

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

In re:

PARETEUM CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No.: 22-10615 (LGB)

(Joint Administration Requested)

ORDER (I) AUTHORIZING THE DEBTORS TO (A) MAINTAIN A LIST OF CREDITORS IN LIEU OF SUBMITTING A FORMATTED MAILING MATRIX, (B) FILE A CONSOLIDATED LIST OF THE DEBTORS' TOP THIRTY CREDITORS, AND (II) ESTABLISHING PROCEDURES FOR NOTIFYING PARTIES OF THE COMMENCEMENT OF THESE CHAPTER 11 CASES

Upon the motion (the "Motion")² of the above-captioned debtors and debtors in possession (collectively, the "Debtors") for entry of an order (this "Order"), (i) authorizing the Debtors to (a) maintain a consolidated list of creditors in lieu of submitting a separate mailing matrix for each Debtor, (b) file a consolidated list of the Debtors' thirty largest unsecured creditors, and (ii) establishing procedures for notifying parties of the commencement of these Chapter 11 Cases, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the Southern District of New York*, dated February 1, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2) and that this Court may enter a final order consistent with Article III of the United States Constitution; and this Court having found that

¹ The Debtors in the Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, if applicable, are: Pareteum Corporation (7538); Pareteum North America Corp. (f/k/a Elephant Talk North America Corp.) (9623); Devicescape Holdings, Inc. (2909); iPass, Inc. (4598); iPass IP LLC (2550); Pareteum Europe B.V.; Artilium Group Ltd. (f/k/a Artilium PLC); Pareteum Asia Pte. Ltd.; and Pareteum N.V. (f/k/a Artilium N.V.). The Debtors' corporate headquarters is located at 1185 Avenue of the Americas, 2nd Floor, New York, NY 10036.

² Capitalized terms used but not defined herein have the meanings given to such terms in the Motion.



venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties-in-interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. As soon as practicable after entry of an order authorizing the engagement of the proposed Claims and Noticing Agent in these Chapter 11 Cases, the Debtors shall furnish to the Claims and Noticing Agent a consolidated creditor list.
3. In lieu of submitting a formatted mailing matrix, the Debtors, with the assistance of the Claims and Noticing Agent (upon the Court's approval of the Debtors' retention of the Claims and Noticing Agent), file the Creditor Matrix on the Court's docket and provide the Creditor Matrix in electronic form to the Court, the U.S. Trustee, and counsel to an official committee of unsecured creditors appointed in these Chapter 11 Cases (if any) and, upon a request to the Debtors (email is sufficient) or to the Court that is reasonably related to these Chapter 11 Cases, any party in interest.

4. The Debtors are authorized to post a version of the Creditor Matrix on the case website established by the proposed Claims and Noticing Agent (www.kccllc.net/pareteum) that does not specify the names or addresses of individual creditors.

5. The notice of commencement of these Chapter 11 Cases, substantially in the form attached to this Order as Exhibit 1, is hereby approved.

6. The Debtors are authorized to file a consolidated list of the thirty largest unsecured creditors in these Chapter 11 Cases in lieu of each Debtor filing a list of its twenty largest unsecured creditors.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

8. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: **May 18, 2022**
New York, New York

/s/ Lisa G. Beckerman
THE HONORABLE LISA G. BECKERMAN
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

NOTICE OF COMMENCEMENT

Information to identify the case:			
Debtor <u>Pareteum Corporation</u> Name		EIN <u>95-4557538</u>	
United States Bankruptcy Court for the: <u>Southern</u> District of <u>New York</u> (State)		Date case filed for Chapter 11	<u>05/15/2022</u> MM/DD/YYYY
Case number: <u>22-10615 (LGB)</u>			

Official Form 309F (For Corporations or Partnerships)

Notice of Chapter 11 Bankruptcy Case

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For the debtor listed above, a case has been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered. This notice has important information about the case for creditors, debtors, and trustees, including information about the meeting of creditors and deadlines. Read both pages carefully.

The filing of the case imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtor or the debtor’s property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or otherwise try to collect from the debtor. Creditors cannot demand repayment from the debtor by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney’s fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk’s office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk’s office at the address listed below or through PACER (Public Access to Court Electronic Records at www.pacer.gov).

In addition such documents can be viewed and/or obtained from the Debtors' proposed notice and claims agent, Kurtzman Carson Consultants LLC at <http://www.kccllc.net/Pareteum> or by calling (888) 201-2205 (toll free) for U.S./Canada based parties or (310) 751-1839 for International parties. Note that you need a PACER password and login to access documents on the Bankruptcy Court's website (a PACER password is obtained by accessing the PACER website, www.pacer.gov).

The staff of the bankruptcy clerk’s office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in the case.

I. Debtors’ Full Names	Case Nos.	Employer ID Nos. (EIN)
Pareteum Corporation	Case No. 22-10615 (LGB)	95-4557538
Pareteum North America Corp.	Case No. 22-10616 (LGB)	46-2219623
Devicescape Holdings, Inc.	Case No. 22-10617 (LGB)	52-2322909
iPass, Inc.	Case No. 22-10618 (LGB)	93-1214598
iPass IP LLC	Case No. 22-10619 (LGB)	83-1192550
Pareteum Europe B.V.	Case No. 22-10620 (LGB)	34252209
Artidium Group Ltd. (f/k/a Artidium PLC)	Case No. 22-10621 (LGB)	3904535
Pareteum Asia Pte. Ltd.	Case No. 22-10622 (LGB)	201816006N
Pareteum N.V. (f/k/a Artidium N.V.)	Case No. 22-10623 (LGB)	0468.433.091

For more information, see pages 2-3

Debtor Pareteum Corporation

Case number (if known) 22-10615 (LGB)

2.	All other names used in the last 8 years	
	<p>Pareteum North America Corp. was formerly known as Elephant Talk North America Corp.</p> <p>Artilium Group Ltd. was formerly known as Artilium PLC.</p> <p>Pareteum N.V. was formerly known as Artilium N.V.</p>	
3.	Address	1185 Avenue of Americas, 2 nd FL, New York, NY 10036
4.	Debtors' Attorney	<p>Togut Segal & Segal LLP Frank A. Oswald Brian F. Moore Amy M. Oden One Penn Plaza, Suite 3335 New York, New York 10119 Contact Phone: (212) 594-5000 frankoswald@teamtogut.com bmoore@teamtogut.com aoden@teamtogut.com</p>
5.	Bankruptcy Clerk's Office	
	<p>United States Bankruptcy Court Southern District of New York One Bowling Green New York, NY 10004</p>	<p>Hours Open: 8:30 a.m. to 5:00 p.m. Contact phone: (212) 668-2870</p>
6.	Meeting of Creditors	
	<p><i>The Debtors' representative must be present at the meeting to be questioned under oath.</i> Creditors are welcome to attend, but are not required to do so. The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.</p>	<p>Date: To be determined. Location: To be determined. Time: To be determined. (Notice of the date, time and location will be provided once the meeting is set.)</p>

Debtor Pareteum Corporation

Case number (if known) 22-10615 (LGB)

<p>7. Proof of Claim Deadline</p>	<p>Deadline for filing proof of claim: Not yet set. If deadline is set, the court will send you another notice.</p> <p>A proof of claim is a signed statement describing a creditor’s claim. A proof of claim form may be obtained at www.uscourts.gov or any bankruptcy clerk’s office.</p> <p>Your claim will be allowed in the amount scheduled unless:</p> <ul style="list-style-type: none"> ▪ your claim is designated as <i>disputed</i>, <i>contingent</i>, or <i>unliquidated</i>; ▪ you file a proof of claim in a different amount; or ▪ you receive another notice. <p>If your claim is not scheduled or if your claim is designated as <i>disputed</i>, <i>contingent</i>, or <i>unliquidated</i>, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.</p> <p>You may review the schedules at the Bankruptcy Clerk’s office or online at www.pacer.gov.</p> <p>Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.</p>
<p>8. Exception to Discharge Deadline The Bankruptcy Clerk’s Office must receive a complaint and any required filing fee by the following deadline.</p>	<p>If § 523(c) applies to your claim and you seek to have it excepted from discharge, you must start a judicial proceeding by filing a complaint by the deadline stated below</p> <p>Deadline for filing the complaint: <u>Not yet set. Notice will be provided when deadline is set.</u></p>
<p>9. Creditors with a Foreign Address</p>	<p>If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about right in this case.</p>
<p>10. Filing a Chapter 11 Bankruptcy Case</p> <p>11. Discharge of Debts</p>	<p>Bankruptcy cases under Chapter 11 of the Bankruptcy Code have been filed in this court by the Debtors listed on the first page, and orders for relief have been entered. Chapter 11 allows the Debtors to reorganize or liquidate pursuant to a plan. A plan is not effective unless confirmed by the court. You may receive a copy of a plan and a disclosure statement telling you about a plan, and you might have the opportunity to vote on a plan. You will receive notice of the date of a confirmation hearing, and you may object to confirmation of a plan and attend a confirmation hearing. Unless a trustee is serving, the Debtors will remain in possession of the Debtors' property and may continue to operate any business.</p> <p>Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See Bankruptcy Code § 1141(d). A discharge means that you may never try to collect the debt from the debtor, except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge and § 523(c) applies to your claim, you must start a judicial proceeding by filing a complaint and paying the filing fee in the Bankruptcy Clerk’s Office by the deadline.</p>