

**IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION**

Cause No. FSD 18 of 2012-AJJ

The Honourable Mr. Justice Andrew J. Jones QC
In Open Court, 7th to 11th, 18th and 31st January 2013



IN THE MATTER OF THE COMPANIES LAW (2012 REVISION)

AND IN THE MATTER OF TRIKONA ADVISORS LIMITED ("COMPANY")

BETWEEN:

(1) ARC CAPITAL LLC
(2) HAIDA INVESTMENTS LTD Petitioners

-And-

ASIA PACIFIC LIMITED Respondent

WINDING UP ORDER

UPON HEARING counsel for the Petitioners and Respondent on the re-Amended Petition for an order that Trikona Advisers Limited ("the Company") be wound up

AND UPON READING the affidavits sworn by Mr Rakshitt Chugh and filed on behalf of the Petitioners and hearing the oral evidence of Mr Rakshitt Chugh

AND UPON READING the affidavits sworn by Mr Aashish Kalra and Mr Michael Gilleran and filed on behalf of the Respondents and hearing the oral evidence of Mr Aashish Kalra

AND UPON READING the affidavits of Messrs Jess Shakespeare and Mark Longbottom and being satisfied that they are duly qualified to serve as official liquidators of the Company

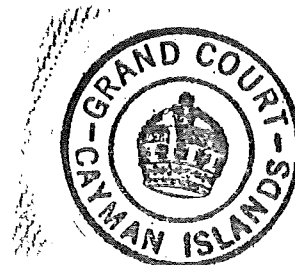
IT IS ORDERED that:

1. The Company be wound up in accordance with the provisions of the Companies Law.

2. Messrs Jess Shakespeare and Mark Longbottom of Kinetic Partners (Cayman) Limited, The Harbour Centre, 42 North Church Street, Grand Cayman, KY1-1104 are hereby appointed joint official liquidators of the Company (“the Liquidators”) with power to act jointly and severally.
3. The Liquidators shall not be required to give security in respect of their appointment.
4. Subject to any order made pursuant paragraph 5, the Petitioners’ costs of the proceedings (including the costs reserved on 18th September 2012) shall be paid on the standard by the Respondent, such costs to be taxed if not agreed.
5. Any application by the Petitioners for an order that the Respondent pay their costs on the indemnity basis must be made by summons (supported by a written submission) which shall be served on the Respondent within 7 days.
6. Any application by the Respondent for a stay of the liquidation must be made by summons (supported by a written submission) which shall be served on the Petitioners within 7 days.

AND IS FURTHER ORDERED AND DIRECTED that:-

7. In the event that the Liquidators determine (pursuant to CWR Order 8, rule 1) that the Company is solvent, they shall not be required to establish a liquidation committee.
8. The Liquidators shall investigate and report upon the current status of the “shareholder litigation” listed in the Schedule of Proceedings annexed to the Order made on 23rd August 2012, such report to be served on the Petitioners and Respondent and filed with the Court by 28th February 2013.
9. The Liquidators shall investigate and report upon the current status and merits of all the other litigation in which the Company is a party, such report to be served on the Petitioners and Respondent and filed with the Court by 28th March 2013.



10. The Liquidators shall investigate and report upon the Company's outstanding claims under its directors and officers' insurance policy, such report to be served on the Petitioners and Respondent and filed with the Court by 28th March 2013.
11. The Liquidators shall take all such steps as may be necessary to recover –
- (a) all the monies paid by the Company to or for the benefit of the Respondent and/or Mr Aashish Kalra since the presentation of the petition on 13th February 2012;
 - (b) all the monies paid by the Company pursuant to the consultancy agreement dated 16th February 2012 and made between the Company and Beachside LLC; and
 - (c) the sum of £750,000 paid by the Company to Merrill Lynch FFC for the account of Mr Aashish Kalra on or about 9th March 2012.
12. The Liquidators shall take all such steps as may be appropriate to recover all monies paid to Adler Pollock & Sheehan, P.C., and any other law firms, after 13th February 2012, in respect of legal fees relating to any of the "shareholder litigation" listed in the Schedule of Proceedings annexed to the Order made on 23rd August 2012, for which purpose they shall be authorized to commence ancillary proceedings in the United States Bankruptcy Court.
13. The Liquidators shall take control of the Company's subsidiaries, and in particular Trinity Capital (Sixteen) Limited and its assets.
14. The Liquidators are authorized to engage independent attorneys.

Dated this 31st day of January 2013

Filed this 31st day of January 2013


The Hon. Mr. Justice Andrew J. Jones QC
JUDGE OF THE GRAND COURT

