



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

CAUSE NO: FSD 112 OF 2017 (RPJ)

**IN THE MATTER OF THE COMPANIES ACT (2016 REVISION)
IN THE MATTER OF KONGZHONG CORPORATION**

BETWEEN

KONGZHONG CORPORATION

Petitioner

-v-

**(3) KEVIN X LU
(4) HAIFENG TANG**

Respondents

ORDER

AND UPON the Court having issued the Unless Order on 27 February 2024 (the “**Unless Order**”) ordering the Petitioner to appear through attorney and comply with two prior Orders by 18 March 2024, or face entry of certain judgments

UPON the application of Kevin X Lu and Haifeng Tang (the “**Dissenting Shareholders**”) by way of summons dated 31 May 2024 (the “**Application**”) for the determination of the fair value of certain ordinary shares held by the Dissenting Shareholders in the Petitioner (the “**Dissenting Shares**”) and the fair rate of interest to be paid by the Petitioner to the Dissenting Shareholders

AND UPON having read the Fourth Affidavit of Kevin X Lu and Exhibit KXL-4 in support of the Application and which swears, inter alia, that the Petitioner has not complied with the Unless Order

AND UPON the Petitioner having paid interim payments of US\$385,050.00 to Kevin X Lu and US\$656,963.25 to Haifeng Tang on 9 April 2018 (the “**Interim Payments**”)

AND UPON the Court having considered that the Application is suitable to be determined on papers

IT IS HEREBY ORDERED that:

Fair Value and Fair Rate of Interest Pursuant to Section 238(11) of the Companies Act (as revised) (the “Act”)

1. The Fair Value of the Dissenting Shares in the Petitioner as at 20 March 2017 is determined pursuant to section 238(11) of the Act to be US\$0.756 per ordinary share, representing judgment sums totalling US\$4,173,573.60 in respect of the 5,520,600 ordinary shares held by the Dissenting Shareholders, consisting of:
 - a) US\$1,542,240.00 in respect of 2,040,000 ordinary shares held by Kevin X Lu; and
 - b) US\$2,631,333.60 in respect of 3,480,600 ordinary shares held by Haifeng Tang.
2. The Fair Rate of Interest is determined pursuant to section 238(11) of the Act to be 6.3% per annum.
3. Interest payable to Kevin X Lu by the Petitioner is determined to be US\$538,709.71, being the total amount of interest calculated at a rate of 6.3% per annum on the following amounts and periods:
 - a) Judgment sum of US\$1,542,240.00 from 4 May 2017 to 9 April 2018; and
 - b) Judgment sum of US\$1,542,240.00 less the interim payment of US\$385,050.00 (i.e. US\$1,157,190.00) from 9 April 2018 to 31 May 2024.
4. Interest payable to Haifeng Tang by the Petitioner is determined to be US\$919,133.84, being the total amount of interest calculated at a rate of 6.3% per annum on the following amounts and periods:
 - a) Judgment sum of US\$2,631,333.60 from 4 May 2017 to 9 April 2018; and
 - b) Judgment sum of US\$2,631,333.60 less the interim payment of US\$656,963.25 (i.e. US\$1,974,370.35) from 9 April 2018 to 31 May 2024.

Principal and Interest to be paid by the Petitioner to each Dissenting Shareholder

5. Within 14 days of this Order, the Petitioner shall pay US\$1,695,899.71 to Kevin X Lu, consisting of:
 - a) US\$1,157,190.00, representing the judgment sum of US\$1,542,240.00 less the interim payment of US\$385,050.00; and
 - b) US\$538,709.71, representing the accrued interest.

6. Within 14 days of this Order, the Petitioner shall pay US\$2,893,504.19 to Haifeng Tang, consisting of:
 - a) US\$1,974,370.35, representing the judgment sum of US\$2,631,333.60 less the interim payment of US\$656,963.25; and
 - b) US\$919,133.84, representing the accrued interest.

Costs

7. The Petitioner pay Dissenting Shareholders' costs of these proceedings, to be taxed on the standard basis if not agreed.

8. The Dissenting Shareholders are granted a period of twelve months from the date of this Order to commence taxation proceedings regarding the costs awarded in paragraph 7.

DATED this 5 day of June 2024

FILED this 5 day of June 2024



THE HONOURABLE JUSTICE PARKER
JUDGE OF THE GRAND COURT