

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

FSD CAUSE NO: 57 OF 2020 ()

BETWEEN: (1) THE GHF GROUP LIMITED (FORMERLY KNOWN AS ABRAAJ HEALTHCARE GROUP LIMITED)



(2) GHF GENERAL PARTNER LIMITED IN ITS CAPACITY AS GENERAL PARTNER OF GHF FUND, L.P. (FORMERLY KNOWN AS ABRAAJ GROWTH MARKETS HEALTH FUND L.P.)

PLAINTIFFS

AND:



(1) ABDULHAMEED DHIA JAFAR
(2) ABRAAJ INVESTMENT MANAGEMENT LIMITED (IN OFFICIAL LIQUIDATION)
(3) ABRAAJ HOLDINGS (IN OFFICIAL LIQUIDATION)

DEFENDANTS

WRIT OF SUMMONS



TO:

(1) ABDULHAMEED DHIA JAFAR

Crescent Tower, Buhaira Corniche, P.O. Box 2222, Sharjah, United Arab Emirates

(2) ABRAAJ INVESTMENT MANAGEMENT LIMITED (IN OFFICIAL LIQUIDATION)

c/o Deloitte & Touche, P.O. Box 1787 GT, Citrus Grove Building, Goring Ave, George Town, Grand Cayman KY1-1109, Cayman Islands

(3) ABRAAJ HOLDINGS (IN OFFICIAL LIQUIDATION)

c/o PwC Corporate Finance and Recovery (Cayman) Limited, P.O. Box 258, 18 Forum Lane, Camana Bay, Grand Cayman KY1-1104, Cayman Islands

THIS WRIT OF SUMMONS has been issued against you by the above-named Plaintiffs in respect of the claim set out on the next page.

Within 14 days after the service of this Writ on you, counting the day of service, you must either satisfy the claim or return to the Court Office, PO Box 495, George Town, Grand Cayman, the accompanying Acknowledgment of Service stating therein whether you intend to contest these proceedings.

If you fail to satisfy the claim or to return the Acknowledgment within the time stated, or if you return the Acknowledgment without stating therein an intention to contest the proceedings, the Plaintiff may proceed with the action and judgment may be entered against you forthwith without further notice.

Issued this day of April 2020

NOTE – This Writ may not be served later than 4 calendar months (*or, if leave is required to effect service out of the jurisdiction, 6 months*) beginning with the date of issue unless renewed by order of the Court.

IMPORTANT

Directions for Acknowledgment of Service are given with the accompanying form.

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BETWEEN: (1) **THE GHF GROUP LIMITED (FORMERLY
 KNOWN AS ABRAAJ HEALTHCARE GROUP
 LIMITED)**

 (2) **GHF GENERAL PARTNER LIMITED IN ITS
 CAPACITY AS GENERAL PARTNER OF GHF
 FUND, L.P. (FORMERLY KNOWN AS ABRAAJ
 GROWTH MARKETS HEALTH FUND L.P.)**

PLAINTIFFS

AND: (1) **ABDULHAMEED DHIA JAFAR**

 (2) **ABRAAJ INVESTMENT MANAGEMENT LIMITED
 (IN OFFICIAL LIQUIDATION)**

 (3) **ABRAAJ HOLDINGS (IN OFFICIAL
 LIQUIDATION)**

DEFENDANTS

GENERAL INDORSEMENT

THE PLAINTIFF CLAIMS:

1. A declaration that Arif Naqvi was not the directing mind and will of Abraaj Healthcare Group Limited (now The GHF Group Limited) ("**AHG**").

2. A declaration that:
 - (a) the amount of US\$123,747,797 received by AHG from Abraaj Investment Management Limited (in Official Liquidation) ("**AIML**") in the six month period prior to the presentation of its winding up petition dated 15 June 2018, was not made with a view to giving AHG a preference over any other creditor of AIML for the purposes of section 145 of the Companies Law (2020 Revision) (the "**Law**") and

therefore the joint official liquidators of AIML do not have any recourse to these monies; and

(b) the amount of US\$109,061,496 received by AHG from Abraaj Holdings (in Official Liquidation) ("**AH**") in the six month period prior to the presentation of the petition to wind up AH by the Public Institution for Social Security on 22 May 2018, was not made with a view to giving AHG a preference over any other creditor of AH for the purposes of section 145 of the Law and therefore the joint official liquidators of AH do not have any recourse to these monies.

3. A declaration that:

(a) AIML was indebted to AHG in the amount of US\$211,062,119 pursuant to obligations arising between April 2017 and April 2018 (the "**AIML Debt**");

(b) AH was indebted to AHG in the amount of US\$16,500,041 pursuant to obligations arising between April and December 2017 (the "**AH Debt**").

4. A declaration that the following payments:

(a) US\$100,000,000 paid by AIML to AHG on 21 December 2017 (the "**AIML Payment**"); and

(b) US\$8,000,000 paid by AH to AHG on 28 December 2017 (the "**AH Payment**", and together with the AIML Payment, the "**Payments**"),

were made in partial satisfaction of the AIML Debt and the AH Debt, respectively.

5. A declaration that the loan in the amount of US\$100 million provided by Abdulhammed Dhia Jafar ("**Jafar**") to AIML on 21 December 2017 (the "**Jafar AIML Loan**") was a proper instrument conferring legal rights and obligations on the parties thereto.

6. A declaration that Jafar failed to rescind the Jafar AIML Loan prior to 30 April 2019 (or at all).

7. A declaration that Jafar, by his conduct, affirmed the Jafar AIML Loan prior to 30 April 2019.
8. A declaration that the loan in the amount of US\$200 million provided by Jafar to AH on 27 December 2017 (the "**Jafar AH Loan**") was a proper instrument conferring legal rights and obligations on the parties thereto.
9. A declaration that Jafar failed to rescind the Jafar AH Loan prior to 30 April 2019 (or at all).
10. A declaration that Jafar, by his conduct, affirmed the Jafar AH Loan prior to 30 April 2019.
11. A declaration that, in receiving the Payments, AHG, and any and all subsequent recipients of the Payments, were good faith purchasers for value.
12. Such ancillary orders and directions as may be required to give effect to the declarations set out above.
13. Such further or other relief as this Honourable Court sees fit.
14. Costs.

DATED this 14th day of April 2020



WALKERS
Attorneys-at-Law for the Plaintiff

This **WRIT OF SUMMONS** is filed by Walkers, Attorneys-at-Law, 190 Elgin Avenue, George Town, Grand Cayman, Cayman Islands for the Plaintiff whose address for service is care of said Attorneys-at-Law.

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DEFENDANTS

**ACKNOWLEDGEMENT OF SERVICE
OF WRIT OF SUMMONS**

If you intend to instruct an Attorney to act for you, give him this form **IMMEDIATELY**.

Important. Read the accompanying directions and notes for guidance carefully before completing this form. If any information required is omitted or given wrongly, THIS FORM MAY HAVE TO BE RETURNED. Delay may result in judgment being entered against a Defendant whereby he may have to pay the costs of applying to set it aside.

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1. State the full name of the Defendant by whom or on whose behalf the service of the Writ is being acknowledged:

2. State whether the Defendant intends to contest the proceedings (*tick appropriate box*)

yes

no

3. If the claim against the Defendant is for a debt or liquidated demand, AND he does not intend to contest the proceedings, state if the Defendant intends to apply for a stay of execution against any judgment entered by the Plaintiff (*tick box*)

yes

no

Service of the Writ is acknowledged accordingly

(Signed) _____

Attorney for

Address for service:

Please complete overleaf

Notes on address for Service

Attorney: where the Defendant is represented by an attorney, state the attorney's place of business in the Cayman Islands. A Defendant may not act by a foreign attorney.

Defendant in person: where the Defendant is acting in person, he must give his post office box number and the physical address of his residence or, if he does not reside in the Cayman Islands, he must give an address in Grand Cayman where communications for him should be sent. In the case of a limited company, "residence" means its registered or principal office.

Indorsement by plaintiff's Attorney (or by plaintiff if suing in person) of his name, address and reference, if any, in the box below.

Walkers
Attorneys-at-Law
KY1-9001
190 Elgin Avenue
George Town, Grand Cayman

Indorsement by defendant's Attorney (or by defendant if suing in person) of his name, address and reference, if any, in the box below.

**DIRECTIONS FOR ACKNOWLEDGMENT OF SERVICE OF
WRIT OF SUMMONS**

1. The accompanying form of *Acknowledgment of Service* should be completed by an Attorney acting on behalf of the Defendant or by the Defendant if acting in person.
2. After completion it must be delivered or sent by post to the Courts Office, PO Box 495GT, George Town, Grand Cayman.
3. A Defendant who states in his *Acknowledgment of Service* that he intends to contest the proceedings *must also serve a defence* on the Attorney for the Plaintiff (or on the Plaintiff if acting in person).
4. If a Statement of Claim is indorsed on the Writ (i.e. the words "Statement of Claim" appear on the top of page 2), the Defence must be served within 14 days after the time for acknowledging service of the Writ, unless in the meantime a summons for judgment is served on the Defendant.
5. If the Statement of Claim is not indorsed on the Writ, the Defence need not be served until 14 days after a Statement of Claim has been served on the Defendant.
6. If the Defendant fails to serve his defence within the appropriate time, the Plaintiff may enter judgment against him without further notice.
7. A *Stay of Execution* against the Defendant's goods may be applied for where the Defendant is unable to pay the money for which any judgment is entered. If a Defendant to an action for a debt or liquidated demand (i.e. a fixed sum) who does not intend to contest the proceedings states, in answer to Question 3 in the *Acknowledgment of Service*, that he intends to apply for a stay, execution will be stayed for 14 days after his *Acknowledgment*, but he must, within that time, *issue a Summons* for a stay of execution, supported by an affidavit of his means. The affidavit should state any offer which the Defendant desires to make for payment of the money by instalments or otherwise.

See over for notes for guidance

Please complete overleaf

Notes for Guidance

1. Each Defendant (if there are more than one) is required to complete an Acknowledgment of Service and return it to the Court's office.
2. For the purpose of calculating the period of 14 days for acknowledging service, a writ served on the Defendant personally is treated as having been served on the day it was delivered to him.
3. Where the Defendant is sued in a name different from his own, the form must be completed by him with the addition in paragraph 1 of the words "sued as (*the name stated on the Writ of Summons*)".
4. Where the Defendant is a FIRM and an attorney is not instructed, the form must be completed by a PARTNER by name, with the addition in paragraph 1 of the description "Partner in the firm of (.....)" after his name.
5. Where the Defendant is sued as an individual TRADING IN A NAME OTHER THAN HIS OWN, the form must be completed by him with the addition in paragraph 1 of the description "trading as (.....)" after his name.
6. Where the Defendant is a LIMITED COMPANY the form must be completed by an Attorney or by someone authorised to act on behalf of the Company, but the Company can take no further step in the proceedings without an Attorney acting on its behalf.
7. Where the Defendant is a MINOR or a MENTAL PATIENT, the form must be completed by an Attorney acting for a guardian *ad litem*.
8. A Defendant acting in person may obtain help in completing the form at the Court's office.