

JUDICIAL ADMINISTRATION

Date Received: 25 Aug 10

Time Received: 11:28am

Applicant
V Chopra
First Affidavit
25 August 2010

IN THE GRAND COURT OF THE CAYMAN ISLANDS

FINANCIAL SERVICES DIVISION

CAUSE NO. FSD: 166 OF 2010 AJJ

IN THE MATTER OF THE COMPANIES LAW (2010 REVISION)

AND IN THE MATTER OF BANCO PRIVADO PORTUGUES (CAYMAN) LTD (IN OFFICIAL LIQUIDATION)

FIRST AFFIDAVIT OF VIJAY CHOPRA

I, Vijay Chopra, of Palacio Sottomayor, Rua Sousa Martins, 1-2 Esq 1069-315 Lisbon, Portugal
MAKE OATH AND SAY as follows:

- 1 I am a partner in the Advisory department of PwC's Lisbon office ("**PwC Portugal**"). In addition, I hold the title of Transaction Leader in PwC Portugal, which includes my role as head of Business Recovery Services.
- 2 On 9 July 2010 pursuant to section 18 (4)(d) of the Banks and Trust Companies Law (2009 Revision) Ian D. Stokoe and David A.K. Walker were appointed Joint Official Liquidators ("**JOLs**") of Banco Privado Portugues (Cayman) Ltd (the "**Company**") by this Honourable Court.
- 3 I make this affidavit in support of the JOLs' application for me to be appointed as the third JOL of the Company.
- 4 The facts and matters deposed to in this affidavit are derived either from my own personal knowledge, in which case I confirm they are true, or from information provided to me by the JOLs, in which case I confirm they are true to the best of my knowledge and belief.

5 As foreshadowed in David A.K. Walker's first affidavit dated 1 July 2010, I have assisted the JOLs to carry out preliminary investigations on their behalf in Portugal. To date, this has largely involved compilation of the Company's books and records and to liaise with the liquidation commission of the Company's indirect parent company, Banco Privado Portugues S.A.. I understand that Mr Stokoe's affidavit will address the reasons for the JOLs' decision to seek my appointment.

6 Maples and Calder act as Cayman Islands attorney to the JOLs. I am informed by them that in order for a foreign practitioner to be appointed as an official liquidator, there are a number of requirements under the Companies Winding Up Rules and the Insolvency Practitioners' (Amendment) Regulations 2010 ("**Regulations**"), that this Honourable Court needs to be satisfied of before any such appointment.

Professional Qualifications

7 I hold a Bachelors Degree in Economics (Honours) from the University of Delhi, India and I am a member of the Institute of Chartered Accountants in Scotland.

8 My professional activities (including my insolvency and restructuring practice) is now largely based in Portugal. However, from time to time, I assist on cross border matters outside Portugal.

9 Portuguese insolvency practitioners are appointed by the Portuguese Court from a Court approved list. In order to be included on this list, there is no requirement for the individual to hold a special insolvency qualification. No partner from either PwC Portugal (including me), Ernst & Young, Deloitte or KPMG is included in the Portuguese Court's list of insolvency practitioners. This is not a reflection of their inability to perform insolvency and restructuring tasks to a high standard, but a reflection of the risk of such partners being appointed to commercially unsuitable matters if they are included on the Court's list. In complex Portuguese insolvencies, partners from such accounting firms are often required to act as consultants to the official Court appointed insolvency administrator or liquidator.

Professional Experience

10 I have been resident in Portugal for over 15 years and have more than twenty years

experience in insolvency and restructuring matters

- 11 I have extensive multi-jurisdictional experience in insolvencies and restructurings in Europe, North America, Asia, Latin America and Africa.
- 12 In respect of engagements specifically based in Portugal, I provide the following as examples:
 - 12.1 MG Rover Portugal ("**MG**"). I have acted for the administrators of this Portuguese subsidiary to the English parent since the winding up order of the English High Court on 18 April 2004. MG was the first and largest international cross-border insolvency proceeding to impact Portugal. I represented the Portuguese administrators in all dealings with debtors, creditors and public authorities. As part of this assignment, I performed the following functions:
 - (a) organise and attend various creditors' meetings;
 - (b) prepare reports required by UK insolvency legislation;
 - (c) verify and rank claims in the administration; and
 - (d) sell MG's assets located in Portugal.
 - 12.2 Air Luxor ("**Luxor**"). I acted for the insolvency administrator, Fernando Bordeira da Costa. Luxor was the second largest Portuguese private airline company and was found insolvent by the Portuguese Courts in June 2007. I was head of the PwC Portugal team which assisted the insolvency administrator to investigate the fraudulent activities of Luxor's former directors and owners. As a direct result of investigation reports prepared by me and my team, several transactions were set aside.
 - 12.3 Tecnia. I acted for the insolvency administrator of Tecnia, Arnald Pereira. Tecnia was a Portuguese environmental engineering company. At the end of 2007, I was head of the PwC Portugal team engaged by the Luxembourg office of the US investment bank Monticello Capital to investigate the allegedly fraudulent activities of

the former owner and director of Tecnia. The insolvency administrator of Tecnia commenced civil and criminal proceedings based on PwC Portugal's report.

- 12.4 Lehman Brothers. I acted for one of the bidders for the Portuguese assets of Lehman Brothers. Lehman Brothers was the owner of a Portuguese Special Investment Vehicle that had acquired several non-performing loan portfolios. After the collapse of Lehman Brothers such assets were sold through a regulated bidding scheme. This has been the largest transaction to date in Portugal to involve non-performing loans.
- 13 The assignments referred to at paragraph 12 give a flavour of my day to day workload. I have reviewed the Third Schedule of the Companies Law (2010 Revision) entitled "Powers of Liquidators" and confirm that I am familiar with the operation and execution of the majority of such powers.

Professional Indemnity Insurance

- 14 I have made due enquiries and confirm that PwC Portugal and I have the benefit of professional indemnity insurance in respect of my acts and omissions in my potential capacity as an official liquidator and meet the requirements under regulation 7 of the Regulations. Accordingly, I confirm that PwC Portugal has professional indemnity insurance up to a limit of at least US\$10 million in respect of each and every claim, and at least US\$20 million in the aggregate, with a deductible of not more than US\$1 million in respect of negligent performance and non-performance of official liquidator duties.

Independence

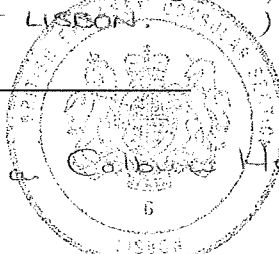
- 15 I have made due enquiry and confirm that PwC Portugal and I meet the independence requirement in regulation 6 of the Regulations.

16 I am willing to act as a JOL of the Company if so appointed by this Honourable Court in the terms of the JOLs' summons.

SWORN to at THE BRITISH)
CONSULATE IN LISBON)
this 25th day of August 2010)
before me, GILLIAN COLBURN)
HERCULANO, BRITISH VICE-)
- CONSUL AT LISBON.)



VIJAY CHOPRA

Gillian Colburn Herculano.


FILED by Maples and Calder, attorneys for the JOLs, whose address for service is PO Box 309, Uglan House, Grand Cayman, KY1-1104, Cayman Islands. (Ref: AAG/WPP/19417421)