

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 109 OF 2014 (AJJ)

IN THE MATTER OF THE COMPANIES LAW (2013 REVISION)

AND IN THE MATTER OF ACORN INTERNATIONAL, INC.



ORDER

UPON hearing Leading Counsel for D.Y. Capital and SB Asia Investment Fund II LP (the **Minority Shareholders**), Counsel for Acorn International, Inc. (the **Company**), and Leading Counsel for Acorn Composite Corporation (the **Petitioner**) on the Minority Shareholders' Summons dated 13 November 2014

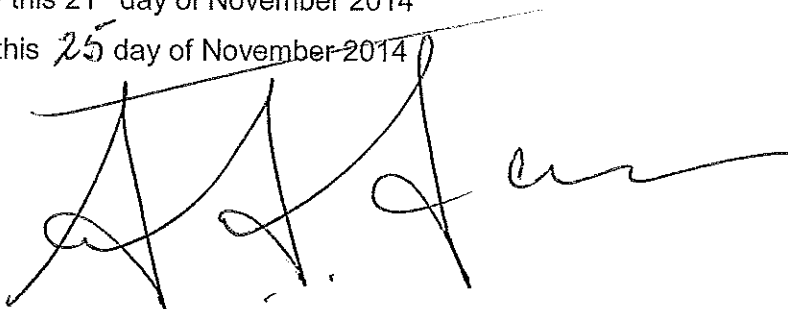
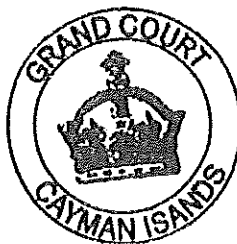
IT IS ORDERED that:

1. Paragraphs 6-8 of the 14 October 2014 Order be amended as follows:
 6. The Minority Shareholders shall file and serve the affidavit evidence upon which they intend to rely on or before 12 November 2014.
 7. Any application for specific discovery (including an application against the Company) shall be issued and served by 18 November and heard on 5 December 2014 (or such other date as may be agreed by the parties and the Court).
 8. The Petitioner shall file and serve any reply affidavit evidence by 3 December 2014.

2. The Company's costs of the hearing on 21 November 2014, along with any costs incurred by the Company as a result of any applications issued pursuant to paragraph 7 of the Order dated 14 October 2014, may be paid out of its assets as an expense incurred in the ordinary course of its business within the meaning of paragraph 13 of the Order dated 14 October 2014.
3. Costs reserved.

DATED this 21st day of November 2014

FILED this ~~21~~ 25 day of November 2014

A handwritten signature in black ink, appearing to be 'A. J. Jones', written over a horizontal line.

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