

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 50 OF 2013 (AJJ)

The Hon Mr Justice Andrew J. Jones QC
In Chambers, 13 May 2014

IN THE MATTER OF THE COMPANIES LAW (2013 REVISION)

AND IN THE MATTER OF AMBOW EDUCATION HOLDING LTD. (IN PROVISIONAL LIQUIDATION)

ORDER

UPON hearing Counsel for GL Asia Mauritius II Cayman Limited, Counsel for the Board of Directors of Ambow Education Holding Ltd. (in Provisional Liquidation) ("**the Company**") and Counsel for the Joint Provisional Liquidators of the Company ("**the JPLs**") in relation to the JPLs' summons dated 9 May 2014 ("**the Summons**")

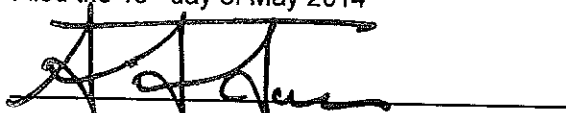
AND UPON reading the Eighth Affidavit of Wing Sze Tiffany Wong sworn on 12 May 2014 and the exhibit thereto and the Ninth Affidavit of Wing Sze Tiffany Wong sworn on 13 May 2014 and the exhibit thereto

IT IS ORDERED that:

1. The remuneration and disbursements of the JPLs for the period from 1 December 2013 up to and including 13 May 2014 in the amounts of US\$1,190,596.24 and US\$35,071 respectively be approved and paid out of the assets of the Company as an expense of the provisional liquidation.
2. The JPLs' costs of and incidental to the Summons be costs in the provisional liquidation of the Company.

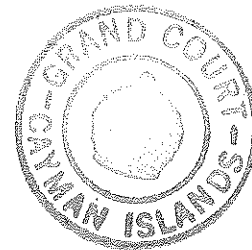
Dated the 13th day of May 2014

Filed the 13th day of May 2014



The Hon. Mr. Justice Andrew J. Jones Q.C.

JUDGE OF THE GRAND COURT



This Order is filed by Walkers, Attorneys at Law, for the JPLs whose address for service is that of their said attorneys, 190 Elgin Avenue, George Town, Grand Cayman KY1-9001, Cayman Islands.