

IN THE GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 103 OF 2014 (AJJ)

In Open Court  
27 November 2014  
Before the Honourable Mr. Justice Andrew J. Jones Q.C.

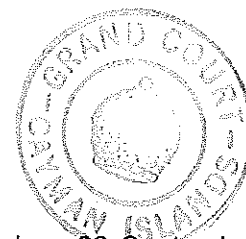
IN THE MATTER OF SECTION 36(3) OF THE EXEMPTED LIMITED PARTNERSHIP LAW,  
2014

AND IN THE MATTER OF HARBINGER CHINA DRAGON INTERMEDIATE FUND L.P.

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WINDING UP ORDER

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UPON the Winding Up Petition of CDGB Ltd. ("the Petitioner") presented on 22 September 2014

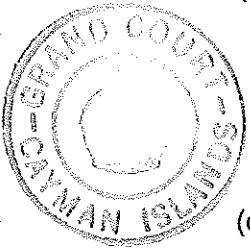
AND UPON reading the First Affidavit of Eunah S. Hyun filed on 22 September 2014 and the exhibit thereto, the First Affidavit of Joanne Deacon filed on 17 November 2014 and the exhibit thereto, the First Affidavit of Nicosia Lawson filed on 26 November 2014 and the exhibit thereto and the Second Affidavit of Joanne Deacon filed on 27 November 2014 and the exhibit thereto

AND UPON hearing Leading Counsel for the Petitioner and Leading Counsel for Global Opportunities Breakaway GP, L.L.C. (the "General Partner"), the general partner of Harbinger China Dragon Intermediate Fund L.P. (the "Partnership")

IT IS ORDERED that:

1. The Partnership be wound up in accordance with section 36(3) of the Exempted Limited Partnership Law, 2014 and section 92(e) of the Companies Law (2013 Revision) (the "Companies Law").

2. Stuart Sybersma and Michael Penner of Deloitte & Touche, Citrus Grove, Goring Avenue, PO Box 1787, Grand Cayman KY1-1109, Cayman Islands, be appointed as joint official liquidators (the "Liquidators") of the Partnership.
3. The Liquidators shall not be required to give security for their appointment.
4. The Liquidators shall have the power to act jointly and severally in their capacity as Liquidators of the Partnership.
5. The Liquidators be authorised to exercise all of the following powers within and outside the Cayman Islands without further sanction of the Court, namely the powers:
  - (a) to engage staff (whether or not as employees of the Partnership) to assist the Liquidators in the performance of their functions;
  - (b) to engage attorneys, counsel and other professionally qualified persons, whether in the Cayman Islands or elsewhere, as they may consider necessary to advise and assist them in the performance of their duties in accordance with Order 25 of the Companies Winding Up Rules 2008 (as amended);
  - (c) to take possession of, collect and get in the property of the Partnership and for that purpose to take all such proceedings as they consider necessary;
  - (d) to do all acts and execute, in the name and on behalf of the Partnership, all deeds, receipts and other documents;
  - (e) to draw, accept, make and indorse any bill of exchange or promissory note in the name of and on behalf of the Partnership, with the same effect with the respect of the Partnership's liability as if the bill or note had been drawn, accepted, made or indorsed by or on behalf of the Partnership in the course of its business; and
  - (f) to do all other things incidental to the exercise of their powers.
6. The Liquidators be authorised to take any such action as may be necessary or desirable to obtain recognition of the appointment of the Liquidators in any other relevant jurisdiction and to make applications to the courts of such jurisdictions for that purpose.

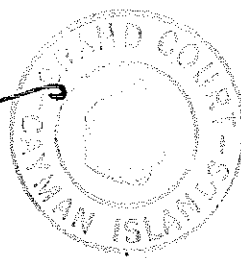


7. The Liquidators shall have the power to take all action on behalf of the Partnership pursuant to this Order and their powers under the Companies Law in the name and to the exclusion of the General Partner, and the General Partner shall forthwith have no authority or power to act in relation to the Partnership other than at the direction and/or with the consent of the Liquidators.
8. Subject to section 104(5) of the Companies Law and the Insolvency Practitioner's Regulations 2008 (as amended), the Liquidators be authorised to render and pay invoices out of the assets of the Partnership for their own remuneration.
9. The Liquidators be at liberty to meet all disbursements reasonably incurred in connection with the performance of their duties and, for the avoidance of doubt, all such payments shall be made as and when they fall due out of the assets of the Partnership as expenses of the liquidation.
10. No disposition of the Partnership's property by or with the authority of the Liquidators in carrying out their duties and functions and exercise of their powers granted pursuant to this Order shall be voided by virtue of section 99 of the Companies Law.
11. No suit, action or other proceeding shall be proceeded with or commenced against the Partnership except with the leave of the Court pursuant to section 97 of the Companies Law and subject to such terms as the Court may impose.
12. The Petitioner's costs of and incidental to the Petition shall be paid by the General Partner, such costs to be taxed on a standard basis if not agreed.

Dated the 27<sup>th</sup> day of November 2014

Filed the 28<sup>th</sup> day of November 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 Petitioner whose address for service is that of its said attorneys, 190 Elgin Avenue, George Town, Grand Cayman KY1-9001, Cayman Islands.