

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

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In re: : Chapter 11
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ARCAPITA BANK B.S.C.(c), et al., : Case No. 12-11076 (SHL)
: :
Reorganized Debtors. : Confirmed
: :
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**FINAL ORDER GRANTING APPLICATIONS OF RETAINED PROFESSIONALS FOR
ALLOWANCE OF COMPENSATION AND REIMBURSEMENT OF EXPENSES**

Upon consideration of the applications (the “Fee Applications”) filed by the professionals (the “Professional Applicants”) retained in the chapter 11 cases of the above-captioned reorganized debtors (collectively, the “Reorganized Debtors”) listed on Schedule A attached hereto for professional services rendered and expenses incurred in connection with the chapter 11 case of Falcon Gas Storage Company, Inc. (“Falcon”) during the period between April 30, 2012 through and including February 19, 2014 (the “Total Compensation Period”); and a hearing having been held on April 30, 2014 before this Court to consider the Fee Applications; and due notice of the Fee Applications having been given pursuant to Federal Rules of Bankruptcy Procedure 2002(a)(7) and (c)(2); and the Court having jurisdiction to consider the Fee Applications pursuant to 28 U.S.C. §§ 157(a) and 1334(b); and consideration of the Fee Applications being a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and venue being proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having reviewed the Fee Applications and the responses, if any, thereto; and upon the record of the April 30, 2014 hearing; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. Compensation to the Professional Applicants for professional services rendered during the compensation period from October 1, 2013 through February 19, 2014 (the “Current Compensation Period”) is allowed on a final basis in the amounts set forth in Schedule A hereto in the column captioned: “Fees Allowed.”

2. Reimbursement to Professional Applicants for expenses incurred during the Current Compensation Period is allowed on a final basis in the amounts set forth in Schedule A hereto in the column captioned: “Expenses to be Paid for Current Compensation Period (to the extent unpaid).”

3. Compensation to the Professional Applicants for professional services rendered during the Total Compensation Period and reimbursement for expenses incurred by the Professional Applicants during the Total Compensation Period, including those amounts previously paid as set forth on Schedule B hereto, are allowed on a final basis.

4. Falcon is authorized and directed to pay each Professional Applicant all fees and expenses allowed on a final basis pursuant to this Order that have not yet been paid, including such amounts that were previously held back.

5. Falcon is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order.

6. Notwithstanding the possible applicability of Rules 6004(h), 7062 and 9014 of the Federal Rules of Bankruptcy Procedure or otherwise, the terms and conditions of this Order shall be immediately effective and enforceable upon its entry.

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

Dated: May 9, 2014
New York, New York

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

SCHEDULE A

Summary: Current Compensation Period (October 1, 2013 through and including February 19, 2014)

(1) Professional Applicant	(2) Date & Docket Number of Application	(3) Fees Requested for Current Compensation Period	(4) Fees Allowed for Current Compensation Period	(5) Fees to be Paid for Current Compensation Period (to the extent unpaid)	(6) Fees to be Paid for Prior Fee Period(s) (if any) (i.e., Holdback Release)	(7) Total Fees to be Paid (to the extent unpaid)	(8) Expenses Requested for Current Compensation	(9) Expenses to be Paid for Current Compensation Period (to the extent unpaid)
Alvarez & Marsal Global Forensic and Dispute Services, LLC (“A&M”) <i>Litigation Support Service Providers to Falcon</i>	3/20/14 [Docket No. 1881]	\$56,290.00	\$56,290.00	\$56,290.00	\$10,667.50	\$66,957.50	\$6,338.35	\$6,338.35
FTI Consulting, Inc. <i>Financial Advisor to Official Committee of Unsecured Creditors</i>	3/20/14 [Docket No. 1882]	\$25,272.50	\$25,272.50	\$25,272.50	\$9,232.90	\$34,505.40	\$0.00	\$0.00

(1) Professional Applicant	(2) Date & Docket Number of Application	(3) Fees Requested for Current Compensation Period	(4) Fees Allowed for Current Compensation Period	(5) Fees to be Paid for Current Compensation Period (to the extent unpaid)	(6) Fees to be Paid for Prior Fee Period(s) (if any) (i.e., Holdback Release)	(7) Total Fees to be Paid (to the extent unpaid)	(8) Expenses Requested for Current Compensation	(9) Expenses to be Paid for Current Compensation Period (to the extent unpaid)
King & Spalding LLP and King & Spalding International LLP <i>Special Counsel to Falcon</i>	3/21/14 [Docket No. 1883]	\$1,409,213.00	\$1,409,213.00	\$1,409,213.00	\$582,548.72	\$1,991,761.72	\$202,538.18	\$202,538.18
Gibson, Dunn & Crutcher LLP <i>Counsel to Falcon</i>	3/21/14 [Docket No. 1885]	\$370,951.00	\$370,951.00	\$370,951.00	\$43,329.70	\$414,280.70	\$6,771.14	\$6,771.14

SCHEDULE B

Summary: Total Compensation Period (April 30, 2012 through and including February 19, 2014)

(1) Professional Applicant	(2) Total Fees Requested	(3) Total Fees Paid	(4) Total Expenses Paid	(5) Total Expenses Requested
Alvarez & Marsal Global Forensic and Dispute Services, LLC	\$ 109,627.50	\$42,670.00	\$4,267.00	\$10,605.35
FTI Consulting, Inc.	\$71, 437.00	\$36,931.60	\$0.00	\$0.00
King & Spalding LLP and King & Spalding International LLP	\$5,217,549.50	\$3,225,787.78	\$102,472.77	\$305,010.95
Gibson, Dunn & Crutcher LLP	\$1,019,417.50	\$878,836.00	\$4,209.32	\$6,771.14