

IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 25 OF 2009 (AJJ)

The Honourable Mr Justice Andrew J. Jones QC
In Chambers, 8th October 2013

IN THE MATTER OF THE COMPANIES LAW (2012 REVISION)

**AND IN THE MATTER OF BEAR STEARNS HIGH-GRADE STRUCTURED CREDIT STRATEGIES
(OVERSEAS) LTD. (IN LIQUIDATION)**



ORDER

UPON hearing both Cayman Islands counsel and United States counsel for the Joint Official Liquidators of Bear Stearns High-Grade Structured Credit Strategies (Overseas) Ltd ("JOLs" and "the Company") on their Summons dated 19 September 2013 for sanction to commence proceedings against McGraw Hill Financial, Inc et al (referred to as the "rating agency litigation") and an order dispensing with the need to establish a liquidation committee composed of shareholders

AND UPON hearing counsel for the official liquidators Bear Sterns High-Grade Structured Credit Strategies Master Fund, Ltd (In Liquidation) and Bear Sterns High-Grade Structured Credit Strategies Enhanced Leverage Master Fund, Ltd ("the Master Funds")

AND UPON reading the 17th, 18th and 19th Affidavits of Geoffrey Varga sworn on 2 October 2013 and the 2nd Affidavit of James C. McCarroll sworn on 26 September 2013 and the exhibits thereto, filed on behalf of the JOLs ("the affidavit evidence")

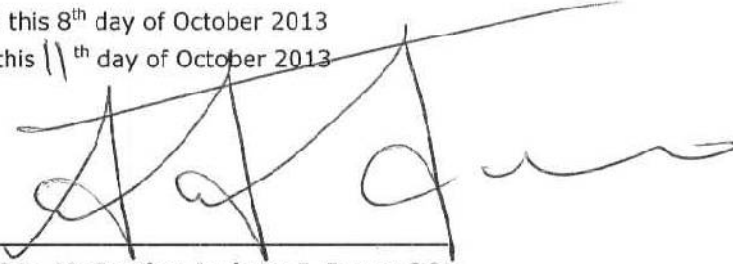
IT IS ORDERED that:

1. The Summons and the affidavit evidence (except for Exhibit GV17) shall be served forthwith on the official liquidators of the Master Funds, provided that they have given a written undertaking to the Court and to the JOLs to keep the affidavit strictly confidential.
2. The hearing of the Summons shall be adjourned to 30 October 2013 at 10.00am.
3. The JOLs shall file a further affidavit to which shall be exhibited drafts of (a) the engagement letter or contract proposed to be entered into with Reed Smith LLP and (b) the litigation funding agreement proposed to be entered into by the JOLs, within 14 days.

4. The 18th Affidavit of Geoffrey Varga, the 2nd Affidavit of James C. McCarroll and the affidavit sworn and filed in compliance with paragraph 3 of this Order (and their exhibits) shall be sealed pursuant to CWR, Order 24, Rule 6.
5. The JOLs shall prepare a report and accounts (in accordance with the requirements of CWR Order 10) for the period up to 30 September 2013, which shall be filed in Court and delivered to the Company's shareholders within 28 days.
6. The JOLs' costs of this application be treated as expenses of the liquidation and paid out of the assets of the Company.

Dated this 8th day of October 2013

Filed this 11th day of October 2013



The Hon. Mr Justice Andrew J. Jones QC
JUDGE OF THE GRAND COURT

