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Attorneys for the Debtors
and Debtors in Possession

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

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	:	
IN RE:	:	Chapter 11
	:	
ARCAPITA BANK B.S.C.(c), et al.,	:	Case No. 12-11076 (SHL)
	:	
Debtors.	:	Joint Administration Requested
	:	
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**NOTICE OF FILING OF PROPOSED SIXTEENTH
INTERIM BUDGET TO DEBTORS' MOTION FOR INTERIM AND FINAL
ORDERS (A) AUTHORIZING DEBTORS TO (I) CONTINUE EXISTING CASH
MANAGEMENT SYSTEM, BANK ACCOUNTS, AND BUSINESS FORMS AND
(II) CONTINUE ORDINARY COURSE INTERCOMPANY TRANSACTIONS; AND
(B) GRANTING AN EXTENSION OF TIME TO COMPLY WITH THE
REQUIREMENTS OF SECTION 345(B) OF THE BANKRUPTCY CODE**

Pursuant to the Debtors' Motion for Interim and Final Orders (A) Authorizing Debtors to (I) Continue Existing Cash Management System, Bank Accounts, and Business Forms and (II) Continue Ordinary Course Intercompany Transactions; and (B) Granting an Extension of Time to Comply with the Requirements of Section 345(b) of the Bankruptcy Code (Docket Entry No. 12) filed on March 20, 2012, Arcapita Bank B.S.C.(c) and its affiliated chapter 11 debtors, as debtors and debtors in possession, hereby file their Budget for the period from June 24, 2013 through July 20, 2013.

Dated: New York, New York
June 24, 2013

Respectfully submitted,

/s/ Michael A. Rosenthal

Michael A. Rosenthal (MR-7006)

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ATTORNEYS FOR THE DEBTORS AND
DEBTORS IN POSSESSION



Cash Flow Forecast - CONSOLIDATED
For the Period Ending 7/20/13

(\$'s in 000's)	1		2		2		4 Weeks Ending 7/20/13
	Forecast		Forecast		Forecast		
	6/23/13 7/14/13	6/23/13 6/29/13	6/30/13 7/6/13	7/7/13 7/13/13	7/14/13 7/20/13		
Receipts							
Proceeds from Exits		\$ -	\$ 10,000	\$ -	\$ 7,500	\$ -	17,500
Deal Company Murabahas		-	-	-	-	-	-
Management Fees		-	250	748	125	-	1,123
Yield from Deal Companies		-	-	-	-	-	-
All Other		-	-	-	-	-	-
Total Receipts		-	10,250	748	7,625	-	18,623
Disbursements							
G&A Expenses							
Atlanta		140	18	212	25	-	395
Bahrain		1,926	145	569	453	-	3,094
Hong Kong		-	-	-	-	-	-
London		397	24	72	300	-	792
Singapore		111	17	139	31	-	298
Point Park Properties		100	100	100	100	-	400
Total G&A Expenses		2,673	304	1,092	909	-	4,979
Staff Expenses							
Atlanta		204	-	-	94	-	298
Bahrain		1,059	1	-	12	-	1,072
Hong Kong		-	-	-	-	-	-
London		25	-	11	-	-	36
Singapore		60	-	-	92	-	151
Point Park Properties		-	-	-	-	-	-
Total Staff Expenses		1,348	1	11	197	-	1,558
Other Expenses							
AHQ Payments		-	-	-	-	-	-
Other		-	-	-	-	-	-
Total Other Expenses		-	-	-	-	-	-
Deal Funding & Expenses							
Private Equity		72	-	115	-	-	187
Real Estate		-	-	-	185	-	185
Infrastructure		4,000	-	-	5,995	-	9,995
Venture Capital		-	-	-	-	-	-
Total Deal Funding & Expenses		4,072	-	115	6,180	-	10,367
Total Disbursements		8,093	306	1,218	7,287	-	16,903
Operating Cash Flow		(8,093)	9,944	(470)	338	-	1,719
Restructuring							
Restructuring Fees		-	-	7,005	32	-	7,037
Critical / Foreign Vendor Payments		-	-	-	-	-	-
Ordinary Course Professionals		-	-	-	-	-	-
Payroll Adjustments		1,888	1,762	2,392	-	-	6,043
Other Restructuring Costs		700	-	250	1,000	-	1,950
Total Restructuring		2,588	1,762	9,647	1,032	-	15,029
Debt Service							
Financing Cost - SCB		1,302	500	-	-	-	1,803
DIP Interest & Fees		26	-	-	1,422	-	1,448
DIP (Receipts)/Payments		-	-	-	8,750	-	8,750
Restructuring Accrual / Completion Fees Adjustment		-	-	-	-	-	-
Total Debt Service		1,329	500	-	10,172	-	12,001
Net Cash Flow		(12,010)	7,682	(10,117)	(10,866)	-	(25,310)
Intercompany Transfers							
Cash Inflows (Source of Cash)		1,825	-	8,584	5,092	-	15,501
Cash Outflows (Use of Cash)		1,825	-	8,584	5,092	-	15,501
Total Intercompany Transfers		-	-	-	-	-	-
Balances & Liquidity							
Beginning Book Balance		109,451	97,442	105,124	95,006	-	109,451
Net Receipts, Disbursements & Transfers		(12,010)	7,682	(10,117)	(10,866)	-	(25,310)
Ending Book Balance		97,442	105,124	95,006	84,141	-	84,141
Float/Foreign Exchange		500	500	500	500	-	500
Interbank Transfers		-	-	-	-	-	-
Less: Placements Held at Banks		(33,588)	(33,588)	(33,588)	(33,588)	-	(33,588)
Ending Bank Balance		\$ 64,354	\$ 72,036	\$ 61,918	\$ 51,053	\$ -	\$ 51,053



Cash Flow Forecast - TOTAL DEBTOR

For the Period Ending 7/20/13

	1	2	2	2	
	Forecast	Forecast	Forecast	Forecast	
(\$'s in 000's)	6/23/13	6/30/13	7/7/13	7/14/13	4 Weeks Ending
	6/29/13	7/6/13	7/13/13	7/20/13	7/20/13
Receipts					
Proceeds from Exits	\$ -	\$ 10,000	\$ -	\$ 7,500	\$ 17,500
Deal Company Murabahas	-	-	-	-	-
Management Fees	-	-	748	-	748
Yield from Deal Companies	-	-	-	-	-
All Other	-	-	-	-	-
Total Receipts	-	10,000	748	7,500	18,248
Disbursements					
G&A Expenses					
Bahrain	1,926	145	569	453	3,094
Total G&A Expenses	1,926	145	569	453	3,094
Staff Expenses					
Bahrain	1,059	1	-	12	1,072
Total Staff Expenses	1,059	1	-	12	1,072
Other Expenses					
AHQ Payments	-	-	-	-	-
Other	-	-	-	-	-
Total Other Expenses	-	-	-	-	-
Deal Funding & Expenses					
Private Equity	72	-	115	-	187
Real Estate	-	-	-	185	185
Infrastructure	4,000	-	-	5,995	9,995
Venture Capital	-	-	-	-	-
Total Deal Funding & Expenses	4,072	-	115	6,180	10,367
Total Disbursements	7,057	147	684	6,645	14,533
Operating Cash Flow	(7,057)	9,853	64	855	3,715
Restructuring					
Restructuring Fees	-	-	7,005	32	7,037
Critical / Foreign Vendor Payments	-	-	-	-	-
Payroll Adjustments	522	1,762	108	-	2,393
Other Restructuring Costs	700	-	-	600	1,300
Total Restructuring	1,222	1,762	7,113	632	10,729
Debt Service					
Financing Cost - SCB	1,302	500	-	-	1,803
DIP Interest & Fees	26	-	-	1,422	1,448
DIP Receipts/Payments	-	-	-	8,750	8,750
Restructuring Accrual / Completion Fees Adjustm	-	-	-	-	-
Total Debt Service	1,329	500	-	10,172	12,001
Net Cash Flow	(9,608)	7,591	(7,049)	(9,949)	(19,015)
Intercompany Transfers					
Cash Inflows (Source of Cash)	-	-	5,050	5,000	10,050
Cash Outflows (Use of Cash)	1,825	-	8,584	5,092	15,501
Total Intercompany Transfers	(1,825)	-	(3,534)	(92)	(5,451)
Balances & Liquidity					
Beginning Book Balance	105,351	93,918	101,509	90,925	105,351
Net Receipts, Disbursements & Transfers	(11,433)	7,591	(10,583)	(10,041)	(24,466)
Ending Book Balance	93,918	101,509	90,925	80,885	80,885
Float/Foreign Exchange	400	400	400	400	400
Interbank Transfers	-	-	-	-	-
Less: Placements Held at Banks	(33,588)	(33,588)	(33,588)	(33,588)	(33,588)
Ending Bank Balance	\$ 60,730	\$ 68,321	\$ 57,738	\$ 47,697	\$ 47,697



Cash Flow Forecast - NON-DEBTOR

For the Period Ending 7/20/13

(\$'s in 000's)	6/23/13	1	2	2	2	4 Weeks Ending 7/20/13
	7/14/13	Forecast 6/23/13 6/29/13	Forecast 6/30/13 7/6/13	Forecast 7/7/13 7/13/13	Forecast 7/14/13 7/20/13	
Receipts						
Proceeds from Exits		\$ -	\$ -	\$ -	\$ -	\$ -
Deal Company Murabahas		-	-	-	-	-
Management Fees		-	250	-	125	375
Yield from Deal Companies		-	-	-	-	-
All Other		-	-	-	-	-
Total Receipts		-	250	-	125	375
Disbursements						
G&A Expenses						
Atlanta		140	18	212	25	395
Hong Kong		-	-	-	-	-
London		397	24	72	300	792
Singapore		111	17	139	31	298
Point Park Properties		100	100	100	100	400
Total G&A Expenses		747	159	523	456	1,885
Staff Expenses						
Atlanta		204	-	-	94	298
Hong Kong		-	-	-	-	-
London		25	-	11	-	36
Singapore		60	-	-	92	151
Point Park Properties		-	-	-	-	-
Total Staff Expenses		289	-	11	186	486
Other Expenses						
Other		-	-	-	-	-
Total Other Expenses		-	-	-	-	-
Deal Funding & Expenses						
Private Equity		-	-	-	-	-
Real Estate		-	-	-	-	-
Infrastructure		-	-	-	-	-
Venture Capital		-	-	-	-	-
Total Deal Funding & Expenses		-	-	-	-	-
Total Disbursements		1,036	159	534	642	2,371
Operating Cash Flow		(1,036)	91	(534)	(517)	(1,996)
Restructuring						
Restructuring Fees		-	-	-	-	-
Payroll Adjustments		1,366	-	2,284	-	3,650
Other		-	-	250	400	650
Total Restructuring		1,366	-	2,534	400	4,300
Debt Service						
Financing Cost - SCB		-	-	-	-	-
DIP Interest		-	-	-	-	-
DIP Receipts/Payments		-	-	-	-	-
Restructuring Accrual / Completion Fees Adjustment		-	-	-	-	-
Total Debt Service		-	-	-	-	-
Net Cash Flow		(2,402)	91	(3,068)	(917)	(6,296)
Intercompany Transfers						
Cash Inflows (Source of Cash)		1,825	-	3,534	92	5,451
Cash Outflows (Use of Cash)		-	-	-	-	-
Total Intercompany Transfers		1,825	-	3,534	92	5,451
Balances & Liquidity						
Beginning Book Balance		4,100	3,524	3,615	4,081	4,100
Net Receipts, Disbursements & Transfers		(576)	91	466	(825)	(844)
Ending Book Balance		3,524	3,615	4,081	3,256	3,256
Float/Foreign Exchange		100	100	100	100	100
Interbank Transfers		-	-	-	-	-
Less: Placements Held at Banks		-	-	-	-	-
Ending Bank Balance		\$ 3,624	\$ 3,715	\$ 4,181	\$ 3,356	\$ 3,356



Cash Flow Forecast - DEBTOR (Bahrain)

For the Period Ending 7/20/13

	1	2	2	2	
	Forecast	Forecast	Forecast	Forecast	
(\$'s in 000's)	6/23/13	6/30/13	7/7/13	7/14/13	4 Weeks Ending
	6/29/13	7/6/13	7/13/13	7/20/13	7/20/13
Receipts					
Proceeds from Exits	\$ -	\$ -	\$ -	\$ -	\$ -
Deal Company Murabahas	-	-	-	-	-
Management Fees	-	-	748	-	748
Yield from Deal Companies	-	-	-	-	-
All Other	-	-	-	-	-
Total Receipts	-	-	748	-	748
Disbursements					
G&A Expenses					
Bahrain	1,926	145	569	453	3,094
Total G&A Expenses	1,926	145	569	453	3,094
Staff Expenses					
Bahrain	1,059	1	-	12	1,072
Total Staff Expenses	1,059	1	-	12	1,072
Other Expenses					
AHQ Payments	-	-	-	-	-
Other	-	-	-	-	-
Total Other Expenses	-	-	-	-	-
Deal Funding & Expenses					
Private Equity	-	-	-	-	-
Real Estate	-	-	-	-	-
Infrastructure	-	-	-	-	-
Venture Capital	-	-	-	-	-
Total Deal Funding & Expenses	-	-	-	-	-
Total Disbursements	2,986	147	569	465	4,166
Operating Cash Flow	(2,986)	(147)	179	(465)	(3,418)
Restructuring					
Restructuring Fees	-	-	6,955	32	6,987
Critical / Foreign Vendor Payments	-	-	-	-	-
Payroll Adjustments	522	1,762	108	-	2,393
Other	700	-	-	600	1,300
Total Restructuring	1,222	1,762	7,063	632	10,679
Debt Service					
Financing Cost - SCB	-	-	-	-	-
DIP Interest & Fees	-	-	-	-	-
DIP Receipts/Payments	-	-	-	-	-
Restructuring Accrual / Completion Fees Adjustm	-	-	-	-	-
Total Debt Service	-	-	-	-	-
Net Cash Flow	(4,208)	(1,909)	(6,884)	(1,097)	(14,098)
Intercompany Transfers					
Cash Inflows (Source of Cash)	-	-	5,000	5,000	10,000
Cash Outflows (Use of Cash)	109	-	76	92	277
Total Intercompany Transfers	(109)	-	4,924	4,908	9,723
Balances & Liquidity					
Beginning Book Balance	45,796	41,479	39,570	37,609	45,796
Net Receipts, Disbursements & Transfers	(4,317)	(1,909)	(1,960)	3,811	(4,375)
Ending Book Balance	41,479	39,570	37,609	41,421	41,421
Float/Foreign Exchange	400	400	400	400	400
Interbank Transfers	-	-	-	-	-
Less: Placements Held at Banks	(33,588)	(33,588)	(33,588)	(33,588)	(33,588)
Ending Bank Balance	\$ 8,291	\$ 6,382	\$ 4,422	\$ 8,233	\$ 8,233



Cash Flow Forecast - AIHL (DEBTOR)

For the Period Ending 7/20/13

(\$'s in 000's)	1	2	2	2	4 Weeks Ending 7/20/13
	Forecast	Forecast	Forecast	Forecast	
	6/23/13 6/29/13	6/30/13 7/6/13	7/7/13 7/13/13	7/14/13 7/20/13	
Receipts					
Proceeds from Exits	\$ -	\$ 10,000	\$ -	\$ 7,500	\$ 17,500
Deal Company Murabahas	-	-	-	-	-
Management Fees	-	-	-	-	-
Yield from Deal Companies	-	-	-	-	-
All Other	-	-	-	-	-
Total Receipts	-	10,000	-	7,500	17,500
Disbursements					
G&A Expenses					
Total G&A Expenses	-	-	-	-	-
Staff Expenses					
Total Staff Expenses	-	-	-	-	-
Other Expenses					
Other	-	-	-	-	-
Total Other Expenses	-	-	-	-	-
Deal Funding & Expenses					
Private Equity	72	-	115	-	187
Real Estate	-	-	-	185	185
Infrastructure	4,000	-	-	5,995	9,995
Venture Capital	-	-	-	-	-
Total Deal Funding & Expenses	4,072	-	115	6,180	10,367
Total Disbursements	4,072	-	115	6,180	10,367
Operating Cash Flow	(4,072)	10,000	(115)	1,320	7,134
Restructuring					
Restructuring Fees	-	-	50	-	50
Critical / Foreign Vendor Payments	-	-	-	-	-
Ordinary Course Professionals	-	-	-	-	-
Payroll Adjustments	-	-	-	-	-
Other	-	-	-	-	-
Total Restructuring	-	-	50	-	50
Debt Service					
Financing Cost - SCB	1,302	500	-	-	1,803
DIP Interest & Fees	26	-	-	1,422	1,448
DIP Receipts/Payments	-	-	-	8,750	8,750
Restructuring Accrual / Completion Fees Adjustm	-	-	-	-	-
Total Debt Service	1,329	500	-	10,172	12,001
Net Cash Flow	(5,400)	9,500	(165)	(8,852)	(4,917)
Intercompany Transfers					
Cash Inflows (Source of Cash)	-	-	50	-	50
Cash Outflows (Use of Cash)	1,716	-	8,508	5,000	15,224
Total Intercompany Transfers	(1,716)	-	(8,458)	(5,000)	(15,174)
Balances & Liquidity					
Beginning Book Balance	59,555	52,439	61,939	53,316	59,555
Net Receipts, Disbursements & Transfers	(7,116)	9,500	(8,623)	(13,852)	(20,091)
Ending Book Balance	52,439	61,939	53,316	39,464	39,464
Float/Foreign Exchange	-	-	-	-	-
Interbank Transfers	-	-	-	-	-
Less: Placements Held at Banks	-	-	-	-	-
Ending Bank Balance	\$ 52,439	\$ 61,939	\$ 53,316	\$ 39,464	\$ 39,464