

PPLEBY

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 150 OF 2013 (AFJ)

BEFORE THE HON. JUSTICE FOSTER

IN THE MATTER OF SECTION 15 OF THE COMPANIES LAW (2013 REVISION)

AND IN THE MATTER OF NORSTAR FOUNDERS GROUP LIMITED



ORDER

UPON hearing the Petition presented herein by Norstar Founders Group Limited ("the Company") on 29 November 2013

AND UPON READING the First, Second and Third Affirmations of Mr. Chin, Chang Keng Raymond affirmed 4 December, 13 December and 18 December 2013 respectively, the First Affirmation of Lo Tin Yan affirmed 9 December 2013, the First Affirmation of Yeung Lui Ming (Edmund) affirmed 12 December 2013, the First Affidavit of John Matthew Marsden sworn on 17 December 2013, the First Affirmation of Tania So affirmed on 24 December 2013 and the Affidavit of Andrew Jackson made on 24 December 2013, together with the exhibits to the said affirmations and affidavits.

AND UPON HEARING Counsel for the Petitioner

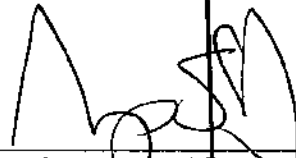
IT IS ORDERED THAT:

1. The reduction of the issued capital of the Company effected by the Special Resolution of the Company passed on 13 December 2013 by which the issued share capital of the Company was reduced by the cancellation of HK\$0.098 paid up capital on each issued share of the Company be confirmed.
2. The Company do deliver a copy of this Order and the Minute attached as a schedule to this Order to the Registrar of Companies.
3. Notice of the registration by the Registrar of Companies of the above order confirming the reduction of share capital and the said Minute be published once in the Cayman Islands Gazette within 14 days.

4. There be no order as to costs.

DATED this 30th day of December 2013

FILED this 30 day of *December* 2013



The Honourable Mr Justice Foster
Judge of the Grand Court



THIS ORDER was filed by Appleby (Cayman) Ltd., Attorneys-at-Law for the Petitioner, whose address for service is Clifton House, 75 Fort Street, PO Box 190, KY1-1104, George Town, Grand Cayman, Cayman Islands. (Ref: JC:423123.0001)

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SCHEDULE TO ORDER DATED 30 DECEMBER 2013

MINUTE APPROVED BY THE COURT



"The issued share capital of Norstar Founders Group Limited was by virtue of a special resolution of the Company dated 13 December 2013 (the "**Special Resolution**") and with the confirmation of an order of the Grand Court of the Cayman Islands dated 30 December 2013 (the "**Order**") reduced from HK\$125,946,160.10 represented by an authorised share capital of HK\$500,000,000 divided into 5,000,000,000 shares of HK0.10 each (of which 1,259,461,601 shares had been issued and fully paid) to HK\$2,518,923.20 represented by an authorised share capital of HK\$500,000,000 divided into 5,000,000,000 shares of HK0.002 each.

Pursuant to ordinary resolutions dated 13 December 2013, and subject to and immediately upon the capital reduction taking effect and further subject to the passing of a special resolution to amend the Company's Memorandum and Articles of Association: (a) all unissued shares of the Company of HK\$0.10 are to be cancelled; (b) every five (5) issued shares consolidated into one (1) new share with a par value HK\$0.01; and (c) the authorised share capital is to be increased to HK\$100,000,000 divided into 10,000,000,000 Shares of HK\$0.01 each, comprising (i) 9,414,453,759 ordinary Shares of HK\$0.01 each and (ii) 585,546,241 Class B Shares of HK\$0.01 each ("**Class B Shares**"), by the creation of 9,162,561,439 ordinary Shares of HK\$0.01 each and 585,546,241 Class B Shares of HK\$0.01 each.

The capital of the Company at the time of the registration of this minute is accordingly HK\$100,000,000 divided into 10,000,000,000 Shares of HK\$0.01 each, comprising (i) 9,414,453,759 ordinary Shares of HK\$0.01 each and (ii) 585,546,241 Class B Shares of HK\$0.01."