

B1 (Official Form 1) (04/13)

UNITED STATES BANKRUPTCY COURT District of Delaware					VOLUNTARY PETITION					
Name of Debtor (if individual, enter Last, First, Middle): <b>Ambient Corporation</b>					Name of Joint Debtor (Spouse) (Last, First, Middle):					
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>Ambient Delaware Corporation</b>					All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):					
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all): <b>6007</b>					Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all):					
Street Address of Debtor (No. and Street, City, and State): <b>7 Wells Avenue, Suite 11 Newton, Massachusetts</b> <div style="text-align: right;">ZIP CODE <b>02459</b></div>					Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right;">ZIP CODE</div>					
County of Residence or of the Principal Place of Business: <b>Middlesex</b>					County of Residence or of the Principal Place of Business:					
Mailing Address of Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>					Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right;">ZIP CODE</div>					
Location of Principal Assets of Business Debtor (if different from street address above): <div style="text-align: right;">ZIP CODE</div>										
<b>Type of Debtor</b> (Form of Organization) (Check one box.)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (Check one box.)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other		<b>Chapter of Bankruptcy Code Under Which the Petition is Filed</b> (Check one box.)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding						
<b>Chapter 15 Debtors</b> Country of debtor's center of main interests:  Each country in which a foreign proceeding by, regarding, or against debtor is pending:		<b>Tax-Exempt Entity</b> (Check box, if applicable.)  <input type="checkbox"/> Debtor is a tax-exempt organization under title 26 of the United States Code (the Internal Revenue Code).		<b>Nature of Debts</b> (Check one box.)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.						
<b>Filing Fee</b> (Check one box.) <input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.					<b>Chapter 11 Debtors</b> <b>Check one box:</b> <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D).  <b>Check if:</b> <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (amount subject to adjustment on 4/01/16 and every three years thereafter). ----- <b>Check all applicable boxes:</b> <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).					
<b>Statistical/Administrative Information</b> <input type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input checked="" type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.										THIS SPACE IS FOR COURT USE ONLY
<b>Estimated Number of Creditors</b> <input type="checkbox"/> 1-49 <input checked="" type="checkbox"/> 50-99 <input type="checkbox"/> 100-199 <input type="checkbox"/> 200-999 <input type="checkbox"/> 1,000-5,000 <input type="checkbox"/> 5,001-10,000 <input type="checkbox"/> 10,001-25,000 <input type="checkbox"/> 25,001-50,000 <input type="checkbox"/> 50,001-100,000 <input type="checkbox"/> Over 100,000										
<b>Estimated Assets</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion										
<b>Estimated Liabilities</b> <input type="checkbox"/> \$0 to \$50,000 <input type="checkbox"/> \$50,001 to \$100,000 <input type="checkbox"/> \$100,001 to \$500,000 <input type="checkbox"/> \$500,001 to \$1 million <input checked="" type="checkbox"/> \$1,000,001 to \$10 million <input type="checkbox"/> \$10,000,001 to \$50 million <input type="checkbox"/> \$50,000,001 to \$100 million <input type="checkbox"/> \$100,000,001 to \$500 million <input type="checkbox"/> \$500,000,001 to \$1 billion <input type="checkbox"/> More than \$1 billion										

<b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s):	
<b>All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)</b>			
Location Where Filed:	Case Number:	Date Filed:	
Location Where Filed:	Case Number:	Date Filed:	
<b>Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)</b>			
Name of Debtor:	Case Number:	Date Filed:	
District:	Relationship:	Judge:	
<p style="text-align: center;"><b>Exhibit A</b></p> <p>(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)</p> <p><input checked="" type="checkbox"/> Exhibit A is attached and made a part of this petition.</p>		<p style="text-align: center;"><b>Exhibit B</b></p> <p>(To be completed if debtor is an individual whose debts are primarily consumer debts.)</p> <p>I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).</p> <p>X _____                  Signature of Attorney for Debtor(s) (Date)</p>	
<b>Exhibit C</b>			
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?			
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.			
<b>Exhibit D</b>			
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)			
<input type="checkbox"/> Exhibit D, completed and signed by the debtor, is attached and made a part of this petition.			
If this is a joint petition:			
<input type="checkbox"/> Exhibit D, also completed and signed by the joint debtor, is attached and made a part of this petition.			
<b>Information Regarding the Debtor - Venue</b> (Check any applicable box.)			
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.			
<input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.			
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.			
<b>Certification by a Debtor Who Resides as a Tenant of Residential Property</b> (Check all applicable boxes.)			
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)			
_____			
(Name of landlord that obtained judgment)			
_____			
(Address of landlord)			
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and			
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.			
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).			

<p><b>Voluntary Petition</b> <i>(This page must be completed and filed in every case.)</i></p>	<p>Name of Debtor(s):</p>
<b>Signatures</b>	
<p style="text-align: center;"><b>Signature(s) of Debtor(s) (Individual/Joint)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).</p> <p>I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Debtor</p> <p>X _____ Signature of Joint Debtor</p> <p>_____ Telephone Number (if not represented by attorney)</p> <p>_____ Date</p>	<p style="text-align: center;"><b>Signature of a Foreign Representative</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.</p> <p>(Check only <b>one</b> box.)</p> <p><input type="checkbox"/> I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached.</p> <p><input type="checkbox"/> Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.</p> <p>X _____ (Signature of Foreign Representative)</p> <p>_____ (Printed Name of Foreign Representative)</p> <p>_____ Date</p>
<p style="text-align: center;"><b>Signature of Attorney*</b></p> <p>X _____ Signature of Attorney for Debtor(s) Justin R. Alberto, Esquire</p> <p>_____ Printed Name of Attorney for Debtor(s) BAYARD, P.A.</p> <p>_____ Firm Name 222 Delaware Avenue, Suite 900 Wilmington, Delaware 19801</p> <p>_____ Address (302) 655-5000</p> <p>_____ Telephone Number 07/28/2014</p> <p>_____ Date</p> <p><small>*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.</small></p>	<p style="text-align: center;"><b>Signature of Non-Attorney Bankruptcy Petition Preparer</b></p> <p>I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.</p> <p>_____ Printed Name and title, if any, of Bankruptcy Petition Preparer</p> <p>_____ Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)</p> <p>_____ Address</p> <p>X _____ Signature</p> <p>_____ Date</p> <p>Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.</p> <p>Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.</p> <p>If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.</p> <p><small>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</small></p>
<p style="text-align: center;"><b>Signature of Debtor (Corporation/Partnership)</b></p> <p>I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.</p> <p>The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.</p> <p>X _____ Signature of Authorized Individual John J. Joyce</p> <p>_____ Printed Name of Authorized Individual Chief Executive Officer</p> <p>_____ Title of Authorized Individual 07/28/2014</p> <p>_____ Date</p>	

B 1A (Official Form 1, Exhibit A) (9/97)

*[If debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11 of the Bankruptcy Code, this Exhibit "A" shall be completed and attached to the petition.]*

## UNITED STATES BANKRUPTCY COURT

District of Delaware

In re Ambient Corporation, ) Case No. \_\_\_\_\_  
 Debtor )  
 )  
 ) Chapter 11

### EXHIBIT "A" TO VOLUNTARY PETITION

1. If any of the debtor's securities are registered under Section 12 of the Securities Exchange Act of 1934, the SEC file number is 000-23723.

2. The following financial data is the latest available information and refers to the debtor's condition on March 31, 2014.

a. Total assets	\$	<u>1,751,000.00</u>
b. Total debts (including debts listed in 2.c., below)	\$	<u>3,544,000.00</u>
c. Debt securities held by more than 500 holders:		Approximate number of holders:
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____
secured <input type="checkbox"/> unsecured <input type="checkbox"/> subordinated <input type="checkbox"/>	\$	_____
d. Number of shares of preferred stock		_____
e. Number of shares common stock		<u>17,267,372</u> <u>6,500</u>

Comments, if any:

The Debtor's common stock was delisted on July 21, 2014, for failure to comply with NASDAQ's minimum stockholders' equity requirement. The stock is currently trading on the Pink Sheets.

3. Brief description of debtor's business:

The Debtor operates in the utilities industry, specifically in the development and maintenance of "smart grid" technology.

4. List the names of any person who directly or indirectly owns, controls, or holds, with power to vote, 5% or

more of the voting securities of debtor: \_\_\_\_\_  
 Vicis Capital Master Fund  
 B&W Equities  
 3S1 LLC (together with 3S2 LLC and 3S3 LLC)

**WRITTEN CONSENT OF THE  
BOARD OF DIRECTORS OF  
AMBIENT CORPORATION**

The undersigned, being all of the members of the Board of Directors of AMBIENT CORPORATION, a Delaware corporation (the “Corporation”), hereby adopt the following resolutions, as discussed and considered during the meeting of the Board of Directors on July 23, 2014, for and on behalf of the Corporation in accordance with the provisions of Section 141(f) of the Delaware General Corporation Law.

After discussion of the necessity of entering into the Transaction Documents (as defined below) with Ericsson, Inc., and filing under chapter 11 of the Bankruptcy Code to facilitate a sale of the Corporation’s assets under section 363 of the Bankruptcy Code, it is hereby:

RESOLVED, that in the judgment of the Board of Directors, it is desirable and in the best interests of the Corporation, its creditors, stockholders, and other interested parties, to file or cause to be filed a voluntary petition for relief under the provisions of chapter 11 of the Bankruptcy Code;

RESOLVED, that John J. Joyce (the “Authorized Representative”) is hereby authorized and empowered to execute and file on behalf of the Corporation all petitions, schedules, lists, motions, applications, pleadings and other papers or documents as necessary to commence the chapter 11 bankruptcy case and obtain any chapter 11 relief as he may deem necessary, proper and desirable in connection with the chapter 11 case;

RESOLVED that Thomas Michael Higgins is hereby reappointed to the position of corporate secretary and shall act in that capacity in accordance with the Corporation’s bylaws;

RESOLVED, that the Authorized Representative is hereby authorized and directed to employ the law firm of Bayard, P.A. as general bankruptcy counsel to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation’s rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Representative is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers and cause to be filed an appropriate application for authority to retain the services of Bayard, P.A.;

RESOLVED, that the Authorized Representatives is hereby authorized and directed to employ Gavin/Solmonese LLC as financial advisors to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Representative is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers and cause to be filed an appropriate application for authority to retain the services of Gavin/Solmonese LLC;

RESOLVED, that the Authorized Representative is hereby authorized and directed to employ UpShot Services LLC as claims and noticing agent to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Representative is hereby authorized and directed to execute appropriate retention agreements, pay appropriate retainers and cause to be filed an appropriate application for authority to retain the services of UpShot Services, LLC;

RESOLVED, that the Authorized Representative is hereby authorized and empowered, on behalf of the Corporation, to employ other counsel and professionals of his choice to the extent necessary and to enter into such fee arrangements for payment of such counsel and professionals as deemed appropriate, in each case subject to approval by the Court if required;

RESOLVED, that the Authorized Representative is hereby authorized and empowered, on behalf of the Corporation, to seek authority from the Bankruptcy Court to enter into and perform under that certain Debtor-In-Possession Loan and Security Agreement among the Corporation and Ericson, Inc., in a form acceptable to the Authorized Representative;

RESOLVED, that the Authorized Representative is hereby authorized and empowered, on behalf of the Corporation, to negotiate, execute, deliver, and cause the Corporation to perform under an Asset Purchase Agreement and all other documents contemplated thereby (collectively, the "Transaction Documents"), with Ericsson, Inc. on the terms and conditions as such Authorized Representative executing the same may consider necessary, proper or desirable, such determination to be conclusively evidenced by such execution or the taking of such action, and to consummate the transaction contemplated by the Transaction Documents on behalf of the Corporation and/or file such pleadings as may be necessary with the Bankruptcy Court or otherwise in respect thereof;

RESOLVED, that the Authorized Representative is hereby authorized and empowered, on behalf of the Corporation, to cause the Corporation and such of its affiliates to enter into, execute, deliver, certify, file, record, and perform such agreements, instruments, motions, affidavits, or applications, and to take such other actions, as in the judgment of the Authorized Representative shall be necessary, proper, and desirable to prosecute to a successful completion the Corporation's chapter 11 case;

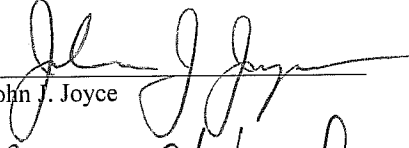
RESOLVED, that the Authorized Representatives is hereby authorized and empowered to take or cause to be taken any and all such further actions, to execute and deliver any and all such further instruments and documents and to pay all such fees and expenses, as the Authorized Representative so acting shall deem appropriate in his judgment to fully carry out the intent and accomplish the purposes of these Resolutions; and

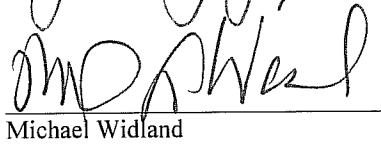
RESOLVED, that all actions heretofore taken by the Authorized Representative, in the name of and on behalf of the Corporation, in connection with any of the foregoing matters are hereby in all respects ratified, confirmed and approved.

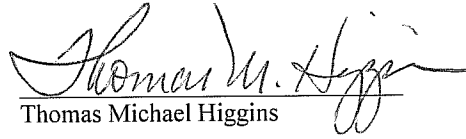
[signature page follows]

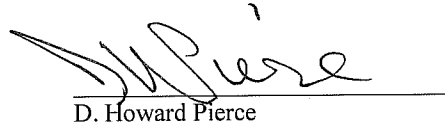
The Secretary of the Corporation is directed to place a copy of this Consent in the minute book of the Corporation.


This Consent shall be effective as of July 28, 2014

  
\_\_\_\_\_  
John J. Joyce

  
\_\_\_\_\_  
Michael Widland

  
\_\_\_\_\_  
Thomas Michael Higgins

  
\_\_\_\_\_  
D. Howard Pierce

  
\_\_\_\_\_  
Francesca Scarito



**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re  
Ambient Corporation,<sup>1</sup>  
  
Debtor.

Chapter 11

Case No.: 14 - \_\_\_\_\_ ( )

**CORPORATE OWNERSHIP STATEMENT PURSUANT TO  
FEDERAL RULE OF BANKRUPTCY PROCEDURE 1007(A)(1)**

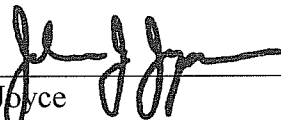
Pursuant to Federal Rule of Bankruptcy Procedure 1007(a)(1), the following are corporations, other than a governmental unit, that directly or indirectly own 10% or more of any class of the Debtor's outstanding equity interests.

SHAREHOLDER	APPROXIMATE PERCENTAGE OF SHARES HELD
Vicis Capital Master Fund Attn: Keith Hughes 445 Park Avenue Suite 1043, New York, NY 10022	57.8%

**DECLARATION UNDER PENALTY OF PERJURY**

I, John J. Joyce, the Authorized Representative and Chief Executive Officer of Ambient Corporation, declare under penalty of perjury that I have read the foregoing corporate ownership statement and that it is true and correct to the best of my information and belief.

Executed this 28th day of July, 2014.

Signature:   
John J. Joyce  
Chief Executive Officer

<sup>1</sup> The last four digits of the Debtor's tax identification numbers are (XX-XXX6007). The address of the Debtor's corporate headquarters is 7 Wells Avenue, Suite 11, Newton, Massachusetts 02459.

**UNITED STATES BANKRUPTCY COURT**

District of Delaware

In re Ambient Corporation,

Case No. 14-\_\_\_\_\_

Debtor

Chapter 11

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
Name of creditor and complete mailing address including zip code	Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted	Nature of claim (trade debt, bank loan, government contract, etc.)	Indicate if claim is contingent, unliquidated, disputed or subject to setoff	Amount of claim (if secured, also state value of security)
BEL FUSE PO BOX 36127 Newark, NJ 07188-6127	BEL FUSE Attn: Lee Hancock PO BOX 36127 Newark, NJ 07188-6127	Trade Debt		\$532,105.25
Ohlandt, Greeley Ruggiero & Perle, LLP One Landmark Square, 10th Floor Stamford, CT 06901	Ohlandt, Greeley Ruggiero & Perle, LLP One Landmark Square, 10th Floor Stamford, CT 06901	Professional Services		\$98,273.67
Gregory Hancock 182 Howard Street Suite 632 San Francisco, CA 94105	Gregory Hancock Attn: Gregory Hancock 182 Howard Street Suite 632 San Francisco, CA 94105	Trade Debt		\$39,375.00
Shipman and Goodwin 300 Atlantic Street Stamford, CT 06901-3522	Shipman and Goodwin 300 Atlantic Street Stamford, CT 06901-3522	Professional Services		\$34,966.29
American Stock Transfer & Trust Co., LLC PO Box 12893 Philadelphia, PA 19176-0893	American Stock Transfer & Trust Co., LLC PO Box 12893 Philadelphia, PA 19176-0893	Trade Debt		\$24,449.00
PricewaterhouseCoopers LLP P.O. BOX 7247-8001 Philadelphia, PA 19170-8001	PricewaterhouseCoopers LLP P.O. BOX 7247-8001 Philadelphia, PA 19170-8001	Professional Services		\$23,163.00

Allez Consulting, Inc 181 Bedford Street Suite 2 Lexington, MA 02420	Allez Consulting, Inc Attn: Richard Freidman 181 Bedford Street Suite 2 Lexington, MA 02420	Professional Services		\$16,530.70
Trestle Capital Partners 5171 Glenwood Avenue Suite 200 Raleigh, NC 27612	Trestle Capital Partners 5171 Glenwood Avenue Suite 200 Raleigh, NC 27612	Professional Services		\$15,000.00
Issuer Direct 500 Perimeter Park Drive Suite D Morrisville, NC 27560-9637	Issuer Direct 500 Perimeter Park Drive Suite D Morrisville, NC 27560-9637	Trade Debt		\$11,628.42
Oxford Global Resouces PO BOX 3256 Boston, MA 02241-3256	Oxford Global Resouces PO BOX 3256 Boston, MA 02241-3256	Trade Debt		\$11,136.00
Vesume Group, LLC 21 High Street Suite 210A North Andover, MA 01845	Vesume Group, LLC 21 High Street Suite 210A North Andover, MA 01845	Trade Debt		\$10,540.80
The NASDAQ Stock Market LLC Lockbox 20200 P.O. Box 8500 Philadelphia, PA 19178- 0200	The NASDAQ Stock Market LLC Lockbox 20200 P.O. Box 8500 Philadelphia, PA 19178- 0200	Trade Debt		\$10,000.00
Hubspot, Inc PO BOX 674722 Detroit, MI 48267	Hubspot, Inc Attn: Liz Crowley PO BOX 674722 Detroit, MI 48267	Trade Debt		\$8,925.00
PR Newswire GPO Box 5897 New York, NY 10087-5897	PR Newswire GPO Box 5897 New York, NY 10087-5897	Trade Debt		\$8,810.00
Thomas Dunleavy 8 Peter Cooper Rd. Apt. 10F New York, NY 10010	Thomas Dunleavy 8 Peter Cooper Rd. Apt. 10F New York, NY 10010	Trade Debt		\$7,500.00
EIT, LLC Accounts Receivable 108 Carpenter Drive Sterling, VA 20164	EIT, LLC Attn: Laura Hebert Accounts Receivable 108 Carpenter Drive Sterling, VA 20164	Trade Debt		\$7,033.25
nVentif Calle Guardia Civil 23-2-38 46020 Valencia, Spain	nVentif Calle Guardia Civil 23-2-38 46020 Valencia, Spain	Trade Debt		\$6,420.00
Sarah-Dave Systems Ltd POB 1054 Efrat, 90435	Sarah-Dave Systems Ltd POB 1054 Efrat, 90435	Trade Debt		\$5,002.00
VAUPELL NW 6116 PO 1450 Minneapolis, MN 55485- 6116	VAUPELL Attn: Tiffany Vincent NW 6116 PO 1450 Minneapolis, MN 55485- 6116	Trade Debt		\$4,804.74
N'ware Technologies 6 Old Rochester Road Suite 105 Dover, NH 03820	N'ware Technologies 6 Old Rochester Road Suite 105 Dover, NH 03820	Trade Debt		\$4,291.65

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re

Ambient Corporation,<sup>1</sup>

Debtor.

Chapter 11

Case No.: 14 - \_\_\_\_\_ ( )

**DECLARATION REGARDING THE CONSOLIDATED LIST OF  
CREDITORS HOLDING THE TWENTY LARGEST  
UNSECURED CLAIMS AGAINST THE DEBTOR**

I, John J. Joyce, the Authorized Representative and Chief Executive Officer of Ambient Corporation, declare under penalty of perjury that I have read the foregoing Consolidated List of Creditors Holding the Twenty Largest Unsecured Claims Against the Debtor and that it is true and correct to the best of my information and belief.

Executed this 28th day of July, 2014.

Signature: \_\_\_\_\_

  
John J. Joyce  
Chief Executive Officer

<sup>1</sup> The last four digits of the Debtor's tax identification numbers are 6007. The address of the Debtor's corporate headquarters is 7 Wells Avenue, Suite 11, Newton, Massachusetts 02459.