

IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION

CAUSE NO: FSD 132 OF 2020 (MRHJ)

IN THE MATTER OF SECTION 46 OF THE COMPANIES LAW (2020 REVISION)
AND IN THE MATTER OF THE GRAND COURT RULES 1995, ORDER 102(2)(1)(b)

IN THE MATTER OF GEOPAY HOLDING LIMITED

BETWEEN

- (1) ZHONGZHI CAPITAL (HK) COMPANY LIMITED
(2) DRAGON OCEAN DEVELOPMENT LTD

Plaintiffs

AND

- (1) GEOPAY HOLDING LIMITED
(2) GEOSWIFT HOLDING LIMITED

Defendants



ORIGINATING SUMMONS

LET THE DEFENDANTS, Geopay Holding Limited c/o Vistra (Cayman) Limited, P.O. Box 31119 Grand Pavillion, Hibiscus Way, 802 West Bay Road, Grand Cayman, Cayman Islands, and Geoswift Holding Limited c/o Vistra Corporate Services Centre, Wickhams Cay II, Road Town, Tortola, VG1110, British Virgin Islands, attend before the Judge in Chambers at the Law Courts, George Town, Grand Cayman, on the day of _____ 2020, at _____ o'clock, on the hearing of an application by the Plaintiffs pursuant to section 46 of the Companies Law (2020 Revision) for the following orders:

1. That, pursuant to section 46 of the Companies Law (2020) Revision, the Register of Members of Geopay Holding Limited ("**Geopay**") be rectified within 7 days by including Zhongzhi Capital (HK) Company Limited as the holder of 6,302 ordinary shares, more particularly and distinctively identified as shares numbered from 3054 to 9355 on Geopay's share certificate number 5 dated 4 September 2017;
2. That, pursuant to section 46 of the Companies Law (2020) Revision, the Register of Members of Geopay be rectified within 7 days by including Dragon Ocean Development Limited as the holder of 3,053 ordinary shares, more particularly and distinctively identified as

shares numbered from 1 to 3053 on Geopay's share certificate number 4 dated 4 September 2017;

3. Within 7 days of the steps referred to at paragraphs 1 and 2 above, that Geopay instruct or procure Vistra (Cayman) Limited to rectify the copy of Geopay Holding Limited's register of members which it holds, to reflect the rectification to the original register as set out in paragraphs 1 and 2 above;
4. That Geopay issue share certificates to Zhongzhi Capital (HK) Company Limited and to Dragon Ocean Development Limited reflecting the share transfers set out in paragraphs 1 and 2 above within 14 days of the said share transfers having been entered on the Register of Members of Geopay;
5. Such further or other relief as the Court sees fit; and
6. That the Plaintiffs' costs of this Summons to be paid by the Defendants.

AND LET THE DEFENDANT within 14 days after service of this summons, counting the day of service, return the accompanying Acknowledgement of Service to the Courts Office.

Dated this 17th day of June 2020

Filed this day of June 2020



Ogier
Attorneys for the Plaintiffs

TIME ESTIMATE: The estimated length of the hearing of this Summons is half of a day.

NOTES:

1. This Summons may not be served later than 4 calendar months (or, if leave is required to effect service out of the jurisdiction, 6 months), beginning with the above date unless renewed by order of the Court.
2. If a Defendant 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 Acknowledgement of Service are given with the accompanying form

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 or by the Defendant if acting in person. After completion it must be delivered or sent by post to the Law Courts, P.O. Box 495G, George Town, Grand Cayman.

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 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 the description "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.

**IN THE GRAND COURT OF THE CAYMAN ISLANDS
FINANCIAL SERVICES DIVISION**

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BETWEEN

(1) ZHONGZHI CAPITAL (HK) COMPANY LIMITED

(2) DRAGON OCEAN DEVELOPMENT LTD

Plaintiffs

AND

(1) GEOPAY HOLDING LIMITED

(2) GEOSWIFT HOLDING LIMITED

Defendants

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

(Signed).....
[Attorney] for
[Defendant in person]

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.

Indorsement by Plaintiffs' Attorney (or by plaintiff if suing in person) of his name, address and reference, if any, in the box below.

Ogier
89 Nexus Way
Camana Bay
Grand Cayman KY1-9009
Cayman Islands

Ref: WJO/VTK/427261.00001

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

[Empty box for Defendant's Attorney indorsement]