

Ken Coleman  
Jonathan Cho  
ALLEN & OVERY LLP  
1221 Avenue of the Americas  
New York, NY 10020  
Telephone: (212) 610-6300  
Facsimile: (212) 610-6399

*Counsel to Ernst & Young Inc., as the Monitor  
and Foreign Representative of Peraso Technologies Inc.*

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

*In re:*

PERASO TECHNOLOGIES INC.,<sup>1</sup>

Debtor in a Foreign Proceeding.

Chapter 15

Case No. 20-\_\_\_\_ (\_\_\_\_)

**STATEMENT OF BRIAN DENEGA UNDER  
SECTION 1515(c) OF THE BANKRUPTCY CODE**

BRIAN DENEGA, pursuant to 28 U.S.C. § 1746, hereby declares as follows:

1. I am over the age of 18 and, if called upon, could testify as to the facts set forth in this statement, except for those portions specified as being otherwise.

2. I am a Senior Vice President and duly authorized agent of Ernst & Young, Inc., the court-appointed Monitor (the “**Monitor**”) and authorized foreign representative of Peraso Technologies Inc. (“**Peraso**”) in a proceeding (the “**Canadian Proceeding**”) under Canada’s *Companies’ Creditors Arrangement Act*, R.S.C. 1985, c. C-36, (as amended, the

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<sup>1</sup> The last four digits of the United States Tax Identification Number, or similar foreign identification number, as applicable, for Peraso Technologies Inc. are 8747.

“CCAA”), pending before the Ontario Superior Court of Justice, Commercial List (the “**Ontario Court**”).

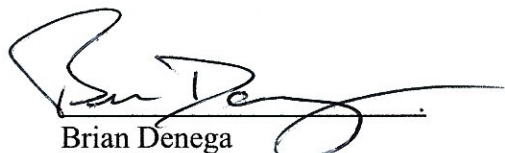
3. This statement is respectfully submitted as required under section 1515(c) of title 11 of the United States Code (as amended, the “**Bankruptcy Code**”) in support of the *Verified Petition for Recognition of Foreign Proceeding and Related Relief* filed by the Monitor seeking, among other things, recognition by this Court of the Canadian Proceeding as a “foreign main proceeding” under section 1517 of the Bankruptcy Code.

4. To the best of my knowledge, the Canadian Proceeding is the only insolvency proceeding of any kind pending for Peraso and thus is the only known “foreign proceeding” with respect to Peraso, as that term is defined in section 101(23) of the Bankruptcy Code.

*[Remainder of Page Intentionally Left Blank]*

I declare under penalty of perjury under the laws of the United States of America that, based upon my knowledge, information, and belief as set forth herein, the foregoing is true and correct.

Executed this 2<sup>nd</sup> day of June, 2020, in Toronto, Ontario, Canada

A handwritten signature in black ink, appearing to read "Brian Denega", with a long horizontal flourish extending to the right.

Brian Denega  
Senior Vice President  
Ernst & Young Inc.