



FSD CAUSE NO: 36 OF 2024 (JAJ)

**IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION
IN THE MATTER OF THE COMPANIES ACT (2023 REVISION)
AND IN THE MATTER OF ZINOBE HOLDINGS LIMITED
BEFORE THE HONOURABLE JUSTICE ASIF KC
IN OPEN COURT**

WINDING UP ORDER

UPON the petition of York Town I, LLC dated 2 February 2024 for an order that Zinobe Holdings Limited be wound up

AND UPON reading the Verifying Affirmation of Ali Melli sworn on 2 February 2024, together with its accompanying exhibit

AND UPON reading the First Affidavit of Juana Peña sworn on 1 February 2024, the First Affidavit of Declan Magennis sworn on 6 February 2024, the Second Affidavit of Juana Peña sworn on 8 February 2024, the First Affidavit of Russell Smith sworn on 19 February 2024 and the Third Affidavit of Juana Peña sworn on 26 February 2024, together with their accompanying exhibits

AND UPON no notice of appearance having been filed by any other person

AND UPON hearing counsel for the petitioner and no other parties appearing

IT IS ORDERED THAT:

1. Zinobe Holdings Limited be compulsorily wound up by the Court pursuant to section 92(d) of the Companies Act (2023 Revision).

2. The following persons, both of BDO CRI (Cayman) Limited, 3rd Floor, Century Yard, Cricket Square, Elgin Avenue, George Town, Grand Cayman KY1-1205, Cayman Islands, be appointed as joint official liquidators of the company:
 - (a) Russell Smith rsmith@bdo.ky;
 - (b) Declan Magennis dmagennis@bdo.ky
3. The joint official liquidators have power to act jointly and severally.
4. The joint official liquidators are not required to provide security for their appointment.
5. The joint official liquidators are authorised to take any action as may be necessary or desirable to obtain recognition of the company's official liquidation and of their appointment as joint official liquidators together with such other relief as the joint official liquidators deem necessary for the proper exercise of their functions in:
 - (a) Colombia; and/or
 - (b) Mexico.
6. The joint official liquidators are authorised to exercise the following powers, limited to the Cayman Islands, the United Kingdom and the countries identified in paragraph 5 above, without further sanction of the Court:
 - (a) the power to engage staff (whether or not as employees of the company) to assist the joint official liquidators in the performance of their functions;
 - (b) the power to engage attorneys and other professionally qualified persons to assist the joint official liquidators in the performance of their functions, within and outside of the Cayman Islands, and on such reasonable terms as the joint official liquidators think fit, and to remunerate them for their reasonable fees and expenses out of the company's assets as an expense of the official liquidation;
 - (c) the power to control and otherwise deal with all existing bank accounts in the Cayman Islands in the name of the company and to open new bank accounts in the name of the company; and
 - (d) the power to change the registered office of the company.
7. Except where otherwise stated in this Order, the joint official liquidators may exercise the powers granted to them within and outside of the Cayman Islands.

8. No suit, action or other proceeding may be proceeded with or commenced against the company except with the leave of the Court and subject to such terms as the Court may impose.
9. No disposition of the company's property by, or with the authority of, the joint official liquidators in carrying out their functions and exercising their powers shall be void by operation of s.99 of the Companies Act.
10. The petitioner's costs of and incidental to the petition shall be paid out of the company's assets as an expense of the official liquidation, such costs to be taxed on the standard basis if not agreed by the joint official liquidators.
11. The joint official liquidators are at liberty to apply generally.

DATED 5 March 2024

FILED 5 March 2024



THE HONOURABLE JUSTICE ASIF KC

JUDGE OF THE GRAND COURT

THIS ORDER was filed by Dentons, attorneys for the Petitioner, whose address for service is Dentons, Floor Two, One Capital Place, Shedden Road, P.O. Box 10190, Grand Cayman KY1-1002 Cayman Islands.