

IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION



BETWEEN:

CAUSE NO: FSD OF 2023

RUBRIC, INC.

Plaintiff

AND

MARK ANTHONY

Defendant

WRIT OF SUMMONS

TO: MARK ANTHONY, of 4, The Pinnacle Condominiums, 1259 West Bay Road, Grand Cayman, Cayman Islands

THIS WRIT OF SUMMONS has been issued against you by the above-named Plaintiff 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, P.O. Box 495G, 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 17th day of February 2023.

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: CAUSE NO: FSD OF 2023

RUBRIC, INC.

Plaintiff

AND

MARK ANTHONY

Defendant

STATEMENT OF CLAIM

THE US PROCEEDINGS

1. The background to this Application is set out in the first affidavit of Adam Hachikian sworn on 15 February 2023 in support of this Application (AH1).
2. In summary, on 27 January 2020 Rubric, Inc. (the **Plaintiff**) commenced an action against Mark Anthony (the **Defendant**) in the Circuit Court of Cook County, Illinois (the **Illinois Court**) with index number No. 2020 L 1105 (the **US Proceedings**). The Plaintiff sought damages from the Defendant resulting from the Defendant's breaches of the Membership Interest Purchase Agreement between the parties dated 15 May 2018 (and as amended thereafter on 11 March 2019 and 18 May 2019) (the **MIPA**). After the Defendant filed his Answer and Affirmative Defenses and later filed Amended Affirmative Defenses, the Plaintiff applied for summary judgment against the Defendant. Upon consideration of the motion, the Illinois Court rejected all the Defendant's defences and by Opinion and Order of Judge Daniel J. Kubasiak dated 25 March 2022 granted the Plaintiff's motion for summary judgment. The Illinois Court ordered that the Plaintiff should thereafter prove its damages at a further hearing.

3. On 18 April 2022, the Illinois Court rejected the Defendant's objections to the proof of damages and issued its final Judgment order dated 18 April 2022 (the **US Order**), which provided:
 - a. *Judgment is entered in favor of Rubric, Inc. and against Mark Anthony in the amount of \$2,872,260.27 on the breach of contract claim in Plaintiff's Complaint.*
 - b. *Consistent with the terms of the Second Amendment to the Membership Interest Purchase Agreement between the parties, post-judgment interest on this judgment amount shall accrue at a rate of 10% per annum.*
 - c. *Upon full payment of the judgment amount and all accrued post-judgment interest, Rubric, Inc. shall tender its 65.95 units of Class B Membership Interests in The Sandbox Group, LLC to Mark Anthony.*
 - d. *This order fully resolves all matters in this case, including any claims for attorneys' fees or costs.*
4. As is confirmed in AH1, the US Proceedings were properly and effectively served on the Defendant in accordance with the procedures agreed upon by the parties in the MIPA. The Defendant thereafter instructed attorneys to act on his behalf, appeared in the proceedings and filed significant submissions, all contesting the US Proceedings on the merits.
5. Further, on 18 May 2022, the Defendant filed a notice of appeal against the US Order in the Appellate Court of the State of Illinois, First District, reference number 1-22-0698 (the **US Appeal**). Despite filing a notice of appeal, the Defendant failed to properly progress the appeal. Specifically, the Defendant failed to file a brief within the relevant deadlines, even after the Appellate Court granted the Defendant's request for an extension. Accordingly, on 7 December 2022, the US Appeal was dismissed for want of prosecution by order of the Appellate Court First District (Justices Lavin, Hyman and Coghlan) (the **US Appeal Order**). The mandate (which officially closes the case at appellate level) was then issued on 27 January 2023.

6. The Illinois Court had previously ordered that the US Order was final and immediately enforceable. Since the Defendant failed to pursue his appeal, the US Appeal had no impact on the US Order and the Defendant remains bound by the US Order. No further right of appeal exists. (See AH1 in that regard).

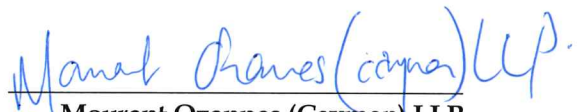
RELIEF SOUGHT

7. The Plaintiff now seeks orders for the recognition and enforcement in the Cayman Islands of the US Order and the US Appeal Order. It seeks the entry of a judgment in this Court against the Defendant in the amount of US\$3,112,271.06 being the total of the Judgment Debt (US\$2,872,260.27) and the post-judgment interest ordered in the US Order which has accrued thereon in the period from 18 April 2022 to date (US\$240,010.79).

AND THE PLAINTIFF CLAIMS:

- (1) Judgment in the amount of:
- (a) US\$2,872,260.27 in respect of the Judgment Debt; and
 - (b) US\$240,010.79 in respect of the interest on the Judgment Debt, at the rate of 10% per annum per the terms of the US Order, from 18 April 2022 to date.
- (2) Further or alternatively, interest pursuant to Section 34 of the Judicature Act (2021 Revision) at such rate and for such period as the Court thinks fit.
- (3) Costs of this Application.
- (4) Such further or other relief as the Court thinks fit.

Dated the 17th day of February 2023


Mourant Ozannes (Cayman) LLP
Attorneys-at-law for the Plaintiff

This WRIT OF SUMMONS and STATEMENT OF CLAIM was filed by Mourant Ozannes (Cayman) LLP, Attorneys-at-Law for the Plaintiff whose address for service is 94 Solaris Avenue, PO Box 1348, Grand Cayman KY1-1108.

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FINANCIAL SERVICES DIVISION

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BETWEEN:

RUBRIC, INC.

Plaintiff

AND

MARK ANTHONY

Defendant

ACKNOWLEDGMENT 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.

-
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 the Defendant 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 of Summons is acknowledged accordingly

Attorneys-at-Law for the Defendant

Dated this day of 2023

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 their name, address and reference, if any, in the box below.

MOURANT OZANNES (CAYMAN) LLP
Attorneys-at-Law
94 Solaris Avenue
PO Box 1348
Cayman Islands
T +1 345 814 9160
Ref: 436260/8055408

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