



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

**CAUSE NO: FSD            OF 2023 (            )**

**IN THE MATTER OF THE COMPANIES ACT (2023 REVISION)  
AND IN THE MATTER OF ADENIUM ENERGY CAPITAL, LTD. (IN OFFICIAL LIQUIDATION)**

**BETWEEN:**

**(1) CHRISTOPHER KENNEDY AND (2) ALEXANDER LAWSON  
(AS JOINT OFFICIAL LIQUIDATORS FOR AND ON BEHALF OF  
ADENIUM ENERGY CAPITAL, LTD. (IN OFFICIAL LIQUIDATION))**

**Plaintiffs**

**AND**

**(1) VISCOM INVESTMENTS LIMITED  
(a company incorporated under the laws of the Bahamas)**

**(2) INFINITY WORLD INVESTMENTS SA  
(a company incorporated under the laws of Panama)**

**(3) MAYMOUNA HOLDING SAL  
(a company incorporated under the laws of the Republic of Lebanon)**

**(4) WASSEF SAWAF**

**(5) KSB CAPITAL (OFFSHORE) SAL  
(a company incorporated under the laws of the Republic of Lebanon)**

**Defendants**

This **WRIT OF SUMMONS** is filed by Walkers (Cayman) LLP, Attorneys-at-Law, of 190 Elgin Avenue, George Town, Grand Cayman KY1-9001, Cayman Islands, for the Plaintiffs, whose address for service is care of their said Attorneys-at-Law.

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**WRIT OF SUMMONS**

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- TO:** (1) Viscom Investments Limited, with registered office situate at Suite E-2, Union Court Building, Elizabeth Avenue and Shirley Street, Nassau, Bahamas
- (2) Infinity World Investments SA, with registered office situate at HSBC Building, 6<sup>th</sup> Floor, Samuel Lewis Avenue, Panama City, Panama
- (3) Maymouna Holding SAL, with registered office situate at Bellevue Building, Verdun, Ain el Tineh, Beirut, Lebanon
- (4) Mr Wassef Sawaf, of Villa 9, Road 53, Al Wasl, Dubai, United Arab Emirates
- (5) KSB Capital (Offshore) Limited, of Al Shmookh Business Tower, One UAQ, UAQ Free Trade Zone, Umm Al Quwain, United Arab Emirates

**THIS WRIT OF SUMMONS** has been issued against you by the above-named Plaintiffs in respect of the claim set out on the next page.

Within \_\_\_ days after the service of this Writ on you, counting the day of service, you must either satisfy the claim or return to the Court Office, P.O. Box 495, George Town, Grand Cayman KY1-1106, the accompanying Acknowledgment of Service stating therein whether you intend to contest these proceedings.

If you fail to satisfy the claim or to return the Acknowledgment within the time stated, or if you return the Acknowledgment without stating therein an intention to contest the proceedings, the Plaintiff may proceed with the action and judgment may be entered against you forthwith without further notice.

**DATED** this 30<sup>th</sup> day of March 2023

This **WRIT OF SUMMONS** is filed by Walkers (Cayman) LLP, Attorneys-at-Law, of 190 Elgin Avenue, George Town, Grand Cayman KY1-9001, Cayman Islands, for the Plaintiffs, whose address for service is care of their said Attorneys-at-Law.

**NOTE** - This Writ 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 date of issue unless renewed by order of the Court.

### IMPORTANT

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

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### GENERAL INDORSEMENT

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The Plaintiffs, as the Joint Official Liquidators ("**JOLs**") of Adenium Energy Capital, Ltd. (In Official Liquidation) (the "**Company**"), claim relief in relation to and arising from: (1) the Company's entry into an English law-governed purported Deed of Debenture dated 30 May 2019 (the "**Debenture**") with each of the First, Second, Third and Fourth Defendants and; (2) the Company's subsequent and resulting transfers of shares in the following companies to the Fifth Defendant:

- (a) 1,000 shares in Rashadiya Solar Limited ("**Rashadiya**"), an exempted company incorporated in the Cayman Islands;
- (b) 3,789 Class A shares and 1,000 Class B shares in Sedoka 2 Holdings Limited ("**Sedoka**"), a company incorporated in the British Virgin Islands;
- (c) 1 Management share, 100,000 Series A shares and 68,709 Ordinary shares in Adenium Distributed Solar Limited ("**ADS**"), an exempted company incorporated in the Cayman Islands;
- (d) 1,000 Class A shares in Yasmeeen Solar Jordan Limited ("**Yasmeeen**"), an exempted company incorporated in the Cayman Islands;
- (e) 330 Class A shares and 63,350 Class B shares in Adenium Solar Jordan Limited ("**ASJL**"), an exempted company incorporated in the Cayman Islands; and

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(f) 1,000 Class B shares in Zeini Limited ("**Zeini**"), a company incorporated in the British Virgin Islands,

(the "**Share Transfers**").

**AND THE PLAINTIFFS** claim:

1. A declaration that the Debenture and any and all purported obligations (including the making of assignments and the creation of any security) thereunder, are void, alternatively are voidable pursuant to section 146 of the Companies Act (2023 Revision) (the "**Companies Act**") and should be avoided.
2. A declaration that the Share Transfers are void, alternatively are voidable pursuant to section 146 of the Companies Act and should be avoided:
3. A declaration that any and all subsequent dealings with or dispositions of the aforementioned share (the "**Shares**") or any of them is void, alternatively are voidable under section 146 of the Companies Act and should be avoided.
4. An order setting aside the Debenture.
5. An order setting aside each of the Share Transfers.
6. A declaration that the Company is the sole beneficial owner of the Shares.
7. Orders:
  - (a) requiring the Fifth Defendant to execute, or cause to be executed, all documents necessary to transfer the Shares to the Company and deliver such documents to the Plaintiffs;
  - (b) rectifying the share register of the following Cayman Islands companies to reflect the Company's ownership as follows:
    - (i) Rashadiya: 1,000 shares;

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- (ii) ADS: 1 Management share, 100,000 Series A shares and 68,709 Ordinary shares;
  - (iii) Yasmeen: 1,000 Class A shares; and
  - (iv) ASJL: 330 Class A shares and 63,350 Class B shares.
8. There be all appropriate accounts and inquiries as to:
- (a) all dealings with the Shares (and each of them);
  - (b) any profits made in respect of and/or resulting from the purported execution of the Debenture and/or any dealings with the Shares (and each of them).
9. An order for payment of such sums as may be found to be due following the making of the said inquiries and the taking of the said accounts.
10. Further or alternatively, there be all appropriate accounts as to the sums due and paid under the Debenture.
11. An order that the First to Fifth Defendants pay the Plaintiffs' costs of these proceedings
12. Further or other relief as the Court sees fit.

**DATED** this 30<sup>th</sup> day of March 2023

*Walkers*

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**WALKERS**

**Attorneys-at-Law for the Plaintiffs**

This **WRIT OF SUMMONS** is filed by Walkers (Cayman) LLP, Attorneys-at-Law, of 190 Elgin Avenue, George Town, Grand Cayman KY1-9001, Cayman Islands, for the Plaintiffs, whose address for service is care of their said Attorneys-at-Law.

**DIRECTIONS FOR ACKNOWLEDGMENT OF SERVICE OF  
WRIT OF SUMMONS**

1. 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.

2. A defendant who states in the Defendant's Acknowledgment of Service that the Defendant intends to contest the proceedings must also serve a defence on the attorney for the plaintiff (or on the plaintiff if acting in person).

If a Statement of Claim is indorsed on the Writ (i.e. the words "Statement of Claim" appear on the top of page 2), the Defence must be served within 14 days after the time for acknowledging service of the Writ, unless in the meantime a summons for judgment is served on the Defendant.

If the Statement of Claim is not indorsed on the Writ, the Defence need not be served until 14 days after a Statement of Claim has been served on the Defendant.

If the Defendant fails to serve that Defendant's defence within the appropriate time, the Plaintiff may enter judgment against the Defendant without further notice.

3. A Stay of Execution against the Defendant's goods may be applied for where the Defendant is unable to pay the money for which any judgment is entered. If a Defendant to an action for a debt or liquidated demand (i.e. a fixed sum) who does not intend to contest the proceedings states, in answer to Question 3 in the Acknowledgment of Service, that the Defendant intends to apply for a stay, execution will be stayed for 14 days after that Defendant's Acknowledgment, but the Defendant must, within that time, issue a Summons for a stay of execution, supported by an affidavit of the Defendant's means. The affidavit should state any offer which the Defendant desires to make for payment of the money by instalments or otherwise.

See over for notes for guidance

**Please complete overleaf**

### 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 Court's office.
2. 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.
3. 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 Writ of Summons*)".
4. 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.
5. 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.
6. 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.
7. Where the Defendant is a MINOR or a MENTAL PATIENT, the form must be completed by an Attorney acting for a guardian *ad litem*.
8. A Defendant acting in person may obtain help in completing the form at the Court's office.

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Defendants

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**ACKNOWLEDGMENT OF SERVICE  
OF WRIT OF SUMMONS**

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If you intend to instruct an Attorney to act for you, give that Attorney 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. Delay may result in judgment being entered against a Defendant whereby the Defendant may have to pay the costs of applying to set it aside.

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

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State whether the Defendant intends to contest the proceedings (*tick appropriate box*)

yes  no

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If the claim against the Defendant is for a debt or liquidated demand, AND the Defendant does not intend to contest the proceedings, state if the Defendant intends to apply for a stay of execution against any judgment entered by the Plaintiff (*tick box*)

yes  no

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Service of the Writ is acknowledged accordingly

(Signed) \_\_\_\_\_

Attorney for

**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, the Defendant must give the Defendant's post office box number and the physical address of the Defendant's residence or, if the Defendant does not reside in the Cayman Islands, the Defendant must give an address in Grand Cayman where communications for the Defendant 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 that Plaintiff's name, address and reference, if any, in the box below.

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| <p>Walkers<br/>         Attorneys at Law<br/>         190 Elgin Avenue, George Town<br/>         Grand Cayman KY1-9001<br/>         CAYMAN ISLANDS</p> <p>FAO : Barnaby Gowrie/Brett Basdeo</p> |
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Indorsement by Defendant's Attorney (or by Defendant if suing in person) of that Defendant's name, address and reference, if any, in the box below.

A large, empty rectangular box with a thin black border, intended for the indorsement of the defendant's name, address, and reference.