



IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE NO: FSD of 2026 ()

IN THE MATTER OF KIWI GP CAYCO LTD

BETWEEN:

FALCON NEWCO LIMITED

PLAINTIFF

v

1. KIWI GP CAYCO LTD
2. ADRIAN DURHAM
3. CASEY MCDONALD
4. ELEANOR FISHER
5. JAMIE DRUMMOND-SMITH
6. MICHAEL PEARSON

DEFENDANTS

ORIGINATING SUMMONS

TO: (1) **KIWI GP CAYCO LTD** c/o Maples Corporate Services Limited, PO Box 309,
Ugland House, Grand Cayman, KY1-1104
(2) **ADRIAN DURHAM** of Liebherrstrasse 18, Munich, 80538, Germany
(3) **CASEY MCDONALD** of Calderwood, 4th Floor, Century Yard, Cricket Square,
Georgetown, Grand Cayman, KY1-1205

(4) ELEANOR FISHER of [REDACTED]

(5) JAMIE DRUMMOND-SMITH of [REDACTED]

(6) MICHAEL PEARSON of FFP, 2nd Floor, Harbour Centre, 159 Mary St, Grand Cayman, KY1-9006

LET THE DEFENDANTS, within 14 days after service of this Summons, counting the day of service, return the accompanying Acknowledgment of Service to the Courts office, P.O. Box 495G, George Town, Grand Cayman.

By this Summons, which is issued on the application of **FALCON NEWCO LIMITED** c/o Ogier Global (Cayman) Limited, 89 Nexus Way, Camana Bay, Grand Cayman, KY1-9009, the Plaintiff seeks:

1. A declaration that, for the purposes of the Amended and Restated Memorandum and Articles of Association of the First Defendant as adopted on 6 November 2024 (the "**Articles**"), any matter put to a vote of the board of directors of the First Defendant (whether at a board meeting or by way of resolution in writing) is an "Ordinary Matter" if it relates directly or indirectly to: (i) either or both of High Court of New Zealand Proceedings CIV-2025-485-465 and CIV-2025-485-727 (together, the "**New Zealand Proceedings**"); and/or (ii) any other proceeding which may be commenced in any court or arbitral tribunal which relates to the same or substantially similar subject matter or underlying facts as those of the New Zealand Proceedings;

2. Such further or other Declarations as the Court thinks fit;
3. An Order that costs be provided for; and
4. Such further or other relief as the Court thinks fit.

If the Defendants do not acknowledge service, such judgment may be given or order made against or in relation to the Defendants as the Court may think just and expedient.

Dated the 2nd day of February 2026

Walkers (Cayman) LLP

Walkers (Cayman) LLP

Attorneys-at-Law for the Plaintiff

NOTES –

- (1) This Summons may not be served later than 4 calendar months (or, if leave is required to effect service out of the jurisdiction, 6 months) beginning with that date unless renewed by order of the Court.

IMPORTANT

Directions for Acknowledgment of Service are given with the accompanying form.

This **ORIGINATING SUMMONS** was issued by Walkers (Cayman) LLP, Attorneys at Law, 190 Elgin Avenue, George Town, Grand Cayman, Cayman Islands for the Plaintiff whose address for service is care of said Attorneys at Law.

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ACKNOWLEDGEMENT OF SERVICE OF
ORIGINATING SUMMONS

If you intend to instruct an Attorney to act for you, give him this form **IMMEDIATELY**.

Important. Read the accompanying directions and notes for guidance carefully before completing this form. If any information required is omitted or given wrongly, **THIS FORM MAY HAVE TO BE RETURNED**

1. State the full name of the Defendant by whom or on whose behalf the service of the service of the Originating Summons is being acknowledged.

Please complete overleaf

2. State whether the Defendant intends to contest the proceedings (tick appropriate box)

☐

yes

☐

no

Service of the Originating Summons is acknowledged accordingly

Signed: _____

[Attorney] for

[Defendant in person]

Address for service:

Notes on address for Service

Attorney: where the Defendant is represented by an attorney, state the attorney's place of business in the Cayman Islands. A Defendant may not act by a foreign attorney.

Defendant in person: where the Defendant is acting in person, he must give his post office box number and the physical address of his residence or, if he does not reside in the Cayman Islands, he must give an address in Grand Cayman where communications for him should be sent. In the case of a limited company, "residence" means its registered or principal office.

Indorsement by Plaintiff's Attorney (or by Plaintiff if suing in person) of his name, address and reference, if any, in the box below.

Walkers (Cayman) LLP

190 Elgin Avenue
George Town
Grand Cayman KY1-9001
Cayman Islands

Ref: SW/JM/JT

F.A.O. Shelley White

Indorsement by the Defendant's Attorney (or by Defendant if suing in person) of his name, address and reference, if any, in the box below.

