



IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

Before Mrs Justice Ramsay-Hale on 7<sup>th</sup> June 2022

CAUSE NO. FSD 65 OF 2022 (MRHJ)

IN THE MATTER OF AN APPLICATION FOR NORWICH PHARMACAL RELIEF

BETWEEN:

HANGZHOU LINGQIN INVESTMENT PARTNERSHIP ENTERPRISE (LIMITED PARTNERSHIP)

PLAINTIFF

AND:

HARNEYS LIQUIDATION SERVICES (CAYMAN) LIMITED

HARNEYS FIDUCIARY (CAYMAN) LIMITED

DEFENDANTS

---

ORDER

---

**UPON** the application of the Plaintiff by Originating Summons dated 23 March 2022 (the “**Application**”);

**AND UPON** reading the First Affirmation of Wu Xichun affirmed on 28 February 2022 and Exhibit WX1 thereto, and the First Affidavit of Richard Gordon sworn on 20 April 2022 and Exhibit RG1 thereto;

**AND UPON** the Plaintiff having given the undertaking in Schedule A;

**AND UPON** hearing from Counsel for the Plaintiff and Counsel for the Defendants;

**IT IS ORDERED THAT:**

1. The Defendants provide to the Plaintiff’s attorneys within 14 days of being served with the Order the following documents to the extent that they are in the possession, custody or control of the Defendants:

**This Order** is filed by Campbells LLP, Attorneys-at-law for the Plaintiff, whose address for service is Floor 4, Willow House, Cricket Square, PO Box 884, George Town, Grand Cayman KY1-1103 (HBK/70014-35329).



- (a) Any books and records of Tongfang Investment Fund Series SPC (the "**Company**") in the possession, custody or control of the Defendants (including documents stored electronically).
- (b) All documents relating to the Mezzanine Notes due 2020 in the amount of RMB1,199,500,000 (approximately USD188 million) issued by the Company on behalf of Tongfang M&A Fund SP a segregated portfolio of the Company in December 2017 (the "**Mezzanine Notes**").
- (c) A copy of the Certificate of Mezzanine Notes issued to Abundant Merits Limited ("**Abundant**") by the Company.
- (d) Copies of all communications and correspondence between the Defendants and representatives of the Company (including Mr Zhou Hongbin (the "**Voluntary Liquidator**")) and/or of Abundant relating to the Mezzanine Notes.
- (e) All documents (including documents stored electronically) produced or received by the Defendants in the performance of their role as "filing agent" and/or professional services provider to the Company and/or the Voluntary Liquidator relating to the voluntary liquidation of the Company.
- (f) Copies of all communications and correspondence between the Defendants and the representatives of the Company (including the Voluntary Liquidator) relating to the voluntary liquidation of the Company.
- (g) A copy of any resolutions of director(s) and resolutions of shareholder(s) relating to the voluntary liquidation of the Company.
- (h) A copy of the Voluntary Liquidator's consent to act.
- (i) A copy of any reports and accounts prepared by the Voluntary Liquidator of the Company, including the Final Report and Final Account of the Company.



- (j) A copy of the declarations of solvency of the directors of the Company in relation to the voluntary liquidation.
  - (k) All statutory filings, notices and documents relating to the voluntary liquidation of the Company filed with the Registrar of Companies and/or the Court.
  - (l) A copy of the records of distribution of assets of the Company.
  - (m) A copy of the certificate of dissolution of the Company.
2. The Plaintiff may not, without leave of the Court, use any information or document obtained from the Defendants under this Order for any collateral purpose, save that the Plaintiff may use any information or document obtained from the Defendants under this Order:
- (a) for the purpose of any proceeding to restore the Company to the Companies Registry and/or for a consequent order winding up the Company; or
  - (b) for the purpose of any proceeding that is brought or is intended to be brought before any court or tribunal (including any arbitral tribunal) in any jurisdiction against the Company (in the event of its restoration) for recovery of the indebtedness under the Mezzanine Notes; or
  - (c) for the purpose of any proceeding that is brought or is intended to be brought before any court or tribunal (including any arbitral tribunal) in any jurisdiction against the Voluntary Liquidator, Abundant, or any legal person (other than the Defendants, unless leave of the Court is given) that received or was entitled to receive any payment, dividend or distribution from or during the course of the liquidation of the Company or was/is otherwise involved in or related to the liquidation of the Company, its distribution and/or the Mezzanine Notes; or
  - (d) for the purpose of any proceeding that is brought or is intended to be brought before any tribunal in any jurisdiction against any person for discovery.



3. The Defendants' reasonable costs of this Application and complying with the Order be paid by the Plaintiff.

Dated this 7<sup>th</sup> day of June 2022

Filed this 7<sup>th</sup> day of June 2022

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

---

THE HON. JUSTICE RAMSAY-HALE  
JUDGE OF THE GRAND COURT

**Schedule A UNDERTAKING GIVEN TO THE COURT BY THE PLAINTIFF**

- (1) If, on an application by the Defendants on notice to the Plaintiff, the Court finds the Defendants have suffered loss in complying with this Order and determines that the Defendants should be compensated for that loss by the Plaintiff under applicable law, the Plaintiff will comply with any order the Court may make.