

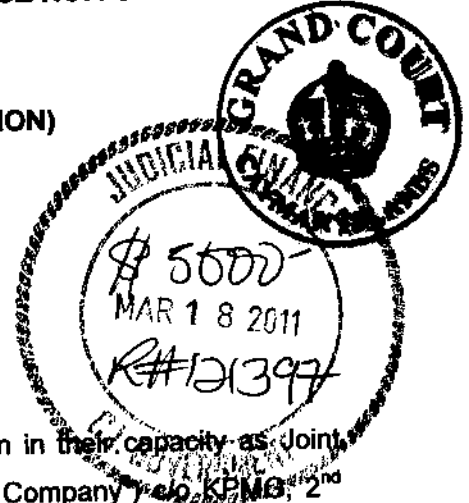
IN THE GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION

0067  
CAUSE NO. FSD OF 2011

IN THE MATTER OF THE COMPANIES LAW (2010 REVISION)  
AND IN THE MATTER OF B-LFA LIMITED (IN VOLUNTARY LIQUIDATION)



PETITION



THE HUMBLE PETITION of Mr. Simon Whicker and Mr. Kris Beighton in their capacity as Joint Voluntary Liquidators of B-LFA Limited (in Voluntary Liquidation) ("the Company") of KPMG, 2<sup>nd</sup> Floor, Century Yard, Cricket Square, Grand Cayman, Cayman Islands, show that:

**The Company**

1. The Company (registration number 170405) is an open ended investment company, incorporated on 5 July 2006 as an exempted company, with limited liability pursuant to the Laws of the Cayman Islands.
2. At all times prior to 14 February 2011, the registered office of the Company was Walkers SPV Limited, Walker House, Mary Street, P.O. Box 908GT, George Town, Grand Cayman, Cayman Islands.
3. The share capital of the Company is US\$50,000.00 divided into 50,000 shares of a nominal or par value of US\$1.00 each.
4. Pursuant to the Company's Amended and Restated Memorandum of Association dated 26 July 2006, the objects for which the Company was established are unrestricted.
5. As at 14 February 2011, the Directors of the Company were Mr. Edward Middleton and Mr. Patrick Cowley.

**Appointment of Voluntary Liquidators**

6. By way of written resolution by the Directors of the Company on 14 February 2011, it was unanimously resolved, *inter alia*, that the Directors recommend to the sole shareholder of the

Company that the Company be placed into voluntary liquidation, and that the Petitioners be appointed as Joint Voluntary Liquidators.

7. By way of written resolution dated 14 February 2011, and in accordance with the Directors' recommendations set out above, the Company's sole shareholder, Oasis Growth and Income Fund Investments Limited (in Liquidation) resolved that the Company be wound up voluntarily and that the Petitioners be appointed as Joint Voluntary Liquidators.

#### **The Winding Up of the Company**

8. Each of the Petitioners are qualified insolvency practitioners and meet the requirements set forth in the *Companies Law (2010 Revision)* and the *Insolvency Practitioners' Regulations 2008*.
9. Mr. Cowley, a Director of the Company, has informed the Petitioners (both on his own behalf, and on behalf of the Company's other director, Mr. Middleton), in writing, that the Directors will not be providing a Declaration of Solvency.
10. No Declaration of Solvency has been signed by either Director of the Company.
11. The Petitioners consent to being appointed as the Joint Official Liquidators of the Company.
12. Pursuant to Order 15, Rule 2(4), of the *Companies Winding Up (Amendment) Rules 2010* this Petition is presented within 35 days of the date upon which liquidation is deemed to have commenced.
13. The Petitioners believe that it is appropriate in all the circumstances set out above that the liquidation of the Company should continue under the supervision of the Court.

#### **THE PETITIONERS THEREFORE HUMBLY PRAY AS FOLLOWS:**

- (1) Pursuant to s.124 of the *Companies Law (2010 Revision)* an Order that the liquidation continue under the supervision of this Honourable Court.
- (2) An Order that the Petitioners be appointed as Joint Official Liquidators of the Company.
- (3) That the Petitioners are not required to give security for their appointment.

