



**IN THE GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION**

**CAUSE NO. FSD      OF 2023 (    )**

**IN THE MATTER OF SECTION 46 OF THE COMPANIES ACT (2023 REVISION)  
AND IN THE MATTER OF JUNIPER LIFE SCIENCES LTD.**

**BETWEEN:**

**RBH HOLDINGS**

**Plaintiff**

**- and -**

**JUNIPER LIFE SCIENCES LTD.**

**Defendant**

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**ORIGINATING SUMMONS**

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**LET THE DEFENDANT** Juniper Life Sciences Ltd. attend before the Judge in Chambers at the Law Courts, George Town, Grand Cayman on the \_\_\_\_\_ day of \_\_\_\_\_ 2023 at \_\_\_\_\_ am/pm, on the hearing of an application by RBH Holdings for the following orders and directions:

1. A declaration that the written resolution of the board of directors of Juniper Life Sciences Ltd. dated 27 October 2022 exercising the discretion under Article 9.1(c) of the Articles of Association (the "**Articles**") dated 21 December 2021 to redeem the 5,000 ordinary shares held by RBH Holdings at the par value of USD 5,000 with effect from 27 October 2022 (the "**Resolution**") constituted an exercise of a power for an improper purpose and is void (or, alternatively, voidable).

2. An order that the Resolution be set aside ab initio.
3. A declaration that RBH Holdings has since 27 October 2022 been and continues to be a shareholder of Juniper Life Sciences Ltd.
4. Pursuant to section 46 of the Companies Act (2023 Revision) the register of members of Juniper Life Sciences Ltd. shall be rectified forthwith (including re-designating and/or cancelling shares as appropriate) such that it reflects the share register immediately prior to the passing of the Resolution with retroactive effect from 27 October 2022 and in the alternative, with effect from the date of this Order, such that:
  - 4.1. RBH Holdings shall be recorded as the holder of 5,000 ordinary shares; and
  - 4.2. Sylvan Asia Growth Master Fund I Pte Ltd shall be recorded as the holder of the remaining 45,000 ordinary shares.
5. Within one (1) business day of this order being made, Juniper Life Sciences Ltd. shall instruct or procure its registered office (c/o IQ EQ Corporate Services (Cayman) Limited, P. O. Box 2251, The Grand Pavilion Commercial Centre, Suite SW6, Alamander Way, 802 West Bay Road, Grand Cayman KY1-1107, Cayman Islands) to update the register of members forthwith immediately and without delay (and issue revised share certificates, as necessary) in accordance with paragraph 4 above and to provide a true certified copy of the updated register forthwith immediately and without delay to the Plaintiff's Attorneys-at-Law. The Defendant shall also instruct its registered office to provide updated true copies of the register immediately in response to any request in writing by the Plaintiff's Attorneys-at-Law from time to time.
6. In the event that the first part of paragraph 5 above is not complied with within the specified time, the Plaintiff is authorised to instruct the registered office of Juniper Life Sciences Ltd c/o IQ EQ Corporate Services (Cayman), to update the register of members forthwith immediately and without delay (and issue revised share certificates) in accordance with paragraph 4 above and to provide a true certified copy of the updated register immediately to the Plaintiff's Attorneys-at-Law.
7. Such further or other relief as the Court sees fit; and
8. The Plaintiff's costs of and incidental to this Originating Summons be paid by the Defendant on an indemnity basis (together with statutory interest on such costs).

**AND LET THE DEFENDANT** within 14 days after service of this summons on it counting the day of service, return the accompanying Acknowledgment of Service to the Courts office. If the Defendant does not acknowledge service, such judgment may be given or order made against or in relation to the Defendant as the Court may think just and expedient.

Dated this 8<sup>th</sup> day of March 2023

*Conyers Dill & Pearman LLP*

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**Conyers Dill & Pearman LLP**  
**Attorneys-at-Law for the Plaintiff**

**NOTES:-**

- (1) This Summons 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 above date unless renewed by order of the Court.
- (2) If a defendant does not attend personally or by his attorney at the time and place above-mentioned such order will be made as the Court may think just and expedient.

**IMPORTANT**

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

This Originating Summons was issued by Conyers Dill & Pearman LLP, Attorneys-at-Law for and on behalf of the Plaintiff herein whose address for service is Second Floor, SIX, Cricket Square, PO Box 2681, George Town, Grand Cayman, KY1-1111

**DIRECTIONS FOR ACKNOWLEDGMENT OF SERVICE**  
**OF ORIGINATING SUMMONS**

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. After completion it must be delivered or sent by post to the Law Courts, P.O. Box 495G, George Town, Grand Cayman KY1-1104.

**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 Courts Office.
2. If you wish to defend claims made in the originating summons, or intend to attend the proceedings and to participate in them so far as necessary (although not necessarily in an adversarial manner) you should tick the "Yes" box in paragraph 2 of the acknowledgment of service.
3. 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.
4. 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 Originating Summons)".
5. 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.
6. 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.
7. 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.
8. Where the Defendant is a MINOR or a MENTAL PATIENT, the form must be completed by an Attorney acting for a guardian ad litem.
9. A Defendant acting in person may obtain help in completing the form at the Courts Office.

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**ACKNOWLEDGEMENT OF SERVICE OF ORIGINATING SUMMONS**

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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.

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1. State the full name of the Defendant by whom or on whose behalf the service of the Originating Summons is being acknowledged:
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2. State whether the Defendant intends to contest or otherwise participate in the proceedings  
(tick appropriate box)       YES       NO

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Service of the Originating Summons is acknowledged accordingly

(Signed) \_\_\_\_\_

Attorney for: \_\_\_\_\_

Address for service:

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 principal office.

**Please complete overleaf**

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

Conyers Dill & Pearman LLP  
SIX, Cricket Square  
PO Box 2681  
George Town  
Grand Cayman KY1-1111

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

[Empty box for Defendant's Attorney Indorsement]