

PLEASE CAREFULLY REVIEW THIS OBJECTION AND ITS ATTACHMENTS TO DETERMINE WHETHER THIS OBJECTION AFFECTS YOUR CLAIM OR CLAIMS.

GIBSON, DUNN & CRUTCHER LLP

Michael A. Rosenthal (MR-7006)
Craig H. Millet (admitted *pro hac vice*)
Matthew K. Kelsey (MK-3137)
200 Park Avenue
New York, New York 10166-0193
Telephone: (212) 351-4000
Facsimile: (212) 351-4035

Attorneys for the Debtors
and Debtors in Possession

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

-----X		
In re	:	Chapter 11 Case
ARCAPITA BANK B.S.C.(c), et al.,	:	Case No. 12-11076 (SHL)
Debtors.	:	Jointly Administered
-----X		

NOTICE OF HEARING ON DEBTORS' FIRST OMNIBUS OBJECTION TO CLAIMS
**(Exactly Duplicative Claims; Amended and Superseded Claims; Late-Filed Claims;
Insufficient Documentation Claims; Wrong Debtor Claims)**

PLEASE TAKE NOTICE that on April 26, 2013, the above-captioned debtors and debtors in possession (the "***Debtors***") filed the annexed omnibus objection to amend, disallow and/or expunge certain claims (the "***First Omnibus Objection to Claims***").

PLEASE TAKE FURTHER NOTICE that a hearing (the "***Hearing***") to consider the First Omnibus Objection to Claims will be held before the Honorable Sean H. Lane, United States Bankruptcy Judge, in Room 701 of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004-1408 (the "***Bankruptcy Court***") on **June 18, 2013 at 11:00 a.m. (prevailing U.S. Eastern Time)**, or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE THAT ANY PARTY RECEIVING THIS NOTICE SHOULD REVIEW THE FIRST OMNIBUS OBJECTION TO CLAIMS TO SEE IF ITS NAME, DESIGNATED IDENTIFICATION NUMBER AND/OR CLAIM IS LOCATED IN THE FIRST OMNIBUS OBJECTION TO CLAIMS OR IN EXHIBIT A ATTACHED THERETO.

PLEASE TAKE FURTHER NOTICE that any party receiving this notice that does NOT oppose the amendment, disallowance and/or expungement of such party's claim(s) does NOT need to file a written response to the First Omnibus Objection to Claims and does NOT need to appear at the Hearing.

PLEASE TAKE FURTHER NOTICE that any party receiving this notice that DOES oppose the amendment, disallowance and/or expungement of such party's claim(s) must file and serve a written response to the First Omnibus Objection to Claims (the "**Response**") so as to be received no later than **May 31, 2013 at 4:00 p.m. (prevailing U.S. Eastern Time)** (the "**Response Deadline**").

PLEASE TAKE FURTHER NOTICE THAT any Response must be in writing and contain at a minimum the following: (a) a caption setting forth the name of the Bankruptcy Court, the names of the Debtors, the case number and the title of the First Omnibus Objection to Claims; (b) the name or Identification Number of the claimant and description of the basis for the amount of the claim; (c) a concise statement setting forth the reasons why the claim should not be amended, disallowed and/or expunged for the reasons set forth in the First Omnibus Objection to Claims, including, but not limited to, the specific factual and legal bases upon which the claimant will rely in opposing the First Omnibus Objection to Claims; (d) all documentation or other evidence of the claim, to the extent not included with the proof of claim previously filed with the Bankruptcy Court, upon which the claimant will rely in opposing the First Omnibus Objection to Claims; (e) the address(es) to which the Debtors must return any reply to any Response, if different from that presented in the proof of claim; and (f) the name, address, and telephone number of the person (which may be the claimant or the claimant's legal representative) possessing ultimate authority to reconcile, settle or otherwise resolve the claim on the claimant's behalf.

PLEASE TAKE FURTHER NOTICE that a Response will be deemed timely filed only if the Response is **actually filed** on or before the Response Deadline with the Court on the docket of *In re Arcapita Bank B.S.C.(c), et al.*, Ch. 11 Case No. 12-11076 (SHL), either by (a) electronically filing the Response on or before the Response Deadline pursuant to the Case Management Procedures approved by this Court and the Court's General Order M-399 (available at www.nysb.uscourts.gov/court-info/local-rules-and-orders/general-orders), by registered users of the Court's case filing system and by all other parties in interest on a compact disk, preferably in portable document format, Microsoft Word, or any other Windows-based word processing format (with a hard copy delivered directly to Chambers), in accordance with the customary practices of the Bankruptcy Court and General Order M-399, to the extent applicable or (b) delivering the original Response to the Bankruptcy Court on or before the Response Deadline at One Bowling Green, Room 701, New York, New York 10004-1408. In addition, a Response will be deemed timely served **only if** a copy of the Response is **actually received** on or before the Response Deadline by (i) counsel for the Debtors, Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, New York, 10166 (Attn: Michael A. Rosenthal, Esq., Craig H. Millet, Esq., and Matthew K. Kelsey, Esq.); (ii) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Richard Morrissey, Esq.); and (iii) counsel for the Official Committee of Unsecured Creditors (the "**Committee**"), Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan

Plaza, New York, New York 10005 (Attn: Dennis Dunne, Esq. and Evan Fleck, Esq.), so as to be received no later than the Response Deadline.

PLEASE TAKE FURTHER NOTICE that if no Responses are timely filed and served with respect to the First Omnibus Objection to Claims or any claim set forth thereon, the Debtors may, on or after the Response Deadline, submit to the Bankruptcy Court an order substantially in the form of the proposed order annexed to the First Omnibus Objection to Claims, which order may be entered with no further notice or opportunity to be heard.

PLEASE TAKE FURTHER NOTICE that any party receiving this notice may view the complete First Omnibus Objection to Claims on the Bankruptcy Court's electronic docket for the Debtors' chapter 11 cases, which is posted on the Internet at www.nysb.uscourts.gov (a PACER login and password are required and can be obtained through the PACER Service Center at www.pacer.psc.uscourts.gov) or for free at www.gcginc.com/cases/arcapita. Any questions about this notice or the First Omnibus Objection to Claims should be directed to GCG, Inc., the claims agent retained by the Debtors in the chapter 11 cases, at 800-762-7029 (toll free) or 440-389-7311 (international toll). CLAIMANTS SHOULD NOT CONTACT THE CLERK OF THE BANKRUPTCY COURT TO DISCUSS THE MERITS OF THEIR CLAIMS.

Dated: New York, New York
April 26, 2013

/s/ Michael A. Rosenthal
Michael A. Rosenthal (MR-7006)
Craig H. Millet (admitted *pro hac vice*)
Matthew K. Kelsey (MK-3137)

GIBSON, DUNN & CRUTCHER LLP
200 Park Avenue
New York, New York 10166-0193
Telephone: (212) 351-4000
Facsimile: (212) 351-4035

ATTORNEYS FOR THE DEBTORS AND
DEBTORS IN POSSESSION

GIBSON, DUNN & CRUTCHER LLP

Michael A. Rosenthal (MR-7006)
Craig H. Millet (admitted *pro hac vice*)
Matthew K. Kelsey (MK-3137)
200 Park Avenue
New York, New York 10166-0193
Telephone: (212) 351-4000
Facsimile: (212) 351-4035

Attorneys for the Debtors
and Debtors in Possession

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

-----X	
In re	: Chapter 11 Case
	: :
ARCAPITA BANK B.S.C.(c), et al.,	: Case No. 12-11076 (SHL)
	: :
Debtors.	: Jointly Administered
-----X	

DEBTORS' FIRST OMNIBUS OBJECTION TO CLAIMS
**(Exactly Duplicative Claims; Amended and Superseded Claims; Late-Filed Claims;
Insufficient Documentation Claims; Wrong Debtor Claims)**

THIS OBJECTION SEEKS TO AMEND, DISALLOW AND/OR EXPUNGE CERTAIN FILED PROOFS OF CLAIM. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES (OR DESIGNATED IDENTIFICATION NUMBERS) AND CLAIMS ON EXHIBIT A ATTACHED TO THIS OBJECTION.

Arcapita Bank B.S.C.(c) ("*Arcapita*") and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively, the "*Debtors*" and each, a "*Debtor*") in the above-captioned chapter 11 cases (the "*Chapter 11 Cases*"), hereby submit this first omnibus objection to claims (the "*First Omnibus Objection to Claims*") and respectfully represent as follows:

RELIEF REQUESTED

1. Pursuant to (a) section 502(b) of title 11 of the United States Code (the "*Bankruptcy Code*"), (b) Rule 3007(d) of the Federal Rules of Bankruptcy Procedure

(the “**Bankruptcy Rules**”) and (c) this Court’s *Order Granting Debtors’ Motion for Entry of an Order Pursuant to 11 U.S.C. § 105(a) and Fed. R. Bankr. P. 3007 Approving Claim Objection Procedures* (Dkt. No. 785) (the “**Claims Administration Order**”), the Debtors file this First Omnibus Objection to Claims seeking entry of an order in the form attached hereto as **Exhibit B**, amending, disallowing and/or expunging the claims listed on **Exhibit A**.¹

2. The Debtors have reviewed the proofs of claim identified on **Exhibit A** and have determined the following:

- The proofs of claim listed on **Schedule 1** to **Exhibit A** under the heading “*Claims to Be Disallowed*” (collectively, the “**Exactly Duplicative Claims**”) are the exact duplicates of the corresponding claims identified under the heading “*Surviving Claims*” in **Schedule 1** (collectively, the “**Exactly Duplicative Surviving Claims**”);
- The proofs of claim listed on **Schedule 2** to **Exhibit A** under the heading “*Claims to Be Disallowed*” (collectively, the “**Amended and Superseded Claims**”) have been amended and superseded by at least one subsequently filed, corresponding claim identified under the heading “*Surviving Claims*” in **Schedule 2** (collectively, the “**Superseding Surviving Claims**” and, together with the Exactly Duplicative Surviving Claims, the “**Surviving Claims**”);
- The proofs of claim listed on **Schedule 3** to **Exhibit A** under the heading “*Claims to Be Disallowed*” (collectively, the “**Late-Filed Claims**”) were filed after the Court-imposed deadlines for filing proofs of claim as set forth in the applicable orders;
- The proofs of claim listed on **Schedule 4** to **Exhibit A** under the heading “*Claims to Be Disallowed*” (collectively, the “**Insufficient Documentation Claims**”) fail to sufficiently specify the basis for the proof of claim or provide sufficient supporting documentation therefor; and

¹ Creditors can obtain certain categories of information, such as the identity (or in the case of the Debtors’ investors and employees, the designated identification numbers used to preserve confidentiality) of the relevant claimant, or the asserted amount and classification of the claim, with respect to any proof of claim filed against the Debtors’ bankruptcy estates, at this website: <http://www.gcginc.com/cases/arcapita/index.php>. Creditors may search the claims register by clicking on the “Claims Register/Creditor Search” link on the website. In addition, creditors may request a copy of the cover page of any proof of claim by email at ArcapitaBankInfo@gcginc.com or by mail to Arcapita Bank B.S.C.(c), c/o GCG, Inc., P.O. Box 9881, Dublin, Ohio 43017-5781. Requests for a copy of any proof of claim cover page may be subject to the approval of the Debtors and/or their counsel.

- The proofs of claim listed on **Schedule 5** to **Exhibit A** under the heading “*Claims to Be Amended*” (collectively, the “**Wrong Debtor Claims**” and, together with the Exactly Duplicative Claims, Amended and Superseded Claims, Late-Filed Claims and Insufficient Documentation Claims, the “**Objected Claims**”) were filed against the incorrect Debtor and will be amended to be applied to the appropriate Debtor as identified under the column entitled “*Modified Debtor Name & Case Number*” in **Schedule 5** (as revised, collectively, the “**Revised Claims**”).

3. Pursuant to section 502(b) of the Bankruptcy Code, Bankruptcy Rule 3007 and the Claims Administration Order, the Debtors seek entry of an order amending, disallowing and/or expunging, as applicable, the Objected Claims and preserving the Debtors’ right to later object to any Surviving Claims or Revised Claims on any other basis.

4. This First Omnibus Objection to Claims does not affect any of the Surviving Claims and does not constitute any admission or finding with respect to any of the Surviving Claims or the Revised Claims. Further, the Debtors reserve the right to object on an alternative basis to any of the Objected Claims as to which the Court does not grant the relief requested herein.

JURISDICTION AND VENUE

5. The Court has jurisdiction to consider this First Omnibus Objection to Claims pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2). Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

BACKGROUND

6. On March 19, 2012 (the “**Petition Date**”), Arcapita and five of its affiliates commenced cases under chapter 11 of the Bankruptcy Code. On April 30, 2012, Falcon Gas Storage Co., Inc. commenced a case under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

7. On April 5, 2012, the United States Trustee for Region 2 appointed the Official Committee of Unsecured Creditors in the Chapter 11 Cases (the “**Committee**”) (Dkt. No. 60) pursuant to sections 1102(a) and (b) of the Bankruptcy Code.

8. On June 8, 2012, the Debtors filed their statements of financial affairs and schedules of assets and liabilities, current income and expenditures, and executory contracts and unexpired leases as required by section 521 of the Bankruptcy Code (Dkt. Nos. 212-223, 230 and 231) (collectively, as amended, the “**Schedules and Statements**”). On February 4, 2013, the Debtors filed an amendment to Arcapita’s Schedules and Statements. (Dkt. Nos. 821-822).

9. On July 11, 2012, this Court entered an order (Dkt. No. 308) (the “**Bar Date Order**”) establishing (a) August 30, 2012 at 5:00 p.m. (prevailing U.S. Eastern Time) (the “**Bar Date**”) as the deadline for non-governmental persons or entities to file proofs of claim in the Chapter 11 Cases and (b) September 17, 2012 at 5:00 p.m. (prevailing U.S. Eastern time) as the deadline for governmental units to file proofs of claim in the Chapter 11 Cases.²

10. On January 18, 2013, the Court entered the Claims Administration Order, thereby establishing additional permitted grounds on which the Debtors and other parties in interest may object to claims on an omnibus basis, in addition to the grounds set forth in Bankruptcy Rule 3007(d).

OBJECTIONS

11. A filed proof of claim is “deemed allowed, unless a party in interest . . . objects.” 11 U.S.C. § 502(a). If a party files an objection that refutes at least one of the claim’s essential allegations, the claimant has the burden to demonstrate the validity of the claim. *See In re Oneida Ltd.*, 400 B.R. 384, 389 (Bankr. S.D.N.Y. 2009); *In re Adelpia Commc’ns Corp.*, Case

² This Court also entered a stipulated order (Dkt. No. 452) on August 30, 2012 extending the bar date to September 17, 2012 for certain claimants. No claim subject to such stipulated order is subject to this First Omnibus Objection to Claims.

No. 02-41729 (REG), 2007 Bankr. LEXIS 660, at *15 (Bankr. S.D.N.Y. Feb. 20, 2007); *In re Rockefeller Ctr. Props.*, 272 B.R. 524, 539 (Bankr. S.D.N.Y. 2000).

12. The Debtors hereby object to the following categories of claims: (a) Exactly Duplicative Claims; (b) Amended and Superseded Claims; (c) Late-Filed Claims; (d) Insufficient Documentation Claims; and (e) Wrong Debtor Claims.

I. Exactly Duplicative Claims and Amended and Superseded Claims

13. The Debtors first object to the claims identified on *Schedules 1 and 2* to *Exhibit A* – the Exactly Duplicative Claims and the Amended and Superseded Claims. After reviewing the official claims register maintained in the Chapter 11 Cases by GCG, Inc., the Court-appointed claims agent (Dkt. No. 84), the Debtors have determined that the Exactly Duplicative Claims are on account of the same obligations as the corresponding Exactly Duplicative Surviving Claims listed on *Schedule 1* to *Exhibit A*. Similarly, the Debtors have determined that the Amended and Superseded Claims were amended or superseded by the Superseding Surviving Claims listed on *Schedule 2* to *Exhibit A*.

14. Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that “such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law” 11 U.S.C. § 502(b)(1). The Debtors cannot be required to pay on the same claim more than once. *See, e.g., In re Finley, Kumble, Wagner, Heine, Underberg, Manley, Myerson, & Casey*, 160 B.R. 882, 894 (Bankr. S.D.N.Y. 1993) (“In bankruptcy, multiple recoveries for an identical injury are generally disallowed.”). Accordingly, bankruptcy courts in this District routinely disallow and expunge duplicative claims and amended and superseded claims filed by the same creditor against the same debtors. *See, e.g., In re Worldcom, Inc.*, Case No. 02-13533 (AJG), 2005 WL 3875191, at *8 (Bankr. S.D.N.Y. June 3, 2005) (expunging duplicative claim); *In re Best Payphones, Inc.*,

Case No. 01-15472, 2002 WL 31767796, at *4, 11 (Bankr. S.D.N.Y. Dec. 11, 2002) (expunging duplicative claim); *In re Drexel Burnham Lambert Grp., Inc.*, 148 B.R. 993, 1001-02 (S.D.N.Y. 1992) (dismissing duplicative claim); *In re Enron Corp.*, Case No. 01 B 16034(AJG), 2005 WL 3874285, at *1 n.1 (Bankr. S.D.N.Y. Oct. 5, 2005) (noting that “[i]n as much as the Initial Claim was amended and superseded by the Amended Claim, it was disallowed and expunged”).

15. Here, without disallowance and expungement of the Exactly Duplicative Claims and the Amended and Superseded Claims, the relevant claimants may receive unwarranted and multiple recoveries against certain Debtors, to the detriment of other similarly situated claimants. Elimination of redundant claims will enable the Debtors to maintain a claims register that more accurately reflects the proper claims existing against the Debtors.

16. To avoid the possibility of a creditor receiving duplicative or multiple recoveries on its claim, the Debtors request that the Court disallow and expunge in their entirety the Exactly Duplicative Claims and the Amended and Superseded Claims listed on *Schedules 1* and *2* to *Exhibit A*. The corresponding Surviving Claims will remain on the claims register subject to further objections on any other basis.³

II. Late-Filed Claims

17. The Debtors object to the Late-Filed Claims identified on *Schedule 3* to *Exhibit A* as being filed past the Bar Date, and therefore in violation of the terms of the Bar Date Order.

18. To be timely filed, proofs of claim must have been “*actually received*” on or before the applicable Bar Date. Bar Date Order ¶ 4(c) (emphasis added). Claimants that “fail to comply with [the Bar Date Order] by timely filing a Proof of Claim in appropriate form shall not be treated as a creditor with respect to such claim for the purposes of voting and distribution.”

³ Claim No. 519, for example, is listed as an Objected Claim on Schedule 2 to Exhibit A of the *Debtors’ Second Omnibus Objection to Claims*, filed concurrently herewith.

Id. ¶ 10. A copy of the Bar Date Order was made publicly available at

http://www.gcginc.com/cases/arcapita/pdflib/308_11076.pdf.

19. Each of the claimants received notice of the Bar Date Order via first-class mail. *See* Exhibit 1 of the Bar Date Order (the “**Bar Date Notice**”). This delivery further complied with paragraph 12 of the Bar Date Order, which specified that the Bar Date Notice must be served at least 35 days prior to the Bar Date. The Debtors mailed claimants the last Bar Date Notice 48 days prior to the Bar Date, which is substantially longer than the 35-day notice period recommended by the Second Amended Procedural Guidelines for Filing Requests for Bar Date Orders in the United States Bankruptcy Court for the Southern District of New York. *See Affidavit of Service* by Donna M. Zeiser (Dkt. No. 338). Accordingly, the Debtors’ creditors had sufficient time to determine, prepare and file their claims against the Debtors.

20. The Bar Date Notice appropriately warned claimants of the effect of failing to file a timely proof of claim. The Bar Date Notice prominently set forth the Bar Date and, in all capital letters, stated that “ANY HOLDER OF A CLAIM THAT IS NOT EXCEPTED FROM THE REQUIREMENTS OF THIS ORDER, . . . AND THAT FAILS TO TIMELY FILE A PROOF OF CLAIM IN THE APPROPRIATE FORM SPECIFYING THE APPLICABLE DEBTOR AND OTHER REQUIREMENTS SET FORTH IN THE BAR DATE ORDER WILL NOT BE TREATED AS A CREDITOR WITH RESPECT TO SUCH CLAIM FOR THE PURPOSES OF VOTING ON ANY PLAN OF REORGANIZATION FILED IN THE CHAPTER 11 CASES, OR PARTICIPATING IN ANY DISTRIBUTION IN THE CHAPTER 11 CASES ON ACCOUNT OF SUCH CLAIM.” Bar Date Notice § 6.

21. Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that “proof of such claim is not timely filed.” 11 U.S.C.

§ 502(b)(1). “Bar dates are ‘critically important to the administration of a successful chapter 11 case.’” *In re Lehman Bros. Holdings, Inc.*, 433 B.R. 113, 119 (Bankr. S.D.N.Y. 2010) (quoting *In re Musicland Holding Corp.*, 356 B.R. 603, 607 (Bankr. S.D.N.Y. 2006)). A bar date is more than a “procedural gauntlet” and functions as “an integral part of the reorganization process.” *In re Hooker Invs., Inc.*, 937 F.2d 833, 840 (2d Cir. 1991). A bar date enables debtors to determine with finality what claims will be made against their estates – a determination without which they cannot effectively reorganize. *See In re Keene Corp.*, 188 B.R. 903, 907 (Bankr. S.D.N.Y. 1995). Accordingly, bar dates are strictly enforced in the Second Circuit. *See id.* (“The bar date is akin to a statute of limitations, and must be strictly observed.”); *In re Lehman Bros. Holdings, Inc.*, 433 B.R. at 119-20.

22. Because the Late-Filed Claims fail to comply with the Bar Date Order and are therefore untimely under section 502(b) of the Bankruptcy Code, the Debtors request that the Court disallow and expunge in their entirety the Late-Filed Claims listed on ***Schedule 3*** to ***Exhibit A***.

III. Insufficient Documentation Claims

23. The Debtors object to the Insufficient Documentation Claims identified on ***Schedule 4*** to ***Exhibit A***. The Debtors could not reconcile the Insufficient Documentation Claims with their books and records because the claims do not include sufficient information to support the existence and/or amount of the asserted claims. The Debtors’ attempts to independently verify the amounts requested in the Insufficient Documentation Claims with the Debtors’ books and records were also unsuccessful. Accordingly, the Debtors have been unable to determine what amounts, if any, are owed to the relevant claimants.

24. A proof of claim must “set forth the facts necessary to support the claim.” *In re Chain*, 255 B.R. 278, 280 (Bankr. D. Conn. 2000). Bankruptcy courts in this District have

recognized that a proof of claim is similar to a complaint under the Federal Rule of Civil Procedure 8(a)(2) and, therefore, must contain a “short and plain statement of the claim showing that the pleader is entitled to relief.” *Rockefeller Ctr. Props.*, 272 B.R. at 542 n.17. If the proof of claim fails to set forth the necessary supporting facts, it is “not entitled to the presumption of prima facie validity, and the burdens of going forward and of proving its claims by a preponderance of the evidence are on the [claimant].” *In re Marino*, 90 B.R. 25, 28 (Bankr. D. Conn. 1988).

25. Without providing sufficient information or documentation to allow the Debtors to reconcile the Insufficient Documentation Claims with their books and records, the relevant claimants have failed to satisfy the requirements for a proof of claim. *See Chain*, 255 B.R. at 280.⁴

26. The Insufficient Documentation Claims listed on *Schedule 4 to Exhibit A* therefore do not qualify as *prima facie* valid claims. The Debtors accordingly request that the Court disallow and expunge them in their entirety.

IV. Wrong Debtor Claims

27. The Debtors object to the Wrong Debtor Claims identified on *Schedule 5 to Exhibit A*. The Debtors submit that the Wrong Debtor Claims, based on the Debtors’ review of their books and records, as well as any documents filed with the relevant proofs of claim, were filed against Debtors that do not bear any liability for the claim in question, but are more properly directed against a different Debtor.

⁴ Although a number of proofs of claim attached documentation written in foreign language in support of the claim asserted thereby, the Bar Date specifies that “Proofs of Claim must . . . be in the English language.” *See* Bar Date Order, ¶ 4(d).

28. The Debtors request that the Court grant an order amending the Wrong Debtor Claims to name the proper Debtor, as listed under the column entitled “*Modified Debtor Name & Case Number*” on *Schedule 5* to *Exhibit A*, subject to further objections on any other basis.⁵

NOTICE

29. No trustee or examiner has been appointed in the Chapter 11 Cases. The Debtors have provided notice of filing of the First Omnibus Objection to Claims by electronic mail, facsimile and/or overnight mail to: (a) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Richard Morrissey, Esq.); (b) Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Esq. and Evan R. Fleck, Esq.), counsel for the Committee; (c) all parties listed on the Master Service List established in the Chapter 11 Cases; and (d) each claimant listed on *Exhibit A*. A copy of the First Omnibus Objection to Claims is also available on the website of the Debtors’ notice and claims agent, GCG, Inc., at <http://www.gcginc.com/cases/arcatpita>. The Debtors submit that such notice is sufficient and no other or further notice need be provided.

NO PRIOR REQUEST

30. No prior request for the relief requested herein has been made to this or any other court.

⁵ As noted in *Schedule 5* to *Exhibit A*, the Debtors separately object to Claim No. 237 in the Debtors’ Second Omnibus Objection to Claims, filed concurrently herewith.

WHEREFORE, the Debtors respectfully request that the Court grant the relief requested herein and such other and further relief as the Court may deem just and proper.

Dated: New York, New York
April 26, 2013

Respectfully submitted,

/s/ Michael A. Rosenthal

Michael A. Rosenthal (MR-7006)
Craig H. Millet (admitted *pro hac vice*)
Matthew K. Kelsey (MK-3137)
GIBSON, DUNN & CRUTCHER LLP
200 Park Avenue
New York, New York 10166-0193
Telephone: (212) 351-4000
Facsimile: (212) 351-4035

ATTORNEYS FOR THE DEBTORS AND
DEBTORS IN POSSESSION

EXHIBIT A

Schedule 1

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 1 - EXACTLY DUPLICATE CLAIMS

CLAIMS TO BE DISALLOWED**SURVIVING CLAIMS**

	NAME OF CLAIMANT	DEBTOR NAME & CASE #	CLAIM # TO BE DISALLOWED	CLAIM AMOUNT TO BE DISALLOWED	NAME OF CLAIMANT	DEBTOR NAME & CASE #	SURVIVING CLAIM #	SURVIVING CLAIM AMOUNT
1	EASTNETS P.O. BOX 500135 DUBAI, UNITED ARAB EMIRATES	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	60	\$9,060.00	EASTNETS FZ-LLC DUBAI INTERNET CITY, PO.BOX 500135 DUBAI, UNITED ARAB EMIRATES	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	59	\$9,060.00
2	EMPLOYEE 2031 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	234	\$361,531.43*	EMPLOYEE 1317 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	233	\$361,531.43*
3	EMPLOYEE 2117 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	337	Undetermined*	EMPLOYEE 2117 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	308	Undetermined*
4	INVESTOR 50327 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	450(a)	\$2,259.23	INVESTOR 50327 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	449	\$2,259.23
5	INVESTOR 50682 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	392	\$27,721.60	INVESTOR 50682 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	394	\$27,721.60
6	INVESTOR 51316 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	133	\$460,230.43	INVESTOR 51316 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	132	\$460,230.43
7	INVESTOR 51624 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	511(a)	\$1,000,000.00	INVESTOR 51624 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c)12-11076 (SHL)	99	\$1,000,000.00
			TOTAL	\$1,860,802.69*				

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 3 of the First Omnibus Claims Objection for Late Filed Claims

Schedule 2

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 2 - AMENDED AND SUPERSEDED CLAIMS

CLAIMS TO BE DISALLOWED**SURVIVING CLAIMS**

CLAIMS TO BE DISALLOWED				SURVIVING CLAIMS			
NAME OF CLAIMANT	DEBTOR NAME & CASE #	CLAIM # TO BE DISALLOWED	CLAIM AMOUNT TO BE DISALLOWED	NAME OF CLAIMANT	DEBTOR NAME & CASE #	SURVIVING CLAIM #	SURVIVING CLAIM AMOUNT
1 ARCSUKUK (2011-1) LIMITED C/O BNY MELLON CORPORATE TRUSTEE SERVICES ATTN: ZAIRA JEHANGIR ONE CANADA SQUARE LONDON E14 5AL, UNITED KINGDOM	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	24	\$100,263,769.29*	ARCSUKUK (2011-1) LIMITED BNY MELLON CORPORATE TTEE SERVICES ATTN ZAIRA JEHANGIR VP DEFAULT ADMIN GROUP ONE CANADA SQUARE CANARY WHARF LONDON E14 5AL, UNITED KINGDOM	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	519	\$100,263,769.29*
2 ARCSUKUK (2011-1) LIMITED C/O BNY MELLON CORPORATE TRUSTEE SERVICES ATTN: ZAIRA JEHANGIR ONE CANADA SQUARE LONDON E14 5AL, UNITED KINGDOM	Arcapita Investment Holdings Limited 12-11077 (SHL)	23	\$100,263,769.29*	ARCSUKUK (2011-1) LIMITED C/O BNY MELLON CORP TRUSTEE SERVICES ATTN ZAIRA JEHANGIR ONE CANADA SQUARE LONDON, E14 5AL UNITED KINGDOM	Arcapita Investment Holdings Limited 12-11077 (SHL)	481	\$100,263,769.29*
3 COMMERZBANK AG ATTN JOACHIM BALLERSTAEDT GRM-IC CI GALLUSANLAGE 7 (GALLILEO) 60329 FRANKFURT AM MAIN, GERMANY	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	508	\$165,525,000.00*	COMMERZBANK AG ATTN JOACHIM BALLERSTAEDT GRM-IC CI GALLUSANLAGE 7 (GALLILEO) 60329 FRANKFURT AM MAIN, GERMANY	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	504	\$165,525,000.00*
4 EMPLOYEE 1493 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	193	\$470,529.00	EMPLOYEE 1493 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	431	\$649,345.00
5 INVESTOR 50500 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	21	\$255,194,405.33*	INVESTOR 50500 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	436(a)	\$255,194,405.33*
6 INVESTOR 50681 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	31	\$5,218.23	INVESTOR 50681 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	558(b)	\$101,578.23

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 2 to the Second Omnibus Claims Objection for Financial Institution Claims

(b) Claim also contained on Schedule 1 to the Second Omnibus Claims Objection for Investment Account Claims

**ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 2 - AMENDED AND SUPERSEDED CLAIMS**

CLAIMS TO BE DISALLOWED

SURVIVING CLAIMS

CLAIMS TO BE DISALLOWED				SURVIVING CLAIMS			
NAME OF CLAIMANT	DEBTOR NAME & CASE #	CLAIM # TO BE DISALLOWED	CLAIM AMOUNT TO BE DISALLOWED	NAME OF CLAIMANT	DEBTOR NAME & CASE #	SURVIVING CLAIM #	SURVIVING CLAIM AMOUNT
7 INVESTOR 50989 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	69	\$1,052.03	INVESTOR 50989 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	559(b)	\$129,541.00
8 INVESTOR 51041 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	252	\$291,597.00	INVESTOR 51041 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	560(b)	\$1,094,656.93
TOTAL			\$622,015,340.17*				

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 2 to the Second Omnibus Claims Objection for Financial Institution Claims

(b) Claim also contained on Schedule 1 to the Second Omnibus Claims Objection for Investment Account Claims

Schedule 3

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 3 - LATE FILED CLAIMS

CLAIMS TO BE DISALLOWED

	NAME OF CLAIMANT	ASSERTED DEBTOR NAME & CASE NUMBER	FILED DATE	CLAIM # TO BE DISALLOWED	CLAIM AMOUNT TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
1	ACE AMERICAN INSURANCE COMPANY ATTN JOSEPH G GIBBONS ESQ 1650 MARKET ST STE 1800 PHILADELPHIA, PA 19103	Falcon Gas Storage Company, Inc. 12-11790 (SHL)	03/07/2013	564	Undetermined*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
2	CBRE C/O CBRE INC ATTN WANDA GOODLOE 200 PARK AVENUE NEW YORK, NY 10166	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	454(a)	\$172,899.61	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
3	DADABHAI TRAVEL P.O. BOX 387 MANAMA, KINGDOM OF BAHRAIN	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	435	\$25,233.24	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
4	DREES & SOMMER GULF FZ LLC ATTN MR. STEPHAN DEGENHART P.O.BOX 500128 DUBAI, UNITED ARAB EMIRATES	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/04/2012	446	\$3,814.71	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
5	DREES & SOMMER GULF FZ LLC P.O.BOX 500128 ATTN MR. STEPHAN DEGENHART DUBAI, UNITED ARAB EMIRATES	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/04/2012	447	\$5,994.55	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
6	DREES & SOMMER GULF FZ LLC ATTN STEPHAN DEGENHART P.O. BOX 500128 DUBAI, UNITED ARAB EMIRATES	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/04/2012	448	\$3,814.71	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 2 of the Third Omnibus Objection for No Liability Claims

(b) Claim also contained on Schedule 2 of the Fourth Omnibus Objection for Substantively Duplicative Claims

(c) Claim also contained on Schedule 1 of the Second Omnibus Objection for Investment Account Claims

(d) Claim also contained on Schedule 1 of the First Omnibus Objection for Exactly Duplicate Claims

(e) Claim also contained on Schedule 4 on the First Omnibus Objection for Insufficient Documentation Claims

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 3 - LATE FILED CLAIMS

CLAIMS TO BE DISALLOWED

	NAME OF CLAIMANT	ASSERTED DEBTOR NAME & CASE NUMBER	FILED DATE	CLAIM # TO BE DISALLOWED	CLAIM AMOUNT TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
7	ELITE GRANDE PO BOX 5458 MANAMA, KINGDOM OF BAHRAIN	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	10/01/2012	555	\$1,779.20*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
8	ELITE GRANDE P.O.BOX 5458 MANAMA, KINGDOM OF BAHRAIN	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	10/01/2012	554	\$8,426.20*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
9	EMPLOYEE 1274 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/12/2012	516	\$155,000.00	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
10	EMPLOYEE 2083 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/06/2012	510	Undetermined*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
11	FORMER EMPLOYEE 6 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/10/2012	513	\$96,754.64	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
12	FORMER EMPLOYEE 7 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c)12- 11076 (SHL)	09/10/2012	514	\$58,355.44	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
13	FORMER EMPLOYEE 9 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/18/2012	552	\$41,566.00	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
14	GLADWYNE MASTER FUND LIMITED C/O GLADWYNE INVESTMENTS LLP 29 ST JAMES'S PLACE LONDON SW1A 1NR, UNITED KINGDOM	Arcapita Investment Holdings Limited 12-11077 (SHL)	08/31/2012	438(b)	\$5,000,000.00*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 2 of the Third Omnibus Objection for No Liability Claims

(b) Claim also contained on Schedule 2 of the Fourth Omnibus Objection for Substantively Duplicative Claims

(c) Claim also contained on Schedule 1 of the Second Omnibus Objection for Investment Account Claims

(d) Claim also contained on Schedule 1 of the First Omnibus Objection for Exactly Duplicate Claims

(e) Claim also contained on Schedule 4 on the First Omnibus Objection for Insufficient Documentation Claims

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 3 - LATE FILED CLAIMS

CLAIMS TO BE DISALLOWED

	NAME OF CLAIMANT	ASSERTED DEBTOR NAME & CASE NUMBER	FILED DATE	CLAIM # TO BE DISALLOWED	CLAIM AMOUNT TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
15	GLADWYNE MASTER FUND LIMITED C/O GLADWYNE INVESTMENTS LLP 29 ST JAMES'S PLACE LONDON SW1A 1NR, UNITED KINGDOM	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	439(b)	\$5,000,000.00*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
16	HAYDAR ALIREZA HYGIENE SUPPLY TRADING EST. P.O. BOX 31728 MAGABAH, KINGDOM OF BAHRAIN	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/17/2012	521	Undetermined*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
17	INVESTOR 50327 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/05/2012	450(d)	\$2,259.23	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
18	INVESTOR 50379 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/13/2012	520	\$100,000.00*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
19	INVESTOR 50581 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	11/09/2012	556(e)	\$200,000.00*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
20	INVESTOR 50721 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/04/2012	445(c)	\$307,602.00	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
21	INVESTOR 51624 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/07/2012	511(d)	\$1,000,000.00	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
22	INVESTOR 51784 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/07/2012	512(c)	\$100,000.00	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 2 of the Third Omnibus Objection for No Liability Claims

(b) Claim also contained on Schedule 2 of the Fourth Omnibus Objection for Substantively Duplicative Claims

(c) Claim also contained on Schedule 1 of the Second Omnibus Objection for Investment Account Claims

(d) Claim also contained on Schedule 1 of the First Omnibus Objection for Exactly Duplicate Claims

(e) Claim also contained on Schedule 4 on the First Omnibus Objection for Insufficient Documentation Claims

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 3 - LATE FILED CLAIMS

CLAIMS TO BE DISALLOWED

	NAME OF CLAIMANT	ASSERTED DEBTOR NAME & CASE NUMBER	FILED DATE	CLAIM # TO BE DISALLOWED	CLAIM AMOUNT TO BE DISALLOWED	REASON FOR PROPOSED DISALLOWANCE
23	INVESTOR 51827 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	442(c)	\$600,000.00	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
24	INVESTOR 52017 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	443	\$2,187.46	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
25	JUST PERFECT P.O BOX 33525 MANAMA, KINGDOM OF BAHRAIN	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/05/2012	453(e)	Undetermined*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
26	TURK MECHANICAL INDUSTRIES CO. W.L.L. P.O. BOX 32770 ISA TOWN MANAMA, KINGDOM OF BAHRAIN	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	434(e)	Undetermined*	Claimant failed to file the claim prior to the Bar Date of August 30, 2012 at 5:00pm (prevailing U.S. Eastern Time).
TOTAL					\$12,885,686.99*	

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 2 of the Third Omnibus Objection for No Liability Claims

(b) Claim also contained on Schedule 2 of the Fourth Omnibus Objection for Substantively Duplicative Claims

(c) Claim also contained on Schedule 1 of the Second Omnibus Objection for Investment Account Claims

(d) Claim also contained on Schedule 1 of the First Omnibus Objection for Exactly Duplicate Claims

(e) Claim also contained on Schedule 4 on the First Omnibus Objection for Insufficient Documentation Claims

Schedule 4

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 4 - INSUFFICIENT DOCUMENTATION CLAIMS

CLAIMS TO BE DISALLOWED

	NAME OF CLAIMANT	ASSERTED DEBTOR NAME & CASE NUMBER	FILED DATE	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR PROPOSED DISALLOWANCE
1	EMPLOYEE 1030 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/09/2012	28	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The claimed amount is stated in foreign currency.
2	EMPLOYEE 1282 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/28/2012	204	\$400,000.00	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
3	EMPLOYEE 1466 [ADDRESS ON FILE]	RailInvest Holdings Limited 12-11081 (SHL)	08/28/2012	243	\$3,000.00	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
4	EMPLOYEE 1478 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	441	\$2,284,841.38	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
5	EMPLOYEE 1480 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	341	\$598,415.60	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
6	EMPLOYEE 1485 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	440	\$250,000.00	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
7	EMPLOYEE 2159 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/20/2012	72	\$55,000.00*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount.
8	INVESTOR 50133 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	463	\$26,308.45	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
9	INVESTOR 50155 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	476	\$112,320.68	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
10	INVESTOR 50253 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	465	\$184,023.50	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
11	INVESTOR 50581 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	11/09/2012	556(a)	\$200,000.00*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 3 of the First Omnibus Objection for Late Filed Claims

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 4 - INSUFFICIENT DOCUMENTATION CLAIMS

CLAIMS TO BE DISALLOWED

NAME OF CLAIMANT	ASSERTED DEBTOR NAME & CASE NUMBER	FILED DATE	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR PROPOSED DISALLOWANCE
12 INVESTOR 50735 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	472	\$37,803.45	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
13 INVESTOR 50913 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	479	\$802,727.67	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
14 INVESTOR 51004 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	470	\$56,308.08	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
15 INVESTOR 51012 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	471	\$117,982.64	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
16 INVESTOR 51080 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	480	\$321,303.22	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
17 INVESTOR 51166 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	461	\$61,327.13	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
18 INVESTOR 51175 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	475	\$35,933.04	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
19 INVESTOR 51331 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	468	\$144,049.00	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
20 INVESTOR 51411 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	473	\$112,145.68	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.

* Plus unliquidated, punitive and/or undetermined amounts

(a) Claim also contained on Schedule 3 of the First Omnibus Objection for Late Filed Claims

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 4 - INSUFFICIENT DOCUMENTATION CLAIMS

CLAIMS TO BE DISALLOWED

NAME OF CLAIMANT	ASSERTED DEBTOR NAME & CASE NUMBER	FILED DATE	CLAIM #	ASSERTED CLAIM AMOUNT	REASON FOR PROPOSED DISALLOWANCE
21 INVESTOR 51413 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	460	\$29,472.10	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
22 INVESTOR 51450 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	474	\$113,927.06	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
23 INVESTOR 51477 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	462	\$58,866.89	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
24 INVESTOR 51501 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	469	\$145,393.47	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
25 INVESTOR 51503 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	467	\$57,900.53	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
26 INVESTOR 51630 [ADDRESS ON FILE]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/30/2012	459	\$27,379.18	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation is presented in a foreign language.
27 JUST PERFECT P.O BOX 33525 MANAMA, KINGDOM OF BAHRAIN	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	09/05/2012	453(a)	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The claim amount in the supporting documentation is stated in Bahraini Dinars.
28 TURK MECHANICAL INDUSTRIES CO. W.L.L. P.O. BOX 32770 ISA TOWN MANAMA, KINGDOM OF BAHRAIN	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	08/31/2012	434(a)	Undetermined*	Claim does not include sufficient documentation to ascertain the validity of the asserted claim amount. The supporting documentation was not submitted on a proof of claim form. In addition, the Debtors are unable to determine the amount or basis for the claim.
TOTAL				\$6,236,428.75*	

* Plus unliquidated, punitive and/or undetermined amounts
(a) Claim also contained on Schedule 3 of the First Omnibus Objection for Late Filed Claims

Schedule 5

ARCAPITA BANK B.S.C.(C), ET. AL.
FIRST OMNIBUS CLAIMS OBJECTION
SCHEDULE 5 - WRONG DEBTOR CLAIMS

CLAIMS TO BE AMENDED

	NAME OF CLAIMANT	CLAIM #	DATE FILED	CLAIM AMOUNT	ASSERTED DEBTOR NAME & CASE NUMBER	MODIFIED DEBTOR NAME & CASE NUMBER
1	DIAR CONSULT P.O BOX 26744 DUBAI, UNITED ARAB EMIRATES	315	08/29/2012	\$92,041.96	Arcapita Investment Holdings Limited 12-11077 (SHL)	Arcapita Bank B.S.C.(c) 12-11076 (SHL)
2	INVESTOR 51270 [ADDRESS ON FILE]	237(a)	08/28/2012	\$500,000.00	WindTurbine Holdings Limited 12-11079 (SHL)	Arcapita Bank B.S.C.(c) 12-11076 (SHL)

EXHIBIT B

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

-----X
In re : **Chapter 11 Case**
: **ARCAPITA BANK B.S.C.(c), et al.,** : **Case No. 12-11076 (SHL)**
: **Debtors.** : **Jointly Administered**
-----X

ORDER GRANTING DEBTORS' FIRST OMNIBUS OBJECTION TO CLAIMS
(Exactly Duplicative Claims; Amended and Superseded Claims; Late-Filed Claims;
Insufficient Documentation Claims; Wrong Debtor Claims)

Upon consideration of the first omnibus objection to claims (the “*First Omnibus Objection to Claims*”)¹ of Arcapita Bank B.S.C.(c), and certain of its subsidiaries and affiliates, as debtors and debtors in possession in the above-captioned Chapter 11 Cases (collectively, the “*Debtors*” and each, a “*Debtor*”), seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the “*Bankruptcy Code*”), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”) and this Court’s Claims Administration Order, amending, disallowing and/or expunging the Objected Claims, all as more fully described in the First Omnibus Objection to Claims; and the Court having found that it has jurisdiction to consider the First Omnibus Objection to Claims pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that venue of this proceeding and the First Omnibus Objection to Claims in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that the relief requested in the First Omnibus Objection to Claims is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and notice of the First Omnibus Objection to Claims and the opportunity for a hearing on the First Omnibus Objection to Claims was appropriate under the particular circumstances; and the Court having reviewed the First

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the First Omnibus Objection to Claims.

Omnibus Objection to Claims and having considered the statements in support of, and objections to, if any, the relief requested therein at a hearing before the Court (the “**Hearing**”); and the Court having determined that the legal and factual bases set forth in the First Omnibus Objection to Claims and at the Hearing establish just cause for the relief granted herein; and upon the record of the Chapter 11 Cases and all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED:

1. The relief requested in the First Omnibus Objection to Claims is granted to the extent provided herein.
2. Pursuant to section 502(b) of the Bankruptcy Code, the claims listed on *Schedules 1* through *4* of *Exhibit 1* annexed hereto under the headings “*Claims to be Disallowed*” (collectively, the “*Disallowed and Expunged Claims*”) are disallowed and expunged.
3. The claims listed on *Schedule 1* and *2* to *Exhibit 1* annexed hereto under the heading “*Surviving Claims*” (collectively, the “*Surviving Claims*”) shall remain on the claims register in the Chapter 11 Cases subject to the Debtors’ right to further object as set forth herein.
4. The claims listed on *Schedule 5* to *Exhibit 1* annexed hereto under the heading “*Claims to be Amended*” (collectively, the “*Wrong Debtor Claims*”) shall be amended to be applied to the appropriate Debtor as identified under the column entitled “*Modified Debtor Name & Case Number*” (as revised, collectively, the “*Revised Claims*”) and shall be added to the claims register of the appropriate Debtor in the Chapter 11 Cases as noted therein, subject to the Debtors’ right to further object as set forth herein.
5. To the extent applicable, all information included on and all documentation filed in support of any Disallowed and Expunged Claim or Wrong Debtor Claim

shall be treated as having been filed in support of the corresponding Surviving Claim (if any) or Revised Claim, as applicable.

6. Nothing in this Order shall affect the rights of all interested parties to object to any of the Objected Claims on an alternative basis not asserted in the First Omnibus Objection to Claims.

7. Nothing in this Order, the disallowance and expungement of the Disallowed and Expunged Claims or the amendment of the Wrong Debtor Claims hereby, constitutes any admission or finding with respect to any of the Surviving Claims or the Revised Claims, and the Debtors' rights to object to the Surviving Claims and the Revised Claims on any basis are preserved.

8. This Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to (a) any Objected Claim listed in the Schedules to *Exhibit A* annexed to the First Omnibus Objection to Claims that is not listed on *Exhibit 1* annexed hereto, and (b) any Surviving Claim or Revised Claim; *provided, however*, that if the Court subsequently orders that any Disallowed and Expunged Claim be reinstated, then the claims agent shall be authorized and directed to immediately reinstate such Disallowed and Expunged Claim in the Chapter 11 Cases (the "*Reinstated Claim*"), and the rights of all interested parties with respect to the Reinstated Claim shall be expressly reserved.

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

Dated: New York, New York
_____, 2013

THE HONORABLE SEAN H. LANE
UNITED STATES BANKRUPTCY JUDGE