

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	:	<b>Chapter 11</b>
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<b>CHINA FISHERY GROUP LIMITED</b>	:	<b>Case No. 16-11895 (JLG)</b>
<b>(CAYMAN) <i>et al.</i>,</b>	:	
	:	
<b>Debtors.<sup>1</sup></b>	:	<b>(Jointly Administered)</b>
	:	
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**ORDER APPROVING (I) DISCLOSURE  
STATEMENT, (II) FORM AND MANNER OF NOTICES, (III) FORM OF BALLOTS  
AND (IV) SOLICITATION MATERIALS AND SOLICITATION PROCEDURES**

Upon the Motion<sup>2</sup> of the Plan Debtors<sup>3</sup> (each a “Plan Debtor” and, collectively, the “Plan Debtors”) in the above-captioned Chapter 11 Cases for the entry of an order approving (i) the Disclosure Statement for the Plan, (ii) the form and manner of notices, (iii) the form of ballots and (iv) the solicitation materials and solicitation procedures; and it appearing that the relief requested in the Motion is in the best interests of the Plan Debtors’ Estates, the Plan Debtors’ creditors and

<sup>1</sup> The Debtors are China Fishery Group Limited (Cayman), Pacific Andes International Holdings Limited (Bermuda), N.S. Hong Investment (BVI) Limited, South Pacific Shipping Agency Limited (BVI), China Fisheries International Limited (Samoa), CFGL (Singapore) Private Limited, Chanery Investment Inc. (BVI), Champion Maritime Limited (BVI), Growing Management Limited (BVI), Target Shipping Limited (HK), Fortress Agents Limited (BVI), Ocean Expert International Limited (BVI), Protein Trading Limited (Samoa), CFG Peru Investments Pte. Limited (Singapore), Smart Group Limited (Cayman), Super Investment Limited (Cayman), Pacific Andes Resources Development Limited (Bermuda), Nouvelle Foods International Ltd., Golden Target Pacific Limited, Pacific Andes International Holdings (BVI) Limited, Zhonggang Fisheries Limited, Admired Agents Limited, Chiksano Management Limited, Clamford Holding Limited, Excel Concept Limited, Gain Star Management Limited, Grand Success Investment (Singapore) Private Limited, Hill Cosmos International Limited, Loyal Mark Holdings Limited, Metro Island International Limited, Mission Excel International Limited, Natprop Investments Limited, Pioneer Logistics Limited, Sea Capital International Limited, Shine Bright Management Limited, Superb Choice International Limited, Toyama Holdings Limited (BVI) and Pacific Andes Enterprises (Hong Kong) Ltd.

<sup>2</sup> Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Motion or Plan, as applicable.

<sup>3</sup> The Plan Debtors are: Pacific Andes International Holdings Limited (Bermuda); Pacific Andes International Holdings (BVI) Limited; Nouvelle Foods International Ltd. (BVI); N.S. Hong Investment (BVI) Limited; Clamford Holding Limited (BVI); and Pacific Andes Enterprises (Hong Kong) Ltd.

other parties in interest; and it appearing that this Court has jurisdiction over this matter pursuant to 11 U.S.C. §§ 157 and 1334; and it appearing that this proceeding is a core proceeding pursuant to 11 U.S.C. § 158(a); and a hearing on the approval of the Disclosure Statement having been held on **December 21, 2021** (the “Hearing”);

NOW, THEREFORE, the Bankruptcy Court hereby finds as follows:

- A. The Disclosure Statement complies with the requirements of the Bankruptcy Code, the Bankruptcy Rules and Local Bankruptcy Rules, and contains adequate information as such term is defined in section 1125 of the Bankruptcy Code.
- B. Proper and adequate notice of the time fixed for filing of objections to the Disclosure Statement and the Hearing on approval of the Disclosure Statement has been given to all parties in interest.
- C. The solicitation procedures proposed in the Motion are fair and reasonable.

ACCORDINGLY, after due deliberation and sufficient cause appearing therefor; it is hereby ORDERED:

1. The Motion is granted as set forth herein.

2. The Disclosure Statement is hereby approved.

3. The Confirmation Hearing will be held before The Honorable James L. Garrity, Jr., United States Bankruptcy Judge, the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, Courtroom 601, New York, New York 10004, on **January 19, 2022 [JLG] at 11:00 a.m.** (prevailing Eastern time), as such date may be continued or adjourned by the Bankruptcy Court.

4. **The hearing on the below matters will be held by Zoom. Participants must register appearances utilizing the Electronic Appearance portal located on the Court's Website: <https://ecf.nysb.uscourts.gov/cgi-bin/nysbAppearances.pl>. Appearances must be entered no later than January 17, 2022 at 11:00 a.m. (prevailing Eastern Time), which is 48**

**hours prior to the hearing date. If you have any questions, please refer to the Court's Zoom video hearing guide: [www.nysb.uscourts.gov/zoom-video-hearing-guide](http://www.nysb.uscourts.gov/zoom-video-hearing-guide).**

5. Objections, if any, to the Plan must (i) be in writing, (ii) state the name and address of the objecting party and the amount and nature of the Claim or Equity Interest of such party, (iii) state with particularity the basis and nature of any objection or proposed modification, and (iv) be filed with the Clerk of the Bankruptcy Court, with two (2) hard copies delivered to Chambers, and served so as to be received by (a) counsel for the Plan Debtors, Klestadt Winters Jureller Southard & Stevens, LLP, 200 West 41st Street, 17th Floor, New York, New York 10036 (Attn: Tracy L. Klestadt, Esq. and John E. Jureller, Jr. Esq.) (b) the Office of the United States Trustee, U.S. Federal Office Building, 201 Varick Street, Suite 1006, New York, New York 10004 (Attn: Richard Morrissey, Esq.); and (c) all parties having filed a notice of appearance herein, by no later than **January 10, 2022 at 4:00 p.m.** (prevailing Eastern time) (the "Plan Objection Deadline"). Responsive pleadings to any objection to confirmation of the Plan shall be filed by no later than **January 13, 2022 at 4:00 p.m.** (prevailing Eastern time).

6. The Solicitation Procedures, as set forth in the Motion, are hereby approved.

7. The Plan Debtors shall cause the Voting Agent to mail the Solicitation Package to all known Holders of Claims in Class 5 (Maybank PATM Term Loan Claims), Class 6 (Maybank Banking Facility Claims Class 7 (Rabobank Europaco Trade Facility Claims), Class 8 (Rabobank NFS Facility Claims), Class 9 (Standard Chartered Banking Trade Facility Claims), Class 10 (CITIC Banking Facility Claims), Class 11 (Pickenpack Letters of Comfort Claims, Class 12 (KBC Facility Claims, Class 13 (UOB Banking Facility Claims), Class 14 (Fubon Factoring Facility Claims), Class 15 (Richtown Intercompany Claims), Class 16 (Pacos Trading Intercompany Claims), Class 17 (PAE (BVI) Intercompany Claims), Class 18, PAIH General Unsecured

Claims), Class 19 (PAE HK Loan Claim), and Class 20 (Teh Hong Eng Loan Claims) (collectively, the “Voting Classes”) by no later than seven (7) business days after the date of entry of this Order (the “Solicitation Deadline”). The Debtors may, rather than provide paper copies, in their discretion, provide the Disclosure Statement, Plan, and Disclosure Statement Order electronically on a USB drive in an Adobe Acrobat portable document format (PDF), along with paper copies of the Confirmation Hearing Notice and the applicable Ballot(s). Parties may submit a written request to the Voting Agent if they prefer a paper copy of the Disclosure Statement, Plan, and/or the Disclosure Statement Order and all such requests will be fulfilled.

8. Consistent with section 1126 of the Bankruptcy Code and Bankruptcy Rule 3017(d), the Solicitation Package will not be distributed to Holders of Unclassified Claims and Holders of Claims or Equity Interests against the Debtors that are placed in a Class under the Plan that is conclusively presumed to accept or reject the Plan under section 1126 of the Bankruptcy Code; provided, however, that the Debtors will distribute (in addition to the Confirmation Hearing Notice), by the Solicitation Date, Notifications of Non-Voting Status to Holders of Claims and Equity Interests that are conclusively presumed to accept or reject the Plan substantially in the forms annexed to the Motion.

9. The Debtors shall cause the Voting Agent to mail the Confirmation Hearing Notice to all known Holders of Administrative Expense Claims (including Professional Fee Claims) and Priority Tax Claims by no later than the Solicitation Deadline.

10. The Debtors and the Voting Agent are authorized to, prior to solicitation, (a) make non-material and conforming changes (including, but not limited to correcting typographical errors, altering formatting and inserting missing or changed dates) to the Plan, the Disclosure Statement, and related solicitation documents and forms and (b) revise the Disclosure Statement

and related documents (including, without limitation, the exhibits thereto) to add further disclosure, to the extent necessary, including disclosure concerning events occurring at or after the Disclosure Statement Hearing.

11. All Ballots by Holders of Claims in the Voting Classes must be properly executed, completed and delivered to the Voting Agent by (i) first class mail, in the return envelope provided with each; (ii) overnight courier, (iii) personal delivery so that they are actually received by Voting Agent, or (iv) via the Voting Agent's E-Ballot platform by no later than 4:00 p.m. (Eastern Time) on **January 10, 2022** (the "Voting Deadline") at:

If by First-Class Mail:

*China Fishery Group Limited (Cayman)*, et al.  
Ballot Processing Center  
c/o Epiq Bankruptcy Solutions, LLC  
P.O. Box 4422  
Beaverton, OR 97076-4422

OR

If by Hand-Delivery or Overnight Mail:

*China Fishery Group Limited (Cayman)*, et al.  
Ballot Processing Center  
c/o Epiq Bankruptcy Solutions, LLC  
10300 SW Allen Blvd.  
Beaverton, OR 97005

OR

If by E-Ballot by using the Voting Agent's E-Ballot Platform:

<http://dm.epiq11.com/CHF>

12. Any Ballot that is properly completed, executed, and timely returned to the Voting Agent but does not indicate an acceptance or rejection of the Plan, or indicates both an acceptance and a rejection of the Plan, shall not be counted.

13. The following types of Ballots shall not be counted in determining whether the Plan has been accepted or rejected: (i) any Ballot received after the applicable Voting Deadline, (ii) any Ballot that is illegible or contains insufficient information to permit the identification of the holder of the Claim, (iii) any Ballot cast by a person or entity that does not hold a Claim in a Class that is entitled to vote to accept or reject the Plan, (iv) any Ballot cast for a Claim identified in the Debtors' Schedules filed in the Chapter 11 Cases as unliquidated, contingent, or disputed for which no proof of Claim was timely filed, (v) any Ballot that is unsigned or without an original signature, and (vi) any Ballot transmitted to Voting Agent by facsimile, electronic transmission, or other electronic means not specifically authorized herein.

14. The Voting Agent, in its discretion, may contact entities entitled to vote to cure any defects in the Ballots and is authorized to cure any defects.

15. There shall be a rebuttable presumption that if more than one timely, properly completed Ballot for a particular Claim is received, only the Ballot that bears the latest date will be counted unless the holder of the Claim receives Bankruptcy Court approval to have the Ballot that bears the earliest date counted.

16. The Debtors are not required to re-mail undelivered Solicitation Packages or other undeliverable solicitation-related notices that were returned marked "undeliverable," "moved – no forwarding address" or for a similar reason, unless the Debtors have been informed in writing by such person of that person's new address. Failure to mail the Solicitation Packages to such entities shall neither constitute inadequate notice of the Confirmation Hearing or the Voting Deadline, nor violate Bankruptcy Rule 3017(d).

17. The Debtors are authorized and empowered to take all actions and execute such other documents as may be necessary to implement the relief granted herein.

18. This Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this order.

Dated: New York, New York  
December 22, 2021

/s/ James L. Garrity, Jr.  
UNITED STATES BANKRUPTCY JUDGE