

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

In re:

STRONGHOLD INSURANCE
COMPANY LIMITED (in Administration),

Debtor in a Foreign Proceeding.¹

Chapter 15
Case No. 19-13096 (MEW)

**ORDER PURSUANT TO 11 U.S.C. §§ 1515, 1517, 1520 AND 1521
GRANTING RECOGNITION OF FOREIGN MAIN PROCEEDING
AND CERTAIN RELATED RELIEF**

Upon the *Verified Petition of Foreign Representative for Recognition of Foreign Main Proceeding Pursuant to 11 U.S.C. §§ 1515 and 1517 and Certain Related Relief Under 11 U.S.C. §§ 1520 and 1521* (the "**Verified Petition**" together with the Official Form 401 Petition filed contemporaneously therewith, the "**Chapter 15 Petition**")² seeking (a) recognition of the Petitioner as the "foreign representative" (as defined in Section 101(24) of the Bankruptcy Code) of the above-captioned Debtor (the "**Debtor**"), (b) recognition of the Debtor's Administration Proceeding under the Insolvency Act pending before the English Court, as a foreign main proceeding pursuant to sections 1515 and 1517 of the Bankruptcy Code, and (c) such other and further relief as the Court deems just and proper; and upon this Court having reviewed the Chapter 15 Petition, the Memorandum of Law, the Foreign Representative Declaration, and the Hertz Declaration and the statements of counsel with respect to the Chapter 15 Petition at the hearing before this Court (the "**Hearing**"); and appropriate and timely notice of the filing of the

¹ Stronghold Insurance Company Limited is incorporated and registered in England and Wales with company number 00736581. The Company has its registered office at 46 Rose Lane, Norwich, NR1 1PN, United Kingdom.

² Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Verified Petition.

Chapter 15 Petition and the Hearing having been given; and no objections having been filed, and no other or further notice being necessary or required; and this Court having determined that the legal and factual bases set forth in the Chapter 15 Petition, the Foreign Representative Declaration, the Hertz Declaration and all other pleadings and papers in this chapter 15 case establish just cause to grant the relief ordered herein, and after due deliberation therefor;

THIS COURT HEREBY FINDS AND DETERMINES THAT:

A. The findings and conclusions set forth herein constitute this Court's findings of fact and conclusions of law pursuant to Rule 7052 of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**") made applicable to this proceeding pursuant to Bankruptcy Rule 9014. To the extent any of the following findings of fact constitute conclusions of law, they are adopted as such. To the extent any of the following conclusions of law constitute findings of fact, they are adopted as such.

B. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334, and the Amended Standing Order of Reference from the United States District Court for the Southern District of New York dated as of January 31, 2012. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2)(P). Venue for this proceeding is proper before this Court pursuant to 28 U.S.C. § 1410.

C. The Petitioner is the duly appointed "foreign representative" of the Debtor within the meaning of section 101(24) of the Bankruptcy Code.

D. This chapter 15 case was commenced properly pursuant to sections 1504, 1509, and 1515 of the Bankruptcy Code.

E. The Foreign Representative has satisfied the requirements of section 1515 of the Bankruptcy Code and Bankruptcy Rule 2002(q).

F. The Administration Proceeding is a “foreign proceeding” pursuant to section 101(23) of the Bankruptcy Code.

G. The Administration Proceeding is entitled to recognition by this Court pursuant to sections 1515 and 1517 of the Bankruptcy Code.

H. The United Kingdom is the center of main interests of the Debtor, and, accordingly, the Administration Proceeding is a “foreign main proceeding” as defined in section 1502(4) of the Bankruptcy Code, and is entitled to recognition as a foreign main proceeding pursuant to section 1517(b)(1) of the Bankruptcy Code.

I. The Foreign Representative and the Debtor, as applicable, are entitled to all of the relief available pursuant to sections 1520 of the Bankruptcy Code.

J. The Foreign Representative and the Debtor, as applicable, are entitled to the additional relief available pursuant to sections 1521(a)(4) and (5) of the Bankruptcy Code, because those protections are necessary to effectuate the purposes of chapter 15 of the Bankruptcy Code, to protect the assets of the Debtor and the interests of the Debtor's creditors. Absent the requested relief, the efforts of the Debtor, the English Court and the Joint Administrators in conducting an orderly and consistent administration of the Debtor's affairs may be frustrated or impaired by the actions of certain individual creditors, a result contrary to the purposes of chapter 15.

K. The relief granted herein is necessary and appropriate, in the interests of the public and international comity, and consistent with the public policy of the United States.

NOW, THEREFORE, IT IS HEREBY ORDERED, ADJUDGED, AND DECREED:

1. The Administration Proceeding is granted recognition as a foreign main proceeding pursuant to section 1517 of the Bankruptcy Code.

2. The Foreign Representative is the duly appointed foreign representative of the Debtor within the meaning of section 101(24) of the Bankruptcy Code and is authorized to act on behalf of the Debtor in this chapter 15 case.

3. All relief afforded to a foreign main proceeding pursuant to section 1520 of the Bankruptcy Code shall apply including, without limitation, the application and protection afforded by the automatic stay under section 362 of the Bankruptcy Code to the Debtor and to the Debtor's property that is within the territorial jurisdiction of the United States.

4. The Foreign Representative hereby:

- (a) is entrusted with the administration or realization of all or part of the Debtor's assets located within the territorial jurisdiction of the United States; and
- (b) shall have the right and power to examine witnesses, take evidence or deliver information concerning the Debtor's assets, affairs, rights, obligations, or liabilities.

5. Notwithstanding anything to the contrary contained herein, this Order shall not be construed as enjoining or staying any act that is not stayed, or that is subject to an exception from the automatic stay, pursuant to the terms of section 362 of the Bankruptcy Code.

6. The Foreign Representative is hereby established as the representative of the Debtor with full authority to administer the Debtor's assets and affairs in the United States.

7. The Foreign Representative is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

8. The Foreign Representative, the Debtor, and/or each of their respective successors, agents, representatives, advisors, and counsel shall be entitled to the protections contained in sections 306 and 1510 of the Bankruptcy Code.

9. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

10. This Order is without prejudice to the Foreign Representative requesting any additional relief, including seeking recognition and enforcement in the United States of any further orders issued by the English Court.

11. The Foreign Representative shall serve a copy of this Order within three (3) business days of entry of this Order upon all persons or bodies as required under this Court's Order Scheduling Hearing and Specifying the Form and Manner of Service of Notice. Such service shall be good and sufficient service and adequate notice for all purposes.

12. This Court shall retain jurisdiction with respect to the enforcement, amendment, or modification of this Order and any requests for additional relief.

Dated: New York, New York
October 23, 2019

/s/ Michael E. Wiles
UNITED STATES BANKRUPTCY JUDGE