

**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**SCHEDULE 13D**

**(Rule 13d-101)**

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED  
PURSUANT TO § 240.13  
d-2(a)**

**Under the Securities Exchange Act of 1934  
(Amendment No. 2)\***

**LATAM Airlines Group S.A.**  
**(Translation of Registrant's Name Into English)**

**Shares of Common Stock without par value**  
**(Title of Class of Securities)**

**N/A**  
**(CUSIP Number)**

**Carlos Vallette Gudenschwager**  
**Costa Verde Aeronáutica S.A.**  
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**Av. Apoquindo 3721, 13th floor, Las Condes, Santiago, Chile**  
**Tel: (+56 2)-2367-3000**

**(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)**

***With copies to:***

**Jeffrey S. Lewis, Esq.**  
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**Tel: (212) 225 2000**

**October 23, 2019**  
**(Date of Event Which Requires Filing of this Statement)**

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box: ☐

**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Costa Verde Aeronáutica S.A.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Costa Verde Aeronáutica Tres SpA		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Nueva Costa Verde Aeronáutica Ltda.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
		8	SHARED VOTING POWER 169,248,377
		9	SOLE DISPOSITIVE POWER 0
		10	SHARED DISPOSITIVE POWER 169,248,377
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Nueva Costa Verde Aeronáutica Dos S.A.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
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	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Costa Verde Aeronáutica SpA		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Priesca Dos y Cía. Ltda.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
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	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Caravia Dos y Cía. Ltda.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
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	10	SHARED DISPOSITIVE POWER 169,248,377	
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones El Fano Dos y Cía. Ltda.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
		8	SHARED VOTING POWER 169,248,377
		9	SOLE DISPOSITIVE POWER 0
		10	SHARED DISPOSITIVE POWER 169,248,377
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones La Espasa Dos y Cía. Ltda.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Inversiones La Espasa Dos S.A.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Mineras del Cantábrico S.A.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Costa Verde Limitada y Compañía en Comandita por Acciones		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
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	10	SHARED DISPOSITIVE POWER 169,248,377	
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Costa Verde Aeronáutica S.A.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Inmobiliaria e Inversiones La Espasa Limitada		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Inmobiliaria e Inversiones Caravia Limitada		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Inmobiliaria e Inversiones Puerto Claro Limitada		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inmobiliaria e Inversiones Priesca Limitada		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Inmobiliaria e Inversiones El Fano Limitada		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
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NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
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12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Costa Verde S.A.		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones Costa Verde Limitada		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
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CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Inmobiliaria e Inversiones Colunga Limitada		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
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13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Inversiones del Cantábrico Limitada		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON CO		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Juan José Cueto Plaza		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
		8	SHARED VOTING POWER 169,248,377
		9	SOLE DISPOSITIVE POWER 0
		10	SHARED DISPOSITIVE POWER 169,248,377
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Ignacio Javier Cueto Plaza		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Enrique Miguel Cueto Plaza		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  María Esperanza Cueto Plaza		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Isidora Cueto Cazes		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Felipe Jaime Cueto Ruiz-Tagle		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  María Emilia Cueto Ruiz-Tagle		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Andrea Raquel Cueto Ventura		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Daniela Esperanza Cueto Ventura		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Valentina Sara Cueto Ventura		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Alejandra Sonia Cueto Ventura		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Francisca María Cueto Ventura		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
		8	SHARED VOTING POWER 169,248,377
		9	SOLE DISPOSITIVE POWER 0
		10	SHARED DISPOSITIVE POWER 169,248,377
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

1	NAMES OF REPORTING PERSONS  Juan José Cueto Ventura		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Pedro Cueto Sarquis		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Juan Cueto Sarquis		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS WC; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Antonia Cueto Sarquis		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
		8	SHARED VOTING POWER 169,248,377
		9	SOLE DISPOSITIVE POWER 0
		10	SHARED DISPOSITIVE POWER 169,248,377
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Manuela Cueto Sarquis		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Fernanda Cueto Délano		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS Ignacio Cueto Délano		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Javier Cueto Délano		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Pablo Cueto Délano		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  José Cueto Délano		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  Nieves Isabel Alcaíno Cueto		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  María Elisa Alcaíno Cueto		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH		7	SOLE VOTING POWER 0
		8	SHARED VOTING POWER 169,248,377
		9	SOLE DISPOSITIVE POWER 0
		10	SHARED DISPOSITIVE POWER 169,248,377
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

CUSIP No. N/A

1	NAMES OF REPORTING PERSONS  María Esperanza Alcaíno Cueto		
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="checkbox"/> (b) <input checked="" type="checkbox"/>		
3	SEC USE ONLY		
4	SOURCE OF FUNDS PF; OO		
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEM 2(d) or 2(e) o		
6	CITIZENSHIP OR PLACE OF ORGANIZATION Republic of Chile		
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	7	SOLE VOTING POWER 0	
	8	SHARED VOTING POWER 169,248,377	
	9	SOLE DISPOSITIVE POWER 0	
	10	SHARED DISPOSITIVE POWER 169,248,377	
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 169,248,377		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES o		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 27.91		
14	TYPE OF REPORTING PERSON IN		

This Amendment No. 2 amends and supplements the information set forth in the [Schedule 13D](#) filed by the Reporting Persons (as defined below) with the United States Securities and Exchange Commission (the “SEC”) on March 19, 2010, as amended and supplemented by [Amendment No. 1](#) thereto filed on January 18, 2011 (the “[Schedule 13D](#)”). All capitalized terms contained herein but not otherwise defined shall have the meanings given to such terms in the Schedule 13D.

#### **Item 4. Purpose of Transaction.**

Item 4 of the Schedule 13D is hereby supplemented by adding the following:

On September 26, 2019, LATAM Airlines Group S.A. (“[LATAM](#)”), a *sociedad anónima* organized under the laws of the Republic of Chile, entered into a certain framework agreement (the “[Framework Agreement](#)”) with Delta Air Lines, Inc. (“[Delta](#)”), a corporation organized under the laws of Delaware, related to, among other things, the formation of a proposed strategic alliance between LATAM and Delta.

The Framework Agreement imposes certain limitations on LATAM and its affiliates, including the Reporting Persons, on the issuance, granting an option to subscribe for, pledging or transferring any share capital of or other equity interest in LATAM to certain persons in the global airline business other than (i) pursuant to open market transactions in which LATAM has no reasonable basis to ascertain the identity of the buyer and (ii) any issuances of securities by LATAM to the extent required to give effect to preemptive rights under applicable Chilean Law. These limitations apply from the date of the Framework Agreement until the first date Delta and certain of its wholly-owned subsidiaries own less than 10% of the issued and outstanding LATAM shares.

Further, on the terms and subject to the conditions set forth in the Framework Agreement, Delta has agreed to launch a tender offer for 20% (and not more than 20%) of the issued and outstanding shares of LATAM, including shares represented by American Depositary Shares (collectively, the “[Shares](#)”). The tender offer is subject to certain conditions described in the Framework Agreement. The Reporting Persons intend to participate in such tender offer, selling their pro rata portion of the Shares.

The Framework Agreement also imposes certain restrictions on Delta, LATAM and their respective affiliates, including the Reporting Persons with respect to LATAM, with respect to initiating, soliciting or engaging in discussions with respect to certain alternative transactions, including Delta or LATAM’s entry into certain business combinations, joint ventures or other strategic alliances with, issuance of shares to, or acquisition of beneficial ownership of more than 5% of the capital stock of, an airline carrier that is headquartered or with operations primarily based in (i) South America, Central America or the Caribbean, for Delta, or (ii) the United States, for LATAM. Such restrictions apply from the date of the Framework Agreement until the date that is 60 days following the Equity Antitrust Outside Date (the “[Equity Antitrust Outside Date](#)” being 180 days following the date of the Framework Agreement, as such 180-day period may be extended by either LATAM or Delta by an additional 90-day period or as otherwise agreed between LATAM and Delta).

Except as set forth above, none of the Reporting Persons has any plan or proposal which relates to or would result in any of the transactions described in subparagraphs (a) through (j) of Item 4 of Schedule 13D, although the Reporting Persons reserve the right to do so.

#### **Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.**

Item 6 of the Schedule 13D is hereby supplemented by adding the following:

##### *Framework Agreement*

As described in Item 4, on September 26, 2019, LATAM and Delta entered into Framework Agreement. For a description of the Framework Agreement, see (i) LATAM’s report on [Form 6-K](#) filed with the SEC on September 26, 2019, (ii) LATAM’s [Schedule 14D-9](#) filed with the SEC on September 26, 2019, (iii) LATAM’s [Schedule 14D-9](#) filed with the SEC on September 27, 2019, and (iv) LATAM’s [Schedule 14D-9](#) filed with the SEC on September 30, 2019.

## SIGNATURE

After reasonable inquiry and to the best of our knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

October 23, 2019	JUAN JOSÉ CUETO PLAZA By: <u>/s/ Juan José Cueto Plaza</u> Name: Juan José Cueto Plaza
October 23, 2019	IGNACIO JAVIER CUETO PLAZA By: <u>/s/ Juan José Cueto Plaza</u> Name: Juan José Cueto Plaza Title: Attorney-in-fact
October 23, 2019	ENRIQUE MIGUEL CUETO PLAZA By: <u>/s/ Juan José Cueto Plaza</u> Name: Juan José Cueto Plaza Title: Attorney-in-fact
October 23, 2019	MARÍA ESPERANZA CUETO PLAZA By: <u>/s/ Juan José Cueto Plaza</u> Name: Juan José Cueto Plaza Title: Attorney-in-fact
October 23, 2019	ISIDORA CUETO CAZES By: <u>/s/ Juan José Cueto Plaza</u> Name: Juan José Cueto Plaza Title: Attorney-in-fact
October 23, 2019	FELIPE JAIME CUETO RUIZ-TAGLE By: <u>/s/ Juan José Cueto Plaza</u> Name: Juan José Cueto Plaza Title: Attorney-in-fact
October 23, 2019	MARÍA EMILIA CUETO RUIZ-TAGLE By: <u>/s/ Juan José Cueto Plaza</u> Name: Juan José Cueto Plaza Title: Attorney-in-fact
October 23, 2019	ANDREA RAQUEL CUETO VENTURA By: <u>/s/ Juan José Cueto Plaza</u> Name: Juan José Cueto Plaza Title: Attorney-in-fact

October 23, 2019	<p>DANIELA ESPERANZA CUETO VENTURA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>VALENTINA SARA CUETO VENTURA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>ALEJANDRA SONIA CUETO VENTURA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>FRANCISCA MARÍA CUETO VENTURA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>JUAN JOSÉ CUETO VENTURA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>MANUELA CUETO SARQUIS</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>PEDRO CUETO SARQUIS</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>JUAN CUETO SARQUIS</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>ANTONIA CUETO SARQUIS</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>

October 23, 2019

FERNANDA CUETO DÉLANO

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

IGNACIO CUETO DÉLANO

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

JAVIER CUETO DÉLANO

By: /s/ Juan José Cueto Plaza  
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Title: Attorney-in-fact

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PABLO CUETO DÉLANO

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

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JOSÉ CUETO DÉLANO

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

NIEVES ISABEL ALCAÍNO CUETO

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

MARÍA ELISA ALCAÍNO CUETO

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

MARÍA ESPERANZA ALCAÍNO CUETO

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

INVERSIONES MINERAS DEL CANTABRICO S.A.

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019	<p>COSTA VERDE AERONÁUTICA S.A.</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INVERSIONES COSTA VERDE LIMITADA Y COMPAÑÍA EN COMANDITA POR ACCIONES</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p> <p>INVERSIONES COSTA VERDE LIMITADA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INVERSIONES COSTA VERDE AERONÁUTICA S.A.</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INMOBILIARIA E INVERSIONES LA ESPASA LIMITADA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p> <p>INMOBILIARIA E INVERSIONES CARAVIA LIMITADA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INMOBILIARIA E INVERSIONES PUERTO CLARO LIMITADA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p> <p>INMOBILIARIA E INVERSIONES PRIESCA LIMITADA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>

October 23, 2019	<p>INMOBILIARIA E INVERSIONES EL FANO LIMITADA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INVERSIONES NUEVA COSTA VERDE AERONÁUTICA DOS S.A.</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INVERSIONES COSTA VERDE S.A.</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INMOBILIARIA E INVERSIONES COLUNGA LIMITADA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INVERSIONES DEL CANTABRICO LIMITADA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>COSTA VERDE AERONÁUTICA TRES SpA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INVERSIONES NUEVA COSTA VERDE AERONÁUTICA LTDA.</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>COSTA VERDE AERONÁUTICA SpA</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>
October 23, 2019	<p>INVERSIONES PRIESCA DOS Y CIA. LTDA.</p> <p>By: <u>/s/ Juan José Cueto Plaza</u>  Name: Juan José Cueto Plaza  Title: Attorney-in-fact</p>

October 23, 2019

INVERSIONES CARAVIA DOS Y CIA. LTDA.

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

INVERSIONES EL FANO DOS Y CIA. LTDA.

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

INVERSIONES LA ESPASA DOS Y CIA. LTDA.

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact

October 23, 2019

INVERSIONES LA ESPASA DOS S.A.

By: /s/ Juan José Cueto Plaza  
Name: Juan José Cueto Plaza  
Title: Attorney-in-fact