



IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE NO. FSD 349 OF 2021 (MRHJ)

IN THE MATTER OF COMPANIES ACT (2021 REVISION)

AND IN THE MATTER OF EVERGREEN INTERNATIONAL HOLDINGS LIMITED

IN OPEN COURT

6 JANUARY 2022

BEFORE THE HONOURABLE JUSTICE RAMSAY-HALE

ORDER

UPON the Winding up Petition (the "**Petition**") dated 1 December 2021 presented by CIS Securities Asset Management Limited (the "**Petitioner**") for the winding up of Evergreen International Holdings Limited (the "**Company**")

AND UPON the Company Summons' dated 5 January 2022 seeking the appointment of joint provisional liquidators

AND UPON reading the First Affirmation of Man Chun So affirmed on 25 November 2021, the First Affirmation of Yat Kit Jong affirmed on 25 November 2021, the First Affidavit of Simon Richard Conway sworn on 1 December 2021, the First Affirmation of Chung Ho Wai Alan affirmed on 1 December 2021, the First Affirmation of Laima Blij affirmed on 9 December 2021, the First Affidavit of Harry Edward Clark sworn on 21 December 2021, the Second Affidavit of Harry Edward Clark sworn on 29 December 2021, the Third Affidavit of Harry Edward Clark

This Order is filed by Ogier, Attorneys-at-Law for the Petitioner, whose address for service is:
89 Nexus Way, Camana Bay, Grand Cayman KY1-9009, Cayman Islands (MKS/GEL/500303.00003)



sworn on 4 January 2022, the First Affidavit of Chan Yuk Ming sworn on 6 January 2022, the First Affidavit of Margot MacInnis sworn on 5 January 2022, the First Affirmation of Mat Ng affirmed on 5 January 2022 and the First Affirmation of Nigel Trayers affirmed on 5 January 2022

AND UPON reading the skeleton arguments filed on behalf of the Petitioner on 29 December 2021 and 4 January 2022 and the skeleton argument filed on behalf of the Company on 5 January 2022

AND UPON hearing counsel for Petitioner and the Company

IT IS ORDERED THAT:

1. The Company be wound up in accordance with section 92(d) of the Companies Act.
2. Mr Simon Richard Conway of PwC Corporate Finance & Recovery (Cayman) Limited, P.O. Box 258, 18 Forum Lane, Camana Bay, Grand Cayman, KY1 -1104 Cayman Islands, Mr Man Chun So and Mr Yat Kit Jong of PricewaterhouseCoopers Limited, 20/F Prince's Building, Central, Hong Kong be appointed as joint official liquidators of the Company (the "**JOLs**").
3. The registered office of the Company be moved to PwC Corporate Finance & Recovery (Cayman) Limited, P.O. Box 258, 18 Forum Lane, Camana Bay, Grand Cayman, KY1-1104 Cayman Islands.
4. The JOLs be authorised to act jointly and severally in their capacity as liquidators of the Company.
5. The JOLs shall not be required to give security for their appointment.
6. The JOLs be authorised to exercise within and outside the Cayman Islands any of the powers conferred on them by the Court pursuant to Section 110(2) and Part II of the Third Schedule of the Companies Act (2021 Revision) without further sanction or intervention of the Court.

This Order is filed by Ogier, Attorneys-at-Law for the Petitioner, whose address for service is:
89 Nexus Way, Camana Bay, Grand Cayman KY1-9009, Cayman Islands (MKS/GEL/500303.00003)



7. The JOLs be authorised to carry out any act or exercise any power considered by them to be necessary or desirable in connection with the liquidation of the Company and the winding-up of its affairs and to prevent the dissipation of the assets of the Company and its subsidiaries in any jurisdiction.
8. The JOLs be authorised to take any such action as may be necessary or desirable to obtain recognition of the Official Liquidators and/or their appointment in any other relevant jurisdiction, including in the High Court of Hong Kong, and to make applications to the courts of such purpose.
9. The JOLs are at liberty to meet all disbursements reasonably incurred in connection with the performance of their duties out of the assets of the Company as an expense of the liquidation.
10. The JOLs have the power to appoint agents in the Cayman Islands, The People's Republic of China and Hong Kong SAR and elsewhere to do any business contemplated by this order which they are unable to do themselves or which can more conveniently be done by an agent.
11. The JOLs be authorised to take control of such of the direct and/or indirect subsidiaries of the Company (the **Subsidiaries**) and/ joint ventures, investments, associated companies, businesses or other entities in which the Company holds an interest (or such shares of Company) (the **Associated Companies** and, together with the Company and the Subsidiaries, the **Group**), in each case wherever located, as the JOLs shall think fit; to call or cause to be called such meetings of such Subsidiaries and/or Associated Companies and/or to sign such resolutions (in accordance with the provisions of any relevant constitutional or related documentation of such companies) and take such other steps, including applications to appropriate courts and/or regulators, as the JOLs shall consider necessary to appoint or remove directors, legal representatives, officers and/or managers to or from such Subsidiaries and/or Associated Companies, and in each case take such steps as are necessary to cause the registered agents (or other equivalent

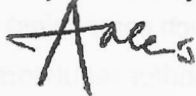
This Order is filed by Ogier, Attorneys-at-Law for the Petitioner, whose address for service is:
89 Nexus Way, Camana Bay, Grand Cayman KY1-9009, Cayman Islands (MKS/GEL/500303.00003)

corporate administrators) of such Subsidiaries or Associated Companies to give effect to the changes to the boards of directors, legal representatives, officers and/or managers of such companies or entities, including (without limitation) effecting changes to the company registers of such Subsidiaries or Associated Companies as may be deemed appropriate by the JOLs; and/or to take such other action in relation to all such Subsidiaries or Associated Companies as the JOLs shall think fit for the purpose of protecting the Assets and managing the affairs of the Company (which, for the avoidance of doubt, shall include the assets and affairs of the Subsidiaries and Associated Companies).

12. The JOLs be at liberty to appoint counsel, attorneys, and/or any other professional advisors, whether in the Cayman Islands or elsewhere, as they may consider necessary to advise and assist them in the performance of their duties and on such terms as they may think fit and to remunerate them out of the assets of the Company.
13. The remuneration and expenses of the JOLs shall be paid out of the assets of the Company.
14. The JOLs be at liberty to apply generally to the Court to make such orders for regulating the future conduct of the affairs of the Company as the Court shall see fit.
15. The Petitioner's costs of and incidental to the Petition shall be paid out of the assets of the Company on an indemnity basis.

Dated the 6th day of January 2022.

Filed the 6th day of January 2022.



THE HONOURABLE JUSTICE RAMSAY-HALE
JUDGE OF THE GRAND COURT

This Order is filed by Ogier, Attorneys-at-Law for the Petitioner, whose address for service is:
89 Nexus Way, Camana Bay, Grand Cayman KY1-9009, Cayman Islands (MKS/GEL/500303.00003)