

GIBSON, DUNN & CRUTCHER LLP

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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.	:	Jointly Administered
	:	
-----X	:	

NOTICE OF DEBTORS’ MOTION FOR AN ORDER AUTHORIZING THE DEBTORS TO TAKE ACTIONS AND INCUR OBLIGATIONS IN CONNECTION WITH SALE BY NON-DEBTOR SUBSIDIARIES OF EUROLOG ASSETS AND TO EXEMPT SALE FROM REQUIREMENTS OF COOPERATION SETTLEMENT TERM SHEET

PLEASE TAKE NOTICE that on September 6, 2103, the above-captioned debtors and debtors in possession (the “*Debtors*”) filed a *Motion for an Order Authorizing the Debtors to Take Actions and Incur Obligations in Connection With Sale by Non-Debtor Subsidiaries of EuroLog Assets and to Exempt Sale From Requirements of Cooperation Settlement Term Sheet* (the “*Motion*”).

PLEASE TAKE FURTHER NOTICE that pursuant to the Court’s order (the “*Order*”) attached hereto as *Exhibit A*, a hearing (the “*Hearing*”) to consider the Motion will take place 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 **September 23, 2013 at 11:30 a.m.** (prevailing U.S. Eastern Time),

along with the other matters on calendar for the above-captioned case, or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that any responses or objections to the Motion (the “**Objections**”) shall be filed electronically with the Court on the docket of *In re Arcapita Bank B.S.C.(c), et al.*, Ch. 11 Case No. 12-11076 (SHL), pursuant to the Case Management Procedures approved by this Court¹ and the Court’s General Order M-399 (available at <http://nysb.uscourts.gov/orders/orders2.html>), by registered users of the Court’s case filing system and by all other parties in interest on a 3.5 inch 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, and served in accordance with General Order M-399 on (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.); (iii) counsel for the Committee, Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis F. Dunne, Esq. and Evan R. Fleck, Esq.); (iv) counsel for the Purchaser, Freshfields Bruckhaus Deringer US LLP, 601 Lexington Avenue, New York, New York 10022 (Attn: Abbey Walsh, Esq.); and (v) all parties listed on the Master Service List established in these chapter 11 cases, so as to be received no

¹ See Order (A) Waiving the Requirement That Each Debtor File a List of Creditors and Equity Security Holders and Authorizing Maintenance of Consolidated List of Creditors in Lieu of a Matrix; (B) Authorizing Filing of a Consolidated List of Top 50 Unsecured Creditors; and (C) Approving Case Management Procedures [Docket No. 21].

later than **September 17, 2013 at 12:00 p.m.** (prevailing U.S. Eastern Time) (the “***Objection Deadline***”).

PLEASE TAKE FURTHER NOTICE that any replies must be filed by **September 23, 2013 at 9:00 a.m.**

Dated: New York, New York
September 6, 2013

Respectfully submitted,

/s/ Michael A. Rosenthal
Michael A. Rosenthal (MR-7006)
Craig H. Millet (admitted *pro hac vice*)
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ATTORNEYS FOR THE DEBTORS AND
DEBTORS IN POSSESSION

EXHIBIT A

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

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

**ORDER SHORTENING THE NOTICE PERIOD WITH RESPECT TO THE DEBTORS’
MOTION FOR AN ORDER AUTHORIZING THE DEBTORS TO TAKE ACTIONS
AND INCUR OBLIGATIONS IN CONNECTION WITH SALE BY NON-DEBTOR
SUBSIDIARIES OF EUROLOG ASSETS AND TO EXEMPT SALE FROM
REQUIREMENTS OF COOPERATION SETTLEMENT TERM SHEET**

Upon consideration of the motion (the “*Motion*”)¹ of Arcapita Bank B.S.C.(c) (“*Arcapita Bank*”), Arcapita Investments Holdings Limited (“*AIHL*”), Arcapita LT Holdings Limited (“*ALTHL*”), AEID II Holdings Limited (“*AEID II*”), and certain of their affiliated debtors in possession (collectively, the “*Debtors*”), for entry of an order shortening the notice period with respect to the Debtors’ *Motion for an Order Authorizing the Debtors to Take Actions and Incur Obligations in Connection With Sale by Non-Debtor Subsidiaries of EuroLog Assets and to Exempt Sale From Requirements of Cooperation Settlement Term Sheet* (the “*EuroLog Sale Motion*”); the Court finds that (i) it has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334, (ii) venue of this proceeding is proper pursuant to 28 U.S.C. §§ 1408 and 1409, (iii) the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and it appearing that no other or further notice is necessary except as provided herein; and the Court having reviewed the Motion and having considered statements in support of the relief requested therein; and the Court having determined that the

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

legal and factual bases set forth in the Motion establish just cause for the relief granted herein;
and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED:

1. The Motion is granted to the extent set forth herein.

2. The hearing to consider the EuroLog Sale Motion shall be held on **September 23, 2013, at 11:30 a.m.** (prevailing Eastern Time) before the Honorable Sean H. Lane, United States Bankruptcy Court, One Bowling Green, New York, New York 10004-1408, Courtroom 701.

The hearing on the EuroLog Sale Motion may be adjourned from time to time without further notice other than an announcement of the adjourned date or dates in open court. Notice of such adjourned date(s) will be available on the electronic case filing docket.

3. The Debtors shall serve a copy of this Order within one day of entry thereof, by electronic mail, facsimile and/or overnight mail, on the Notice Parties (as defined below).

4. Any and all objections to the EuroLog Sale Motion must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and Local Rules of the Court, and shall be filed, with proof of service, with the Clerk of the Court and served on the following parties (the "**Notice Parties**") so as to be received by **September 17, 2013, at 12:00 p.m.** (prevailing Eastern Time); Any replies must be filed by **September 23, 2013, at 9:00 a.m.** :

- (a) counsel to the Debtors, attention: Michael A. Rosenthal and Craig H. Millet, Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, NY 10166-0193;
- (b) counsel to the Committee, attention: Dennis Dunne, Esq. and Evan Fleck, Esq., Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005;
- (c) counsel to the Purchaser, attention: Abbey Walsh, Esq., Freshfields Bruckhaus Deringer US LLP, 601 Lexington Avenue, New York, New York 10022; and

- (d) the Office of the United States Trustee for the Southern District of New York, attention: Richard Morrissey, 33 Whitehall Street, New York, New York 10004,

with a courtesy copy delivered to the chambers of the Honorable Sean H. Lane, United States Bankruptcy Court, One Bowling Green, New York, New York 10004-1408.

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

Dated: New York, New York
September 6, 2013

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