



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

CAUSE NO: FSD 30 of 2010 (RPJ)

IN THE MATTER OF THE COMPANIES ACT (2023 REVISION)

AND

IN THE MATTER OF PRIMEO FUND (IN OFFICIAL LIQUIDATION)

ORDER

UPON THE APPLICATION OF LTO Fund III LP made by way of letter dated 26 May 2023 (the "**Application**") made on behalf of the transferee LTO Fund III LP (the "**Proposed Transferee**")

AND UPON the Application seeking a validation order approving a share transfer to the Proposed Transferee pursuant to Section 99 of the Companies Act (2023 Revision) and Order 19 rule 4 of the Companies Winding Up Rules (2023 Consolidation)

AND UPON READING the Second Affidavit of Roger Rueegg, including its exhibits RR-2, sworn on 26 May 2023 and filed herein

AND UPON READING a letter from Mourant Ozannes (Cayman) LLP on behalf of Paula Richmond and Gordon MacRae in their capacity as the Joint Official Liquidators (the "**JOLs**") of Primeo Fund (in Official Liquidation) (the "**Company**") confirming that the JOLs do not object to the transfer of shares in the Company to the Proposed Transferee

AND UPON CONSIDERING the Application suitable to be disposed of on the papers without the need for an oral hearing

IT IS HEREBY ORDERED THAT:

1. The Court hereby validates Hyposwiss Private Bank Geneve SA's transfer of the following shares to the Proposed Transferee in the form set out in the Deed of Agreement and Transfer dated 25 May 2023 exhibited to the Second Affidavit of Roger Rueegg (the "**Share Transfer**"):

- a. 175,486.69 Primeo Select USD Class Shares in the Company to LTO Fund III LP;
 - b. 7,708.52 Primeo Select EUR Class Shares in the Company LTO Fund III LP;
2. The JOLs are directed to take all reasonable steps, as soon as practicable, to cause the Register of Members of the Company to be updated to reflect the Share Transfer.
 3. The costs of and incidental to the Application be borne by the Proposed Transferee.

DATED the 6 day of June 2023

FILED the 6 day of June 2023



THE HONOURABLE JUSTICE PARKER
JUDGE OF THE GRAND COURT