

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

22 |
CAUSE NO FSD - OF 2019 ()

IN THE MATTER OF AN APPLICATION FOR A DISCLOSURE ORDER

BETWEEN



(1)
(2)

JING WANG
RONGRONG GUO



Applicants



-v-

(1) MARICORP SERVICES LTD.
(2) WERIDE INC.

Respondents

ORIGINATING SUMMONS

LET THE RESPONDENTS of 31 The Strand, 46 Canal Point Drive, Grand Cayman attend before the Judge in Chambers, at the Law Courts, George Town, Grand Cayman, Cayman Islands on the day of 2019 , at am/ pm, on the hearing of an application by the Applicants seeking orders pursuant to the jurisdiction in *Norwich Pharmacal Co and Others v Customs and Excise Commissioners* [1974] AC 133 in the form of Draft Order annexed to this Originating Summons.

AND LET THE RESPONDENTS within fourteen (14) days after service of this Summons on them counting the day of service, return the accompanying Acknowledgment of Service to the Courts Office, PO Box 495, George Town, Grand Cayman KY1-1106, Cayman Islands.

Dated this 8th day of November 2019

Filed this 8th day of November 2019


Harney Westwood & Riegels

Attorneys-at-Law for the Applicants

NOTES: This Summons may not be served later than four (4) calendar months (or, if leave is required to effect service out of jurisdiction, six (6) months) beginning with the above date unless renewed by order of the Court.

If a Respondent does not attend personally or by his attorney at the time and place above-mentioned such order will be made as the Court may think just and expedient.

IMPORTANT

Directions for Acknowledgment of Service are given with the accompanying form.

This ORIGINATING SUMMONS was issued by Harney, Westwood & Riegels, Attorneys-at-Law for the Applicants, and whose address for service is 3rd Floor Harbour Place, 103, South Church Street, George Town, Grand Cayman, Cayman Islands, KY1-1002. (Ref: 052648.0002/KLP/CZK).

DIRECTIONS FOR ACKNOWLEDGMENT OF SERVICE OF ORIGINATING SUMMONS

The accompanying form of Acknowledgment of Service should be completed by an Attorney acting on behalf of the Defendant[s] or by the Defendant[s] if acting in person. After completion it must be delivered or sent by post to the Law Courts, PO Box 495, George Town, Grand Cayman KY1-1106, Cayman Islands.

NOTES FOR GUIDANCE

- 1 Each Defendant (if there are more than one) is required to complete an Acknowledgment of Service and return it to the Courts Office.
- 2 If you wish to defend claims made in the originating summons, or intend to attend the proceedings and to participate in them so far as necessary (although not necessarily in an adversarial manner) you should tick the "Yes" box in paragraph 2 of the Acknowledgment of Service.
- 3 For the purpose of calculating the period of fourteen (14) days for acknowledging service, a writ served on the Defendant personally is treated as having been served on the day it was delivered to him.
- 4 Where the Defendant is sued in a name different from his own, the form must be completed by him with the addition in paragraph 1 of the words "sued as (the name stated on the Originating Summons)".
- 5 Where the Defendant is a FIRM and an attorney is not instructed, the form must be completed by a PARTNER by name, with the addition in paragraph 1 of "Partner in the firm of (.....)" after his name.
- 6 Where the Defendant is sued as an individual TRADING IN A NAME OTHER THAN HIS OWN, the form must be completed by him with the addition in paragraph 1 of the description "trading as (.....)" after his name.
- 7 Where the Defendant is a LIMITED COMPANY the form must be completed by an Attorney or by someone authorised to act on behalf of the Company, but the

Company can take no further step in the proceedings without an Attorney acting on its behalf.

- 8 Where the Defendant is a MINOR or a MENTAL PATIENT, the form must be completed by an Attorney acting for a guardian ad litem.
- 9 A Defendant acting in person may obtain help in completing the form at the Courts Office.

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ACKNOWLEDGMENT OF SERVICE OF ORIGINATING SUMMONS

If you intend to instruct an Attorney to act for you, give him this form **IMMEDIATELY**.

Important. Read the accompanying directions and notes for guidance carefully before completing this form. If any information required is omitted or given wrongly, **THIS FORM MAY HAVE TO BE RETURNED.**

1. State the full name of the Defendant by whom or on whose behalf the service of the Originating Summons is being acknowledged.

2. State whether the Defendant intends to contest or otherwise participate in the proceedings (tick appropriate box)

YES NO

Service of the Originating Summons is acknowledged accordingly.

Address for Service:

NOTES ON ADDRESS FOR SERVICE

Attorney: where the Defendant is represented by an attorney, state the attorney's place of business in the Cayman Islands. A Defendant may not act by a foreign attorney.

Defendant in person: where the Defendant is acting in person, he must give his post office box number and the physical address of his residence or, if he does not reside in the Cayman Islands, he must give an address in Grand Cayman where communications for him should be sent. In the case of a limited company, "residence" means its registered principal office.

Endorsement by Plaintiff's Attorney (or by the Plaintiff if suing in person) of his name, address and reference, if any, in the box below.

Harney Westwood & Riegels
3rd Floor, Harbour House
103 South Church Street
PO Box 10240
Grand Cayman KY1-1002
Cayman Islands
(Ref: KLP/CZK/52648.0002)

Endorsement by Defendants' Attorney (or by defendant if suing in person) of his name, address and reference, if any, in the box below.

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-v-

(1) MARICORP SERVICES LTD.
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Respondents

DRAFT ORDER

UPON the Applicants having applied by Originating Summons dated 8 November 2019 (the *Originating Summons*)

AND UPON reading the Originating Summons, the Affirmation of Jing Wang made on 8 November 2019 and the exhibit thereto

AND UPON the Applicants giving the undertakings set out in Schedule B to pay the First Respondent's reasonable costs incurred in relation to the application and complying with the terms of this Order

AND UPON hearing Counsel for the Applicants [and Counsel for the Respondents]

IT IS HEREBY ORDERED THAT:

1. The Respondents shall take steps to preserve the documents set out in Schedule A of this Order.
2. The Respondents shall disclose and deliver to the Applicants' attorneys, Harney, Westwood & Riegels (*Harneys*) by 4pm on [DATE¹+7], legible copies of any of the documents in the Respondents' possession, power, custody or control which fall within any of the categories referred to in Schedule A of this Order (*the Company Documents*).
3. Each of the Respondents shall by 4pm on [DATE+7], file and serve on Harneys an affidavit confirming the identity of the auditor of the Company and setting out to the best of their knowledge, information and belief, the location of the information and documentation set out in Schedule A of this Order.
4. For the purpose of this Order, the Company Documents comprise documents in both hard copy and electronic form. They further include any documents that the Respondents do not hold at their registered addresses within the Cayman Islands but which they have the power to recall, either from elsewhere within the jurisdiction or globally, including but not limited to the First Respondent's obligations and powers relating to documents under the relevant Cayman Island's customer due diligence, anti-money laundering and know-your-client rules and regulations.
5. Anyone served with or notified of this Order may apply to Court at any time to vary or discharge this Order (or so much of it as affects that person), but they must first inform Harneys. If any evidence is to be relied upon in support of the application, the substance of it must be communicated to Harneys in advance.
6. The Applicants shall pay the First Respondent's reasonable costs incurred in relation to the application and complying with the terms of the order.

¹ 'DATE' refers to the hearing date assigned by the Court

Dated the 8th day of November 2019

Filed the 8th day of November 2019

The Honourable Mr(s) Justice
JUDGE OF THE GRAND COURT OF THE CAYMAN ISLANDS

THIS ORDER was filed by Harney, Westwood & Riegels, Attorneys-at-Law for the Applicants, and whose address for service is 3rd Floor Harbour Place, 103, South Church Street, George Town, Grand Cayman, Cayman Islands, KY1-1002. (Ref: 052648.0002/KLP/CZK).

SCHEDULE A

INFORMATION AND DOCUMENTATION REQUIRED TO BE PROVIDED

1. All documents evidencing changes in the shareholding of the Company since 1 February 2018, including the register of members since the date of incorporation of the Company until the date of disclosure;
2. The minutes of all meetings of members or directors of the Company from 1 February 2018 to the date of disclosure;
3. All written resolutions of the members or directors of the Company from 1 February 2018 to the date of disclosure;
4. Any documents relating to the financing of the Company from 1 February 2018 to the date of disclosure including but not limited to any transactional documents and ancillary agreements entered into by the Company;
5. Any documents relating to the issuance, transfer, sale, redemption or other dealing with shares in the Company from 1 February 2018 to the date of disclosure, including any alterations to the status of existing shares;
6. Any documents relating to any payments by way of dividend, interest or otherwise in respect of the shares of the Company from 1 February 2018 to the date of disclosure;
7. Any correspondence between the Company and investors or potential investors in relation to the issuance or potential issuance of new shares in the Company from 1 February 2018 to the date of disclosure;
8. Any internal correspondence between the members and/ or directors of the Company from 1 February 2018 to the date of disclosure relating to the issuance or potential issuance of shares in the Company and the reasons therefor; and

9. Any documents demonstrating the financial performance and position of the Company from 1 January 2018 to the date of disclosure, including but not limited to the identity of the auditor, and financial statements, balance sheets, income statements, cash flow statements, quarterly and annual financial reports, management accounts, projections and business plans.

SCHEDULE B

UNDERTAKINGS GIVEN TO THE COURT BY THE APPLICANTS

1. The Applicants shall pay the reasonable costs of the First Respondent in relation to the application and which have been incurred as a result of this Order and if the Court later finds that this Order has caused the First Respondent loss, and decides that the First Respondent should be compensated for that loss, the Applicants will comply with any order the Court may make.
2. If this Order ceases to have effect, the Applicants shall immediately take all reasonable steps to inform in writing anyone to whom it has given notice of this Order, or who they have reasonable grounds for supposing may act upon this Order, that it has ceased to have effect.
3. The Applicants will not, without the permission of the Court, use any information or documents obtained pursuant to this order except for the purpose of civil proceedings in any jurisdiction regarding their rights as shareholders of the Second Respondent.