

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

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SECURITIES AND EXCHANGE COMMISSION, :
:
Plaintiff, :
- v - : No. 1:22-cv-03897-LAK
:
STRAIGHTPATH VENTURE PARTNERS LLC, :
STRAIGHTPATH MANAGEMENT LLC, :
BRIAN K. MARTINSEN, :
MICHAEL A. CASTILLERO, :
FRANCINE A. LANAIA, and :
ERIC D. LACHOW, :
Defendants. :
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CLAIMANT PROOF OF CLAIM FORM

This Proof of Claim Form is for asserting claims against the following entities currently in receivership being administered by Melanie L. Cyganowski, in her capacity as the court-appointed receiver (the “**Receiver**”), in the case captioned *SEC v. StraightPath Venture Partners LLC et al.*, Case No. 22-cv-03897 (LAK): SP Ventures Fund LLC, SP Ventures Fund 2 LLC, SP Ventures Fund 3 LLC, SP Ventures Fund 4 LLC, SP Ventures Fund 5 LLC, SP Ventures Fund 6 LLC, SP Ventures Fund 7 LLC, SP Ventures Fund 8 LLC, SP Ventures Fund 9 LLC (each an “**SP Fund**” and collectively, the “**SP Funds**”); StraightPath Venture Partners LLC (“**SP Fund Manager**”); and StraightPath Management LLC (“**SP Advisor**” and collectively with the SP Funds and SP Fund Manager, the “**Receivership Entities**”). On March 30, 2023, the United States District Court for the Southern District of New York (the “**Court**”) entered the Order [Dkt. No. 180] (the “**Order**”) approving the motion of the Receiver for Resolution of Claims and Interests and Establishing Bar Dates for Claims [Dkt. No. 166].¹

This Proof of Claim Form should only be used by Claimants asserting Claims against one or more of the Receivership Entities. The Receiver may disallow any Proof of Claim filed by an Investor on account of an Interest on grounds, among others and without limitation, it is duplicative of an Investor Statement.

Read the attached Proof of Claim instructions before filling out this Proof of Claim Form. Attach copies of any documents that support the Claim, such as checks, wire transfers, promissory notes, purchase orders, invoices, itemized statements of running accounts, contracts, judgments, mortgages, and security agreements. Do not send original documents; they may be destroyed after scanning. If the documents are not available, you must explain why in an attachment or else the Proof of Claim may be subject to disallowance.

¹ Capitalized terms used but not defined herein shall have the same meanings ascribed in the declaration of Melanie L. Cyganowski in support of the Motion [Dkt. No. 167] (the “**Cyganowski Dec.**”).

1. CLAIMANT CONTACT INFORMATION

Claimant's name:			
Phone Number (primary):		Phone Number (cell):	
Email Address:		Last Four Digits of SSN/TIN:	
<input type="checkbox"/> Claimant is an entity. (If so, attach a list of all persons who directly or indirectly hold interests or beneficial interests in the Claimant exceeding ten percent (10%)).			

<u>Claimant's Mailing Address (For Notice)</u>		<u>Claimant's Address for Payment (if Different)</u>	
Country:		Country:	
Address 1:		Address 1:	
Address 2:		Address 2:	
City:		City:	
State:		State:	
ZIP:		ZIP:	

- I am represented by counsel.
- I am not represented by counsel. (Skip to next section.)

Law Firm Name:		City:	
Representative Name:		State:	
Country:		ZIP:	
Address 1:		Phone Number:	
Address 2:		Email Address:	

2. CLAIM INFORMATION

1. Against which entity is this Claim? (Check only one.)

- | | |
|---|--|
| <input type="checkbox"/> SP Ventures Fund LLC | <input type="checkbox"/> SP Ventures Fund 7 LLC |
| <input type="checkbox"/> SP Ventures Fund 2 LLC | <input type="checkbox"/> SP Ventures Fund 8 LLC |
| <input type="checkbox"/> SP Ventures Fund 3 LLC | <input type="checkbox"/> SP Ventures Fund 9 LLC |
| <input type="checkbox"/> SP Ventures Fund 4 LLC | <input type="checkbox"/> StraightPath Venture Partners LLC |
| <input type="checkbox"/> SP Ventures Fund 5 LLC | <input type="checkbox"/> StraightPath Management LLC |
| <input type="checkbox"/> SP Ventures Fund 6 LLC | <input type="checkbox"/> Other: _____ |

2. What is the total amount of your Claim in U.S. Dollars? _____

a. Does this amount include interest or other charges?

- Yes. (Attach statement itemizing interest or other charges.)
- No.

3. Was this Claim acquired from someone else?

- Yes, from _____.
- No.

4. Explain the basis of the Claim and attach all supporting documentation:

5. Is all or part of the Claim secured?

- Yes.
- No.

Description of collateral: _____

Asserted value of collateral: _____

Amount of the claim that is secured: _____ Amount of claim that is unsecured: _____

Basis for perfection: _____

Attach copies of documents, if any, that show evidence of perfection of a security interest (for example, a mortgage, lien, certificate of title, financing statement, or another document that shows the lien has been filed or recorded.)

3. CERTIFICATION

By submitting this Proof of Claim Form, you consent to the jurisdiction of the United States District Court for the Southern District of New York for all purposes related to any Claim contained therein and agree to be bound by its decisions, including, without limitation, a determination as to the validity and amount of any Claims asserted against the Receivership Entities.

PURSUANT TO 28 U.S.C. § 1746, I DECLARE UNDER PENALTY OF PERJURY UNDER THE LAWS OF THE UNITED STATES OF AMERICA THAT THE FOREGOING IS TRUE AND CORRECT, AND MY SUPPORTING DOCUMENTATION PROVIDED IS ALSO TRUE AND CORRECT.

Signature: _____

Name of Signatory: _____

If by Authorized Representative, Name and Title: _____

Executed this ____ day of _____, _____

Instructions for Completing Claimant Proof of Claim Form

(Please do not submit these instructions with your form.)

Who should complete and serve a Proof of Claim?

- Anybody who has a Claim against the Receivership Entities must complete and serve a Proof of Claim. If you invested in one or more of the Receivership Entities, you will receive an Investor Statement that contains information regarding the amounts you invested or reinvested in, and the amount(s) that you received from, the Receivership Entities. If you believe you are an Investor and you do not receive an Investor Statement, you should contact the Receiver at straightpathreceiver@otterbourg.com. The Receiver may disallow any Proof of Claim filed by an Investor on account of an Interest on grounds, among others, it is duplicative of an Investor Statement.

Do I need to submit multiple Proofs of Claim if I have multiple Claims against the Receivership Entities?

- Yes. You must submit a separate Proof of Claim for each entity against which you hold claims.

How will this Proof of Claim be used?

- The information you provide in this Proof of Claim Form will be used to determine what, if any, distribution you will receive from the receivership. Submitting a Proof of Claim does not guarantee that you will receive any distribution.

How do I submit a Proof of Claim?

- Complete each section of the Proof of Claim Form.
 - If you need more space to provide any of the information requested, please attach a separate document to your Proof of Claim and indicate the section and question to which you are providing additional information.
- Attach *copies* (not originals) of all documents that support your Claim. Documents will not be returned to you. If you are missing any documents that support your Claim, attach an explanation of why the documents are unavailable.
- Sign the Proof of Claim Form.
- If your authorized representative is completing and serving the Proof of Claim on your behalf, your authorized representative must also include a completed Claimant Representative Authorization Form attached to these instructions.
- Serve the Proof of Claim along with supporting documentation to the Receiver's Claims Agent by: (1) First Class Mail via the USPS addressed to StraightPath Claims Processing c/o Stretto, 410 Exchange, Suite 100 Irvine, CA 92602; (2) overnight courier or in-person delivery addressed to StraightPath Claims Processing c/o Stretto, 410 Exchange, Suite 100, Irvine, CA 92602; (3) electronic mail, as an attachment in portable document format (.pdf), to StraightPathClaims@Stretto.com; or (4) using the electronic Proof of Claim Form available on the Receiver's website at <https://www.straightpathreceivership.com/>.
- A Proof of Claim will only be deemed served when actually received by the Receiver's Claims Agent.

- No Proof of Claim should be filed with the Court and any Proof of Claim so filed will not be considered properly served.

Using the online version of the Proof of Claim Form.

- If you use the online version, you will not need to mail or email a Proof of Claim to the Receiver. Instead, once you complete the online Proof of Claim Form, it will be automatically served on the Receiver's Claims Agent. If you serve an online Proof of Claim Form, please do not also serve a duplicate paper Proof of Claim Form.

How do I know that my Proof of Claim has been served?

- If you serve a hard copy of your Proof of Claim and wish to receive confirmation of its submission, please enclose a stamped self-addressed envelope and an additional copy of the completed Proof of Claim with a note that you would like to receive confirmation that your Proof of Claim has been received.
- If you serve a copy of your Proof of Claim via email or submit an online version of the Proof of Claim Form, you will receive an email confirmation of your submission. You may print and retain a copy of this email for your records.

Where can I find additional information regarding Claims and this receivership?

- Additional information about the receivership generally may be found on the Receiver's website at <https://www.straightpathreceivership.com/>.

Is there a deadline to serve the completed Proof of Claim Form?

- Yes. The Receiver's Claims Agent must actually receive your Proof of Claim, including any supporting documentation, by the following deadlines:
 1. **5:00 p.m. (prevailing Eastern Time) on May 30, 2023** is the deadline for Claimants other than Governmental Units to serve Proofs of Claim against the Receivership Entities; and
 2. **5:00 p.m. (prevailing Eastern Time) on July 28, 2023** is the deadline for Governmental Units to serve Proofs of Claim against the Receivership Entities.

IF YOU FAIL TO SERVE YOUR PROOF OF CLAIM BY THE APPLICABLE DEADLINE, YOU WILL BE FOREVER BARRED FROM ASSERTING ANY CLAIM AGAINST THE RECEIVERSHIP ENTITIES AND THEIR PROPERTY AND YOU WILL NOT BE ELIGIBLE TO RECEIVE ANY DISTRIBUTION FROM THE RECEIVERSHIP ESTATE NOR THE RECEIVERSHIP ENTITIES.

How will the Receiver notify me regarding my Filed Proof of Claim?

- The Receiver will review each timely Filed Proof of Claim and notify each Claimant of her determination regarding the Claimant's Filed Proof of Claim. If a Claimant disagrees with the Receiver's determination, the Claimant will be required to timely serve a Claimant Objection on the Receiver, triggering a procedure for resolution of the dispute. If you would like further information regarding this process, please review the Court's Order Establishing Procedures for Resolution of Claims and Interests and Setting Bar Dates for Claims, which is available on the receivership website at <https://www.straightpathreceivership.com/>.

CLAIMANT REPRESENTATIVE AUTHORIZATION FORM

(Only fill out this form if you want to appoint a Claimant Representative)

This Appointment and Authorization of Claimant Representative is made by the Claimant in connection with the action captioned *SEC v. StraightPath Venture Partners LLC et al.*, Case No. 22-cv-03897 (LAK) (S.D.N.Y.) (the “**Case**”), with respect to the Claims held by the Claimant.

Claimant Name (“**Claim**”): _____

Claimant Representative Name (“**Claimant Representative**”): _____

Claimant Representative Address: _____

Claimant Representative Email: _____

Claimant Representative Phone Number: _____

Amount of Claim (“**Claim**”): USD \$ _____

Attach additional pages as necessary. The Claimant hereby designates and appoints the Claimant Representative as its attorney-in-fact, representative, and agent with respect to its Claim, and the Claimant Representative hereby accepts such designation and appointment.

By such designation and appointment, the Claimant authorizes the Claimant Representative to act for and on behalf of the Claimant whenever any consent, approval or action is to be taken by or on behalf of the Claimant in the Case. All actions of the Claimant Representative for and on behalf of the Claimant shall be binding on the Claimant for all purposes.

Delivery to the Claimant Representative of any amount, notice, document or instrument which is to be given, delivered or paid to the Claimant shall be deemed to be (and shall be effective as) delivery to the Claimant. Melanie L. Cyganowski in her capacity as receiver (the “**Receiver**”) and her counsel and other representatives shall be entitled to rely upon any notice, document or instrument delivered by the Claimant Representative as having been authorized by the Claimant.

The Receiver, and the Receiver’s counsel or other representatives, may discuss, negotiate and enter into any settlement or agreement with the Claimant Representative, and each such settlement or agreement shall be binding on and enforceable against the Claimant in all respects, to the same extent as if the Claimant had discussed, negotiated and entered into such settlement or agreement directly.

Date:		Date:	
Signature of Claimant:		Signature of Claimant Representative:	
Claimant Name:		Claimant Representative Name:	