

IN THE GRAND COURT OF THE CAYMAN ISLANDS

CAUSE NO 171 OF 2003

Mr Justice Sanderson in Chambers

In the matter of the Companies Law (2003 Revision)

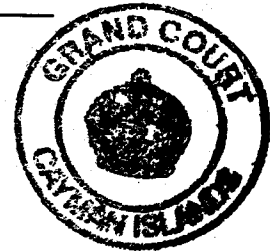
And in the matter of Peabody Ltd (the "Company")

ORDER

UPON HEARING Counsel for the Applicants

AND UPON READING the affidavit of Don W Ebanks sworn herein

IT IS HEREBY ORDERED THAT:

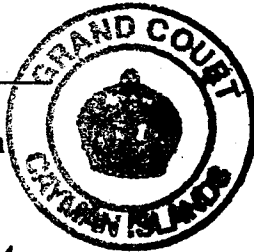


1. paragraph 7 of the Winding Up Order dated 30th July 2003 be varied by amending it to read as follows: "The Official Liquidators shall be entitled to receive remuneration for their services by reference to the time properly given by them and their staff in attending to matters arising in the winding-up and the hourly rates and the amount of remuneration shall be determined in accordance with Rules 4.127 – 131", with paragraphs 7 (i) to (iii) remaining unchanged;
2. this Order shall not prevent a Liquidation Committee or the creditors from agreeing that the official liquidators' remuneration be fixed as a percentage of the value of the assets which are realised or distributed";
3. a formal committee of creditors be formed within 50 days;
4. a copy of Grand Court Practice Direction No. 2/2003 and a copy of the documents entitled "A Creditors' Guide to Liquidators' Fees Cayman Islands" dated 30th June 2003 be delivered to all creditors;

5. Don W Ebanks of Ernst & Young Ltd., of 4th Floor, Bermuda House, British American Centre, Dr Roy's Drive, George Town, Grand Cayman be discharged as one of the Joint Official Liquidators of the Company;
6. Richard Fogerty of Ernst & Young Ltd. of 4th Floor, Bermuda House, British American Centre, Dr Roy's Drive, George Town, Grand Cayman be appointed a Joint Official Liquidator of the Company; and,
5. that the costs of this application be paid from the assets of the Group Companies as defined in the Pooling Order dated 24th July 2003.

J. Sanderson

Honourable Mr Justice Sanderson



Dated this 18th day of March, 2004
Filed this 24 day of March 2004

This Order is filed by Messrs. Campbells, attorneys-at-law for the Applicants, whose address for service is 4th Floor, Scotiabank Building, George Town, Grand Cayman (Ref AJW)