

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

CAUSE NO. FSD 136 OF 2010 (AJJ)

**The Honourable Mr Justice Andrew J. Jones QC
In Chambers, 24 January and 8 October 2013**



IN THE MATTER OF THE COMPANIES LAW

AND

IN THE MATTER OF SEXTANT STRATEGIC GLOBAL WATER FUND OFFSHORE LTD. (IN LIQUIDATION)

ORDER

UPON HEARING Counsel for the Joint Official Liquidators (the "JOLs") of Sextant Strategic Global Water Fund Offshore Ltd. (In Liquidation) (the "Water Fund") upon the JOLs' Summonses dated 13 December 2012 and 7 October 2013;

AND UPON hearing Counsel for Barfield Nominees Limited A/C TOT7 and Barfield Nominees Limited A/C TOT10 and upon the letter from Barfield's Counsel dated 7 October 2013;

AND UPON hearing Counsel for Republic Nominees Ltd. (representing A/C 2746) and Republic Nominees Ltd. (representing A/C 2548);

AND UPON reading the Ninth Affidavit of Kenneth Krysworn on 18 January 2013;

AND UPON reading the letter dated 7 October 2013 written to the Court by counsel for the JOLs;

AND the Court being satisfied that the ordinary creditors of the Water Fund will be paid in full if and when the Deed (as defined in paragraph 1) is carried into effect;

IT IS HEREBY ORDERED that:-

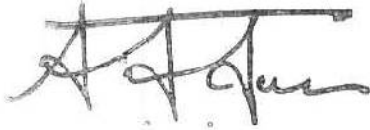
1. The sanction of the Court is given pursuant to Section 110 of the Companies Law (2012 Revision) (as amended) and Order 11 of the Companies Winding Up Rules 2008 (as amended) for the exercise of the JOLs' powers to enter into a deed of settlement in terms of the draft initialled by counsel and the judge and placed on the Court file (the "Deed") on behalf of the Water Fund.
2. The JOLs on their own behalves and on behalf of the Water Fund be authorised to take all steps necessary to give effect to the Deed including but not limited to entering into a Power of Attorney in the form of the draft annexed hereto.

00233926-1 **THIS ORDER** was **FILED** by **SOLOMON HARRIS** of 3rd Floor, First Caribbean House, P.O. Box 1990, Grand Cayman, KY1-1104, Cayman Islands, Attorneys-at-law for and on behalf of the Applicants whose address for service is that of their said Attorneys-at-law.

3. The Deed and the Seventh and Ninth Affidavits of Kenneth Krys and the Fourth Affidavit of Timothy Le Cornu shall be sealed pursuant to Companies Winding Up Rules 2008 (as amended) Order 24 rule 6 until the Water Fund is dissolved.

DATED this 8th day of October 2013

FILED this 11th day of October 2013



The Hon Mr. Justice Andrew J. Jones, Q.C.
JUDGE OF THE GRAND COURT





Power of Attorney

Sextant Strategic Global Water Fund Offshore Ltd (in Official Liquidation)

acting by its joint official liquidators
Kenneth Krys and Timothy Le Cornu

[] October 2013

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Tim Le Cornu

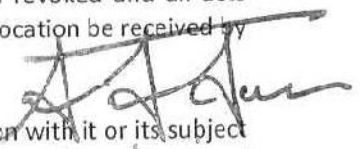


POWER OF ATTORNEY

THIS POWER OF ATTORNEY made this ___ day of October 2013 by Sextant Strategic Global Water Fund Offshore Ltd (in Official Liquidation) (the "**Fund**") of c/o of Governors Square, Building 6, 2nd Floor, 23 Lime Tree Bay Avenue, PO Box 31237, Grand Cayman KY1-1205, Cayman Islands acting by its joint official liquidators Kenneth Krys and Timothy Le Cornu (the "**JOLs**").

WITNESSETH as follows:-

1. The Fund hereby irrevocably constitutes and appoints Oakley Capital Management Limited of 3 Cadogan Gate, London, SW1X 0AS, United Kingdom to be its true and lawful attorney and in its name, place and stead to do all or any of the following acts, matters and things namely:-
 - (a) to agree (in its absolute and unfettered discretion) the form, terms and conditions of and thereafter to sign, seal and deliver or otherwise execute any and all documents whatsoever to which the Fund is a party in connection with, or to give effect to, the realisation of any remaining non-cash assets of the Fund; and
 - (b) to do all other acts and things as the said attorney should in its absolute and unfettered discretion deem necessary or advisable for the purpose of giving effect to all or any of the matters and transactions hereby contemplated and (without prejudice to the generality of the foregoing) to make, sign, seal, deliver, execute and do all such deeds, instruments, agreements, applications, oaths, affidavits, declarations, confirmations, notices of assignment and otherwise and acknowledgments thereof, letters, certificates, protocols, guarantees, indemnities, undertakings, and any other documents whatsoever (whether of a like nature or not) (including any notarial acts) which may be necessary or advisable in connection with the execution, delivery or registration of any of the documents referred to in paragraph (a) of this Power of Attorney or any and all of the other documents hereby authorised to be executed on behalf of the Fund as the said attorney may in its absolute and unfettered discretion think fit and to confer any power of attorney contained in any of the said documents, and the execution, delivery, and registration by the said attorney of any of the foregoing shall be conclusive evidence of its authority so to do.
2. The Fund hereby gives and grants to the said attorney full power and authority in the premises, hereby ratifying, allowing and confirming and agreeing to ratify, allow and confirm whatsoever shall be lawfully done in the premises by virtue hereof.
3. This Power of Attorney shall be conclusive and binding upon the Fund and no person or corporation having dealings with the said attorney under this Power of Attorney shall be under any obligation to make any enquiries as to whether or not this Power of Attorney has been revoked and all acts hereunder shall be valid and binding on the Fund until express notice of its revocation be received by such person or corporation.
4. This Power of Attorney and any dispute or claim arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims) shall be governed by and construed in all respects in accordance with the laws of the Cayman Islands. The courts of the Cayman Islands


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have exclusive jurisdiction to settle any dispute arising out of or in connection with this Power of Attorney, or its subject matter or formation (including non-contractual disputes or claims), and to enforce its terms.

IN WITNESS whereof this power of attorney has been duly executed and delivered as a deed this day of [] October 2013.

EXECUTED AS A DEED)	
by Kenneth Krys and Timothy Le Cornu)	_____
acting as Joint Official Liquidators)	Kenneth Krys
and agents without personal liability)	
for and on behalf of)	_____
SEXTANT STRATEGIC GLOBAL WATER FUND)	Timothy Le Cornu
OFFSHORE LTD (IN OFFICIAL LIQUIDATION))	



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Power of Attorney

Sextant Strategic Global Water Fund Offshore Ltd (Dissolved)

acting by its former joint official liquidators
Kenneth Krys and Timothy Le Cornu



[] 2014

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POWER OF ATTORNEY

THIS POWER OF ATTORNEY made this ___ day of [] 2014 by Kenneth Krys and Timothy Le Cornu, acting as the former joint official liquidators and as trustees pursuant to Order 23, rule 3 of the Companies Winding-up Rules 2008 (as amended) (the "**Former JOLs**") of Sextant Strategic Global Water Fund Offshore Ltd (Dissolved) (the "**Fund**") of c/o of Governors Square, Building 6, 2nd Floor, 23 Lime Tree Bay Avenue, PO Box 31237, Grand Cayman KY1-1205, Cayman Islands (the "**Grantors**").

WITNESSETH as follows:-

1. The Grantors hereby irrevocably constitute and appoint Oakley Capital Management Limited of 3 Cadogan Gate, London, SW1X 0AS, United Kingdom to be their true and lawful attorney, with such appointment to become effective upon the dissolution of the Fund, and the transferee to such Grantors of any remaining non-cash assets of the Fund pursuant to Order 23, rule 3 of the Companies Winding-up Rules 2008 (as amended) of the Cayman Islands, and thereafter in the Grantors' name, place and stead to do all or any of the following acts, matters and things namely:-
 - (a) to agree (in its absolute and unfettered discretion) the form, terms and conditions of and thereafter to sign, seal and deliver or otherwise execute any and all documents whatsoever to which the Fund is a party in connection with, or to give effect to, the realisation of any remaining non-cash assets of the Fund in which any interest of whatsoever nature is transferred to the Grantors, either jointly or severally, pursuant to Order 23, rule 3 of the Companies Winding-up Rules 2008 (as amended) ("**CWR**") upon the dissolution of the Fund; and
 - (b) to do all other acts and things as the said attorney should in its absolute and unfettered discretion deem necessary or advisable for the purpose of giving effect to all or any of the matters and transactions hereby contemplated and (without prejudice to the generality of the foregoing) to make, sign, seal, deliver, execute and do all such deeds, instruments, agreements, applications, oaths, affidavits, declarations, confirmations, notices of assignment and otherwise and acknowledgments thereof, letters, certificates, protocols, guarantees, indemnities, undertakings, and any other documents whatsoever (whether of a like nature or not) (including any notarial acts) which may be necessary or advisable in connection with the execution, delivery or registration of any of the documents referred to in paragraph (a) of this Power of Attorney or any and all of the other documents hereby authorised to be executed on behalf of the Fund as the said attorney may in its absolute and unfettered discretion think fit and to confer any power of attorney contained in any of the said documents, and the execution, delivery, and registration by the said attorney of any of the foregoing shall be conclusive evidence of its authority so to do.

2. The Grantors hereby give and grant to the said attorney full power and authority in the premises, hereby ratifying, allowing and confirming and agreeing to ratify, allow and confirm whatsoever shall be lawfully done in the premises by virtue hereof.

3. This Power of Attorney shall be conclusive and binding upon the Grantors and no person or corporation having dealings with the said attorney under this Power of Attorney shall be under any obligation to

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make any enquiries as to whether or not this Power of Attorney has been revoked and all acts hereunder shall be valid and binding on the Grantors until express notice of its revocation be received by such person or corporation.

- 4. This Power of Attorney and any dispute or claim arising out of or in connection with it or its subject matter or formation (including non-contractual disputes or claims) shall be governed by and construed in all respects in accordance with the laws of the Cayman Islands. The courts of the Cayman Islands have exclusive jurisdiction to settle any dispute arising out of or in connection with this Power of Attorney, or its subject matter or formation (including non-contractual disputes or claims), and to enforce its terms.

IN WITNESS whereof this power of attorney has been duly executed and delivered as a deed this ____ day of _____ 2014.

EXECUTED AS A DEED)
 by Kenneth Krys and Timothy Le Cornu)
 acting as the Former JOLs,)
 and as trustees pursuant to CWR O.23,)
 for and on behalf of)
SEXTANT STRATEGIC GLOBAL WATER FUND)
OFFSHORE LTD (DISSOLVED))

 Kenneth Krys

 Timothy Le Cornu



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