

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT COURT OF FLORIDA

Case No. 16-24678-Civ-COOKE/LOUIS

SECURITIES AND EXCHANGE
COMMISSION,

Plaintiff,

v.

ONIX CAPITAL LLC, *et al.*,

Defendants.

**ORDER APPROVING THE SALE AND ASSIGNMENT OF
NEXT CAB VENTURES LLC'S HOLDINGS**

THIS MATTER comes before the Court on the Court's January 18, 2019 Order Granting the Receiver's Motion to Approve Stalking Horse Purchase Agreement and Bidding Procedures (the "Stalking Horse Order") which scheduled a Sale Hearing to approve the sale of the Next Cab Ventures, LLC's holdings in SherpaCapital Partners UB II, LLC (the "Assets") on February 13, 2019 at 2:00pm. *See* ECF No. 251. Having now held this Sale Hearing and being advised that the Receiver marketed the Assets and conducted the marketing and auction process as set forth in the Stalking Horse Motion and its attached Bidding Procedures, and being further advised that no objections to this sale have been filed or served on Receiver's counsel and that the Securities and Exchange Commission has no objection to the relief requested and finding that good cause exists, it is hereby **ORDERED AND ADJUDGED** as follows:

1. Based on the record at the Sale Hearing, which is incorporated here by reference, all interested parties and all prospective bidders or purchasers have been afforded a

full, fair, and reasonable opportunity to bid for the Assets, and the process employed by the Receiver and her professionals for the sale of these assets was adequate and reasonable to obtain the highest and best price for the Assets.

2. As confirmed by the Court at the Sale Hearing, BryanDB LLC submitted the highest and best bid for the Assets as the Auction and is therefore the Successful Bidder (within the meaning of the Stalking Horse Order). The total consideration of \$1,850,822.00 offered by BryanDB LLC for the purchase of all of the Assets is the highest and best bid received by the Receiver. Based on the record at the Sale Hearing, BryanDB LLC is the prevailing bidder.

3. Newtyn Management shall serve as the Back-Up Bid (within the meaning of the Stalking Horse Order) for this asset sale, with a bid of \$1,820,097.00. Should BryanDB LLC, as the Successful Bidder, fail to timely consummate the sale because of a breach or failure to perform by the Successful Bidder, Newtyn Management, as the Back-Up Bid shall be deemed to be the Successful Bid and shall be authorized to effectuate the sale without further Court order.

4. Pursuant to the terms of the Asset Purchase Agreement approved by this Court in the Stalking Horse Order, the Receiver is authorized to sell all rights of the Receiver in and to all right, title and interest that the Receiver, SherpaCapital Partners UB II, LLC, a Delaware limited liability company, ("Sherpa"), Onix Capital LLC ("Onix"), and Next Cab Ventures LLC ("Next Cab"), individually or collectively, have in and to the 283,915 shares of the Series F Preferred Stock of Uber Technologies, Inc. owned by Sherpa on behalf of Onix and/or Next Cab as members of Sherpa (the "Sale").

5. This Sale is approved in all respects. The Receiver is authorized, empowered, and directed to perform her obligations under the Asset Purchase Agreement, and to execute, deliver and perform such agreements or documents and take such other actions as are necessary or desirable to effectuate the terms of the Asset Purchase Agreement and the Sale.

6. The Successful Bidder is directed to close the Sale per the terms of the Asset Purchase Agreement.

DONE and ORDERED in chambers at Miami, Florida, this 15th day of February 2019.



MARCIA G. COOKE
United States District Judge

Copies furnished to:
Lauren F. Louis, U.S. Magistrate Judge
Counsel of record