

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

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: **Chapter 11**
: **Case No. 12-11076 (SHL)**
: **Jointly Administered**
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**ORDER APPROVING PLAN IMPLEMENTATION TIMELINE AND
RESCHEDULING OMNIBUS HEARING**

1. Consistent with the Court’s ruling at the hearing on August 27, 2013, the Court hereby approves the following timeline with respect to the implementation of the confirmed chapter 11 plan of reorganization [Docket No. 1265] (the “*Plan*”)¹ of Arcapita Bank B.S.C.(c) (“*Arcapita Bank*”) and its affiliate debtors (the “*Debtors*”),² to achieve an Effective Date of **September 17, 2013**:

- a) On or before **September 9, 2013** – Debtors and their subsidiaries to conduct the requisite board meetings (or similar authorizing actions) necessary to approve consummation of the Plan transactions.
- b) On or before **September 10, 2013** – pursuant to Section 2.4(b) of the Master Murabaha Agreement, Debtors to provide notice to the Exit Facility Arranger of the closing of the Exit Facility on the Effective Date.

¹ Capitalized terms used and not otherwise defined in this Order shall have the meanings ascribed to them in the Plan.

² As used in this Order, the term Debtors does not include Falcon Gas Storage Company, Inc., whose chapter 11 case is also being jointly administered under case number 12-11076.

- c) On or before **September 11, 2013** – Debtors to advise share registrar of Arcapita Bank to take all actions necessary to effect transfers of Arcapita Bank shares from existing shareholders to one or more subsidiaries of RA Holding Corp., with such transfers to be effective as of the Effective Date.
- d) On or before **September 12, 2013** – Debtors to initiate all actions necessary to implement the Plan in the Cayman Islands, including the merger of certain Cayman subsidiaries of Arcapita Bank contemplated by the Plan, with such actions to be effective as of the Effective Date.
- e) On or before **September 12, 2013** – Debtors and newly formed entities to execute substantially all of the Plan implementation documents (other than the financing documents governed by UK law which shall be executed on the Effective Date), to be delivered and effective as of the Effective Date.
- f) On or before **September 17, 2013** – Effective Date.

2. On the satisfaction of each of the above deadlines, the Debtors shall provide the Committee with written notice confirming that such obligations have been fulfilled. If any of the foregoing deadlines is not met, the Committee or the Debtors may request the Court to conduct a chambers conference to discuss the status of the Effective Date and actions necessary to accomplish the Effective Date, including any relief that may be requested from the Court.

3. If such chambers conference concludes without final resolution of any dispute, the Committee or the Debtors may file with the Court any motion or other request for relief related to the Effective Date that such party believes is appropriate. Such motion or other request shall be set for hearing on an expedited basis on **September 19, 2013 at 2:30 p.m.** (prevailing U.S. Eastern Time) or at such other date and time as ordered by the Court at the chambers

conference. Filing and briefing schedules related to any such motion shall be set by the Court at the chambers conference.

4. The omnibus hearing previously scheduled for September 17, 2013 is hereby rescheduled to **September 19, 2013 at 2:30 p.m.** (prevailing U.S. Eastern Time) or to such other date and time as is subsequently set by the Court.

Dated: September 6, 2013
New York, New York



/s/ Sean H. Lane

Sean H. Lane
United States Bankruptcy Judge