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

In re:

PARETEUM CORPORATION, *et al.*,

Debtors.¹

Chapter 11

Case No.: 22-10615 (LGB)

(Jointly Administered)

**NOTICE OF INTENTION TO PAY M&A TRANSACTION SUCCESS FEE
TO FTI CAPITAL ADVISORS, LLC IN CONNECTION
WITH SALE**

PLEASE TAKE NOTICE that on June 30, 2022, the Court entered the *Order*

(I) Approving Asset Purchase Agreement Among Sellers and Buyer; (II) Authorizing Sale of Certain of the Debtors' Assets Free and Clear of Liens, Claims, Interests, and Encumbrances; (III) Authorizing Assumption and Assignment of Certain Executory Contracts and Leases in Connection Therewith; and (IV) Granting Related Relief (the "Sale Order") [Docket No. 167] approving the APA (as amended).

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.



PLEASE TAKE FURTHER NOTICE that on July 12, 2022, the above-captioned Debtors filed the *Notice Of Closing Of Sale Of Substantially All Of The Assets Of The Debtors* (the “Sale”) [Docket. No. 212].

PLEASE TAKE FURTHER NOTICE that, in accordance with paragraph 4 of the *Order Authorizing The Retention And Employment Of FTI Capital Advisors, LLC As Investment Banker And Financial Advisor To The Debtors Nunc Pro Tunc To The Petition Date*, dated June 30, 2022 (the “FTI Retention Order”)² [Docket. No. 163], the Debtors are providing notice of their intent to pay FTI, without further notice, an M&A Transaction Success Fee in the amount of \$600,000 in connection with the closing of the Sale.

Dated: New York, New York
July 19, 2022

PARETEUM CORPORATION, *ET AL.*
Debtors and Debtors in Possession
By their Counsel
TOGUT, SEGAL & SEGAL LLP,
By:

/s/ Frank A. Oswald

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² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to them in the FTI Retention Order