

IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE NO. FSD 118 OF 2014 (AJJ)

The Honourable Justice Andrew J. Jones QC  
In Open Court, 17<sup>th</sup> November 2014

IN THE MATTER OF THE COMPANIES LAW (2013 REVISION)

AND

IN THE MATTER OF INSURANCE COMPANY OF THE SOUTHEAST LTD



ORDER

UPON hearing the Petition of The Insurance Company of the Southeast Ltd. (the "Petitioner") presented on 5 November 2014 for an order sanctioning a scheme of arrangement pursuant to section 86 of the Companies Law (2013 Revision) by which the Petitioner's entire undertaking, property and liabilities shall be transferred to Community Insurance Group SPC, Ltd ("CIG") as part of its general assets and liabilities ("the Scheme of Arrangement")

AND UPON hearing Counsel for the Petitioner, CIG and Health Management Associates, Inc ("HMA"), the sole shareholder of the Petitioner (referred to collectively as "the Parties")

AND UPON reading the Affidavit of W. Larry Cash sworn on 12 November 2014 and the exhibit thereto

AND UPON reading the letter dated 24 November 2014 from the Cayman Islands Monetary Authority

00348673-1 THIS ORDER was FILED by SOLOMON HARRIS of 3<sup>rd</sup> Floor, FirstCaribbean House, P.O. Box 1990 GT, Grand Cayman, Cayman Islands, Attorneys-at-Law for and on behalf of the Petitioner whose address for service is that of its said Attorneys-at-Law.

AND UPON the Parties having agreed Clause 7 of the Scheme of Arrangement shall be amended to provide that the Effective Date shall be 30 November 2014

AND UPON the Court being satisfied that the Scheme of Arrangement (as amended) has been agreed by the Parties

AND UPON the Court being satisfied that the proposed Scheme of Arrangement (as amended) is approved by the Cayman Island Monetary Authority

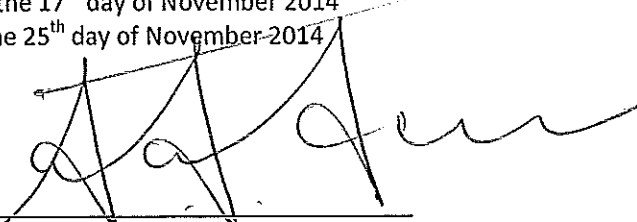
**IT IS ORDERED that:-**

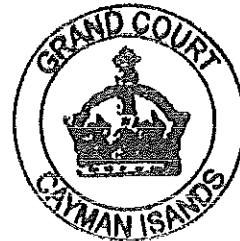
1. The Scheme of Arrangement (as amended) proposed to be made between the Petitioner and HMA pursuant to section 86 of the Companies Law (2013 Revision) is hereby sanctioned by the Court so as to be binding on the Petitioner and HMA.

**AND IT IS CONSEQUENTIALLY ORDERED PURSUANT TO SECTION 87 that:-**

2. The whole of the undertaking, property and liabilities (including future or contingent liabilities) of the Petitioner be transferred to CIG as of 30 November 2014.
3. Any legal proceedings pending by or against the Petitioner as at 30 November 2014 shall be continued by or against CIG.
4. The Petitioner shall be dissolved, without winding up, on 1 December 2014.
5. The Petitioner shall have liberty to apply for further or other orders pursuant to section 87 of the Companies Law (2013 Revision).

DATED the 17<sup>th</sup> day of November 2014  
FILED the 25<sup>th</sup> day of November 2014

  
The Honourable Justice Andrew J. Jones, QC  
JUDGE OF THE GRAND COURT



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