

IN THE GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION

CAUSE NO. FSD <sup>116</sup> OF 2010

IN THE MATTER OF THE COMPANIES LAW (2009 REVISION)

AND IN THE MATTER OF ADASTRA REALTY FUND, LTD.

PETITION

TO THE GRAND COURT

The humble Petition of Kenneth Krys and Mathew Clingerman of Krys & Associates Cayman Ltd, Governors Square, 23 Lime Tree Bay Avenue, Grand Cayman KY1-1205, Cayman Islands as Joint Voluntary Liquidators (the "JVLs") of Adastra Realty Fund, Ltd (the "Company"), shows that:

1. The purpose of this Petition is to seek an order for the voluntary liquidation of the Company to continue under the supervision of the Court pursuant to subsection 124(1) of the Companies Law (2009 Revision) (the "Law") and CWR O.15r.1(1).
2. The Company was incorporated under the Companies Law as an Exempted Company with Registration No. CR-131318 on 11 December 2003.
3. The prior Registered Office of the Company was at Scotia Bank Building, PO Box 268GT, George Town, Cayman Islands. Subsequent to the appointment of JVLs the Company's Registered Office was changed to Krys & Associates Cayman Ltd, Governors Square, 23 Lime Tree Bay Avenue, Grand Cayman, KY1-1205, Cayman Islands.



4. The primary objective of the Company was stated as to achieve a combination of capital growth and relative security for investors with a target return in excess of cash deposits without the risk associated with other strategies such as hedge funds, TEPs, bonds or equities.
5. The Company has one management shareholder, Adastra Fund Managers Limited, Scotia Bank Building, PO Box 268GT, George Town, Grand Cayman, Cayman Islands. By a written resolution of the sole management shareholder on 12 April 2010 it was resolved that the Company be placed into voluntary liquidation and that the Petitioners be appointed as its JVLs.
6. The directors of the Company are Adrian Sinden, Martin Weisberg and Ronan Guilfoyle.
7. Two of the directors of the Company have stated they will not sign a Declaration of Solvency as prescribed by Section 124 of the Companies Law (2009 Revision).
8. The Petitioners therefore respectfully request orders of the Court that (1) the liquidation of the Company continue under the supervision of the Court, and that (2) Kenneth Krys and Mathew Clingerman be appointed as Joint Official Liquidators of the Company (the "JOLs").
9. Kenneth Krys and Mathew Clingerman:
  - (a) are qualified insolvency practitioners in the Cayman Islands and meet the residence requirement contained in Regulation 5 of the Insolvency Practitioners' Regulations;
  - (b) meet the independence requirement prescribed by Regulation 6 of the Insolvency Practitioners' Regulations;

- (c) confirm that Krys & Associates Cayman Ltd is in compliance with the insurance requirement prescribed by Regulation 7 of the Insolvency Practitioners' Regulations; and
- (d) confirm that they consent to act as JOLs of the Company, if so appointed by the Court.

**YOUR PETITIONERS THEREFORE HUMBLY PRAY THAT:**

- (1) The liquidation of the Company be continued under the supervision of the Court.
- (2) Kenneth Krys and Mathew Clingerman of Krys & Associates Cayman Ltd be appointed as JOLs of the Company with power to act jointly and severally.
- (3) The JOLs shall not be required to give security for their appointment.
- (4) The JOLs costs be paid out of the assets of the Fund in priority to all other claims.
- (5) The JOLs are hereby authorised to exercise any of the powers specified in Part I and Part II of the Third Schedule of the Companies Law (2009 Revision) without further order of the Court.

AND your Petitioners will ever pray, etc.

Dated the     day of April 2010



Conyers Dill & Pearman  
Attorneys for the Petitioner

TO: The Clerk of the Grand Court

AND TO: Adastra Realty Fund, Ltd.

**NOTE:** This Petition is not intended to be served on any party.

**Note:** It is intended to serve this Petition on Adastra Realty Fund, Ltd. at its registered office and to invite the Court to make the order sought without the need for a hearing pursuant to CWR, O15, r 5(1).

This Petition is presented by Conyers Dill & Pearman, for and on behalf of the Petitioner, P.O. Box 2681, Cricket Square, Hutchins Drive, George Town, Grand Cayman KY1-1111