Income.** Other operating income increased Ps. 525.2 million or greater than 100% in 2018, primarily due to a higher number of sale and leaseback transactions, which resulted in higher profit realized during 2018.

**Fuel.** The 39.7% increase in fuel expense was primarily as a result of an increase in the average fuel cost per gallon of 29.2% and an increase in fuel gallons consumed of 8.0% which, in turn, was primarily due to more aircraft in operation and a 9.1% increase in our departures.

During the year ended December 31, 2018, we entered into Asian Zero-Cost collar options and Asian call options contracts.

Additionally, during the year ended December 31, 2017, we entered into Asian call options contracts. These instruments also qualify for hedge accounting. As a result, during 2018, their extrinsic value benefit of Ps.402.5 million was recycled to the cost of fuel.

**Aircraft and Engine Rent Expense.** The 4% increase in aircraft and engine rent expense was primarily driven by: (i) An increase of Ps.304.7 million related to the full year operation of the five A320 aircraft, (ii) higher aircraft and engine rent expense related to six new net aircraft and two spare engines of Ps.220.0 million, and (iii) the depreciation of approximately 1.6% in the average exchange rate of the peso against the U.S. Dollar, which negatively affected our aircraft rent in peso terms in an amount

of Ps.17.7 million. These increases were partially offset by (i) Ps.62.7 million related to three aircraft and three spare engines which were disincorporated from our fleet during 2017, (ii) a decrease in our supplemental rent of Ps.155.7 million, and (iii) other rent expenses by Ps.81.6 million.

**Landing, Take-off and Navigation Expenses.** The 14.3% increase in landing, take-off and navigation expenses in 2018 was primarily due to an increase in the number of airports we operated in during the year. In addition, our operations as measured by number of departures increased by 9.1%. These increases were partially offset by incentives received from certain airport groups as a result of the growth of our operations.

**Salaries and Benefits.** The 10.7% increase in salaries and benefits in 2018 was primarily the result of the annual salary increase, as well as severance payments related to a net decrease of 2.9% in our total number of employees as part of our efficiency and cost reduction plan. Additionally, the variable compensation of our workforce increased also due to higher operations recorded during 2018, as well as the accounting accrual impact related to our management retention plans.

**Sales, Marketing and Distribution Expenses.** The 11.3% decrease in sales, marketing and distribution expenses was mainly due to efficiencies in our marketing and distribution expenses related to our efficiency and cost reduction plan.



**Maintenance Expenses.** The 5.9% increase in maintenance expenses in 2018 was mainly due to the increase in our fleet size of 8.5% as a result of the addition of six new net aircraft received during the year. Additionally, during 2018 our maintenance expenses increased due to the depreciation of approximately 1.6% in the average exchange rate of the peso against the U.S. dollar during 2018, since some of these expenses are denominated in U.S. dollars.

**Other Operating Expenses.** The 3.8% increase in other operating expenses in 2018 was primarily the result of additional technical and communication support and passenger service expenses required for the growth of our operations. Additionally, during 2018, other operating expenses on a dollar basis increased due to the depreciation of approximately 1.6% in the average exchange rate of the peso against the U.S. dollar during 2018, since some of these expenses are denominated in U.S. dollars.

**Depreciation and Amortization.** The 8.8% decrease in depreciation and amortization 2018 was primarily due to lower amortization of major maintenance events associated with the aging of our fleet. The cost of the major maintenance events is accounted for under the deferral method. During 2017 and 2018, we recorded amortization of major maintenance leasehold improvements of Ps.382.7 million and Ps.313.5 million, respectively.

## 2016 COMPARED TO 2017

|  | For the years ended December 31,      |                   |                  |              |
|--|---------------------------------------|-------------------|------------------|--------------|
|  | 2016                                  | 2017              | Variation        |              |
|  | (In thousands of pesos, except for %) |                   |                  |              |
| Other operating income                     | (496,742)                             | (96,765)          | 399,977          | (80.5)%      |
| Fuel                                       | 5,741,403                             | 7,255,636         | 1,514,233        | 26.4%        |
| Aircraft and engine rent expense           | 5,590,058                             | 6,072,502         | 482,444          | 8.6%         |
| Landing, take-off and navigation expenses  | 3,272,051                             | 4,009,915         | 737,864          | 22.6%        |
| Salaries and benefits                      | 2,419,537                             | 2,823,647         | 404,110          | 16.7%        |
| Sales, marketing and distribution expenses | 1,413,348                             | 1,691,524         | 278,176          | 19.7%        |
| Maintenance expenses                       | 1,344,110                             | 1,433,147         | 89,037           | 6.6%         |
| Other operating expenses                   | 952,452                               | 1,088,440         | 135,988          | 14.3%        |
| Depreciation and amortization              | 536,543                               | 548,687           | 12,144           | 2.3%         |
| <b>Total operating expenses, net</b>       | <b>20,772,760</b>                     | <b>24,826,733</b> | <b>4,053,973</b> | <b>19.5%</b> |

Total operating expenses, net increased 19.5% in 2017 primarily as a result of growth of operations and other factors described below.

**Other Operating Income.** Other operating income decreased Ps.400.0 million or 80.5% in 2017, primarily because of a lower number of sale and leaseback transactions, which resulted in lower profit realized during 2017.

**Fuel.** Fuel expense increased 26.4% in 2017 as a result of an increase in the average fuel cost per gallon of 18.1% and an increase in fuel gallons consumed of 7.0% which, in turn, was primarily due to more aircraft in operation and a 6.1% increase in our departures.

During the years ended December 31, 2017 and 2016, we entered into Asian call options contracts. These instruments also qualify for hedge accounting. As a result, during 2017, their extrinsic value of Ps.26.9 million was recycled to the cost of fuel.

**Aircraft and Engine Rent Expense.** Aircraft and engine rent expense increased 8.6%. This increase was primarily driven by: (i) An increase of Ps.821.4 million related to the full year operation of the nine and eight A320 and A321 aircraft, respectively, (ii) higher aircraft and engine rent expense related to two new net aircraft of Ps.9.5 million, and (iii) the depreciation of approximately 1.5% of the average exchange rate of the peso against the U.S. Dollar, which negatively affected our aircraft rent in peso



terms in an amount of Ps.57.8 million. These increases were partially offset by (i) Ps.237.2 million related to four aircraft which were disincorporated from our fleet during 2016, (ii) a decrease in our supplemental rent of Ps.142.7 million, and (iii) other rent expenses by Ps.26.3 million.

**Landing, Take-off and Navigation Expenses.** The 22.6% increase in landing, take-off and navigation expenses in 2017 was primarily due to a 6.2% increase in the number of airports served. In addition, our operations as measured by number of departures increased by 6.1%. These increases were partially offset by incentives received from certain airport groups as a result of the growth of our operations.

**Salaries and Benefits.** The 16.7% increase in salaries and benefits in 2017 was primarily the result of a 4.4% increase in our total number of employees, which were required for our increased operations and fleet size. Additionally, the variable compensation of our workforce increased also due to the increased operations recorded during 2017. See Item 6: “Directors, Senior Management and Employees—Employees.”

**Sales, Marketing and Distribution Expenses.** The 19.7% increase in sales, marketing and distribution expenses was mainly due to additional marketing and distribution expenses related to our efforts to promote the new routes and destinations.

**Maintenance Expenses.** The 6.6% increase in maintenance expenses in 2017 was mainly due to our maintenance expenses on a dollar basis, which increased due to the depreciation of approximately 1.5% in the average exchange rate of the peso against the U.S. dollar during 2017. Additionally, during 2017 our fleet size increased 2.9% as a result of the addition of two new net aircraft

**Other Operating Expenses.** Other operating expenses increased 14.3%. This increase was primarily the result of additional administrative support expenses and technical and communication support required for the growth of our operations. Additionally, during 2017 other operating expenses on a dollar basis increased due to the depreciation of approximately 1.5% in the average exchange rate of the peso against the U.S. dollar during 2017.

**Depreciation and Amortization.** Depreciation and amortization increased 2.3% in 2017 primarily due to the amortization of major maintenance events associated with the aging of our fleet. The cost of the major maintenance events is accounted for under the deferral method. During 2016 and 2017, we recorded amortization of major maintenance leasehold improvements of Ps.404.7 million and Ps.382.7 million, respectively.



# OPERATING RESULTS

## 2017 COMPARED TO 2018

|                               | For the years ended December 31,      |            |           |       |
|-------------------------------|---------------------------------------|------------|-----------|-------|
|                               | 2017                                  | 2018       | Variation |       |
|                               | Adjusted <sup>(1)</sup>               |            |           |       |
|                               | (In thousands of pesos, except for %) |            |           |       |
| <b>Operating Results</b>      |                                       |            |           |       |
| Total operating revenues      | 24,788,186                            | 27,305,150 | 2,516,964 | 10.2% |
| Total operating expenses, net | 24,826,733                            | 28,185,680 | 3,358,947 | 13.5% |
| Operating loss                | (38,547)                              | (880,530)  | (841,983) | >100% |

(1) On adoption of IFRS 15 we apply the new standard on the required effective date as of January 1, 2018, using the full retrospective method of adoption, in order to provide for comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

**Operating Loss.** As a result of the factors outlined above, our operating loss was Ps.880.5 million in 2018, a greater than 100% increase compared to our operating loss of Ps. 38.5 million in 2017.

## 2016 COMPARED TO 2017

|                               | For the years ended December 31,      |            |             |       |
|-------------------------------|---------------------------------------|------------|-------------|-------|
|                               | 2016                                  | 2017       | Variation   |       |
|                               | Adjusted <sup>(1)</sup>               |            |             |       |
|                               | (In thousands of pesos, except for %) |            |             |       |
| <b>Operating Results</b>      |                                       |            |             |       |
| Total operating revenues      | 23,471,560                            | 24,788,186 | 1,316,626   | 5.6%  |
| Total operating expenses, net | 20,772,760                            | 24,826,733 | 4,053,973   | 19.5% |
| Operating income (loss)       | 2,698,800                             | (38,547)   | (2,737,347) | n.a   |

(1) On adoption of IFRS 15 we apply the new standard on the required effective date as of January 1, 2018, using the full retrospective method of adoption, in order to provide for comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

**Operating Income (loss).** As a result of the factors outlined above, our operating loss was Ps.38.5 million in 2017, compared to our operating income of Ps.2.7 billion in 2016.



# FINANCIAL RESULTS

## 2017 COMPARED TO 2018

| For the years ended December 31, |                                       |                 |                |                |
|----------------------------------|---------------------------------------|-----------------|----------------|----------------|
|                                  | 2017                                  | 2018            | Variation      |                |
|                                  | Adjusted <sup>(1)</sup>               |                 |                |                |
|                                  | (In thousands of pesos, except for %) |                 |                |                |
| <b>Financing Results</b>         |                                       |                 |                |                |
| Finance income                   | 105,795                               | 152,603         | 46,808         | 44.2%          |
| Finance cost                     | (86,357)                              | (120,334)       | (33,977)       | 39.3%          |
| Exchange loss, net               | (793,854)                             | (72,475)        | 721,379        | (90.9)%        |
| <b>Total financing results</b>   | <b>(774,416)</b>                      | <b>(40,206)</b> | <b>734,210</b> | <b>(94.8)%</b> |

(1) On adoption of IFRS 15 we apply the new standard on the required effective date as of January 1, 2018, using the full retrospective method of adoption, in order to provide for comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

**Total Financing Results.** The 94.8% decrease in our total financing loss in 2018 was primarily due to the 90% decrease in our foreign exchange loss year over year.

During 2018, we recorded an exchange loss of Ps.72.4 million, which resulted from the 0.3% appreciation of the peso against the U.S. dollar at year-end, since we maintained a net monetary asset position of U.S. \$428.6 million in 2018. Our U.S. dollar net monetary asset position mainly resulted from the value of our cash and cash equivalents, security deposits and aircraft maintenance deposits. Additionally, our finance income increased Ps.46.8 million, mainly due to an increase in our short-term investments. Our finance cost increased by Ps.34.0 million, mainly due to higher interest paid related to additional working capital financial debt and higher commissions resulting from our letters of credit.

## 2016 COMPARED TO 2017

| For the years ended December 31, |                                       |                  |                    |             |
|----------------------------------|---------------------------------------|------------------|--------------------|-------------|
|                                  | 2016                                  | 2017             | Variation          |             |
|                                  | (In thousands of pesos, except for %) |                  |                    |             |
| <b>Financing Results</b>         |                                       |                  |                    |             |
| Finance income                   | 102,591                               | 105,795          | 3,204              | 3.1%        |
| Finance cost                     | (35,116)                              | (86,357)         | (51,241)           | >100.0%     |
| Exchange loss, net               | 2,169,505                             | (793,854)        | (2,963,359)        | n.a.        |
| <b>Total financing results</b>   | <b>2,236,980</b>                      | <b>(774,416)</b> | <b>(3,011,396)</b> | <b>n.a.</b> |

**Total Financing Results.** The variation in financing results was primarily due to the foreign exchange loss recorded during 2017 as opposed to a gain in 2016.

During 2017, we recorded an exchange loss of Ps.793.9 million, which resulted from the 4.5% appreciation of the peso against the U.S. dollar at year-end, since we maintained a net asset position of U.S. \$567.5 million in 2017. Our U.S. dollar net asset position mainly resulted from the value of our cash and cash equivalents, security deposits and aircraft maintenance deposits. Additionally, our finance income increased Ps.3.2 million, mainly due to an increase in short-term investments and our finance cost increased by Ps.51.2 million, mainly due to higher commissions resulting from our credit letters and higher interest paid related to additional financial debt.



# INCOME TAX EXPENSE AND NET INCOME

## 2017 COMPARED TO 2018

|                                       | For the years ended December 31, |                  |                 |             |
|---------------------------------------|----------------------------------|------------------|-----------------|-------------|
|                                       | 2017                             | 2018             | Variation       |             |
|                                       | Adjusted <sup>(1)</sup>          |                  |                 |             |
| (In thousands of pesos, except for %) |                                  |                  |                 |             |
| <b>Net loss</b>                       |                                  |                  |                 |             |
| Loss before income tax                | (812,963)                        | (920,736)        | (107,773)       | 13.3%       |
| Income tax benefit                    | 161,175                          | 238,236          | 77,061          | 47.8%       |
| <b>Net loss</b>                       | <b>(651,788)</b>                 | <b>(682,500)</b> | <b>(30,712)</b> | <b>4.7%</b> |

(1) On adoption of IFRS 15 we apply the new standard on the required effective date as of January 1, 2018, using the full retrospective method of adoption, in order to provide for comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

We recorded net loss of Ps.682.5 million in 2018 compared to a net loss of Ps.651.8 million in 2017. During the years ended December 31, 2018 and 2017, we recorded a tax benefit of Ps.238.2 million and Ps.161.2 million, respectively. At December 31, 2018, our tax loss carry-forwards amounted to Ps.1.6 billion (Ps.1.5 billion of December 31, 2017).

During the years ended December 31, 2018 and 2017, we used Ps.154.4 million and Ps.16.4 million, in available tax loss carry-forwards, respectively. The effective tax rate during 2018 and 2017 was of 25.9% and 21.3% respectively.

## 2016 COMPARED TO 2017

|                                       | For the years ended December 31, |                  |                    |             |
|---------------------------------------|----------------------------------|------------------|--------------------|-------------|
|                                       | 2016                             | 2017             | Variation          |             |
|                                       | Adjusted <sup>(1)</sup>          |                  |                    |             |
| (In thousands of pesos, except for %) |                                  |                  |                    |             |
| <b>Net income (loss)</b>              |                                  |                  |                    |             |
| Income (loss) before income tax       | 4,935,780                        | (812,963)        | (5,748,743)        | n.a.        |
| Income tax expense (benefit)          | (1,457,182)                      | 161,175          | 1,618,357          | n.a.        |
| <b>Net income (loss)</b>              | <b>3,478,598</b>                 | <b>(651,788)</b> | <b>(4,130,386)</b> | <b>n.a.</b> |

(1) On adoption of IFRS 15 we apply the new standard on the required effective date as of January 1, 2018, using the full retrospective method of adoption, in order to provide for comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

We recorded net loss of Ps.651.8 million in 2017 compared to a net income of Ps.3.5 billion in 2016. During the years ended December 31, 2017 and 2016, we recorded a tax benefit of Ps.161.2 million and a tax expense of Ps.1.5 billion, respectively. At December 31, 2017, our tax loss carry-forwards amounted to Ps.1.5 billion (Ps.111.1 million of December 31, 2016).

During the years ended December 31, 2017 and 2016, we used Ps.16.4 million and Ps.195.1 million, in available tax loss carry-forwards, respectively. The effective tax rate during 2017 and 2016 was of 21.3%\* and 29.3%, respectively.

\*Calculation of effective tax rate may vary due to the recasted financial statements from prior periods after the adoption of IFRS 15; the tax amount variance was deemed as immaterial.



## B. LIQUIDITY AND CAPITAL RESOURCES

### LIQUIDITY

Our primary source of liquidity is cash provided by operations, with our primary uses of liquidity being working capital and capital expenditures.

|   | For the years ended December 31, |             |             |
|---|----------------------------------|-------------|-------------|
|   | 2016                             | 2017        | 2018        |
|   | (In thousands of pesos)          |             |             |
| Net cash flows provided by operating activities           | 978,732                          | 985,869     | 565,800     |
| Net cash flows used in investing activities               | (27,958)                         | (2,260,440) | (1,389,395) |
| Net cash flows provided by (used in) financing activities | 10,765                           | 1,398,300   | (235,152)   |

In recent years, we have been able to meet our working capital requirements through cash from our operations. Our capital expenditures consist primarily of the acquisition of rotatable spare parts, furniture and equipment, including pre-delivery payments for aircraft acquisitions. From time to time, we finance pre-delivery payments related to our aircraft with revolving lines of credit with the commercial banks. We have obtained committed financing for pre-delivery payments in respect of all the aircraft to be delivered through 2022.

Our cash and cash equivalents decreased by Ps.1.1 billion, from Ps.6.9 billion at December 31, 2017 to Ps.5.9 billion at December 31, 2018. At December 31, 2018, we had available credit lines totaling Ps.6.7 billion, of which Ps.4.1 billion were related to financial debt and Ps.2.7 billion were related to letters of credit (Ps.1.0 billion were undisbursed). At December 31, 2017, we

had available credit lines totaling Ps.7.4 billion, of which Ps.4.6 billion were related to financial debt and Ps.2.8 billion were related to letters of credit (Ps.1.7 billion were undisbursed).

We have an investment policy to optimize the performance and ensure availability of, and minimize the risk associated with, the investment of cash, cash equivalents and short-term investments. Such policy provides for guidelines regarding minimum balance, currency mix, instruments, deadlines, counterparties and credit risk. At December 31, 2018, 93.9% of our cash, cash equivalents and short-term investments were denominated in U.S. dollars and 6.1% were denominated in pesos. See note 3 to our audited consolidated financial statements included elsewhere in this annual report.

**Net cash flows provided by operating activities.** We rely primarily on cash flows from operating activities to provide working

capital for current and future operations. Net cash flows provided by operating activities totaled Ps.565.8 million and Ps.985.9 million in 2018 and 2017, respectively. Our net cash flows decreased primarily due to an increase in prepaid expenses and supplier payments as compared to 2017.

Net cash flows provided by operating activities totaled Ps.985.9 million and Ps.978.7 million in 2017 and 2016, respectively.

Despite reporting a loss in 2017, our net cash flows increased primarily due to a decrease in prepaid expenses and an increase in accrued liabilities and suppliers in 2017 as compared to 2016.

**Net cash flows used in investing activities.** During 2018, net cash flow used in investing activities totaled Ps.1.4 billion, which consisted primarily of pre-delivery payments for aircraft and engine acquisitions totaling Ps.1.2 billion, partially offset by pre-delivery payments reimbursements totaling Ps.0.6 billion. Additionally, we recorded other capital expenditures relating to aircraft parts and rotatable spare parts acquisitions, intangible assets and major maintenance costs, net of disposals of Ps.0.8 billion.

During 2017, net cash flow used in investing activities totaled Ps.2.3 billion, which consisted primarily of pre-delivery payments for aircraft and engine acquisitions totaling Ps.1.7 billion, partially offset by pre-delivery payments reimbursements totaling Ps.0.2 billion. Additionally, we recorded other capital expenditures relating to aircraft parts and rotatable spare parts acquisitions, intangible assets and major maintenance costs, net of disposals of Ps.0.81 billion.

During 2016, net cash flow used in investing activities totaled Ps.28.0 million, which consisted primarily of pre-delivery pay-



ments for aircraft and engine acquisitions totaling Ps.1.3 billion, partially offset by pre-delivery payments reimbursements totaling Ps.1.7 billion. Additionally, we recorded other capital expenditures relating to aircraft parts and rotatable spare parts acquisitions, intangible assets and major maintenance costs, net of disposals of Ps.416.0 million.

**Net cash flows provided by financing activities.** During 2018, net cash flows used in financing activities totaled Ps.0.2 billion, which consisted primarily of payments of financial debt related to the aircraft financing pre-delivery payments for a net amount of Ps.0.7 billion, payments of working capital of Ps.0.5 billion and interest paid of Ps.0.2 billion, which were partially offset by proceeds from disbursements under our revolving credit facility with Banco Santander and Bancomext of Ps.1.2 billion

During 2017, net cash flows provided by financing activities totaled Ps.1.4 billion, which consisted primarily of proceeds from disbursements under our revolving credit facility with Banco Santander and Banco Nacional de México S.A. of Ps.1.5 billion, and additional short-term working capital facilities with Banco Nacional de México S.A. and Bank of America México, S.A. of Ps.0.9 billion, which were partially offset by payments of aircraft financing pre-delivery payments for a net amount of Ps.0.2 billion, payments of working capital of Ps. 0.7 billion and interest paid of Ps.0.1 billion.

During 2016, net cash flows provided by financing activities totaled Ps.10.8 million, which consisted primarily of proceeds from disbursements under our revolving credit facility with Banco Santander and Banco Nacional de México S.A. of Ps.1.0 billion, and additional short-term working capital facilities with Banco Nacional de México S.A. and Bank of America México, S.A. of Ps.716.0 million; which were partially offset by payments of aircraft financing pre-delivery payments for a net amount of Ps.1.5 billion, other financing payments of Ps.134.7 million and interest paid of Ps.39.4 million.

## LOAN AGREEMENTS

The revolving credit facility with Banco Santander México and Bancomext, dated July 27, 2011 as amended and restated on August 1, 2013 and as further amended on February 28, 2014 and November 27, 2014, under which we are a guarantor, provides financing for pre-delivery payments in connection with our purchase of nineteen A320 aircraft. On August 25, 2015, we entered into an additional amendment to such loan agreement to finance pre-delivery payments of eight additional A320 aircraft. On November 2016, we entered into an additional amendment to such loan agreement to finance the pre-delivery payments for the twenty-two remaining A320 aircraft under the Airbus purchase agreement. On December 2017, we entered an additional amendment to extend the term of the loan agreement to November 2021. Finally, we entered into one further amendment to this loan agreement on November 2018, to extend the term to May 2022.

The aggregate principal amount of this revolving line is for up to U.S. \$183.0 million, of which U.S. \$103.7 million is provided by Banco Santander México and U.S. \$79.3 million by Bancomext. This revolving credit facility bears annual interest at three-month LIBOR plus 260 basis points. The final maturity is on May 31, 2022. Any principal repaid may be re-borrowed until May 31, 2022. This revolving line of credit may limit our ability to, among others, declare and pay dividends in the event that we fail to comply with the payment terms thereunder, dispose of certain assets, incur indebtedness and create certain liens.

In December 2016, we entered into a short-term working capital facility with Banco Nacional de México S.A. in the amount of Ps.406.3 million, bearing annual interest the Interbank Equilibrium Interest Rate (tasa de interés interbancaria de equilibrio or the TIIE) 28 days plus 70 basis points. In December 2017, we rolled over this short-term working capital facility with Banco Nacional de México S.A. in the amount of Ps.948.4 million, bearing

annual interest at TIIE 28 days plus a spread in a range of 20 to 80 basis points. Finally, in December 2018, we rolled over this short-term working capital facility with Bancomext in the amount of Ps.461.3 million, bearing annual interest at TIIE 28 days plus 90 basis points, with final maturity date in January 2019.

As of December 31, 2018, we were current with principal and interest payments as well as in compliance with the covenants under our revolving credit facility and short-term working capital facilities.



## C. RESEARCH & DEVELOPMENT, PATENTS AND LICENSES, ETC.

We have registered the trademark “Volaris” with the trademark office in Mexico, the United States and in the countries in which we operate in Central America. We have also registered several additional trademarks and slogans with the trademark office in Mexico, the United States and in the countries in which we operate in Central America.

We operate software products under licenses from our vendors, including Jeppesen Systems AB and Navitaire LLC. Under our agreements with Airbus, we use Airbus’ proprietary information to maintain our aircraft.

## D. TREND INFORMATION

See Item 5: “Operating and Financial Review and Prospects—Operating Results—Trends and Uncertainties Affecting our Business.”

## E. OFF-BALANCE SHEET ARRANGEMENTS

None of our operating lease obligations are reflected on our statements of financial position. We are responsible for all maintenance, insurance and other costs associated with operating these aircraft; however, we have not made any residual value guarantee to our lessors.



## F. TABULAR DISCLOSURE OF CONTRACTUAL OBLIGATIONS

The following table sets forth certain contractual obligations as of December 31, 2018:

|   | Contractual Obligations* Payments due by Period |                  |                   |                   |                   |
|---|---|------------------|-------------------|-------------------|-------------------|
|   | Total   | Less than 1 year | 1 to 3 years      | 3 to 5 years      | More than 5 years |
|   | (In thousands of pesos)                         |                  |                   |                   |                   |
| Debt <sup>(1)</sup>   | 3,523,198                                       | 1,212,259        | 2,285,852         | 25,087            | —                 |
| Operating lease obligations <sup>(2)</sup>  | 45,954,985                                      | 6,080,953        | 11,768,366        | 10,344,368        | 17,761,298        |
| Flight equipment, spare engines and spare parts purchase obligations <sup>(3)</sup> | 21,064,384                                      | 1,506,903        | 5,940,142         | 5,847,475         | 7,769,864         |
| <b>Total future payments on contractual obligations</b>                             | <b>70,542,567</b>                               | <b>8,800,115</b> | <b>19,994,360</b> | <b>16,216,844</b> | <b>25,531,248</b> |

(1) Includes scheduled interest payments.

(2) Does not include maintenance deposit payments because they depend on the utilization of the aircraft.

(3) Our contractual purchase obligations consist primarily of aircraft and engine acquisitions through manufacturers and aircraft leasing companies. In December 2011, we signed an amendment to our purchase agreement with Airbus for an additional order of 44 A320 family aircraft for delivery between 2014 and 2020.

\*Disclosure of contractual obligations does not include obligations relating to our post-employment benefits which totaled Ps.18.2 million at December 31, 2018.

Committed expenditures for these aircraft, spare engines, spare parts and related flight equipment, including estimated amounts for contractual price escalations of pre-delivery payments, will be approximately Ps.21.1 billion from 2019 to 2022 and thereafter.

In 2019, we expect our capital expenditures, excluding pre-delivery payments, to be Ps.1.6 billion, consisting primarily of aircraft

parts and rotatable spare parts, construction and improvements to leased assets, and major maintenance costs (leasehold improvements to flight equipment recorded into rotatable spare parts furniture and equipment, net).

## G. SAFE HARBOR

Not applicable.

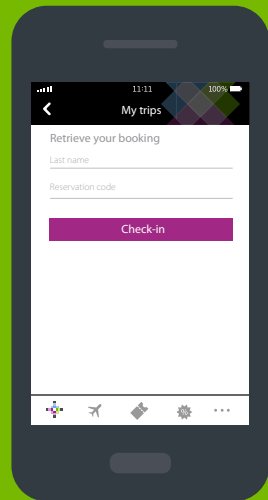


Controladora Vuela Compañía de Aviación, S.A.B. de C.V. and Subsidiaries (D.B.A. Volaris)

# CONSOLIDATED FINANCIAL STATEMENTS

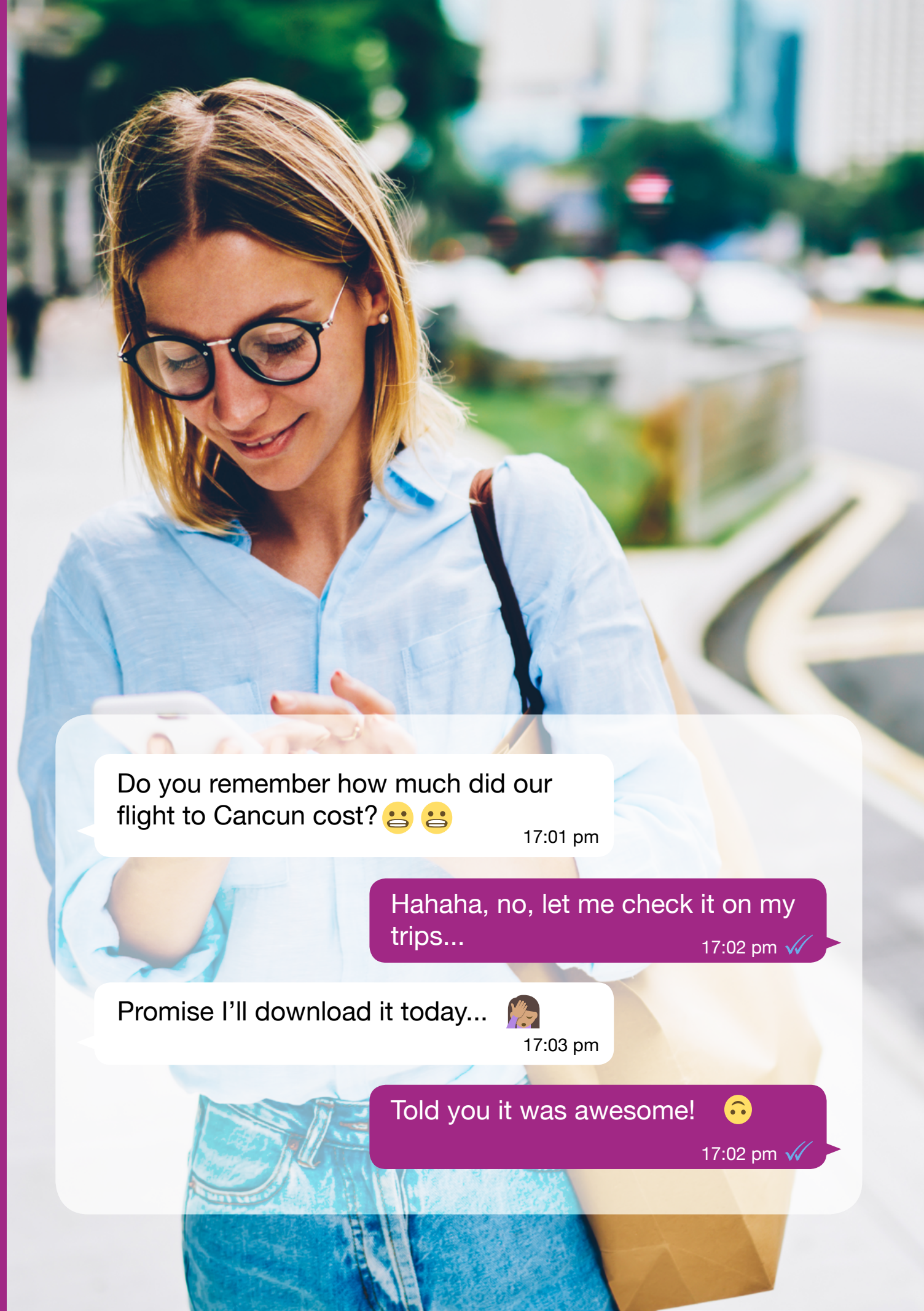
Years Ended December 31, 2018, 2017  
and 2016 with Independent Auditor's  
Report

20:18 pm ✓✓



Check all your  
bookings!

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Do you remember how much did our flight to Cancun cost? 😞 😞

17:01 pm

Hahaha, no, let me check it on my trips... ✓

17:02 pm ✓

Promise I'll download it today... 🙏

17:03 pm

Told you it was awesome! 😊

17:02 pm ✓



# INDEPENDENT AUDITOR'S REPORT

To the Shareholders and the Board of Directors of Controladora Vuela Compañía de Aviación, S. A. B. de C. V. and subsidiaries

## OPINION

We have audited the accompanying consolidated financial statements of Controladora Vuela Compañía de Aviación, S.A.B. de C.V. and subsidiaries (the "Company"), which comprise the consolidated statement of financial position as at December 31, 2018, and the related consolidated statements of operations, comprehensive income, changes in equity and cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of Controladora Vuela Compañía de Aviación, S.A.B. de C.V. and subsidiaries as at December 31, 2018, and their financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRS") as issued by the International Accounting Standards Board.

## BASIS FOR AUDIT OPINION

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Company in accordance with the International Ethics Standards Board of Accountants' *Code of Ethics for Professional Accountants* ("IESBA Code") together with the ethical requirements that are relevant to our audit of the consolidated financial statements in Mexico according to the "Código de Ética Profesional del Instituto Mexicano de Contadores Públicos" ("IMCP Code"), and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements for the year ended December 31, 2018. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the accompanying consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

## PROVISION FOR RETURN CONDITION OBLIGATIONS

### Description of the key audit matter

The Company's lease agreements require that the underlying aircraft and engines be returned to lessors under specific maintenance conditions. The Company has a provision for return condition obligations of Ps.98,702 as of December 31, 2018. Related disclosures are included in Notes 1n and 15c of the consolidated financial statements.

The provision covers the cost to fulfill return condition that must be satisfied at the expiration of the related leases and are related to maintenance and replacement of

certain aircraft and engine components, as established in the lease agreements. The Company estimates the return condition provision related to airframe, engine overhaul and limited life parts using certain assumptions including the projected usage of the aircraft and the expected costs of maintenance tasks to be performed at the return of the lease.

Based on significant management's judgement in estimating the amount and timing of future costs, as well as the significant amount of the provision, we have determined this to be a key audit matter and during our audit we focused on the Company's assumptions in estimating the provision.

### How our audit addressed the matter

We tested the design and operational effectiveness of the Company's key internal controls over return condition obligations. We inspected the Company's lease agreements to verify the return condition obligations beyond scheduled routine major maintenance. We assessed the methodology applied in the calculation of the provision prepared by management and tested the key assumptions, including the aircraft usage projections based on the scheduled flight plan and the projected costs of maintenance by comparing them to historical and actual costs incurred or maintenance costs specified in agreements with vendors.

We evaluated the Company's disclosure of this matter in Note 1 and 15c of the consolidated financial statements.

## AIRCRAFT AND ENGINE LEASES

### Description of the key audit matter

The Company obtains its entire fleet of aircraft and most of its engines under lease agreements, which in accordance with current standards, should be classified



as operating lease or finance lease at the inception of the lease considering the guidelines established in International Accounting Standard 17 (IAS 17) Leases. When the risks and benefits incidental to the ownership of the leased asset remain substantially with the lessor, the leases are classified as operating leases. All the Company's leases have been classified as operating leases and the lease payments are generally recognized as an expense in the statement of operations over the lease term on a straightline basis.

Based on the unique terms and usage conditions of each lease as specified in the related agreements, the potential impacts of the proper classification of the leases and in light of the fact that in 2018 the Company entered into lease agreements for ten aircraft and two spare engines, as well as two extensions of existing aircraft leases and two spare engines, we have determined this to be a key audit matter and during our audit we focused on the analysis performed by management to classify the Company's leases.

*How our audit addressed the matter*

We tested the design and operational effectiveness of the Company's key internal controls over lease accounting. We read the lease agreements and analyzed their terms and conditions, including their payment terms, the rates of established lease payment, among others. We also involved our internal specialist in evaluating assumptions used by management in determining the present value of the lease payments. Lastly, we assessed management's framework for forming a judgement about the accounting classification of each new leases.

We evaluated the Company's disclosure of this matter in Notes 1p and 14 to the consolidated financial statements.

**AIRCRAFT MAINTENANCE DEPOSITS PAID TO LESSORS**

*Description of the key audit matter*

Certain of the Company's lease agreements require the payment of maintenance deposits to lessors during the lease term for the underlying aircraft and engines. The Company has booked aircraft maintenance deposits to lessors of Ps.6,495,021 as of December 31, 2018. Related disclosure is included in Note 11 of the consolidated financial statements.

Most of the Company's lease agreements require the Company to pay maintenance deposits to aircraft lessors to be held as collateral in advance of the Company's

performance of the related major maintenance activities. These lease agreements provide that maintenance deposits are reimbursable to the Company upon completion of the maintenance event in an amount equal to the lesser of (i) the amount of the maintenance deposits held by the lessor associated with the specific maintenance event, or (ii) the qualifying costs of the specific maintenance event. Deposits paid for which a maintenance event is not expected to perform during the term of the aircraft lease, are generally maintained by the lessor to cover future maintenance costs, and as a result they are expensed as supplemental rental at the time the obligation is incurred.

The Company makes certain assumptions at the inception of a lease and at each reporting date to determine the recoverability of maintenance deposits. The key assumptions include the estimated time between the maintenance events, the costs of future maintenance and the number of flight hours the aircraft is estimated to be flown before it is returned to the lessor. Maintenance deposits are recorded as recoverable to the extent qualifying maintenance costs are expected to be incurred during the lease term. Any excess is recognized as additional lease expense in the consolidated income statement as supplemental rent.

Based on significant management's judgements and assumptions in estimating the recoverability of these deposits, we have determined this to be a key audit matter and during our audit we focused on the Company's assumptions in estimating the recoverability of these deposits.

*How our audit addressed the matter*

We tested the effectiveness of controls over the process of aircraft maintenance deposits, inspected the lease agreements and tested the analysis of the estimates prepared by management to determine the recoverability of the maintenance deposits and the recognition of the unrecoverable amounts as part of supplemental rent.

We assessed the estimation of the major maintenance costs expected to be incurred by comparing them to historical amounts and/or costs of aircraft and engines maintenance specified in agreements with vendors, as well as the usage projections applied to determine the timing of the maintenance by comparing them with the Company's scheduled flight plans and the term of the lease agreement.

We evaluated the Company's disclosure of the matter in Notes 1j and 11 to the consolidated financial statements.

**ASSESSMENT OF RECOVERABILITY OF DEFERRED TAX ASSETS**

*Description of the key audit matter*

The Company has available tax losses of Ps.1,559,829 as of December 31, 2018. The Company has recognized a deferred tax asset for the tax losses to the extent it is probable they will be realized through future taxable profits. At December 31, 2018 the Company recognized a deferred tax asset of Ps.309,320. Related disclosures are included in Notes 2 iii) and 19 to the financial statements.

Based on the significant amount of the tax losses as well as the judgment involved in management's assessment of the likelihood the Company will generate future taxable income to realize the tax losses, we have determined this to be a key audit matter and during our audit we focused on the Company's assumptions used in the projections of future taxable income to support the recoverability of the deferred tax asset.

*How our audit addressed the matter*

We tested the design and operational effectiveness of the Company's internal controls over the recognition and measurement of deferred tax assets and the assessment of assumptions used in projecting the Company's future taxable income.

We evaluated the Company's key assumptions and estimates in relation to the likelihood of generating sufficient future taxable income based on business plans and the projected financial and tax future income, prepared by management. We involved our specialists in the evaluation of significant inputs used by the Company.

We reviewed the Company's disclosures of the matter in Notes 2 iii) and 19 to the consolidated financial statements.

**OTHER INFORMATION**

Management is responsible for the other information. The other information comprises the information included in the Annual Report to be presented to the Comisión Nacional Bancaria y de Valores ("CNBV") and the annual report to be presented to the stockholders, but does not include the consolidated financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.



In connection with our audit of the consolidated financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report to be presented to the CNBV and the annual report to be presented to stockholders, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and to issue a declaratory on annual report requested by CNBV which will describe the matter.

**RESPONSIBILITY OF MANAGEMENT AND OF THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS**

Management is responsible for the preparation and fair presentation of the accompanying consolidated financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, Management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

**AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS**

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements and, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements as at December 31, 2018 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report, is who signs it.

Mancera, S.C.  
A member practice of  
Ernst & Young Global

  
**José Andrés Marín Valverde**

Mexico City, Mexico  
April 25, 2019



# CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

(IN THOUSANDS OF MEXICAN PESOS)

|   | 2018<br>(THOUSANDS<br>OF U.S. DOLLARS*) | AT DECEMBER 31,<br>2018 | 2017<br>ADJUSTED      | AT JANUARY, 1<br>2017<br>ADJUSTED |
|---|---|-------------------------|-----------------------|-----------------------------------|
| <b>ASSETS</b>   |   |                         |                       |                                   |
| Current assets:   |   |                         |                       |                                   |
| Cash and cash equivalents (Note 6)                          | US\$ 297,870                            | Ps. 5,862,942           | Ps. 6,950,879         | Ps. 7,071,251                     |
| Accounts receivable:  |   |                         |                       |                                   |
| Related parties (Note 7)                                    | 420                                     | 8,266                   | –                     | –                                 |
| Other accounts receivable (Note 8)                          | 25,834                                  | 508,479                 | 478,467               | 427,403                           |
| Recoverable value added tax and others                      | 31,100                                  | 612,146                 | 400,464               | 342,348                           |
| Recoverable income tax                                      | 17,162                                  | 337,799                 | 570,361               | 192,967                           |
| Inventories (Note 9)  | 15,103                                  | 297,271                 | 294,850               | 243,884                           |
| Prepaid expenses and other current assets (Note 10)         | 36,059                                  | 709,750                 | 767,713               | 1,562,526                         |
| Financial instruments (Notes 3 and 5)                       | 3,172                                   | 62,440                  | 497,403               | 543,528                           |
| Guarantee deposits (Note 11)                                | 40,169                                  | 790,635                 | 1,352,893             | 1,167,209                         |
| <b>Total current assets</b>                                 | <b>466,889</b>                          | <b>9,189,728</b>        | <b>11,313,030</b>     | <b>11,551,116</b>                 |
| Non-current assets:   |   |                         |                       |                                   |
| Rotable spare parts, furniture and equipment, net (Note 12) | 293,772                                 | 5,782,282               | 4,375,697             | 2,525,008                         |
| Intangible assets, net (Note 13)                            | 9,100                                   | 179,124                 | 190,420               | 114,041                           |
| Financial instruments (Notes 3 and 5)                       | –                                       | –                       | –                     | 324,281                           |
| Deferred income taxes (Note 19)                             | 30,143                                  | 593,302                 | 562,445               | 559,083                           |
| Guarantee deposits (Note 11)                                | 321,980                                 | 6,337,496               | 6,098,252             | 6,559,878                         |
| Other assets  | 7,863                                   | 154,757                 | 126,423               | 148,364                           |
| Other long-term assets                                      | 3,757                                   | 73,962                  | –                     | –                                 |
| <b>Total non-current assets</b>                             | <b>666,615</b>                          | <b>13,120,923</b>       | <b>11,353,237</b>     | <b>10,230,655</b>                 |
| <b>Total assets</b>   | <b>US\$ 1,133,504</b>                   | <b>Ps. 22,310,651</b>   | <b>Ps. 22,666,267</b> | <b>Ps. 21,781,771</b>             |

|  | 2018<br>(THOUSANDS<br>OF U.S. DOLLARS*) | AT DECEMBER 31,<br>2018 | 2017<br>ADJUSTED      | AT JANUARY, 1<br>2017<br>ADJUSTED |
|--|---|-------------------------|-----------------------|-----------------------------------|
| <b>LIABILITIES AND EQUITY</b>              |   |                         |                       |                                   |
| Short-term liabilities:                    |   |                         |                       |                                   |
| Unearned transportation revenue            | US\$ 123,890                            | Ps. 2,438,516           | Ps. 2,293,309         | Ps. 2,228,051                     |
| Suppliers                                  | 55,149                                  | 1,085,499               | 1,077,438             | 861,805                           |
| Related parties (Note 7)                   | 903                                     | 17,775                  | 40,931                | 65,022                            |
| Accrued liabilities (Note 15a)             | 117,787                                 | 2,318,392               | 2,050,973             | 1,785,439                         |
| Other taxes and fees payable (Note 1q)     | 98,160                                  | 1,932,082               | 1,245,247             | 1,476,242                         |
| Income taxes payable                       | 207                                     | 4,065                   | 111,292               | 196,242                           |
| Financial instruments (Notes 3 and 5)      | 6,246                                   | 122,948                 | –                     | 14,144                            |
| Financial debt (Note 5)                    | 61,590                                  | 1,212,259               | 2,403,562             | 1,051,237                         |
| Other liabilities (Note 15c)               | 5,981                                   | 117,724                 | 280,744               | 284,200                           |
| <b>Total short-term liabilities</b>        | <b>469,913</b>                          | <b>9,249,260</b>        | <b>9,503,496</b>      | <b>7,962,382</b>                  |
| Long-term liabilities:                     |   |                         |                       |                                   |
| Financial debt (Note 5)                    | 117,409                                 | 2,310,939               | 1,079,152             | 943,046                           |
| Accrued liabilities (Note 15b)             | 6,972                                   | 137,233                 | 199,848               | 169,808                           |
| Other liabilities (Note 15c)               | 16,661                                  | 327,934                 | 216,702               | 136,555                           |
| Employee benefits (Note 16)                | 922                                     | 18,153                  | 19,289                | 13,438                            |
| Deferred income taxes (Note 19)            | 55,655                                  | 1,095,452               | 1,616,282             | 1,836,950                         |
| <b>Total long-term liabilities</b>         | <b>197,619</b>                          | <b>3,889,711</b>        | <b>3,131,273</b>      | <b>3,099,797</b>                  |
| <b>Total liabilities</b>                   | <b>667,532</b>                          | <b>13,138,971</b>       | <b>12,634,769</b>     | <b>11,062,179</b>                 |
| Equity (Note 18):                          |   |                         |                       |                                   |
| Capital stock                              | 151,073                                 | 2,973,559               | 2,973,559             | 2,973,559                         |
| Treasury shares                            | (6,232)                                 | (122,661)               | (85,034)              | (83,365)                          |
| Contributions for future capital increases | –                                       | 1                       | 1                     | 1                                 |
| Legal reserve                              | 14,794                                  | 291,178                 | 291,178               | 38,250                            |
| Additional paid-in capital                 | 93,333                                  | 1,837,073               | 1,804,528             | 1,800,613                         |
| Retained earnings                          | 216,730                                 | 4,265,876               | 4,948,376             | 5,853,092                         |
| Accumulated other comprehensive income     | (3,726)                                 | (73,346)                | 98,890                | 137,442                           |
| <b>Total equity</b>                        | <b>465,972</b>                          | <b>9,171,680</b>        | <b>10,031,498</b>     | <b>10,719,592</b>                 |
| <b>Total liabilities and equity</b>        | <b>US\$ 1,133,504</b>                   | <b>Ps. 22,310,651</b>   | <b>Ps. 22,666,267</b> | <b>Ps. 21,781,771</b>             |

\* Convenience translation to U.S. dollars (Ps. 19.6829) – Note 1y.

The accompanying notes are an integral part of these consolidated financial statements.



# CONSOLIDATED STATEMENTS OF OPERATIONS

(IN THOUSANDS OF MEXICAN PESOS, EXCEPT FOR EARNINGS PER SHARE EXPRESSED IN MEXICAN PESOS)

|   | 2018<br>(THOUSANDS OF<br>U.S. DOLLARS*,<br>EXCEPT FOR EARNINGS PER SHARE) |                      | FOR THE YEARS ENDED<br>DECEMBER 31,<br>2017<br>ADJUSTED |                      | 2016<br>ADJUSTED |     |
|---|---|----------------------|---|----------------------|------------------|-----|
|   | US\$  | Ps.                  | US\$  | Ps.                  | US\$             | Ps. |
| Operating revenues (Notes 1d and 24):           |   |                      |   |                      |                  |     |
| Passenger revenues:                             |   |                      |   |                      |                  |     |
| Fare revenues                                   | 939,285   | 18,487,858           | 17,791,317  | 17,790,130           |                  |     |
| Other passenger revenues                        | 400,982   | 7,892,497            | 6,098,504   | 4,919,452            |                  |     |
|   | 1,340,267   | 26,380,355           | 23,889,821  | 22,709,582           |                  |     |
| Non- passenger revenues                         |   |                      |   |                      |                  |     |
| Other non-passenger revenues (Note 1d)          | 35,430  | 697,357              | 727,392   | 590,355              |                  |     |
| Cargo   | 11,555  | 227,438              | 170,973   | 171,623              |                  |     |
|   | 1,387,252   | 27,305,150           | 24,788,186  | 23,471,560           |                  |     |
| Other operating income (Note 20)                | (31,600)  | (621,973)            | (96,765)  | (496,742)            |                  |     |
| Fuel  | 514,913   | 10,134,982           | 7,255,636   | 5,741,403            |                  |     |
| Aircraft and engine rent expenses (Note 14c)    | 320,833   | 6,314,930            | 6,072,502   | 5,590,058            |                  |     |
| Landing, take-off and navigation expenses       | 232,840   | 4,582,967            | 4,009,915   | 3,272,051            |                  |     |
| Salaries and benefits                           | 158,787   | 3,125,393            | 2,823,647   | 2,419,537            |                  |     |
| Sales, marketing and distribution expenses      | 76,269  | 1,501,203            | 1,691,524   | 1,413,348            |                  |     |
| Maintenance expenses                            | 77,104  | 1,517,626            | 1,433,147   | 1,344,110            |                  |     |
| Other operating expenses (Note 20)              | 57,406  | 1,129,911            | 1,088,440   | 952,452              |                  |     |
| Depreciation and amortization (Notes 12 and 13) | 25,435  | 500,641              | 548,687   | 536,543              |                  |     |
| Operating (loss) income                         | (44,735)  | (880,530)            | (38,547)  | 2,698,800            |                  |     |
| <b>Finance income (Note 21)</b>                 | 7,753   | 152,603              | 105,795   | 102,591              |                  |     |
| Finance cost (Note 21)                          | (6,114)   | (120,334)            | (86,357)  | (35,116)             |                  |     |
| Foreign exchange (loss) gain, net               | (3,682)   | (72,475)             | (793,854)   | 2,169,505            |                  |     |
| (Loss) income before income tax                 | (46,778)  | (920,736)            | (812,963)   | 4,935,780            |                  |     |
| Income tax benefit (expense) (Note 19)          | 12,104  | 238,236              | 161,175   | (1,457,182)          |                  |     |
| <b>Net (loss) income</b>                        | <b>US\$ (34,674)</b>  | <b>Ps. (682,500)</b> | <b>Ps. (651,788)</b>                                    | <b>Ps. 3,478,598</b> |                  |     |
| (Loss) Earnings per share basic:                | US\$ (0.034)  | Ps. (0.674)          | Ps. (0.644)   | Ps. 3.438            |                  |     |
| (Loss) Earnings per share diluted:              | US\$ (0.034)  | Ps. (0.674)          | Ps. (0.644)   | Ps. 3.438            |                  |     |

\*Convenience translation to U.S. dollars (Ps. 19.6829) – Note 1y.

The accompanying notes are an integral part of these consolidated financial statements.



# CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

(IN THOUSANDS OF MEXICAN PESO)

|  | 2018<br>(THOUSANDS OF<br>U.S. DOLLARS)* |          | 2018 |           | FOR THE YEARS ENDED<br>DECEMBER 31,<br>2017<br>ADJUSTED |           | 2016<br>ADJUSTED |           |
|--|---|----------|------|-----------|---|-----------|------------------|-----------|
|  | US\$                                    |          | Ps.  |           | Ps.   |           | Ps.              |           |
| Net (loss) income for the year   | US\$                                    | (34,674) | Ps.  | (682,500) | Ps.   | (651,788) | Ps.              | 3,478,598 |
| Other comprehensive (loss) income:   |   |          |      |           |   |           |                  |           |
| Other comprehensive (loss) income to be<br>reclassified to profit or loss in subsequent periods:     |   |          |      |           |   |           |                  |           |
| Net (loss) gain on cash flow hedges (Note 22)  |   | (14,413) |      | (283,691) |   | (42,148)  |                  | 624,694   |
| Income tax effect (Note 19)  |   | 4,324    |      | 85,107    |   | 12,017    |                  | (187,408) |
| Exchange differences on translation<br>of foreign operations   |   | 1,126    |      | 22,156    |   | (7,178)   |                  | (4,756)   |
| Other comprehensive (loss) income not to be<br>reclassified to profit or loss in subsequent periods: |   |          |      |           |   |           |                  |           |
| Remeasurement gain (loss) of employee<br>benefits (Note 16)  |   | 304      |      | 5,989     |   | (1,776)   |                  | (442)     |
| Income tax effect (Note 19)  |   | (91)     |      | (1,797)   |   | 533       |                  | 132       |
| Other comprehensive (loss) income for the year,<br>net of tax  | US\$                                    | (8,750)  | Ps.  | (172,236) | Ps.   | (38,552)  | Ps.              | 432,220   |
| Total comprehensive (loss) income for the year,<br>net of tax  | US\$                                    | (43,424) | Ps.  | (854,736) | Ps.   | (690,340) | Ps.              | 3,910,818 |

\*Convenience translation to U.S. dollars (Ps. 19.6829) – Note 1y.

The accompanying notes are an integral part of these consolidated financial statements.



# CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

(IN THOUSANDS OF MEXICAN PESOS)

|  | CAPITAL STOCK |           | TREASURY SHARES |                 | CONTRIBUTIONS FOR FUTURE CAPITAL INCREASES |   | LEGAL RESERVE |         | ADDITIONAL PAID-IN CAPITAL |                | RETAINED EARNINGS (ACCUMULATED LOSSES) |                  | REMEASUREMENT OF EMPLOYEE BENEFITS |              | CASH FLOW HEDGES |                  | EXCHANGE DIFFERENCES ON TRANSLATION OF FOREIGN OPERATIONS |               | TOTAL EQUITY |                  |
|--|---------------|-----------|-----------------|-----------------|--|---|---------------|---------|----------------------------|----------------|--|------------------|------------------------------------|--------------|------------------|------------------|---|---------------|--------------|------------------|
| Balance as of December 31, 2015                | Ps.           | 2,973,559 | Ps.             | (91,328)        | Ps.  | 1 | Ps.           | 38,250  | Ps.                        | 1,791,040      | Ps.                                    | 2,374,494        | Ps.                                | (2,304)      | Ps.              | (292,474)        | Ps.   | –             | Ps.          | 6,791,238        |
| Treasury shares                                |               | –         |                 | (17,025)        |  | – |               | –       |                            | 17,025         |  | –                |                                    | –            |                  | –                |   | –             |              | –                |
| Exercise of stock options (Note 17)            |               | –         |                 | 17,536          |  | – |               | –       |                            | –              |  | –                |                                    | –            |                  | –                |   | –             |              | 17,536           |
| Forfeited shares from incentive plan           |               | –         |                 | 963             |  | – |               | –       |                            | (963)          |  | –                |                                    | –            |                  | –                |   | –             |              | –                |
| Long-term incentive plan cost (Note 17)        |               | –         |                 | 6,489           |  | – |               | –       |                            | (6,489)        |  | –                |                                    | –            |                  | –                |   | –             |              | –                |
| Net income for the period                      |               | –         |                 | –               |  | – |               | –       |                            | –              |  | 3,519,489        |                                    | –            |                  | –                |   | –             |              | 3,519,489        |
| IFRS 15 adoption (Note 1x)                     |               | –         |                 | –               |  | – |               | –       |                            | –              |  | (40,891)         |                                    | –            |                  | –                |   | –             |              | (40,891)         |
| Other comprehensive (loss) income items        |               | –         |                 | –               |  | – |               | –       |                            | –              |  | –                |                                    | (310)        |                  | 437,286          |   | (4,756)       |              | 432,220          |
| Total comprehensive income (loss)              |               | –         |                 | –               |  | – |               | –       |                            | –              |  | 3,478,598        |                                    | (310)        |                  | 437,286          |   | (4,756)       |              | 3,910,818        |
| Balance as of December 31, 2016                |               | 2,973,559 |                 | (83,365)        |  | 1 |               | 38,250  |                            | 1,800,613      |  | 5,853,092        |                                    | (2,614)      |                  | 144,812          |   | (4,756)       |              | 10,719,592       |
| Legal reserve increase (Note 18)               |               | –         |                 | –               |  | – |               | 252,928 |                            | –              |  | (252,928)        |                                    | –            |                  | –                |   | –             |              | –                |
| Treasury shares                                |               | –         |                 | (10,108)        |  | – |               | –       |                            | 10,108         |  | –                |                                    | –            |                  | –                |   | –             |              | –                |
| Exercise of stock options (Note 17)            |               | –         |                 | 638             |  | – |               | –       |                            | –              |  | –                |                                    | –            |                  | –                |   | –             |              | 638              |
| Long-term incentive plan cost (Note 17)        |               | –         |                 | 7,801           |  | – |               | –       |                            | (6,193)        |  | –                |                                    | –            |                  | –                |   | –             |              | 1,608            |
| Net loss for the period                        |               | –         |                 | –               |  | – |               | –       |                            | –              |  | (594,599)        |                                    | –            |                  | –                |   | –             |              | (594,599)        |
| IFRS 15 adoption (Note 1x)                     |               | –         |                 | –               |  | – |               | –       |                            | –              |  | (57,189)         |                                    | –            |                  | –                |   | –             |              | (57,189)         |
| Other comprehensive (loss) items               |               | –         |                 | –               |  | – |               | –       |                            | –              |  | –                |                                    | (1,243)      |                  | (30,131)         |   | (7,178)       |              | (38,552)         |
| Total comprehensive (loss)                     |               | –         |                 | –               |  | – |               | –       |                            | –              |  | (651,788)        |                                    | (1,243)      |                  | (30,131)         |   | (7,178)       |              | (690,340)        |
| Balance as of December 31, 2017                |               | 2,973,559 |                 | (85,034)        |  | 1 |               | 291,178 |                            | 1,804,528      |  | 4,948,376        |                                    | (3,857)      |                  | 114,681          |   | (11,934)      |              | 10,031,498       |
| <b>Treasury shares</b>                         |               | –         |                 | <b>(57,320)</b> |  | – |               | –       |                            | <b>41,590</b>  |  | –                |                                    | –            |                  | –                |   | –             |              | <b>(15,730)</b>  |
| <b>Exercise of stock options (Note 17)</b>     |               | –         |                 | <b>10,648</b>   |  | – |               | –       |                            | –              |  | –                |                                    | –            |                  | –                |   | –             |              | <b>10,648</b>    |
| <b>Long-term incentive plan cost (Note 17)</b> |               | –         |                 | <b>9,045</b>    |  | – |               | –       |                            | <b>(9,045)</b> |  | –                |                                    | –            |                  | –                |   | –             |              | –                |
| <b>Net loss for the period</b>                 |               | –         |                 | –               |  | – |               | –       |                            | –              |  | <b>(682,500)</b> |                                    | –            |                  | –                |   | –             |              | <b>(682,500)</b> |
| <b>Other comprehensive gain (loss) items</b>   |               | –         |                 | –               |  | – |               | –       |                            | –              |  | –                |                                    | <b>4,192</b> |                  | <b>(198,584)</b> |   | <b>22,156</b> |              | <b>(172,236)</b> |
| <b>Total comprehensive (loss)</b>              |               | –         |                 | –               |  | – |               | –       |                            | –              |  | <b>(682,500)</b> |                                    | <b>4,192</b> |                  | <b>(198,584)</b> |   | <b>22,156</b> |              | <b>(854,736)</b> |
| Balance as of December 31, 2018                | Ps.           | 2,973,559 | Ps.             | (122,661)       | Ps.  | 1 | Ps.           | 291,178 | Ps.                        | 1,837,073      | Ps.                                    | 4,265,876        | Ps.                                | 335          | Ps.              | (83,903)         | Ps.   | 10,222        | Ps.          | 9,171,680        |
|  | US\$          | 151,073   | US\$            | (6,232)         | US\$                                       | – | US\$          | 14,793  | US\$                       | 93,333         | US\$                                   | 216,730          | US\$                               | 17           | US\$             | (4,263)          | US\$  | 520           | US\$         | 465,971          |

\*Convenience translation to U.S. dollars (Ps. 19.6829) – Note 1y.

The accompanying notes are an integral part of these consolidated financial statements.

# CONSOLIDATED STATEMENTS OF CASH FLOWS

(IN THOUSANDS OF MEXICAN PESOS)

|   | (THOUSANDS OF U.S. DOLLARS*) |               | FOR THE YEARS ENDED DECEMBER 31, |                  |
|---|------------------------------|---------------|----------------------------------|------------------|
|   | 2018                         | 2018          | 2017<br>ADJUSTED                 | 2016<br>ADJUSTED |
| <b>OPERATING ACTIVITIES</b>   |                              |               |                                  |                  |
| (Loss) income before income tax   | US\$ (46,778)                | Ps. (920,736) | Ps. (812,963)                    | Ps. 4,935,780    |
| Non-cash adjustment to reconcile income before tax to net cash flows from operating activities:               |                              |               |                                  |                  |
| Depreciation and amortization (Notes 12 and 13)   | 25,435                       | 500,641       | 548,687                          | 536,543          |
| Provision for doubtful accounts (Note 8)  | 540                          | 10,621        | 4,720                            | 9,164            |
| Finance income (Note 21)  | (7,753)                      | (152,603)     | (105,795)                        | (102,591)        |
| Finance cost (Note 21)  | 6,114                        | 120,334       | 86,357                           | 35,116           |
| Net foreign exchange differences  | 7,142                        | 140,575       | 504,366                          | (1,054,333)      |
| Financial instruments (Notes 4 and 22)  | (23,117)                     | (455,009)     | 50,007                           | 353,943          |
| Net gain on disposal of rotatable spare parts, furniture and equipment and gain on sale of aircraft (Note 20) | (30,829)                     | (606,812)     | (64,978)                         | (483,565)        |
| Employee benefits (Note 16)   | 325                          | 6,401         | 4,657                            | 3,122            |
| Aircraft and engine lease extension benefit and other benefits from service agreements                        | (4,945)                      | (97,330)      | (100,580)                        | (82,178)         |
| Management incentive and long-term incentive plans (Note 17)  | 656                          | 12,919        | 8,783                            | 4,826            |
| Cash flows from operating activities before changes in working capital  | (73,210)                     | (1,440,999)   | 123,261                          | 4,155,827        |
| Changes in operating assets and liabilities:  |                              |               |                                  |                  |
| Related parties   | (1,596)                      | (31,422)      | (24,091)                         | 50,706           |
| Other accounts receivable   | 87                           | 1,711         | 139,774                          | (157,370)        |
| Recoverable and prepaid taxes   | 974                          | 19,168        | (438,966)                        | (361,377)        |
| Inventories   | (123)                        | (2,421)       | (50,966)                         | (80,811)         |
| Prepaid expenses  | (305)                        | (6,001)       | 726,020                          | (1,027,040)      |
| Other assets  | (571)                        | (11,228)      | 21,941                           | 19,540           |
| Guarantee deposits  | 11,788                       | 232,019       | 57,425                           | (1,957,350)      |
| Suppliers   | 712                          | 14,022        | 196,082                          | 136,178          |
| Accrued liabilities   | 18,961                       | 373,203       | 289,920                          | 231,656          |
| Other taxes and fees payable  | 28,359                       | 558,174       | 353,014                          | 523,524          |

|   | (THOUSANDS OF U.S. DOLLARS*) |               | FOR THE YEARS ENDED DECEMBER 31, |                  |
|---|------------------------------|---------------|----------------------------------|------------------|
|   | 2018                         | 2018          | 2017<br>ADJUSTED                 | 2016<br>ADJUSTED |
| Unearned transportation revenue   | 7,377                        | 145,207       | 65,258                           | 237,204          |
| Financial instruments   | 41,033                       | 807,644       | 126,053                          | (450,902)        |
| Other liabilities   | (1,976)                      | (38,875)      | 11,198                           | 528,365          |
|   | 31,510                       | 620,202       | 1,595,923                        | 1,848,150        |
| Interest received   | 7,753                        | 152,602       | 105,795                          | 102,591          |
| Income tax paid   | (10,517)                     | (207,004)     | (715,849)                        | (972,009)        |
| Net cash flows provided by operating activities                           | 28,746                       | 565,800       | 985,869                          | 978,732          |
| <b>INVESTING ACTIVITIES</b>   |                              |               |                                  |                  |
| Acquisitions of rotatable spare parts, furniture and equipment (Note 12)  | (139,368)                    | (2,743,155)   | (2,521,752)                      | (2,198,697)      |
| Acquisitions of intangible assets (Note 13)                               | (3,608)                      | (71,007)      | (130,908)                        | (60,792)         |
| Pre-delivery payments reimbursements (Note 12)                            | 33,957                       | 668,365       | 213,947                          | 1,733,093        |
| Proceeds from disposals of rotatable spare parts, furniture and equipment | 38,429                       | 756,402       | 178,273                          | 498,438          |
| Net cash flows used in investing activities                               | (70,590)                     | (1,389,395)   | (2,260,440)                      | (27,958)         |
| <b>FINANCING ACTIVITIES</b>   |                              |               |                                  |                  |
| Proceeds from exercised stock options (Note 17)                           | 541                          | 10,648        | 638                              | 20,186           |
| Treasury shares purchase  | (2,912)                      | (57,320)      | (10,108)                         | (17,025)         |
| Interest paid   | (8,899)                      | (175,170)     | (105,388)                        | (39,350)         |
| Other finance interest paid   | (1,451)                      | (28,567)      | –                                | (137,830)        |
| Payments of financial debt  | (60,641)                     | (1,193,589)   | (924,867)                        | (1,531,460)      |
| Proceeds from financial debt  | 61,416                       | 1,208,846     | 2,438,025                        | 1,716,244        |
| Net cash flows (used in) provided by financing activities                 | (11,946)                     | (235,152)     | 1,398,300                        | 10,765           |
| (Decrease) increase in cash and cash equivalents                          | (53,790)                     | (1,058,747)   | 123,729                          | 961,539          |
| Net foreign exchange differences on cash balance                          | (1,483)                      | (29,190)      | (244,101)                        | 952,399          |
| Cash and cash equivalents at beginning of year                            | 353,143                      | 6,950,879     | 7,071,251                        | 5,157,313        |
| Cash and cash equivalents at end of year                                  | US\$ 297,870                 | Ps. 5,862,942 | Ps. 6,950,879                    | Ps. 7,071,251    |

\*Convenience translation to U.S. dollars (Ps. 19.6829) – Note 1y.

The accompanying notes are an integral part of these consolidated financial statements.



# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

FOR THE YEARS ENDED DECEMBER 31, 2018, 2017 AND 2016

(IN THOUSANDS OF MEXICAN PESOS AND THOUSANDS OF U.S. DOLLARS, EXCEPT WHEN INDICATED OTHERWISE)

## 1. DESCRIPTION OF THE BUSINESS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Controladora Vuela Compañía de Aviación, S.A.B. de C.V. (“Controladora” or the “Company”) was incorporated in Mexico in accordance with Mexican Corporate laws on October 27, 2005.

Controladora is domiciled in Mexico City at Av. Antonio Dovali Jaime No. 70, 13th Floor, Tower B, Colonia Zedec Santa Fe, Mexico City.

The Company, through its subsidiary Concesionaria Vuela Compañía de Aviación, S.A.P.I. de C.V. (“Concesionaria”), has a concession to provide air transportation services for passengers, cargo and mail throughout Mexico and abroad.

Concesionaria’s concession was granted by the Mexican federal government through the Mexican Communications and Transportation Ministry (*Secretaría de Comunicaciones y Transportes*) on May 9, 2005 initially for a period of five years and was extended on February 17, 2010 for an additional period of ten years.

Concesionaria made its first commercial flight as a low-cost airline on March 13, 2006. The Company operates under the trade name of “Volaris”. On June 11, 2013, Controladora Vuela Compañía de Aviación, S.A.P.I. de C.V. changed its corporate name to Controladora Vuela Compañía de Aviación, S.A.B. de C.V.

On September 23, 2013, the Company completed its dual listing Initial Public Offering (“IPO”) on the New York Stock Exchange (“NYSE”) and on the Mexican Stock Exchange (*Bolsa Mexicana de Valores*, or “BMV”), and on September 18, 2013 its shares started trading under the ticker symbol “VLRS” and “VOLAR”, respectively.

On November 16, 2015, certain shareholders of the Company completed a secondary follow-on equity offering on the NYSE.

On November 10, 2016, the Company, through its subsidiary Vuela Aviación, S.A. (“Volaris Costa Rica”), obtained from the Costa Rican civil aviation authorities an air operator certificate to provide air transportation services for passengers, cargo and mail, in scheduled and non-scheduled flights for an initial period of five years. On December 1, 2016, Volaris Costa Rica started operations.

The accompanying consolidated financial statements and notes were authorized for issuance by the Company’s Chief Executive Officer, Enrique Beltranena, and Vice-president and Chief Financial Officer, Sonia Jerez Burdeus, on April 11, 2019. Those consolidated financial statements and notes were approved by the Company’s Board of Directors and by the Shareholders on April 24, 2019. The accompanying consolidated financial statements were approved for issuance in the Company’s annual report on Form 20-F by the Company’s Chief Executive Officer and Vice-president and Chief Financial Officer on April 25, and subsequent events were considered through that date (Note 25).

### A) RELEVANT EVENTS

#### Shares conversion

On February 16, 2018, one of the Company’s shareholders concluded the conversion of 45,968,598 Series B Shares for the equivalent number of Series A Shares. This conversion has no impact either on the total number of outstanding shares nor on the earnings-per-share calculation. (Note 18)

#### New code-share agreement

On January 16, 2018, the Company and Frontier Airlines (herein after Frontier) entered into a code-share operations agreement, which started operations in September.

Through this alliance, the Company’s customers gain access to additional cities in the U.S. beyond the current available destinations as the Company’s customers are able to buy a ticket throughout any of Frontier’s actual destinations; and Frontier customers gain first-time access to new destinations in Mexico through Volaris presence in Mexican airports. Tickets from Frontier can be purchased directly from the Volaris’ website.

#### Purchase of 80 A320 New Engine Option (“NEO”) aircraft

On December 28, 2017, the Company amended the agreement with Airbus, S.A.S. (“Airbus”) for the purchase of additional 80 A320NEO family aircraft to be delivered from 2022 to 2026, to support the Company’s targeted growth markets in Mexico, United States and Central America. The related commitments for the acquisitions of such aircraft are disclosed in Note 23.

**B) BASIS OF PREPARATION**

**Statement of compliance**

These consolidated financial statements comprise the financial statements of the Company and its subsidiaries at December 31, 2018, 2017 and 2016 and for each of the three years in the period ended December 31, 2018 and were prepared in accordance with International Financial Reporting Standards (“IFRS”) as issued by the *International Accounting Standards Board* (“IASB”).

Items included in the financial statements of each of the Company’s entities are measured using the currency of the primary economic environment in which the entity operates (“functional currency”). The presentation currency of the Company’s consolidated financial statements is the Mexican peso, which is used also for compliance with its legal and tax obligations. All values in the consolidated financial statements are rounded to the nearest thousand (Ps.000), except when otherwise indicated.

The Company has consistently applied its accounting policies to all periods presented in these consolidated financial statements, and provide comparative information in respect of the previous period.

The Company presents an additional statement of financial position at January 1, 2017, due to a retrospective application of accounting policies as a result of the adoption of IFRS 15 “Revenue from contracts with customers” See Note 1 x.

**Basis of measurement and presentation**

The accompanying consolidated financial statements have been prepared under the historical–cost convention, except for derivative financial instruments that are measured at fair value and investments in marketable securities measured at fair value through profit and loss (“FVTPL”). The preparation of the consolidated financial statements in accordance with IFRS requires management to make estimates and assumptions that affect the amounts reported in the accompanying consolidated financial statements and notes. Actual results could differ from those estimates.

**C) BASIS OF CONSOLIDATION**

The accompanying consolidated financial statements comprise the financial statements of the Company and its subsidiaries. At December 31, 2018, 2017 and 2016, for accounting purposes the companies included in the consolidated financial statements are as follows:

| NAME  | PRINCIPAL ACTIVITIES  | COUNTRY     | % EQUITY INTEREST |      |      |
|---|---|-------------|-------------------|------|------|
|   |   |             | 2018              | 2017 | 2016 |
| Concesionaria   | Air transportation services for passengers, cargo and mail throughout Mexico and abroad | Mexico      | 100%              | 100% | 100% |
| Volaris Costa Rica  | Air transportation services for passengers, cargo and mail in Costa Rica and abroad     | Costa Rica  | 100%              | 100% | 100% |
| Vuela, S.A. (“Vuela”)*  | Air transportation services for passengers, cargo and mail in Guatemala and abroad      | Guatemala   | 100%              | 100% | 100% |
| Vuela El Salvador, S.A. de C.V.*  | Air transportation services for passengers, cargo and mail in El Salvador and abroad    | El Salvador | 100%              | –    | –    |
| Comercializadora Volaris, S.A. de C.V.  | Merchandising of services   | Mexico      | 100%              | 100% | 100% |
| Servicios Earhart, S.A.*  | Recruitment and payroll   | Guatemala   | 100%              | 100% | 100% |
| Servicios Corporativos Volaris, S.A. de C.V. (“Servicios Corporativos”)       | Recruitment and payroll   | Mexico      | 100%              | 100% | 100% |
| Servicios Administrativos Volaris, S.A. de C.V. (“Servicios Administrativos”) | Recruitment and payroll   | Mexico      | 100%              | 100% | 100% |
| Comercializadora V Frecuenta, S.A. de C.V. (“Loyalty Program”)**              | Loyalty Program   | México      | 100%              | –    | –    |
| Viajes Vuela, S.A. de C.V. (“Viajes Vuela”) (1)                               | Travel agency   | Mexico      | 100%              | 100% | 100% |
| Deutsche Bank México, S.A., Trust 1710  | Pre-delivery payments financing (Note 5)  | Mexico      | 100%              | 100% | 100% |
| Deutsche Bank México, S.A., Trust 1711  | Pre-delivery payments financing (Note 5)  | Mexico      | 100%              | 100% | 100% |
| Irrevocable Administrative Trust number F/307750 “Administrative Trust”       | Share administration trust (Note 17)  | Mexico      | 100%              | 100% | 100% |
| Irrevocable Administrative Trust number F/745291                              | Share administration trust (Note 17)  | Mexico      | 100%              | 100% | 100% |
| Irrevocable Administrative Trust number CIB/3081 “Administrative Trust”       | Share administration trust (Note 17)  | Mexico      | 100%              | –    | –    |

\* The Companies have not started operations yet in Guatemala and El Salvador.

\*\* The Company has not started operations yet

(1) With effect from July 16, 2018, the name of the Company was changed from Operaciones Volaris, S.A. de C.V. to Viajes Vuela, S.A. de C.V.



The financial statements of the subsidiaries are prepared for the same reporting period as the parent Company, using consistent accounting policies.

Control is achieved when the Company is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Company controls an investee if, and only if, the Company has:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee).
- (ii) Exposure, or rights, to variable returns from its involvement with the investee.
- (iii) The ability to use its power over the investee to affect its returns.

When the Company has less than a majority of the voting or similar rights of an investee, the Company considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

- (i) The contractual arrangement with the other vote holders of the investee.
- (ii) Rights arising from other contractual arrangements.
- (iii) The Company's voting rights and potential voting rights.

The Company re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Company gains control until the date the Company ceases to control the subsidiary.

All intercompany balances, transactions, unrealized gains and losses resulting from intercompany transactions are eliminated in full.

On consolidation, the assets and liabilities of foreign operations are translated into Mexican pesos at the rate of exchange prevailing at the reporting date and their statements of profit or loss are translated at exchange rates prevailing at the dates of the transactions. The exchange differences arising on translation for consolidation are recognized in other comprehensive income ("OCI"). On disposal of a foreign operation, the component of OCI relating to that particular foreign operation is recognized in profit or loss.

## D) REVENUE RECOGNITION

As of January 1, 2018, the Company adopted IFRS 15 using the full retrospective method of adoption, in order to provide comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

The main impact of IFRS 15 is the timing of recognition of certain air travel-related services ("ancillaries"). Under the new standard, certain ancillaries are recognized when the Company satisfies its performance obligations which is typically when the air transportation service is rendered (at the time of the flight). This change arises primarily because those ancillaries do not constitute separate performance obligations or represent administrative tasks that do not represent a different promised service and therefore should be accounted for together with the air fare as a single performance obligation of providing passenger transportation. Also, certain complimentary services including re-accommodation in other airlines provided to customers are recorded as a reduction of revenues.

The classification of certain ancillary fees in the statement of operations, such as advanced seat selection, fees charged for excess baggage, itinerary changes and other air travel-related services, changed with adoption of IFRS 15, since they are part of the single performance obligation of providing passenger transportation See Note 1 x.

### Passenger revenues

Revenues from the air transportation of passengers are recognized at the earlier of when the service is provided or when the non-refundable ticket expires at the date of the scheduled travel.

Ticket sales for future flights are initially recognized as contract liabilities under the caption "unearned transportation revenue" and, once the transportation service is provided by the Company or when the non-refundable ticket expires at the date of the scheduled travel, the earned revenue is recognized as passenger ticket revenues and the unearned transportation revenue is reduced by the same amount. All the Company's tickets are non-refundable and are subject to change upon a payment of a fee. Additionally, the Company does not operate a frequent flier program.

The most significant passenger revenue includes revenues generated from: (i) fare revenue and (ii) other passenger revenues. Other passenger services include but are not limited to fees charged for excess baggage, bookings through the call center or third-party agencies, advanced seat selection, itinerary changes and charters. They are recognized as revenue when the obligation of passenger transportation service is provided by the Company or when the non-refundable ticket expires at the date of the scheduled travel.

The Company also classifies as other passenger revenue "V Club" and other similar services, which are recognized as revenue over time when the service is provided, since customer simultaneously receives and consumes the benefits provided by the Company.

### Non-passenger revenues

The most significant non-passenger revenues include revenues generated from: (i) revenues from other non-passenger services described below and (ii) cargo services.

Revenues from other non-passenger services mainly include but are not limited to commissions charged to third parties for the sale of hotel reservations, trip insurance, rental cars and advertising spaces to third parties. They are recognized as revenue at the time the service is provided.

The Company concluded that the timing of satisfaction of revenue from advertising spaces is to be recognized over time because the customer simultaneously receives and consumes the benefits provided by the Company.

The Company also evaluated the principal versus agent considerations as it relates to certain non-air travel services arrangements with third party providers. No changes were identified under this analysis as the Company is agent for those services provided by third parties.

### Other considerations analyzed as part of revenue from contracts with customers

All revenues offered by the Company including sales of tickets for future flights, other passenger related services and non-passenger revenue must be paid through a full cash settlement. The payment of the transaction price is equal to the cash settlement from the client at the sales time (using different payment options like credit or debit cards, paying through a third party or directly at the counter in cash). There is little or no judgment to determine the point in time of the revenue recognition, and the amount of it. Even if mainly all of the sales of services are initially recognized as contract liabilities, there is no financing component in these transactions.

The cost to obtain a contract is represented by the commissions paid to the travel agencies and the bank commissions charged by the financial institutions for processing electronic transactions (Note 10). The Company does not incur any additional costs to obtain and fulfill a contract that is eligible for capitalization.

Trade receivables are mainly with financial institutions due to transactions with credit and debit cards, and therefore they are non-interest bearing and are mainly on terms of 24 to 48 hours.

The Company has the right of collection at the beginning of the contracts and there are no discounts, payment incentives, bonuses or other variable considerations subsequent to the purchase that could modify the amount of the transaction price.

The Company does not have any obligations for returns, refunds and other similar obligations. All revenues from the Company related to future services, or services are rendered through a period of time less than 12 months.

### Breakdown of revenues:

As of December 31, 2018, 2017 and 2016, the revenues from customers of contracts is described as follows:

| REVENUE RECOGNITION AS OF<br>DECEMBER 31, 2018 | AT THE FLIGHT TIME    |                      | AT THE SALE       |                   | TOTAL<br>REVENUES     |
|--|-----------------------|----------------------|-------------------|-------------------|-----------------------|
|  | DOMESTIC              | INTERNATIONAL        | DOMESTIC          | INTERNATIONAL     |                       |
| <b>Passenger Revenues</b>                      |                       |                      |                   |                   |                       |
| Fare Revenues                                  | Ps. 12,336,095        | Ps. 6,151,763        | Ps. -             | Ps. -             | Ps. 18,487,858        |
| Other Passenger Revenues                       | 5,182,572             | 2,598,375            | 68,264            | 43,286            | 7,892,497             |
|  | 17,518,667            | 8,750,138            | 68,264            | 43,286            | 26,380,355            |
| <b>Non-Passenger Revenues</b>                  |                       |                      |                   |                   |                       |
| Other Non-Passenger revenues                   | 685,219               | 12,138               | -                 | -                 | 697,357               |
| Cargo  | 221,324               | 6,114                | -                 | -                 | 227,438               |
| <b>Total</b>                                   | <b>Ps. 18,425,210</b> | <b>Ps. 8,768,390</b> | <b>Ps. 68,264</b> | <b>Ps. 43,286</b> | <b>Ps. 27,305,150</b> |

| REVENUE RECOGNITION AS OF<br>DECEMBER 31, 2017 (ADJUSTED) | AT THE FLIGHT TIME    |                      | AT THE SALE       |                  | TOTAL<br>REVENUES     |
|---|-----------------------|----------------------|-------------------|------------------|-----------------------|
|   | DOMESTIC              | INTERNATIONAL        | DOMESTIC          | INTERNATIONAL    |                       |
| <b>Passenger Revenues</b>                                 |                       |                      |                   |                  |                       |
| Fare Revenues   | Ps. 12,284,795        | Ps. 5,506,522        | Ps. -             | Ps. -            | Ps. 17,791,317        |
| Other Passenger Revenues                                  | 4,087,664             | 1,992,696            | 11,283            | 6,861            | 6,098,504             |
|   | 16,372,459            | 7,499,218            | 11,283            | 6,861            | 23,889,821            |
| <b>Non-Passenger Revenues</b>                             |                       |                      |                   |                  |                       |
| Other Non-Passenger revenues                              | 723,297               | 4,095                | -                 | -                | 727,392               |
| Cargo   | 165,907               | 5,066                | -                 | -                | 170,973               |
| <b>Total</b>  | <b>Ps. 17,261,663</b> | <b>Ps. 7,508,379</b> | <b>Ps. 11,283</b> | <b>Ps. 6,861</b> | <b>Ps. 24,788,186</b> |

| REVENUE RECOGNITION AS OF<br>DECEMBER 31, 2016 (ADJUSTED) | AT THE FLIGHT TIME    |                      | AT THE SALE  |               | TOTAL<br>REVENUES     |
|---|-----------------------|----------------------|--------------|---------------|-----------------------|
|   | DOMESTIC              | INTERNATIONAL        | DOMESTIC     | INTERNATIONAL |                       |
| <b>Passenger Revenues</b>                                 |                       |                      |              |               |                       |
| Fare Revenues   | Ps. 11,701,014        | Ps. 6,089,116        | Ps. -        | Ps. -         | Ps. 17,790,130        |
| Other Passenger Revenues                                  | 3,238,826             | 1,680,626            | -            | -             | 4,919,452             |
|   | 14,939,840            | 7,769,742            | -            | -             | 22,709,582            |
| <b>Non-Passenger Revenues</b>                             |                       |                      |              |               |                       |
| Other Non-Passenger revenues                              | 587,270               | 3,085                | -            | -             | 590,355               |
| Cargo   | 166,934               | 4,689                | -            | -             | 171,623               |
| <b>Total</b>  | <b>Ps. 15,694,044</b> | <b>Ps. 7,777,516</b> | <b>Ps. -</b> | <b>Ps. -</b>  | <b>Ps. 23,471,560</b> |



Transactions from unearned transportation revenues.

|                                       | 2018          | 2017<br>ADJUSTED | 2016<br>ADJUSTED |
|---------------------------------------|---------------|------------------|------------------|
| January 1,                            | Ps. 2,293,309 | Ps. 2,228,051    | Ps. 1,957,254    |
| Deferred                              | 26,254,391    | 23,714,649       | 22,778,110       |
| Recognized in revenue during the year | (26,109,184)  | (23,649,391)     | (22,507,313)     |
| December 31,                          | Ps. 2,438,516 | Ps. 2,293,309    | Ps. 2,228,051    |

The performance obligations related to contract liability are recognized over the following 12 months and are related to the scheduled flights and other passenger services purchased by the client in advance.

**E) CASH AND CASH EQUIVALENTS**

Cash and cash equivalents are represented by bank deposits and highly liquid investments with maturities of 90 days or less at the original purchase date. For the purposes of the consolidated statements of cash flows, cash and cash equivalents consist of cash and short-term investments as defined above.

**F) FINANCIAL INSTRUMENTS –INITIAL RECOGNITION AND SUBSEQUENT MEASUREMENT**

A financial instrument is any contract that gives rise to a financial asset for one entity and a financial liability or equity instrument for another entity.

**i) Financial assets**

**Initial recognition**

**Classification of financial assets and initial recognition**

The Company determines the classification and measurement of financial assets, in accordance with the categories in IFRS 9, which are based on both: the characteristics of the contractual cash flows of these assets and the business model objective for holding them.

Financial assets include those carried at FVTPL, whose objective to hold them is for trading purposes (short-term investments), or at amortized cost, for accounts receivables held to collect the contractual cash flows, which are characterized by solely payments of principal and interest (“SPPI”). Derivative financial instruments are also considered financial assets when these represent contractual rights to receive cash or another financial asset. All the Company’s financial assets are initially recognized at fair value, including derivative financial instruments.

**Subsequent measurement**

The subsequent measurement of financial assets depends on their initial classification, as is described below:

1. Financial assets at FVTPL which include financial assets held for trading.
2. Financial assets at amortized cost, whose characteristics meet the SPPI criterion and were originated to be held to collect principal and interest in accordance with the Company’s business model.
3. Derivative financial instruments are designated for hedging purposes under the cash flow hedge (“CFH”) accounting model and are measured at fair value.

**Derecognition**

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when:

- a) The rights to receive cash flows from the asset have expired;
- b) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a ‘pass-through’ arrangement; and either (i) the Company has transferred substantially all the risks and rewards of the asset, or (ii) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset; or

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all the risks and rewards of the asset, nor transferred control of the asset, the asset is recognized to the extent of the Company’s continuing involvement in the asset.

In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

**ii) Impairment of financial assets**

The Company assesses, at each reporting date, whether there is objective evidence that a financial asset or a group of financial assets is impaired in the Cash Generating Units (CGU). An impairment exists if one or more events has occurred since the initial recognition of an asset (an incurred ‘loss event’), that has an impact on the estimated future cash flows of the financial asset or the group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtors or a group of debtors is experiencing significant financial difficulty, default or delinquency in receivable, the probability that they will enter bankruptcy or other financial

reorganization and observable data indicating that there is a measurable decrease in the estimated cash flows, such as changes in arrears or economic conditions that correlate with defaults.

Further disclosures related to impairment of financial assets are also provided in Note 2vi) and Note 8.

For trade receivables, the Company records allowance for credit losses in accordance with the objective evidence of the incurred losses.

Based on this evaluation, allowances are taken into account for the expected losses of these receivables. For the years ended December 31, 2018, 2017 and 2016, the Company recorded expected credit losses on accounts receivable of Ps.10,621, Ps.4,720 and Ps.9,164, respectively (Note 8).

### iii) Financial liabilities

#### Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at FVTPL, loans and borrowings, accounts payables to suppliers, unearned transportation revenue, other accounts payable and financial instruments.

All financial liabilities are recognized initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

#### Subsequent measurement

The measurement of financial liabilities depends on their classification as described below:

#### Financial liabilities at amortized cost

Accounts payable, are subsequently measured at amortized cost and do not bear interest or result in gains and losses due to their short-term nature.

Loans and borrowings are the category most relevant to the Company. After initial recognition at fair value (consideration received), interest bearing loans and borrowings are subsequently measured at amortized cost using the EIR method. Gains and losses are recognized in profit or loss when the liabilities are derecognized as well as through the EIR amortization process.

Amortized cost is calculated by taking into account any discount or premium on issuance and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the consolidated statements of operations. This amortized cost category generally applies to interest-bearing loans and borrowings (Note 5).

#### Financial liabilities at FVTPL

Financial liabilities at FVTPL include financial liabilities under the fair value option, which are classified as held for trading, if they are acquired for the purpose of selling them in the near future. This category includes derivative financial instruments that are not designated as hedging instruments in hedge relationships as defined by IFRS 9. During the years ended December 31, 2018, 2017 and 2016 the Company has did not designated any financial liability as at FVTPL.

#### Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability.

The difference in the respective carrying amounts is recognized in the consolidated statements of operations.

#### Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the consolidated statement of financial position if there is:

- (i) A currently enforceable legal right to offset the recognized amounts, and
- (ii) An intention to settle on a net basis, to realize the assets and settle the liabilities simultaneously.

### G) OTHER ACCOUNTS RECEIVABLE

Other accounts receivables are due primarily from major credit card processors associated with the sales of tickets and are stated at cost less allowances made for credit losses, which approximates fair value given their short-term nature.

### H) INVENTORIES

Inventories consist primarily of flight equipment expendable parts, materials and supplies, and are initially recorded at acquisition cost. Inventories are carried at the lower of cost and their net realization value. The cost is determined on the basis of the method of specific identification and expensed when used in operations.



**I) INTANGIBLE ASSETS**

Cost related to the purchase or development of computer software that is separable from an item of related hardware is capitalized separately and amortized over the period in which it will generate benefits not exceeding five years on a straight-line basis. The Company annually reviews the estimated useful lives and salvage values of intangible assets and any changes are accounted for prospectively.

The Company records impairment charges on intangible assets used in operations when events and circumstances indicate that the assets or related cash generating unit may be impaired and the carrying amount of a long-lived asset or cash generating unit exceeds its recoverable amount, which is the higher of (i) its fair value less cost to sell, and (ii) its value in use.

The value in use calculation is based on a discounted cash flow model, using our projections of operating results for the near future. The recoverable amount of long-lived assets is sensitive to the uncertainties inherent in the preparation of projections and the discount rate used in the calculation.

**J) GUARANTEE DEPOSITS**

Guarantee deposits consist primarily of aircraft maintenance deposits paid to lessors, deposits for rent of flight equipment and other guarantee deposits. Aircraft and engine deposits are held by lessors in U.S. dollars and are presented as current assets and non-current assets, based on the recovery dates of each deposit established in the related agreements (Note 11).

**Aircraft maintenance deposits paid to lessors**

Most of the Company's lease agreements require the Company to pay maintenance deposits to aircraft lessors to be held as collateral in advance of the Company's performance of major maintenance activities. These lease agreements provide that maintenance deposits are reimbursable to the Company upon completion of the maintenance event in an amount equal to the lesser of (i) the amount of the maintenance deposits held by the lessor associated with the specific maintenance event, or (ii) the qualifying costs related to the specific maintenance event.

Substantially all these maintenance deposits are calculated based on a utilization measure of the leased aircrafts and engines, such as flight hours or cycles, and are used solely to collateralize the lessor for maintenance time run off the aircraft and engines until the completion of the maintenance of the aircraft and engines.

Maintenance deposits expected to be recovered from lessors are reflected as guarantee deposits in the accompanying consolidated statement of financial position. These deposits are recorded as a monetary asset and are revaluated in order to record the foreign currency changes at each reported period. The portion of prepaid maintenance deposits that is deemed unlikely to be recovered, primarily relating to the rate differential between the maintenance deposits and the expected cost for the next related maintenance event that the deposits serve to collateralize, is recognized as supplemental rent in the

consolidated statements of operations. Thus, any excess of the required deposit over the expected cost of the major maintenance event is recognized as supplemental rent in the consolidated statements of operations starting from the period the determination is made. For the years ended December 31, 2018, 2017 and 2016, the Company expensed as supplemental rent Ps.87,019, Ps.103,648 and Ps.143,923, respectively.

Any usage-based maintenance deposits to be paid to the lessor, related with a major maintenance event that (i) is not expected to be performed before the expiration of the lease agreement, (ii) is nonrefundable to the Company and (iii) is not substantively related to the maintenance of the leased asset, is accounted for as supplemental rent in the consolidated statements of operations. The Company records lease payment as supplemental rent when it becomes probable and reasonably estimable that the maintenance deposits payments will not be refunded.

During the year ended December 31, 2018, 2017 and 2016, the Company added ten, five and 17 new net aircraft to its fleet, respectively. Some lease agreements of these aircraft do not require the obligation to pay maintenance deposits to lessors in advance in order to ensure major maintenance activities, so the Company does not record guarantee deposits regarding these aircraft. However, some lease agreements provide the obligation to make a maintenance adjustment payment to the lessors at the end of the contract period.

The maintenance adjustment covers maintenance events that are not expected to be made before the termination of the contract; for such agreements the Company accrues a liability related to the amount of the costs to be incurred at the lease term, since no maintenance deposits had been made, Note 15c). The Company recognizes supplemental rent as incurred in the consolidated statement of operations.

For the years ended December 31, 2018, 2017 and 2016, the Company expensed as supplemental rent for these maintenance tasks Ps.212,582, Ps.162,108 and Ps.201,434, respectively.

The Company makes certain assumptions at the inception of the lease and at each consolidated statement of financial position date to determine the recoverability of maintenance deposits. These assumptions are based on various factors such as the estimated time between the maintenance events, the date the aircraft is due to be returned to the lessor, and the number of flight hours the aircraft and engines is estimated to be utilized before it is returned to the lessor.

In the event that lease extensions are negotiated, any extension benefit is recognized as a deferred lease incentive. The aggregate benefit of extension is recognized as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

During the years ended December 31, 2018, 2017 and 2016, the Company extended the lease term of two, three and two aircraft agreements, respectively. Additionally, the Company extended the lease term of two spare engines in 2018 and two spare engines during 2017. These extensions made available to the Company maintenance deposits that were recognized

in prior periods in the consolidated statements of operations as supplemental rent of Ps.0, Ps.65,716 and Ps.92,528 during 2018, 2017 and 2016, respectively. The maintenance event for which the maintenance deposits were previously expensed was scheduled to occur after the original lease term and as such the supplemental rental payments were expensed. However, when the leases were amended the maintenance deposits amounts became probable of recovery due to the longer lease term and as such they are being recognized as an asset.

The effect of these lease extensions were recognized as a guarantee deposit and a lease incentive in the consolidated statements of financial position at the time of lease extension.

Because the lease extension benefits are considered lease incentives, the benefits are deferred in the statement of financial position and are being recognized on a straight-line basis over the remaining revised lease terms. For the years ended December 31, 2018, 2017 and 2016, the Company amortized Ps.84,637, Ps.88,224 and Ps.74,748, respectively, of lease incentives which was recognized as a reduction of rent expenses in the consolidated statements of operations.

#### K) AIRCRAFT AND ENGINE MAINTENANCE

The Company is required to conduct various levels of aircraft maintenance. Maintenance requirements depend on the type of aircraft, age and the route network over which it operates.

Fleet maintenance requirements may involve short cycle engineering checks, for example, component checks, monthly checks, annual airframe checks and periodic major maintenance and engine checks.

Aircraft maintenance and repair consists of routine and non-routine works, divided into three general categories: (i) routine maintenance, (ii) major maintenance and (iii) component service.

(i) Routine maintenance requirements consist of scheduled maintenance checks on the Company's aircraft, including pre-flight, daily, weekly and overnight checks, any diagnostics and routine repairs and any unscheduled tasks performed as required. These type of maintenance events are currently serviced by Company mechanics and are primarily completed at the main airports that the Company currently serves.

All other maintenance activities are sub-contracted to qualified maintenance business partner, repair and overhaul organizations. Routine maintenance also includes scheduled tasks that can take from seven to 14 days to accomplish and typically are required approximately every 22 months.

All routine maintenance costs are expensed as incurred.

(ii) Major maintenance consists of a series of more complex tasks that can take up to six weeks to accomplish and typically are required approximately every five to six years.

Major maintenance is accounted for under the deferral method, whereby the cost of major maintenance and major overhaul and repair is capitalized (leasehold improvements to flight equipment) and amortized over the shorter of the period to the next major maintenance event or the remaining contractual lease term. The next major maintenance event is estimated based on assumptions including estimated usage. The United States Federal Aviation Administration ("FAA") and the Mexican Civil Aeronautic Authority (*Dirección General de Aeronáutica Civil*, or "DGAC") mandate maintenance intervals and average removal times as suggested by the manufacturer.

These assumptions may change based on changes in the utilization of aircraft, changes in government regulations and suggested manufacturer maintenance intervals. In addition, these assumptions can be affected by unplanned incidents that could damage an airframe, engine, or major component to a level that would require a heavy maintenance event prior to a scheduled maintenance event. To the extent the planned usage increases, the estimated life would decrease before the next maintenance event, resulting in additional expense over a shorter period.

During the years ended December 31, 2018, 2017 and 2016, the Company capitalized major maintenance events as part of leasehold improvements to flight equipment for an amount of Ps.676,457, Ps.529,331 and Ps.226,526, respectively (Note 12).

For the years ended December 31, 2018, 2017 and 2016, the amortization of major maintenance leasehold improvement costs was Ps.313,464, Ps.382,745 and Ps.404,659 respectively (Note 12). The amortization of deferred maintenance costs is recorded as part of depreciation and amortization in the consolidated statements of operations.

(iii) The Company has a power-by-the hour agreement for component services, which guarantees the availability of aircraft parts for the Company's fleet when they are required. It also provides aircraft parts that are included in the redelivery conditions of the contract (hard time) without constituting an additional cost at the time of redelivery. The monthly maintenance cost associated with this agreement is recognized as incurred in the consolidated statements of operations.

The Company has an engine flight hour agreement (component repair agreement), that guarantees a cost per overhaul, provides miscellaneous engines coverage, caps the cost of foreign objects damage events, ensures there is protection from annual escalations, and grants an annual credit for scrapped components. The cost associated with the miscellaneous engines coverage is recorded monthly as incurred in the consolidated statements of operations.



**L) ROTABLE SPARE PARTS, FURNITURE AND EQUIPMENT, NET**

Rotable spare parts, furniture and equipment, are recorded at cost and are depreciated to estimated residual values over their estimated useful lives using the straight-line method.

Aircraft spare engines have significant components with different useful lives; therefore, they are accounted for as separate items (major components) of spare engine parts (Note 12d).

Pre-delivery payments refer to prepayments made to aircraft and engine manufacturers during the manufacturing stage of the aircraft.

The borrowing costs related to the acquisition or construction of a qualifying asset are capitalized as part of the cost of that asset.

During the years ended December 31, 2018, 2017 and 2016, the Company capitalized borrowing costs which amounted to Ps.357,920 Ps.193,389 and Ps.95,445, respectively (Note 21). The rate used to determine the amount of borrowing cost was 4.41%, 3.30% and 2.88%, for the years ended December 31, 2018, 2017 and 2016, respectively.

Depreciation rates are as follows:

|  | ANNUAL DEPRECIATION RATE   |
|--|--|
| Aircraft parts and rotable spare parts     | 8.3–16.7%  |
| Aircraft spare engines                     | 4.0–8.3%   |
| Standardization                            | Remaining contractual lease term   |
| Computer equipment                         | 25%  |
| Communications equipment                   | 10%  |
| Office furniture and equipment             | 10%  |
| Electric power equipment                   | 10%  |
| Workshop machinery and equipment           | 10%  |
| Service carts on board                     | 20%  |
| Leasehold improvements to flight equipment | The shorter of: (i) remaining contractual lease term, or (ii) the next major maintenance event |

The Company reviews annually the useful lives and salvage values of these assets and any changes are accounted for prospectively.

The Company assesses, at each reporting date, whether there is an objective evidence that rotable spare parts, furniture and equipment is impaired in the Cash Generating Unit (CGU). The Company identified only one CGU, which is the fleet. The

Company records impairment charges on rotable spare parts, furniture and equipment used in operations when events and circumstances indicate that the assets may be impaired or when the carrying amount of a long-lived asset or related cash generating unit exceeds its recoverable amount, which is the higher of (i) its fair value less cost to sell and (ii) its value in use.

The value in use calculation is based on a discounted cash flow model, using projections of operating results for the near future. The recoverable amount of long-lived assets is sensitive to the uncertainties inherent in the preparation of projections and the discount rate used in the calculation.

During 2018, the Company performed its annual impairment test. The recoverable amount of rotable spare parts, furniture and equipment assets was determined based on a value in use calculation using cash flow projections from financial budgets approved by senior management, covering a five-year period. The projected cash flows have been updated to reflect the future operating cashflows. It was concluded that the fair value less costs of disposal did not exceed the value in use. Consequently, for the years ended December 31, 2018, 2017 and 2016, there were no impairment charges recorded in respect of the Company's value of rotable spare parts, furniture and equipment.

**M) FOREIGN CURRENCY TRANSACTIONS AND EXCHANGE DIFFERENCES**

The Company's consolidated financial statements are presented in Mexican peso, which is the reporting and functional currency of the parent company. For each subsidiary, the Company determines the functional currency and items included in the financial statements of each entity are measured using the currency of the primary economic environment in which the entity operates ("the functional currency").

The financial statements of foreign subsidiaries prepared under IFRS and denominated in their respective local currencies, are translated into the functional currency as follows:

- Transactions in foreign currencies are translated into the respective functional currencies at the exchange rates at the dates of the transactions.
- All monetary assets and liabilities were translated at the exchange rate at the consolidated statement of financial position date.
- All non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.
- Equity accounts are translated at the prevailing exchange rate at the time the capital contributions were made and the profits were generated.
- Revenues, costs and expenses are translated at the average exchange rate during the applicable period.

Any differences resulting from the currency translation are recognized in the consolidated statements of operations.

For the year ended December 31, 2018, 2017 and 2016, the exchange rates of local currencies translated to functional currencies are as follows:

EXCHANGE RATES OF LOCAL CURRENCIES TRANSLATED TO FUNCTIONAL CURRENCIES

| COUNTRY    | LOCAL CURRENCY | FUNCTIONAL CURRENCY | AVERAGE EXCHANGE RATE FOR 2018 | EXCHANGE RATE AS OF 2018 | AVERAGE EXCHANGE RATE FOR 2017 | EXCHANGE RATE AS OF 2017 | AVERAGE EXCHANGE RATE FOR 2016 | EXCHANGE RATE AS OF 2016 |
|------------|----------------|---------------------|--------------------------------|--------------------------|--------------------------------|--------------------------|--------------------------------|--------------------------|
| Costa Rica | Colon          | U.S. dollar         | ₡. 580.8534                    | ₡. 609.6100              | ₡. 572.2000                    | ₡. 572.5600              | ₡. 564.3332                    | ₡. 561.1000              |
| Guatemala  | Quetzal        | U.S. dollar         | Q. 7.5337                      | Q. 7.7440                | Q. 7.3509                      | Q. 7.3448                | Q. 7.4931                      | Q. 7.5221                |

The exchange rates used to translate the above amounts to Mexican pesos at December 31, 2018, 2017 and 2016, were Ps.19.6829, Ps.19.7354 and Ps.20.6640, respectively, per U.S. dollar.

Foreign currency differences arising on translation into the presentation currency are recognized in OCI. Exchange differences on translation of foreign entities for the year ended December 31, 2018, 2017 and 2016, were Ps.22,156, Ps.(7,178) and Ps.(4,756), respectively.

**N) LIABILITIES AND PROVISIONS**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

For the operating leases, the Company is contractually obligated to return the leased aircraft in a specific condition. The Company accrues for restitution costs related to aircraft held under operating leases throughout the term of the lease, based upon the estimated cost of satisfying the return condition criteria for each aircraft. These return obligations are related to the costs to be incurred in the reconfiguration of aircraft (interior and exterior), painting, carpeting and other costs, which are estimated based on current cost adjusted for inflation. The return obligation is estimated at the inception of each leasing arrangement and recognized over the term of the lease (Note 15c).

The Company records aircraft lease return obligation reserves based on the best estimate of the return obligation costs under each aircraft lease agreement.

The aircraft lease agreements of the Company also require that the aircraft and engines be returned to lessors under specific conditions of maintenance. The costs of return, which in no case are related to scheduled major maintenance, are estimated and recognized ratably as a provision from the time it becomes likely such costs will be incurred and can be estimated reliably. These return costs are recognized on a straight-line basis as a component of supplemental rent and the provision is included as part of other liabilities, through the remaining lease term. The Company estimates the provision related to airframe, engine overhaul and limited life parts using certain assumptions including the projected usage of the aircraft and the expected costs of maintenance tasks to be performed. For the years ended December 31, 2018, 2017 and 2016, the Company expensed as supplemental rent Ps.659,106, Ps.851,410 and Ps.933,730, respectively.

**O) EMPLOYEE BENEFITS**

**i) Personnel vacations**

The Company and its subsidiaries in Mexico and Central America recognize a reserve for the costs of paid absences, such as vacation time, based on the accrual method.

**ii) Termination benefits**

The Company recognizes a liability and expense for termination benefits at the earlier of the following dates:

- a) When it can no longer withdraw the offer of those benefits; and
- b) When it recognizes costs for a restructuring that is within the scope of IAS 37, *Provisions, Contingent Liabilities and Contingent Assets*, and involves the payment of termination benefits.

The Company is demonstrably committed to a termination when, and only when, it has a detailed formal plan for the termination and is without realistic possibility of withdrawal.

For the years ended December 31, 2018, 2017 and 2016, no termination benefits provision has been recognized.



iii) **Seniority premiums**

In accordance with Mexican Labor Law, the Company provides seniority premium benefits to the employees which rendered services to its Mexican subsidiaries under certain circumstances. These benefits consist of a one-time payment equivalent to 12 days' wages for each year of service (at the employee's most recent salary, but not to exceed twice the legal minimum wage), payable to all employees with 15 or more years of service, as well as to certain employees terminated involuntarily prior to the vesting of their seniority premium benefit.

Obligations relating to seniority premiums other than those arising from restructurings, are recognized based upon actuarial calculations and are determined using the projected unit credit method.

The latest actuarial computation was prepared as of December 31, 2018. Remeasurement gains and losses are recognized in full in the period in which they occur in OCI. Such remeasurement gains and losses are not reclassified to profit or loss in subsequent periods.

The defined benefit asset or liability comprises the present value of the defined benefit obligation using a discount rate based on government bonds (*Certificados de la Tesorería de la Federación*, or "CETES" in Mexico), less the fair value of plan assets out of which the obligations are to be settled.

For entities in Costa Rica and Guatemala there is no obligation to pay seniority premium or other retirement benefits.

iv) **Incentives**

The Company has a quarterly incentive plan for certain personnel whereby cash bonuses are awarded for meeting certain performance targets. These incentives are payable shortly after the end of each quarter and are accounted for as a short-term benefit under IAS 19, Employee Benefits. A provision is recognized based on the estimated amount of the incentive payment. During the years ended December 31, 2018, 2017 and 2016 the Company expensed Ps.67,680, Ps.48,384 and Ps.40,829, respectively, as quarterly incentive bonuses, recorded under the caption salaries and benefits.

During the year ended December 31, 2015, the Company adopted a new short-term benefit plan for certain key personnel whereby cash bonuses are awarded when certain Company's performance targets are met. These incentives are payable shortly after the end of each year and also are accounted for as a short-term benefit under IAS 19. A provision is recognized based on the estimated amount of the incentive payment. During the years ended December 31, 2018, 2017 and 2016 the Company recorded an expense for an amount of Ps.50,000, Ps.0, and Ps.53,738, respectively, under the caption salaries and benefits.

v) **Long-term incentive plan ("LTIP") and long term retention plan (LTRP)**

The Company has adopted a Long-term incentive plan ("LTIP"). This plan consists of a share purchase plan (equity-settled) and a share appreciation rights "SARs" plan (cash settled), and therefore accounted under IFRS 2 "Shared based payments". This incentive plan has been granting annual extensions in the same terms from the original granted in 2014.

During 2018, the Company approved a new long-term retention plan ("LTRP"), which consisted in a purchase plan (equity-settled). This plan does not include cash compensations granted through appreciation rights on the Company's shares. The retention plans granted in previous periods will continue in full force and effect until their respective due dates and the cash compensation derived from them will be settled according to the conditions established in each plan.

vi) **Share-based payments**

a) **LTIP**

– **Share purchase plan (equity-settled)**

Certain key employees of the Company receive additional benefits through a share purchase plan denominated in Restricted Stock Units ("RSUs"), which has been classified as an equity-settled share-based payment. The cost of the equity-settled share purchase plan is measured at grant date, taking into account the terms and conditions on which the share options were granted. The equity-settled compensation cost is recognized in the consolidated statement of operations under the caption of salaries and benefits, over the requisite service period (Note 17).

During the years ended December 31, 2018, 2017 and 2016, the Company expensed Ps19,980, Ps.13,508 and Ps.7,816, respectively, related to RSUs granted under the LTIP and LTRP. The expenses were recorded under the caption salaries and benefits.

– **SARs plan (cash settled)**

The Company granted SARs to key employees, which entitle them to a cash payment after a service period. The amount of the cash payment is determined based on the increase in the share price of the Company between the grant date and the time of exercise. The liability for the SARs is measured, initially and at the end of each reporting period until settled, at the fair value of the SARs, taking into account the terms and conditions on which the SARs were granted. The compensation cost is recognized in the consolidated statement of operations under the caption of salaries and benefits, over the requisite service period (Note 17).

During the years ended December 31, 2018, 2017 and 2016, the Company recorded a (benefit) expense for Ps.(186), Ps.(8,999), Ps.31,743, respectively, related to the SARs included in the LTIP. These amounts were recorded under the caption salaries and benefits.

**b) Management incentive plan (“MIP”)**

– MIP I

Certain key employees of the Company receive additional benefits through a share purchase plan, which has been classified as an equity-settled share-based payment. The equity-settled compensation cost is recognized in the consolidated statement of operations under the caption of salaries and benefits, over the requisite service period (Note 17). The total cost of this plan has been totally recognized during the required service period.

– MIP II

On February 19, 2016, the Board of Directors of the Company authorized an extension to the MIP for certain key employees, this plan was named MIP II. In accordance with this plan, the Company granted SARs to key employees, which entitle them to a cash payment after a service period. The amount of the cash payment is determined based on the increase in the share price of the Company between the grant date and the time of exercise. The liability for the SARs is measured initially and at the end of each reporting period until settled at the fair value of the SARs, taking into account the terms and conditions on which the SARs were granted. The compensation cost is recognized in the consolidated statement of operations under the caption of salaries and benefits, over the requisite service period (Note 17).

During the years ended December 31, 2018, 2017 and 2016, the Company recorded a (benefit) expense for Ps.(5,052), Ps.(16,499) and Ps.54,357, respectively, related to MIP II into the consolidated statement of operations.

**c) Board of Directors Incentive Plan (BODIP)**

Certain members of the Board of Directors of the Company receive additional benefits through a share-based plan, which has been classified as an equity-settled share-based payment and therefore accounted under IFRS 2 “Shared based payments”.

In April 2018, the Board of Directors of the Company authorized a Board of Directors Incentive Plan “BoDIP”, for the benefit of certain board members. The BoDIP grants options to acquire shares of the Company or CPOs during a four years period with an exercise price share at Ps.16.12, which was determined on the grant date. Under this plan, no service or performance conditions are required to the board members for exercise the option to acquire shares, and therefore, they have the right to request the delivery of those shares at the time they pay for them.

**vii) Employee profit sharing**

The Mexican Income Tax Law (“MITL”), establishes that the base for computing current year employee profit sharing shall be the taxpayer’s taxable income of the year for income tax purposes, including certain adjustments established in the Income Tax Law, at the rate of 10%. For the years ended December 2018, 2017 and 2016, the employee profit sharing is Ps.14,106, Ps.8,342 and Ps.9,967, respectively, and is presented as an expense in the consolidated statements of operations. Subsidiaries in Central America do not have such profit sharing benefit, as it is not required by local regulation.

**P) LEASES**

The determination of whether an arrangement is, or contains a lease, is based on the substance of the arrangement at inception date, whether fulfillment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

Property and equipment lease agreements are recognized as finance leases if the risks and benefits incidental to ownership of the leased assets have been transferred to the Company when (i) the ownership of the leased asset is transferred to the Company upon termination of the lease; (ii) the agreement includes an option to purchase the asset at a reduced price; (iii) the term of the lease is for the major part of the economic life of the leased asset; (iv) the present value of minimum lease payments is at least substantially all of the fair value of the leased asset; or (v) the leased asset is of a specialized nature for the Company.

When the risks and benefits incidental to the ownership of the leased asset remain mostly with the lessor, they are classified as operating leases and rental payments are charged to results of operations on a straight-line over the term of the lease.

The Company’s lease contracts for aircraft, engines and components parts are classified as operating leases.

**Sale and leaseback**

The Company enters into sale and leaseback agreements whereby an aircraft or engine is sold to a lessor upon delivery and the lessor agrees to lease such aircraft or engine back to the Company. Leases under sale and leaseback agreements meet the conditions for treatment as operating leases. If a sale and lease back transaction is at fair value and results as an operating lease, any profit or loss is recognized immediately.

**Q) OTHER TAXES AND FEES PAYABLE**

The Company is required to collect certain taxes and fees from customers on behalf of government agencies and airports and to remit these to the applicable governmental entity or airport on a periodic basis. These taxes and fees include federal



transportation taxes, federal security charges, airport passenger facility charges, and foreign arrival and departure fees. These charges are collected from customers at the time they purchase their tickets, but are not included in passenger revenue. The Company records a liability upon collection from the customer and discharges the liability when payments are remitted to the applicable governmental entity or airport.

## R) INCOME TAXES

### Current income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the tax authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.

Current income tax relating to items recognized directly in equity is recognized in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

### Deferred tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognized for all taxable temporary differences, except, in respect of taxable temporary differences associated with investments in subsidiaries when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognized for all deductible temporary differences, the carry-forward of unused tax credits and any available tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry-forward of unused tax credits and available tax losses can be utilized, except, in respect of deductible temporary differences associated with investments in subsidiaries deferred tax assets are recognized only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profits will be available against which the temporary differences can be utilized.

The Company considers the following criteria in assessing the probability that taxable profit will be available against which the unused tax losses or unused tax credits can be utilized: (a) whether the entity has sufficient taxable temporary differences relating to the same taxation authority and the same taxable entity, which will result in taxable amounts against which the unused tax losses or unused tax credits can be utilized before they expire; (b) whether it is probable that the Company

will have taxable profits before the unused tax losses or unused tax credits expire; (c) whether the unused tax losses result from identifiable causes which are unlikely to recur; and (d) whether tax planning opportunities are available to the Company that will create taxable profit in the period in which the unused tax losses or unused tax credits can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognized outside profit or loss is recognized outside profit or loss. Deferred tax items are recognized in correlation to the underlying transaction in OCI.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

The charge for income taxes incurred is computed based on tax laws approved in Mexico, Costa Rica and Guatemala at the date of the consolidated statement of financial position.

## S) DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGE ACCOUNTING

The Company mitigates certain financial risks, such as volatility in the price of jet fuel, adverse changes in interest rates and exchange rate fluctuations, through a risk management program that includes the use of derivative financial instruments.

In accordance with IFRS 9, derivative financial instruments are recognized in the consolidated statement of financial position at fair value. At inception of a hedge relationship, the Company formally designates and documents the hedge relationship to which it wishes to apply hedge accounting, as well as the risk management objective and strategy for undertaking the hedge. The documentation includes the hedging strategy and objective, identification of the hedging instrument, the hedged item or transaction, the nature of the risks being hedged and how the entity will assess the effectiveness of changes in the hedging instrument's fair value in offsetting the exposure to changes in the hedged item's fair value or cash flows attributable to the hedged risk(s).

Only if such hedges are expected to be effective in achieving offsetting changes in fair value or cash flows of the hedge item(s) and are assessed on an ongoing basis to determine that they have been effective throughout the financial reporting periods for which they were designated, hedge accounting treatment can be used.

Under the cash flow hedge (CFH) accounting model, the effective portion of the hedging instrument's changes in fair value is recognized in OCI, while the ineffective portion is recognized in current year earnings. During the years ended December 31, 2018, 2017 and 2016, there was no ineffectiveness with respect to derivative financial instruments. The amounts recognized in OCI are transferred to earnings in the period in which the hedged transaction affects earnings.

The realized gain or loss of derivative financial instruments that qualify as CFH is recorded in the same caption of the hedged item in the consolidated statement of operations.

**Accounting for the time value of options**

The Company accounts for the time value of options in accordance with IFRS 9, which requires all derivative financial instruments to be initially recognized at fair value. Subsequent measurement for options purchased and designated as CFH requires that the option's changes in fair value be segregated into its intrinsic value (which will be considered the hedging instrument's effective portion in OCI) and its correspondent changes in extrinsic value (time value and volatility). The extrinsic value changes will be considered as a cost of hedging (recognized in OCI in a separate component of equity) and accounted for in income when the hedged items also are recognized in income.

**T) FINANCIAL INSTRUMENTS – DISCLOSURES**

IFRS 7 requires a three-level hierarchy for fair value measurement disclosures and requires entities to provide additional disclosures about the relative reliability of fair value measurements (Notes 4 and 5).

**U) TREASURY SHARES**

The Company's equity instruments that are reacquired (treasury shares), are recognized at cost and deducted from equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of treasury shares. Any difference between the carrying amount and the consideration received, if reissued, is recognized in additional paid in capital. Share-based payment options exercised during the reporting period are settled with treasury shares (Note 17).

**V) OPERATING SEGMENTS**

Management of Controladora monitors the Company as a single business unit that provides air transportation and related services, accordingly it has only one operating segment.

The Company has two geographic areas identified as domestic (Mexico) and international (United States of America and Central America) Note 24.

**W) CURRENT VERSUS NON-CURRENT CLASSIFICATION**

The Company presents assets and liabilities in the consolidated statement of financial position based on current/non-current classification. An asset is current when it is: (i) expected to be realized or intended to be sold or consumed in normal operating cycle, (ii) expected to be realized within twelve months after the reporting period, or, (iii) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period. All other assets are classified as non-current. A liability is current when: (i) it is expected to be settled in normal operating cycle, (ii) it is due to be settled within twelve months after the reporting period, or, (iii) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period. The Company classifies all other liabilities as non-current. Deferred tax assets and liabilities are classified as noncurrent assets and liabilities.

**X) IMPACT OF NEW INTERNATIONAL FINANCIAL REPORTING STANDARDS**

**New and amended standards and interpretations already effective**

The Company applied for the first-time certain standards and amendments, which are effective for annual periods beginning on or after January 1, 2018. The Company has not early adopted any other standard interpretation or amendment that has been issued but is not yet effective different from IFRS 9 that was adopted in the 2014 consolidated financial statements.

Although these new standards and amendments applied for the first time in 2018, except for IFRS 15, they did not have a material impact on the annual consolidated financial statements of the Company. The nature and the impact of these changes to each new standard and amendment are described below:

**IFRIC 22 – Foreign Currency Transactions and Advance Considerations**

IFRIC 22 clarifies that the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which an entity initially recognizes the non-monetary asset or non-monetary liability arising from the advance consideration.

This interpretation does not have any impact on the Company's consolidated financial statements.



**IFRS 15 Revenue from Contracts with Customers**

IFRS 15 was issued in May 2014 and amended in April 2016 and establishes a five-step model to account for revenue arising from contracts with customers. Under IFRS 15, revenue is recognized at an amount that reflects the consideration to which an entity expects to be entitled in exchange for transferring goods or services to a customer.

The principles in IFRS 15 provide a more structured approach to measuring and recognizing revenue. The new revenue standard will supersede all current revenue recognition requirements under IFRS. IFRS 15 also requires additional disclosures about the nature, timing, and uncertainty of revenue cash flows arising from customer contracts, including significant judgments and changes in judgments.

The Company adopted the new standard on the required effective date as of January 1, 2018, using the full retrospective method of adoption, in order to provide for comparative results in all periods presented, recognizing the effect in retained earnings as of January 1, 2016.

In 2018, the Company modified certain amounts in the consolidated statements of financial position as of December 31, 2017 and in the consolidated statements of operations for the years period ended December 31, 2017 and 2016 as required by IAS 1 Presentation of Financial Statements, as part of the effect of adopting IFRS 15 is, as follows:

**Impact of adoption on the consolidated statements of financial position**

|                                 | AS PREVIOUSLY REPORTED<br>AS OF DECEMBER<br>31, 2017 |           | ADJUSTMENT | ADJUSTED<br>AS OF DECEMBER<br>31, 2017 |     |           |
|---------------------------------|--|-----------|------------|--|-----|-----------|
| <b>Short-term liabilities</b>   |  |           |            |  |     |           |
| Unearned transportation revenue | Ps.  | 2,161,636 | Ps.        | 131,673                                | Ps. | 2,293,309 |
| <b>Equity</b>                   |  |           |            |  |     |           |
| Retained earnings               | Ps.  | 5,080,049 | Ps.        | (131,673)                              | Ps. | 4,948,376 |

|                                 | AS PREVIOUSLY REPORTED<br>AS OF DECEMBER<br>31, 2016 |           | ADJUSTMENT | ADJUSTED<br>AS OF DECEMBER<br>31, 2016 |     |           |
|---------------------------------|--|-----------|------------|--|-----|-----------|
| <b>Short-term liabilities</b>   |  |           |            |  |     |           |
| Unearned transportation revenue | Ps.  | 2,153,567 | Ps.        | 74,484                                 | Ps. | 2,228,051 |
| <b>Equity</b>                   |  |           |            |  |     |           |
| Retained earnings               | Ps.  | 5,927,576 | Ps.        | (74,484)                               | Ps. | 5,853,092 |

**Impact of adoption on the consolidated statements of operations**

|                                | AS PREVIOUSLY REPORTED<br>AS OF DECEMBER<br>31, 2017 |            | ADJUSTMENT | ADJUSTED<br>AS OF DECEMBER<br>31, 2017 |     |            |
|--------------------------------|--|------------|------------|--|-----|------------|
| <b>Operating revenues</b>      |  |            |            |  |     |            |
| <b>Passenger revenues</b>      |  |            |            |  |     |            |
| Fare revenues                  | Ps.  | 17,791,317 | Ps.        | –                                      | Ps. | 17,791,317 |
| Other passenger revenues       |  | –          |            | 6,098,504                              |     | 6,098,504  |
|                                | Ps.  | 17,791,317 | Ps.        | 6,098,504                              | Ps. | 23,889,821 |
| <b>Non-passenger revenues</b>  |  |            |            |  |     |            |
| Other non-passenger revenues   | Ps.  | 6,883,085  | Ps.        | (6,155,693)                            | Ps. | 727,392    |
| Cargo                          |  | 170,973    |            | –                                      |     | 170,973    |
|                                | Ps.  | 7,054,058  | Ps.        | (6,155,693)                            | Ps. | 898,365    |
|                                | Ps.  | 24,845,375 | Ps.        | (57,189)*                              | Ps. | 24,788,186 |
| <b>Operating expenses</b>      | Ps.  | 24,826,733 |            | –                                      | Ps. | 24,826,733 |
| <b>Operating income (loss)</b> |  | 18,642     |            | (57,189)                               |     | (38,547)   |
| <b>Net loss</b>                | Ps.  | (594,599)  | Ps.        | (57,189)                               | Ps. | (651,788)  |

|                                | AS PREVIOUSLY REPORTED<br>AS OF DECEMBER<br>31, 2016 |            | ADJUSTMENT | ADJUSTED<br>AS OF DECEMBER<br>31, 2016 |     |            |
|--------------------------------|--|------------|------------|--|-----|------------|
| <b>Operating revenues</b>      |  |            |            |  |     |            |
| <b>Passenger revenues</b>      |  |            |            |  |     |            |
| Fare revenues                  | Ps.  | 17,790,130 | Ps.        | –                                      | Ps. | 17,790,130 |
| Other passenger revenues       |  | –          |            | 4,919,452                              |     | 4,919,452  |
|                                | Ps.  | 17,790,130 | Ps.        | 4,919,452                              | Ps. | 22,709,582 |
| <b>Non-passenger revenues</b>  |  |            |            |  |     |            |
| Other non-passenger revenues   | Ps.  | 5,550,698  | Ps.        | (4,960,343)                            | Ps. | 590,355    |
| Cargo                          |  | 171,623    |            | –                                      |     | 171,623    |
|                                | Ps.  | 5,722,321  | Ps.        | (4,960,343)                            | Ps. | 761,978    |
|                                | Ps.  | 23,512,451 | Ps.        | (40,891)*                              | Ps. | 23,471,560 |
| <b>Operating expenses</b>      | Ps.  | 20,772,760 | Ps.        | –                                      | Ps. | 20,772,760 |
| <b>Operating income (loss)</b> |  | 2,739,691  |            | (40,891)                               |     | 2,698,800  |
| <b>Net income</b>              | Ps.  | 3,519,489  | Ps.        | (40,891)                               | Ps. | 3,478,598  |

Impact on basic and diluted earnings per share (EPS)

|                | AS PREVIOUSLY REPORTED<br>AS OF DECEMBER<br>31, 2017 |         | AS ADJUSTED |         |
|----------------|--|---------|-------------|---------|
| Loss per share | Ps.  | (0.588) | Ps.         | (0.644) |

|                    | AS PREVIOUSLY REPORTED<br>AS OF DECEMBER<br>31, 2016 |       | AS ADJUSTED |       |
|--------------------|--|-------|-------------|-------|
| Earnings per share | Ps.  | 3.478 | Ps.         | 3.438 |

\* The nature of the adjustments is described as follows:

The main impact of the IFRS 15 adoption, is the timing of recognition of certain air travel-related services (“ancillaries”). Under IAS 18, certain ancillaries, such as channel fee, itinerary changes and more flexibility, were recognized as revenue at the time of the booking by customer (or when the service was provided); however, under IFRS 15, those ancillaries are recognized when the air transportation service is rendered (at the time of the flight) or at ticket expiration.

This change arises primarily because those ancillaries do not constitute separate performance obligations but represent administrative tasks that do not constitute a distinct performance obligation and therefore should be accounted for together with the air fare as a single performance obligation of providing passenger transportation. Also, certain complimentary services including re-accommodation in other airlines provided to customers are recorded as reduction to revenues.

Additionally, the classification of certain ancillary fees in the statement of operations, such as advanced seat selection, fees charges for excess baggage, itinerary changes and other air travel-related services, changed upon adoption of IFRS 15, since they are part of the single performance obligation of providing passenger transportation services.

The Company has also identified and implemented changes to its accounting policies and practices, systems and controls, as well as designed and implemented specific controls over its evaluation of the impact of the new guidance on the Company, including the cumulative effect calculation, disclosure requirements and the collection of relevant data into the reporting process.

**Amendments to IFRS 2 Classification and Measurement of Share-based Payment Transactions**

The IASB issued amendments to IFRS 2 Share-based Payment that address three main areas: the effects of vesting conditions on the measurement of a cash-settled share-based payment transaction; the classification of a share-based

payment transaction with net settlement features for withholding tax obligations; and accounting where a modification to the terms and conditions of a share-based payment transaction changes its classification from cash settled to equity settled. On adoption, entities are required to apply the amendments without restating prior periods, but retrospective application is permitted if elected for all three amendments and other criteria are met. The Company’s accounting policy for cash-settled share-based payments is consistent with the approach clarified in the amendments. In addition, the Company has no share-based payment transaction with net settlement features for withholding tax obligations and had not made any modifications to the terms and conditions of its share-based payment transaction. Therefore, these amendments do not have any impact on the consolidated financial statements.

**New amended standards and interpretations not yet effective**

**IFRS 16 Leases**

IFRS 16 was issued in January 2016 and it replaces IAS 17 *Leases*, IFRIC 4 *Determining Whether an Arrangement Contains a Lease*, SIC-15 *Operating Leases-Incentives* and SIC-27 *Evaluating the Substance of Transactions Involving the Legal Form of a Lease*. IFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases and requires lessees to account for all leases under a single on-balance sheet model similar to the accounting for finance leases under IAS 17. The standard includes two recognition exemptions for lessees – leases of ‘low-value’ assets (e.g., personal computers) and short-term leases (i.e., leases with a lease term of 12 months or less).

At the commencement date of a lease, a lessee will recognize a liability to make lease payments (i.e., the lease liability) and an asset representing the right to use the underlying asset during the lease term (i.e., the right-of-use asset).

Lessees will be required to separately recognize the interest expense on the lease liability and the depreciation expense on the right-of-use asset. Lessees will be also required to remeasure the lease liability upon the occurrence of certain events (e.g., a change in the lease term, a change in future lease payments resulting from a change in an index or rate used to determine those payments). The lessee will generally recognize the amount of the remeasurement of the lease liability as an adjustment to the right-of-use asset. In addition, for leases denominated in a foreign currency other than the functional currency of the Company (which is the Mexican Peso) the lease liability will be remeasured with a charge to foreign exchange of the period.

IFRS 16 also requires lessees to make more extensive disclosures than under IAS 17.

IFRS 16 is effective for annual periods beginning on or after January 1, 2019. Early application is permitted, but not before an entity applies IFRS 15. A lessee can choose to apply the standard using either a full retrospective or a modified retrospective approach. The standard’s transition provisions permit certain relief.



**Transition to IFRS 16**

The Company adopted IFRS 16 on the mandatory date January 1, 2019, through the full retrospective method starting on January 1, 2017. The Company applied the standard to contracts that were previously identified as leases applying IAS 17 and IFRIC 4, see Note 14 for more information on the Company’s lease agreements.

During 2018, the Company performed a detailed impact assessment of IFRS 16. In summary, the impact of IFRS 16 adoption is expected to be as follows:

The estimated impact on the statements of financial situation as of January 1, 2017, December 31, 2017 and December 31, 2018:

|   | AS OF JANUARY 1, 2017 |            | AS OF DECEMBER 31, 2017 |            | AS OF DECEMBER 31, 2018 |            |
|---|-----------------------|------------|-------------------------|------------|-------------------------|------------|
| <b>Assets</b>                                       |                       |            |                         |            |                         |            |
| Property, plant and equipment (Right-of-use-assets) | Ps.                   | 23,709,968 | Ps.                     | 25,075,501 | Ps.                     | 31,985,598 |
| Deferred income tax                                 |                       | 2,699,552  |                         | 2,231,702  |                         | 2,271,031  |
| Prepaid expenses                                    |                       | (266,959)  |                         | -          |                         | -          |
| <b>Liabilities</b>                                  |                       |            |                         |            |                         |            |
| Lease liabilities                                   | Ps.                   | 32,639,927 | Ps.                     | 32,436,015 | Ps.                     | 39,463,811 |
| <b>Equity</b>                                       |                       |            |                         |            |                         |            |
| Retained Earnings                                   | Ps.                   | 6,497,366  |                         |            |                         |            |

The estimated impact on the statement of operations for the years ended December 31, 2017 and 2018:

|                              | FOR THE YEAR ENDED DECEMBER 31, 2017 |             | FOR THE YEAR ENDED DECEMBER 31, 2018 |             |
|------------------------------|--------------------------------------|-------------|--------------------------------------|-------------|
| Depreciation expense         | Ps.                                  | 3,522,738   | Ps.                                  | 4,123,513   |
| Operating lease expense      |                                      | (5,038,920) |                                      | (5,718,657) |
| <b>Operating income</b>      |                                      | (1,516,182) |                                      | (1,595,144) |
| Financial costs              |                                      | 1,381,027   |                                      | 1,682,420   |
| Foreign exchange (gain) loss |                                      | (1,434,290) |                                      | 30,423      |
| Income tax expense (benefit) |                                      | 467,850     |                                      | (39,328)    |
| <b>Net (income) loss</b>     | Ps.                                  | (1,101,595) | Ps.                                  | 78,371      |

Due to the adoption of IFRS 16, the Company operating profit will improve, while its interest expense will increase. This is due to the change in the accounting for expenses of leases that were classified as operating leases under IAS 17.

**IFRIC 23 – Uncertainty over Income Tax Treatments**

IFRIC 23 clarifies the accounting for uncertainties in income taxes, the interpretation is to be applied to the determination of taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates, when there is uncertainty over income tax treatments under IAS 12.

An entity has to consider whether it is probable that the relevant authority will accept each tax treatment, or group of tax treatments, that it used or plans to use in its income tax filing; if the entity concludes that it is probable that a particular tax treatment is accepted, the entity has to determine taxable profit (tax loss), tax bases, unused tax losses, unused tax credits or tax rates consistently with the tax treatment included in its income tax filings.

IFRIC 23 is effective for annual reporting periods beginning on or after January 1, 2019. Earlier application is permitted. The Company expects to adopt this interpretation at the effective date.

**Y) CONVENIENCE TRANSLATION**

U.S. dollar amounts at December 31, 2018 shown in the consolidated financial statements have been included solely for the convenience of the reader and are translated from Mexican pesos, using an exchange rate of Ps.19.6829 per U.S. dollar, as reported by the Mexican Central Bank (Banco de México) as the rate for the payment of obligations denominated in foreign currency payable in Mexico in effect on December 31, 2018. Such translation should not be construed as a representation that the peso amounts have been or could be converted into U.S. dollars at this or any other rate. The referred information in U.S. dollars is solely for information purposes and does not represent that the amounts are in accordance with IFRS or the equivalent in U.S. dollars in which the transactions were conducted or in which the amounts presented in Mexican pesos can be translated or realized.

**2. SIGNIFICANT ACCOUNTING JUDGMENTS, ESTIMATES AND ASSUMPTIONS**

The preparation of these financial statements requires management to make estimates, assumptions and judgments that affect the reported amount of assets and liabilities, revenues and expenses, and related disclosures of contingent assets and liabilities at the date of the Company’s consolidated financial statements. Note 1 to the Company’s consolidated financial statements provides a detailed discussion of the significant accounting policies.

Certain of the Company’s accounting policies reflect significant judgments, assumptions or estimates about matters that are both inherently uncertain and material to the Company’s financial position or results of operations.

Actual results could differ from these estimates. Revisions to accounting estimates are recognized in the period in which the estimate is revised. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

**i) Aircraft maintenance deposits paid to lessors**

The Company makes certain assumptions at the inception of a lease and at each reporting date to determine the recoverability of maintenance deposits. The key assumptions include the estimated time between the maintenance events, the costs of future maintenance, the date the aircraft is due to be returned to the lessor and the number of flight hours the aircraft is estimated to be flown before it is returned to the lessor (Note 11).

**ii) LTIP, LTRP and MIP (equity settled)**

The Company measures the cost of its equity-settled transactions at fair value at the date the equity benefits are conditionally granted to employees.

The cost of equity-settled transactions is recognized in earnings, together with a corresponding increase in treasury shares, over the period in which the performance and/or service conditions are fulfilled. For grants that vest on meeting performance conditions, compensation cost is recognized when it becomes probable that the performance condition will be met. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the Company's best estimate of the number of equity instruments that will ultimately vest.

The Company measures the cost of equity-settled transactions with employees by reference to the fair value of the equity instruments at the date at which they are granted. Estimating fair value for share-based payment transactions requires determining the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determining the most appropriate inputs to the valuation model, including the expected life of the share option, volatility and dividend yield, and making assumptions about them. The assumptions and models used for estimating fair value for share-based payment transactions are disclosed in (Note 17).

**SARs plan (cash settled)**

The cost of the SARs plan is measured initially at fair value at the grant date, further details of which are given in (Note 17). This fair value is expensed over the period until the vesting date with recognition of a corresponding liability. The liability is remeasured to fair value at each reporting date up to, and including the settlement date, with changes in fair value recognized in salaries and benefits expense together with the grant date fair value. As with the equity settled awards described above, the valuation of cash settled award also requires using similar inputs, as appropriate.

**iii) Deferred taxes**

Deferred tax assets are recognized for all available tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Management's judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning opportunities to advance taxable profit before expiration of available tax losses.

Tax losses relate to operations of the Company on a stand-alone basis, in conformity with current Tax Law and may be carried forward against taxable income generated in the succeeding years at each country and may not be used to offset taxable income elsewhere in the Company's consolidated group (Note 19).

During the years ended December 31, 2018, 2017 and 2016, the Company used Ps.154,353, Ps.16,378 and Ps.195,116, respectively, of the available tax loss carry-forwards (Note 19).

**iv) Fair value of financial instruments**

Where the fair value of financial assets and financial liabilities recorded in the consolidated statements of financial position cannot be derived from active markets, they are determined using valuation techniques including the discounted cash flows model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgment is required in establishing fair values.

The judgments include considerations of inputs such as liquidity risk, credit risk and expected volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments (Note 4).

**v) Impairment of long-lived assets**

The Company assesses whether there are indicators of impairment for long-lived assets annually and at other times when such indicators exist in the related CGU. Impairment exists when the carrying amount of a long-lived asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less cost to sell and its value-in-use. The value-in-use calculation is based on a discounted cash flow model, using the Company's projections of operating results for the near future. The recoverable amount of long-lived assets is sensitive to the uncertainties inherent in the preparation of projections and the discount rate used in the calculation.

**vi) Allowance for expected credit loss**

An allowance for expected credit loss on accounts receivables is established in accordance with the information mentioned in Note 1f) ii).



### 3. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

#### Financial risk management

The Company's activities are exposed to different financial risks stemmed from exogenous variables which are not under their control but whose effects might be potentially adverse such as: (i) market risk, (ii) credit risk, and (iii) liquidity risk. The Company's global risk management program is focused on uncertainty in the financial markets and tries to minimize the potential adverse effects on net earnings and working capital requirements. The Company uses derivative financial instruments to hedge part of such risks. The Company does not enter into derivatives for trading or speculative purposes.

The sources of these financial risks exposures are included in both "on balance sheet" exposures, such as recognized financial assets and liabilities, as well as in "off-balance sheet" contractual agreements and on highly expected forecasted transactions. These on and off-balance sheet exposures, depending on their profiles, do represent potential cash flow variability exposure, in terms of receiving less inflows or facing the need to meet outflows which are higher than expected, therefore increase the working capital requirements.

Since adverse movements erode the value of recognized financial assets and liabilities, as well some other off-balance sheet financial exposures such as operating leases, there is a need for value preservation, by transforming the profiles of these fair value exposures.

The Company has a Finance and Risk Management department, which identifies and measures financial risk exposures, in order to design strategies to mitigate or transform the profile of certain risk exposures, which are taken up to the corporate governance level for approval.

#### Market risk

##### a) Jet fuel price risk

Since the contractual agreements with jet fuel suppliers include reference to jet fuel index, the Company is exposed to fuel price risk which might have an impact on the forecasted consumption volumes. The Company's jet fuel risk management policy aims to provide the Company with protection against increases in jet fuel prices. In an effort to achieve the aforesaid, the risk management policy allows the use of derivative financial instruments available on over the counter ("OTC") markets with approved counterparties and within approved limits. Aircraft jet fuel consumed in the years ended December 31, 2018, 2017 and 2016 represented 36%, 29% and 28%, of the Company's operating expenses, respectively.

During the year ended December 31, 2018, the Company entered into US Gulf Coast Jet Fuel 54 Asian Zero-Cost collar options and US Gulf Coast Jet fuel 54 Asian call options designated to hedge 45.6 thousand gallons. Such hedges represent a portion of the projected consumption for the next twelve months. Additionally, as of December 31, 2017, the Company entered into US Gulf Coast Jet fuel 54 Asian call options designated to hedge 61.1 million gallons. Such hedges represented a portion of the projected consumption for the next nine months of operations.

In accordance with IFRS 9 the Company separates the intrinsic value from the extrinsic value of an option contract; as such, the change in the intrinsic value can be designated as hedge accounting. Because extrinsic value (time and volatility values) of the Asian call options is related to a "transaction related hedged item", it is required to be segregated and accounted for as a cost of hedging in OCI and accrued as a separate component of stockholders' equity until the related hedged item matures and therefore impacts profit and loss. The underlying (US Gulf Coast Jet Fuel 54) of the options held by the Company is a consumption asset (energy commodity), which is not in the Company's inventory. Instead, it is directly consumed by the Company's fleet at different airport terminals. Therefore, although a non-financial asset is involved, its initial recognition does not generate a book adjustment in the Company's inventories.

Rather, it is initially accounted for in the Company's OCI and a reclassification adjustment is made from OCI to profit and loss and recognized in the same period or periods in which the hedged item is expected to be allocated to profit and loss. Furthermore, the Company hedges its forecasted jet fuel consumption month after month, which is congruent with the maturity date of the monthly serial Asian call and Zero-Cost collar options.

As of December 31, 2018, 2017 and 2016, the fair value of the outstanding US Gulf Coast Jet Fuel Asian call options was Ps.48,199, Ps.497,403 and Ps.867,809, respectively, as for the Zero-Cost collars it was a (loss) of Ps.(122,948) and is presented as part of the financial assets in the consolidated statement of financial position. (See Note 5). The Company did not hold any position in Zero-Cost collars for the periods ended 2017 and 2016.

The amount of cost of hedging derived from the extrinsic value changes of these options as of December 31, 2018 recognized in other comprehensive income totals Ps.134,096 (the positive cost of hedging in December 2017 and 2016 totals Ps.163,836 and Ps.218,038, respectively), and will be recycled to the fuel cost during 2019, as these options expire on a monthly basis and the jet fuel is consumed. During the years ended December 31, 2018, 2017 and 2016, the net (positive) / negative cost of these options recycled to the fuel cost was Ps.(402,493), Ps.26,980 and Ps.305,166, respectively.

The following table includes the notional amounts and strike prices of the derivative financial instruments outstanding as of the end of the year:

| POSITION AS OF DECEMBER 31, 2018<br>JET FUEL ASIAN CALL AND ZERO-COST COLLARS OPTION CONTRACTS MATURITIES |                |  |             |  |                |
|---|----------------|--|-------------|--|----------------|
|   | 1 HALF 2019    |  | 2 HALF 2019 |  | 2019 TOTAL     |
| <b>Jet fuel risk Asian Calls</b>  |                |  |             |  |                |
| Notional volume in gallons (thousands)*   | 12,790         |  | 13,842      |  | 26,632         |
| Strike price agreed rate per gallon (U.S. dollars)**  | US\$ 1.84      |  | US\$ 1.84   |  | US\$ 1.84      |
| Approximate percentage of hedge (of expected consumption value)   | 10%            |  | 10%         |  | 10%            |
| <b>Jet fuel risk Zero-Cost collars</b>  |                |  |             |  |                |
| Notional volume in gallons (thousands)*   | 18,963         |  | -           |  | 18,963         |
| Strike price agreed rate per gallon (U.S. dollars)**  | US\$ 1.91/2.46 |  | US\$ -      |  | US\$ 1.91/2.46 |
| Approximate percentage of hedge (of expected consumption value)   | 15%            |  | -%          |  | 15%            |
| <b>All-in</b>   |                |  |             |  |                |
| Approximate percentage of hedge (of expected consumption value)   | 25%            |  | 10%         |  | 18%            |

\* US Gulf Coast Jet 54 as underlying asset  
\*\* Weighted average

| POSITION AS OF DECEMBER 31, 2017<br>JET FUEL ASIAN CALL OPTION CONTRACTS MATURITIES |             |  |             |  |             |
|---|-------------|--|-------------|--|-------------|
|   | 1 HALF 2018 |  | 2 HALF 2018 |  | 2018 TOTAL  |
| <b>Jet fuel risk</b>  |             |  |             |  |             |
| Notional volume in gallons (thousands)*   | 69,518      |  | 61,863      |  | 131,381     |
| Strike price agreed rate per gallon (U.S. dollars)**                                | US\$ 1.6861 |  | US\$ 1.8106 |  | US\$ 1.7447 |
| Approximate percentage of hedge (of expected consumption value)                     | 60%         |  | 50%         |  | 55%         |

\* US Gulf Coast Jet 54 as underlying asset  
\*\* Weighted average

POSITION AS OF DECEMBER 31, 2016  
JET FUEL ASIAN CALL OPTION CONTRACTS MATURITIES

|   | 1 HALF 2017 | 2 HALF 2017 | 2017 TOTAL  | 1 HALF 2018 | 3Q 2018     | 2018 TOTAL  |
|---|-------------|-------------|-------------|-------------|-------------|-------------|
| <b>Jet fuel risk</b>  |             |             |             |             |             |             |
| Notional volume in gallons (thousands)*                         | 55,436      | 63,362      | 118,798     | 62,492      | 7,746       | 70,238      |
| Strike price agreed rate per gallon (U.S. dollars)**            | US\$ 1.6245 | US\$ 1.4182 | US\$ 1.5145 | US\$ 1.6508 | US\$ 1.5450 | US\$ 1.6392 |
| Approximate percentage of hedge (of expected consumption value) | 51%         | 53%         | 52%         | 45%         | 10%         | 24%         |

\* US Gulf Coast Jet 54 as underlying asset  
\*\* Weighted average

The following table illustrates the sensitivity of US Gulf Coast Jet Fuel 54 Zero Cost Collars to a reasonably possible change in fuel prices, with all other variables held constant, on the caption of accumulated other comprehensive income. The calculations were made considering a parallel movement of +/-5% in the spot price of the US Gulf Coast Jet 54 as of December 31, 2018:

| SENSITIVITY OF POSITION<br>AS OF DECEMBER 31, 2018 EFFECT ON EQUITY<br>(THOUSANDS OF U.S. DOLLARS) |       |
|--|-------|
| US Gulf Coast Jet Fuel 54 spot level   |       |
| +5%  | 1.67  |
| -5%  | -1.51 |

**b) Foreign currency risk**

Mexican Peso is the functional currency of the Company, a significant portion of its operating expenses are denominated in U.S. dollar; thus, Volaris relies on sustained U.S. dollar cash flows coming from operations in the United States of America and Central America to support part of its commitments in such currency, however there's still a mismatch. Foreign currency risk arises from possible unfavorable movements in the exchange rate which could have a negative impact in the Company's cash flows. To mitigate this risk, the Company may use foreign exchange derivative financial instruments.



While most of the Company's revenue is generated in Mexican pesos, although 32% of its revenues came from operations in the United States of America and Central America for the year ended at December 31, 2018 (30% at December 31, 2017 and 33% at December 31, 2016) and U.S. dollar denominated collections accounted for 38%, 40% and 38%, of the Company's total collections in 2018, 2017 and 2016, respectively.

Company's expenditures, particularly those related to aircraft leasing and acquisition, are denominated in U.S. dollar. In addition, although jet fuel for those flights originated in Mexico are paid in Mexican pesos, the price formula is impacted by the Mexican peso /U.S. dollar exchange rate. The Company's foreign exchange on and off-balance sheet exposure as of December 31, 2018, 2017 and 2016 is as set forth below:

|   | THOUSANDS OF U.S. DOLLARS |                |             |                |             |                |
|---|---------------------------|----------------|-------------|----------------|-------------|----------------|
|   | 2018                      |                | 2017        |                | 2016        |                |
| <b>Assets:</b>                                |                           |                |             |                |             |                |
| Cash and cash equivalents                     | US\$                      | 279,829        | US\$        | 344,038        | US\$        | 297,565        |
| Other accounts receivable                     |                           | 10,957         |             | 13,105         |             | 11,619         |
| Aircraft maintenance deposits paid to lessors |                           | 329,983        |             | 352,142        |             | 343,787        |
| Deposits for rental of flight equipment       |                           | 32,166         |             | 25,343         |             | 30,025         |
| Derivative financial instruments              |                           | 3,172          |             | 25,204         |             | 41,996         |
| <b>Total assets</b>                           |                           | <b>656,107</b> |             | <b>759,832</b> |             | <b>724,992</b> |
| <b>Liabilities:</b>                           |                           |                |             |                |             |                |
| Financial debt (Note 5)                       |                           | 155,455        |             | 128,296        |             | 76,789         |
| Foreign suppliers                             |                           | 51,012         |             | 53,729         |             | 56,109         |
| Taxes and fees payable                        |                           | 14,823         |             | 10,304         |             | 6,874          |
| Derivative financial instruments              |                           | 6,246          |             | -              |             | 684            |
| <b>Total liabilities</b>                      |                           | <b>227,536</b> |             | <b>192,329</b> |             | <b>140,456</b> |
| <b>Net foreign currency position</b>          | <b>US\$</b>               | <b>428,571</b> | <b>US\$</b> | <b>567,503</b> | <b>US\$</b> | <b>584,536</b> |

At April 25, 2019, date of issuance of these financial statements, the exchange rate was Ps.18.95 per U.S. dollar.

In determining the spot exchange rate to use on initial recognition of the related asset, expense or income (or part of it) on the derecognition of a non-monetary asset or non-monetary liability relating to advance consideration, the date of the transaction is the date on which the Company initially recognizes the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Company determines the transaction date for each payment or receipt of advance consideration.

|  | THOUSANDS OF U.S. DOLLARS |                  |             |                  |             |                  |
|--|---------------------------|------------------|-------------|------------------|-------------|------------------|
|  | 2018                      |                  | 2017        |                  | 2016        |                  |
| <b>Off-balance sheet transactions exposure:</b>        |                           |                  |             |                  |             |                  |
| Aircraft and engine operating lease payments (Note 14) | US\$                      | 2,334,767        | US\$        | 1,840,316        | US\$        | 1,727,644        |
| Aircraft and engine commitments (Note 23)              |                           | 1,070,187        |             | 1,123,377        |             | 315,326          |
| <b>Total</b>   | <b>US\$</b>               | <b>3,404,954</b> | <b>US\$</b> | <b>2,963,693</b> | <b>US\$</b> | <b>2,042,970</b> |

During the year ended December 31, 2018 and 2017, the Company entered into foreign currency forward contracts in U.S. dollars to hedge approximately 20% and 9% of its future 12 and 6 months of aircraft rental expenses. A portion of the Company's position foreign currency forwards matured throughout the fourth quarter of 2018 (November & December), all of the Company's position in foreign currency forward contracts from 2017 matured throughout the second half of the year (August, September, November and December), therefore there was no outstanding balance as of December 31, 2017.

As of December 31, 2018, the unrealized gains of Ps.14,241 relating to the foreign currency forward contracts is included in OCI.

For the year ended December 31, 2018, the net loss on the foreign currency forward contracts is Ps.52,516, which was recognized as part of rental expense in the consolidated statements of operations. For the year ended December 31, 2017, the net loss on the foreign currency forward contracts was Ps.11,290 which was recognized as part of rental expense in the consolidated statements of operations.

As there were no foreign currency forward contracts as of December 31, 2016, no impact was recognized in the consolidated statements of operations.

**c) Interest rate risk**

Interest rate risk is the risk that the fair value of future cash flows will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations and flight equipment operating lease agreements with floating interest rates.

The Company's results are affected by fluctuations in certain benchmark market interest rates due to the impact that such changes may have on operational lease payments indexed to the *London Inter Bank Offered Rate* ("LIBOR"). The Company uses derivative financial instruments to reduce its exposure to fluctuations in market interest rates and accounts for these instruments as an accounting hedge. In most cases, when a derivative can be tailored within the terms and it perfectly matches cash flows of a leasing agreement, it may be designated as a CFH and the effective portion of fair value variations are recorded in equity until the date the cash flow of the hedged lease payment is recognized in the consolidated statements of operations.

During the years ended December 31, 2018 and 2017, the Company did not have any interest rate swaps. As of December 31, 2016, the Company had outstanding hedging contracts in the form of interest rate swaps with notional amount of US\$ 70 million and fair value of Ps.14,144, respectively, recorded in liabilities. For the years ended December 31, 2017 and 2016, the reported loss on the interest rate swaps was Ps.13,827 and Ps.48,777, respectively, which was recognized as part of rental expense in the consolidated statements of operations. All the Company's position in the form of interest rate swaps matured on March 31 and April 30, 2017 consequently there is no outstanding balance as of December 31, 2018 and 2017.

**d) Liquidity risk**

Liquidity risk represents the risk that the Company has insufficient funds to meet its obligations.

Because of the cyclical nature of the business, the operations, and its investment and financing needs related to the acquisition of new aircraft and renewal of its fleet, the Company requires liquid funds to meet its obligations.

The Company attempts to manage its cash and cash equivalents and its financial assets, relating the term of investments with those of its obligations. Its policy is that the average term of its investments may not exceed the average term of its obligations. This cash and cash equivalents position is invested in highly-liquid short-term instruments through financial entities.

The Company has future obligations related to maturities of bank borrowings and derivative contracts. The Company's off-balance sheet exposure represents the future obligations related to operating lease contracts and aircraft purchase contracts. The Company concluded that it has a low concentration of risk since it has access to alternate sources of funding.

The table below presents the Company's contractual principal payments required on its financial liabilities and the derivative financial instruments fair value:

|  | DECEMBER 31, 2018    |                      |                      |
|--|----------------------|----------------------|----------------------|
|  | WITHIN ONE YEAR      | ONE TO FIVE YEARS    | TOTAL                |
| <b>Interest-bearing borrowings:</b>                |                      |                      |                      |
| Pre-delivery payments facilities (Note 5)          | Ps. 734,635          | Ps. 2,310,939        | Ps. 3,045,574        |
| Short-term working capital facilities (Note 5)     | 461,260              | -                    | 461,260              |
| <b>Derivative financial instruments:</b>           |                      |                      |                      |
| Jet fuel Asian Zero-Cost collars options contracts | 122,948              | -                    | 122,948              |
| <b>Total</b>                                       | <b>Ps. 1,318,843</b> | <b>Ps. 2,310,939</b> | <b>Ps. 3,629,782</b> |

|  | DECEMBER 31, 2017    |                      |                      |
|--|----------------------|----------------------|----------------------|
|  | WITHIN ONE YEAR      | ONE TO FIVE YEARS    | TOTAL                |
| <b>Interest-bearing borrowings:</b>            |                      |                      |                      |
| Pre-delivery payments facilities (Note 5)      | Ps. 1,449,236        | Ps. 1,079,152        | Ps. 2,528,388        |
| Short-term working capital facilities (Note 5) | 948,354              | -                    | 948,354              |
| <b>Total</b>                                   | <b>Ps. 2,397,590</b> | <b>Ps. 1,079,152</b> | <b>Ps. 3,476,742</b> |

|  | DECEMBER 31, 2016    |                    |                      |
|--|----------------------|--------------------|----------------------|
|  | WITHIN ONE YEAR      | ONE TO FIVE YEARS  | TOTAL                |
| <b>Interest-bearing borrowings:</b>            |                      |                    |                      |
| Pre-delivery payments facilities (Note 5)      | Ps. 328,845          | Ps. 943,046        | Ps. 1,271,891        |
| Short-term working capital facilities (Note 5) | 716,290              | -                  | 716,290              |
| <b>Derivative financial instruments:</b>       |                      |                    |                      |
| Interest rate swaps contracts                  | 14,144               | -                  | 14,144               |
| <b>Total</b>                                   | <b>Ps. 1,059,279</b> | <b>Ps. 943,046</b> | <b>Ps. 2,002,325</b> |

**e) Credit risk**

Credit risk is the risk that any counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily for trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments including derivatives.

Financial instruments that expose the Company to credit risk involve mainly cash equivalents and accounts receivable. Credit risk on cash equivalents relate to amounts invested with major financial institutions.

Credit risk on accounts receivable relates primarily to amounts receivable from the major international credit card companies.

The Company has a high receivable turnover; hence management believes credit risk is minimal due to the nature of its businesses, which have a large portion of their sales settled in credit cards.



The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are banks with high credit-ratings assigned by international credit-rating agencies.

Some of the outstanding derivative financial instruments expose the Company to credit loss in the event of nonperformance by the counterparties to the agreements. However, the Company does not expect any of its counterparties to fail to meet their obligations. The amount of such credit exposure is generally the unrealized gain, if any, in such contracts.

To manage credit risk, the Company selects counterparties based on credit assessments, limits overall exposure to any single counterparty and monitors the market position with each counterparty. The Company does not purchase or hold derivative financial instruments for trading purposes. At December 31, 2018, the Company concluded that its credit risk related to its outstanding derivative financial instruments is low, since it has no significant concentration with any single counterparty and it only enters into derivative financial instruments with banks with high credit-rating assigned by international credit-rating agencies.

**f) Capital management**

Management believes that the resources available to the Company are sufficient for its present requirements and will be sufficient to meet its anticipated requirements for capital expenditures and other cash requirements for the 2018 fiscal year.

The primary objective of the Company's capital management is to ensure that it maintains healthy capital ratios to support its business and maximize the shareholder's value. No changes were made in the objectives, policies or processes for managing capital during the years ended December 31, 2018, 2017 and 2016. The Company is not subject to any externally imposed capital requirement, other than the legal reserve (Note 18).

**4. FAIR VALUE MEASUREMENTS**

The only financial assets and liabilities recognized at fair value on a recurring basis are the derivative financial instruments.

Fair value is the price that would be received from sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (i) In the principal market for the asset or liability, or
- (ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to the Company.

The fair value of an asset or a liability is assessed using the course of thought which market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The assessment of a non-financial asset's fair value considers the market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 – Quoted (unadjusted) prices in active markets for identical assets or liabilities.
- Level 2 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 – Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Set out below, is a comparison by class of the carrying amounts and fair values of the Company's financial instruments, other than those for which carrying amounts are reasonable approximations of fair values:

|                                  | CARRYING AMOUNT        |                 |                 | FAIR VALUE             |                 |                 |
|----------------------------------|------------------------|-----------------|-----------------|------------------------|-----------------|-----------------|
|                                  | 2018                   | 2017            | 2016            | 2018                   | 2017            | 2016            |
| <b>Assets</b>                    |                        |                 |                 |                        |                 |                 |
| Derivative financial instruments | Ps. 62,440             | Ps. 497,403     | Ps. 867,809     | Ps. 62,440             | Ps. 497,403     | Ps. 867,809     |
| <b>Liabilities</b>               |                        |                 |                 |                        |                 |                 |
| Financial debt                   | (3,506,834)            | (3,476,742)     | (1,988,181)     | (3,515,550)            | (3,481,741)     | (1,988,445)     |
| Derivative financial instruments | (122,948)              | -               | (14,144)        | (122,948)              | -               | (14,144)        |
| <b>Total</b>                     | <b>Ps. (3,567,342)</b> | Ps. (2,979,339) | Ps. (1,134,516) | <b>Ps. (3,576,058)</b> | Ps. (2,984,338) | Ps. (1,134,780) |

The following table summarizes the fair value measurements at December 31, 2018:

|   | FAIR VALUE MEASUREMENT                  |                                       |   |                        |
|---|---|---------------------------------------|---|------------------------|
|   | QUOTED PRICES IN ACTIVE MARKETS LEVEL 1 | SIGNIFICANT OBSERVABLE INPUTS LEVEL 2 | SIGNIFICANT UNOBSERVABLE INPUTS LEVEL 3 | TOTAL                  |
| <b>Assets</b>   |   |                                       |   |                        |
| Derivatives financial instruments:                      |   |                                       |   |                        |
| Jet fuel Asian call options contracts*                  | Ps. -                                   | Ps. 48,199                            | Ps. -                                   | Ps. 48,199             |
| Foreign currency forward                                | -                                       | 14,241                                | -                                       | 14,241                 |
| <b>Liabilities</b>                                      |   |                                       |   |                        |
| Derivatives financial instruments:                      |   |                                       |   |                        |
| Jet fuel Asian Zero-Cost collars options contracts*     | -                                       | (122,948)                             | -                                       | (122,948)              |
| <b>Liabilities for which fair values are disclosed:</b> |   |                                       |   |                        |
| Interest-bearing loans and borrowings**                 | -                                       | (3,515,550)                           | -                                       | (3,515,550)            |
| <b>Net</b>  | <b>Ps. -</b>                            | <b>Ps. (3,576,058)</b>                | <b>Ps. -</b>                            | <b>Ps. (3,576,058)</b> |

\* Jet fuel forwards levels and LIBOR curve.

\*\* LIBOR curve and TIIE Mexican interbank rate. Includes short-term and long-term debt.

There were no transfers between level 1 and level 2 during the period.

The following table summarizes the fair value measurements at December 31, 2017:

|   | FAIR VALUE MEASUREMENT                  |                                       |   |                        |
|---|---|---------------------------------------|---|------------------------|
|   | QUOTED PRICES IN ACTIVE MARKETS LEVEL 1 | SIGNIFICANT OBSERVABLE INPUTS LEVEL 2 | SIGNIFICANT UNOBSERVABLE INPUTS LEVEL 3 | TOTAL                  |
| <b>Assets</b>   |   |                                       |   |                        |
| Derivatives financial instruments:                      |   |                                       |   |                        |
| Jet fuel Asian call options contracts*                  | Ps. -                                   | Ps. 497,403                           | Ps. -                                   | Ps. 497,403            |
| <b>Liabilities for which fair values are disclosed:</b> |   |                                       |   |                        |
| Interest-bearing loans and borrowings**                 | -                                       | (3,481,741)                           | -                                       | (3,481,741)            |
| <b>Net</b>  | <b>Ps. -</b>                            | <b>Ps. (2,984,338)</b>                | <b>Ps. -</b>                            | <b>Ps. (2,984,338)</b> |

\* Jet fuel forwards levels and LIBOR curve.

\*\* LIBOR curve and TIIE Mexican interbank rate. Includes short-term and long-term debt.

There were no transfers between level 1 and level 2 during the period.

The following table summarizes the fair value measurements at December 31, 2016:

|   | FAIR VALUE MEASUREMENT                  |                                       |   |                        |
|---|---|---------------------------------------|---|------------------------|
|   | QUOTED PRICES IN ACTIVE MARKETS LEVEL 1 | SIGNIFICANT OBSERVABLE INPUTS LEVEL 2 | SIGNIFICANT UNOBSERVABLE INPUTS LEVEL 3 | TOTAL                  |
| <b>Assets</b>   |   |                                       |   |                        |
| Derivatives financial instruments:                      |   |                                       |   |                        |
| Jet fuel Asian call options contracts*                  | Ps. -                                   | Ps. 867,809                           | Ps. -                                   | Ps. 867,809            |
| <b>Liabilities</b>                                      |   |                                       |   |                        |
| Derivatives financial instruments:                      |   |                                       |   |                        |
| Interest rate swap contracts**                          | -                                       | (14,144)                              | -                                       | (14,144)               |
| <b>Liabilities for which fair values are disclosed:</b> |   |                                       |   |                        |
| Interest-bearing loans and borrowings**                 | -                                       | (1,988,445)                           | -                                       | (1,988,445)            |
| <b>Net</b>  | <b>Ps. -</b>                            | <b>Ps. (1,134,780)</b>                | <b>Ps. -</b>                            | <b>Ps. (1,134,780)</b> |

\* Jet fuel forwards levels and LIBOR curve.

\*\* LIBOR curve and TIIE Mexican interbank rate. Includes short-term and long-term debt.

There were no transfers between level 1 and level 2 during the period.



The following table summarizes the loss from derivatives financial instruments recognized in the consolidated statements of operations for the years ended December 31, 2018, 2017 and 2016:

Consolidated statements of operations

| INSTRUMENT                            | FINANCIAL STATEMENTS LINE         | 2018                 | 2017              | 2016               |
|---------------------------------------|-----------------------------------|----------------------|-------------------|--------------------|
| Jet fuel Asian call options contracts | Fuel                              | Ps. (402,493)        | Ps. 26,980        | Ps. 305,166        |
| Foreign currency forward              | Aircraft and engine rent expenses | (52,516)             | 11,290            | –                  |
| Interest rate swap contracts          | Aircraft and engine rent expenses | –                    | 13,827            | 48,777             |
| <b>Total</b>                          |                                   | <b>Ps. (455,009)</b> | <b>Ps. 52,097</b> | <b>Ps. 353,943</b> |

The following table summarizes the net (loss) gain on CFH before taxes recognized in the consolidated statements of comprehensive income for the years ended December 31, 2018, 2017 and 2016:

Consolidated statements of other comprehensive (loss) income

| INSTRUMENT                            | FINANCIAL STATEMENTS LINE | 2018                 | 2017                | 2016               |
|---------------------------------------|---------------------------|----------------------|---------------------|--------------------|
| Jet fuel Asian call options Contracts | OCI                       | Ps. (174,984)        | Ps. (54,202)        | Ps. 583,065        |
| Jet fuel Zero cost collars            | OCI                       | (122,948)            | –                   | –                  |
| Interest rate swap contracts          | OCI                       | –                    | 14,144              | 41,629             |
| Foreign currency forward              | OCI                       | 14,241               | (2,090)             | –                  |
| <b>Total (Note 22)</b>                |                           | <b>Ps. (283,691)</b> | <b>Ps. (42,148)</b> | <b>Ps. 624,694</b> |

The exchange rates used to translate the above amounts to Mexican pesos at December 31, 2018, 2017 and 2016 were Ps.19.6829, Ps.19.7354 and Ps.20.6640, respectively, per U.S. dollar.

5. FINANCIAL ASSETS AND LIABILITIES

At December 31, 2018, 2017 and 2016, the Company's financial assets are represented by cash and cash equivalents, trade and other accounts receivable, accounts receivable with carrying amounts that approximate their fair value.

a) Financial assets

|   | 2018              | 2017               | 2016           |
|---|-------------------|--------------------|----------------|
| Derivative financial instruments designated as cash flow hedges (effective portion recognized within OCI) |                   |                    |                |
| Jet fuel Asian call options   | Ps. 48,199        | Ps. 497,403        | Ps. 867,809    |
| Foreign currency forward contracts  | 14,241            | –                  | –              |
| <b>Total financial assets</b>   | <b>Ps. 62,440</b> | <b>Ps. 497,403</b> | <b>867,809</b> |

Presented on the consolidated statements of financial position as follows:

|             |            |             |             |
|-------------|------------|-------------|-------------|
| Current     | Ps. 62,440 | Ps. 497,403 | 543,528     |
| Non-current | Ps. –      | Ps. –       | Ps. 324,281 |

**b) Financial debt**

(i) At December 31, 2018, 2017 and 2016, the Company's short-term and long-term debt consists of the following:

|   | 2018                 | 2017          | 2016          |
|---|----------------------|---------------|---------------|
| I. Revolving line of credit with Banco Santander México, S.A., Institución de Banca Múltiple, Grupo Financiero Santander ("Santander") and Banco Nacional de Comercio Exterior, S.N.C. ("Bancomext"), in U.S. dollars, to finance pre-delivery payments, maturing on May 31, 2022, bearing annual interest rate at the three-month LIBOR plus a spread of 260 basis points. | Ps. 3,045,574        | Ps. 2,528,388 | Ps. 1,271,891 |
| II. In December 2016, the Company entered into a short-term working capital facility with Banco Nacional de México S.A. ("Citibanamex") in Mexican pesos, bearing annual interest rate at TIIE 28 days plus a 90 basis points.  | 461,260              | 948,354       | 406,330       |
| III. In December 2016, the Company entered into a U.S. dollar denominated short-term working capital facility with Bank of America México S.A. Institución de Banca Múltiple ("Bank of America") in U.S. dollars, bearing annual interest rate at the one-month LIBOR plus 160 basis points.  | -                    | -             | 309,960       |
| IV. Accrued interest  | 16,364               | 5,972         | 6,102         |
|   | <b>3,523,198</b>     | 3,482,714     | 1,994,283     |
| Less: Short-term maturities   | <b>1,212,259</b>     | 2,403,562     | 1,051,237     |
| Long-term   | <b>Ps. 2,310,939</b> | Ps. 1,079,152 | Ps. 943,046   |

TIIE: Mexican interbank rate

(ii) The following table provides a summary of the Company's scheduled principal payments of financial debt and accrued interest at December 31, 2018:

|   | 2019                 | 2020                 | 2021               | 2022              | Total                |
|---|----------------------|----------------------|--------------------|-------------------|----------------------|
| Finance debt denominated in foreign currency: |                      |                      |                    |                   |                      |
| Santander/Bancomext                           | Ps. 748,865          | Ps. 1,508,757        | Ps. 777,095        | Ps. 25,087        | Ps. 3,059,804        |
| Citibanamex                                   | 463,394              | -                    | -                  | -                 | 463,394              |
| Total   | <b>Ps. 1,212,259</b> | <b>Ps. 1,508,757</b> | <b>Ps. 777,095</b> | <b>Ps. 25,087</b> | <b>Ps. 3,523,198</b> |

(iii) Since 2011, the Company has financed the pre-delivery payments for the acquisition of its aircraft through a revolving financing facility. During the year ended December 31, 2018, the pre-delivery payments for one A320NEO aircraft were financed through this revolving financing facility.

On August 1, 2013, the Company signed an amendment to the loan agreement to finance the pre-delivery payments of eight additional A320CEO ("Current Engine Option") that were delivered in 2015 and 2016.

On February 28, 2014 and November 27, 2014, the Company signed amendments to the loan agreement to finance pre-delivery payments of two and four additional A320CEO, respectively, one was delivered in 2014 and five in 2016.

On August 25, 2015, the Company signed an amendment to the loan agreement to finance pre-delivery payments of eight additional A320NEO aircraft to be delivered between 2017 and 2018. One of this aircraft was incorporated to the Company's fleet during 2017.

On November 30, 2016, the Company signed an additional amendment to the loan agreement to finance pre-delivery payments of 22 additional A320NEO aircraft to be delivered between 2019 and 2020. This amendment was modified on December 19, 2017 to reschedule the delivery dates of the aircraft listed on August 25, 2015 and November 30, 2016, seven and 22 aircraft, respectively. The new delivery date will be between 2019 and 2021. In accordance with this amendment the revolving line with Santander Bancomext will expire as of November 30, 2021. This amendment was modified on November 28, 2018 to reschedule the delivery dates of 26 aircraft listed between 2019 and 2021. The new delivery date will be between 2019 and 2022. In accordance with this last amendment the revolving line with Santander Bancomext will expire as of May 31, 2022.



The “Santander/Bancomext” loan agreement provides for certain covenants, including limits to the ability to, among others:

- i) Incur debt above a specified debt basket unless certain financial ratios are met.
- ii) Create liens.
- iii) Merge with or acquire any other entity without the previous authorization of the Banks.
- iv) Dispose of certain assets.
- v) Declare and pay dividends or make any distribution on the Company’s share capital unless certain financial ratios are met.

At December 31, 2018, 2017 and 2016, the Company was in compliance with the covenants under the above-mentioned loan agreement.

For purposes of financing the pre-delivery payments, Mexican trusts were created whereby, the Company assigned its rights and obligations under the Airbus Purchase Agreement with Airbus, including its obligation to make pre-delivery payments to the Mexican trusts, and the Company guaranteed the obligations of the Mexican trusts under the financing agreement (Deutsche Bank Mexico, S.A. Trust 1710 and 1711).

- (iv) At December 31, 2018, the Company have available credit lines totaling Ps.6,721,139, of which Ps.4,063,947 were related to financial debt and Ps.2,657,192 were related to letters of credit (Ps.1,048,241 were undrawn). At December 31, 2017, the Company had available credit lines totaling Ps.7,368,346, of which Ps.4,616,861 were related to financial debt and Ps.2,751,485 were related to letters of credit (Ps.1,739,775 were undrawn). At December 31, 2016, the Company had available credit lines totaling Ps.6,936,237, of which Ps.5,048,477 were related to financial debt and Ps.1,887,760 were related to letters of credit (Ps.3,703,184 were undrawn).

**Changes in liabilities arising from financing activities**

At December 31, 2018, 2017 and 2016, the changes in liabilities from financing activities from the Company are summarized in the following table:

|                              | JANUARY 1, 2018 | NET CASH FLOWS | ACCRUED INTEREST | FOREIGN EXCHANGE MOVEMENT | CURRENT VS NON- CURRENT RECLASSIFICATION AND OTHER | DECEMBER, 31, 2018 |
|------------------------------|-----------------|----------------|------------------|---------------------------|--|--------------------|
| Current interest-bearing     |                 |                |                  |                           |  |                    |
| loans and borrowings         | Ps. 2,403,562   | Ps. (793,363)  | Ps. 10,392       | Ps. 71,380                | Ps. (479,712)                                      | Ps. 1,212,259      |
| Non-current interest –       |                 |                |                  |                           |  |                    |
| bearing loans and borrowings | 1,079,152       | 808,620        | –                | (56,945)                  | 480,112  | 2,310,939          |
| Total liabilities from       |                 |                |                  |                           |  |                    |
| financing activities         | Ps. 3,482,714   | Ps. 15,257     | Ps. 10,392       | Ps. 14,435                | Ps. 400  | Ps. 3,523,198      |

|                              | JANUARY 1, 2017 | NET CASH FLOWS | ACCRUED INTEREST | FOREIGN EXCHANGE MOVEMENT | CURRENT VS NON- CURRENT RECLASSIFICATION AND OTHER | DECEMBER, 31, 2017 |
|------------------------------|-----------------|----------------|------------------|---------------------------|--|--------------------|
| Current interest-bearing     |                 |                |                  |                           |  |                    |
| loans and borrowings         | Ps. 1,051,237   | Ps. 419,350    | Ps. (130)        | Ps. 25,924                | Ps. 907,181  | Ps. 2,403,562      |
| Non-current interest –       |                 |                |                  |                           |  |                    |
| bearing loans and borrowings | 943,046         | 1,093,808      | –                | (50,521)                  | (907,181)  | 1,079,152          |
| Total liabilities from       |                 |                |                  |                           |  |                    |
| financing activities         | Ps. 1,994,283   | Ps. 1,513,158  | Ps. (130)        | Ps. (24,597)              | Ps. –  | Ps. 3,482,714      |

|                              | JANUARY 1, 2016 | NET CASH FLOWS | ACCRUED INTEREST | FOREIGN EXCHANGE MOVEMENT | CURRENT VS NON- CURRENT RECLASSIFICATION AND OTHER | DECEMBER, 31, 2016 |
|------------------------------|-----------------|----------------|------------------|---------------------------|--|--------------------|
| Current interest-bearing     |                 |                |                  |                           |  |                    |
| loans and borrowings         | Ps. 1,371,202   | Ps. (753,897)  | Ps. (1,239)      | Ps. 121,269               | Ps. 313,902  | Ps. 1,051,237      |
| Non-current interest –       |                 |                |                  |                           |  |                    |
| bearing loans and borrowings | 219,817         | 938,681        | –                | 98,450                    | (313,902)  | 943,046            |
| Total liabilities from       |                 |                |                  |                           |  |                    |
| financing activities         | Ps. 1,591,019   | Ps. 184,784    | Ps. (1,239)      | Ps. 219,719               | Ps. –  | Ps. 1,994,283      |

**c) Other financial liabilities**

|   | 2018        | 2017  | 2016       |
|---|-------------|-------|------------|
| Derivative financial instruments designated as CFH (effective portion recognized within OCI): |             |       |            |
| Zero cost collar options  | Ps. 122,948 | Ps. – | Ps. –      |
| Interest rate swap contracts  | –           | –     | 14,144     |
| Total financial liabilities   | Ps. 122,948 | Ps. – | Ps. 14,144 |
| Presented on the consolidated statements of financial position as follows:                    |             |       |            |
| Current   | Ps. 122,948 | Ps. – | Ps. 14,144 |
| Non-current   | Ps. –       | Ps. – | Ps. –      |

## 6. CASH AND CASH EQUIVALENTS

An analysis of this caption is as follows:

|  | 2018                 | 2017                 | 2016                 |
|--|----------------------|----------------------|----------------------|
| Short-term investments                 | Ps. 4,796,554        | Ps. 5,982,314        | Ps. 4,433,559        |
| Cash in banks                          | 1,061,150            | 963,162              | 2,632,878            |
| Cash on hand                           | 5,238                | 5,403                | 4,814                |
| <b>Total cash and cash equivalents</b> | <b>Ps. 5,862,942</b> | <b>Ps. 6,950,879</b> | <b>Ps. 7,071,251</b> |

## 7. RELATED PARTIES

- a) An analysis of balances due from/to related parties at December 31, 2018, 2017 and 2016 is provided below. All companies are considered affiliates, since the Company's primary shareholders or directors are also direct or indirect shareholders of the related parties:

|                                     | TYPE OF TRANSACTION             | COUNTRY OF ORIGIN | 2018              | 2017              | 2016              | TERMS   |
|-------------------------------------|---------------------------------|-------------------|-------------------|-------------------|-------------------|---------|
| <b>Due from:</b>                    |                                 |                   |                   |                   |                   |         |
| Frontier Airlines Inc. ("Frontier") | Code-share                      | USA               | Ps. 8,266         | Ps. -             | Ps. -             | 30 days |
|                                     |                                 |                   | <u>Ps. 8,266</u>  | <u>Ps. -</u>      | <u>Ps. -</u>      |         |
| <b>Due to:</b>                      |                                 |                   |                   |                   |                   |         |
| One Link, S.A. de C.V. ("One Link") | Call center fees                | El Salvador       | Ps. -             | Ps. 24,980        | Ps. 33,775        | 30 days |
| Aeromantenimiento, S.A. ("Aeroman") | Aircraft and engine maintenance | El Salvador       | 15,024            | 15,951            | 30,627            | 30 days |
| Frontier Airlines Inc. ("Frontier") | Code-share                      | USA               | 2,751             | -                 | -                 | 30 days |
| SearchForce, Inc. ("SearchForce")   | Internet services               | Mexico            | -                 | -                 | 620               | 30 days |
|                                     |                                 |                   | <u>Ps. 17,775</u> | <u>Ps. 40,931</u> | <u>Ps. 65,022</u> |         |

- b) During the years ended December 31, 2018, 2017 and 2016, the Company had the following transactions with related parties:

| RELATED PARTY TRANSACTIONS                             | COUNTRY OF ORIGIN             | 2018        | 2017        | 2016        |
|--|-------------------------------|-------------|-------------|-------------|
| <b>Revenues:</b>                                       |                               |             |             |             |
| Transactions with affiliates                           |                               |             |             |             |
| Frontier   |                               |             |             |             |
| Code-share   | USA                           | Ps. 8,358   | Ps. -       | Ps. -       |
| <b>Expenses:</b>                                       |                               |             |             |             |
| Transactions with affiliates                           |                               |             |             |             |
| Aeroman  |                               |             |             |             |
| Aircraft and engine maintenance                        | El Salvador/Guatemala         | Ps. 341,726 | Ps. 249,266 | Ps. 304,399 |
| One Link, Mijares Angoitia, Servprot and Human Capital |                               |             |             |             |
| Call center fees and other fees                        | Mexico/El Salvador            | 4,800       | 202,689     | 173,197     |
| Aeroman  |                               |             |             |             |
| Technical support                                      | Mexico/El Salvador/ Guatemala | 4,796       | 8,088       | 8,105       |

Frontier started having transactions with the Company in September 2018. During the years ended December 31, 2017 and 2016 the Company did not have any revenue transactions with related parties.

As of December 31, 2018, 2017 and 2016, there have been no guarantees provided or received for any related party receivables or payables. For the years ended December 31, 2018, 2017 and 2016, no provision for expected credit losses had been recognized.

### c) Servprot

Servprot S.A. de C.V. ("Servprot") is a related party because Enrique Beltranena, the Company's Chief Executive Officer and member of the board of directors, and Rodolfo Montemayor, a member of the board of directors, until April 19, 2018 is shareholder of such company. Servprot provides security services for Mr. Beltranena and his family, as well as for Mr. Montemayor. During the years ended December 31, 2018, 2017 and 2016 the Company expensed Ps.2,804, Ps.1,838 and Ps.1,733, respectively for this concept.

### d) Aeroman

Aeroman is a related party because Roberto José Kriete Ávila, a member of the Company's board of directors, and members of his immediate family are shareholders of Aeroman. The Company entered into an aircraft repair and maintenance service agreement with Aeroman on January 1, 2017. This agreement provides that the Company has to use Aeroman, exclusively for aircraft repair and maintenance services, subject to availability. Under this agreement, Aeroman provides inspection,



maintenance, repair and overhaul services for aircraft. The Company makes payments under this agreement depending on the services performed. This agreement is for a 5 years term. As of December 31, 2018, 2017 and 2016, the balances due under the agreement with Aeroman were Ps.15,024, Ps.15,951 and Ps.30,627, respectively. The Company incurred expenses in aircraft, engine maintenance and technical support under this agreement of Ps.346,522, Ps.251,731 and Ps.308,731 for the years ended December 31, 2018, 2017 and 2016, respectively.

**e) Human Capital International**

The Company entered into a professional services agreement with Human Capital International HCI, S.A. de C.V., or Human Capital International, on February 25, 2015, for the selection and hiring of executives. Rodolfo Montemayor Garza, member of the Company's board of directors until April 19, 2018, is a founder and chairman of the board of directors of Human Capital International. As of December 31, 2018, 2017 and 2016, the Company recognized an expense under this agreement of Ps.324, Ps.816 and Ps.3,127, respectively.

**f) One Link**

One Link was a related party until December 31, 2017, because Marco Baldocchi, an alternate member of the board, was a director of the Company. Pursuant to this agreement, One Link received calls from the customers to book flights and provides customers with information about fares, schedules and availability. As of December 31, 2017 and 2016, the balance due under this agreement was Ps.24,980 and Ps.33,775, respectively, and the Company recognized an expense under this agreement of Ps.200,035 and Ps.168,337 for the years ended December 31, 2017 and 2016, respectively.

**g) SearchForce**

SearchForce is a related party because William Dean Donovan, a member of the board, is a director of the Company. Pursuant to this agreement, SearchForce provides consultation services, reports, findings, analysis or other deliverables to us regarding the software and the implementation of the internet marketing strategy developed to the Company at its request. As of December 31, 2018, 2017 and 2016, the balance due under this agreement was Ps.0, Ps.0 and Ps.620.

The Company recognized an expense under this agreement of Ps.0, Ps.1,946 and Ps.3,446 for the years ended December 31, 2018, 2017 and 2016, respectively.

**h) Mijares, Angoitia, Cortés y Fuentes**

Mijares, Angoitia, Cortés y Fuentes is a related party because Ricardo Maldonado Yañez and Eugenio Macouzet de León, member and alternate member, respectively, of the board of the Company since April 2018, are partners of Mijares, Angoitia, Cortés y Fuentes. As of December 31, 2018, the balance due under this agreement was Ps.0 and the Company recognized an expense under this agreement of Ps.1,672, for the year ended December 31, 2018.

**i) Frontier**

Frontier is a related party because Mr. William A. Franke and Brian H. Franke are members of the board of the Company and Frontier as well as Indigo Partners have significant investments in both Companies. As of December 31, 2018, the net balance due under this agreement was Ps.8,266 and the Company recognized revenue under this agreement of Ps.8,358 for the year ended December 31, 2018.

**j) Directors and officers**

During the year ended December 31, 2018, 2017 and 2016, the chairman and the independent members of the Company's board of directors received an aggregate compensation of approximately Ps.7,178, Ps.8,993 and Ps.7,751, respectively, and the rest of the directors received a compensation of Ps.5,217, Ps.7,834 and Ps.7,308, respectively.

During the years ended December 31, 2018, 2017 and 2016, all the Company's senior managers received an aggregate compensation of short and long-term benefits of Ps.180,001, Ps.134,370 and Ps.160,762, respectively, these amounts were recognized in salaries and benefits in the consolidated statement of operations.

For the years ended December 31, 2018, 2017 and 2016 the cost of the share-based payments transactions (MIP and LTIP) were Ps.19,980, Ps.13,508 and Ps.7,816, respectively. Cash-settled payments transactions MIP II and SARs were Ps.(5,238), Ps.(25,498) and Ps.86,100, respectively (Note 17).

Starting 2015, the Company adopted a new short-term benefit plan for certain personnel whereby cash bonuses are awarded for meeting certain Company's performance target. During the years ended December 31, 2018, 2017 and 2016, the Company recorded a provision in the amount of Ps.50,000, Ps.0, and Ps.53,738 respectively.

**8. OTHER ACCOUNTS RECEIVABLE, NET**

An analysis of other accounts receivable at December 31, 2018 and 2017, is detailed below:

|   | 2018 |                | 2017 |          | 2016 |          |
|---|------|----------------|------|----------|------|----------|
| <b>Current:</b>                           |      |                |      |          |      |          |
| Credit cards                              | Ps.  | 96,646         | Ps.  | 191,322  | Ps.  | 253,374  |
| Benefits from suppliers                   |      | 68,946         |      | -        |      | -        |
| Other accounts receivable                 |      | 101,487        |      | 117,582  |      | 26,236   |
| Other points of sales                     |      | 71,054         |      | 54,719   |      | 23,867   |
| Affinity credit card                      |      | 55,172         |      | 40,517   |      | 8,950    |
| Cargo clients                             |      | 41,408         |      | 34,655   |      | 29,901   |
| Travel agencies and insurance commissions |      | 39,806         |      | 27,925   |      | 20,477   |
| Marketing services receivable             |      | 7,999          |      | 13,435   |      | 11,070   |
| Airport services                          |      | 9,991          |      | 5,898    |      | 9,479    |
| Employees                                 |      | 27,274         |      | 8,878    |      | 7,551    |
| Insurance claims                          |      | -              |      | 1,345    |      | 55,815   |
|   |      | <b>519,783</b> |      | 496,276  |      | 446,720  |
| Allowance for credit losses               |      | (11,304)       |      | (17,809) |      | (19,317) |
|   | Ps.  | <b>508,479</b> | Ps.  | 478,467  | Ps.  | 427,403  |

Accounts receivable have the following aging:

| DAYS   | 2018              |                    |                    | 2017              |                    |                    | 2016              |                    |                    |
|--------|-------------------|--------------------|--------------------|-------------------|--------------------|--------------------|-------------------|--------------------|--------------------|
|        | IMPAIRED          | NOT IMPAIRED       | TOTAL 2018         | IMPAIRED          | NOT IMPAIRED       | TOTAL 2017         | IMPAIRED          | NOT IMPAIRED       | TOTAL 2016         |
| 0-30   | Ps. 8,725         | Ps. 388,644        | Ps. 397,369        | Ps. 16,962        | Ps. 415,847        | Ps. 432,809        | Ps. 15,723        | Ps. 398,721        | Ps. 414,444        |
| 31-60  | -                 | 69,648             | 69,648             | -                 | 38,705             | 38,705             | -                 | 11,231             | 11,231             |
| 61-90  | -                 | 27,138             | 27,138             | -                 | 17,918             | 17,918             | -                 | 14,492             | 14,492             |
| 91-120 | 2,579             | 23,049             | 25,628             | 847               | 5,997              | 6,844              | 3,594             | 2,959              | 6,553              |
|        | <b>Ps. 11,304</b> | <b>Ps. 508,479</b> | <b>Ps. 519,783</b> | <b>Ps. 17,809</b> | <b>Ps. 478,467</b> | <b>Ps. 496,276</b> | <b>Ps. 19,317</b> | <b>Ps. 427,403</b> | <b>Ps. 446,720</b> |

The movement in the allowance for credit losses from January 1, 2016 to December 31, 2018 is as follows:

|  |            |                 |
|--|------------|-----------------|
| Balance as of January 1, 2016          | Ps.        | (24,612)        |
| Write-offs                             |            | 14,459          |
| Increase in allowance                  |            | (9,164)         |
| Balance as of December 31, 2016        |            | (19,317)        |
| Write-offs                             |            | 6,228           |
| Increase in allowance                  |            | (4,720)         |
| Balance as of December 31, 2017        |            | (17,809)        |
| Write-offs                             |            | 17,126          |
| Increase in allowance                  |            | (10,621)        |
| <b>Balance as of December 31, 2018</b> | <b>Ps.</b> | <b>(11,304)</b> |

## 9. INVENTORIES

An analysis of inventories at December 31, 2018, 2017 and 2016 is as follows:

|   | 2018       |                |            | 2017           |            |                | 2016 |  |  |
|---|------------|----------------|------------|----------------|------------|----------------|------|--|--|
| Spare parts and accessories of flight equipment | Ps.        | 289,737        | Ps.        | 285,185        | Ps.        | 235,330        |      |  |  |
| Miscellaneous supplies                          |            | 7,534          |            | 9,665          |            | 8,554          |      |  |  |
|   | <b>Ps.</b> | <b>297,271</b> | <b>Ps.</b> | <b>294,850</b> | <b>Ps.</b> | <b>243,884</b> |      |  |  |

The inventory items are consumed during or used mainly in delivery of in-flight services and for maintenance services by the Company and are valued at the lower of cost or replacement value. During the years ended as of December 31, 2018, 2017 and 2016, the amount of consumption of inventories, recorded as an operating expense as part of maintenance expense was Ps.290,206, Ps.242,265 and Ps.186,719, respectively.



## 10. PREPAID EXPENSES AND OTHER CURRENT ASSETS

An analysis of prepaid expenses and other current assets at December 31, 2018, 2017 and 2016 is as follows:

|   | 2018 |         | 2017 |         | 2016 |           |
|---|------|---------|------|---------|------|-----------|
| Advances to suppliers   | Ps.  | 273,251 | Ps.  | 346,263 | Ps.  | 705,105   |
| Prepaid aircraft rent   |      | 274,254 |      | 215,784 |      | 668,306   |
| Prepaid insurance   |      | 76,896  |      | 68,712  |      | 47,663    |
| Other prepaid expenses  |      | 22,682  |      | 65,642  |      | 33,555    |
| Sales commission to travel agencies (Note 1d)                     |      | 59,620  |      | 54,501  |      | 73,413    |
| Advances for constructions of aircraft and engines                |      | –       |      | 13,764  |      | 31,437    |
| Loss on sale and leaseback transactions to be amortized (Note 14) |      | 3,047   |      | 3,047   |      | 3,047     |
|   | Ps.  | 709,750 | Ps.  | 767,713 | Ps.  | 1,562,526 |

## 11. GUARANTEE DEPOSITS

An analysis of this caption at December 31, 2018, 2017 and 2016 is as follows:

|   | 2018 |           | 2017 |           | 2016 |           |
|---|------|-----------|------|-----------|------|-----------|
| <b>Current asset:</b>                                   |      |           |      |           |      |           |
| Aircraft maintenance deposits paid to lessors (Note 1j) | Ps.  | 729,899   | Ps.  | 1,317,663 | Ps.  | 1,145,913 |
| Deposits for rental of flight equipment                 |      | 1,220     |      | 17,178    |      | 14,155    |
| Other guarantee deposits                                |      | 59,516    |      | 18,052    |      | 7,141     |
|   |      | 790,635   |      | 1,352,893 |      | 1,167,209 |
| <b>Non-current asset:</b>                               |      |           |      |           |      |           |
| Aircraft maintenance deposits paid to lessors (Note 1j) |      | 5,765,122 |      | 5,631,304 |      | 5,951,831 |
| Deposits for rental of flight equipment                 |      | 531,261   |      | 441,110   |      | 589,804   |
| Other guarantee deposits                                |      | 41,113    |      | 25,838    |      | 18,243    |
|   |      | 6,337,496 |      | 6,098,252 |      | 6,559,878 |
|   | Ps.  | 7,128,131 | Ps.  | 7,451,145 | Ps.  | 7,727,087 |

## 12. ROTABLE SPARE PARTS, FURNITURE AND EQUIPMENT, NET

|  | GROSS VALUE             |                         |                         | ACCUMULATED DEPRECIATION |                         |                         | NET CARRYING VALUE      |                         |                         |
|--|-------------------------|-------------------------|-------------------------|--------------------------|-------------------------|-------------------------|-------------------------|-------------------------|-------------------------|
|  | AT DECEMBER<br>31, 2018 | AT DECEMBER<br>31, 2017 | AT DECEMBER<br>31, 2016 | AT DECEMBER<br>31, 2018  | AT DECEMBER<br>31, 2017 | AT DECEMBER<br>31, 2016 | AT DECEMBER<br>31, 2018 | AT DECEMBER<br>31, 2017 | AT DECEMBER<br>31, 2016 |
| Leasehold improvements to flight equipment | Ps. 3,221,167           | Ps. 2,382,687           | Ps. 1,709,868           | Ps. (2,083,053)          | Ps. (1,769,589)         | Ps. (1,386,844)         | Ps. 1,138,114           | Ps. 613,098             | Ps. 323,024             |
| Pre-delivery payments                      | 3,672,090               | 2,783,303               | 1,206,330               | -                        | -                       | -                       | 3,672,090               | 2,783,303               | 1,206,330               |
| Aircraft parts and rotatable spare parts   | 609,232                 | 506,735                 | 393,522                 | (233,403)                | (181,091)               | (137,712)               | 375,829                 | 325,644                 | 255,810                 |
| Aircraft spare engines                     | 323,410                 | 323,410                 | 323,025                 | (34,917)                 | (18,132)                | (1,337)                 | 288,493                 | 305,278                 | 321,688                 |
| Construction and improvements in process   | 142,738                 | 193,607                 | 255,374                 | -                        | -                       | -                       | 142,738                 | 193,607                 | 255,374                 |
| Standardization                            | 203,611                 | 192,808                 | 176,975                 | (127,136)                | (113,407)               | (94,864)                | 76,475                  | 79,401                  | 82,111                  |
| Constructions and improvements             | 132,446                 | 131,503                 | 120,886                 | (117,211)                | (106,335)               | (85,873)                | 15,235                  | 25,168                  | 35,013                  |
| Computer equipment                         | 44,563                  | 30,113                  | 24,172                  | (28,016)                 | (20,790)                | (16,972)                | 16,547                  | 9,323                   | 7,200                   |
| Workshop tools                             | 23,454                  | 20,500                  | 20,500                  | (20,085)                 | (18,229)                | (15,915)                | 3,369                   | 2,271                   | 4,585                   |
| Electric power equipment                   | 15,438                  | 15,439                  | 14,818                  | (10,316)                 | (9,185)                 | (7,890)                 | 5,122                   | 6,254                   | 6,928                   |
| Communications equipment                   | 12,305                  | 11,229                  | 9,261                   | (7,394)                  | (6,502)                 | (5,706)                 | 4,911                   | 4,727                   | 3,555                   |
| Workshop machinery and equipment           | 9,530                   | 8,405                   | 7,240                   | (5,049)                  | (4,345)                 | (3,622)                 | 4,481                   | 4,060                   | 3,618                   |
| Motorized transport equipment platform     | 5,496                   | 5,587                   | 5,703                   | (5,050)                  | (4,701)                 | (4,346)                 | 446                     | 886                     | 1,357                   |
| Service carts on board                     | 5,403                   | 5,403                   | 5,403                   | (5,277)                  | (5,021)                 | (4,645)                 | 126                     | 382                     | 758                     |
| Office furniture and equipment             | 66,546                  | 44,749                  | 36,310                  | (28,240)                 | (22,454)                | (18,653)                | 38,306                  | 22,295                  | 17,657                  |
| <b>Total</b>                               | <b>Ps. 8,487,429</b>    | <b>Ps. 6,655,478</b>    | <b>Ps. 4,309,387</b>    | <b>Ps. (2,705,147)</b>   | <b>Ps. (2,279,781)</b>  | <b>Ps. (1,784,379)</b>  | <b>Ps. 5,782,282</b>    | <b>Ps. 4,375,697</b>    | <b>Ps. 2,525,008</b>    |

\* During the years ended December 31, 2018, 2017 and 2016, the Company capitalized borrowing costs of Ps.357,920, Ps.193,389 and Ps.95,445, respectively. The amount of this line is net of disposals of capitalized borrowing costs related to sale and leaseback transactions of Ps.242,678, Ps.110,274 and Ps.84,936, respectively.



|                          | AIRCRAFT PARTS AND ROTABLE SPARE PARTS | AIRCRAFT SPARE ENGINES | CONSTRUCTIONS AND IMPROVEMENTS | STANDARDIZATION | COMPUTER EQUIPMENT | OFFICE FURNITURE AND EQUIPMENT | ELECTRIC POWER EQUIPMENT | WORKSHOP TOOLS | MOTORIZED TRANSPORT EQUIPMENT PLATFORM | COMMUNICATIONS EQUIPMENT | WORKSHOP MACHINERY AND EQUIPMENT | SERVICE CARTS ON BOARD | PRE-DELIVERY PAYMENTS | CONSTRUCTION AND IMPROVEMENTS IN PROCESS | LEASEHOLD IMPROVEMENTS TO FLIGHT EQUIPMENT | TOTAL            |
|--------------------------|--|------------------------|--------------------------------|-----------------|--------------------|--------------------------------|--------------------------|----------------|--|--------------------------|----------------------------------|------------------------|-----------------------|--|--|------------------|
| Net book amount as of    |  |                        |                                |                 |                    |                                |                          |                |  |                          |                                  |                        |                       |  |  |                  |
| December 31, 2015        | Ps. 179,947                            | Ps. –                  | Ps. 18,202                     | Ps. 83,886      | Ps. 4,195          | Ps. 12,932                     | Ps. 9,033                | Ps. 4,815      | Ps. 1,326                              | Ps. 3,764                | Ps. 4,179                        | Ps. 1,453              | Ps. 1,583,835         | Ps. 140,926                              | Ps. 501,157                                | Ps. 2,549,650    |
| Additions                | 110,592                                | 323,025                | 2,218                          | 21,953          | 740                | 517                            | 1,467                    | 4,217          | 505                                    | 129                      | 131                              | 36                     | 1,345,081             | 161,560                                  | 226,526                                    | 2,198,697        |
| Disposals and transfers  | (1,299)                                | –                      | –                              | –               | –                  | (110)                          | (1,626)                  | –              | (49)                                   | –                        | –                                | –                      | (1,733,093)           | (2,132)                                  | –  | (1,738,309)      |
| Borrowing costs, net*    | –                                      | –                      | –                              | –               | –                  | –                              | –                        | –              | –                                      | –                        | –                                | –                      | 10,507                | –  | –  | 10,507           |
| Other movements          | –                                      | –                      | 32,441                         | –               | 4,814              | 7,877                          | –                        | 25             | 46                                     | 493                      | –                                | –                      | –                     | (44,980)                                 | –  | 716              |
| Depreciation             | (33,430)                               | (1,337)                | (17,848)                       | (23,728)        | (2,549)            | (3,559)                        | (1,946)                  | (4,472)        | (471)                                  | (831)                    | (692)                            | (731)                  | –                     | –  | (404,659)                                  | (496,253)        |
| As of December 31, 2016  | 255,810                                | 321,688                | 35,013                         | 82,111          | 7,200              | 17,657                         | 6,928                    | 4,585          | 1,357                                  | 3,555                    | 3,618                            | 758                    | 1,206,330             | 255,374                                  | 323,024                                    | 2,525,008        |
| Cost                     | 393,522                                | 323,025                | 120,886                        | 176,975         | 24,172             | 36,310                         | 14,818                   | 20,500         | 5,703                                  | 9,261                    | 7,240                            | 5,403                  | 1,206,330             | 255,374                                  | 1,709,868                                  | 4,309,387        |
| Accumulated depreciation | (137,712)                              | (1,337)                | (85,873)                       | (94,864)        | (16,972)           | (18,653)                       | (7,890)                  | (15,915)       | (4,346)                                | (5,706)                  | (3,622)                          | (4,645)                | –                     | –  | (1,386,844)                                | (1,784,379)      |
| Net book amount as of    |  |                        |                                |                 |                    |                                |                          |                |  |                          |                                  |                        |                       |  |  |                  |
| December 31, 2016        | Ps. 255,810                            | Ps. 321,688            | Ps. 35,013                     | Ps. 82,111      | Ps. 7,200          | Ps. 17,657                     | Ps. 6,928                | Ps. 4,585      | Ps. 1,357                              | Ps. 3,555                | Ps. 3,618                        | Ps. 758                | Ps. 1,206,330         | Ps. 255,374                              | Ps. 323,024                                | Ps. 2,525,008    |
| Additions                | 115,173                                | 385                    | –                              | 15,833          | 1,845              | 6,805                          | –                        | –              | –                                      | –                        | 123                              | –                      | 1,707,805             | 206,932                                  | 529,331                                    | 2,584,232        |
| Disposals and transfers  | (930)                                  | –                      | –                              | –               | –                  | (15)                           | –                        | –              | –                                      | –                        | –                                | –                      | (213,947)             | (3,555)                                  | (101,224)                                  | (319,671)        |
| Borrowing costs, net*    | –                                      | –                      | –                              | –               | –                  | –                              | –                        | –              | –                                      | –                        | –                                | –                      | 83,115                | –  | –  | 83,115           |
| Other movements          | –                                      | –                      | 10,371                         | –               | 4,087              | 1,649                          | 620                      | –              | –                                      | 1,968                    | 1,041                            | –                      | –                     | (265,144)                                | 244,712                                    | (696)            |
| Depreciation             | (44,409)                               | (16,795)               | (20,216)                       | (18,543)        | (3,809)            | (3,801)                        | (1,294)                  | (2,314)        | (471)                                  | (796)                    | (722)                            | (376)                  | –                     | –  | (382,745)                                  | (496,291)        |
| As of December 31, 2017  | 325,644                                | 305,278                | 25,168                         | 79,401          | 9,323              | 22,295                         | 6,254                    | 2,271          | 886                                    | 4,727                    | 4,060                            | 382                    | 2,783,303             | 193,607                                  | 613,098                                    | 4,375,697        |
| Cost                     | 506,735                                | 323,410                | 131,503                        | 192,808         | 30,113             | 44,749                         | 15,439                   | 20,500         | 5,587                                  | 11,229                   | 8,405                            | 5,403                  | 2,783,303             | 193,607                                  | 2,382,687                                  | 6,655,478        |
| Accumulated depreciation | (181,091)                              | (18,132)               | (106,335)                      | (113,407)       | (20,790)           | (22,454)                       | (9,185)                  | (18,229)       | (4,701)                                | (6,502)                  | (4,345)                          | (5,021)                | –                     | –  | (1,769,589)                                | (2,279,781)      |
| Net book amount as of    |  |                        |                                |                 |                    |                                |                          |                |  |                          |                                  |                        |                       |  |  |                  |
| December 31, 2017        | Ps. 325,644                            | Ps. 305,278            | Ps. 25,168                     | Ps. 79,401      | Ps. 9,323          | Ps. 22,295                     | Ps. 6,254                | Ps. 2,271      | Ps. 886                                | Ps. 4,727                | Ps. 4,060                        | Ps. 382                | Ps. 2,783,303         | Ps. 193,607                              | Ps. 613,098                                | Ps. 4,375,697    |
| Additions                | <b>106,240</b>                         | <b>260,131</b>         | <b>689</b>                     | <b>10,803</b>   | <b>5,316</b>       | <b>652</b>                     | –                        | <b>2,673</b>   | –                                      | <b>1,050</b>             | <b>1,040</b>                     | –                      | <b>1,485,643</b>      | <b>142,703</b>                           | <b>676,457</b>                             | <b>2,693,397</b> |
| Disposals and transfers  | (1,735)                                | (260,131)              | –                              | –               | –                  | –                              | –                        | –              | –                                      | –                        | (2)                              | –                      | (712,098)             | (89)                                     | –  | (974,055)        |
| Borrowing costs, net*    | –                                      | –                      | –                              | –               | –                  | –                              | –                        | –              | –                                      | –                        | –                                | –                      | 115,242               | –  | –  | 115,242          |
| Other movements          | –                                      | –                      | 67                             | –               | 9,123              | 21,568                         | –                        | 281            | 42                                     | 26                       | 110                              | –                      | –                     | (193,483)                                | 162,023                                    | (243)            |
| Depreciation             | (54,320)                               | (16,785)               | (10,689)                       | (13,729)        | (7,215)            | (6,209)                        | (1,132)                  | (1,856)        | (482)                                  | (892)                    | (727)                            | (256)                  | –                     | –  | (313,464)                                  | (427,756)        |
| As of December 31, 2018  | 375,829                                | 288,493                | 15,235                         | 76,475          | 16,547             | 38,306                         | 5,122                    | 3,369          | 446                                    | 4,911                    | 4,481                            | 126                    | 3,672,090             | 142,738                                  | 1,138,114                                  | 5,782,282        |
| Cost                     | 609,232                                | 323,410                | 132,446                        | 203,611         | 44,563             | 66,546                         | 15,438                   | 23,454         | 5,496                                  | 12,305                   | 9,530                            | 5,403                  | 3,672,090             | 142,738                                  | 3,221,167                                  | 8,487,429        |
| Accumulated depreciation | (233,403)                              | (34,917)               | (117,211)                      | (127,136)       | (28,016)           | (28,240)                       | (10,316)                 | (20,085)       | (5,050)                                | (7,394)                  | (5,049)                          | (5,277)                | –                     | –  | (2,083,053)                                | (2,705,147)      |
| Net book amount as of    |  |                        |                                |                 |                    |                                |                          |                |  |                          |                                  |                        |                       |  |  |                  |
| December 31, 2018        | Ps. 375,829                            | Ps. 288,493            | Ps. 15,235                     | Ps. 76,475      | Ps. 16,547         | Ps. 38,306                     | Ps. 5,122                | Ps. 3,369      | Ps. 446                                | Ps. 4,911                | Ps. 4,481                        | Ps. 126                | Ps. 3,672,090         | Ps. 142,738                              | Ps. 1,138,114                              | Ps. 5,782,282    |

- a) Depreciation expense for the years ended December 31, 2018, 2017 and 2016, was Ps.427,756, Ps.496,291 and Ps.496,253, respectively. Depreciation charges for the year are recognized as a component of operating expenses in the consolidated statements of operations.
- b) In October 2005 and December 2006, the Company entered into purchase agreements with Airbus and International Aero Engines AG ("IAE") for the purchase of aircraft and engines, respectively. Under such agreements and prior to the delivery of each aircraft and engine, the Company agreed to make pre-delivery payments, which were calculated based on the reference price of each aircraft and engine, and following a formula established for such purpose in the agreements.

In 2011, the Company amended the agreement with Airbus for the purchase of 44 A320 family aircraft to be delivered from 2015 to 2020. The new order includes 14 A320CEO and 30 A320NEO.

On August 16, 2013, the Company entered into certain agreements with IAE and United Technologies Corporation Pratt & Whitney Division ("P&W"), which included the purchase of the engines for 14 A320CEO and 30 A320NEO respectively, to be delivered between 2014 and 2020. This agreement also included the purchase of one spare engine for the A320CEO fleet (which was received during the fourth quarter of 2016) and six spare engines for the A320NEO fleet to be received from 2017 to 2020. In November 2015, the Company amended the agreement with the engine supplier to provide major maintenance services for the engines of sixteen aircrafts (10 A320NEO and 6 A321NEO). This agreement also includes the purchase of three spare engines, two of them for the A320NEO fleet, and one for the A321NEO fleet.

The Company received credit notes from P&W in December 2017 of Ps.58,530 (US\$3.06 million), which are being amortized on a straight-line basis, prospectively during the term of the agreement. As of December 31, 2018, and 2017, the Company amortized a corresponding benefit from these credit notes of Ps.4,878 and Ps.1,219, respectively, which is recognized as an offset to maintenance expenses in the consolidated statements of operations.

Additionally, during December 2017, the Company amended the agreement with Airbus for the purchase of 80 A320 family aircraft to be delivered from 2022 to 2026. The new order includes 46 A320NEO and 34 A321NEO. Under such agreement and prior to the delivery of each aircraft, the Company agreed to make pre-delivery payments, which shall be calculated based on the reference price of each aircraft, and following a formula established for such purpose in the agreement.

In November 2018, the Company amended the agreement with Airbus to reschedule the remaining 26 fleet deliveries between 2019 and 2022.

During the years ended December 31, 2018, 2017 and 2016, the amounts paid for aircraft and spare engine pre-delivery payments were of Ps.1,485,643 (US\$77.1 million), Ps.1,707,805 (US\$90.0 million) and Ps.1,345,081 (US\$82.7 million), respectively.

The current purchase agreement with Airbus requires the Company to accept delivery of 106 Airbus A320 family aircraft during the following nine years (from January 2019 to November 2026). The agreement provides for the addition of 106 Aircraft to its fleet as follows: three in 2019, eight in 2020, thirteen in 2021, thirteen in 2022, sixteen in 2023, thirteen in 2024, fifteen in 2025 and twenty-five in 2026

Commitments to acquisitions of property and equipment are disclosed in Note 23.

During the years ended December 31, 2018, 2017 and 2016 the Company entered into aircraft and spare engines sale and leaseback transactions, resulting in a gain of Ps.609,168, Ps.65,886 and Ps.484,827, respectively, that was recorded under the caption other income in the consolidated statement of operations (Note 20).

During the year ended December 31, 2011, the Company entered into aircraft and spare engines sale and leaseback transactions, which resulted in a loss of Ps.30,706. This loss was deferred on the consolidated statements of financial position and is being amortized over the contractual lease term. As of December 31, 2018, 2017 and 2016, the current portion of the loss on sale amounts to Ps.3,047, Ps.3,047 and Ps.3,047, respectively recorded in the consolidated statement of operations as additional aircraft rental expense, that is recorded in the caption of prepaid expenses and other current assets (Note 10), and the non-current portion amounts to Ps.8,366, Ps.11,413 and Ps.14,460, respectively, which is recorded in the caption of other assets in the consolidated statements of financial position.

- c) On August 27, 2012, the Company entered into a total support agreement with Lufthansa Technik AG ("LHT") for a five-year term. This agreement includes a total component support agreement (power-by-the hour) and guarantees the availability of aircraft components for the Company's fleet when they are required. The cost of the total component support agreement is recognized as maintenance expenses in the consolidated statement of operations.

As part of the original total support agreement with LHT, the Company received credit notes of Ps.46,461 (US\$3.5 million), which were amortized on a straight-line basis, during the term of the agreement. As of December 31, 2018, 2017 and 2016, the Company amortized a corresponding benefit from these credit notes of Ps.0, Ps.6,580 and Ps.9,292, respectively, which was recognized as an offset to maintenance expenses in the consolidated statements of operations.

During December 2017, the Company entered into a new total support agreement with Lufthansa for 66 months, with an effective date on July 1, 2018. This agreement includes similar terms and conditions as the original agreement.

As part of the new agreement, the Company received credit notes of Ps.28,110 (US\$1.5 million), which are being amortized on a straight-line basis, prospectively during the term of the agreement. As of December 31, 2018, the Company amortized a corresponding benefit from these credit notes of Ps.7,191, recognized as an offset to maintenance expenses in the consolidated statements of operations.



d) On October 12, 2016 and December 12, 2016, the Company acquired two aircraft spare engines, which were accounted for at cost for a total amount of Ps.323,025. The assets contain two major components which are assumed to have different useful lives, the limited life parts (LLPs) have an estimated useful life of 12 years, and the rest of the aircraft engine has an

estimated useful life of 25 years. The Company identified the major components as separate parts at their respective cost. These major components of the spare engines are presented as part of the aircraft spare engines and depreciated over their useful life.

### 13. INTANGIBLE ASSETS, NET

The composition and movement of intangible assets is as follows:

|  | USEFUL LIFE YEARS | GROSS VALUE     |             |             |                    |               |               | ACCUMULATED AMORTIZATION |             |             |                 |      |      | NET CARRYING AMOUNT |  |  |  |  |  |
|--|-------------------|-----------------|-------------|-------------|--------------------|---------------|---------------|--------------------------|-------------|-------------|-----------------|------|------|---------------------|--|--|--|--|--|
|  |                   | AT DECEMBER 31, |             |             | AT DECEMBER 31,    |               |               | AT DECEMBER 31,          |             |             | AT DECEMBER 31, |      |      | AT DECEMBER 31,     |  |  |  |  |  |
|  |                   | 2018            | 2017        | 2016        | 2018               | 2017          | 2016          | 2018                     | 2017        | 2016        | 2018            | 2017 | 2016 |                     |  |  |  |  |  |
| Software                               | 1 – 4s            | Ps. 503,467     | Ps. 441,803 | Ps. 313,028 | Ps. (324,343)      | Ps. (251,383) | Ps. (198,987) | Ps. 179,124              | Ps. 190,420 | Ps. 114,041 |                 |      |      |                     |  |  |  |  |  |
| Balance as of January 1, 2016          |                   |                 |             | Ps. 94,649  |                    |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Additions                              |                   |                 |             |             | 60,792             |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Disposals                              |                   |                 |             |             | (1,277)            |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Amortization                           |                   |                 |             |             | (40,290)           |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Exchange differences                   |                   |                 |             |             | 167                |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Balance as of January 1, 2017          |                   |                 |             |             | 114,041            |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Additions                              |                   |                 |             |             | 130,908            |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Disposals                              |                   |                 |             |             | (1,976)            |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Amortization                           |                   |                 |             |             | (52,396)           |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Exchange differences                   |                   |                 |             |             | (157)              |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Balance as of December 31, 2017        |                   |                 |             |             | 190,420            |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Additions                              |                   |                 |             |             | 71,007             |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Disposals                              |                   |                 |             |             | (9,368)            |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Amortization                           |                   |                 |             |             | (72,885)           |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| Exchange differences                   |                   |                 |             |             | (50)               |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |
| <b>Balance as of December 31, 2018</b> |                   |                 |             |             | <b>Ps. 179,124</b> |               |               |                          |             |             |                 |      |      |                     |  |  |  |  |  |

Software amortization expense for the years ended December 31, 2018, 2017 and 2016 was Ps.72,885, Ps.52,396 and Ps.40,290, respectively. These amounts were recognized in depreciation and amortization in the consolidated statements of operations.

## 14. OPERATING LEASES

The most significant operating leases are as follows:

a) Aircraft and engine rent. At December 31, 2018, the Company leases 77 aircraft (71 and 69 as of December 31, 2017 and 2016, respectively) and 10 spare engines under operating leases (8 and 11 as of December 31, 2017 and 2016, respectively) that have maximum terms through 2032. Rents are guaranteed by deposits in cash or letters of credit. The aircraft lease agreements contain certain covenants to which the Company is bound. The most significant covenants include the following:

- (i) Maintain the records, licenses and authorizations required by the competent aviation authorities and make the corresponding payments.
- (ii) Provide maintenance services to the equipment based on the approved maintenance program.
- (iii) Maintain insurance policies on the equipment for the amounts and risks stipulated in each agreement.
- (iv) Periodic submission of financial and operating information to the lessors.
- (v) Comply with the technical conditions relative to the return of aircraft.

As of December 31, 2018, 2017 and 2016, the Company was in compliance with the covenants under the above mentioned aircraft lease agreements.

Composition of the fleet and spare engines, operating leases\*:

| AIRCRAFT TYPE | MODEL | AT DECEMBER 31, 2018 | AT DECEMBER 31, 2017 | AT DECEMBER 31, 2016 |
|---------------|-------|----------------------|----------------------|----------------------|
| A319          | 132   | 4                    | 6                    | 6                    |
| A319          | 133   | 4                    | 6                    | 9                    |
| A320          | 233   | 39                   | 39                   | 39                   |
| A320          | 232   | 4                    | 4                    | 4                    |
| A320NEO       | 271N  | 12                   | 6                    | 1                    |
| A321          | 231   | 10                   | 10                   | 10                   |
| A321NEO       | 271N  | 4                    | -                    | -                    |
|               |       | <b>77</b>            | <b>71</b>            | <b>69</b>            |

| ENGINE TYPE | MODEL      | AT DECEMBER 31, 2018 | AT DECEMBER 31, 2017 | AT DECEMBER 31, 2016 |
|-------------|------------|----------------------|----------------------|----------------------|
| V2500       | V2527M-A5  | 3                    | 3                    | 3                    |
| V2500       | V2527E-A5  | 3                    | 3                    | 4                    |
| V2500       | V2527-A5   | 2                    | 2                    | 4                    |
| PW1100      | PW1127G-JM | 2                    | -                    | -                    |
|             |            | <b>10</b>            | <b>8</b>             | <b>11</b>            |

\* Certain of the Company's aircraft and engine lease agreements include an option to extend the lease term period. Terms and conditions are subject to market conditions at the time of renewal.

During the year ended December 31, 2018, the Company incorporated ten new aircraft to its fleet (three of them based on the terms of the Airbus purchase agreement and seven from a lessor's order book). These new aircraft lease agreements were accounted as operating leases. Also, the Company extended the lease term of two aircraft (effective from 2019) and two spare engines (effective from February and April 2018), and returned four aircraft to their respective lessors.

During the year ended December 31, 2018, the Company also incorporated two NEO spare engines to its fleet based on the terms of the Pratt and Whitney purchase agreement (FMP). These two engines incorporated were subject to sale and leaseback transactions and their respective lease agreements were accounted as operating leases.

During the year ended December 31, 2017, the Company incorporated five aircraft to its fleet (one of them based on the terms of the Airbus purchase agreement and four from a lessor's order book). These new aircraft lease agreements were accounted for as operating leases. Also, the Company returned three aircraft to their respective lessors. All the aircraft incorporated through the lessor's aircraft order book were not subject to sale and leaseback transactions.

Additionally, during 2017 the Company extended the lease term of three aircraft (effective from 2018) and two spare engines (effective from July 2017 and September 2017, respectively). Such leases were accounted for as operating leases and were not subject to sale and leaseback transactions.

During the year ended December 31, 2016, the Company incorporated 17 aircraft to its fleet (eight of them based on the terms of the Airbus purchase agreement and 9 from a lessor's aircraft order book). These new aircraft lease agreements were accounted for as operating leases. Also, the Company returned four aircraft to their respective lessors. All the aircraft incorporated through the lessor's aircraft order book were not subject to sale and leaseback transactions.



Additionally, during 2016 the Company extended the lease term of two aircraft effective from 2016 and entered into certain agreements with different lessors to lease five spare engines which were received during the same period. Such leases were accounted for as operating leases and were not subject to sale and leaseback transactions. During 2016, the Company purchased two spare engines, which were accounted as part of the property, plant and equipment (See Note 12). As of December 31, 2018, 2017 and 2016, all of the Company's aircraft and spare engines lease agreements were accounted for as operating leases.

Provided below is an analysis of future minimum aircraft and engine lease payments in U.S. dollars and its equivalent in Mexican pesos:

|                     | AIRCRAFT OPERATING LEASES |                                 | ENGINE OPERATING LEASES |                                 |
|---------------------|---------------------------|---------------------------------|-------------------------|---------------------------------|
|                     | IN U.S. DOLLARS           | IN MEXICAN PESOS <sup>(1)</sup> | IN U.S. DOLLARS         | IN MEXICAN PESOS <sup>(1)</sup> |
| 2019                | US\$ 301,632              | Ps. 5,936,992                   | US\$ 7,314              | Ps. 143,961                     |
| 2020                | 296,205                   | 5,830,173                       | 6,694                   | 131,757                         |
| 2021                | 288,462                   | 5,677,769                       | 6,537                   | 128,667                         |
| 2022                | 275,451                   | 5,421,674                       | 6,064                   | 119,357                         |
| 2023                | 238,970                   | 4,703,623                       | 5,066                   | 99,714                          |
| 2024 and thereafter | 897,251                   | 17,660,502                      | 5,121                   | 100,796                         |
| <b>Total</b>        | <b>US\$ 2,297,971</b>     | <b>Ps. 45,230,733</b>           | <b>US\$ 36,796</b>      | <b>Ps. 724,252</b>              |

<sup>(1)</sup> Using the exchange rate as of December 31, 2018 of Ps. 19.6829.

Such amounts are determined based on the stipulated rent contained within the agreements without considering renewals and using the prevailing exchange rate and interest rates at December 31, 2018.

- b) Rental of land and buildings. The Company has entered into land and property lease agreements with third parties for the premises where it provides its services and where its offices are located. These leases are recognized as operating leases.

Provided below is an analysis of future minimum land and building lease payments denominated in U.S. dollars or Mexican pesos as established in the respective lease agreements:

|                     | OPERATING LEASES DENOMINATED IN U.S. DOLLARS | EQUIVALENT IN MEXICAN PESOS * | OPERATING LEASES DENOMINATED IN MEXICAN PESOS |
|---------------------|--|-------------------------------|---|
| 2019                | US\$ 9,754                                   | Ps. 191,989                   | Ps. 131,166                                   |
| 2020                | 6,017  | 118,428                       | 88,237  |
| 2021                | 3,111  | 61,243                        | 16,114  |
| 2022                | 1,763  | 34,691                        | 13,302  |
| 2023                | 721  | 14,201                        | 10,108  |
| 2024 and thereafter | 3,534  | 69,553                        | 33,459  |
| <b>Total</b>        | <b>US\$ 24,900</b>                           | <b>Ps. 490,105</b>            | <b>Ps. 292,386</b>                            |

\* Convenience translation to U.S. dollars (Ps. 19.6829)

- c) Rental expense charged to results of operations is as follows:

|   | 2018                 | 2017                 | 2016                 |
|---|----------------------|----------------------|----------------------|
| Aircraft and engine (Note 1p)                       | Ps. 6,314,930        | Ps. 6,072,502        | Ps. 5,590,058        |
| Real estate:  |                      |                      |                      |
| Airports facilities                                 | 56,288               | 44,251               | 40,591               |
| Offices, maintenance warehouse and hangar (Note 20) | 36,483               | 30,544               | 33,517               |
| <b>Total rental expenses on real estate</b>         | <b>92,771</b>        | <b>74,795</b>        | <b>74,108</b>        |
| <b>Total cost of operating leases</b>               | <b>Ps. 6,407,701</b> | <b>Ps. 6,147,297</b> | <b>Ps. 5,664,166</b> |

During the years ended December 31, 2018, 2017 and 2016 the Company entered into aircraft and spare engines sale and leaseback transactions, resulting in a gain of Ps.609,168, Ps.65,886 and Ps.484,827, respectively, that was recorded under the caption other income in the consolidated statement of operations (Note 20).

During the year ended December 31, 2011, the Company entered into aircraft and spare engines sale and leaseback transactions, which resulted in a loss of Ps.30,706. This loss was deferred in the consolidated statements of financial position and is being amortized over the contractual lease term. As of December 31, 2018, 2017 and 2016, the current portion of the loss on sale amounts to Ps.3,047 each year, which is recorded in the caption of prepaid expenses and other current assets (Note 10), and the non-current portion amounts to Ps.8,366, Ps.11,413 and Ps.14,460, respectively, which is recorded in the caption of other assets in the consolidated statements of financial position.

For each of the years ended December 31, 2018, 2017 and 2016, the Company amortized a loss of Ps.3,047, as additional aircraft rental expense.

## 15. ACCRUED LIABILITIES

a) An analysis of accrued liabilities at December 31, 2018, 2017 and 2016 is as follows:

|   | 2018 |           | 2017 |           | 2016 |           |
|---|------|-----------|------|-----------|------|-----------|
| Fuel and traffic accrued expenses                     | Ps.  | 1,315,363 | Ps.  | 1,106,913 | Ps.  | 922,607   |
| Maintenance and aircraft parts accrued expenses       |      | 79,280    |      | 194,366   |      | 130,897   |
| Sales, marketing and distribution accrued expenses    |      | 283,538   |      | 143,758   |      | 102,880   |
| Maintenance deposits                                  |      | 141,371   |      | 132,519   |      | 179,288   |
| Salaries and benefits                                 |      | 187,072   |      | 114,781   |      | 170,994   |
| Accrued administrative expenses                       |      | 67,306    |      | 90,459    |      | 80,981    |
| Aircraft and engine lease extension benefit (Note 1j) |      | 50,796    |      | 83,047    |      | 85,124    |
| Deferred revenue from V Club membership               |      | 59,557    |      | 76,261    |      | 32,771    |
| Information and communication accrued expenses        |      | 45,008    |      | 44,638    |      | 32,950    |
| Supplier services agreement                           |      | 10,634    |      | 10,634    |      | 6,333     |
| Depository services benefit                           |      | -         |      | 1,473     |      | 2,068     |
| Advances from travel agencies                         |      | 482       |      | 650       |      | 1,536     |
| Others  |      | 77,985    |      | 51,474    |      | 37,010    |
|   | Ps.  | 2,318,392 | Ps.  | 2,050,973 | Ps.  | 1,785,439 |

b) Accrued liabilities long-term:

|   | 2018 |         | 2017 |         | 2016 |         |
|---|------|---------|------|---------|------|---------|
| Aircraft and engine lease extension benefit (Note 1j) | Ps.  | 61,730  | Ps.  | 107,400 | Ps.  | 127,831 |
| Supplier services agreement                           |      | 66,539  |      | 77,174  |      | 4,350   |
| Depository services benefit                           |      | -       |      | -       |      | 1,473   |
| Other   |      | 8,964   |      | 15,274  |      | 36,154  |
|   | Ps.  | 137,233 | Ps.  | 199,848 | Ps.  | 169,808 |

c) An analysis of other liabilities is as follows:

|                                   | BALANCE AS OF JANUARY 1, 2018 |         | INCREASE FOR THE YEAR |         | PAYMENTS |         | BALANCE AS OF DECEMBER 31, 2018 |         |
|-----------------------------------|-------------------------------|---------|-----------------------|---------|----------|---------|---------------------------------|---------|
| Aircraft lease return obligation  | Ps.                           | 488,383 | Ps.                   | 774,614 | Ps.      | 832,323 | Ps.                             | 430,674 |
| Employee profit sharing (Note 16) |                               | 9,063   |                       | 14,106  |          | 8,185   |                                 | 14,984  |
|                                   | Ps.                           | 497,446 | Ps.                   | 788,720 | Ps.      | 840,508 | Ps.                             | 445,658 |

|                       |  |  |  |  |  |  |     |         |
|-----------------------|--|--|--|--|--|--|-----|---------|
| Short-term maturities |  |  |  |  |  |  | Ps. | 117,724 |
| Long-term             |  |  |  |  |  |  | Ps. | 327,934 |

|                                   | BALANCE AS OF JANUARY 1, 2017 |         | INCREASE FOR THE YEAR |         | PAYMENTS |         | BALANCE AS OF DECEMBER 31, 2017 |         |
|-----------------------------------|-------------------------------|---------|-----------------------|---------|----------|---------|---------------------------------|---------|
| Aircraft lease return obligation  | Ps.                           | 410,060 | Ps.                   | 937,982 | Ps.      | 859,659 | Ps.                             | 488,383 |
| Employee profit sharing (Note 16) |                               | 10,695  |                       | 8,342   |          | 9,974   |                                 | 9,063   |
|                                   | Ps.                           | 420,755 | Ps.                   | 946,324 | Ps.      | 869,633 | Ps.                             | 497,446 |

|                       |  |  |  |  |  |  |     |         |
|-----------------------|--|--|--|--|--|--|-----|---------|
| Short-term maturities |  |  |  |  |  |  | Ps. | 280,744 |
| Long-term             |  |  |  |  |  |  | Ps. | 216,702 |

|                                   | BALANCE AS OF JANUARY 1, 2016 |         | INCREASE FOR THE YEAR |           | PAYMENTS |         | BALANCE AS OF DECEMBER 31, 2016 |         |
|-----------------------------------|-------------------------------|---------|-----------------------|-----------|----------|---------|---------------------------------|---------|
| Aircraft lease return obligation  | Ps.                           | 149,326 | Ps.                   | 1,025,757 | Ps.      | 765,023 | Ps.                             | 410,060 |
| Employee profit sharing (Note 16) |                               | 10,173  |                       | 9,967     |          | 9,445   |                                 | 10,695  |
|                                   | Ps.                           | 159,499 | Ps.                   | 1,035,724 | Ps.      | 774,468 | Ps.                             | 420,755 |

|                       |  |  |  |  |  |  |     |         |
|-----------------------|--|--|--|--|--|--|-----|---------|
| Short-term maturities |  |  |  |  |  |  | Ps. | 284,200 |
| Long-term             |  |  |  |  |  |  | Ps. | 136,555 |

During the years ended December 31, 2018, 2017 and 2016 no cancellations or write-offs related to these liabilities were recorded.



## 16. EMPLOYEE BENEFITS

The components of net period cost recognized in the consolidated statement of operations and the obligations for seniority premium for the years ended December 31, 2018, 2017 and 2016, are as follows:

|                                     | 2018       |              | 2017       |              | 2016       |              |
|-------------------------------------|------------|--------------|------------|--------------|------------|--------------|
| <b>Analysis of net period cost:</b> |            |              |            |              |            |              |
| Current service cost                | Ps.        | 4,977        | Ps.        | 3,657        | Ps.        | 2,421        |
| Interest cost on benefit obligation |            | 1,424        |            | 1,000        |            | 701          |
| <b>Net period cost</b>              | <b>Ps.</b> | <b>6,401</b> | <b>Ps.</b> | <b>4,657</b> | <b>Ps.</b> | <b>3,122</b> |

Changes in the defined benefit obligation are as follows:

|   | 2018       |               | 2017       |               | 2016       |               |
|---|------------|---------------|------------|---------------|------------|---------------|
| Defined benefit obligation at January 1,              | Ps.        | 19,289        | Ps.        | 13,438        | Ps.        | 10,056        |
| <b>Net period cost charged to profit or loss:</b>     |            |               |            |               |            |               |
| Current service cost                                  |            | 4,977         |            | 3,657         |            | 2,421         |
| Interest cost on benefit obligation                   |            | 1,423         |            | 1,000         |            | 701           |
| Remeasurement losses in other comprehensive income:   |            |               |            |               |            |               |
| Actuarial changes arising from changes in assumptions |            | (5,989)       |            | 1,776         |            | 442           |
| Payments made   |            | (1,547)       |            | (582)         |            | (182)         |
| <b>Defined benefit obligation at December 31,</b>     | <b>Ps.</b> | <b>18,153</b> | <b>Ps.</b> | <b>19,289</b> | <b>Ps.</b> | <b>13,438</b> |

The significant assumptions used in the computation of the seniority premium obligations are shown below:

|                                   | 2018 |          | 2017 |          | 2016 |          |
|-----------------------------------|------|----------|------|----------|------|----------|
| <b>Financial:</b>                 |      |          |      |          |      |          |
| Discount rate                     |      | 9.91%    |      | 7.72%    |      | 7.78%    |
| Expected rate of salary increases |      | 5.65%    |      | 5.50%    |      | 5.50%    |
| Annual increase in minimum salary |      | 4.15%    |      | 4.00%    |      | 4.00%    |
| <b>Biometric:</b>                 |      |          |      |          |      |          |
| Mortality <sup>(1)</sup>          |      | EMSSA 09 |      | EMSSA 09 |      | EMSSA 09 |
| Disability <sup>(2)</sup>         |      | IMSS-97  |      | IMSS-97  |      | IMSS-97  |

<sup>(1)</sup> Mexican Experience of social security (EMSSA).

<sup>(2)</sup> Mexican Experience of *Instituto Mexicano del Seguro Social* (IMSS).

Accruals for short-term employee benefits at December 31, 2018, 2017 and 2016, respectively, are as follows:

|                                    | 2018 |        | 2017 |       | 2016 |        |
|------------------------------------|------|--------|------|-------|------|--------|
| Employee profit-sharing (Note 15c) | Ps.  | 14,984 | Ps.  | 9,063 | Ps.  | 10,695 |

The key management personnel of the Company include the members of the Board of Directors (Note 7).

## 17. SHARE-BASED PAYMENTS

### a) LTRP

On November 6, 2014, the shareholders of the Company and the shareholders of its subsidiary Servicios Corporativos, approved an amendment to the current LTRP for the benefit of certain key employees, based on the recommendations of the Board of Directors of the Company at its meetings held on July 24 and August 29, 2014. For such purposes on November 10, 2014 an irrevocable Administrative Trust was created by Servicios Corporativos and the key employees. The new plan was restructured and named LTIP, which consists of a share purchase plan (equity-settled transaction) and SARs plan (cash settled).

On October 18, 2018, the Board of Directors of the Company approved a new long-term retention plan LTRP for certain executives of the Company, through which the beneficiaries of the plan, will receive shares of the Company once the service conditions are met. This plan does not include cash compensations granted through appreciation rights on the Company's shares. The retention plans granted in previous periods under LTRP will continue in full force and effect until their respective due dates and the cash compensation derived from them will be settled according to the conditions established in each plan.

### b) LTIP

#### – Share purchase plan (equity-settled)

Under the share purchase plan (equity-settled), in November 2014 certain key employees of the Company were granted with a special bonus by an amount of Ps.10,831, to be used to purchase Company's shares. The plan consisted in:

- (i) Servicios Corporativos granted a bonus to each key executive;
- (ii) The bonus amount by Ps.7,059, net of withheld taxes, was transferred on November 11, 2014, as per the written instructions of each key employees, to the Administrative Trust for the acquisition of Series A shares of the Company through an intermediary authorized by the BMV based on the Administration Trust's Technical Committee instructions;
- (iii) Subject to specified terms and conditions set forth in the Administrative Trust, the acquired shares were in escrow under the Administrative Trust for its administration until the vesting period date for each key executive, date as of which the key executive can fully dispose of the shares and instruct as desired.
- (iv) The share purchase plan provides that if the terms and conditions are not met by the vesting period date, then the shares would be sold in the BMV, and Servicios Corporativos would be entitled to receive the proceeds of the sale of shares.
- (v) The key employees' account balance will be tracked by the Administrative Trust. The Administrative Trust's objectives are to acquire Series A shares on behalf of the key employees and to manage the shares granted to such key executive based on instructions set forth by the Technical Committee.

As the Administrative Trust is controlled and therefore consolidated by Controladora, shares purchased in the market and held within the Administrative Trust are presented for accounting purposes as treasury stock in the consolidated statement of changes in equity.

In November 2018 and 2017, April and October and 2016, extensions to the LTIP were approved by the Company's shareholder's and Company's Board of Directors, respectively. The total cost of the extensions approved were Ps.63,961 (Ps.41,590 net of withheld taxes), Ps.15,765 (Ps.10,108 net of withheld taxes) and Ps.14,532 (Ps.9,466 net of withheld taxes), respectively. Under the terms of the incentive plan, certain key employees of the Company were granted a special bonus that was transferred to the Administrative Trust for the acquisition of Series A shares of the Company.

As of December 31, 2018, 2017 and 2016, the number of shares into the Administrative Trust associated with the Company's share purchase payment plans is as follows:

|                                     | NUMBER OF SERIES A SHARES |
|-------------------------------------|---------------------------|
| Outstanding as of December 31, 2015 | 617,001                   |
| Purchased during the year           | 513,002                   |
| Granted during the year             | –                         |
| Exercised/vested during the year    | (425,536)                 |
| Forfeited during the year           | (86,419)                  |
| Outstanding as of December 31, 2016 | 618,048 *                 |
| Purchased during the year           | 547,310                   |
| Granted during the year             | –                         |
| Exercised/vested during the year    | (345,270)                 |
| Forfeited during the year           | –                         |
| Outstanding as of December 31, 2017 | 820,088 *                 |
| Purchased during the year           | 3,208,115                 |
| Granted during the year             | –                         |
| Exercised/vested during the year    | <b>(353,457)</b>          |
| Forfeited during the year           | <b>(121,451)</b>          |
| Outstanding as of December 31, 2018 | <b>3,553,295 *</b>        |

\* These shares are presented as treasury shares in the consolidated statement of financial position as of December 31, 2018, 2017 and 2016.



The vesting period of the shares granted under the Company's share purchase plans is as follows:

| NUMBER OF SERIES A SHARES | VESTING PERIOD       |
|---------------------------|----------------------|
| 1,284,373                 | November 2018 – 2019 |
| 1,207,862                 | November 2019 – 2020 |
| 1,061,060                 | November 2020 – 2021 |
| <u>3,553,295</u>          |                      |

In accordance with IFRS 2, the share purchase plans are classified as equity-settled transactions on the grant date. This valuation is the result of multiplying the total number of Series A shares deposited in the Administrative Trust and the price per share, plus the balance in cash deposited in the Administrative Trust.

For the years ended December 31, 2018, 2017 and 2016, the compensation expense recorded in the consolidated statement of operations amounted to Ps.19,980, Ps.13,508 and Ps.7,816, respectively. All shares held in the Administrative Trust are considered outstanding for both basic and diluted (loss) earnings per share purposes, since the shares are entitled to dividend if and when declared by the Company.

During 2018 and 2016, some key employees left the Company; therefore, the vesting conditions were not fulfilled. In accordance with the terms of the plan, Servicios Corporativos is entitled to receive the proceeds of the sale of such shares, the number of forfeited shares as of December 31, 2018 and 2016 were (121,451) and (86,419), respectively.

– **SARs (cash settled)**

On November 6, 2014, the Company granted 4,315,264 SARs to key employees that entitle them to a cash payment and vest as long as the employee continues to be employed by the Company at the end of each anniversary, during a 3 years period. The total amount of the appreciation rights granted under this plan at the grant date was Ps.10,831 at such date.

Under the LTIP extensions, the number of SARs granted to certain key executives of the Company were 0, 3,965,351 and 2,044,604, which amounts to Ps.0, Ps.15,765 and Ps.14,532, for the years ended December 31, 2018, 2017 and 2016, respectively. The SARs vest as long as the employee continues to be employed by the Company at the end of each anniversary, during a three years period.

Fair value of the SARs is measured at each reporting date. The carrying amount of the liability relating to the SARs as of December 31, 2018, 2017 and 2016 were Ps.537, Ps.723 and Ps.15,744, respectively.

The compensation cost is recognized in the consolidated statement of operations under the caption of salaries and benefits over the service period. During the years ended December 31, 2018, 2017 and 2016, the Company recorded a (benefit) expense of Ps.(186), Ps.(8,999) and Ps.31,743, respectively, in the consolidated statement of operations.

The fair value of these SARs is estimated at the grant date and at each reporting date using the Black-Scholes option pricing model, taking into account the terms and conditions on which the SARs were granted (vesting schedule in tables below).

| NUMBER OF SARs    | EXERCISABLE DATE |
|-------------------|------------------|
| 1,348,777         | November 2019    |
| 757,809           | November 2020    |
| <u>2,106,586*</u> |                  |

\* Includes forfeited SARs of 484,656, 145,769 and 0 for the years ended December 31, 2018, 2017 and 2016, respectively.

During the years ended December 31, 2018, 2017 and 2016, the Company made a cash payment to key employees related to the SARs plan in the amount of Ps.0, Ps.6,021 and Ps.31,261, respectively.

Such payments were determined based on the increase in the share price of the Company from the grant date to the exercisable date.

**c) MIP**

– **MIP I**

In April 2012, the Board of Directors authorized a MIP for the benefit of certain key employees, subject to shareholders' approval. On December 21, 2012, the shareholders approved the MIP consisting of: (i) the issuance of an aggregate of 25,164,126 Series A and Series B shares, representing 3.0% of the Company's fully diluted capital stock; (ii) a grant of options to acquire shares of the Company or CPOs having shares as underlying securities for which, as long as certain conditions occur, the employees will have the right to request the delivery of those shares (iii) the creation of an Administrative Trust to deposit such shares in escrow until they are delivered to the officers or returned to the Company in the case that certain conditions do not occur; and (iv) the execution of share sale agreements setting forth the terms and conditions upon which the officers may exercise its shares at Ps.5.31 (five Mexican pesos 31/100) per share.

On December 24, 2012, the Administrative Trust was created and the share sale agreements were executed. On December 27, 2012, the trust borrowed Ps.133,723 from the Company and immediately after; the trust paid the Company the same amount borrowed as purchase price for the shares.

The share sale agreements provide that the officers may pay for the shares at the same price upon the occurrence of either an initial public offering of the Company's capital stock or a change of control and as long as they remain employees until the options are exercised, with a maximum term of ten years. Upon payment of the shares by the officers to the Management Trust, it has to pay such amount back to the Company as repayment of the loan, for which the Company charges no interest. The MIP has been classified as equity-settled, by which, the grant date, fair value is fixed and is not adjusted by subsequent

changes in the fair value of capital instruments. Equity-settled transactions are measured at fair value at the date the equity benefits are conditionally granted to employees. The total cost of the MIP determined by the Company was Ps.2,722 to be recognized from the time it becomes probable the performance condition will be met over the vesting period. Total cost of the MIP related to the vested shares has been fully recognized in the consolidated statements of operations during the vesting years.

This cost was determined by using the improved Binomial valuation model from Hull and White, on the date in which the plan had already been approved by the shareholders and a shared understanding of the terms and conditions of the plan was reached with the employees (December 24, 2012, defined as the grant date), with the following assumptions:

|   | 2012   |
|---|--------|
| Dividend yield (%)                          | 0.00%  |
| Volatility (%)                              | 37.00% |
| Risk-free interest rate (%)                 | 5.96%  |
| Expected life of share options (years)      | 8.8    |
| Exercise share price (in Mexican pesos Ps.) | 5.31   |
| Exercise multiple                           | 1.1    |
| Fair value of the stock at grant date       | 1.73   |

The expected volatility reflects the assumption that the historical volatility of comparable companies is indicative of future trends, which may not necessarily be the actual outcome.

Under the methodology followed by the Company, at the grant date and December 31, 2012, the granted shares had no positive intrinsic value.

In 2018, 2017 and 2016, the key employees exercised 2,003,876, 120,000 and 3,299,999 Series A shares. As a result, the key employees paid Ps.10,654, Ps.638 and Ps.17,536 for the years ended December 31, 2018, 2017 and 2016, respectively, to the Management Trust corresponding to the exercised shares.

Thereafter, the Company received from the Management Trust the payment related to the exercised shares by the key employees as a repayment of the loan between the Company and the Management Trust.

### Movements in share options

The following table illustrates the number of shares options and fixed exercise prices during the year:

|                                     | NUMBER OF SHARE OPTIONS | EXERCISE PRICE IN MEXICAN PESOS | TOTAL IN THOUSANDS OF MEXICAN PESOS |
|-------------------------------------|-------------------------|---------------------------------|-------------------------------------|
| Outstanding as of December 31, 2015 | 15,857,856              | Ps. 5.31                        | Ps. 84,269                          |
| Granted during the year             | -                       | -                               | -                                   |
| Forfeited during the year           | -                       | -                               | -                                   |
| Exercised during the year           | (3,299,999)             | 5.31                            | (17,536)                            |
| Outstanding as of December 31, 2016 | 12,557,857              | Ps. 5.31                        | Ps. 66,733                          |
| Granted during the year             | -                       | -                               | -                                   |
| Forfeited during the year           | -                       | -                               | -                                   |
| Exercised during the year           | (120,000)               | 5.31                            | (638)                               |
| Outstanding as of December 31, 2017 | 12,437,857              | Ps. 5.31                        | Ps. 66,095                          |
| Granted during the year             | -                       | -                               | -                                   |
| Forfeited during the year           | -                       | -                               | -                                   |
| Exercised during the year           | (2,003,876)             | 5.31                            | (10,654)                            |
| Outstanding as of December 31, 2018 | 10,433,981              | Ps. 5.31                        | Ps. 55,441                          |

At December 31, 2018, 2017 and 2016, 10,433,981, 12,437,857 and 12,557,857 share options pending to exercise were considered as treasury shares, respectively.

#### - MIP II

On February 19, 2016, the Board of Directors of the Company authorized an extension to the MIP for certain key employees. Such extension was modified as of November 6, 2016. Under MIP II, 13,536,960 share appreciation rights of our Series A shares were granted to be settled annually in cash in a period of five years in accordance with the established service conditions. In addition, a five-year extension to the period in which the employees can exercise MIP II once the SARs are vested was approved.

Fair value of the SARs is measured at each reporting period using a Black-Scholes option pricing model, taking into consideration the terms and conditions granted to the employees. The amount of the cash payment is determined based on the increase in our share price between the grant date and the settlement date.



The carrying amount of the liability relating to the SARs as of December 31, 2018, 2017 and 2016 was Ps.32,807, Ps.37,858 and Ps.54,357, respectively. The compensation cost is recognized in the consolidated statement of operations under the caption of salaries and benefits over the service period.

During the years ended December 31, 2018, 2017 and 2016, the Company recorded a (benefit) expense of Ps.(5,052), Ps.(16,499) and Ps.54,357, respectively, in the consolidated statement of operations. No SARs were exercised during 2018.

The vesting schedule is summarized in the table below:

| NUMBER OF SARs    | VESTING DATE  |
|-------------------|---------------|
| 1,695,500         | February 2019 |
| 2,825,840         | February 2020 |
| 3,391,020         | February 2021 |
| <u>7,912,360*</u> |               |

\* Includes forfeited SARs of 1,563,520, 0, and 0, for the years ended December 31, 2018, 2017 and 2016, respectively.

The (benefit) expense recognized for the Company's retention plans during the year is shown in the following table:

|   | 2018 |         | 2017 |          | 2016 |        |
|---|------|---------|------|----------|------|--------|
| (Benefit) expense arising from cash-settled |      |         |      |          |      |        |
| share-based payments transactions           | Ps.  | (5,238) | Ps.  | (25,498) | Ps.  | 86,100 |
| Expense arising from equity-settled         |      |         |      |          |      |        |
| share-based payments transactions           |      | 19,980  |      | 13,508   |      | 7,816  |
| Total expense (benefit) arising from        |      |         |      |          |      |        |
| share-based payments transactions           | Ps.  | 14,742  | Ps.  | (11,990) | Ps.  | 93,916 |

**d) Board of Directors Incentive Plan (BODIP)**

Certain members of the Board of Directors of the Company receive additional benefits through a share-based plan, which has been classified as an equity-settled share-based payment and therefore accounted under IFRS 2 "Shared based payments".

In April 2018, the Board of Directors of the Company authorized a Board of Directors Incentive Plan "BoDIP", for the benefit of certain board members. The BoDIP grants options to acquire shares of the Company or CPOs during a four years period with an exercise price share at Ps.16.12, which was determined on the grant date. Under this plan, no service or performance conditions are required to the board members for exercise the option to acquire shares, and therefore, they have the right to request the delivery of those shares at the time they pay for them.

For such purposes on August 29, 2018 the Trust Agreement number CIB/3081 was created by Controladora Vuela, Compañía de Aviación S.A.B de C.V as trustee and CIBanco, S.A., Institucion de Banco Multiple as trustor. The number of shares hold as of December 31, 2018 available to be exercised is 1,103,638.

**18. EQUITY**

As of December 31, 2018, the total number of authorized shares was 1,011,876,677; represented by common registered shares, issued and with no par value, fully subscribed and paid, comprised as follows:

|                                | SHARES        |                   | TOTAL SHARES  |
|--------------------------------|---------------|-------------------|---------------|
|                                | FIXED CLASS I | VARIABLE CLASS II |               |
| Series A shares <sup>(1)</sup> | 10,478        | 923,814,326       | 923,824,804   |
| Series B shares <sup>(1)</sup> | 13,702        | 88,038,171        | 88,051,873    |
|                                | 24,180        | 1,011,852,497     | 1,011,876,677 |
| Treasury shares (Note 17)      | -             | (15,212,365)      | (15,212,365)* |
|                                | 24,180        | 996,640,132       | 996,664,312   |

\* The number of forfeited shares as of December 31, 2018 were 121,451, which are include in treasury shares.

<sup>(1)</sup> On February 16, 2018, one of the Company's shareholders converted 45,968,598 Series B Shares for the equivalent number of Series A Shares. This conversion has no impact either on the total number of outstanding shares nor on the earnings-per-share calculation.

As of December 31, 2017, the total number of authorized shares was 1,011,876,677; represented by common registered shares, issued and with no par value, fully subscribed and paid, comprised as follows:

|                           | SHARES        |                   | TOTAL SHARES  |
|---------------------------|---------------|-------------------|---------------|
|                           | FIXED CLASS I | VARIABLE CLASS II |               |
| Series A shares           | 3,224         | 877,852,982       | 877,856,206   |
| Series B shares           | 20,956        | 133,999,515       | 134,020,471   |
|                           | 24,180        | 1,011,852,497     | 1,011,876,677 |
| Treasury shares (Note 17) | –             | (13,257,945)      | (13,257,945)  |
|                           | 24,180        | 998,594,552       | 998,618,732   |

As of December 31, 2016, the total number of authorized shares was 1,011,876,677; represented by common registered shares, issued and with no par value, fully subscribed and paid, comprised as follows:

|                           | SHARES        |                   | TOTAL SHARES  |
|---------------------------|---------------|-------------------|---------------|
|                           | FIXED CLASS I | VARIABLE CLASS II |               |
| Series A shares           | 3,224         | 877,852,982       | 877,856,206   |
| Series B shares           | 20,956        | 133,999,515       | 134,020,471   |
|                           | 24,180        | 1,011,852,497     | 1,011,876,677 |
| Treasury shares (Note 17) | –             | (13,175,905)      | (13,175,905)  |
|                           | 24,180        | 998,676,592       | 998,700,772   |

All shares representing the Company's capital stock, either Series A shares or Series B shares, grant the holders the same economic rights and there are no preferences and/or restrictions attaching to any class of shares on the distribution of dividends and the repayment of capital. Holders of the Company's Series A common stock and Series B common stock are entitled to dividends when, and if, declared by a shareholders' resolution. The Company's revolving line of credit with Santander and Bancomext limits the Company's ability to declare and pay dividends in the event that the Company fails to comply with the payment terms thereunder. Only Series A shares from the Company are listed.

During the years ended December 31, 2018, 2017 and 2016, the Company did not declare any dividends.

**a) (Loss) Earnings per share**

Basic (loss) earnings per share ("LPS or EPS") amounts are calculated by dividing the net (loss) income for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares outstanding during the year.

Diluted LPS or EPS amounts are calculated by dividing the (loss) profit attributable to ordinary equity holders of the parent (after adjusting for interest on the convertible preference shares, if any), by the weighted average number of ordinary shares outstanding during the year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares (to the extent that their effect is dilutive).

The following table shows the calculations of the basic and diluted (loss) earnings per share for the years ended December 31, 2018, 2017 and 2016.

|   | AT DECEMBER 31, |               |               |
|---|-----------------|---------------|---------------|
|   | 2018            | 2017          | 2016          |
| Net (loss) income for the period                              | Ps. (682,500)   | Ps. (651,788) | Ps. 3,478,598 |
| Weighted average number of shares outstanding (in thousands): |                 |               |               |
| Basic   | 1,011,877       | 1,011,877     | 1,011,877     |
| Diluted   | 1,011,877       | 1,011,877     | 1,011,877     |
| LPS –EPS:   |                 |               |               |
| Basic   | (0.679)         | (0.644)       | 3.438         |
| Diluted   | (0.679)         | (0.644)       | 3.438         |

There have been no other transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of authorization of these financial statements.

**b)** In accordance with the Mexican Corporations Act, the Company is required to allocate at least 5% of the net income of each year to increase the legal reserve. This practice must be continued until the legal reserve reaches 20% of capital stock. As of December 31, 2018 and 2017, the Company's legal reserve was Ps.291,178 or 9.8% our capital stock. As of December 31, 2016 the legal reserve was Ps.38,250.

At an ordinary general shareholders' meeting held on April 19, 2017 the shareholders approved to increase legal reserve in the amount of Ps.252,928. As of December 31, 2018, 2017 and 2016 the Company's legal reserve has not reached the 20% of its capital stock.



- c) Any distribution of earnings in excess of the net tax profit account (*Cuenta de utilidad fiscal neta* or “CUFIN”) balance will be subject to corporate income tax, payable by the Company, at the enacted income tax rate at that time. A 10% withholding tax is imposed on dividends distributions to individuals and foreign shareholders from earnings generated starting January 1, 2014.
- d) Shareholders may contribute certain amounts for future increases in capital stock, either in the fixed or variable capital. Said contributions will be kept in a special account until the shareholders meeting authorizes an increase in the capital stock of the Company, at which time each shareholder will have a preferential right to subscribe and pay the increase with the contributions previously made. As it is not strictly regulated in Mexican law, the shareholders meeting may agree to return the contributions to the shareholders or even set a term in which the increase in the capital stock has to be authorized.

### 19. INCOME TAX

- a) In accordance with the MITL, the Company and its Mexican subsidiaries are subject to income tax and each files its tax returns on an individual entity basis and the related tax results are included in the accompanying consolidated financial statements. The income tax is computed taking into consideration the taxable and deductible effects of inflation, such as depreciation calculated on restated assets values. Taxable income is increased or reduced by the effects of inflation on certain monetary assets and liabilities through the annual inflation adjustment.
  - (i) Based on the approved law, corporate income tax rate for 2018 and thereafter is 30%.
  - (ii) The tax rules include limits in the deductions of the exempt compensation amount certain items, as follows: Wages and benefits paid to workers 47% of income paid to workers and in certain cases up to 53% (holiday bonus, savings fund, employee profit sharing, seniority premiums) will be deductible for employers. As a result, certain wage and salary provisions have difference between tax and book values at year-end.
  - (iii) The MITL sets forth criteria and limits for applying some deductions, such as: the deduction of payments which, in turn, are exempt income for workers, contributions for creating or increasing provisions for pension funds, contributions to the Mexican Institute of Social Security payable by the worker that are paid by the employer, as well as the possible non-deduction of payments made to related parties in the event of failing to meet certain requirements.
  - (iv) Taxable income for purposes of the employee profit sharing is the same used for the Corporate Income Tax except for certain items.
  - (v) A 10% withholding tax is imposed on dividends distributions to individuals and foreign shareholders from earnings generated starting January 1, 2014.

The income tax rates for 2018, 2017 and 2016 in Guatemala and Costa Rica are 25% and 30%, respectively.

- b) For the years ended December 31, 2018, 2017 and 2016, the Company reported on a consolidated basis taxable income of Ps.777,513, Ps.171,046 and Ps.2,702,355, respectively, which was partially offset by tax losses from prior years.

In accordance with the MITL and Costa Rican Income Tax Law (CRITL), tax losses may be carried forward against taxable income generated in the succeeding ten and three years, respectively. Carryforward tax losses are restated based on inflation.

- c) An analysis of consolidated income tax expense for the years ended December 31, 2018, 2017 and 2016 is as follows:

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|                                       | 2018 |           | 2017 |           | 2016 |              |
|---------------------------------------|------|-----------|------|-----------|------|--------------|
| Current year income tax expense       | Ps.  | (232,824) | Ps.  | (51,313)  | Ps.  | (706,244)    |
| Deferred income tax benefit (expense) |      | 471,060*  |      | 212,488** |      | (750,938)*** |
| Total income tax benefit (expense)    | Ps.  | 238,236   | Ps.  | 161,175   | Ps.  | (1,457,182)  |

\* Includes translation effect by Ps.2,683

\*\*Includes translation effect by Ps.1,008

\*\*\*Includes translation effect by Ps.1,242

#### Consolidated statements of OCI

|   | 2018 |         | 2017 |        | 2016 |           |
|---|------|---------|------|--------|------|-----------|
| Deferred tax related to items recognized in OCI during the year |      |         |      |        |      |           |
| Net gain (loss) on cash flow hedges                             | Ps.  | 85,107  | Ps.  | 12,017 | Ps.  | (187,408) |
| Remeasurement (loss) gain of employee benefits                  |      | (1,797) |      | 533    |      | 132       |
| Deferred tax charged to OCI                                     | Ps.  | 83,310  | Ps.  | 12,550 | Ps.  | (187,276) |

d) A reconciliation of the statutory corporate income tax rate to the Company's effective tax rate for financial reporting purposes is as follows:

|  | 2018          | 2017     | 2016    |
|--|---------------|----------|---------|
| Statutory income tax rate                                | 30.00%        | 30.00%   | 30.00%  |
| Non-deductible expenses                                  | (3.53%)       | (3.90%)  | 0.28%   |
| Unrecorded deferred taxes on tax losses                  | (5.56%)       | (14.55%) | 0.09%   |
| Foreign countries difference with Mexican statutory rate | (0.02%)       | (0.32%)  | 0.04%   |
| Inflation of tax losses                                  | 1.79%         | 1.50%    | (0.01%) |
| Amendment tax return effects and other tax adjustments   | (0.08%)       | (0.31%)  | (0.11%) |
| Inflation on furniture, intangible and equipment         | 2.91%         | 4.91%    | (0.38%) |
| Annual inflation adjustment                              | 0.36%         | 4.00%    | (0.63%) |
|  | <b>25.87%</b> | 21.33%   | 29.28%  |

#### Mexican income tax matters

For Mexican purposes, corporate income tax is computed on accrued basis. MITL requires taxable profit to be determined by considering revenue net of tax deductions. Prior years' tax losses can be utilized to offset current year taxable income. Income tax is determined by applying the 30% rate on the net amount after tax losses utilization.

For tax purposes, income is considered taxable at the earlier of: (i) the time the revenue is collected, (ii) the service is provided or (iii) the time of the issuance of the invoice. Expenses are deductible for tax purposes generally on accrual basis, with some exceptions, once the requirements established in the tax law are fulfilled.

#### Central America (Guatemala and Costa Rica)

According to Guatemala Corporate Income tax law, under the regime on profits from business activities, net operating losses cannot offset taxable income in prior or future years. For the year ended December 31, 2018, the Company obtained a net operating income.

According to Costa Rica Corporate Income tax law, under the regime on profits from business activities, net operating losses can offset taxable income in a term of three years. For the years ended December 31, 2018, 2017 and 2016, the Company generated net operating losses for an amount of Ps.170,731, Ps.300,613 and Ps.57,414, respectively, for which no deferred tax asset has been recognized.

e) An analysis of consolidated deferred taxes is as follows:

|   | 2018   |                                      | 2017   |                                      | 2016   |                                      |
|---|--|--------------------------------------|--|--------------------------------------|--|--------------------------------------|
|   | CONSOLIDATED STATEMENT OF FINANCIAL POSITION | CONSOLIDATED STATEMENT OF OPERATIONS | CONSOLIDATED STATEMENT OF FINANCIAL POSITION | CONSOLIDATED STATEMENT OF OPERATIONS | CONSOLIDATED STATEMENT OF FINANCIAL POSITION | CONSOLIDATED STATEMENT OF OPERATIONS |
| <b>Deferred income tax assets:</b>                                |  |                                      |  |                                      |  |                                      |
| Intangible  | Ps. 460,590                                  | Ps. (2,621)                          | Ps. 463,211                                  | Ps. (18,415)                         | Ps. 481,626                                  | Ps. (16,637)                         |
| Provisions  | 324,445                                      | (27,544)                             | 351,989                                      | 8,695                                | 343,294                                      | 56,727                               |
| Tax losses available for offsetting against future taxable income | 309,320                                      | (33,762)                             | 343,082                                      | 309,758                              | 33,324                                       | (25,030)                             |
| Extension lease agreement   | 149,305                                      | 6,170                                | 143,135                                      | 41,411                               | 101,724                                      | 25,405                               |
| Unearned transportation revenue                                   | 735,355                                      | 699,414                              | 35,941                                       | (29,814)                             | 65,755                                       | 7,039                                |
| Allowance for doubtful accounts                                   | 4,902  | (2,422)                              | 7,324  | 433                                  | 6,891  | (2,179)                              |
| Employee benefits   | 5,446  | 1,456                                | 5,786  | 1,222                                | 4,031  | 886                                  |
| Employee profit sharing   | 4,493  | 1,777                                | 2,716  | (490)                                | 3,206  | 158                                  |
| Financial instruments   | 35,955                                       | -                                    | (49,151)                                     | -                                    | (61,168)                                     | -                                    |
|   | <b>2,029,811</b>                             | <b>642,468</b>                       | 1,304,033                                    | 312,800                              | 978,683                                      | 46,369                               |
| <b>Deferred income tax liabilities:</b>                           |  |                                      |  |                                      |  |                                      |
| Supplemental rent   | 1,595,519                                    | 32,156                               | 1,563,363                                    | 223,753                              | 1,339,610                                    | 363,783                              |
| Rotable spare parts, furniture and equipment, net                 | 645,024                                      | 168,107                              | 476,917                                      | 108,890                              | 368,027                                      | 103,926                              |
| Prepaid expenses and other assets                                 | 170,466                                      | (25,686)                             | 196,152                                      | (239,586)                            | 435,738                                      | 280,660                              |
| Inventories   | 88,895                                       | 726                                  | 88,169                                       | 15,286                               | 72,883                                       | 23,979                               |
| Other prepayments   | 32,057                                       | (1,212)                              | 33,269                                       | (7,023)                              | 40,292                                       | 23,717                               |
|   | <b>2,531,961</b>                             | <b>174,091</b>                       | 2,357,870                                    | 101,320                              | 2,256,550                                    | 796,065                              |
|   | <b>Ps. (502,150)</b>                         | <b>Ps. 468,377</b>                   | Ps.(1,053,837)                               | Ps. 211,480                          | Ps.(1,277,867)                               | Ps. (749,696)                        |



|  | 2018 |             | 2017 |             | 2016 |             |
|--|------|-------------|------|-------------|------|-------------|
| <b>Reflected in the consolidated statement of financial position as follows:</b> |      |             |      |             |      |             |
| Deferred tax assets  | Ps.  | 593,302     | Ps.  | 562,445     | Ps.  | 559,083     |
| Deferred tax liabilities   |      | (1,095,452) |      | (1,616,282) |      | (1,836,950) |
| Deferred tax liability, net  | Ps.  | (502,150)   | Ps.  | (1,053,837) | Ps.  | (1,277,867) |

A reconciliation of deferred tax liability, net is as follows:

|   | 2018 |             | 2017 |             | 2016 |             |
|---|------|-------------|------|-------------|------|-------------|
| Opening balance as of January 1,            | Ps.  | (1,053,837) | Ps.  | (1,277,867) | Ps.  | (340,895)   |
| Deferred income tax benefit (expense)       |      |             |      |             |      |             |
| during the current year recorded on profits |      | 468,377     |      | 211,480     |      | (749,696)   |
| Deferred income tax benefit (expense)       |      |             |      |             |      |             |
| during the current year recorded            |      |             |      |             |      |             |
| in accumulated other comprehensive          |      |             |      |             |      |             |
| income (loss)                               |      | 83,310      |      | 12,550      |      | (187,276)   |
| Closing balance as of December 31,          | Ps.  | (502,150)   | Ps.  | (1,053,837) | Ps.  | (1,277,867) |

At December 31, 2018, 2017 and 2016, the table shown above includes deferred income tax asset recognized by Concesionaria and Operaciones Volaris (2018), Comercializadora (2017) for tax losses carry-forwards to the extent that the realization of the related tax benefit through future taxable profits is probable. The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

According to IAS 12, *Income Taxes*, a deferred tax asset should be recognized for the carry-forward of available tax losses to the extent that it is probable that future taxable income will be available against which the available tax losses can be utilized. In this regards, the Company has recognized at December 31, 2018, 2017 and 2016 a deferred tax asset for tax losses of Ps.309,320, Ps.343,082 and Ps.33,324 respectively.

During 2017, the Company recognized a deferred tax asset for the carry-forward of available tax losses of Concesionaria, Comercializadora and Operaciones Volaris, based on the positive evidence of the Company to generate taxable profit related to the same taxation authority against which the available tax losses can be utilized before they expire. Positive evidence includes Concesionaria's actions to increase its aircraft fleet in the following years, increase in flight frequencies, and routes, inside and outside of Mexico; the profit of Comercializadora and Operaciones Volaris, respectively, is derived directly from Concesionaria's operations.

An analysis of the available tax losses carry-forward of the Company at December 31, 2018 is as follows:

| YEAR OF LOSS | HISTORICAL LOSS      | RESTATED TAX LOSS    | UTILIZED           | TOTAL REMAINING AMOUNT | YEAR OF EXPIRATION |
|--------------|----------------------|----------------------|--------------------|------------------------|--------------------|
| 2016         | Ps. 57,414           | Ps. 57,414           | Ps. –              | Ps. 57,414             | 2019               |
| 2016         | 52,221               | 57,215               | 57,215             | –                      | 2026               |
| 2017         | 300,613              | 300,613              | –                  | 300,613                | 2020               |
| 2017         | 1,068,498            | 1,150,140            | 122,359            | 1,027,781              | 2027               |
| <b>2018</b>  | <b>170,731</b>       | <b>170,731</b>       | <b>–</b>           | <b>170,731</b>         | <b>2021</b>        |
| <b>2018</b>  | <b>3,191</b>         | <b>3,290</b>         | <b>–</b>           | <b>3,290</b>           | <b>2028</b>        |
|              | <b>Ps. 1,652,668</b> | <b>Ps. 1,739,403</b> | <b>Ps. 179,574</b> | <b>Ps. 1,559,829</b>   |                    |

A breakdown of available tax loss carry-forward of Controladora and its subsidiaries at December 31, 2018 is as follows:

|                     | HISTORICAL LOSS      | RESTATED TAX LOSS    | TOTAL UTILIZED     | REMAINING AMOUNT     |
|---------------------|----------------------|----------------------|--------------------|----------------------|
| Comercializadora    | Ps. 52,221           | Ps. 57,215           | Ps. 57,215         | Ps. –                |
| Concesionaria       | 1,067,836            | 1,149,425            | 122,359            | 1,027,066            |
| Operaciones Volaris | 3,853                | 4,005                | –                  | 4,005                |
| Vuela Aviación      | 528,758              | 528,758              | –                  | 528,758              |
|                     | <b>Ps. 1,652,668</b> | <b>Ps. 1,739,403</b> | <b>Ps. 179,574</b> | <b>Ps. 1,559,829</b> |
| Unrecognized NOLs   |                      |                      |                    | (528,758)            |
|                     |                      |                      |                    | <b>Ps. 1,031,071</b> |
| Tax rate            |                      |                      |                    | 30%                  |
| Deferred income tax |                      |                      |                    | <b>Ps. 309,320</b>   |

f) At December 31, 2018 the Company had the following tax balances:

|   | 2018 |           |
|---|------|-----------|
| Restated contributed capital account<br>(Cuenta de capital de aportación or "CUCA") | Ps.  | 3,917,548 |
| CUFIN*  |      | 3,107,037 |

\* The calculation comprises all the subsidiaries of the Company.

## 20. OTHER OPERATING INCOME AND EXPENSES

An analysis of other operating income is as follows:

|  | 2018 |         | 2017 |        | 2016 |         |
|--|------|---------|------|--------|------|---------|
| Gain on sale and leaseback (Note 14c)                            | Ps.  | 609,168 | Ps.  | 65,886 | Ps.  | 484,827 |
| Loss on sale of rotatable spare parts<br>furniture and equipment |      | (2,356) |      | (908)  |      | (1,262) |
| Administrative benefits  |      | -       |      | 27,180 |      | 9,072   |
| Other income   |      | 15,161  |      | 4,607  |      | 4,105   |
|  | Ps.  | 621,973 | Ps.  | 96,765 | Ps.  | 496,742 |

An analysis of other operating expenses is as follows:

|   | 2018 |           | 2017 |           | 2016 |         |
|---|------|-----------|------|-----------|------|---------|
| Administrative and operational support expenses                           | Ps.  | 570,409   | Ps.  | 562,739   | Ps.  | 541,826 |
| Technology and communications   |      | 385,841   |      | 373,394   |      | 266,898 |
| Passenger services  |      | 70,337    |      | 59,261    |      | 45,439  |
| Insurance   |      | 60,892    |      | 54,569    |      | 56,414  |
| Rents of offices, maintenance<br>warehouse and hangar (Note 14c)          |      | 36,483    |      | 30,544    |      | 33,517  |
| Disposal of intangible, rotatable spare parts,<br>furniture and equipment |      | -         |      | 11        |      | 436     |
| Others  |      | 5,949     |      | 7,922     |      | 7,922   |
|   | Ps.  | 1,129,911 | Ps.  | 1,088,440 | Ps.  | 952,452 |

## 21. FINANCE INCOME AND COST

An analysis of finance income is as follows:

|  | 2018 |         | 2017 |         | 2016 |         |
|--|------|---------|------|---------|------|---------|
| Interest on cash and equivalents           | Ps.  | 152,437 | Ps.  | 105,151 | Ps.  | 78,793  |
| Interest on recovery of guarantee deposits |      | 166     |      | 644     |      | 23,792  |
| Others                                     |      | -       |      | -       |      | 6       |
|  | Ps.  | 152,603 | Ps.  | 105,795 | Ps.  | 102,591 |

An analysis of finance cost is as follows:

|                                   | 2018 |         | 2017 |        | 2016 |        |
|-----------------------------------|------|---------|------|--------|------|--------|
| Cost of letter credit notes       | Ps.  | 57,277  | Ps.  | 42,294 | Ps.  | 28,067 |
| Interest on debts and borrowings* |      | 56,916  |      | 37,565 |      | 1,245  |
| Bank fees and others              |      | 6,141   |      | 5,279  |      | 5,804  |
| Other finance costs               |      | -       |      | 1,219  |      | -      |
|                                   | Ps.  | 120,334 | Ps.  | 86,357 | Ps.  | 35,116 |

\* The borrowing costs related to the acquisition or construction of qualifying assets are capitalized as part of the cost of the asset (Note 12) Interest expense not capitalized is related to the short term working capital facility from Citibanamex.

|  | 2018 |           | 2017 |           | 2016 |          |
|--|------|-----------|------|-----------|------|----------|
| Interest on debts and borrowings   | Ps.  | 414,836   | Ps.  | 230,954   | Ps.  | 96,690   |
| Capitalized interest (Note 12)   |      | (357,920) |      | (193,389) |      | (95,445) |
| Net interest on debts and borrowing<br>in the consolidated statements<br>of operations | Ps.  | 56,916    | Ps.  | 37,565    | Ps.  | 1,245    |



## 22. COMPONENTS OF OTHER COMPREHENSIVE INCOME (LOSS)

An analysis of the other comprehensive income for the years ended December 31, 2018, 2017 and 2016 is as follows:

|  | 2018       |                  | 2017       |                 | 2016       |                |
|--|------------|------------------|------------|-----------------|------------|----------------|
| <b>Derivative financial instruments:</b>   |            |                  |            |                 |            |                |
| Reclassification of call options and forwards during the year to profit or loss (Note 4) | Ps.        | (455,009)        | Ps.        | 52,097          | Ps.        | 353,943        |
| Extrinsic value of changes on jet fuel Asian call options                                |            | 227,509          |            | (81,182)        |            | 277,899        |
| Extrinsic value of changes on jet fuel Zero cost collars                                 |            | (122,948)        |            | -               |            | -              |
| Gain (loss) of the matured foreign currency forward contracts                            |            | 66,757           |            | (13,380)        |            | -              |
| Gain (loss) of the not-yet matured interest rate swap contracts                          |            | -                |            | 317             |            | (7,148)        |
| <b>Total</b>   | <b>Ps.</b> | <b>(283,691)</b> | <b>Ps.</b> | <b>(42,148)</b> | <b>Ps.</b> | <b>624,694</b> |

## 23. COMMITMENTS AND CONTINGENCIES

### Aircraft related commitments and financing arrangements

Committed expenditures for aircraft purchase and related flight equipment related to the Airbus purchase agreement, including estimated amounts for contractual prices escalations and pre-delivery payments, will be as follows:

|                     | COMMITMENT EXPENDITURES<br>IN U.S. DOLLARS |                  | COMMITMENT EXPENDITURES<br>EQUIVALENT IN MEXICAN PESOS <sup>(1)</sup> |                   |
|---------------------|--|------------------|---|-------------------|
| 2019                | US\$                                       | 76,559           | Ps.   | 1,506,903         |
| 2020                |  | 136,936          |   | 2,695,298         |
| 2021                |  | 164,856          |   | 3,244,844         |
| 2022 and thereafter |  | 691,836          |   | 13,617,339        |
|                     | <b>US\$</b>                                | <b>1,070,187</b> | <b>Ps.</b>  | <b>21,064,384</b> |

<sup>(1)</sup> Using the exchange rate as of December 31, 2018 of Ps.19.6829.

All aircraft acquired by the Company through the Airbus purchase agreement through December 31, 2018 have been executed through sale and leaseback transactions.

### Litigation

- a) The Company is a party to legal proceedings and claims that arise during the ordinary course of business. The Company believes the ultimate outcome of these matters will not have a material adverse effect on the Company's financial position, results of operations, or cash flows.

- b) On January 18, 2018, the Mexican antitrust authority, Comisión Federal de Competencia Económica ("COFECE"), served Volaris with a preliminary ruling of potential responsibility (Dictamen de Probable Responsabilidad or "DPR") in which the investigating body of COFECE asserts certain allegations regarding antitrust activities in Mexico's domestic commercial air passenger transportation market during the period from April 2008 up to February 2010 by different Mexican carriers, including Volaris.

## 24. OPERATING SEGMENTS

The Company is managed as a single business unit that provides air transportation services. The Company has two geographic segments identified below:

|   | 2018       |                   | 2017       |                   | 2016       |                   |
|---|------------|-------------------|------------|-------------------|------------|-------------------|
| <b>Operating revenues:</b>                    |            |                   |            |                   |            |                   |
| Domestic (Mexico)                             | Ps.        | 18,493,476        | Ps.        | 17,272,946        | Ps.        | 15,694,044        |
| International:                                |            |                   |            |                   |            |                   |
| United States of America and Central America* |            | 8,811,674         |            | 7,515,240         |            | 7,777,516         |
| <b>Total operating revenues</b>               | <b>Ps.</b> | <b>27,305,150</b> | <b>Ps.</b> | <b>24,788,186</b> | <b>Ps.</b> | <b>23,471,560</b> |

\* United States of America represents approximately 32%, 30% and 32% of total revenues from external customers in 2018, 2017 and 2016, respectively.

Revenues are allocated by geographic segments based upon the origin of each flight.

The Company does not have material non-current assets located in foreign countries.

## 25. SUBSEQUENT EVENTS

Subsequent to December 31, 2018 and through April 25, 2019:

- On April 9, the Company presented its new brand named "YaVas", operated through its subsidiary "Viajes Vuela". YaVas is a on line travel agency ([www.yavas.com](http://www.yavas.com)), which offers the opportunity to find in one single webpage: airline tickets, hotels, transfers and other supplemental travel services.
- On March 28, 2019, COFECE served the Company the final ruling dated March 19, 2019 issued by the Board of Commissioners in its meeting held March 14, 2019 that resolved that no liability is to be imposed against the Company.



# volaris



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