



GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 126 OF 2022 (MRHJ)

IN THE MATTER OF THE COMPANIES ACT (2022 REVISION)

AND IN THE MATTER OF FRESH EXPRESS DELIVERY HOLDINGS GROUP CO., LIMITED

WINDING UP ORDER

UPON the winding up petition of Hu Yan (the *Petitioner*) dated 1 June 2022 seeking an order that Fresh Express Delivery Holdings Group Co., Limited (the *Company*) be wound up (the *Petition*)

AND UPON hearing Counsel for the Petitioner

AND UPON reading the Affirmation of Hu Yan Verifying Petition affirmed on 24 May 2022; the First Affidavit of Elizabeth Galbraith Mackay sworn on 25 May 2022; the Second Affidavit of Elizabeth Galbraith Mackay sworn on 26 July 2022; the First Affirmation of Yuen Tsz Chun affirmed on 26 May 2022; the Affirmation of Wan Ho Chung Jeffrey affirmed on 2 June 2022; the Affidavit of Adrian Brown sworn on 16 June 2022; the Affidavit of Catriona McGarvey sworn on 21 July 2022; and the exhibits thereto

IT IS ORDERED that:

- 1 The Company be wound up in accordance with section 92(d) of the Companies Act (2022 Revision) (the *Companies Act*).
- 2 Elizabeth Mackay of Interpath (Cayman) Limited, PO Box 776, 38 Market Street, Suite 4208, Canella Court, Camana Bay, Grand Cayman, KY 1-9006, , Cayman Islands, and Yuen Tsz Chun of Frank Forensic and Corporate Recovery Limited, Unit 703, Capital Centre, 151 Gloucester Road, Hong Kong be appointed as official liquidators of the Company (the *Liquidators*).
- 3 The Liquidators shall not be required to give security for their appointment.

- 4 The Liquidators shall have the power to act jointly and severally in their capacity as joint liquidators of the Company.
- 5 The Liquidators shall be authorised to exercise the following powers conferred on them by section 110(2) of Part I of Schedule 3 to the Companies Act without the further sanction or intervention of the Court:
- a. The Liquidators shall be at liberty to appoint counsel, attorneys and/or other professional advisors and agents, whether in the Cayman Islands or elsewhere as they may consider necessary to advise and assist them in the performance of their duties and on such terms as they may think fit and to remunerate them out of the assets of the Company;
 - b. The Liquidators shall have the power to pursue applications and/or proceedings in any other jurisdiction for recognition of the liquidation and/or their appointment and/or to obtain information they require to perform their duties;
 - c. The Liquidators shall have the power to engage staff (whether or not as employees of the Company) to assist them in the performance of their functions;
 - d. The Liquidators shall have the power to carry on the business of the Company so far as they consider necessary for its beneficial winding up;
 - e. The Liquidators shall have the power to dispose of any property of the Company to a person who is or was related to the Company;
 - f. The Liquidators shall have the power to sell any of the Company's property by public auction or private contract with power to transfer the whole of it to any person or to sell the same in parcels;
 - g. The Liquidators shall have the power to make any compromise or arrangement with creditors or persons claiming to be creditors or having or alleging themselves to have any claim (present or future, certain or contingent, ascertained or sounding only in damages) against the Company or for which the Company may be rendered liable;

- h. The Liquidators shall have the power to compromise on such terms as may be agreed all debts and liabilities capable of resulting in debts, and all claims (present or future, certain or contingent, ascertained or sounding only in damages) subsisting, or supposed to subsist between the Company and a contributory or alleged contributory or other debtor or person apprehending liability to the Company;
 - i. The Liquidators shall have the power to deal with all questions in any way relating to or affecting the assets or the winding up of the Company, to take any security for the discharge of any such call, debt, liability or claim and to give a complete discharge in respect of it; and
 - j. The Liquidators shall have the power to apply for further directions concerning their functions and the exercised or proposed exercise of their powers.
- 6 No disposition of the Company's property by or with the authority of the Liquidators in carrying out their duties and functions and exercise of their powers shall be voided by virtue of section 99 of the Companies Act.
- 7 The Liquidators shall have the authority and are directed to take possession of, collect and get in any property of the Company and for that purpose to take any proceedings in any jurisdiction that they consider necessary.
- 8 The Liquidators have authority and are directed to take all necessary steps to take control of the Company's subsidiaries, if any, including by exercising voting or other rights attached to the shares in the Company's subsidiaries and/or by causing themselves to be registered as holders of the Company's shares in the subsidiaries in place of the Company.
- 9 The Liquidators' remuneration and expenses be paid out of the assets of the Company in accordance with the Companies Winding Up Rules 2018, and Part III of the Insolvency Practitioners' Regulations 2018.
- 10 The costs of the Petitioner 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 Liquidators.

- 11 The Liquidators are permitted to enter into a funding agreement with the Petitioner or any creditor of the Company on terms to be agreed.
- 12 The Liquidators shall be at liberty to apply generally to this Honourable Court.
- 13 Such other relief shall be granted as the Court deems appropriate.

Dated this 29th day of July 2022

Filed this 29th day of July 2022



THE HONOURABLE JUSTICE RAMSAY-HALE
JUDGE OF THE GRAND COURT