

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

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In re:	)	
	)	Chapter 11
	)	
Velti Inc., <i>et al.</i> , <sup>1</sup>	)	Case No. 13-12878 (PJW)
	)	
Debtors.	)	Jointly Administered
	)	
	)	<b>Re: D.I. 368</b>

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**CERTIFICATE OF NO OBJECTION REGARDING FIFTH MONTHLY  
APPLICATION OF ASGAARD CAPITAL LLC, AS FINANCIAL ADVISOR  
FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS, FOR  
ALLOWANCE OF INTERIM COMPENSATION AND REIMBURSEMENT OF  
ACTUAL AND NECESSARY EXPENSES INCURRED FOR THE PERIOD  
MARCH 1, 2014 THROUGH MARCH 31, 2014**

The undersigned hereby certifies that, as of the date hereof, Morris, Nichols, Arsht & Tunnell LLP (“Morris Nichols”) has received no answer, objection, or other responsive pleading to the **Fifth Monthly Application Of Asgaard Capital LLC, As Financial Advisor For The Official Committee Of Unsecured Creditors, For Allowance Of Interim Compensation And Reimbursement Of Actual And Necessary Expenses Incurred For The Period March 1, 2014 Through March 31, 2014** (the “Application”) (D.I. 368), filed on April 16, 2014.

The undersigned further certifies that Morris Nichols has caused a review of the Court’s docket in this case and that no answer, objection or other responsive pleading to the Application appears thereon. Pursuant to the Notice, objections to the Application were to be filed and served no later than May 6, 2014 at 4:00 p.m. (Eastern Time).

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<sup>1</sup> The Debtors are the following six entities (the last four digits of their respective taxpayer identification numbers follow in parentheses): Velti Inc. (4475), Air2Web, Inc. (5572), Air2Web Interactive, Inc. (2364), Velti North America, Inc. (8900), Velti North America Holdings, Inc. (3953) and Velti US Holdings, Inc. (8299). The mailing address of each of the Debtors, solely for purposes of notices and communications, is Spear Tower, 1 Market Street Suite 1400, San Francisco, California 94105.

Accordingly, pursuant to the *Order Granting Motion of the Debtors and Debtors in Possession for an Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals* (D.I. 111), the Debtors are authorized to pay the amount indicated below.

<b>(1) Total Fees Requested</b>	<b>(2) Total Expenses Requested</b>	<b>(3) 80% of Requested Fees</b>	<b>Total Debtors are Authorized to Pay ( (2) +(3) )</b>
\$2,400.00	\$3,186.59	\$1,920.00	\$5,106.59

WHEREFORE, the Committee respectfully request that the Application be approved.

Dated: May 12, 2014  
 Wilmington, Delaware

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

/s/ William M. Alleman, Jr.  
 Gregory W. Werkheiser (No. 3553)  
 William M. Alleman, Jr. (No. 5449)  
 1201 North Market Street, Suite 1600  
 Wilmington, Delaware 19801  
 Telephone: (302) 658-9200  
 Facsimile: (302) 658-3989

- and -

McGUIREWOODS LLP  
 Douglas M. Foley  
 James E. Van Horn  
 2001 K Street N.W., Suite 400  
 Washington, D.C. 20006  
 Telephone: (202) 857-1700  
 Facsimile: (202) 857-1737

- and -

David I. Swan  
 1750 Tysons Boulevard  
 Suite 1800  
 Tysons Corner, VA 22102-4215  
 Telephone: (703) 712-5365  
 Facsimile: (703) 712-5246

*Counsel for Official Committee of  
 Unsecured Creditors*