

## **Exhibit A**

**IN THE GRAND COURT OF THE CAYMAN ISLANDS**

**CAUSE NO: 171 OF 2004**

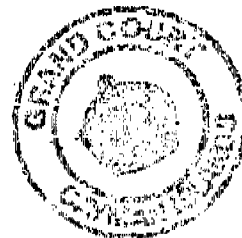
**THE HONOURABLE MR. JUSTICE HENDERSON (In Open Court)**

**IN THE MATTER OF THE COMPANIES LAW (2003 REVISION)**

**AND IN THE MATTER OF THE BANKS AND TRUST COMPANIES LAW (2003 REVISION)**

**AND IN THE MATTER OF BANCREDIT CAYMAN LIMITED**

**ORDER**



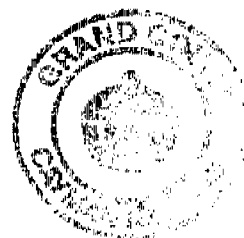
UPON HEARING Simone Tomkins, Legal Counsel for the Cayman Islands Monetary Authority ("the Petitioner");

AND UPON READING the Affidavits of Anna McLean, Richard E. L. Fogerty and Don W. Ebanks filed herein;

**IT IS HEREBY ORDERED:**

1. That Bancredit Cayman Limited be wound up by the Court subject to the provisions of the Companies Law (2003 Revision);

2. That Messrs. James Cleaver and Richard Fogerty of Ernst & Young, be appointed as Joint Official Liquidators of the Company, and that the Joint Official Liquidators be authorised to do any acts or things jointly and severally considered by them to be necessary or desirable in connection with the liquidation of the Company and the winding up of its affairs;
3. That pursuant to Practice Direction number 2 of 2003, the Joint Official Liquidators convene a meeting of creditors as soon as reasonably practicable and in any event within 3 months from the date of this Order, or as the Court may direct, for the purposes of proposing a resolution of creditors for the establishment of a liquidation committee comprising not less than three and not more than five creditors.
4. That a copy of Grand Court Practice Direction number 2 of 2003 and a copy of the documents entitled "A Creditors' Guide to Liquidators' Fees Cayman Islands" dated 29th December 2003 be delivered to all creditors.
5. That the Joint Official Liquidators shall not be required to give security for their appointment;
6. That the Petitioner be at liberty to apply, in the public interest, to the Court at any time, *inter alia*, for the removal of the Joint Official Liquidators on good cause shown;
7. That the Joint Official Liquidators be authorised to exercise jointly and severally all the powers set out in Section 109 of the Companies Law (2003 Revision) without further sanction or intervention of this Honourable Court;



8. That the Joint Official Liquidators do file with the Clerk of the Court a report in writing of the position of and the progress made with the winding up of the Company and with the realisation of the assets thereof and as to any other matters connected to the winding up of the Company, every six calendar months or as the Court may from time to time direct;
9. That the Joint Official Liquidators engage attorneys in the Cayman Islands satisfactory to the Petitioner to assist with the winding up of the Company.
10. That the Joint Official Liquidators be at liberty to employ attorneys, counsel and professional advisors whether in the Cayman Islands or elsewhere as they may consider necessary to advise and assist them in performance of their duties and on such terms as they may think fit;
11. The Joint Official Liquidators shall be entitled to receive remuneration for their services by reference to the time properly given by them and their staff in attending to matters arising in the winding-up. The hourly rates and the amount of remuneration shall be determined in accordance with Rules 4.127 - 131.
12. The Joint Official Liquidators shall provide to the Petitioner copies of all reports filed with this Court and/or sent to creditors or contributories of the Company;
13. The Joint Official Liquidators shall serve on the Petitioner copies of all applications made to this Court for directions or other relief and any evidence in support thereof, such service to be within a reasonable time of date of the hearing of any such applications;
14. That the costs of this petition be paid out of the assets of the Company as an expense of the liquidation;



15. That the costs of the Petitioner be costs of winding up;

DATED this 31st day of May 2004

*A. G. Henderson*

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THE HONOURABLE MR. JUSTICE HENDERSON  
JUDGE OF THE GRAND COURT



This Order is filed by the Legal Division of the Cayman Islands Monetary Authority, whose address for service is 80e Shedden Road, Elizabethan Square, PO Box 10052 APO, Grand Cayman, Cayman Islands.