



D COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE No. FSD 85 OF 2023 (RPJ)

IN THE MATTER OF THE COMPANIES ACT (2023 REVISION)

AND IN THE MATTER OF AVIVO GROUP

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WINDING UP ORDER

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UPON HEARING Counsel for the Petitioner upon its petition, dated 4 April 2023 (the 'Petition') for an order that Avivo Group (the 'Company') be wound up;

AND UPON reading the affidavit of Gerald Adams file on behalf of the Petitioner;

AND UPON reading the affidavit of service of Fabian McCallum and the affidavit of advertising of Fabian McCallum;

IT IS ORDERED THAT:

1. The Company be wound up in accordance with the Companies Act.
2. Jeffrey Stower and Matthew Wilde of Teneo (Cayman) Limited, Ground Floor, Harbour Place, 103 South Church Street, P.O. Box 10245, George Town, Grand Cayman, Cayman Islands and Teneo Strategy (UAE) Limited, Office 405, Level 4, Gate Precinct Building 5, Dubai International Financial Center, PO Box 506808, Dubai, United Arab Emirates be appointed as joint official liquidators of the Company (the 'JOLs').
3. The JOLs shall not be required to give security for their appointment.

4. The JOLs shall have the power to act jointly and severally in their capacity as liquidators of the Company.
5. The JOLs be authorised to take any such action as may be necessary or desirable to be to obtain recognition of the JOLs and/or their appointment in any other relevant jurisdiction and to make applications to the Courts of such jurisdiction for that purpose.
6. The JOLs be authorised to exercise any of the powers set listed in parts I and II of Schedule 3 to the Companies Act and section 110(2) thereof, without further sanction or intervention of the Court.
7. The JOLs be authorised to do any act or thing considered by them to be necessary or desirable in connection with the liquidation of the Company and the winding up of its affairs in the Cayman Islands or elsewhere.
8. The JOLs be at liberty to appoint counsel, attorneys, professional advisors, whether in the Cayman Islands or elsewhere, at they may consider necessary to advise and assist them in the performance of their duties in accordance with CWR Order 25 and on such terms as they may find fit and remunerate them out of the assets of the Company.
9. No disposition of the property of the Company by or with the authority of the JOLs carrying out their duties and functions and exercise of their powers under this Order shall be voided by virtue of section 99 of the Companies Act.
10. Subject to section 109(2) of the Companies Act and the Insolvency Practitioner's Regulations, the JOLs shall be authorised to render and pay invoices out of the assets of the Company for the their own remuneration.
11. The JOLs be at liberty to meet all disbursements reasonably incurred in connection with the performance of their duties and, for the avoidance of doubt, all such payments shall be made as and when they fall due out of the assets of the Company as an expense of the liquidation.
12. The Petitioner's costs shall be paid out of the assets of the Company as an expense of the liquidation, such costs to be taxed if not agreed with the JOLs.
13. The Petitioner's costs of an incidental to the Petition shall be paid out of the assets of the Company as an expense of the liquidation, such costs be taxed on the indemnity basis if not agreed with the JOLs.

14. The JOLs are at liberty to apply generally.

DATED this 24<sup>th</sup> day of May 2023

FILED this 24<sup>th</sup> day of May 2023

A handwritten signature in blue ink, appearing to read "Leni Parker".

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THE HON. JUSTICE PARKER

JUDGE OF THE GRAND COURT

**THIS ORDER** is filed by Dentons, the attorneys for the Petitioner, whose address for service is Floor Three, One Capital Place, Shedden Road, George Town, Grand Cayman, Cayman Islands.