

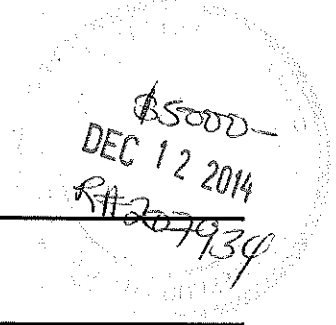
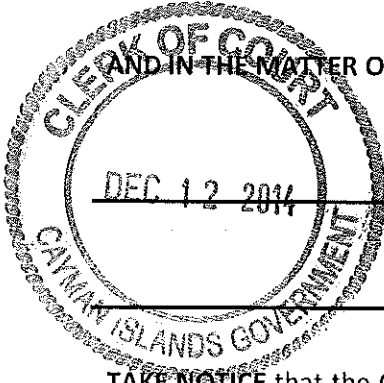
IN THE GRAND COURT OF THE CAYMAN ISLANDS  
FINANCIAL SERVICES DIVISION



Case No. FSD 0136 OF 2014

IN THE MATTER SECTION 64 OF THE COMPANIES LAW (2013 REVISION)

AND IN THE MATTER OF BJB CAREER EDUCATION COMPANY LIMITED



NOTICE OF ORIGINATING MOTION

TAKE NOTICE that the Court at the Law Courts, George Town, Grand Cayman will be moved on \_\_\_\_\_ at \_\_\_\_\_ am/pm or as soon thereafter as counsel can be heard, by counsel on behalf of CRESCENT JADE LIMITED, APTECH INVESTMENT ENHANCERS LIMITED and MENKO INTERNATIONAL HOLDINGS LIMITED for an order that:

- 1 That Inspectors be appointed pursuant to the Companies Law (2013 Revision) section 64 for the purpose of examining into the affairs of Beijing Jadebird Career Education Company Limited (the *Company*) and its related companies, entities or subsidiaries, and reporting their findings to this Honourable Court.
- 2 Without prejudice to the generality of paragraph 1 of this Order, the Inspectors shall be empowered to:-
  - (a) Examine the trading activities, accounting books and records of the Company and its said related companies, entities or subsidiaries during the period from 2009 to present.
  - (b) Identify the assets and liabilities of the Company and its said related companies, entities or subsidiaries.
  - (c) Review the audited financial statements of the Company and its said related companies, entities or subsidiaries and the management accounts for the

period from 2009 to the present and examine any irregularities or discrepancies and payments.

- (d) Review the source and application of the Company's funds for the period from 2009 to date.
- (e) Review the consolidated financial statements and/or management accounts of the Company and its said related companies, entities or subsidiaries for the period from 2009 to present including auditors working papers.
- (f) Review the bank statements of the Company and its said related companies, entities or subsidiaries for the period from 2009 to present.
- (g) Review all related party transaction, including but not limited to transactions with shareholders and directors, for the period from 2009 to the present.
- (h) Review of the contractual and licensing documentation relating to the on-going businesses of the Company and its said related companies, entities or subsidiaries.
- (i) If thought appropriate by the Inspectors, to examine upon oath such directors, officers and agents of the Company and/or its said related companies, entities or subsidiaries in relation to the activities of the Company as the Inspectors think fit.

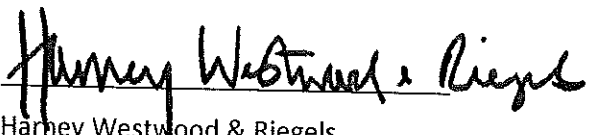
3 The Inspectors shall prepare a report to the Court that shall be filed and served upon the directors and the shareholders of the company by not later than six weeks from the date of this Court's Order appointing Inspectors and in respect of which the Inspectors shall have liberty to apply.

4 The Inspectors shall have liberty to apply to the Court for further or other directions upon giving not less than 5 working days prior notice to all the directors and shareholders of the Company.

- 5 The Applicants shall have the liberty to apply to vary or discharge this Order upon giving not less than 5 working days prior notice to all the shareholders of the Company.
- 6 The costs of and incidental to this application shall be paid by the Company as an expense of the Company.

**AND FURTHER TAKE NOTICE** that the grounds of this application are as set out in the First Affidavit of David Hand sworn on 12 December 2014.

Dated this 12th day of December 2014

  
Harney Westwood & Riegels

Attorneys-at-Law for and on behalf of the Plaintiff

**TO:** The Clerk of the Court  
**AND TO:** The Company

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**THIS NOTICE OF ORIGINATING MOTION** was issued by Harney Westwood & Riegels, Attorneys-at-Law for the Plaintiff, whose address for service is 4<sup>th</sup> Floor, Harbour Place, 103 South Church Street, PO Box 10240, Grand Cayman KY1-1002, Cayman Islands (Ref: 040053.0014 - INM).