



ADGM COURTS
محاكم سوق أبوظبي العالمي



In the name of
His Highness Sheikh Khalifa bin Zayed Al Nahyan
President of the United Arab Emirates/ Ruler of the Emirate of Abu Dhabi

**COURT OF FIRST INSTANCE
COMMERCIAL AND CIVIL DIVISION**

IN THE MATTER OF THE FOLLOWING COMPANIES:

1. **NMC Healthcare LTD** (with company number 000004210), including its Dubai branch with license no. 610400

(formerly known as N.M.C Health Care (L.L.C), with license no. 610400)
2. **Al Zahra Pvt. Hospital Company LTD** (with company number 000004237), including its Sharjah branch

(formerly known as Al Zahra Pvt. Hospital Company Limited, with license no. 16506)
3. **Bait Al Shifaa Pharmacy LTD** (with company number 000004236), including its Sharjah branch and its branch Bait Al Shifaa Pharmacy LLC Dubai Branch- Jafza, with commercial license no. 164999

(formerly known as Bait Al Shifaa Pharmacy (L L C), with license no. 224351)
4. **Eve Fertility Center LTD** (with company number 000004206), including its Sharjah branch

(formerly known as Eve Fertility Center L.L.C, with license no. 539107)
5. **Fakih IVF Fertility Center LTD** (with company number 000004224), including its branches Fakih IVF Fertility Center LLC – Branch 3, with license no. CN-1360709-3, and Fakih IVF Fertility Center LLC – Branch 4 with license no. CN-1360709-4

(formerly known as Fakih IVF Fertility Center L.L.C., with license no. CN-1360709)
6. **Fakih IVF LTD** (with company number 000004220), including its Dubai branch with license no. 666849

(formerly known as Fakih IVF L.L.C, with license no. 666849)
7. **Grand Hamad Pharmacy LTD** (with company number 000004238), including its Sharjah branch

(formerly known as Grand Hamad Pharmacy LLC, with license no. 607766)
8. **Hamad Pharmacy LTD** (with company number 000004209), including its Sharjah



- branch
- (formerly known as Hamad Pharmacy L.L.C, with license no. 118795)
9. **N M C Provita International Medical Center LTD** (with company number 000004240), including its branches N M C Provita International Medical Centre L.L.C. – Branch 1, with license no. CN-1194307-1, Provita International Medical Centre L.L.C. – Branch 2, with license no. CN-1194307-2, and N M C Provita International Medical Centre L.L.C. – Branch 3, with license no. CN-1194307-3
- (formerly known as N M C Provita International Medical Center L.L.C., with license no. CN-1194307)
10. **N M C Royal Hospital LTD** (with company number 000004225), including its branches NMC Clinic (BR of NMC Royal Hospital LLC), with license no. 814785, NMC Polyclinic Branch of NMC Hospital LLC, with license no. 163880, NMC DIC Clinic and Pharmacy (BR of NMC Royal Hospital LLC), with license no. 860025, NMC Hospital (BR of NMC Royal LLC), with license no. 878386, and its Dubai branch with license no. 710432
- (formerly known as N M C Royal Hospital L.L.C, with license no. 710432)
11. **N M C Royal Hospital LTD** (with company number 000004245)
- (formerly known as N M C Royal Hospital L.L.C., with license no. CN-2015786)
12. **N M C Royal Medical Centre LTD** (with company number 000004197), including its branches NMC Royal Medical Centre LLC – Branch (Shahama), with license no. CN-2912685, and NMC Royal Medical Centre LLC –Branch (Karama), with license no. CN-2895125, and NMC Royal Medical Centre LLC –Branch 1 (Abu Dhabi), with license no. CN-2150457-1
- (formerly known as N M C Royal Medical Centre L.L.C., with license no. CN-2150457)
13. **N M C Specialty Hospital LTD** (with company number 000004217)
- (formerly known as NMC Specialty Hospital- LLC, with license no. CN-1026386)
14. **N.M.C Specialty Hospital LTD** (with company number 000004241), including its Dubai branch with license no. 562359
- (formerly known as N M C Specialty Hospital (LLC), with license no. 562359)
15. **New Medical Centre LTD** (with company number 000004214), including its Dubai branch with license no. 127562
- (formerly known as New Medical Centre L.L.C, with license no. 127562)
16. **New Medical Centre LTD** (with company number 000004216), including trading in Ras Al Khaimah as NMC Royal Dental Centre under license no. 38678, NMC Royal Medical Centre, under license no. 21518 and NMC Royal Pharmacy, under license no. 21669 and including its Sharjah branch and its branches New Medical Centre Ajman LLC-BR, with license no. 95454, and New Medical Centre L.L.C – Branch of Abu Dhabi 2, with license no. CN-1831682
- (formerly known as New Medical Centre L L C, with license no. 25954)
17. **New Medical Centre Pharmacy LTD** (with company number 000004253)
- (formerly known as New Medical Centre Pharmacy - L.L.C – Al Ain – NMC, with license



- no. CN-1135313)
18. **New Medical Centre Pharmacy LTD** (with company number 000004255), including its Sharjah branch and its branches New Medical Centre Pharmacy/Branch, with license no. 96634, New Medical Centre Pharmacy LLC NMC Branch 1, with license no. 766270
(formerly known as New Medical Centre Pharmacy LLC– N.M.C, with license no. 608411)
 19. **New Medical Centre Specialty Hospital LTD** (with company number 000004228)
(formerly known as New Medical Centre Specialty Hospital LLC, with license no. CN-1135806)
 20. **New Medical Centre Trading LTD** (with company number 000004218), including its branches New Medical Centre Trading LLC Branch 1, with license no. CN-1027356-1, New Medical Centre Trading LLC Branch 2, with license no. CN-1027356-2, and New Medical Centre Trading LLC Branch 3, with license no. CN-1027356-3
(formerly known as New Medical Centre Trading L.L.C, with license no. CN-1027356)
 21. **New Pharmacy Company LTD** (with company number 000004230), including its branches New Pharmacy Company WLL – Branch 1, with license no. CN-1029364-1, New Pharmacy Company WLL – Branch 2, with license no. CN-1029364-2, New Pharmacy Company WLL – Branch 4, with license no. CN-1029364-4, New Pharmacy Company WLL – Branch 6, with license no. CN-1029364-6, New Pharmacy Company WLL – Branch 7, with license no. CN-1029364-7, New Pharmacy Company WLL – Branch – (Shahama), with license no. CN-2936047, and New Pharmacy Company WLL – Branch 9, with license no. CN-2832792-9
(formerly known as New Pharmacy Company W L L, with license no. CN-1029364)
 22. **New Sunny Medical Centre LTD** (with company number 000004202), including its Sharjah branch
(formerly known as New Sunny Medical Centre LLC; N.M.C Medical Center L.L.C Shj. BR 2, with license no. 556959)
 23. **NMC Holding LTD** (with company number 000004211)
(formerly known as NMC Holding L.L.C., with license no. CN-1210596)
 24. **NMC Royal Family Medical Centre LTD** (with company number 000004243)
(formerly known as NMC Royal Family Medical Centre L.L.C., with license no. CN-1491505)
 25. **NMC Royal Women’s Hospital LTD** (with company number 000004235), including its branch Cooper Health Clinic 1 – Dubai Branch, with license no. 689748
(formerly known as NMC Royal Womens Hospital LL.C., with license no. CN-1532709)
 26. **NMC Trading LTD** (with company number 000004233), including its branches NMC Trading LLC Branch-DXB, with license no. 637024, NMC Trading LLC (Branch) – DXB, with license no. 755519, NMC Trading LLC Branch-Ajman, with license no. 57474, NMC Trading LLC RAK Branch, with license no. 32957, NMC Trading LLC (Branch)-Fujairah, with license no. 14167, and its Dubai branch license no. 207104
(formerly known as NMC Trading L L C, with license no. 207104)



27. **Reliance Information Technology LTD** (with company number 000004234)
(formerly known as Reliance Information Technology.LLC, with license no. CN 103 53)
28. **Sharjah Pharmacy LTD** (with company number 000004239), including its Sharjah branch
(formerly known as Sharjah Pharmacy L.L.C, with license no. 14966)
29. **Sunny Al Buhairah Medical Centre LTD** (with company number 000004199), including its Sharjah branch
(formerly known as N.M.C MEDICAL CENTER L.L.C SHJ.BR and Sunny Al Buhairah Medical Centre LLC, with license no. 558052)
30. **Sunny Al Nahda Medical Centre LTD** (with company number 000004232), including its Sharjah branch
(formerly known as N.M.C MEDICAL CENTER L.L.C SHJ.BR 4 and Sunny Al Nahda Medical Centre LLC, with license no. 572409)
31. **Sunny Dental Centre LTD** (with company number 000004198), including its Sharjah branch
(formerly known as N.M.C Dental Centre L.L.C and Sunny Dental Centre LLC, with license no. 571311)
32. **Sunny Halwan Speciality Medical Centre LTD** (with company number 000004204), including its Sharjah branch
(formerly known as Sunny Halwan Speciality Medical Centre LLC, with license no. 747560)
33. **Sunny Maysloon Speciality Medical Centre LTD** (with company number 000004205), including its Sharjah branch
(formerly known as Sunny Maysloon Speciality Medical Centre L.L.C, with license no. 751420)
34. **Sunny Medical Centre LTD** (with company number 000004231), including its Sharjah branch
(formerly known as N.M.C MEDICAL CENTER L.L.C SHJ.BR 1 and Sunny Medical Centre LLC, with license no. 212280)
35. **Sunny Sharqan Medical Centre LTD** (with company number 000004203), including its Sharjah branch
(formerly known as Sunny Sharqan Medical Centre L.L.C, with license no. 744404)
36. **Sunny Specialty Medical Centre LTD** (with company number 000004200), including its Sharjah branch
(formerly known as N.M.C MEDICAL CENTER L.L.C SHJ.BR 3 and Sunny Speciality Medical Centre LL.C., with license no. 545893)



AND IN THE MATTER OF THE INSOLVENCY REGULATIONS 2015

ORDER

JUDGE: Justice Sir Andrew Smith

DATE OF ORDER: 27 September 2020

APPLICATION NO: ADGMCFI-2020-020

UPON READING the application by the companies listed above (the **Companies** and individually the **Company**) made pursuant to section 8 of the Insolvency Regulations 2015 (the IR15), for an order placing the Companies into administration as defined in section 1 IR15 (the **Application**).

AND UPON HEARING Tom Smith QC, Adam Al-Attar and Matthew Abraham (for the Companies); Felicity Toubé QC, Adam Al-Attar and Matthew Abraham (for the proposed administrators (the **Proposed Administrators**)) and David Wolfson QC and Andrew Rose (for Commercial Bank of Dubai).

AND UPON READING the witness statements of Michael Davis dated 19 September 2020, Richard Fleming dated 19 September 2020, Benjamin Cairns dated 19 September 2020 and Maxim Frangulov dated 19 September 2020, and the second witness statement of Michael Davis dated 24 September 2020.

AND UPON the Secured Creditors (as defined in the certificate of service dated 23 September 2020) of the relevant Companies and the Proposed Administrators being notified of the Application by way of email sent after 4pm on 19 September 2020.

AND UPON the Companies filing with the Court on 24 September 2020 an amended Application (the **Amended Application**).

AND UPON the Court granting permission for Commercial Bank of Dubai to appear through counsel to make submissions on the Amended Application.

IT IS ORDERED THAT:

1. The Companies be permitted to amend the Application in the form of the Amended Application as filed with Court and that service of the Amended Application be dispensed with.
2. Mr Richard Dixon Fleming and Mr Benjamin Thom Cairns (the **Joint Administrators**) of Alvarez & Marsal Europe LLP, Park House, 16-18 Finsbury Circus, London, EC2M 7EB, each a licensed and registered Insolvency Practitioner in accordance with the IR15, be appointed as joint administrators of the Companies with effect from 27 September 2020 at 18.24 GST (the **Administrations**).
3. In relation to the Administration of each Company, during the period of such Administration:
 - (a) the business and property of the relevant Company is to be managed by the Joint Administrators;



- (b) the Joint Administrators shall have the powers set out in Annex 1 of this Order;
 - (c) any act required or authorised to be done by either or all of the Joint Administrators in respect of the relevant Company may be done by any one or more of the persons for the time being holding that office with respect to the Company; and
 - (d) the Joint Administrators shall be at liberty to consent to the exercise by the directors and/or officers of the relevant Company of any management power.
4. Without prejudice to the generality of the foregoing, the Joint Administrators shall be at liberty to apply for recognition of any or all of the Administrations outside the Abu Dhabi Global Market (**ADGM**) and for these purposes are authorised to act as the foreign representative on behalf of the relevant Company or Companies.
5. In relation to the Administration of each Company, from the date of this Order until the end of the Administration:
- (a) no resolution may be passed for the winding-up of the relevant Company;
 - (b) no order may be made for the winding-up of the relevant Company (save for an order for winding-up made pursuant to a petition for winding-up presented by the Financial Services Regulator or the Registrar as provided for in section 203 IR15);
 - (c) no step may be taken to enforce security over the relevant Company's property except:
 - (i) with the consent of the Joint Administrators; or
 - (ii) with the permission of the ADGM Court;
 - (d) no step may be taken to repossess any goods in the relevant Company's possession under a hire-purchase agreement except:
 - (i) with the consent of the Joint Administrators; or
 - (ii) with the permission of the ADGM Court;
 - (e) a landlord may not exercise a right of re-entry in relation to premises let to the relevant Company except:
 - (i) with the consent of the Joint Administrators; or
 - (ii) with the permission of the ADGM Court;

(for the purposes of this sub-paragraph "landlord" includes a person to whom rent is payable);
 - (f) no legal process (including legal proceedings) may be instituted or continued against the relevant Company or property of the relevant Company except:
 - (i) with the consent of the Joint Administrators; or
 - (ii) with the permission of the ADGM Court;
 - (g) an administrative receiver of the relevant Company may not be appointed;

6. Where the ADGM Court gives permission in relation to any matter set out in paragraph 5 above, it may impose a condition on, or a requirement in connection with, the grant of such permission.
7. The time period in section 15(1) IR15 for notifying the persons identified in section 8(2) IR15 of the Application be shortened pursuant paragraph 3(3), Part 1, Schedule 1 IR15 so as to enable the Application to be heard today.
8. Notification of the Application by way of email to the Proposed Administrators and the Secured Creditors, in so far as the Secured Creditors were entitled to notice of the Application pursuant to section 8(2) IR15, amounted to effective notice.
9. The costs of and incidental to the Application and the Amended Application be paid as an expense of each of the Administrations on an equal basis in accordance with section 19(3) IR15, which costs shall include the costs of each of the Companies' continuation as a company incorporated in the ADGM.
10. The Companies shall send a sealed copy of this order as soon as reasonably practicable to the Joint Administrators.



SERVICE OF THE ORDER

The Court has provided a copy of this order to the solicitors for the Companies: c/o Sonal Pandya, on behalf of Quinn Emanuel Urquhart & Sullivan, LLP, 90 High Holborn, London WC1V 6LJ, United Kingdom, qenmhealth@quinnemanuel.com, Ref: 09916-00002.



Issued by:

Linda Fitz-Alan
Registrar, ADGM Courts
27 September 2020



ANNEX 1
POWERS OF THE JOINT ADMINISTRATORS

1. Power to take possession of, collect and get in the property of the Company and, for that purpose, to take such proceedings as may seem to them expedient.
2. Power to sell or otherwise dispose of the property of the Company in any way including by public auction or private contract or, to sell, hire out or otherwise dispose of the property of the Company by public group or private bargain.
3. Power (i) to open, operate and close any current, deposit or other bank accounts, (ii) to draw, endorse and to sign cheques, (iii) to deposit any money and (iv) to raise or borrow money, (v) to secure the money borrowed, raised or owing by the Company by way of security, mortgage, charge, lien or by way of assignment and to grant security over the property of the Company (both the present and/or future assets of the Company) and (vi) to give guarantees, on such terms as considered appropriate..
4. Power to appoint a solicitor or legal representative or accountant or other professionally qualified person, in each case who is licensed under the Commercial Licensing Regulations 2015 as such, to assist them in the performance of their functions.
5. Power to bring or defend any action or other legal proceedings (whether civil, criminal, public or any other kind of legal proceeding) in the name and on behalf of the Company including counterclaims, appeals, petitions and complaints before any court including courts of different levels and categories including but not limited to the Courts of First Instance, the Courts of Appeal, the Courts of Cassation, the Execution Courts and the Federal Supreme Court and before any committee or tribunal, and to secure the enforcement and execution of any judgment in such proceedings. Such power shall include:
 - (a) the authority to withdraw claims, to intervene as a third party in any lawsuit, to join third parties to litigation and to collect judgment sums on behalf of the Company;
 - (b) all of the powers referred to in Article 58 of the UAE Civil Procedures Law (Federal Law No. 11 of 1992) as may be amended from time to time; and
 - (c) power to settle and enter into any accord in respect of any disputed claim by or against the Company or any other dispute
6. Power to refer to arbitration any question affecting the Company including the exercise of any right to appoint arbitrators or to sign terms of reference.
7. Power to effect and maintain insurances in respect of the business and property of the Company.
8. Power to use the Company's seal.
9. Power to do all acts and to execute in the name and on behalf of the Company any deed, receipt or other document including contracts, agreements, sale deeds, share transfers, memoranda of understanding, conveyances, leases, mortgages, assignments, tenders, surrenders, releases, transfers, instruments, deeds, letters and certificates.
10. Power to draw, accept, make and endorse any bill of exchange or promissory note in the name and on behalf of the Company.



11. Power to appoint any agent to do any business which they are unable to do themselves or which can more conveniently be done by an agent including to delegate authority to act in connection with patient care (medical or clinical) including licenced and regulated aspects of such care and power to employ and dismiss employees. For the avoidance of doubt this includes the power to appoint, or to revoke the appointment of, authorised signatories of the Company and the power to remove a director of the Company and appoint a director of the Company (whether or not to fill a vacancy)./
12. Power to do all such things (including the carrying out of works) as may be necessary for the realisation of the property of the Company.
13. Power to make any payment which is necessary or incidental to the performance of his functions.
14. Power to carry on the business of the Company.
15. Power to establish subsidiaries of the Company including the power to act for the Company in its capacity as shareholder of subsidiary companies.
16. Power to transfer to subsidiaries of the Company the whole or any part of the business and property of the Company.
17. Power to grant or accept a surrender of a lease or other real property interest of the Company, and to take a lease or other real property interest required or convenient for the business of the Company.
18. Power to make any arrangement or compromise on behalf of the Company including, for the avoidance of doubt and without prejudice to the generality of the foregoing, a Deed of Company Arrangement under the Insolvency Regulations 2015 and a Scheme of Arrangement under Part 25 of the Companies Regulations 2020.
19. Power to call up any uncalled capital of the Company.
20. Power to rank and claim in the bankruptcy, insolvency, sequestration or liquidation of any person indebted to the Company and to receive dividends, and to accede to trust deeds for the creditors of any such person.
21. Power to present or defend a petition for the winding-up of the Company.
22. Power to change the situation of the Company's registered office.
23. Power to do all other things incidental to the exercise of the foregoing powers including to do anything necessary or expedient for the management of the affairs, business and property of the Company.

The powers under paragraphs 3 and 9 above includes the power to represent the Company before all ministries and government departments inside and outside the United Arab Emirates (such as Ministry of Labor, Ministry of Interior, Ministry of Health, Ministry of Foreign Affairs, Ministry of Tourism, Supervisory authorities, Immigration Department, Traffic and Licensing Department, Civil Defense, Department of Economic Development, Customs), all municipalities, Environment Authority, telecommunications authorities, Higher Corporation for Specialized Economic Zones, Emirates Securities and Commodities Authority, Chamber of Commerce and Industry in the United Arab Emirates, Police Departments and all other government and semi-government authorities, police, and public prosecution authorities.