



## GRAND COURT OF THE CAYMAN ISLANDS

## FINANCIAL SERVICES DIVISION

FSD CAUSE NO.                      OF 2022 (                      )

IN THE MATTER OF SECTION 64 OF THE COMPANIES ACT (2022 REVISION)  
AND IN THE MATTER OF UNICON HOLDING

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NOTICE OF ORIGINATING MOTION

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**TAKE NOTICE** that the Court at the Law Courts, George Town, Grand Cayman will be moved on                      2022 at                      am/pm or as soon thereafter as counsel can be heard, by counsel on behalf of Soumiya Pereira Nee Tamboula Ibrahim for an order that:

- 1            Michael Pearson of FFP Limited be appointed as inspector (the ***Inspector***) pursuant to section 64 of the Companies Act (2022 Revision) for the purpose of examining the affairs of Unicon Holding (the ***Company***) (including its related companies, entities, and subsidiaries) and reporting his findings and opinions to this Honourable Court.
  
- 2            The directors, officers, managers, and agents of the Company shall provide the Inspector free and unrestricted access to all the books and records maintained by the Company (including its related companies, entities and subsidiaries), whether such books and records are maintained in hard copy or electronic form, and such other information as the Inspector may reasonably require.

- 3 Without prejudice to the generality of the orders sought, the Inspector shall be empowered to:
- (a) examine the trading activities, accounting books and records, board minutes and resolutions of the Company (including its related companies, entities and subsidiaries);
  - (b) identify the assets and liabilities of the Company (including those of its related companies, entities and subsidiaries) and investigate any dissipation or transfer of assets that appear to be outside of the ordinary course of the Company's business (including the business of its related companies, entities and subsidiaries);
  - (c) review the audited and unaudited financial statements, any internal working papers provided to the auditors and the management accounts of the Company (including those of its related companies, entities and subsidiaries) for the period following 24 May 2018 in the case of the Company and for the period following 1 January 2016 in the case of its related companies, entities and subsidiaries and examine any irregularities, discrepancies, or payments requiring further investigation;
  - (d) review the source and application of the Company's funds;
  - (e) review the bank and any investment account statements of the Company (including its related companies, entities and subsidiaries);
  - (f) review all related party transactions, including but not limited to transactions with shareholders and directors;
  - (g) review any contractual and licensing documentation relating to the on-going businesses of the Company (including its related companies, entities and subsidiaries); and
  - (h) if thought appropriate by the Inspector, to examine upon oath such directors, officers, key employees and agents of the Company and/or its related

companies, entities and subsidiaries in relation to the activities of the Company as the Inspector thinks fit.

- 4 The Inspector shall prepare a report to the Court that shall be filed and served upon the Company with a copy provided to the directors and shareholders of the Company by way of email no later than six weeks from the date of this Court's Order appointing the Inspector.
- 5 Notwithstanding paragraph 4 above, the Inspector shall be at liberty to provide interim reports where he considers it would be beneficial. The Inspector's final report shall incorporate the findings of any interim report.
- 6 The Inspector shall have liberty to apply to the Court for further directions, including a direction for extension of the time required to complete his report, upon giving not less than 5 working days' notice to the Applicant and the Company.
- 7 The Applicant shall have liberty to apply to vary or discharge this Order upon giving not less than 5 working days' notice to the Company and the Inspector.
- 8 The costs of and incidental to this application shall be paid by the Company as an expense of the Company.

**AND TAKE FURTHER NOTICE** that the grounds of this application are as set out in the First Affidavit of Soumiya Pereira Nee Tamboula Ibrahim worn on 15 February 2022.

Dated this 16<sup>th</sup> day of February 2022



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Harney Westwood & Riegels  
Attorneys-at-Law for and on behalf of the Applicant

**TO:** The Clerk of the Court

**AND TO:** The Company

**THIS NOTICE OF ORIGINATING MOTION** was issued by Harney Westwood & Riegels, Attorneys-at-Law for the Applicant, whose address for service is 3rd Floor, Harbour Place, 103 Church Street, PO Box 10240, Grand Cayman KY-1002, Cayman Islands (Ref: 054817.0002/JGW).