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

In re:  
  
PARETEUM CORPORATION, *et al.*,  
  
Debtors.<sup>1</sup>

Chapter 11  
  
Case No.: 22-10615 (LGB)  
  
(Jointly Administered)

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SEP 30 2022

**KORTZMAN CARSON CONSULTANTS**

**REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM**

1. Name of claimant: Channel Ventures Group, LLC

2. Debtor that the claim is asserted against (check one):

- Pareteum Corporation (Case No. 22-10615)
- Pareteum North America Corp. (Case No. 22-10616)
- Devicescape Holdings, Inc. (Case No. 22-10617)
- iPass, Inc. (Case No. 22-10618)
- iPass IP LLC (Case No. 22-10619)
- Pareteum Europe B.V. (Case No. 22-10620)
- Artium Group Ltd. (Case No. 22-10621)
- Pareteum Asia Pte. Ltd. (Case No. 22-10622)
- Pareteum N.V. (Case No. 22-10623)

3. Nature and description of the claim (you may attach a separate summary): SEE ADDENDUM

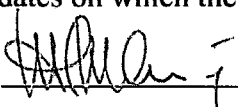
4. Date(s) claim arose: From the May 15, 2022 bankruptcy filing of the above-captioned matter and ongoing

5. Amount of claim: Unknown

<sup>1</sup> 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.; Artium Group Ltd. (f/k/a Artium PLC); Pareteum Asia Pte. Ltd.; and Pareteum N.V. (f/k/a Artium N.V.).



6. Documentation supporting the claim must be attached hereto. Documentation should include both evidence of the nature of the Administrative Expense Claim asserted as well as evidence of the date or dates on which the Administrative Expense Claim arose.

Signature: 

Date: September 30, 2022

Name: Markwin H. Maring, Statutory Director

Address: Channel Ventures Group, LLC

299 Park Avenue, 16th Floor

New York, New York 10171

Phone Number: +31651582511

Email: markwin@hollandoffice.nl

ADDENDUM TO REQUEST FOR PAYMENT OF ADMINISTRATIVE EXPENSE CLAIM

Channel Ventures Group, LLC (“CVG”) files this administrative expense claim in an unknown amount in connection with Pareteum Corporation’s and its affiliated debtors’ (the “Debtors”) sale of their “Non-MVNE” assets to CVG, which closed on July 11, 2022 (the “Sale”).

This administrative expense claim relates to claims or causes of action that have arisen or may arise in connection with the Sale and the documents, pleadings and agreements related thereto, with respect to which investigation and evaluation are ongoing, but for which CVG must protect its rights in light of this interim Administrative Claims Bar Date. In the event these matters are resolved to CVG’s satisfaction, this administrative expense claim may be withdrawn in whole or in part.

This administrative expense claim relates to claims and causes of action that have or may arise with respect to, but not limited to, the following documents related to the Sale:<sup>1</sup>

(1) Asset purchase agreement attached as Exhibit A to the Bankruptcy Court order dated June 30, 2022 [Docket No. 167] (the “Sale Order”) (as such agreement may be amended, supplemented, or otherwise modified from time to time, the “APA”);

(2) The Sale Order;

(3) Transition services agreement dated July 11, 2022 (the “TSA”) entered into by CVG and the Debtors, among others.

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<sup>1</sup> Due to the voluminous nature of the underlying documents, copies have not been attached hereto but all are in the possession of the Debtors, the Debtors’ Wind Down Officer and their advisors.

(4) Global settlement and release agreement among the Debtors, the Purchasers, and the official committee of unsecured creditors (the “Committee”), which was approved by the Bankruptcy Court on July 8, 2022 [Docket No. 201] (the “Settlement Agreement”).

These breaches include, but are not limited to, (a) the Debtors’ acceleration of the collection of receivables prior to the Closing resulting in reducing the receivables CVG reasonably anticipated to collect in connection with the Sale; (b) the Debtors’ deceleration of the payment of payables prior to the Closing resulting in increasing the payables CVG was responsible to pay in connection with the Sale; (c) the Debtors’ failure to disclose discounts given to customers and/or vendors, not limited to Wing Tel Inc.; (d) the Debtors’ failure to disclose liabilities with respect to potential employees to be transferred to CVG; and (e) the Debtors’ failure to disclose and/or misstating the financial wherewithal and/or value with respect to assets to be acquired by CVG, including failing to include pertinent data in their data room related to the Sale.

CVG reserves all rights with respect all such claims, and preserves and reserves its right of setoff and counterclaim to the extent that Debtors, the Committee, any subsequent successor or trustee and/or any other party seeks to assert claims against CVG.

This administrative expense claim is not subject to any valid set-off or counterclaim.

This administrative expense claim is filed to protect the rights of CVG and is not intended as, and shall not be construed as, (a) a waiver or release of any rights of CVG to have the reference withdrawn in the bankruptcy case or with respect to any proceeding, controversy, matter or other issue, or to demand and obtain a trial by jury therein; (b) a waiver or release of the right of CVG to have final orders in non-core matters entered only after de novo review by a district judge; (c) a waiver or release of any rights of CVG against any other person or other entity liable for any or

all of the claims described herein; (d) a waiver of any right of subordination in favor of CVG of indebtedness or liens held by any other creditors; (e) an election of any remedy waiving or otherwise affecting any other remedy of CVG; (f) a waiver or release of any additional claims or other rights that CVG may have in or against the Debtors, their estates or the property thereof; or (g) a waiver or release of any other rights, claims, actions, defenses, set-offs or recoupments to which CVG is or may be entitled under agreements, in law or in equity. All of the rights, claims, actions, defenses, set-offs and recoupments described above are hereby reserved.

CVG reserves the right to amend and supplement this administrative expense claim, and to file additional proofs of claim for additional claims.