

IN THE SUPREME COURT OF MAURITIUS
(COMMERCIAL/BANKRUPTCY DIVISION)

On Tuesday 12th of September 2023

Before the Honourable M J Lau Yuk Poon, Judge

SC/COM/MOT/000156/2023

In the matter of:

Cloud Innovation Ltd



Applicant

In the presence of:

African Network Information Centre (AfrinIC) Ltd

Interested Party

Mr N Singla, King's Counsel, appears together with Mr R Gulbul, of Counsel, for the applicant instructed by Mr Attorney D Ramdhur. Messrs. Gulbul and Ramdhur are also in attendance.

Mr Nirmal Manic, Head of Finance, Mr Kishna Dhondee, Internal Legal Advisor, Mr Arthur Cardinal N'Guessan, Head of Stakeholder Development, Afrinic, are present on behalf of the Interested Party.

The proceedings are being digitally recorded and transcriber's script shall be the official court record.

At this stage, from the floor of the court room, Mr Arthur addresses to the Court.

Exchanges between the bench and Mr Arthur. (In French)

At this stage, Mr Singla submits.

Oral Judgment:

After having considered the oral submission of Mr Singla, KC, today, in court as well as the statement made by Mr. Arthur Cardinal N'Guessan, who is an employee at AfrinIC Limited. Considering the circumstances of the present case, and having been satisfied that the

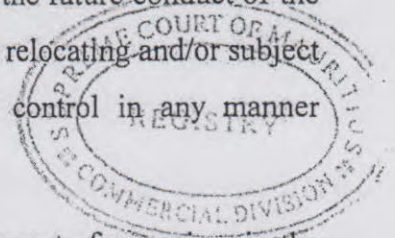




preliminary objection, raised at the material time by Counsel appearing for the interested party have not been substantiated and that Mr. Singla has proved to this court that these preliminary objections do not hold. Taking into account that the Court is satisfied that the applicant is an entitled person and also based on the definition section of entitled person in the Companies Act as well as Court refers to paragraph 80 of a judgment **2023 NZHC 563, GJ HOLDING TRUSTEE LIMITED as trustee of GJ HOLDING TRUST as Plaintiff V KERRY FRITH**, as defendant, delivered on the 23rd March 2023, more specifically to paragraph 80 of that judgment, so that Court is fully satisfied that the applicant has got the locus standi to enter the present application before this Court.

In view of the situation prevailing at AfriNIC Limited, and in view of its importance for the good running and operation of AfriNIC Limited, Court is satisfied that the prayers sought as per the motion paper made by the applicant, i.e. Cloud Innovation Limited, is fully justified, reasonable, and fair in those circumstances. So that notwithstanding and albeit the fact that the applicant fears that there could be relocation of AfriNIC limited outside the jurisdiction of Mauritius and taking into account that on record, there has been no objection on the part of the applicant for the interested party to put in an affidavit so that the affidavit which is on record in support of the motion has remained unrebutted. For all intents and purposes, all the averments are deemed to have been accepted. Taking all this into account, Court orders:-

(i) pursuant to section 178 (2)(C) of the Companies Act, regulating the future conduct of the affairs of AfriNIC Ltd, by restraining and prohibiting AfriNIC from relocating and/or subjecting itself to a takeover or merger, or restructuring or management control in any manner whatsoever;



(ii) under section 178 (2)(C) of the Companies Act, for the appointment of a receiver in the person of the Official Receiver, for the purpose of holding the ring and ensuring that the status quo of the assets of AfriNIC Ltd is preserved and that the value of the business is maintained.

And also to see to it that the election process as per the constitution of AfriNIC Ltd be carried out so that a proper board could be constituted and also for the appointment of the Chief Executive Officer.

And also having regard to the Eighth Schedule of the Insolvency Act, regarding the powers of the receiver, Court directs and order the receiver to comply with paragraph 1, 2a, 2h, 2j, 2k,

2 i, 2 o, 2 r, 2 s, 2t, of the Eighth Schedule of the Insolvency Act . Regarding his powers in relation to his appointment in the present case, Court also orders him to expedite matters as far as the election process is concerned, having regards that on the 18th of September, 2023, the directorship of those four directors will come to an end. So having regards to the terms and conditions set out in the constitution for the election of the board members and considering that it's only six days to the 18th of September 2023, the Court finds that it would be difficult in those circumstances for the official receiver to comply strictly with the provisions of the constitution for the nomination of the board. However, the Court directs the receiver to proceed with the constitution of the board within and to complete the whole process within a delay of six months as from today. In the event that this exercise is incomplete, he is to come back to this Court to ask for an extension of time so that necessary and needful can be done. No orders as to costs.

CERTIFIED TRUE COPY OF THE ORIGINAL

H.K. LOFUR-PAROWTEE
Principal Court Officer

Mrs D Hurkoo

For Master & Registrar

(Minutes of proceedings as per transcriber's script from 10.46 am to 11.44 am-court no 15)



