

Amish R. Doshi, Esq.
Doshi Legal Group, P.C.
1979 Marcus Ave., Suite 210E
Lake Success, NY 11042
Telephone: (516) 622-2335
Facsimile: (516) 222-0162
amish@doshilegal.com

and

Shawn M. Christianson, Esq.
Valerie Bantner Peo, Esq.
BUCHALTER, A Professional Corporation
425 Second Street, Suite 2900
San Francisco, California 94105
Telephone: (415) 227-0900
Facsimile: (415) 227-0770
vbantnerpeo@buchalter.com

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

In re:	Chapter 11
PARETEUM CORPORATION, <i>et al.</i> ,	Case No. 22-10615 (LGB)
Debtors.	(Jointly Administered)

JOINT STIPULATION AND ORDER REGARDING ORACLE’S REQUEST FOR ALLOWANCE AND PAYMENT OF CHAPTER 11 ADMINISTRATIVE EXPENSES

This Joint Stipulation (the “Stipulation”) is made and entered into by and among Anthony M. Saccullo, in his capacity as liquidating trustee (“Liquidating Trustee”) for the TEUM Liquidating Trust (“Liquidating Trust”), and Oracle Credit Corporation and Oracle America, Inc., (jointly, “Oracle,” and together with the Liquidating Trust the “Parties” and each a “Party”). The Parties hereby stipulate and agree as follows:

Recitals

A. On May 15, 2022 (the “Petition Date”), Pareteum Corporation, *et al.*, (“Debtors”) filed the above captioned case in the United States Bankruptcy Court for the Southern District of New York (“Bankruptcy Court”).



B. Prior to the Petition Date, Oracle and the Debtors were parties to various agreements for Oracle-licensed products and related services.

C. On August 3, 2022, the Debtors filed the *Sixth Notice of Rejection of Executory Contracts and/or Unexpired Leases* [Dkt. No. 263] (“Rejection Notice”). Pursuant to the Rejection Notice, the Debtors rejected the following agreements (the “Oracle Agreements”), effective on August 3, 2022 (“Rejection Date”):

Counterparty	Address	Description
Oracle America, Inc.	500 Oracle Parkway, Redwood Shores, CA 94065	Cloud Services Agreement v 040119; Contract No. 15367173-1000; and Order No. 9518404
Oracle Credit Corporation	500 Oracle Parkway, Redwood Shores, CA 94065	Payment Schedule No.140313; and Payment Plan Agreement No. 3775

D. On August 23, 2022 Oracle timely filed its rejection damages claim on in the amount of \$915,175.42 (Claim No. 158) (“Rejection Damages Claim”).

E. On September 16, 2022, Oracle timely filed its *Request for Allowance and Payment of Administrative Expenses* [Dkt. No. 335] in the amount of \$101,319.72 (“Administrative Claim”), i.e., amounts owed for post-petition services provided by Oracle through the Rejection Date.

F. On October 4, 2022, the Debtors filed the *Modified Chapter 11 Plan of Liquidation for Pareteum Corporation and Certain of its Affiliates* [Dkt. No. 364, Exhibit A] (“Plan”), which the Bankruptcy Court confirmed on October 7, 2022 [Dkt. No. 374]. The effective date of the Plan occurred, the Liquidating Trust was formed, and the Liquidating Trustee was appointed on October 21, 2022 (“Effective Date”).

G. Pursuant to Article 7.4 of the Plan, the Liquidating Trustee is authorized to, among other things, resolve and settle all claims without any further approval of the Bankruptcy Court.

H. Following the Effective Date, counsel to the Liquidating Trustee and counsel to Oracle have been in discussions regarding the Administrative Claim and as a result, Oracle has agreed to reduce the amount of the Administrative Claim as set forth herein.

I. The Parties have negotiated this Stipulation in good faith and at arms' length.

NOW, THEREFORE, in consideration of the mutual covenants contained herein and other valuable consideration, the receipt of which is hereby acknowledged, intending to be legally bound, it is stipulated and agreed among the Parties, subject to and conditioned upon approval of the Bankruptcy Court, as follows:

IT IS HEREBY STIPULATED AND AGREED, AND UPON APPROVAL BY THE COURT OF THIS STIPULATION, IT IS SO ORDERED THAT:

1. The recitals set forth above are incorporated herein by reference.
2. In full and final satisfaction of Oracle's Administrative Claim, the Parties agree that within ten (10) business days after entry of an order of the Bankruptcy Court approving the Stipulation, and subject to receipt by the Liquidating Trustee of a current, signed W-9 from Oracle, the Liquidating Trust shall pay \$75,989.72 to Oracle as an administrative expense claim.
3. The Parties shall cooperate with one another to seek Bankruptcy Court approval of this Stipulation, which shall be effective upon entry of the order.
4. This Stipulation is without prejudice to the rights, claims and defenses of either Party with respect to the Rejection Damages Claim, all of which are preserved.
5. The Parties represent and warrant to each other that the signatories to this Stipulation have the full power and authority to enter into this Stipulation.
6. This Stipulation may be executed in counterpart, and may be executed by way of facsimile or electronic signature, and if so, shall be considered an original.
7. The Bankruptcy Court will retain jurisdiction to resolve any disputes or controversies arising from or relating to this Stipulation.

8. WHEREFORE, the undersigned have executed this Stipulation on behalf of the Parties hereto.

SO STIPULATED:

Dated: April 14, 2023

Dated: April 14, 2023

/s/ /s/ Krista Kulp
Seth Van Aalten, Esq.
Cameron A. Welch, Esq.
Krista L. Kulp, Esq.
1325 Avenue of the Americas – 19th Floor
New York, New York 10019
(212) 752-8000
(212) 752-8393 Facsimile
Email: svanaalten@coleschotz.com
cwelch@coleschotz.com
kkulp@coleschotz.com

Attorneys for Liquidating Trustee

/s/ /s/ Amish R. Doshi
Amish R. Doshi, Esq.
DOSHI LEGAL GROUP, P.C.
1979 Marcus Avenue, Suite 210E
Lake Success, New York 11042
Telephone: (516) 622-2335
Email: amish@doshilegal.com

Local Counsel for Creditor
Oracle America, Inc.

Shawn M. Christianson, Esq.
Valerie Bantner Peo, Esq.
BUCHALTER, A Professional Corporation
425 Market Street, Suite 2900
San Francisco, California 94105
Telephone: (415) 227-0900
Email: vbantnerpeo@buchalter.com

Peggy Bruggman, Esq.
Benjamin Wheeler, Esq.
ORACLE AMERICA, INC.
500 Oracle Parkway
Redwood City, California 94065
Telephone: (650) 506-5200

Attorneys for Oracle America, Inc.

SO ORDERED:

Dated: April 18, 2023

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