

From: Richard Kahn <[REDACTED]>
To: "jeffrey E." <jeevacation@gmail.com>
Subject: Fwd: Bly Promissory Note
Date: Tue, 11 Nov 2014 19:12:14 +0000

expect a call from adam soon as i firmly just told vera, his [REDACTED] that adam has three options:

- 1) repay 100,000
- 2) repay 300,000 note in full
- 3) do neither and we will begin filing another judgement

vera then told me some crazy story of how she believed this note originated and that since we never funded seed with \$3,000,000 they could not pay their payroll taxes
i told her that is ridiculous and a pretty scary fabrication of what really happened - adam wanted to call jimmy's bluff and jee kept his word to allow adam to fund 300,000 and not be embarrassed

Richard Kahn
HBRK Associates Inc.
575 Lexington Avenue 4th Floor
New York, NY 10022
tel [REDACTED]
fax [REDACTED]
cel [REDACTED]

Begin forwarded message:

From: Vera Savcic <[REDACTED]>
Subject: Re: Bly Promissory Note
Date: November 11, 2014 at 1:18:42 PM EST
To: Richard Kahn <[REDACTED]>

Hi Richard --

I would like to settle these two payments with you, i.e. the interest payment of \$7500 plus the principle repayment of \$35k.

I know that this is less than you want, but from the Company's perspective this is what I can put on the table today.

Given the moving parts and deals in play, we should have additional information from both parties this week but I need to move forward with you today since tomorrow is the 12th.

I am happy to keep you updated weekly on any progress and work to make another payment in December of some amount.

Please advise if we can paper a short agreement (in email form so we are not running up legal fees) noting the following:

- Interest payment \$7500 will be paid tomorrow
- Principle repayment of \$35k will be paid no later than Nov 14
- No later than January 31 2015 you will be given an accelerated payment schedule for mutual review and agreement if principle repayment has not been achieved or otherwise agreed to by that date.
- Seed will also make another principle repayment of \$15k no later than December 18 2014.

Thank you

Vera

On Nov 7, 2014, at 6:13 PM, Richard Kahn wrote:

thank you for your email

your proposal of 35,000 is not acceptable considering you owe 7,500 of interest on November 12th

I propose that Adam or Seed makes a 100,000 pay down plus the final 7,500 interest payment due on Nov 12th

Please advise if acceptable and if so i will have Darren draft paperwork
Thank you

Richard Kahn
HBRK Associates Inc.
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tel [REDACTED]
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On Nov 7, 2014, at 2:28 PM, Vera Savcic <[REDACTED]> wrote:

Dear Rich --

Further to the conversation we had last week regarding the repayment of the Adam Bly promissory note, you requested additional clarity on timeline and plan. This email relates to your request.

As Adam has expressed, the overriding plan is to tie the repayment of this loan to a liquidity or substantial funding event. Given that the Company is awaiting documentation from 2 sources as regards one or other event (or some hybrid), we cannot today repay the loan in full on November 14. As discussions are ongoing and inure to the benefit of all parties, it is best to allow this process to continue.

Because we do not know today what a timeline for deal closing will be, I offered the alternative of paying off some amount of principle this month and asking for an extension of the deadline to allow both or either process to conclude. I propose a principle paydown of \$35k and would submit this request to the Board for their approval next week if this is acceptable to you.

If no deal is concluded by January 31, 2015, then my recommendation is that we establish and document an accelerated payout schedule, again pursuant to Board approval. I do not expect the Board to reject such a plan but recognize that all parties need more time to have enough information to support a reasoned payout schedule in the absence of a liquidation event.

Please let me know if we can proceed along these lines.

Best

Vera

--

Vera Savcic
[REDACTED]

Seed Scientific
New York
[REDACTED]

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