



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

FSD CAUSE NO. 17 OF 2021 (CRJ)

IN THE MATTER OF THE COMPANIES LAW (2020 REVISION)

AND IN THE MATTER OF YOOLI HOLDING LIMITED

BETWEEN

- (1) SBCVC IV AS COMPANY LIMITED**
- (2) MORNINGSIDE CHINA TMT FUND III CO-INVESTMENT, L.P.**
- (3) MORNINGSIDE CHINA TMT FUND III, L.P.**
- (4) HILLHOUSE FIN HOLDINGS LIMITED**

PLAINTIFFS

AND

YOOLI HOLDING LIMITED

DEFENDANT

ORIGINATING SUMMONS

LET THE DEFENDANT, Yooli Holding Limited of Sertus Chambers, Governors Square, Suite #5-204, 23 Lime Tree Bay Avenue, P.O. Box 2547, Grand Cayman, KY1-1104, Cayman Islands attend before the Judge in Chambers at the Law Courts, George Town, Grand Cayman on the day of 2021, at o'clock on the hearing of an application by the Plaintiff of pursuant to section 46 of the Companies Law (2020 Revision) for the following orders:

1. A declaration that:

This Originating Summons was issued by Carey Olsen, Attorneys acting on behalf of the Plaintiffs whose address for service is Level 1, Willow House, Cricket Square, Grand Cayman, Cayman Islands.

- a. 10,459,770 Series A preferred shares and 1,162,197 Series C preferred shares held by the 1st Plaintiff in the Defendant;
- b. 2,026,394 Series B preferred shares and 225,155 Series C preferred shares held by the 2nd Plaintiff in the Defendant;
- c. 20,770,541 Series B preferred shares and 2,307,838 Series C preferred shares held by the 3rd Plaintiff in the Defendant; and
- d. 8,192,606 Series C preferred shares held by the 4th Plaintiff in the Defendant,

(collectively, the "**Series A, B and C Preferred Shares**") have been surrendered to the Defendant.

2. The Register of Members of the Defendant be updated to record the surrender of the Series A, B and C Preferred Shares.
3. The Registered Office provider of the Defendant shall be permitted to carry out the acts in paragraphs 1 and 2 above without further reference to the Defendant.
4. In the event that the Registered Office provider of the Defendant does not maintain the original Register of Members then the Registered Office provider of the Defendant shall be permitted to update the copy Register held by the Registered Office to carry out the acts in paragraphs 1 and 2 above without further reference to the Defendant.
5. The costs of this Originating Summons shall be paid by the Defendant to the Plaintiffs.
6. Such other orders and directions as the Court thinks fit.

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 20th day of January 2021



Carey Olsen

This Originating Summons was issued by Carey Olsen, Attorneys acting on behalf of the Plaintiffs whose address for service is Level 1, Willow House, Cricket Square, Grand Cayman, Cayman Islands.

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.

This Originating Summons was issued by Carey Olsen, Attorneys acting on behalf of the Plaintiffs whose address for service is Level 1, Willow House, Cricket Square, Grand Cayman, Cayman Islands.

**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, PO Box 495G, 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 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 authorized 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.

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- 1. State the full name of the Respondent by whom or on whose behalf the service of the Originating Summons is being acknowledged.
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2. State whether the Respondent intends to contest or otherwise participate in the proceedings
appropriate box)

yes

no

Service of the Originating Summons is acknowledged accordingly

(signed)

Address for service:

Please complete overleaf

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 or principal office.

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

Carey Olsen
P.O. Box 10008
Level 1, Willow House
Cricket Square
Grand Cayman

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+1 345 749 2035

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