

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

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

**CERTIFICATION OF LEANNE V. REHDER SCOTT  
WITH RESPECT TO THE TABULATION OF VOTES ON THE  
MODIFIED CHAPTER 11 PLAN OF LIQUIDATION FOR PARETEUM  
CORPORATION AND CERTAIN OF ITS AFFILIATES**

I, Leanne V. Rehder Scott, depose and say under the penalty of perjury:

1. I am a Vice President of Corporate Restructuring Services, employed by Kurtzman Carson Consultants LLC (“KCC”), located at 222 N. Pacific Coast Highway, 3rd Floor, El Segundo, California 90245. I am over the age of 18 and not a party to these proceedings.

2. I submit this certification (the “Voting Certification”) with respect to the solicitation of votes and the tabulation of Ballots cast on the solicitation version of the *Modified Chapter 11 Plan of Liquidation for Pareteum Corporation and Certain of its Affiliates* [Docket No. 299] (as may be amended, supplemented, or modified from time to time, the “Plan”) filed on August 22, 2022 by the above-captioned debtors and debtors in possession (collectively, the “Debtors”). Except as otherwise noted, all facts set forth herein are based on my personal knowledge, knowledge that I acquired from individuals under my supervision, and my review of

<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.; Artilium Group Ltd. (f/k/a Artilium PLC); Pareteum Asia Pte. Ltd.; and Pareteum N.V. (f/k/a Artilium N.V.). The mailing address of the Debtors, solely for the purposes of notices and communications, is c/o Saccullo Business Consulting, LLC, Crimson King Drive, 2nd Floor, Bear, DE 19701.



relevant documents. I am authorized to submit this Voting Certification on behalf of KCC. If I were called to testify, I could and would testify competently as to the facts set forth herein.

3. The Court authorized the retention of KCC (i) as the claims and noticing agent to the Debtors pursuant to the *Order (I) Authorizing and Approving the Appointment of Kurtzman Carson Consultants LLC as Claims and Noticing Agent to the Debtors, Effective Nunc Pro Tunc to the Petition Date, and (II) Granting Related Relief* [Docket No. 43] entered on May 19, 2022, and (ii) as administrative advisor to the Debtors pursuant to the *Order Authorizing Employment and Retention of Kurtzman Carson Consultants LLC as Administrative Advisor to the Debtors, Effective Nunc Pro Tunc to the Petition Date* [Docket No. 218] entered on July 13, 2022 (collectively, the “Retention Orders”). The Retention Orders authorize KCC to assist the Debtors with, among other things, the service of solicitation materials and tabulation of votes cast to accept or reject the Plan. KCC and its employees have considerable experience in soliciting and tabulating votes to accept or reject proposed chapter 11 plans.

**A. Service and Transmittal of Solicitation Packages and Related Information**

4. On August 22, 2022, the Court entered the *Order (I) Approving Certain Key Dates Relating to Confirmation of the Debtors’ Plan, Including Scheduling a Combined Hearing to Consider Approval of the Debtors’ Disclosure Statement and Plan; (II) Approving the Form and Manner of Combined Hearing Notice; (III) Approving Debtors’ Disclosure Statement on a Provisional Basis; (IV) Approving (A) Procedures for Solicitation, (B) Forms of Ballots, (C) Procedures for Tabulation of Votes, and (D) Procedures for Objections; and (V) Establishing a Bar Date for Filing Administrative Claims Arising from the Petition Date Through and Including*

*August 31, 2022* [Docket No. 296] (the “Solicitation Procedures Order”).<sup>2</sup> The Solicitation Procedures Order established, among other things, (i) August 24, 2022 as the record date (the “Voting Record Date”) for determining the Holders of Claims and Interests entitled to vote on the Plan, (ii) procedures for the solicitation of votes to accept or reject the Plan (the “Solicitation Procedures”) and (iii) procedures for the tabulation of Ballots (the “Tabulation Procedures”). Pursuant to the Plan and the Solicitation Procedures, only Holders of Claims as of the Voting Record Date in Class 4 (General Unsecured Claims) (the “Voting Class”) were entitled to vote to accept or reject the Plan.

5. In accordance with the Solicitation Procedures Order, on August 30, 2022, KCC caused to be served (i) the Combined Hearing Notice to creditors and parties in interest entitled to receive such notice pursuant to the Solicitation Procedures Order, (ii) the Solicitation Packages on all Holders of Claims in the Voting Class entitled to vote as of the Voting Record Date, (iii) the Combined Hearing Notice in lieu of Solicitation Packages to the Holders of Claims and Interests in the following Classes (which were not entitled to vote on the Plan): Class 1 (Secured Tax Claims), Class 2 (Other Secured Claims), Class 3 (Other Priority Claims), and Class 5 (Interests). KCC filed the *Certificate of Mailing of Claims Agent re: Solicitation Materials* [Docket No. 326] on September 7, 2022 evidencing the foregoing.

6. On August 30, 2022, KCC also posted links to the electronic versions of the solicitation materials, including the Combined Hearing Notice, Plan, Disclosure Statement, Solicitation Procedures Order, and letter from the Official Committee of Unsecured Creditors on the public access website at [www.kccllc.net/pareteum](http://www.kccllc.net/pareteum).

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<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the same meanings ascribed to them in the Solicitation Procedures Order.

**B. Voting and Tabulation Process**

7. The Solicitation Procedures Order established August 24, 2022 as the Voting Record Date. Pursuant to the Solicitation Procedures Order, Holders of Claims in Class 4 (General Unsecured Claims) were entitled to vote to accept or reject the Plan. No other classes were entitled to vote on the Plan.

8. Pursuant to the Solicitation Procedures Order, KCC relied on the Debtors' Schedules of Assets and Liabilities and the Claims information reflected in KCC's CaseView system ("CaseView")<sup>3</sup> to identify and solicit Holders of Claims in the Voting Class.

9. Using the information outlined above, and with specific guidance from Debtors' counsel, KCC created a voting database reflecting the names and addresses, classification and voting amounts of Holders of Claims in the Voting Class. Specifically, using its CaseView system and voting database, KCC generated Ballots for Holders of Claims entitled to vote to accept or reject the Plan.

10. The Solicitation Procedures Order established September 27, 2022 at 5:00 p.m. (prevailing Eastern Time) as the deadline by which Ballots for accepting or rejecting the Plan had to be actually received by KCC in order to be counted (the "Voting Deadline").

11. In accordance with the Solicitation Procedures Order, KCC received and tabulated the Ballots as follows: (a) each returned paper Ballot was opened and inspected at KCC's office; (b) paper Ballots were date-stamped and scanned into KCC CaseView; (c) each electronic Ballot was electronically received and processed; and (d) all Ballots received on or before the Voting

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<sup>3</sup> CaseView is KCC's claims management database, which stores the records and images associated with all scheduled and filed claims.

Deadline were then entered into KCC CaseView and tabulated in accordance with the Voting and Tabulation Procedures.

12. The final tabulation of votes cast by timely and properly completed Ballots received by KCC is set forth below and attached hereto as **Exhibit A**, with a detailed ballot report for the Voting Class attached hereto as **Exhibit A-1**.

CLASS	TOTAL BALLOTS RECEIVED			
	Accept		Reject	
	AMOUNT (% of Amount Voted)	NUMBER (% of Number voted)	AMOUNT (% of Amount Voted)	NUMBER (% of Number Voted)
Class 4 – General Unsecured Claims	\$4,693,085.94 (67.85%)	27 (96.43%)	\$2,224,234.70 (32.15%)	1 (3.57%)

**C. Ballots That Were Not Counted**

13. Attached as **Exhibit B** is a detailed report of any Ballots that were not included in the tabulation above because they did not satisfy the requirements for a valid Ballot as set forth in the Solicitation Procedures Order for the reasons described therein.

**D. Conclusion**

14. To the best of my knowledge, information and belief, the foregoing information concerning the distribution, submission, and tabulation of Ballots in connection with the Plan is true and correct. The Ballots received by KCC are stored at KCC’s office and are available for inspection by or submission to this Court.

Dated: September 29, 2022

/s/ Leanne V. Rehder Scott  
Leanne V. Rehder Scott  
Vice President, Corporate Restructuring Services  
Kurtzman Carson Consultants LLC

**Exhibit A**

**Exhibit A**  
**Ballot Tabulation Summary**

<b>Class Description</b>	<b>Ballots Not Tabulated</b>	<b>Number Voted</b>	<b>Number Accepted</b>	<b>Number Rejected</b>	<b>Total Amount Voted</b>	<b>Amount Accepted</b>	<b>Amount Rejected</b>	<b>Voting Result</b>
4 - General Unsecured Claims	1	28	27 96.43%	1 3.57%	\$6,917,320.64	\$4,693,085.94 67.85%	\$2,224,234.70 32.15%	Accept

**Exhibit A-1**

**Exhibit A-1**  
**Class 4 Ballot Detail**  
**General Unsecured Claims**

<b>Creditor Name</b>	<b>Date Filed</b>	<b>Ballot No.</b>	<b>Voting Amount</b>	<b>Vote</b>
AWAL JUNANTO	09/05/2022	4	\$12,078.00	Accept
Cogent Communications	09/27/2022	26	\$754.10	Accept
COOLEY LLP	09/09/2022	8	\$261,185.80	Accept
CrowdStrike, Inc.	09/02/2022	1	\$3,649.88	Accept
Cube Solutions GmbH	09/27/2022	27	\$300.00	Accept
GVC CAPITAL	09/14/2022	13	\$13,750.00	Accept
Hewlett-Packard International Bank Dac	09/06/2022	5	\$2,472.39	Accept
IDEMIA Germany GmbH	09/26/2022	24	\$44,410.44	Accept
Intelsat Inflight LLC	09/06/2022	6	\$2,513,075.86	Accept
INVESTOR RELATIONS ADVISORY SOLUTIONS	09/12/2022	10	\$185,000.00	Accept
Iskratel, d.o.o.	09/20/2022	20	\$10,958.18	Accept
Israel Owens	09/14/2022	12	\$125,000.00	Accept
ISSUER DIRECT CORP.	09/14/2022	14	\$10,701.75	Accept
KPN B.V.	09/26/2022	25	\$43,129.61	Accept
LLR Legerlotz Laschet und Partner Rechtsanwaelte Partnerschaft mbB	09/27/2022	28	\$37,421.86	Accept
Magyar Telekom Plc.	09/23/2022	23	\$1,769.48	Accept
Mary Beth Vitale	09/03/2022	3	\$33,750.00	Accept
Mikenopa, a.s.	09/07/2022	7	\$53,347.00	Accept
Page Group Spain Recursos Humanos ETT, S.A.	09/15/2022	16	\$17,662.95	Accept
PFEIFER Holding GmbH & Co. KG	09/21/2022	21	\$1,998.16	Accept
RANDALL MCNEAL ASSOCIATES, PLLC	09/09/2022	9	\$2,100.00	Accept
Rimini Street, Inc.	09/14/2022	17	\$416,754.00	Accept
Rivers & Moorehead	09/14/2022	11	\$5,000.00	Accept
Stephen Brown	09/27/2022	29	\$2,224,234.70	Reject
Telroaming Advanced Communications Solutions Ltd.	09/14/2022	15	\$49,091.97	Accept
Tristar Africa Telecom, LLC	09/16/2022	18	\$646,279.58	Accept
WIRE AND WIRELESS CO. LTD	09/19/2022	19	\$190,702.05	Accept
WorldScape, Inc	09/02/2022	2	\$10,742.88	Accept
<b>TOTAL:</b>			<b>Accept</b>	<b>27</b>
			<b>Reject</b>	<b>1</b>
			<b>\$4,693,085.94</b>	
			<b>\$2,224,234.70</b>	

**Exhibit B**

**Exhibit B**  
**Ballots Excluded from Tabulation**

<b>Creditor Name</b>	<b>Date Filed</b>	<b>Ballot No.</b>	<b>Voting Amount</b>	<b>Vote</b>	<b>Reason Not Tabulated</b>
Larcombe, Frederick	09/22/2022	22	\$44,275.00	Abstain	Abstained