

MAPLES

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 1 OF 2012 (PCJ)

In Chambers
13 December 2012
Before the Honourable Justice Sir Peter Cresswell



IN THE MATTER OF THE COMPANIES LAW (2011 REVISION)

AND IN THE MATTER OF TRIDENT MICROSYSTEMS (FAR EAST) LTD. (IN OFFICIAL LIQUIDATION)

ORDER

UPON the application of the joint official liquidators ("JOLs") of Trident Microsystems (Far East) Ltd. (the "**Company**") by their Summons dated 4 December 2012

AND UPON reading the Thirteenth and Fifteenth Affidavits of Eleanor G. Fisher and exhibits thereto, the Eighth Affidavit of Gordon I. MacRae, the First Affidavit of Robert J Stearn Jr and exhibit RSJ-1, the Twelfth Affidavit of Eleanor G. Fisher and the Second and Seventh Affidavit of Richard A. Chesley.

AND UPON hearing Counsel for the JOLs and Counsel for the Creditors' Committee

AND UPON hearing the application jointly with the United States Bankruptcy Court for the District of Delaware ("**Delaware Bankruptcy Court**")

IT IS ORDERED that:

- 1 Pursuant to section 110(2)(a) and paragraph 5 Part I of Schedule 3 of the Companies Law (2012 Revision), the JOLs be authorised to enter into a compromise with the creditors of the Company by way of a plan of liquidation as confirmed by the Delaware Bankruptcy Court in the proceedings commenced by the Company and Trident Microsystems Inc. ("**TMI**") pursuant to Chapter 11 of Title 11 of the United States Code (Case No. 12-10069-CSS) ("**Bankruptcy Proceedings**") in substantially the form exhibited to the Fifteenth Affidavit of Eleanor Fisher at Exhibit EF-49 (the "**Plan**");

- 2 The JOLs on their own behalves and on behalf of the Company be authorised to take all steps necessary to give effect to the Plan;
- 3 The proposed amended cross-border insolvency protocol between the JOLs, the Company, TMI and Mr Andrew Hinkelman of FTI Consulting Inc for the co-operation and co-ordination of these proceedings and the Bankruptcy Proceedings be approved.
- 4 Upon the Plan becoming effective and the General Unsecured Creditors of the Company (as defined in the Plan) receiving payment under the Plan, the requirement for a liquidation committee of the Company be dispensed with; and
- 5 The costs of this application be paid out of the assets of the Company as an expense of the liquidation.

Dated the 13th day of December 2012

Filed the 18th day of December 2012



for



The Honourable Mr Justice Cresswell
JUDGE OF THE GRAND COURT

FILED by Maples and Calder, attorneys for the official liquidators, whose address for service is PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands. (Ref: CDM/CJM/VJL/675265.1/24454294)

Approved as to form and content:

Maples and Calder
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Approved as to form and content:

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