



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

**CAUSE NO: FSD 4 OF 2013 (AJJ)**

The Hon Mr. Justice Andrew J. Jones  
In Chambers 14<sup>th</sup>, 15<sup>th</sup> and 26<sup>th</sup> February 2013

**IN THE MATTER OF THE COMPANIES LAW (2012 REVISION)**

**AND IN THE MATTER OF EMPG INTERNATIONAL LIMITED (IN PROVISIONAL LIQUIDATION)**

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**ORDER**

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**UPON** the application of the joint provisional liquidators of EMPG International Limited (in provisional liquidation) (the "JPLs" and "Company") by their Summons dated 25 January 2013

**AND UPON** reading the Second Joint Provisional Liquidators' Report, the First, Second and Third Affidavits of Michael Edward George Saville, the First and Second Affidavits of Barry O'Callaghan, the First Affidavit of Wang Lanzhu, the First Affidavit of Dr Sayed Shuja Ali, the First and Second Affidavit of Eugene Davis and the First Affidavit of Hugh Dickson and the exhibits thereto

**AND UPON** hearing Counsel for the JPLs, Counsel for Daplon Limited and Counsel for Istithmar Education International Limited on 14<sup>th</sup> and 15<sup>th</sup> February 2013

**AND UPON** hearing Counsel for the JPLs, Counsel for Daplon Limited, Counsel for Istithmar Education International Limited and Counsel for Wang Lanzhu at the adjourned hearing on 26 February 2013

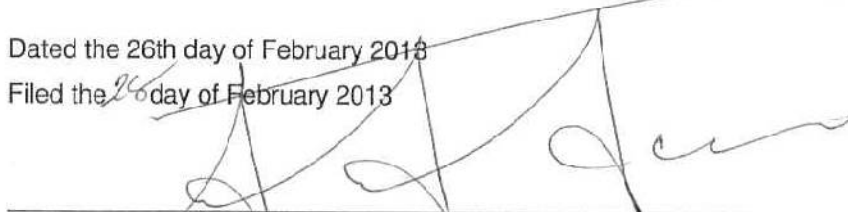
**IT IS ORDERED** that:

- 1 Without further sanction, the JPLs be authorised to complete a purchase agreement with Daplon Limited in substantially the same terms as that exhibited to "MS-3" to the Second Affidavit of Michael Edward George Saville as modified by the subsequent offer letters both dated 22 February 2013 from Daplon Limited ("**Purchase Agreement**").

- 2 The JPLs be authorised to take all steps reasonably necessary to implement the Purchase Agreement and to execute all ancillary agreements and documentation necessary in order to give effect to the transactions contemplated by the Purchase Agreement.
- 3 The hearing of the Petition herein be listed for 2 p.m. on 11 April 2013.
- 4 There be no requirement to advertise the Petition.
- 5 The JPLs file a report with the Court in respect of the conduct of the provisional liquidation and their remuneration and expenses as at 31 March 2013 ("**Report**") at least three clear business days before the hearing of the Petition.
- 6 The JPLs dispatch the Report to all known creditors of the Company and its shareholders, by post or email, as soon as reasonably practicable after 31 March 2013 but in any event no later than three clear business days before the hearing of the Petition.
- 7 The JPLs' costs of this Summons be costs in the liquidation of the Company.

Dated the 26th day of February 2013

Filed the 26th day of February 2013

  
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**THE HONOURABLE MR JUSTICE ANDREW J. JONES**  
**JUDGE OF THE GRAND COURT**



Approved as to form and content:

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Maples and Calder  
Attorneys for the Joint Provisional Liquidators

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