
From: ehbarak [REDACTED]
Sent: Monday, March 11, 2019 1:49 PM
To: J
Subject: Re: Carbyne warrants

Jeff,
<div style="direction: ltr;">That's the Israeli banks paranoia after they paid the penalties they've paid to the US authorities for past mistakes.
According to our experience it was never leaked out of the banks. Just kept with them as an insurance policy.
We have to follow on it. On a minimal but satisfying base.
Best
EB

Sent from my iPhone

On 11 Mar 2019, at 15:24, J <jeevacation@gmail.com <mailto:jeevacation@gmail.com> > wrote:

----- Forwarded message -----

From: Darren Indyke [REDACTED] <mailto:[REDACTED]>
Date: Mon, Mar 11, 2019 at 9:16 AM
Subject: Fwd: Carbyne warrants
To: jeevacation@gmail.com <mailto:jeevacation@gmail.com> <jeevacation@gmail.com>
<mailto:jeevacation@gmail.com> >
CC: Darren Indyke [REDACTED] <mailto:[REDACTED]>

DARREN K. INDYKE
5300 W. Atlantic Avenue, Suite 602
<<https://maps.google.com/?q=5300+W.+Atlantic+Avenue,+Suite+602+Delray+Beach,+Florida+33484&entry=googlemail&source=g>> Delray Beach, Florida
<<https://maps.google.com/?q=5300+W.+Atlantic+Avenue,+Suite+602+Delray+Beach,+Florida+33484&entry=googlemail&source=g>> 33484
<<https://maps.google.com/?q=5300+W.+Atlantic+Avenue,+Suite+602+Delray+Beach,+Florida+33484&entry=googlemail&source=g>>
Telephone [REDACTED]
Telecopier [REDACTED]
Mobile: [REDACTED]
email: [REDACTED] <mailto:[REDACTED]>
=br>*****=

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Begin forwarded message:

From: Tomer Toor [REDACTED] <mailto:[REDACTED]>

Subject:

Date: March 11, 2019 at 8:37:10 AM EDT

To: Nikolajs NJF | NJF Capital [REDACTED] <mailto:[REDACTED]>

<div class="m_6735370436781433423WordSection1" style="font-family:Helvetica;font-size:12px;font-style:normal;font-variant-caps:normal;font-weight:normal;letter-spacing:normal;text-align:start;text-indent:0px;text-transform:none;white-space:normal;word-spacing:0px;text-decoration:none">

Dear Darren, Nikolajs,

First this is to confirm to you both that the requested funds (\$3.6m) were received in Ergo's account. Thank you for all of your cooperation so far.

At this stage we are dealing with the (tedious) requests of the bank to provide further information and explanation for its own anti money laundry regulations.

We were asked to provide details of:

- 1.
2. Recommendation letter from the transferring bank of each limited partner.

Kindly inform us if you can provide (separately if you want to) the response to these requests, as soon as you can, hopefully by tomorrow.

</div>

All the best,

<div>

Tomer Toor, Partner Furth, Wilensky, Mizrachi, Knaani - Law Offices </div>

1 Azrieli Center, Round Tower

Tel-Aviv 6701101, Israel

T. [REDACTED] <tel:[REDACTED]> | F. [REDACTED] <tel:[REDACTED]> | u> tomer@fwmk-law.co.il | The information transmitted is intended only for the person or entity to which it is addressed and may contain confidential

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From:

Sent: Thursday, March 07, 2019 2:59 PM

To: Tomer Toor <mailto:[REDACTED]>

Cc: Udi Knaani <mailto:[REDACTED]>; Nicole Junkermann | Junkermanngroup

& <mailto:[REDACTED]>; Rotem Ben Moshe <mailto:[REDACTED]>

<mailto:[REDACTED]>

Kind regards

<=>

Nikolajs Smirnovs

CEO

E: [REDACTED] <mailto:[REDACTED]>

From: Tomer Toor <mailto:[REDACTED]> Kindly inform when can we expect to receive the transferred fund and executed copy of the Additional Investment Agreement by NJF Capital Corp.

</=pan>

Regards,

Tomer</=>

=lt;image001.png>

=/u>

Tomer Toor Partner

Furth, Wilensky, Mizrahi, Knaani - Law Offices

<=>

1 Azrieli Center, Round Tower

Tel-Aviv, Israel</=>

T. [REDACTED] <tel:[REDACTED]> | F. [REDACTED] <tel:[REDACTED]>

style="margin:0cm 0cm 0.0001pt;font-size:12pt;font-family:'Times New Roman',serif">=td width="527" colspan="2" valign="top" style="width:395.25pt;border-style:solid none none;border-top-width:3pt;border-top-color:rgb(199,182,58);padding:0cm;height:1pt">

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Sent: Tuesday, March 05, 2019 8:31 PM

To: 'Nikolajs NJF | NJF Capital' <Thank you Nikolajs, <mailto:[REDACTED]>

I made some changes (still marked) in the attached revised agreement to reflect this change of name and a few finetuning issues.

Also attached here please find is the updated 'Preferred Right Contribution' table, referenced therein.

Please let me know when is the earliest time you could be ready to sign and transfer the fund.
= /u>

<image001.png>g=;
= /div>

Tomer Toor, Partner <=b>
Furth, Wilensky, Mizrahi, Knaani - Law Offices <= >

[REDACTED] F. [REDACTED]
[REDACTED] <mailto:[REDACTED]> | www.fwmk-law.co.il <http://www.fwmk-law.co.il/> <=tr>
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<=div>

From: Nikolajs NJF | NJF Capital [REDACTED] = /a>>

Sent: Tuesday, March 05, 2019 5:20 PM

To: Tomer Toor <mailto:[REDACTED]> Darren Indyke <= href="mailto:[REDACTED]" style="color:purple;text-decoration:underline" target="_blank">

C: Udi Knaani <mailto:[REDACTED]>; Nicole Junkermann | Junkermanngroup
[REDACTED] <mailto:[REDACTED]> >

Subject: RE: Carbyne warrants =u>
=u>

Thank you Tomer,
Kind regards = /span>

Nikolajs Smirnovs =span lang="EN-GB">

CFO

NJF Capital Ltd

T: [REDACTED] <tel:[REDACTED]>

M: [REDACTED] <tel:[REDACTED]>

= /span>

Tomer Toor [REDACTED]

Sent: 04 March 2019 22:19

to: Darren Indyke [REDACTED] <mailto:[REDACTED]>; Nikolajs NJF | NJF Capital
[REDACTED] <mailto:[REDACTED]>

Cc: Udi Knaani [REDACTED]

Subject: Re: Carbyne warrants <=span>

Hi Darren and Nikolajs (who asked me separately the same thing),

=span lang="EN-GB">

Please note that we need to close this transfer this week.

=/span>

=hanks,

Thank y=u Tomer. I am on it. Is there paperwork on our end to evidence the transfer=?

Sent from my iPhone. Please excus= the typos.

On Feb 28, 2019, at 3:26 PM, Tomer Toor &=t [REDACTED] <mailto:[REDACTED]> wrote:<=span>

=div>

Dear Nikolajs and Darren,<=>

First - just to refresh your memory, please allow me=to provide some details on this round.

=/span>

At the time of the initial investment in Carbyne Ltd.=(formerly Reporty Ltd.), SUM (E.B.) Limited Partnership received Warrants t= purchase additional 61,251 Preferred A Shares of Carbyne for an aggregate e=ercise price of US\$ 3,500,000. =/div>

Per the last cap table that we have from Carbyne, the exercising o= these Warrants will increase the holdings % of SUM in Carbyne - from about=13% to about 26.33%, on a fully diluted basis. </=>

=/u>

The Warrant(s) are valid until the end of March, 2=19 and SUM have decided (through its General Partner), to exercise these Wa=rants, as soon as possible.

Pursuant to SUM's partnership agreements, your clients, a= limited partners with preference right, have the right to contribute their=share to the exercise price of the Warrants.=/u>

&nb=p;

Limited Partner

Preferred Right

Carbyne's Warrants exercise price (rounded) <=td>Expenses Aggregate amount to transfer:

Southern Trust Inc.

&nb=p;

66.67%

2,333,333

66,667

2=400,000

Montil=a International Corporation

1,166,667

33,333

&nb=p;

100.00%

</=d>

3,500,000=u>

100,000

3,600,000

=div style="margin:0cm 0cm 0.0001pt;font-size:12pt;font-family:"Times=New Roman",serif">All amount in US Dollars.

Wire Instructions (to the bank account of SUM's g=neral partner (Ergo (E.B. 2014) Ltd.)):<=>

Name of Account: Ergo (E.B. 2014) Ltd.=span lang="EN-GB"> <=pan lang="EN-GB" style="font-family:Calibri,sans-serif">Account #:
IBAN:

Should you have any question or need m=re clarifications/information please contact me.

<=u>

Tomer=/u>

<=span>

<image002.png>=

Tomer Too=,=nbsp;Partner

=tr style="height:11.35pt">Furth, Wilensky, Mizrachi, Knaani - Law Offices<=span> </=>

1 A=rieli Center, Round Tower

Tel-Aviv [redacted] Israel<=div>

T. [redacted] | F. [redacted]

<mailto:[redacted]>

www.fwmk-l=w.co.il

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=/div>

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