EXHIBIT 2

[Blackline]

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:	Chapter 11
Velti Inc., *et al.*,[1]	Case No. 13-12878 (PJW)
Debtors.	**Re: Docket No. ~~489,~~ 489,**

ORDER GRANTING FOURTH OMNIBUS OBJECTION (SUBSTANTIVE) OF CHARLES C. REARDON, IN HIS CAPACITY AS THE RESPONSIBLE PERSON AND LITIGATION TRUSTEE, TO CERTAIN CLAIMS PURSUANT TO 11 U.S.C. § 502, FED. R. BANKR. P. 3007 AND DEL. BANKR. L.R. 3007-1 (REDUCE AND ALLOW; RECLASSIFY; REDUNDANT)

Upon the *Fourth Omnibus Objection (Substantive) of Charles C. Reardon, in his Capacity as the Responsible Person and Litigation Trustee to Certain Claims Pursuant to 11 U.S.C. § 502, Fed. R. Bankr. P. 3007 and Del. Bankr. L.R. 3007-1 (Reduce and Allow; Reclassify; Redundant)* (the "Objection")[2] filed by Charles C. Reardon, in his capacity as the Responsible Person and Litigation Trustee (the "Responsible Person") pursuant to the Plan, requesting an Order pursuant to section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and Local Rule 3007-1 disallowing in full the Claims identified on **Exhibits ~~A-C~~ A-B** attached hereto; and upon the *Declaration of Charles C. Reardon, in his Capacity as the Responsible Person and Litigation Trustee, in Support of the Fourth Omnibus Objection (Substantive) of Charles C. Reardon, in his Capacity as the Responsible Person and Litigation Trustee to Certain Claims Pursuant to 11 U.S.C. § 502, Fed. R. Bankr. P. 3007 and Del. Bankr. L.R. 3007-1 (Reduce and Allow; Reclassify; Redundant)* attached to the Objection as **Exhibit 1**; and upon all

[1] 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 DLA Piper LLP (US), Attn: Aaron M. Paushter, Esq., 203 N. LaSalle Street, Suite 1900, Chicago, Illinois 60601.

[2] Capitalized terms used, but not otherwise defined, herein shall have the meanings set forth in the Objection.

other documentation filed in connection with the Objection and the Claims identified on **Exhibits ~~A-C~~ A-B** attached hereto; and adequate notice of the Objection having been given as set forth in the Objection; and it appearing that no other or further notice is required; and sufficient cause appearing therefor;

IT IS HEREBY ORDERED, ADJUDGED AND DECREED THAT:

1. The Objection is GRANTED as set forth herein with respect to each of the Claims identified on **Exhibits ~~A-C~~ A-B** attached hereto.

2. Each of the ~~Reduce and Allow~~ Reclassified Claims identified on **Exhibit A**, attached hereto, ~~are~~ is hereby ~~reduced and allowed~~ reclassified as a general, unsecured claim as set forth on **Exhibit A**.

3. Each of the ~~Reclassified~~ Redundant Claims identified on **Exhibit B**, attached hereto, ~~are hereby reclassified as general, unsecured claims as set forth on **Exhibit B**.~~is hereby disallowed in full as set forth on **Exhibit B**.

~~4.Each of the Redundant Claims identified on **Exhibit C**, attached hereto, are hereby disallowed in full as set forth on **Exhibit C**.~~

4. ~~5.~~This Order shall be deemed a separate Order with respect to each of the Claims identified on **Exhibits ~~A-C~~A-B**. Any stay of this Order pending appeal by any claimants whose Claims are subject to this Order shall only apply to the contested matter which involves such claimant and shall not act to stay the applicability and/or finality of this Order with respect to the other contested matters listed in the Objection or this Order.

5. ~~6.~~The Responsible Person, the Debtors, the Debtors' claims agent, BMC Group, LLC, and the Clerk of this Court are authorized to take all actions necessary and appropriate to give effect to this Order.

6. ~~7.~~This Court shall retain jurisdiction over any and all issues arising from or related to the implementation and interpretation of this Order.

Dated: _____, 2014
Wilmington, Delaware

_____
THE HONORABLE PETER J. WALSH
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT A

~~Reduce and Allow Claims~~

~~Name of Claimant and Address~~	~~Claim Number~~	~~Claim Amount~~	~~Modified Claim Amount~~	~~Reason for Modification~~
~~ARMANINO LLP FARELLA BRAUN + MARTEL LLP ATTN: GARY KAPLAN 235 MONTGOMERY STREET, 18TH FLOOR SAN FRANCISCO, CA 94104~~	~~139~~	~~$274,368.13~~	~~$174,368.13~~	~~Invoice number 208774 in the amount of $100,000 does not provide any description of the services rendered.~~

~~EXHIBIT B~~

Reclassified Claims

Name of Claimant and Address	Claim Number	Claim Amount	Claim Classification Status	Modified Classification Status	Reason for Reclassification
AAA BUS. SUPPLIES & INTERIORS 325 MENDELL ST SAN FRANCISCO, CA 94124-0000	198	$2,441.56	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
BALAGOPAL, SHANTHALA #2 TOWNSEND ST. 2-113 SAN FRANCISCO, CA 94107	155	$4,65.00	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
C3D ARCHITECTURE PLLC 307 7TH AVE NEW YORK, NY 10001-0000	202	$3,548.40	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
CARLUCCI, CHRISTOPHER* 304 ILO LN DANVILLE, CA 94526-2519	173	$14,000.00	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
CELTRA, INC* 545 BOYLSTON STREET, 11TH FLOOR BOSTON, MA 02116	192	$46,876.80	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.

EMARKETER INC.* 11 TIMES SQUARE, STE 14 NEW YORK, NY 10036-6608	85	$11,000.00	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
GEORGIA DEPARTMENT OF REVENUE COMPLIANCE DIVISION BANIKRUPTCY SECTION 1800 CENTURY BLVD NE, SUITE 17200 ATLANTA, GA 30345-3205	35	$6,470.00	Priority	General, Unsecured	Claim is based on delinquent tax returns for 1999 and 2001 and does not meet the priority requirements of Section 507a)(8).
HOXHA, MEMI & HOXHA SHPK.* RR.NIKOLLA TUPE NO.5 TIRANA 1000 ALBANIA	163	$1,858.00	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
IDG TECH NET* 5 SPEEN STREET FRAMINGHAM, MA 01701-0000	80	$581.31	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
INVESHARE, INC 4501 NORTH POINT PARKWAY SUITE 325 ALPHARETTA, GA 30022	87	$299.16	Priority	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant is not entitled to priority under 507(a)(1) as claimant's claim has nothing to do with domestic support obligations.

LANIER PARKING SOLUTIONS 3414 PEACHTREE ROAD NE ATLANTA, GA 30326-0000	84	$2,018.00	Priority	General, Unsecured	Proof of claim asserts amounts owing for monthly validated parking services, which do not qualify as deposits toward the purchase, lease, or rental of property or services or services for personal, family, or household use under 507(a)(7). Additionally, claimant is not an individual as required by 507(a)(7).
MARIN MUNICIPAL WATER DISTRICT* 220 NELLEN AVE CORTE MADERA, CA 94925-1105	74	$1,763.15	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
NAPOLEON CONTRACTING CORP 37-25 33RD STREET LONG ISLAND CITY, NY 11101	20	$20,065.66	Priority	General, Unsecured	Invoices supporting proof of claim do not establish a *prima facie* case for priority under any subparagraph of 507(a).
NAVEX GLOBAL** ATTN: RON HARRIS 6000 MEADOWS RD SUITE 200 LAKE OSWEGO, OR 97035	105	$2,000.00	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.

ALEX KONSTANTINOS NIKOLOPOULOS* 221 BERYL STREET MILL VALLEY, CA 94941	143	$20,548.00	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
OFFICE DEPOT 6600 N MILITARY TRAIL-S413G BOCA RATON, FL 33496	2	$3,453.85	Priority	General, Unsecured	Invoices supporting proof of claim do not establish a *prima facie* case for priority under any subparagraph of 507(a).
STATE OF CALIFORNIA FRANCHISE TAX BOARD BANKRUPTCY SECTION MS A340 PO BOX 2952 SACRAMENTO, CA 95812-2952	10	$5,284.18	Priority: $4,424.29 Unsecured: $859.89	Priority: $3,431.30 Unsecured: $1,852.88	Claimant is not entitled to priority under 507(a)(8) for taxes due 12/31/2008 and 12/31/2009.
TECHSPACE GLENDON, INC.* 65 ENTERPRISE ALISO VIEJO, CA 92656-0000	161	$11,305.67	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.
THEOREM, INC* 383 MAIN STREET SUITE 101 CHATHAM, NJ 07928-2100	97	$6,325.00	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.

ZAID IBRAHIM & CO* SHARON TAN, LEVEL 19, MENARA MILENIUM JALAN DAMANLELA, PUSAT BANDAR DAMANSARA KUALA LUMPUR 50590 MALAYSIA	186	$6,619.00	Administrative (503(b)(9))	General, Unsecured	Invoices attached to proof of claim demonstrate that claimant did not provide goods to the Debtors in the 20 days prior to bankruptcy.

*Claims are also on *Fifth Omnibus Objection (Non-Substantive) of Charles C. Reardon, in his Capacity as the Responsible Person and Litigation Trustee to Certain Claims Pursuant to 11 U.S.C. § 502, Fed. R. Bankr. P. 3007 and Del. Bankr. L.R. 3007-1 (Duplicates)* because the purported priority claims are duplicates of general, unsecured claims filed by the same claimant.

**Claim is also referenced on Exhibit ~~C as a Redundant Claim~~B to this Order.

EXHIBIT B

~~**Exhibit C**~~

Redundant Claims

Name of Claimant and Address	Debtor	Remaining Claim Number	Redundant Claim to be Disallowed	Claim Amount	Reason for Disallowance
NAVEX GLOBAL* ATTN: RON HARRIS 6000 MEADOWS RD SUITE 200 LAKE OSWEGO, OR 97035	Velti US Holdings, Inc.	104	105	$2,000.00	Claim 104 and Claim 105 are based upon the same liability/documentation and are asserted in the same amount and priority.

*Claim is also referenced on Exhibit ~~B~~ A to this ~~Objection~~Order.