

IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 4 OF 2013 (AJJ)

In Open Court  
11 April 2013  
Before the Honourable Justice Jones

IN THE MATTER OF THE COMPANIES LAW (2012 REVISION)

AND IN THE MATTER OF EMPG INTERNATIONAL LIMITED



---

ORDER

---

**UPON** the hearing of the Petition of EMPG International Limited (in provisional liquidation) (the "**Company**") dated 4 January 2013

**AND UPON** reading the Joint Provisional Liquidators' Report dated 5 April 2013, the First and Second Affidavit of Eugene Davis, the First Affidavit of Michael Edward George Saville and the First Affidavit of Hugh Dickson and the exhibits thereto

**AND UPON** hearing Counsel for the Company, counsel for Riverdeep Interactive Learning Limited and Counsel for Istithmar Education International Limited

**IT IS ORDERED THAT:**

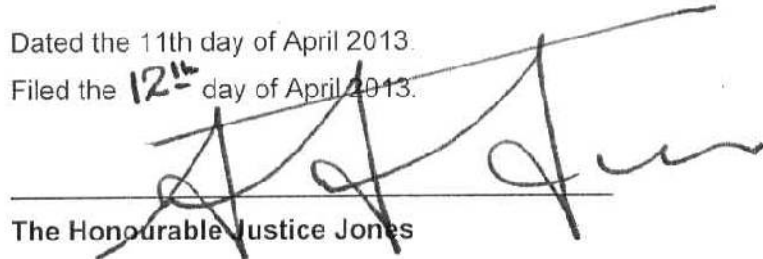
- 1 The Company be wound up by the Court in accordance with the Companies Law (2012 Revision) (the "**Law**").
- 2 Michael Saville and Hugh Dickson be discharged as joint provisional liquidators of the Company save for the purpose of seeking all necessary approvals of their fees, costs and disbursements incurred in that capacity in accordance with Part III of the Insolvency Practitioners Regulations 2008.
- 3 Michael Saville and Hugh Dickson each of Grant Thornton Specialist Services (Cayman) Limited, 48 Market Street, 2<sup>nd</sup> Floor, Suite 4290 Canella Court, Camana Bay, Grand Cayman,

(tel: +1 345 949 7100) be appointed as Joint Official Liquidators ("JOLs") with the power to act jointly and severally.

- 4 The JOLs shall not be required to give security for their appointment.
- 5 In addition to all the power contained in Part II of the Third Schedule to the Law, the JOLs shall have the power to engage Maples and Calder to assist them in the performance of their functions pursuant to Part I of the Third Schedule to the Law.
- 6 The requirement for a liquidation committee be dispensed with.
- 7 The Company's costs of this Petition shall be paid out of the assets of the Company, as an expense of the liquidation, to be taxed if not agreed.
- 8 The JOLs shall submit a report to the Court on the conduct of the liquidation no later than 11 October 2013 and at such periods thereafter as the Court shall direct.
- 9 Notice of the appointment of the JOLs be published once in the Cayman Islands *Gazette* and once in the *Irish Independent* newspaper within 28 days hereof.

Dated the 11th day of April 2013.

Filed the 12<sup>th</sup> day of April 2013.

  
The Honourable Justice Jones  
JUDGE OF THE GRAND COURT



Approved as to form and content:

Maples and Calder  
Maples and Calder  
Attorneys for the Joint Official Liquidators

Approved as to form and content:

Solomon Harris  
Solomon Harris  
Attorneys for Riverdeep Interactive Learning  
Limited

Approved as to form and content:

Ogier  
Ogier  
Attorneys for Istithmar Education International  
Limited

