

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

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IN RE: : **Chapter 11**
: **Case No. 12-11076 (SHL)**
ARCAPITA BANK B.S.C.(c), *et al.*, : **Jointly Administered**
: **Debtors.**
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**ORDER GRANTING DEBTORS' MOTION TO FURTHER EXTEND THE EXCLUSIVE
SOLICITATION PERIOD**

Upon consideration of the Motion (the "**Motion**")¹ of Arcapita Bank B.S.C.(c), and certain of its subsidiaries and affiliates, as debtors and debtors-in-possession herein (collectively, the "**Debtors**" and each, a "**Debtor**"), for entry of an order pursuant to section 1121(d) of title 11 of the United States Code (the "**Bankruptcy Code**"), for an order further extending the Debtors' Exclusive Solicitation Period , and the evidence in support thereof; the Court finds that:

- a) It has jurisdiction to consider this Motion pursuant to 28 U.S.C. sections 157 and 1334;
- b) Venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. sections 1408 and 1409;
- c) Notice of the Motion and the opportunity for a hearing on the Motion was appropriate under the particular circumstances of these cases; and,
- d) The relief requested in the Motion, to the extent granted herein, is in the best interests of the Debtors' estates, their creditors, and other parties in interest.

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

After the consideration of any objections to the Motion; all proceedings that have occurred before the Court in the above-captioned chapter 11 cases; and having determined after due deliberation that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein;

IT IS HEREBY ORDERED:

1. The Motion is granted to the extent set forth herein.
2. Pursuant to section 1121(d) of the Bankruptcy Code, the Debtors'

Exclusive Solicitation Period is extended through the conclusion of the hearing to consider confirmation of the Plan as the same may be adjourned from time to time (the "***Confirmation Hearing***"); *provided, however*, that if (a) at or prior to the Confirmation Hearing, the Court determines that re-solicitation of the Plan is required, and (b) either (i) the modification to the Plan which requires re-solicitation was proposed by the Committee and such modification was made prior to the Confirmation Hearing, or (ii) the Committee consents to the further extension of the Exclusive Solicitation Period (as set forth in the following clause), then the Exclusive Solicitation Period will be further extended through the conclusion of the confirmation hearing with respect to the Plan that is subject of the re-solicitation. For the avoidance of doubt, nothing herein shall modify or impair the Debtors' right to re-solicit the Plan, if required. ***This Order is without prejudice to the right of any third party to object to an extension of exclusivity based upon an adjournment of the Confirmation Hearing beyond its current scheduled date of June 11, 2013.***

3. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York
April 26, 2013

/s/ Sean H. Lane
THE HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE