

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

In re:	:	x Chapter 11
	:	
PARETEUM CORPORATION, <i>et al.</i> ,	:	Case No. 22-10615 (LGB)
	:	
Debtors. ¹	:	Jointly Administered
	:	
	:	x

**AFFIDAVIT OF PUBLICATION OF THE NOTICE OF SALE,
BIDDING PROCEDURES, AUCTION AND SALE HEARING
IN THE NEW YORK TIMES AND USA TODAY**

This Affidavit of Publication includes the sworn statements verifying that the Notice of Sale, Bidding Procedures, Auction and Sale Hearing was published and incorporated by reference herein as follows:

1. In *The New York Times* on June 7, 2022, attached hereto as **Exhibit A**.
2. In *USA Today* on June 7, 2022, attached hereto as **Exhibit B**.

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.; Artidium Group Ltd. (f/k/a Artidium PLC); Pareteum Asia Pte. Ltd.; and Pareteum N.V. (f/k/a Artidium N.V.). The Debtors' corporate headquarters is located at 1185 Avenue of the Americas, 2nd Floor, New York, NY 10036.



2210615220607000000000010

Exhibit A



PROOF OF PUBLICATION

Jun-07, 20²²

I, Edgar Noblesala, in my capacity as a Principal Clerk of the Publisher of **The New York Times** a daily newspaper of general circulation printed and published in the City, County and State of New York, hereby certify that the advertisement annexed hereto was published in the editions of **The New York Times** on the following date or dates, to wit on

June 7, 2022, NYT & Natl, pg B5

Sworn to me this 7th day of
June, 2022

Ellen Herb

Notary Public

Ellen Herb
Notary Public, State of New York
No. 01HE6163785
Qualified in New York County
Commission Expires April 2, 2023

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK
In re
PARETEUM CORPORATION, et al., : Chapter 11
Debtors.¹ : Case No. 22-10615 (LGB)
(Jointly Administered)

NOTICE OF SALE, BIDDING PROCEDURES, AUCTION, AND SALE HEARING

PLEASE TAKE NOTICE:

On May 31, 2022, the Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court") entered a Bidding Procedures Order (ECF No. 76), among other things, (a) scheduling an auction (the "Auction") of substantially all of the assets (the "Assets") of Pareteum Corporation and its chapter 11 affiliate debtors (the "Debtors") and scheduling a hearing (the "Sale Hearing") to consider approval of proposed sale transactions; (b) approving the form and manner of notice of sales of the Assets, the Auction, and the Sale Hearing; (c) approving the form and manner of notice to each non-Debtor counterparty (each, a "Counterparty") to executory contracts and unexpired leases (collectively, the "Contracts and Leases") regarding the Debtors' potential assumption and assignment of their Contracts and Leases and of the Debtors' calculation of the amount necessary to cure all monetary defaults thereunder (collectively, the "Cure Costs"); and (d) approving procedures for the assumption and assignment of Contracts (the "Assumption and Assignment Procedures") listed on Exhibit A to the Assumption and Assignment Notice.

Stalking Horse Bid. A binding stalking horse bid (the "Stalking Horse Bid") has been submitted by Circles KWNE Pte. Ltd. and Chained Ventures Group, LLC (collectively, the "Stalking Horse Bidders"). The Stalking Horse Bidder has executed an asset purchase agreement (the "Stalking Horse Agreement") for the purchase of the Debtors' assets identified in the Stalking Horse Agreement hereto (the "Stalking Horse Package"). The Stalking Horse Bid is subject to higher or otherwise better offers submitted in accordance with the terms and provisions of the Bidding Procedures.

Notwithstanding anything to the contrary in this Sale Notice or the Bidding Procedures, the Official Committee of Unsecured Creditors (the "Committee") is analyzing the Stalking Horse Bid. To the extent that the Committee determines that an appropriate basis exists, the Committee may seek to disallow any portion of the credit bid amount of \$60,008,167 as indicated in the Stalking Horse Agreement (the "Credit Bid Amount"), challenge the right of the Stalking Horse Bidder to credit bid on any grounds, challenge any purported liens, object to the Stalking Horse Agreement, and object to the assets included in the Stalking Horse Package. Thus, prospective bidders may elect to submit a bid for an amount less than the amount of the Credit Bid Amount and/or for less than the full Stalking Horse Package and still be considered as a Qualified Bidder that can participate in the Auction pursuant to the Bidding Procedures. The Debtors, in consultation with the Committee, will review all of the bids that are received by the Bid Deadline and determine whether any Qualified Bids have been received, and whether an Auction will commence.

The Debtors are seeking to sell substantially all of their assets (the "Assets") including, but not limited to, inventory, intellectual property, prepaid expenses, and furniture, fixtures, and equipment.

IMPORTANT DATES AND DEADLINES

• **Auction.** If there are two or more Qualified Bids, then an Auction for the Assets has been scheduled for (i) **June 15, 2022 at 8:00 a.m. (Eastern Time)**, virtually via videoconference and live, at the offices of King & Spalding LLP, 1185 Avenue of the Americas, 34th Floor, New York, New York 10036. The Debtors reserve the right to adjourn or continue the Auction to a later date.

• **Safe Objection Deadlines.** Objections to a proposed Sale Transaction to the Stalking Horse Bidder, including any objection to the sale of any Assets free and clear of liens, claims, interests, and encumbrances pursuant to section 363(f) of the Bankruptcy Code and/or entry of a Sale Order, must be (i) filed in accordance with the Bidding Procedures Order, (ii) filed with the Bankruptcy Court, and (iii) served on the Objection Notice Parties (as identified and defined in the Bidding Procedures) by no later than (i) **June 14, 2022 at 4:00 p.m. (Eastern Time)**, with respect to the proposed sale of the Stalking Horse Package to

the Stalking Horse Bidders pursuant to the Stalking Horse Agreement, or (ii) **June 17, 2022 at 4:00 p.m. (Eastern Time)**, with respect to the sale of any Assets to a Successful Bidder (other than the Stalking Horse Bidders pursuant to the Stalking Horse Agreement), following an Auction.

Objections must be served on the following parties so as to be received by the above deadline: (i) proposed counsel to the Debtors, (a) King & Spalding LLP, 1180 Peachtree Street, 35th Floor, Atlanta, Georgia 30309 (Attn: Thaddeus D. Wilson, thadwilson@kslaw.com) and (b) Togut, Segal & Segal, LLP, One Penn Plaza, Suite 3335, New York, NY 10119 (Attn: Frank A. Oswald, frankoswald@teamtogut.com); (ii) proposed counsel to the Official Committee of Unsecured Creditors, Sidley Austin LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Michael G. Burke, mburke@sidley.com); (iii) counsel to Circles, DLA Piper, LLP (US), 1251 Avenue of the Americas, 27th Floor, New York, New York 10036 (Attn: Jamila Justine Willis, jamila.willis@us.dlapiper.com); (iv) counsel to CVG, Montgomery McCracken Walker & Rhoads LLP, 437 Madison Avenue, 24th Floor, New York, NY 10022 (Attn: David M. Banker, dbanker@mmwr.com and Maura I. Russell, mrussell@mmwr.com); (v) counsel to the United States Trustee, 201 Varick Street, Room 1006, New York, New York 10014 (Attn: Susan Arbeit, susan.arbeit@usdoj.gov); and (vi) FTI, 1345 6th Avenue, New York, NY 10105 (Attn: Glenn Tobias, glenn.tobias@fticapitaladvisors.com and Dheeraj Garg, dheeraj.garg@fticapitaladvisors.com).

• **Sale Hearing.** The Sale Hearing shall be held before the Bankruptcy Court for the Southern District of New York, before the Honorable Lisa G. Beckerman, United States Bankruptcy Judge, One Bowling Green, Courtroom 601, New York, New York 10004 on (i) **June 23, 2022, at 9:00 a.m. (Eastern Time)**. In light of the COVID-19 pandemic and in accordance with the Court's General Order M-543, the Sale Hearing will only be conducted via Zoom for government. Parties should not appear in person.

Additional Information. Any party interested in submitting a bid for the Assets should contact the Debtors' advisors, Glenn Tobias (glenn.tobias@fticapitaladvisors.com) and Dheeraj Garg (dheeraj.garg@hiconconsulting.com) of the Debtors' advisory professionals, FTI Capital Advisors, LLC ("FTI").

Copies of the Motion, the Bidding Procedures Order, the Bidding Procedures, and the Stalking Horse Agreement may be obtained free of charge at the website dedicated to the Debtors' chapter 11 cases maintained by their claims and noticing agent and administrative advisor, Kurzman Carson Consultants, LLC, located at www.kcccllc.net/pareteum.

Reservation of Rights. The Debtors reserve the right to, in their reasonable business judgment, in a manner consistent with their fiduciary duties and applicable law, and in consultation with the Committee, modify the Bidding Procedures; waive terms and conditions set forth therein; extend the deadlines set forth therein; announce at the Auction modified or additional procedures for conducting the Auction; and provide reasonable accommodations to the Stalking Horse Bidder with respect to such terms, conditions, and deadlines of the bidding and auction process to promote further bids by such bidder; in each case, to the extent not materially inconsistent with the Bidding Procedures and the Bidding Procedures Order. **Except as provided in the Stalking Horse Agreement, nothing shall obligate the Debtors to consummate or pursue any transaction with respect to any Asset with any bidder.**

THE FAILURE OF ANY PERSON OR ENTITY TO FILE AND SERVE AN OBJECTION IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER RYTH APPLICARI F SA FOR ICTION OF ANI EN SHAI FOR FEAR RAR SUCH PERSON OR ENTITY FROM ASSERTING ANY OBJECTION TO THE MOTION, SALE ORDERS, THE PROPOSED SALE TRANSACTIONS, OR THE DEBTORS' CONSUMMATION OF THE STALKING HORSE AGREEMENT OR ANY OTHER ASSET PURCHASE AGREEMENT EXECUTED BY THE DEBTORS AND A SUCCESSFUL BIDDER AT THE AUCTION.

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. (I/k/a Elephant Talk North America Corp.) (9623); Devscape Holdings, Inc. (2909); Pass, Inc. (4598); Pass IP LLC (2550); Pareteum Europe B.V.; Artillium Group Ltd. (I/k/a Artillium PLC); Pareteum Asia Pte. Ltd.; and Pareteum N.V. (I/k/a Artillium N.V.). The Debtors' corporate headquarters is located at 1185 Avenue of the Americas, 2nd Floor, New York, NY 10036.

POLICY

What Loan Forgiveness Could Mean for Those Who Didn't Graduate

FROM FIRST BUSINESS PAGE

ed some debt but did not have a degree after six years, said Mark Huelsman, the director of policy and advocacy at the Hope Center for College, Community and Justice at Temple University.

About 37 percent of borrowers enrolling in four-year institutions in 2013 didn't graduate within six years, either, according to the National Center for Education Statistics. The rate was even higher — 75 percent didn't earn a credential — at private, for-profit institutions.

“Fewer people end up getting to the finish line than a lot of people might think,” Mr. Huelsman said. “Even though college completion rates have ticked up slightly over the past several years, a very large portion of students simply do not finish a degree program.”

Mr. Chaney, of Circleville, Ohio, attended Columbus State Community College and Franklin University before turning to jobs in information technology, then truck driving. The debt was always more than he could afford, he said, and he filed for bankruptcy in 2012.

But that didn't do anything for Mr. Chaney's student loans, which are notoriously more difficult to discharge than other debts. In the years he spent sending money to creditors under a Chapter 13 payment plan, his student loan balance ballooned.

“I have always worked,” he said. “Never made over \$40,000.”

Even much smaller balances can be a lingering burden for people without degrees, who are also more likely to slip into default.

In 2009, Xavier Sanchez started a nine-month audio engineering program in Manhattan to get the kind of hands-on experience that would prepare him for a job as a recording engineer. But the experience left him underwhelmed — the school didn't provide him with the skills and equipment he had expected, and the classes, which were often run by substitutes, were lacking, he said.

He dropped out after four months, but more than a decade later he's still on the hook for



BRIAN KAISER FOR THE NEW YORK TIMES

about \$7,000 in federal loans.

“I felt cheated out of a proper education,” said Mr. Sanchez, 36, of Dallas. He tried to have loans discharged through a federal program for misled borrowers but was rejected.

The debt could soon go away anyway. Mr. Biden has backed the idea of student loan relief since before his presidency, promising to knock \$10,000 off the loans of “everybody in this generation.” The issue has been a subject of debate within the White House, and administration officials said no decisions had been made yet.

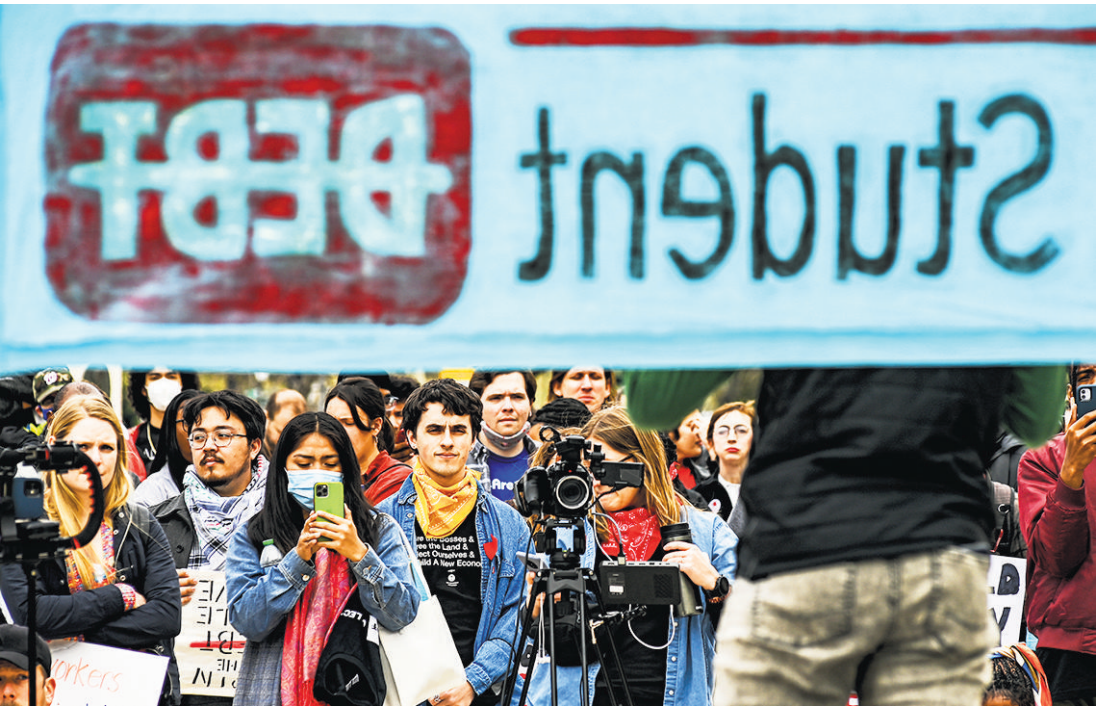
Forgiving \$10,000 per borrower would completely wipe out the debt of 15 million individuals, or roughly a third of all borrowers, including 4.65 million who were delinquent or in default, according to Education Department data

sent to Congress last year.

Roughly half the households with debt of less than \$10,000 did not obtain a bachelor's degree, according to an Urban Institute analysis of the 2019 Survey of Consumer Finance data, the most recent available. Forty-one percent had some college, or an associate degree.

“Those with the lowest debt levels are least likely to have degrees, so \$10,000 of forgiveness is most likely to fully eliminate debt for people with the least education,” said Matthew M. Chingos, who directs the Center on Education Data and Policy at the Urban Institute.

Those who carry high debt loads without a bachelor's degree, like Mr. Chaney, are a smaller but still meaningful group. About 15 percent of households that owe at



KENNY HOLSTON FOR THE NEW YORK TIMES

Michael Chaney, left, is a 56-year-old truck driver with more than \$63,000 in federal student debt. Above, a rally in support of canceling student debt outside the Department of Education in Washington in April. Forgiving \$10,000 per borrower would completely wipe out the debt of 15 million individuals, or roughly a third of all borrowers.

least \$30,000 have only some college classes or an associate degree, according to the Urban Institute.

Extinguishing \$10,000 in debt wouldn't make a big dent for those borrowers, though it would get them marginally closer to the finish line. They include Nailah Summers-Polite, who received an associate degree from Miami Dade College in 2010 without taking out any loans — then accumulated roughly \$62,000 in federal debt pursuing a bachelor's she never completed.

Ms. Summers-Polite, 34, enrolled at the University of Florida in the spring of 2011 to pursue a degree in African studies. But she began to feel overwhelmed the next fall: Coursework, a part-time job and her involvement in an activist group after the killing of Trayvon Martin had made her depressed and anxious, she said.

“I had really good professors who were for the most part really understanding, but it was too

much,” she said. “It was a tumultuous time.”

Ms. Summers-Polite withdrew from her classes in spring 2012 with a medical note that prevented her from receiving failing grades, but the debt had already begun to accumulate.

She said she had deferred her payments as long as she could, which meant the unpaid interest

Fewer make it to the finish line than people might think.

was tacked on to her balance. Then she borrowed more in the summer of 2013, when she returned to take a few more classes. After that, she took a two-year break to work, which provided much-needed health insurance after she was no longer eligible for her parents' plan.

Ms. Summers-Polite, who lives

in Miami, gave schooling another try in 2016, but once an attractive job opportunity arose — communications director for the activist group — she took it, and hasn't returned. She said she was making good money now, but her loans had already fallen into default, and getting out isn't as simple as starting to send monthly payments again.

Ms. Summers-Polite was married in November, and her husband, a spa coordinator at a large gym, has \$27,000 in debt of his own. He just went back to school after a 10-year break, and is taking out more loans to pay for it.

She would like to finish her degree, too, but isn't in a position to pay out of pocket for classes, particularly with the pandemic pause on payments set to end later this year and her enormous debt looming.

“In the past few years, it has been this glaring thing in my periphery,” she said, “getting bigger and bigger.”

Biden Plans a Tariff Pause, Seeking to Encourage a Shift to Solar Power

FROM FIRST BUSINESS PAGE

The prospect of additional tariffs stemmed from an ongoing investigation by the Commerce Department, which is looking into whether Chinese solar firms — which are already subject to tariffs — tried to get around those levies by moving their operations out of China and into Southeast Asia.

Auxin Solar, a small manufacturer of solar panels based in California, had requested the inquiry, which is examining imports from Vietnam, Malaysia, Thailand and Cambodia.

In 2020, 89 percent of the solar modules used in the United States were imported, with Southeast Asian countries accounting for the bulk of the shipments.

If the Commerce Department determines that the factories were set up to circumvent U.S. tariffs, the administration could retroactively impose tariffs on shipments to the United States. But under the tariff “pause” that Mr. Biden ordered on Monday, such levies could not be imposed for the next two years.

The decision is the latest turn in a long game of whack-a-mole the U.S. government has played against low-priced imports in the solar industry.

While U.S. companies were some of the first to introduce solar technology, China came to dominate global solar manufacturing in recent decades by subsidizing production and creating a vibrant domestic market for solar installation. In 2011, the United States imposed duties on Chinese products to counteract subsidies and unfairly low prices. U.S. installers then started buying more products from Taiwan, but in 2015 the United States imposed duties on Taiwan as well.

Trade experts said that pausing the tariffs could undercut trade laws aimed at protecting American workers by allowing companies in China to continue flooding the United States with cheap imports.

On Monday, Auxin's chief executive, Mamun Rashid, said President Biden was interfering with the investigation. “By taking this unprecedented — and potentially illegal — action, he has opened the door wide for Chinese-funded special interests to defeat the fair application of U.S. trade law,” Mr. Rashid said in a statement.

To pause the tariffs, a Biden administration official said the administration was invoking a section of the 1930 Tariff Act, which allows the president to suspend certain import duties to address an emergency. Commerce Department officials said that their investigation would continue and that any tariffs that resulted from their



ANASTASIA SAPON FOR THE NEW YORK TIMES

Mamun Rashid, chief executive of Auxin Solar, based in California, which requested a federal inquiry into Chinese solar companies' trade practices.

findings would begin after the 24-month pause expired.

“The president's emergency declaration ensures America's families have access to reliable and clean electricity while also ensuring we have the ability to hold our trading partners accountable to their commitments,” Gina Raimondo, the Commerce secretary, said in a release.

The possibility of tariffs has touched off an ugly battle over the future of the U.S. solar industry.

American solar companies have said that the prospect of more — and retroactive — tariffs was already having a chilling effect on imports. Groups such as the Solar Energy Industries Association, whose members include several Chinese manufacturers with U.S. operations, have been lobbying the White House against the tariffs and on Monday welcomed news that the administration would pause any new levies.

“Today's actions protect existing solar jobs, will lead to increased employment in the solar industry and foster a robust solar manufacturing base here at home,” Abigail Ross Hopper, the president and chief executive of S.E.I.A., said in an emailed statement.

“During the two-year tariff suspension window,” she said, “the

“This is a get-back-to-work order,” he said. “That's the way I think about it. Let's clear the logjams.”

But domestic solar producers and U.S. labor unions have said that the recent surge in imports from Chinese companies doing their manufacturing in Southeast Asia clearly violates U.S. trade law, which forbids companies to try to avoid U.S. tariffs by moving production or assembly of a product to another country.

The domestic producers have accused importers — who have close commercial ties with China — of exaggerating their industry's hardships to try to sway the Biden administration and preserve profit margins that stem from unfairly priced imports.

“If you have a supply chain that depends on dumped and subsidized imports, then you've got a problem with your supply chain,” said Scott Paul, the president of the Alliance for American Manufacturing.

“We're getting dependent on hostile countries without sufficient domestic production to ensure against price hikes and supply shocks,” said Michael Stumo, chief executive of Coalition for a Prosperous America, a nonprofit group that promotes domestic manufacturing. “Whether it's medicine, or P.P.E., or solar panels, you've got to have domestic production.”

Some critics also said the legal rationale for the White House's moves was specious, arguing that the administration was effectively declaring a state of emergency because of the consequences of its own trade laws.

Scott Lincicome, a trade policy expert at the Cato Institute, a libertarian think tank, said that the administration's actions seemed to be “quite the stretch of the statute.”

The trade law provision that Mr. Biden invoked allows the president to “declare an emergency to exist by reason of a state of war, or otherwise,” and during such a state of emergency to import “food, clothing, and medical, surgical, and other supplies for use in emergency relief work” duty free.

He said critics of U.S. tariffs had long proposed a “public interest” test that would allow levies to be lifted to mitigate broader economic harm, but Congress had never approved such an action.

In a letter late last month, Senators Sherrod Brown of Ohio and Bob Casey of Pennsylvania, both Democrats, complained that solar importers had spent “millions of dollars on advertising and lobbying to urge political interference in the trade enforcement process.” Biden administration officials had

previously said that the Commerce Department's inquiry was immune to political interference, describing it as “quasi-judicial” and “apolitical.”

Solar tariffs have been a source of contention for decades, but they have taken on renewed importance in recent years as the consequences of climate change became more apparent. Chinese companies have expanded internationally, allowing them to continue to ship products to the United States, while American companies have struggled to compete.

The global solar industry's dependence on China has complicated the Biden administration's efforts to ban products linked with forced labor in Xinjiang, the northwest region where U.S. officials say Chinese authorities have detained more than one million Uyghurs and other minorities. Xinjiang is a major producer of polysilicon, the raw material for solar panels.

Solar importers complained that a ban last year on solar raw materials made with forced labor by Hoshine Silicon Industry tem-

porarily halted billions of dollars of American projects, as companies struggled to produce documentation to customs officials to prove that neither they nor their suppliers were obtaining material from Hoshine.

After the Russian invasion of Ukraine in February, high gasoline prices have also impeded a broader desire to push the country away from oil and left Mr. Biden asking oil-producing nations in the Middle East and beyond to ramp up production.

White House officials said Monday that Mr. Biden would sign a suite of directives meant to increase the domestic development of low-emission energy technologies. He is set to make it easier for domestic suppliers to sell solar systems to the federal government. And he will order the Department of Energy to use the Defense Production Act to “rapidly expand American manufacturing” of solar panel parts, building insulation, heat pumps, power grid infrastructure and fuel cells, the administration said in a fact sheet.

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

In re
PARETEUM CORPORATION, et al.,

Chapter 11
Case No. 22-10615 (LGB)

Jointly Administered

NOTICE OF SALE, BIDDING PROCEDURES,
AUCTION, AND SALE HEARING

PLEASE TAKE NOTICE:

On May 31, 2022, the Bankruptcy Court for the Southern District of New York (the “Bankruptcy Court”) entered a Bidding Procedures Order (ECF No. 76), among other things, (a) scheduling an auction (the “**Auction**”) of substantially all of the assets (the “**Assets**”) of Pareteum Corporation and its chapter 11 affiliate debtors (the “**Debtors**”) and scheduling a hearing (the “**Sale Hearing**”) to consider approval of proposed sale transactions; (b) approving the form and manner of notice of sales of the Assets, the Auction, and the Sale Hearing; (c) approving the form and manner of notice to each non-Debtor counterparty (each, a “**Counterparty**”) to executory contracts and unexpired leases (collectively, the “**Contracts and Leases**”) regarding the Debtors’ potential assumption and assignment of their Contracts and Leases and of the Debtors’ calculation of the amount necessary to cure all monetary defaults thereunder (collectively, the “**Cure Costs**”); and (d) approving procedures for the assumption and assignment of Contracts (the “**Assumption and Assignment Procedures**”) listed on Exhibit A to the Assumption and Assignment Notice.

Stalking Horse Bid. A binding Stalking Horse bid (the “**Stalking Horse Bid**”) has been submitted by Circles WINE Pte. Ltd. and Channel Ventures Group, LLC (collectively, the “**Stalking Horse Bidders**”). The Stalking Horse Bidder has executed an asset purchase agreement (the “**Stalking Horse Agreement**”) for the purchase of the Debtors’ assets identified in the Stalking Horse Agreement hereto (the “**Stalking Horse Package**”). The Stalking Horse Bid is subject to higher or otherwise better offers submitted in accordance with the terms and provisions of the Bidding Procedures.

Notwithstanding anything to the contrary in this Sale Notice or the Bidding Procedures, the Official Committee of Unsecured Creditors (the “**Committee**”) is analyzing the Stalking Horse Bid. To the extent that the Committee determines that an appropriate basis exists, the Committee may seek to disallow any portion of the credit bid amount of \$60,000,167 as indicated in the Stalking Horse Agreement (the “**Credit Bid**”), challenge the bid of the Stalking Horse Bidder as a qualified bidder that can participate in the Auction pursuant to the Bidding Procedures. The Debtors, in consultation with the Committee, will review all of the Bids that are received by the Bid Deadline and determine whether any Qualified Bids have been received, and whether an Auction will commence.

The Debtors are seeking to sell substantially all of their assets (the “**Assets**”) including, but not limited to, inventory, intellectual property, prepaid expenses, and furniture, fixtures, and equipment.

IMPORTANT DATES AND DEADLINES

Auction. If there are two or more Qualified Bids, then an Auction for the Assets has been scheduled for (i) **June 15, 2022 at 8:00 a.m. (Eastern Time)**, virtually via videoconference and live, at the offices of King & Spalding LLP, 1185 Avenue of the Americas, 34th Floor, New York, New York 10036. The Debtors reserve the right to adjourn or continue the Auction to a later date.

Sale. **Objection Deadlines:** Objections to a proposed Sale Transaction to the Stalking Horse Bidder, including any objection to the sale of any Assets free and clear of liens, claims, interests, and encumbrances pursuant to section 363(f) of the Bankruptcy Code and/or entry of a Sale Order, must be: (i) filed in accordance with the Bidding Procedures Order; (ii) filed with the Bankruptcy Court; and (iii) served on the Objection Notice Parties (as identified and defined in the Bidding Procedures) by no later than (i) **June 14, 2022 at 4:00 p.m. (Eastern Time)**, with respect to the proposed sale of the Stalking Horse Package to

the Stalking Horse Bidders pursuant to the Stalking Horse Agreement, or (ii) **June 17, 2022 at 4:00 p.m. (Eastern Time)**, with respect to the sale of any Assets to a Successful Bidder (other than the Stalking Horse Bidders pursuant to the Stalking Horse Agreement), following an Auction.

Objections must be served on the following parties so as to be received by the above deadline: (i) proposed counsel to the Debtors, (a) King & Spalding LLP, 1180 Peachtree Street, 35th Floor, Atlanta, Georgia 30309 (Attn: Thaddeus D. Wilson, thadwilson@kslaw.com) and (b) Iogut, Segal & Segal, LLP, One Penn Plaza, Suite 3335, New York, NY 10119 (Attn: Frank A. Gswald, frankswald@steatmount.com); (ii) proposed counsel to the Official Committee of Unsecured Creditors, Sidley Austin LLP, 787 Seventh Avenue, New York, NY 10019 (Attn: Michael G. Burke, mburke@sidley.com); (iii) counsel to Circles, DLA Piper LLP (US), 1251 Avenue of the Americas, 27th Floor, New York, New York 10036 (Attn: Jamila Justine Willis, jamila.willis@dlapiper.com); (iv) counsel to CVG, Montgomery McCracken Walker & Rhoads LLP, 437 Madison Avenue, 24th Floor, New York, NY 10022 (Attn: David M. Banker, banker@mmwr.com) and Maura J. Russell, m Russell@mmwr.com); (v) counsel to the United States Trustee, 201 Varick Street, Room 1006, New York, New York 10014 (Attn: Susan Arbett, susan.abbett@usdoj.gov); and (vi) FTI, 1345 6th Avenue, New York, NY 10105 (Attn: Glenn Tobias, glenn.tobias@fticapitaladvisors.com and Dheeraj Gangi, dheeraj.gangi@fticapitaladvisors.com).

Sale Hearing. The Sale Hearing shall be held before the Bankruptcy Court for the Southern District of New York, before the Honorable Lisa G. Beckerman, United States Bankruptcy Judge, One Bowling Green, Courtroom 601, New York, New York 10004 on (i) **June 23, 2022, at 9:00 a.m. (Eastern Time)**. In light of the COVID-19 pandemic and in accordance with the Court's General Order M-43, the Sale Hearing will only be conducted via Zoom for Government. Parties should not appear in person.

Additional Information. Any party interested in submitting a bid for the Assets should contact the Debtors' advisors, Glenn Tobias (glenn.tobias@fticapitaladvisors.com) and Dheeraj Gangi (dheeraj.gangi@fticapitaladvisors.com), for consulting advice of the Debtors' advisory professionals, FTI Capital Advisors, LLC (“FTI”).

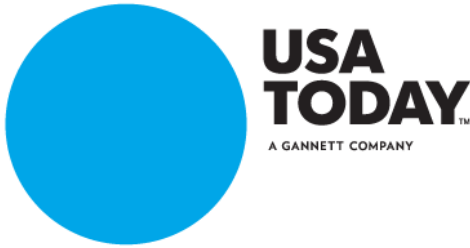
Copies of the Motion, the Bidding Procedures Order, the Bidding Procedures, and the Stalking Horse Agreement may be obtained free of charge at the website dedicated to the Debtors' chapter 11 cases maintained by their claims and noticing agent and administrative advisor, Kurzman/Garson Consultants, LLC (located at www.kgccl.net/pareteum).

Reservation of Rights. The Debtors reserve the right to, in their reasonable business judgment, in a manner consistent with their fiduciary duties and applicable law, and in consultation with the Committee, modify their claims and noticing agent and administrative advisor, Kurzman/Garson Consultants, LLC, the Bidding Procedures, the Stalking Horse Agreement, extend the deadlines set forth therein; announce at the Auction modified or additional procedures for conducting the Auction; and provide reasonable accommodations to the Stalking Horse Bidder with respect to terms, conditions, and deadlines of the bidding and auction process to promote further bids by such bidder, in each case, to the extent not materially inconsistent with the Bidding Procedures and the Bidding Procedures Order. **Except as provided in the Stalking Horse Agreement, nothing shall obligate the Debtors to consummate or pursue any transaction with respect to any Asset with any bidder.**

THE FAILURE OF ANY PERSON OR ENTITY TO FILE AND SERVE AN OBJECTION IN ACCORDANCE WITH THE BIDDING PROCEDURES ORDER BY THE APPLICABLE SALE OBJECTION DEADLINE SHALL FOREVER BAR SUCH PERSON OR ENTITY FROM ASSERTING ANY OBJECTION TO THE MOTION, SALE ORDER, THE PROPOSED SALE TRANSACTIONS, OR THE DEBTORS' CONSUMMATION OF THE STALKING HORSE AGREEMENT OR ANY OTHER ASSET PURCHASE AGREEMENT EXECUTED BY THE DEBTORS AND A SUCCESSFUL BIDDER AT THE AUCTION.

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 (2538); Pareteum North America Corp. (f/k/a Elephant Talk North America Corp.) (9823); Devicetap 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.). The Debtors' corporate headquarters is located at 1185 Avenue of the Americas, 2nd Floor, New York, NY 10036.

Exhibit B



VERIFICATION OF PUBLICATION

COMMONWEALTH OF VIRGINIA
COUNTY OF FAIRFAX

Being duly sworn, Vanessa Salvo says that she is the principal clerk of USA TODAY, and is duly authorized by USA TODAY to make this affidavit, and is fully acquainted with the facts stated herein: on **Tuesday, June 7, 2022**, the following legal advertisement – **PARETEUM CORPORATION** was published in the national edition of **USA TODAY**.

Vanessa Salvo

Principal Clerk of USA TODAY
June 7, 2022

SPORTS

FOR THE RECORD

All times ET

MLB

AMERICAN LEAGUE
East Division

	W	L	Pct	GB
New York	39	15	.722	—
Toronto	31	22	.585	7½
Tampa Bay	31	23	.574	8
Boston	27	27	.500	12
Baltimore	23	33	.411	17

Central Division

	W	L	Pct	GB
Minnesota	32	24	.571	—
Cleveland	24	25	.490	4½
Chicago	25	27	.481	5
Detroit	21	33	.389	10
Kansas City	17	35	.327	13

West Division

	W	L	Pct	GB
Houston	35	19	.648	—
Los Angeles	27	28	.491	8½
Texas	25	28	.472	9½
Seattle	24	30	.444	11
Oakland	20	36	.357	16

Sunday's Games

N.Y. Yankees 5, Detroit 4, 10 innings
Cleveland 3, Baltimore 2
Minnesota 8, Toronto 6
Chicago White Sox 6, Tampa Bay 5
Philadelphia 9, L.A. Angels 7
Houston 7, Kansas City 4
Seattle 6, Texas 5, 10 innings
Boston 5, Oakland 2

Monday's Games

Texas at Cleveland
Seattle at Houston
Toronto at Kansas City
Boston at L.A. Angels

Tuesday's Games

Chicago Cubs (Thompson 6-0) at Baltimore (Bradish 1-3), 7:05 p.m.

Detroit (Skubal 4-2) at Pittsburgh (Quintana 1-2), 7:05 p.m.
St. Louis (Hudson 4-2) at Tampa Bay (Springs 2-2), 7:10 p.m.
Boston (Hearn 3-4) at Cleveland (Pilkington 1-0), 7:10 p.m.
Oakland (Irvin 2-2) at Atlanta (Wright 5-3), 7:20 p.m.
N.Y. Yankees (Tallion 6-1) at Minnesota (TBD), 7:40 p.m.
L.A. Dodgers (White 1-1) at Chicago White Sox (Kopech 1-2), 8:10 p.m.

Seattle (Flexen 2-6) at Houston (Verlander 6-2), 8:10 p.m.
Toronto (Manoh 6-1) at Kansas City (Keller 1-6), 8:10 p.m.
Boston (Whitlock 2-1) at L.A. Angels (Detmers 2-2), 9:38 p.m.

Wednesday's Games

Detroit at Pittsburgh, 12:35 p.m.
Toronto at Kansas City, 2:10 p.m.

Seattle at Houston, 6:40 p.m.
Chicago Cubs at Baltimore, 7:05 p.m.
St. Louis at Tampa Bay, 7:10 p.m.

Texas at Cleveland, 7:10 p.m.
Oakland at Atlanta, 7:20 p.m.

N.Y. Yankees at Minnesota, 7:40 p.m.
L.A. Dodgers at Chicago White Sox, 8:10 p.m.

Boston at L.A. Angels, 9:38 p.m.

NATIONAL LEAGUE

East Division

	W	L	Pct	GB
New York	37	19	.661	—
Atlanta	28	27	.509	8½
Philadelphia	25	29	.463	11
Miami	22	30	.423	13
Washington	21	35	.375	16

Central Division

	W	L	Pct	GB
Milwaukee	33	23	.589	—
St. Louis	32	23	.582	½
Pittsburgh	24	28	.462	7
Chicago	23	32	.418	9½
Cincinnati	18	35	.340	13½

West Division

	W	L	Pct	GB
Los Angeles	35	19	.648	—
San Diego	33	21	.611	2
San Francisco	29	24	.547	5½
Arizona	26	29	.473	9½
Colorado	23	31	.426	12

Sunday's Games

Pittsburgh 3, Arizona 0
San Francisco 5, Miami 1
Washington 5, Cincinnati 4
Philadelphia 9, L.A. Angels 7
San Diego 6, Milwaukee 4, 10 innings
Atlanta 8, Colorado 7
N.Y. Mets 5, L.A. Dodgers 4, 10 innings
St. Louis 5, Chicago Cubs 3, 11 innings

Monday's Games

Arizona at Cincinnati
N.Y. Mets at San Diego

Tuesday's Games

Arizona (TBD) at Cincinnati (Ashcraft 2-0), 6:40 p.m.
Washington (Lee 0-1) at Miami (Cabrera 1-0), 6:40 p.m.
Chicago Cubs (Thompson 6-0) at Baltimore (Bradish 1-3), 7:05 p.m.

Detroit (Skubal 4-2) at Pittsburgh (Quintana 1-2), 7:05 p.m.
St. Louis (Hudson 4-2) at Tampa Bay (Springs 2-2), 7:10 p.m.
Oakland (Irvin 2-2) at Atlanta (Wright 5-3), 7:20 p.m.

L.A. Dodgers (White 1-1) at Chicago White Sox (Kopech 1-2), 8:10 p.m.

Philadelphia (Suárez 4-3) at Milwaukee (Alexander 0-0), 8:10 p.m.

N.Y. Mets (Walker 3-1) at San Diego (Darvish 4-3), 9:40 p.m.
Colorado (Senzatela 2-3) at San Francisco (Rodón 4-4), 9:45 p.m.

Wednesday's Games

Detroit at Pittsburgh, 12:35 p.m.
Arizona at Cincinnati, 6:40 p.m.
Washington at Miami, 6:40 p.m.

Chicago Cubs at Baltimore, 7:05 p.m.
St. Louis at Tampa Bay, 7:10 p.m.
Oakland at Atlanta, 7:20 p.m.

L.A. Dodgers at Chicago White Sox, 8:10 p.m.

Philadelphia at Milwaukee, 8:10 p.m.
N.Y. Mets at San Diego, 9:40 p.m.
Colorado at San Francisco, 9:45 p.m.

NBA

Playoff

NBA FINALS

(Best-of-7; x-if necessary)

Bottom 1, Golden State 1

June 2: Boston 120, Golden State 108

June 5: Golden State 107, Boston 88

June 8: Golden State at Boston, 9 p.m., ABC

June 10: Golden State at Boston, 9 p.m., ABC

June 13: Boston at Golden State, 9 p.m., ABC

June 16: Golden State at Boston, 9 p.m., ABC

x-June 19: Boston at Golden State, 8 p.m., ABC

SOCCER

MLS

EASTERN CONFERENCE

	W	L	T	Pts	GF	GA
New York City FC	8	3	2	26	25	10
Philadelphia	6	1	7	25	19	10
CF Montreal	7	5	2	23	28	26
New York	6	3	5	23	24	15
Orlando City	6	5	3	21	17	20
Cincinnati	6	7	1	19	21	25
Inter Miami CF	5	6	3	18	15	22
Charlotte FC	5	8	1	16	13	18
Columbus	4	5	4	16	17	16
Atlanta	4	5	4	16	20	20
New England	7	4	4	16	22	23
Toronto FC	4	7	3	15	21	27
D.C. United	4	7	2	14	17	23
Chicago	2	7	5	11	13	20

WESTERN CONFERENCE

	W	L	T	Pts	GF	GA
Los Angeles FC	9	3	2	29	29	16
FC Dallas	7	3	4	25	24	13
Real Salt Lake	7	4	4	25	18	19
Austin FC	7	4	3	24	28	18
LA Galaxy	7	5	2	23	17	15
Nashville	6	5	3	21	17	20
Houston	5	6	3	18	17	17
Minnesota United	5	6	3	18	15	15
Colorado	5	6	3	18	16	17
Vancouver	5	7	2	17	16	24
Seattle	5	6	1	16	15	16
Portland	3	6	6	15	21	25
San Jose	3	6	5	14	25	32
Sporting Kansas City	3	8	4	13	13	26

NOTE: Three points for victory, one point for tie.

Saturday's Game

Vancouver 2, Real Salt Lake 1

Saturday's Games

New York at Charlotte FC, 3 p.m.

San Jose at Nashville, 6 p.m.

Sunday's Game

New England at Sporting Kansas City, 3 p.m.

Tuesday, June 14

Vancouver at Seattle, 10:30 p.m.

NSL

	W	L	T	Pts	GF	GA
San Diego Wave FC	4	2	1	13	10	5
Houston	3	1	2	11	11	3
Chicago	3	1	2	11	11	11
Portland	2	1	3	9	9	5
Gotham FC	3	2	0	9	5	5
OL Reign	2	2	3	9	5	5
Angel City FC	3	3	0	9	4	6
Louisville	2	3	2	8	6	9
Orlando	2	3	2	8	9	17
Washington	1	2	4	6	7	6
Kansas City	1	4	2	5	11	11
North Carolina	1	3	1	4	6	6

NOTE: Three points for victory, one point for tie.

Saturday's Games

Chicago 1, OL Reign 0
Gotham FC 1, Washington 0
North Carolina 3, Louisville 0
San Diego Wave FC 2, Kansas City 2, tie

Tuesday's Game

Houston at Angel City FC, 10 p.m.

Wednesday's Games

Washington at Chicago, 8 p.m.
Portland at San Diego Wave FC, 10 p.m.

Saturday's Games

North Carolina at Washington, 7 p.m.
Angel City FC at Louisville, 8 p.m.

Gotham FC at Kansas City, 8:30 p.m.

Sunday's Games

OL Reign at San Diego Wave FC, 5 p.m.
Orlando at Chicago, 6 p.m.
Portland at Houston, 7 p.m.

2022 World Cup Qualified Teams

Teams that have qualified for the 2022 World Cup:
Europe (13) – Belgium, Croatia, Denmark, England, France, Germany, Netherlands, Poland, Portugal, Serbia, Spain, Switzerland, Wales

South America (4 or 5) – Argentina, Brazil, Ecuador, Uruguay

North and Central America and Caribbean (3 or 4) – Canada, Mexico, United States

Africa (5) – Cameroon, Ghana, Morocco, Senegal, Tunisia

Asia (5 or 6) – Iran, Japan, Qatar (host), Saudi Arabia, South Korea

Oceania (0 or 1) –

Asian playoff

Tuesday's Game

Australia vs. United Arab Emirates

Intercontinental playoffs

Winners qualify

Monday, June 13

Peru vs. Australia-United Arab Emirates winner

Tuesday, June 14

Costa Rica vs. New Zealand

NHL

Playoff

CONFERENCE FINALS
(Best-of-7; x-if necessary)

EASTERN CONFERENCE
N.Y. Rangers 2, Tampa Bay 1

June 1: N.Y. Rangers 6, Tampa Bay 2
June 3: N.Y. Rangers 3, Tampa Bay 2
June 5: Tampa Bay 3, N.Y. Rangers 2

June 7: N.Y. Rangers at Tampa Bay, 8 p.m.
June 9: Tampa Bay at N.Y. Rangers, 8 p.m.
x-June 11: N.Y. Rangers at Tampa Bay, TBA

x-June 14: Tampa Bay at N.Y. Rangers, TBA

WESTERN CONFERENCE
Colorado 3, Edmonton 0

May 31: Colorado 8, Edmonton 6
June 2: Colorado 4, Edmonton 0
June 4: Colorado 4, Edmonton 2

June 6: Colorado at Edmonton
x-June 8: Edmonton at Colorado, TBA

x-June 10: Colorado at Edmonton, TBA

x-June 12: Edmonton at Colorado, TBA

WNBA

EASTERN CONFERENCE

	W	L	Pct	GB
Connecticut	7	1	.875	—
Chicago	7	3	.700	1
Atlanta	7	4	.636	1½
Washington	7	5	.583	2
New York	3	8	.273	5½
Indiana	3	10	.231	6½

WESTERN CONFERENCE

	W	L	Pct	GB
Las Vegas	10	2	.833	—
Dallas	6	5	.545	3½
Seattle	5	5	.500	4
Los Angeles	5	7	.417	5
Minnesota	3	8	.273	6½
Phoenix	3	8	.273	6½

Sunday's Games

Minnesota 84, New York 77
Atlanta 75, Indiana 66
Chicago 91, Washington 82

Phoenix 81, Los Angeles 74
Las Vegas 84, Dallas 78
Connecticut 93, Seattle 86

Tuesday's Games

Minnesota at New York, 7 p.m.
Atlanta at Seattle, 10 p.m.

Wednesday's Games

Indiana at Connecticut, 7 p.m.
Chicago at Washington, 8 p.m.

FOOTBALL

USFL Football League
All games in Birmingham, Ala.

North

	W	L	Pct	PF	PA
New Jersey	7	1	.875	181	136
Philadelphia	5	3	.625	222	201
Michigan	1	7	.125	155	190
Pittsburgh	1	7	.125	110	193

South

	W	L	Pct	PF	PA
x-Birmingham	8	0	1.000	198	134
New Orleans	5	3	.625	176	138
Tampa Bay	4	4	.500	130	157
Houston	1	7	.125	159	190

x-clinched playoff spot

Saturday's Game

Birmingham 10, New Orleans 9

Sunday's Games

Philadelphia 46, Michigan 24

Tampa Bay 13, Houston 3

Saturday's Games

New Jersey vs. Michigan, 1 p.m.

Houston vs. Birmingham, 6 p.m.

Sunday's Games

Tampa Bay vs. New Orleans, 4 p.m.

Philadelphia vs. Pittsburgh, 7:30 p.m.

COLLEGE BASEBALL

NCAA Division I Regionals
Double Elimination; x-if necessary

At Lindsey Nelson Stadium
Knoxville, Tenn.

Sunday, June 5

Georgia Tech 16, Campbell 5, Campbell eliminated

Tennessee 9, Georgia Tech 6, 10 innings, UT advances

At J. J. Clements Stadium
Statesboro, Ga.

Sunday, June 5

Texas Tech 3, Georgia Southern 1, Georgia Southern eliminated

Notre Dame 2, Texas Tech 1, Notre Dame advances

At UFCU DischFalk Field
Austin, Texas

Sunday, June 5

Air Force 9, Louisiana Tech 7, Louisiana Tech eliminated

Texas 10, Air Force 1, Texas advances

At ClarkLeClair Stadium
Greenville, N.C.

Sunday, June 5

Coastal Carolina 7, Virginia 6, Virginia eliminated

Coastal Carolina 9, East Carolina 1