



GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION

CAUSE NO. FSD 365 OF 2023 (RPJ)

BEFORE THE HONOURABLE MR. JUSTICE PARKER  
IN OPEN COURT  
20 FEBRUARY 2024

IN THE MATTER OF THE COMPANIES ACT (2023 REVISION)  
AND IN THE MATTER OF AIA GROUP LTD

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WINDING UP ORDER

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**UPON HEARING** the Petition of Coe Group Ltd (the "**Petitioner**") for the appointment of Joint Official Liquidators over AIA Group Ltd (the "**Company**") dated 28 November 2023 (the "**Petition**")

**AND UPON** reading the First Affidavit of Morne Botes sworn on 28 November 2023, the First Affidavit of John Royle sworn on 28 November 2023, the First Affidavit of Sandipan Bhowmik sworn on 28 November 2023, the First Affidavit of Calvin Henry sworn on 8 December 2023 and the First Affidavit of Afton Anderson sworn on 8 January 2024.

**AND UPON** hearing counsel for the Petitioner

**AND UPON** there being no appearance on behalf of the Company

**IT IS ORDERED** as follows:-

1. The Company be wound up in accordance with the Companies Act.
2. Sandipan Bhowmik and John Royle, both of Grant Thornton, 2<sup>nd</sup> Floor, Century Yard, Cricket Square, PO BOX 1044, Grand Cayman, Cayman Islands KY1-1102 be appointed as joint official liquidators (“JOLs”) of the Company.
3. The JOLs shall not be required to give security for their appointment.
4. The JOLs shall have power to act jointly and severally in their capacity as liquidators of the Company.
5. The JOLs be authorised to take any such action as may be necessary or desirable to obtain recognition of the appointment of the JOLs in any other relevant jurisdiction and to make applications to the courts of such jurisdictions for that purpose.
6. In addition to the powers prescribed in Part II of the Third Schedule to the Companies Act (2023 Revision) (the “Companies Act”) which are exercisable without sanction of the Court, the JOLs are hereby sanctioned to exercise the following powers set out in Part I of the Third Schedule of the Companies Act:
  - 6.1. engage staff (whether or not as employees of the Company) to assist the JOLs in the performance of their functions;
  - 6.2. engage attorneys and other professionally qualified persons to assist the JOLs in the performance of their functions, and on such terms as the JOLs may think fit, and to remunerate them out of the assets of the Company as an expense of the official liquidation;
  - 6.3. control and otherwise deal with all existing bank accounts in the name of the Company and to open new bank accounts in the name of the Company;

- 6.4. The powers bestowed upon the JOLs may be exercised by them within and outside of the Cayman Islands.
7. No disposition of the Company's property by or with the authority of the JOLs in carrying out their duties and functions and the exercise of their powers under any Order granted pursuant to this Petition shall be voided by virtue of section 99 of the Companies Law.
8. Subject to section 109(2) of the Companies Law and the *Insolvency Practitioner's Regulations 2023 (as amended)*, the JOLs be authorised to render and pay invoices out of the assets of the Company for their own remuneration and the JOLs be at liberty to meet all disbursements reasonably incurred in connection with the performance of their duties.
9. The Petitioner's costs of and incidental to the Petition shall be paid out of the assets of the Company forthwith as an expense of the liquidation on an indemnity basis, such costs to be taxed if not agreed with the JOLs.
10. The JOLs be at liberty to apply.

Dated the 20<sup>th</sup> day of February 2024  
Filed the 20 day of February 2024



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THE HONOURABLE MR JUSTICE PARKER  
JUDGE OF THE GRAND COURT

**This Order** was filed by Nelsons, Attorneys-at-Law for the Petitioner, whose address for service is at Grand Pavilion, Bougainvillea Way, George Town, Grand Cayman