IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE NO: FSD OF 2026 ( )

IN THE MATTER OF SECTIONS 124 AND 131 OF THE COMPANIES ACT (2026 REVISION) (AS AMENDED)

AND IN THE MATTER OF CMC CAPITAL PARTNERS GP II, LTD. (IN VOLUNTARY LIQUIDATION)

PETITION

TO: The Grand Court of the Cayman Islands

THIS HUMBLE PETITION of Jeffrey Stower of Teneo (Cayman) Limited, Ground Floor, Harbour Place, 103 South Church Street, P.O. Box 10245, George Town, Grand Cayman KY1-1003, Cayman Islands and Chan Mei Lan of Teneo Asia Limited, 4/F, Club Lusitano Building, 16 Ice House Street, Central, Hong Kong, together the joint voluntary liquidators ("**JVLs"**) of CMC Capital Partners GP II, Ltd. (In Voluntary Liquidation) (the "**Company**")**,** shows that:

1 The purpose of this Petition is to seek an order that the voluntary liquidation of the Company continue under the supervision of this Honourable Court pursuant to section 124(1) of the Companies Act (2026 Revision) (As Amended) (the "**Act**") and Companies Winding Up Rules (2023 Consolidation) ("**CWR**") O.15r.1(1).

FILED by Maples and Calder (Cayman) LLP, Attorneys-at-Law for the Petitioner, whose address for service is PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands. (Ref:MCL/874758.000001)

2 The Company was incorporated in the Cayman Islands as an exempted limited liability company, with Registration No. 309272, on 3 March 2016 under the then revision of the Act.

3 The Company's registered office is presently at Maples Corporate Services Limited, P.O. Box 309, Ugland House, South Church Street, George Town, Grand Cayman KY1-1104, Cayman Islands.

4 The principal activity of the Company is to act as the general partner to CMC Capital Partners GP II, L.P., a Cayman Islands exempted limited partnership (the "**Fund**"). The Company, in its capacity as general partner of the Fund, was appointed liquidating trustee of the Fund on 1 April 2026 in accordance with the terms of the Second Amended and Restated Agreement of Limited Partnership dated 13 February 2026.

5 LaConfiance Investments Ltd of Kingston Chambers, PO Box 173, Road Town, Tortola, British Virgin Islands is the sole shareholder of the Company. By a written resolution of the sole shareholder on 1 April 2026, it was resolved that the Company be placed into voluntary liquidation and that the JVLs be appointed.

6 The JVLs have consented to act as joint voluntary liquidators of the Company by way of their written consent addressed to the Company dated 1 April 2026, which was originally filed with the Cayman Islands Registrar of Companies on 14 April 2026, together with notice of the appointment of the JVLs and the written resolutions of the sole shareholder and accepted by the Registrar on 22 April 2026. A notice of voluntary winding up and appointment of JVLs is to be published in the Gazette on 27 April 2026.

7 The directors of the Company as at the date of the commencement of the voluntary winding up are Ruigang Li and Han Gao.

8 From the following information that is available at this time, the JVLs believe the Company is insolvent:

8.1 The directors of the Company have confirmed to the JVLs that they will not sign a declaration of solvency as prescribed by section 124 of the Act;

8.2 The Company is unable to pay its debts as and when they fall due, due to a statutory demand issued to the Company on 8 April 2026 which is supported by an arbitral award in favour of the relevant creditor.

9 The JVLs therefore respectfully request orders of the Court pursuant to section 124(1) of the Act that the liquidation of the Company continue under the supervision of the Court, and that Jeffrey Stower of Teneo (Cayman) Limited, a qualified insolvency practitioner, and Chan Mei Lan of Teneo Asia Limited, a foreign practitioner, be appointed as Joint Official Liquidators of the Company (the "**JOLs**").

10 In this regard, Jeffrey Stower:

10.1 is a qualified insolvency practitioner in the Cayman Islands and meets the residency requirement contained in regulation 5(1)(a) of the Insolvency Practitioners' Regulations (2026 Consolidation) (the "**Regulations**");

10.2 meets the independence requirement prescribed by regulation 6 of the Regulations;

10.3 meets the insurance requirement prescribed by regulation 7 of the Regulations; and

10.4 consents to act as a JOL of the Company, together with Chan Mei Lan of Teneo Asia Limited, if so appointed by the Court.

11 In relation to the proposed foreign practitioner Chan Mei Lan:

11.1 meets the independence requirement prescribed by regulation 6 of the Regulations;

11.2 meets the insurance requirement prescribed by regulation 7 of the Regulations;

11.3 consequently, meets the requirements for foreign practitioners prescribed by regulation 8 of the Regulations; and

11.4 consents to act as a JOL of the Company, together with Jeffrey Stower of Teneo (Cayman) Limited, if so appointed by the Court.

The petitioners therefore humbly pray that:

1 The liquidation of the Company be continued under the supervision of the Court.

2 The requirement in Order.15, rule 5(2) of the CWR that the petition be advertised is waived.

3 Jeffrey Stower of Teneo (Cayman) Limited and Chan Mei Lan of Teneo Asia Limited be appointed as JOLs of the Company to act jointly and severally.

4 The JOLs shall not be required to give security for their appointment.

5 The JOLs' remuneration and expenses be paid out of the assets of the Company in accordance with Part III of the Regulations and Order 20 of the CWR.

6 The JOLs shall have the following power pursuant to Part 1 Schedule 3 of the Act:

6.1 The power to engage staff (whether or not as employees of the Company) to assist them in the performance of their functions.

7 The JOLs shall have the following powers, exercisable without the sanction of this Court, pursuant to Part 2 Schedule 3 of the Act:

7.1 The power to take possession of, collect and get in the property of the Company and for that purpose to take all such proceedings as they consider necessary;

7.2 The power to do all acts and execute, in the name and on behalf of the Company, all deeds, receipts and other documents and for that purpose to use, when necessary, the Company seal;

7.3 The power to prove, rank and claim in the bankruptcy, insolvency or sequestration of any contributory for any balance against their estate, and to receive dividends in the bankruptcy, insolvency or sequestration in respect of that balance, as a separate debt due from the bankrupt or insolvent and rateably with the other separate creditors;

7.4 The power to draw, accept, make and indorse any bill of exchange or promissory note in the name and on behalf of the Company, with the same effect with the respect of the Company's liability as if the bill or note had been drawn, accepted, made or indorsed by or on behalf of the Company in the course of its business;

7.5 The power to promote a scheme of arrangement pursuant to section 86 of the Act;

7.6 The power to convene meetings of creditors and contributories; and

7.7 The power to do all other things incidental to the exercise of their power.

8 The costs of this Petition shall be paid out of the assets of the Company, as an expense of the liquidation, to be taxed if not agreed with the JOLs.

9 The JOLs be at liberty to meet all disbursements reasonably incurred in connection with the performance of their duties and such payments shall be made as and when they fall due out of the assets of the Company and shall be expenses in the liquidation.

10 The JOLs be at liberty to apply for further directions relating to the winding up of the affairs of the Company.

Dated this 27th day of April 2026

Maples and Calder (Cayman) LLP

Maples and Calder (Cayman) LLP
Attorneys-at-Law for the Petitioner

FILED by Maples and Calder (Cayman) LLP, Attorneys-at-Law for the Petitioner, whose address for service is PO Box 309, Ugland House, Grand Cayman, KY1-1104, Cayman Islands. (Ref:MCL/874758.000001)

NOTICE OF HEARING

TAKE NOTICE THAT the hearing of this petition will take place at the Law Courts, George Town, Grand Cayman, on at .

Any correspondence or communication with the Court relating to the hearing of this petition should be addressed to the Registrar of the Financial Services Division of the Grand Court at PO Box 495, Grand Cayman, KY1-1106, telephone 345 949 4296.

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