

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

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

**TENTH MONTHLY STATEMENT OF ROTHSCHILD INC. AND N M ROTHSCHILD
& SONS LIMITED IN THEIR CAPACITY AS FINANCIAL ADVISOR AND
INVESTMENT BANKER FOR THE DEBTORS AND DEBTORS-IN-POSSESSION,
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM MAY 1, 2013 THROUGH MAY 31, 2013**

Name of applicant: Rothschild Inc. and N M Rothschild & Sons Limited

Authorized to provide professional services to: Debtors and Debtors-In-Possession

Date of retention: As of July 9, 2012, nunc pro tunc to March 19, 2012

Period for which compensation and reimbursement is sought: May 1, 2013 through May 31, 2013

Amount of compensation and reimbursement is sought: \$175,000.00

80% of total compensation sought as actual, reasonable and necessary: \$140,000.00

Expenses incurred for May: \$2,451.70

This is a: X Monthly ___ Quarterly ___ Final Statement

This is Rothschild's tenth monthly fee statement in these cases

PRIOR APPLICATIONS

Date Filed Docket No.#	Period Covered	Fees Requested	Expenses Requested	Fees Paid	Expenses Paid
10/17/2012 Docket [575]	3/19/2012 through 8/31/2012	\$948,387.10	\$506,550.47	\$948,387.10	\$506,550.47
11/05/2012 Docket [614]	9/1/2012 through 9/30/2012	\$175,000.00	\$25,998.44	\$175,000.00	\$25,998.44
11/20/2012 Docket [646]	10/1/2012 through 10/31/2012	\$175,000.00	\$83,578.72	\$175,000.00	\$83,578.72
12/20/2012 Docket [738]	11/1/2010 through 11/30/2012	\$175,000.00	\$41,755.81	\$140,000.00	\$41,755.81
1/23/2013 Docket [802]	12/1/2012 through 12/31/2012	\$1,112,500.00	\$17,799.58	\$890,000.00	\$17,799.58
3/05/2013 Docket [885]	1/1/2013 through 1/31/2013	\$362,500.00	\$60,759.03	\$290,000.00	\$60,759.03
3/28/2013 Docket [957]	2/1/2013 through 2/28/2013	\$175,000.00	\$3,683.04	\$140,000.00	\$3,683.04
4/23/2013 Docket [1024]	3/1/2013 through 3/31/2013	\$175,000.00	\$4,445.35	\$140,000.00	\$4,445.35
5/28/2013 Docket [1161]	4/1/2013 through 4/30/2013	\$175,000.00	\$1,957.67	-0-	-0-

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

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

**TENTH MONTHLY STATEMENT OF ROTHSCHILD INC. AND N M ROTHSCHILD
& SONS LIMITED IN THEIR CAPACITY AS FINANCIAL ADVISOR AND
INVESTMENT BANKER FOR THE DEBTORS AND DEBTORS-IN-POSSESSION,
FOR COMPENSATION FOR SERVICES AND REIMBURSEMENT OF EXPENSES
FOR THE PERIOD FROM MAY 1, 2013 THROUGH MAY 31, 2013**

By this statement (the “Fee Statement”), pursuant to sections 327(a) and 328 of title 11 of the United States Code (the “Bankruptcy Code”), and Rule 2014 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”) and rule 2014-1 of the local rules of this Court (the “Local Rules”), Rothschild Inc. and N M Rothschild & Sons Limited (together, “Rothschild”) hereby seek reasonable compensation in the above-captioned cases of Arcapita Bank B.S.C.(c) and its affiliated debtors and debtors-in-possession (collectively, the “Debtors”) for financial advisory services rendered as financial advisor and investment banker in the amount of \$175,000.00, together with reimbursement for actual and necessary expenses incurred in the amount of \$2,451.70 for the period commencing May 1, 2013, through and including May 31, 2013 (the “Compensation Period”). By this Fee Statement, Rothschild seeks (i) payment of \$140,000.00 which is equal to eighty percent (80%) of the total amount of compensation sought for actual and necessary professional services rendered during the Compensation Period (i.e., \$175,000.00) and (ii) reimbursement of \$2,451.70 which is equal to one hundred percent (100%)

of its actual and necessary expenses incurred in connection with such services, for a total payment of \$142,451.70. In support of this Fee Statement, Rothschild represents as follows:

Jurisdiction and Venue

1. This Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409. This is a core proceeding pursuant to 28 U.S.C. § 157(b).

2. The statutory predicates for the relief requested herein are sections 327(a), 328, 330, 331, and 1107(b) of the Bankruptcy Code, as supplemented by Rules 2014 and 2016 of the Bankruptcy Rules.

Background

3. On March 19, 2012 (the “Petition Date”), the Debtors filed voluntary petitions for relief under chapter 11 of the Bankruptcy Code. Pursuant to sections 1107 and 1108 of the Bankruptcy Code, the Debtors have continued to operate their businesses and manage their properties as debtors in possession since the Petition Date.

4. No trustee or examiner has been appointed in the Debtors’ chapter 11 cases.

5. On July 9, 2012, this Court approved Rothschild’s retention as financial advisor and investment banker to the Debtor [Docket No. 305] (the “Retention Order”) *nunc pro tunc* to March 19, 2012.

Relief Requested

6. Rothschild submits this Fee Statement in accordance with this Court's Compensation Order. All services for which Rothschild requests compensation were performed for, or on behalf of, the Debtors.

7. This is the tenth monthly Fee Statement filed by Rothschild in these cases. In connection with the professional services rendered, by this Fee Statement, Rothschild is seeking payment in the aggregate amount of \$142,451.70 that includes payment of fees in the amount of \$140,000.00 and expense reimbursement of \$2,451.70. Attached hereto as Exhibit A is a summary of time spent by professional along with a detailed statement of time spent by Rothschild rendering financial advisory and investment banking services to the Debtors during the Compensation Period. Attached hereto as Exhibit B is a summary of actual and necessary costs and expenses incurred by Rothschild along with a detailed list of actual and necessary disbursements by category made by Rothschild during the Compensation Period.

8. There is no agreement or understanding between Rothschild and any other person for the sharing of compensation to be received for the services rendered in these cases.

Amounts Requested

9. For the Compensation Period, Rothschild seeks payment of \$140,000.00 which represents eighty percent (80%) of the total amount of compensation sought for actual and necessary professional services rendered.

10. Rothschild incurred or disbursed the actual and necessary costs and expenses related to these cases in the amount of \$2,451.70 detailed in Exhibit B.

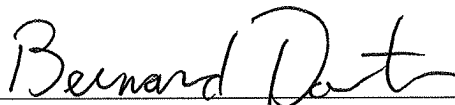
11. To the extent that disbursement charges for services performed or disbursements incurred relate to the Compensation Period, but are processed subsequent to the preparation of this Fee Statement, Rothschild reserves the right to request additional reimbursement of such expenses in a future fee statement.

NOTICE

12. No trustee or examiner has been appointed in the Chapter 11 Cases. Pursuant to the Interim Compensation Order, the Debtors have provided notice of filing of this statement by electronic mail and/or overnight mail to: (i) Arcapita Bank B.S.C.(c), Arcapita Building, Bahrain Bay, P.O. Box 1406, Manama, Kingdom of Bahrain (Attn: Mohammed Chowdhury and Henry Thompson); (ii) Gibson Dunn & Crutcher LLP, 200 Park Avenue, New York, NY (Attn: Michael A. Rosenthal, Esq., Janet M. Weiss, Esq. and Matthew K. Kelsey, Esq.); (iii) 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 (iv) the Official Committee of Unsecured Creditors, Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis Dunne, Esq. and Evan Fleck, Esq.).

WHEREFORE, Rothschild requests total payment of \$142,451.70, including (i) payment of 80% of total compensation sought and (ii) 100% of expenses incurred by Rothschild in these cases during the Compensation Period.

Dated: New York, New York
July 1, 2013



Bernard Douton
Rothschild Inc.
1251 Avenue of the Americas
New York, NY 10020
Telephone: (212) 403-5254

Project Antelope - Summary of Hours

EXHIBIT A

Professional	Job Description	Title	Hours worked from May 1, 2013 - May 31, 2013
Todd Snyder	Investment Banker	Vice Chairman (NYC)	6.0
Homer Parkhill	Investment Banker	Managing Director (NYC)	6.5
Bernard Douton	Investment Banker	Managing Director (NYC)	51.0
Dustin Mondell	Investment Banker	Director (NYC)	6.0
Paul Richards	Investment Banker	Assistant Director (London)	1.5
Alex Svoyskiy	Investment Banker	Vice President (NYC)	62.5
Mathieu Dartayet	Investment Banker	Associate (London)	1.0
Nikolaos Voudouris	Investment Banker	Associate (NYC)	22.0
Lin Chen	Investment Banker	Analyst (NYC)	84.0
Michael Kelly	Investment Banker	Analyst (NYC)	26.5
Total			267.0

Project Antelope - Summary of Hours -- Todd Snyder

Professional	Date	Hours	#	Category	Explanation
Todd Snyder	5/7/2013	1.0	11	Advisor/Management Meetings/Calls	Senior advisor call
Todd Snyder	5/7/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Todd Snyder	5/10/2013	0.5	10	Internal Rothschild Meetings/Calls	Conference call
Todd Snyder	5/14/2013	1.0	11	Advisor/Management Meetings/Calls	Senior advisor call
Todd Snyder	5/21/2013	1.0	11	Advisor/Management Meetings/Calls	Senior advisor call
Todd Snyder	5/21/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Todd Snyder	5/28/2013	1.0	11	Advisor/Management Meetings/Calls	Senior advisor call
Todd Snyder	5/28/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Total - May		6.0			

Project Antelope - Summary of Hours -- Homer Parkhill

Professional	Date	Hours	#	Category	Explanation
Homer Parkhill	5/7/2013	1.0	11	Advisor/Management Meetings/Calls	Weekly senior advisor call
Homer Parkhill	5/7/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Homer Parkhill	5/10/2013	0.5	11	Advisor/Management Meetings/Calls	Conference call to discuss Arcapita
Homer Parkhill	5/14/2013	1.0	11	Advisor/Management Meetings/Calls	Weekly senior advisor call
Homer Parkhill	5/14/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Homer Parkhill	5/21/2013	1.0	11	Advisor/Management Meetings/Calls	Weekly senior advisor call
Homer Parkhill	5/21/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Homer Parkhill	5/28/2013	1.0	11	Advisor/Management Meetings/Calls	Weekly senior advisor call
Homer Parkhill	5/28/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Total - May		6.5			

Project Antelope - Summary of Hours -- Bernard Douton

Professional	Date	Hours	#	Category	Explanation
Bernard Douton	5/2/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding disclosure statement exhibit.
Bernard Douton	5/6/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/6/2013	0.5	11	Advisor/Management Meetings/Calls	Call with M. Williams of GDC regarding exit financing.
Bernard Douton	5/6/2013	0.5	10	Internal Rothschild Meetings/Calls	Weekly update call with the company and advisors.
Bernard Douton	5/7/2013	0.5	11	Advisor/Management Meetings/Calls	Call with S. Dudley of Arcapita regarding exit financing.
Bernard Douton	5/7/2013	0.5	11	Advisor/Management Meetings/Calls	Call with potential exit lender regarding counter.
Bernard Douton	5/7/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/7/2013	0.5	17	DIP and Exit Financing	Review of and revisions to exit financing motion.
Bernard Douton	5/8/2013	0.5	11	Advisor/Management Meetings/Calls	Call with E. Khalil of GDC regarding exit financing.
Bernard Douton	5/8/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Call with B. Jordan of HL regarding exit financing.
Bernard Douton	5/8/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Bernard Douton	5/8/2013	0.5	17	DIP and Exit Financing	Review of and revisions to exit financing motion.
Bernard Douton	5/8/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/9/2013	1.0	12	Creditors - Calls/Meetings/Discussions	Weekly update call with JPL and company advisors.
Bernard Douton	5/9/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding disclosure statement exhibit.
Bernard Douton	5/9/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/9/2013	0.5	11	Advisor/Management Meetings/Calls	Call with M. Williams of GDC regarding exit financing.
Bernard Douton	5/9/2013	0.5	2	Court Hearings/Filings	Review of and revisions to affidavit for Cayman proceeding.
Bernard Douton	5/10/2013	1.0	17	DIP and Exit Financing	Review of revised exit financing commitment letter.
Bernard Douton	5/10/2013	1.0	17	DIP and Exit Financing	Review of and revisions to analysis of exit financing proposals.
Bernard Douton	5/10/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Call with B. Jordan of HL regarding exit financing.
Bernard Douton	5/10/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Bernard Douton	5/13/2013	0.5	11	Advisor/Management Meetings/Calls	Call with M. Williams of GDC regarding exit financing.
Bernard Douton	5/13/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/13/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/13/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Call with B. Jordan of HL regarding exit financing.
Bernard Douton	5/13/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Bernard Douton	5/13/2013	0.5	2	Court Hearings/Filings	Review of and revisions to declaration for the exit financing hearing
Bernard Douton	5/13/2013	0.5	17	DIP and Exit Financing	Review of and revisions to exit financing side by side analysis.
Bernard Douton	5/14/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding NDA.
Bernard Douton	5/14/2013	0.5	2	Court Hearings/Filings	Review of and revisions to declaration for the exit financing hearing
Bernard Douton	5/14/2013	0.5	2	Court Hearings/Filings	Review of and revisions to affidavit for Cayman proceeding.
Bernard Douton	5/14/2013	0.5	11	Advisor/Management Meetings/Calls	Call with J. Weisser of GDC regarding exit financing.
Bernard Douton	5/14/2013	0.5	11	Advisor/Management Meetings/Calls	Call with M. Williams of GDC regarding exit financing.
Bernard Douton	5/14/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Call with B. Jordan of HL regarding exit financing.
Bernard Douton	5/14/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/14/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/15/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/15/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding counter.
Bernard Douton	5/15/2013	1.0	2	Court Hearings/Filings	Participation in exit financing court hearing.
Bernard Douton	5/15/2013	3.0	17	DIP and Exit Financing	Negotiations among potential lenders and UCC advisors regarding exit financing.
Bernard Douton	5/16/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding court hearing.
Bernard Douton	5/16/2013	0.5	11	Advisor/Management Meetings/Calls	Call with M. Williams of GDC regarding exit financing.
Bernard Douton	5/16/2013	0.5	17	DIP and Exit Financing	Review of revised commitment letter.
Bernard Douton	5/16/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Call with B. Jordan of HL regarding exit financing.
Bernard Douton	5/16/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Bernard Douton	5/16/2013	0.5	11	Advisor/Management Meetings/Calls	Call with GSC regarding exit financing.
Bernard Douton	5/17/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Call with B. Jordan of HL regarding exit financing.

Project Antelope - Summary of Hours -- Bernard Douton

Professional	Date	Hours	#	Category	Explanation
Bernard Douton	5/17/2013	0.5	11	Advisor/Management Meetings/Calls	Call with J. Weisser of GDC regarding exit financing.
Bernard Douton	5/17/2013	0.5	17	DIP and Exit Financing	Review of revised commitment letter.
Bernard Douton	5/17/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Bernard Douton	5/20/2013	0.5	17	DIP and Exit Financing	Call with potential exit lender regarding status.
Bernard Douton	5/21/2013	0.5	11	Advisor/Management Meetings/Calls	Weekly update call with the company and advisors.
Bernard Douton	5/21/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding projections.
Bernard Douton	5/22/2013	0.5	17	DIP and Exit Financing	Call with GDC regarding exit facility issues list.
Bernard Douton	5/22/2013	0.5	15	POR / Disclosure Statement Analysis	Review of SCB agreement.
Bernard Douton	5/22/2013	0.5	17	DIP and Exit Financing	Review of revised DIP budget.
Bernard Douton	5/23/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Weekly update call with JPL and company advisors.
Bernard Douton	5/23/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding projections.
Bernard Douton	5/23/2013	2.0	17	DIP and Exit Financing	Review of exit financing documents.
Bernard Douton	5/23/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Bernard Douton	5/24/2013	1.0	11	Advisor/Management Meetings/Calls	Call with GDC regarding exit facility issues list.
Bernard Douton	5/28/2013	2.5	12	Creditors - Calls/Meetings/Discussions	Meeting with HL and the company regarding MSA.
Bernard Douton	5/28/2013	1.0	15	POR / Disclosure Statement Analysis	Review of MSA.
Bernard Douton	5/28/2013	0.5	15	POR / Disclosure Statement Analysis	Review of MSA meeting agenda.
Bernard Douton	5/29/2013	4.0	12	Creditors - Calls/Meetings/Discussions	Meeting with the company and UCC advisors regarding the MSDA.
Bernard Douton	5/29/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Bernard Douton	5/30/2013	0.5	11	Advisor/Management Meetings/Calls	Call with J. Weisser of GDC regarding exit financing.
Bernard Douton	5/30/2013	0.5	17	DIP and Exit Financing	Review of disclosure statement projections.
Bernard Douton	5/30/2013	1.0	17	DIP and Exit Financing	Review of revised exit financing documents.
Bernard Douton	5/30/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Bernard Douton	5/31/2013	0.5	2	Court Hearings/Filings	Review of and revisions to confirmation affidavit.
Bernard Douton	5/31/2013	1.0	17	DIP and Exit Financing	Review of open exit financing issues.
Bernard Douton	5/31/2013	0.5	17	DIP and Exit Financing	Call with the Company and GDC regarding exit financing issues.
Bernard Douton	5/31/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with A. Svoyskiy regarding exit financing.
Total - May		51.0			

Project Antelope - Summary of Hours -- Dustin Mondell

Professional	Date	Hours	#	Category	Explanation
Dustin Mondell	5/7/2013	1.0	11	Advisor/Management Meetings/Calls	Weekly advisor call
Dustin Mondell	5/7/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Dustin Mondell	5/10/2013	0.5	10	Internal Rothschild Meetings/Calls	Internal call
Dustin Mondell	5/14/2013	1.0	11	Advisor/Management Meetings/Calls	Weekly advisor call
Dustin Mondell	5/14/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Dustin Mondell	5/21/2013	1.0	11	Advisor/Management Meetings/Calls	Weekly advisor call
Dustin Mondell	5/21/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Dustin Mondell	5/28/2013	1.0	11	Advisor/Management Meetings/Calls	Weekly advisor call
Total - May		6.0			

Project Antelope - Summary of Hours -- Paul Richards

Professional	Date	Hours	#	Category	Explanation
Paul Richards	5/7/2013	0.5	11	Advisor/Management Meetings/Calls	Weekly update call with Arcapita, A&M, GDC
Paul Richards	5/14/2013	0.5	11	Advisor/Management Meetings/Calls	Weekly update call with Arcapita, A&M, GDC
Paul Richards	5/21/2013	0.5	11	Advisor/Management Meetings/Calls	Weekly update call with Arcapita, A&M, GDC
Total - May		1.5			

Project Antelope - Summary of Hours -- Alex Svoyskiy

Professional	Date	Hours	#	Category	Explanation
Alex Svoyskiy	5/1/2013	1.0	17	DIP and Exit Financing	Review drafts of exit financing documents
Alex Svoyskiy	5/1/2013	4.0	6	Financial Analysis/Modeling	Review updated waterfalls, management fee analysis and recovery estimates
Alex Svoyskiy	5/1/2013	0.5	6	Financial Analysis/Modeling	Review updated DIP budget
Alex Svoyskiy	5/2/2013	1.0	17	DIP and Exit Financing	Review drafts of exit financing documents
Alex Svoyskiy	5/2/2013	0.5	17	DIP and Exit Financing	Discussion with GDC about the exit financing
Alex Svoyskiy	5/2/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding disclosure statement
Alex Svoyskiy	5/2/2013	0.5	17	DIP and Exit Financing	Discussion with GS about the exit financing
Alex Svoyskiy	5/3/2013	1.0	17	DIP and Exit Financing	Discussion with GS and GDC about the exit financing
Alex Svoyskiy	5/3/2013	0.5	17	DIP and Exit Financing	Review drafts of exit financing documents
Alex Svoyskiy	5/6/2013	1.5	17	DIP and Exit Financing	Further review of exit financing documents
Alex Svoyskiy	5/7/2013	0.5	17	DIP and Exit Financing	Review profit calculation analysis for the Fortress DIP
Alex Svoyskiy	5/7/2013	0.5	17	DIP and Exit Financing	Miscellaneous emails related to the DIP budget
Alex Svoyskiy	5/8/2013	1.5	17	DIP and Exit Financing	Diligence discussion with a potential exit financing participant
Alex Svoyskiy	5/8/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/9/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Weekly JPL update call with A&M
Alex Svoyskiy	5/9/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding disclosure statement
Alex Svoyskiy	5/9/2013	0.5	12	Creditors - Calls/Meetings/Discussions	POR discussion with a creditor
Alex Svoyskiy	5/10/2013	0.5	2	Court Hearings/Filings	Review and comment on the draft of the Cayman affidavit
Alex Svoyskiy	5/10/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/10/2013	2.0	17	DIP and Exit Financing	Review draft updated comparison analysis of the exit financing proposals
Alex Svoyskiy	5/10/2013	1.0	17	DIP and Exit Financing	Review details of the exit financing asset valuation analysis
Alex Svoyskiy	5/11/2013	1.0	17	DIP and Exit Financing	Review updated exit financing model
Alex Svoyskiy	5/13/2013	0.5	17	DIP and Exit Financing	Review DIP funding calculations
Alex Svoyskiy	5/13/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/13/2013	0.5	17	DIP and Exit Financing	Review Fortress exit financing objection
Alex Svoyskiy	5/13/2013	1.0	17	DIP and Exit Financing	Review draft updated comparison analysis of the exit financing proposals
Alex Svoyskiy	5/13/2013	1.0	17	DIP and Exit Financing	Discussions with GDC related to the exit financing strategy
Alex Svoyskiy	5/14/2013	2.0	17	DIP and Exit Financing	Exit financing discussions with GS
Alex Svoyskiy	5/14/2013	1.0	17	DIP and Exit Financing	Discussions with GDC related to the exit financing strategy
Alex Svoyskiy	5/14/2013	1.0	17	DIP and Exit Financing	Review GDC draft comparison analysis of the exit financing proposals
Alex Svoyskiy	5/15/2013	5.0	17	DIP and Exit Financing	Exit financing hearing
Alex Svoyskiy	5/15/2013	1.0	17	DIP and Exit Financing	Review draft updated comparison analysis of the exit financing proposals
Alex Svoyskiy	5/15/2013	1.0	17	DIP and Exit Financing	Review drafts of exit financing documents
Alex Svoyskiy	5/16/2013	0.5	17	DIP and Exit Financing	DIP sizing discussion with A&M
Alex Svoyskiy	5/16/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/16/2013	0.5	17	DIP and Exit Financing	Review draft updated comparison analysis of the exit financing proposals
Alex Svoyskiy	5/16/2013	1.0	17	DIP and Exit Financing	Discussions with GS and GDC related to the proposed exit terms
Alex Svoyskiy	5/17/2013	1.0	15	POR / Disclosure Statement Analysis	Review updated projections for the Plan supplement
Alex Svoyskiy	5/17/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/17/2013	1.0	17	DIP and Exit Financing	Review drafts of exit financing documents
Alex Svoyskiy	5/21/2013	1.0	17	DIP and Exit Financing	Review updated DIP budget
Alex Svoyskiy	5/21/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding projections
Alex Svoyskiy	5/22/2013	0.5	17	DIP and Exit Financing	DIP budget discussion with A&M
Alex Svoyskiy	5/22/2013	1.0	15	POR / Disclosure Statement Analysis	Review updated waterfalls and updated projections
Alex Svoyskiy	5/22/2013	1.0	17	DIP and Exit Financing	Review draft of the POR documents
Alex Svoyskiy	5/22/2013	1.0	17	DIP and Exit Financing	Review drafts of exit financing documents
Alex Svoyskiy	5/23/2013	0.5	12	Creditors - Calls/Meetings/Discussions	Weekly JPL update call with A&M
Alex Svoyskiy	5/23/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding projections

Project Antelope - Summary of Hours -- Alex Svoyskiy

Professional	Date	Hours	#	Category	Explanation
Alex Svoyskiy	5/23/2013	1.0	15	POR / Disclosure Statement Analysis	Review updated projections for the Plan supplement
Alex Svoyskiy	5/23/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/24/2013	1.0	17	DIP and Exit Financing	Call with Arcapita to discuss open items related to the exit financing
Alex Svoyskiy	5/24/2013	1.0	15	POR / Disclosure Statement Analysis	Review updated waterfalls and projections for the Plan supplement
Alex Svoyskiy	5/24/2013	0.5	15	POR / Disclosure Statement Analysis	Review updated recovery analysis
Alex Svoyskiy	5/24/2013	1.0	15	POR / Disclosure Statement Analysis	Review draft of the POR documents
Alex Svoyskiy	5/24/2013	1.0	17	DIP and Exit Financing	Review updated DIP budget
Alex Svoyskiy	5/24/2013	1.0	17	DIP and Exit Financing	Discussion of open exit financing documentation points with HL
Alex Svoyskiy	5/28/2013	1.0	6	Financial Analysis/Modeling	Prepare and review analysis of Viridian waterfall valuation
Alex Svoyskiy	5/28/2013	0.5	15	POR / Disclosure Statement Analysis	Review updated waterfalls and projections for the Plan supplement
Alex Svoyskiy	5/28/2013	1.0	15	POR / Disclosure Statement Analysis	Review draft of the POR documents
Alex Svoyskiy	5/28/2013	0.5	17	DIP and Exit Financing	Discuss DIP funds flow with A&M
Alex Svoyskiy	5/29/2013	0.5	17	DIP and Exit Financing	Discuss DIP S&U with A&M
Alex Svoyskiy	5/29/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/30/2013	1.0	17	DIP and Exit Financing	Exit financing discussion with GS
Alex Svoyskiy	5/30/2013	0.5	10	Internal Rothschild Meetings/Calls	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/30/2013	1.0	15	POR / Disclosure Statement Analysis	Review draft of the POR documents
Alex Svoyskiy	5/31/2013	0.5	17	DIP and Exit Financing	Meeting with B. Douton regarding exit financing
Alex Svoyskiy	5/31/2013	0.5	17	DIP and Exit Financing	Exit financing update call with GS
Alex Svoyskiy	5/31/2013	1.0	17	DIP and Exit Financing	Review updated DIP budget
Alex Svoyskiy	5/31/2013	1.0	17	DIP and Exit Financing	Discuss open issues for the exit financing with HL
Total - May		62.5			

Project Antelope - Summary of Hours -- Mathieu Dartayet

Professional	Date	Hours	#	Category	Explanation
Mathieu Dartayet	5/14/2013	0.5	11	Advisor/Management Meetings/Calls	Weekly update call with Arcapita, A&M, GDC
Mathieu Dartayet	5/21/2013	0.5	11	Advisor/Management Meetings/Calls	Weekly update call with Arcapita, A&M, GDC
Total - May		1.0			

Project Antelope - Summary of Hours -- Nikolaos Voudouris

Professional	Date	Hours	#	Category	Explanation
Nikolaos Voudouris	5/2/2013	1.0	17	DIP and Exit Financing	Exit financing analysis review
Nikolaos Voudouris	5/4/2013	2.5	17	DIP and Exit Financing	Exit financing analysis and discussion
Nikolaos Voudouris	5/5/2013	1.5	17	DIP and Exit Financing	Exit financing review
Nikolaos Voudouris	5/6/2013	1.0	14	General	Dataroom management
Nikolaos Voudouris	5/7/2013	1.0	11	Advisor/Management Meetings/Calls	Senior advisor call
Nikolaos Voudouris	5/7/2013	0.5	11	Advisor/Management Meetings/Calls	Update discussion
Nikolaos Voudouris	5/8/2013	2.5	6	Financial Analysis/Modeling	Liquidity analysis
Nikolaos Voudouris	5/10/2013	0.5	11	Advisor/Management Meetings/Calls	Conference call
Nikolaos Voudouris	5/11/2013	1.5	14	General	Dataroom management
Nikolaos Voudouris	5/14/2013	1.0	11	Advisor/Management Meetings/Calls	Senior advisor call
Nikolaos Voudouris	5/14/2013	2.0	6	Financial Analysis/Modeling	Liquidity / financing analysis
Nikolaos Voudouris	5/14/2013	0.5	11	Advisor/Management Meetings/Calls	Update discussion
Nikolaos Voudouris	5/21/2013	1.0	11	Advisor/Management Meetings/Calls	Senior advisor call
Nikolaos Voudouris	5/21/2013	0.5	11	Advisor/Management Meetings/Calls	Update discussion
Nikolaos Voudouris	5/27/2013	3.5	3	Fee Applications / Monthly Invoice	Review of monthly fee statement
Nikolaos Voudouris	5/28/2013	1.0	11	Advisor/Management Meetings/Calls	Senior advisor call
Nikolaos Voudouris	5/28/2013	0.5	11	Advisor/Management Meetings/Calls	Update discussion
Total - May		22.0			

Project Antelope - Summary of Hours -- Lin Chen

Professional	Date	Hours	#	Category	Explanation
Lin Chen	5/1/2013	1.5	14	General	Dataroom management
Lin Chen	5/2/2013	1.5	14	General	Dataroom management
Lin Chen	5/3/2013	1.0	12	Creditors - Calls/Meetings/Discussions	Correspondence with HL regarding exit projections and returns
Lin Chen	5/3/2013	1.0	17	DIP and Exit Financing	Reviewing GSI exit commitment letter and term sheet
Lin Chen	5/3/2013	3.0	6	Financial Analysis/Modeling	Review of AIML management fees with A&M
Lin Chen	5/4/2013	4.0	6	Financial Analysis/Modeling	Further review of AIML management fees with A&M and integration into models
Lin Chen	5/5/2013	2.0	6	Financial Analysis/Modeling	Further integration of models and analysis
Lin Chen	5/6/2013	2.0	6	Financial Analysis/Modeling	Viridian exit monetization sensitivity analysis for Management
Lin Chen	5/7/2013	2.0	6	Financial Analysis/Modeling	Analysis of HarbourVest illustrative returns for Management
Lin Chen	5/8/2013	1.5	14	General	Dataroom management
Lin Chen	5/9/2013	1.5	11	Advisor/Management Meetings/Calls	Correspondence with A&M regarding success fees
Lin Chen	5/10/2013	2.0	6	Financial Analysis/Modeling	Review of fees and model
Lin Chen	5/12/2013	1.0	14	General	Dataroom management
Lin Chen	5/13/2013	2.0	17	DIP and Exit Financing	Review of revised Fortress proposal
Lin Chen	5/13/2013	1.0	6	Financial Analysis/Modeling	Monetization schedule and asset waterfall packet for Management
Lin Chen	5/14/2013	1.0	14	General	Dataroom management
Lin Chen	5/15/2013	5.0	2	Court Hearings/Filings	Exit financing court hearing
Lin Chen	5/16/2013	4.0	9	General Presentation Preparation	Management presentation on economics of proposed POR
Lin Chen	5/17/2013	3.0	9	General Presentation Preparation	Modifications on presentation per Management request
Lin Chen	5/22/2013	8.0	6	Financial Analysis/Modeling	Updating projections model with new DIP assumptions
Lin Chen	5/23/2013	7.0	6	Financial Analysis/Modeling	Updating projections model with new DIP assumptions (cont'd)
Lin Chen	5/24/2013	15.0	6	Financial Analysis/Modeling	Updating projections model with new DIP assumptions (cont'd)
Lin Chen	5/28/2013	6.0	6	Financial Analysis/Modeling	Update model with latest deal exit assumptions
Lin Chen	5/29/2013	3.0	6	Financial Analysis/Modeling	Updating Subsequent Transfers analysis
Lin Chen	5/29/2013	2.0	2	Court Hearings/Filings	Updated filing projections
Lin Chen	5/30/2013	3.0	2	Court Hearings/Filings	Updated filing projections
Total - May		84.0			

Project Antelope - Summary of Hours -- Michael Kelly

Professional	Date	Hours	#	Category	Explanation
Michael Kelly	5/2/2013	2.0	17	DIP and Exit Financing	Exit financing analysis
Michael Kelly	5/4/2013	3.5	17	DIP and Exit Financing	Exit financing work / discussion
Michael Kelly	5/5/2013	2.5	17	DIP and Exit Financing	Exit financing analysis
Michael Kelly	5/7/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Michael Kelly	5/9/2013	2.5	14	General	Dataroom management
Michael Kelly	5/10/2013	0.5	11	Advisor/Management Meetings/Calls	Conference call to discuss Arcapita
Michael Kelly	5/13/2013	0.5	11	Advisor/Management Meetings/Calls	Exit financing discussion
Michael Kelly	5/14/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Michael Kelly	5/21/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Michael Kelly	5/22/2013	2.5	11	Advisor/Management Meetings/Calls	Liquidity analysis
Michael Kelly	5/23/2013	3.0	3	Fee Applications / Monthly Invoice	Preparation of monthly fee statement
Michael Kelly	5/24/2013	2.5	3	Fee Applications / Monthly Invoice	Preparation of expenses for monthly fee statement
Michael Kelly	5/26/2013	2.0	3	Fee Applications / Monthly Invoice	Preparation of monthly fee statement
Michael Kelly	5/27/2013	3.0	3	Fee Applications / Monthly Invoice	Preparation of monthly fee statement
Michael Kelly	5/28/2013	0.5	11	Advisor/Management Meetings/Calls	Update call
Total - May		26.5			

EXHIBIT B

Arcapita

Summary of Out-of-Pocket Expenses

Travel	\$0.00
Ground Transportation/Taxis	1,181.62
Hotel	-
Legal Fees	-
Miscellaneous	7.93
Meals	566.89
Presentation Center	267.92
Copies	41.70
Research/Database	385.64
Telephone/Communications	-
Courier Services	-
Total	\$2,451.70

Arcapita

Taxi Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
02/21/13	From office to home	New York, NY	\$8.00	Vendor	B. Douton
03/21/13	From office to home	New York, NY	\$18.50	Vendor	T. Snyder
04/11/13	From office to home	New York, NY	\$14.00	Vendor	L. Chen
04/11/13	From office to home	Forest Hills, NY	\$40.63	Vendor	A. Svoyskiy
04/12/13	From office to home	New York, NY	\$11.85	Vendor	L. Chen
04/13/13	From office to home (wknd)	New York, NY	\$13.12	Vendor	L. Chen
04/13/13	From office to home (wknd)	Forest Hills, NY	\$42.00	Vendor	A. Svoyskiy
04/16/13	From office to home	New York, NY	\$19.37	Vendor	L. Chen
04/16/13	From office to home	Forest Hills, NY	\$41.79	Vendor	A. Svoyskiy
04/17/13	From office to home	Forest Hills, NY	\$42.83	Vendor	A. Svoyskiy
04/17/13	From office to home	New York, NY	\$50.12	Vendor	N. Voudouris
04/17/13	From office to home	New York, NY	\$11.55	Vendor	M. Kelly
04/18/13	From office to home	New York, NY	\$31.20	Vendor	L. Chen
04/18/13	From office to home	Forest Hills, NY	\$43.83	Vendor	A. Svoyskiy
04/18/13	From office to home	New York, NY	\$39.54	Vendor	N. Voudouris
04/19/13	From office to home	Forest Hills, NY	\$48.53	Vendor	A. Svoyskiy
04/19/13	From office to home	New York, NY	\$11.05	Vendor	M. Kelly
04/20/13	From office to home (wknd)	New York, NY	\$11.70	Vendor	L. Chen
04/20/13	From office to home (wknd)	Forest Hills, NY	\$42.99	Vendor	A. Svoyskiy
04/20/13	From office to home (wknd)	New York, NY	\$11.12	Vendor	M. Kelly
04/20/13	From home to office (wknd)	New York, NY	\$14.25	Vendor	M. Kelly
04/21/13	From home to office (wknd)	New York, NY	\$15.00	Vendor	L. Chen
04/21/13	From office to home (wknd)	New York, NY	\$22.20	Vendor	L. Chen
04/22/13	From office to home	New York, NY	\$10.62	Vendor	M. Kelly
04/22/13	From office to home	New York, NY	\$26.50	Vendor	N. Voudouris
04/23/13	From office to home	Forest Hills, NY	\$40.03	Vendor	A. Svoyskiy
04/24/13	From office to home	Forest Hills, NY	\$43.03	Vendor	A. Svoyskiy
04/24/13	From office to home	New York, NY	\$10.90	Vendor	M. Kelly
04/24/13	From office to home	New York, NY	\$18.62	Vendor	N. Voudouris
04/25/13	From office to home	New York, NY	\$16.85	Vendor	L. Chen
04/27/13	From office to home (wknd)	New York, NY	\$21.87	Vendor	L. Chen
04/28/13	From office to home (wknd)	New York, NY	\$20.65	Vendor	L. Chen
04/28/13	From home to office (wknd)	New York, NY	\$11.75	Vendor	L. Chen

Arcapita

Taxi Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
04/29/13	From office to home	Forest Hills, NY	\$40.03	Vendor	A. Svoyskiy
04/30/13	From office to home	Forest Hills, NY	\$40.63	Vendor	A. Svoyskiy
05/01/13	From office to home	New York, NY	\$50.90	Vendor	L. Chen
05/02/13	From office to home	Forest Hills, NY	\$49.59	Vendor	A. Svoyskiy
05/04/13	From office to home (wknd)	New York, NY	\$17.30	Vendor	L. Chen
05/04/13	From home to office (wknd)	New York, NY	\$10.62	Vendor	L. Chen
05/05/13	From office to home (wknd)	New York, NY	\$8.75	Vendor	L. Chen
05/06/13	From office to home	Forest Hills, NY	\$40.03	Vendor	A. Svoyskiy
05/07/13	From office to home	New York, NY	\$21.12	Vendor	L. Chen
05/08/13	From office to home	New York, NY	\$16.87	Vendor	N. Voudouris
05/09/13	From office to home	New York, NY	\$17.40	Vendor	L. Chen
05/09/13	From office to home	Forest Hills, NY	\$42.39	Vendor	A. Svoyskiy
Total			\$1,181.62		

Arcapita

Miscellaneous Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
05/31/13	Presentation materials	New York, NY	\$7.93	Vendor	Various
Total			\$7.93		

Arcapita

Meal Expense Breakdown

Date Incurred	Description	City	Cost	Method of Computation	Incurred By
04/29/13	Working dinner	New York, NY	\$26.16	Vendor	L. Chen
04/29/13	Working dinner	New York, NY	\$26.39	Vendor	A. Svoyskiy
04/30/13	Working dinner	New York, NY	\$26.29	Vendor	L. Chen
05/01/13	Working dinner	New York, NY	\$26.28	Vendor	L. Chen
05/02/13	Working dinner	New York, NY	\$26.24	Vendor	L. Chen
05/06/13	Working dinner	New York, NY	\$26.37	Vendor	L. Chen
05/07/13	Working dinner	New York, NY	\$25.63	Vendor	L. Chen
05/08/13	Working dinner	New York, NY	\$26.17	Vendor	L. Chen
05/09/13	Working dinner	New York, NY	\$25.68	Vendor	L. Chen
05/10/13	Working dinner	New York, NY	\$26.06	Vendor	L. Chen
05/12/13	Working dinner (wknd)	New York, NY	\$21.82	Vendor	L. Chen
05/13/13	Working dinner	New York, NY	\$26.07	Vendor	L. Chen
05/14/13	Working dinner	New York, NY	\$26.39	Vendor	L. Chen
05/14/13	Working dinner	New York, NY	\$26.25	Vendor	A. Svoyskiy
05/14/13	Working dinner	New York, NY	\$21.43	Vendor	N. Voudouris
05/15/13	Working dinner	New York, NY	\$26.24	Vendor	L. Chen
05/22/13	Working dinner	New York, NY	\$26.32	Vendor	L. Chen
05/22/13	Working dinner	New York, NY	\$25.96	Vendor	M. Kelly
05/24/13	Working dinner	New York, NY	\$26.18	Vendor	L. Chen
05/28/13	Working dinner	New York, NY	\$26.24	Vendor	L. Chen
05/28/13	Working dinner	New York, NY	\$26.39	Vendor	A. Svoyskiy
05/29/13	Working dinner	New York, NY	\$26.33	Vendor	L. Chen
Total			\$566.89		

Arcapita

Presentation Center Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
May-13	Presentation center	New York, NY	<u>\$267.92</u>	Vendor	Various
Total			\$267.92		

Arcapita

Copy Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
May-13	Black, white & color copies	New York, NY	\$41.70	BW \$0.10 per pge & Color \$1.00 per pge	L. Chen
Total			\$41.70		

Arcapita

Research/Database Expense Breakdown

<u>Date Incurred</u>	<u>Description</u>	<u>City</u>	<u>Cost</u>	<u>Method of Computation</u>	<u>Incurred By</u>
05/01/13	Cap IQ	New York, NY	\$30.24	Vendor	L. Chen
05/01/13	Cap IQ	New York, NY	\$5.40	Vendor	L. Chen
05/07/13	Research material	New York, NY	\$350.00	Vendor	Various
Total			\$385.64		