

## PATENT ASSIGNMENT COVER SHEET

Electronic Version v1.1  
 Stylesheet Version v1.2

EPAS ID: PAT7057686

<b>SUBMISSION TYPE:</b>	NEW ASSIGNMENT
<b>NATURE OF CONVEYANCE:</b>	ASSIGNMENT
<b>CONVEYING PARTY DATA</b>	
<b>Name</b>	<b>Execution Date</b>
ALLOTZ.COM LIMITED VIA RECEIVER JAMES PATRICK DOWNEY	08/21/2021
<b>RECEIVING PARTY DATA</b>	
<b>Name:</b>	SOUTHBANK CAPITAL PTY LTD
<b>Street Address:</b>	1310/250 ST KILDA ROAD
<b>City:</b>	SOUTHBANK, VICTORIA
<b>State/Country:</b>	AUSTRALIA
<b>Postal Code:</b>	3006
<b>PROPERTY NUMBERS Total: 1</b>	
<b>Property Type</b>	<b>Number</b>
<b>Application Number:</b>	17542933
<b>CORRESPONDENCE DATA</b>	
<b>Fax Number:</b>	(310)564-0454
<i>Correspondence will be sent to the e-mail address first; if that is unsuccessful, it will be sent using a fax number, if provided; if that is unsuccessful, it will be sent via US Mail.</i>	
<b>Phone:</b>	3108606141
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<b>Address Line 1:</b>	9701 WILSHIRE BOULEVARD, SUITE 1000
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<b>ATTORNEY DOCKET NUMBER:</b>	SPPH-00122A-US
<b>NAME OF SUBMITTER:</b>	SAMUEL K. SIMPSON
<b>SIGNATURE:</b>	/Samuel K. Simpson/
<b>DATE SIGNED:</b>	12/06/2021
<b>Total Attachments: 4</b>	
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# J P DOWNEY & CO.

CHARTERED ACCOUNTANTS

21 August 2021

Mr Francis Galbally  
Southbank Capital Pty Ltd  
ABN: 65 059 340 085  
AFSL 343678  
1310 / 250 St Kilda Road  
Southbank Victoria Australia 3006

Dear Sir

**RE: ALLOTZ.COM LTD (RECEIVER AND MANAGER APPOINTED) ("COMPANY")  
ACN 118 777 245**

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I confirm that on 17 March 2021 Southbank Capital Pty Ltd (**Appointor**) appointed me as the Receiver and Manager of the personal property of amongst others, Allotz.com Limited (Receivers and Managers Appointed)(In Liquidation) (**Allotz**). Part of the personal property of Allotz included the following:

- (a) the rights, title and interest in and to the invention entitled "Computer-Implemented Method for Managing Inventory Allocations" described, illustrated and claimed in US Patent No. 10,740,354 issued on 11 August 2020;
- (b) the rights, title and interest in and to the invention entitled "Control of Distributed Databases" described, illustrated and claimed in US Patent No. 10,198,494 issued on 5 February 2019; and
- (c) the rights title and interest in and to the invention entitled "A Computer-Implemented Method for Managing Inventory Allocations" claimed in U.S. Patent Application Serial No. 16/924,395 filed on 9 July 2020,

(collectively, the **Assets**).

I confirm that the Appointor has directed that my appointment as Receiver and Manager over the Assets is to cease immediately (the balance of my appointment will remain), and I understand that the Appointor is simultaneously taking effective possession of the Assets.

To that effect, I confirm that:

- (1) I will lodge the appropriate forms with ASIC to notify of the cessation of my appointment over the Assets and will provide you with a copy of the form and/or notification of the lodgement of the form once this has occurred;
- (2) I will be released from all claims that the Appointor may have against me in relation to the receivership of the Assets (other than claims relating to any fraudulent act or omission); and
- (3) the indemnity given by the Appointor in the Deed of Indemnity of Receiver and Manager dated 17 March 2021 is not revoked with respect to the receivership of the Assets and will remain in full force and effect.

Level 13, North Tower  
489 Collins Street, Melbourne, Victoria 3000  
Telephone: (03) 9642 2811  
Email: email@jpdowney.com.au  
Web: www.jpdowney.com.au

Registered Liquidators  
Registered Trustees in Bankruptcy  
Member – Australian Restructuring  
Insolvency & Turnaround Association (ARITA)

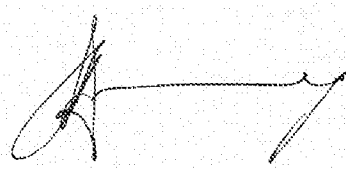
Liability limited by a scheme approved under Professional Standards Legislation

**PATENT**  
**REEL: 058308 FRAME: 0459**

I am also instructed that the Appointor will:

- (1) be the Controller of the Assets, as a result of taking possession simultaneously with the cessation of my appointment as receiver and manager of the Assets; and
- (2) file the appropriate ASIC Form 504 in respect of its entry into possession of the Assets in due course.

Yours faithfully

A handwritten signature in black ink, appearing to be 'J P Downey', written on a light blue dotted background.

**J P Downey FCA RITF**  
Receiver & Manager

## Extract of minutes of Meeting of Investors

### *Allotz.com Note Trust*

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#### Resolution 3: Possession of Assets

##### Background

1.1. Following the result of Resolution 2, being that the Trustee withdraw the deed of company arrangement submitted by the Trustee to the Administrators of Allotz.com Limited, the Trustee is of the belief that the best way to protect the interests of the Investors is for the Trustee to take possession of the material assets of the business of Allotz.com Limited, including but not limited to:

- (a) the rights, title and interest in and to the invention entitled "Computer-Implemented Method for Managing Inventory Allocations" described, illustrated and claimed in US Patent No. 10,740,354 issued on 11 August 2020;
- (b) the rights, title and interest in and to the invention entitled "Control of Distributed Databases" described, illustrated and claimed in US Patent No. 10,198,494 issued on 5 February 2019; and
- (c) the rights, title and interest in and to the invention entitled "A Computer-Implemented Method for Managing Inventory Allocations" described, illustrated and claimed in US Patent Application Serial No. 16/924,395 filed on 9 July 2020,

(collectively, the "**Patent Assets**") to ensure their value is preserved for the benefit of the Investors.

1.2. It is proposed that the Trustee will then subsequently transfer the relevant assets to a special purpose vehicle so that the Investors can be offered an in-specie distribution of shares or other securities in that entity in their respective proportions, to realise their entitlement to the value of those assets.

1.3. The Trustee has procured that the patent assets of Allotz.com Limited are independently valued, and has provided the Receiver and Manager of the companies with these valuations. The independent valuations broadly confirm the value of these patents that is detailed in the audited financial report in respect of the companies. This process has been effected to allow for the value of the Investors' secured debt to be appropriately reduced for the purpose of voting at the Creditors Meeting and for the release of these assets by the Receiver and Manager.

##### Resolution

1.4. The resolution to be considered and, if thought fit, to pass was:

*That:*

- (a) *the Investors authorize the Trustee to procure the transfer of the material assets of the business, including but not limited to the Patent Assets registered and lodged in the United States, to the Trustee;*

- (b) *subsequent to the transfer of the assets, the Trustee offer to the Investors in their respective proportions a distribution in-specie of securities in a special purpose vehicle that will hold the relevant material assets; and*
- (c) *the Trustee notify the Administrators of Allotz.com Limited that the value of the amount proven by Investors in the administration has been reduced to the value ascribed to the material assets of which the Trustee takes possession due to the part satisfaction of the secured debt.*

1.5. The result of the vote was:

- (a) in favour: 378 Notes;
- (b) opposed: 45 Notes;
- (c) abstain: 0 Notes; and
- (d) absent: 40 Notes,

so the resolution carried, with 89.36% of those present and voting for the resolution.

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I, Francis Galbally, certify that:

- (a) I am the nominated representative of the Trustee of the Allotz.com Note Trust formed under the Secured Convertible Note Deed Poll between, among others, Southbank Capital Pty Ltd and Allotz.com Limited dated 29 April 2020 ("**Note Deed**");
- (b) the above is a true extract of the resolution of the Investors of the Allotz.com Note Trust considered at a meeting of Investors held at 9:30 am (AEST) on 19 August 2021;
- (c) the meeting was validly convened and held in accordance with the meeting rules prescribed under the Note Deed; and
- (d) the resolution set forth above was duly passed in accordance with the meeting rules prescribed under the Note Deed, and the resolution is in full force and effect and has not been amended, modified or revoked.



Date: 20 August 2021

Francis Galbally  
Chairman, Southbank Capital Pty Ltd  
Trustee of the Allotz.com Note Trust