



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

CAUSE NO: FSD 0165 OF 2024 (DDJ)

IN THE MATTER OF THE COMPANIES ACT (2023 REVISION)

AND IN THE MATTER OF NATURAL CAPITAL LTD (DISSOLVED)

IN OPEN COURT

16 JULY 2024

BEFORE THE HON. JUSTICE DAVID DOYLE

ORDER

UPON Global Fidelity Bank, Ltd. (in Official Liquidation) (**Petitioner**) presenting a petition dated 24 May 2024 (**Petition**) seeking an order restoring Natural Capital Ltd (dissolved) (**Company**) to the Register of Companies and an order winding up the Company with Mr Michael Pearson and Ms Nicola Cowan of FFP Limited being appointed as Joint Official Liquidators

AND UPON the Petition and supporting documents being duly served and advertised pursuant to the *Companies Winding Up Rules (2023 Consolidation)* Order 3, r.6(1) and *Grand Court Rules (2023 Revision)* Order 102, r.18(3)

AND UPON hearing Counsel for the Petitioner on 16 July 2024

IT IS ORDERED THAT:

1. The Company be restored to the register of companies.
2. The Company be wound up by the Court in accordance with the *Companies Act (2023 Revision)* (**Companies Act**).

This Order was filed by KSG, attorneys for the Petitioner, whose address for service is 3rd Floor One Capital Place, Shedden Road, PO Box 2255, Grand Cayman KY1-1107, Cayman Islands [MH/3824]

3. Michael Pearson and Nicola Cowan, both of FFP Limited whose business address is 2nd Floor, Harbour Centre, 159 Mary Street, George Town, Grand Cayman, Cayman Islands (collectively, the **JOLs**), be appointed as joint official liquidators of the Company with immediate effect.
4. The registered office of the Company be moved to c/o FFP Limited, 2nd Floor, Harbour Centre, 159 Mary Street, George Town, Grand Cayman, Cayman Islands.
5. The JOLs shall not be required to give security for their appointment.
6. The JOLs shall have the power to act jointly and severally in their capacity as liquidators of the Company.
7. The JOLs be authorized to exercise within and outside the Cayman Islands any of the powers conferred on them by the Court pursuant to section 110(2)(b) and Part II of the Third Schedule to the Companies Act without further sanction or intervention of the Court.
8. No suit, action or other proceedings, including criminal proceedings, shall be proceeded with or commenced against the Company except with leave of the Court pursuant to section 97 of the Companies Act.
9. No disposition of the Company's property by or with the authority of the JOLs in the carrying out of their duties and functions and the exercise of their powers shall be avoided by virtue of section 99 of the Companies Act.
10. The JOLs be at liberty to appoint counsel, attorneys, and/or any other professional advisors, whether in the Cayman Islands or elsewhere, as they may consider necessary to advise and assist them in the performance of their duties and on such terms as they may think fit and to remunerate.
11. The remuneration and expenses of the JOLs shall be paid out of the assets of the Company in accordance with Part III of the *Insolvency Practitioners Regulations (2023 Consolidation)* and Order 20 of the *Companies Winding Up Rules (2023 Consolidation)*.

This Order was filed by KSG, attorneys for the Petitioner, whose address for service is 3rd Floor One Capital Place, Shedden Road, PO Box 2255, Grand Cayman KY1-1107, Cayman Islands [MH/3824]

12. The JOLs be at liberty to meet all disbursements reasonably incurred in connection with the performance of their duties and, for the avoidance of doubt, all such payments shall be made as and when they fall due out of the assets of the Company as an expense of the liquidation.
13. The Petitioners' costs of and incidental to this petition shall be paid out of the assets of the Company as an expense of the liquidation, such costs to be taxed if not agreed with the JOLs.
14. The Petitioners' costs of restoring the Company to the register of companies, including the annual fees and penalties payable to the Registrar, be paid forthwith out of the assets of the Company as an expense of the liquidation.
15. Liberty to apply.

DATED the 16 day of July, 2024

FILED the 16 day of July, 2024

David Doyle

**THE HON. JUSTICE DAVID DOYLE
JUDGE OF THE GRAND COURT**

This Order was filed by KSG, attorneys for the Petitioner, whose address for service is 3rd Floor One Capital Place, Shedden Road, PO Box 2255, Grand Cayman KY1-1107, Cayman Islands [MH/3824]