

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

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In re : **Chapter 11 Case**
: **ARCAPITA BANK B.S.C.(c), et al.,** : **Case No. 12-11076 (SHL)**
: **Reorganized Debtors.** : **Jointly Administered**
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ORDER GRANTING DEBTORS' THIRD OMNIBUS OBJECTION TO CLAIMS
(Claim No. 383 Filed by G.P. Zachariades Overseas, Ltd.)

Upon consideration of (i) the Debtors' Third Omnibus Objections to Claims (the "***Third Omnibus Objection to Claims***")¹ filed by the predecessors in interest to the above-captioned Reorganized Debtors (the "***Debtors***") [Dkt. No. 1051], seeking entry of an order, pursuant to section 502(b) of title 11 of the United States Code (the "***Bankruptcy Code***"), Rule 3007(d) of the Federal Rules of Bankruptcy Procedure and this Court's Claims Administration Order, reclassifying, disallowing and/or expunging certain claims filed against the Debtors, including Claim No. 383 (the "***GPZ Claim***") filed by G.P. Zachariades Overseas, Ltd. ("***GPZ***") against Arcapita Bank B.S.C.(c), (ii) the Reply in Support of Objection to Claim No. 383, dated April 25, 2014 [Dkt. No. 1924] (the "***Reply***"), and (iii) the presentation of counsel at the hearing held on April 30, 2014 (the "***Hearing***") ***and the additional information provided in the letter of Debtors' Counsel (ECF. No. 1946)***; and the Court having found that it has jurisdiction to consider the Third Omnibus Objection to Claims pursuant to 28 U.S.C. §§ 157 and 1334; that venue of this proceeding and the Third Omnibus Objection to Claims in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; that the relief requested in the Third Omnibus Objection to Claims is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and that notice of the Third Omnibus Objection to Claims and the opportunity

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Third Omnibus Objection to Claims.

for a hearing on the Third Omnibus Objection to Claims was appropriate under the particular circumstances; and that, despite receiving notice of the Third Omnibus Objection to Claims, GPZ filed no objection or other response to the Third Omnibus Objection to Claims; and the Court having reviewed the Third Omnibus Objection to Claims and the Reply and having considered the absence of any objection or other response from GPZ and the statements in support of the relief requested therein at the Hearing; and the Court having determined that the legal and factual bases set forth in the Third Omnibus Objection to Claims, the Reply and at the Hearing establish just cause for the relief granted herein; and upon the record of the above-captioned cases and all of the proceedings had before the Court; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED:

1. The relief requested in the Third Omnibus Objection to Claims is granted to the extent provided herein.

2. Pursuant to section 502(b) of the Bankruptcy Code, the GPZ Claim shall be allowed in the amount of \$7,429,971.10 (as allowed, the “*Allowed GPZ Claim*”), calculated as follows (Bahraini Dinars converted to United States dollars at BD 1 = US \$2.6526 exchange rate in effect as of the Petition Date (the “*Applicable Conversion Rate*”)):

(a) Principal Award Amount: BD 2,329,733.000

(See paragraph 101 of the Final Award issued by the International Chamber of Commerce (the “*ICC Award*”), attached as Exhibit B to the Reply.)

(b) Interest at 7.3% Payable on Award Amount: BD 295,998.573

(Consisting of (i) BD 291,155.411 interest accrued to January 31, 2012, plus (ii) BD 4,843.162 as additional accrued interest for the period between February 1, 2012 and March 18, 2012, at a daily interest rate of BD 103.046.)

(See paragraph 111 of the ICC Award.)

(c) Costs and Expenses: BD 116,558.67

(See paragraph 121 of the ICC Award.)

(d) Reimbursement of GPZ for Pre-paid Arbitrator's Fees: US \$155,772.00

(See paragraph 123(4) of the ICC Award.)

(e) Total Amount of Allowed GPZ Claim: **\$7,429,971.10**

(Consisting of BD 2,742.290.243 as sum of the amounts in (a) through (c) above, converted to U.S. dollars at the Applicable Conversion Rate (\$7,274,199.10), plus US \$155,772.00 in reimbursement of arbitrator's fees in accordance with (d) above.)

3. The Allowed GPZ Claim shall be classified as a Class 5(a) claim pursuant to the terms of the Confirmed Second Amended Joint Plan of Reorganization of Arcapita Bank B.S.C.(c) and Related Debtors Under Chapter 11 of the Bankruptcy Code (with First Technical Modifications) [Dkt. No. 1265].

4. Except as set forth in paragraph 2 and 3 of this Order, pursuant to section 502(b) of the Bankruptcy Code, all claims of GPZ against the Debtors, including, but not limited to, any portion of the GPZ Claim in excess of the amount of the Allowed GPZ Claim, and all other claims of GPZ scheduled by the Debtors in their Schedules of Assets and Liabilities [Dkt. Nos. 212 (as amended by Dkt. No. 821), 214, 216, 218, 220, 222 and 231], including, but not limited to, the claim referenced as the contingent and unliquidated "Guarantee Claim (\$13,250,000)" and the contingent, unliquidated and disputed litigation claims referenced by case numbers 17855/ARP, 829/2011, 146/2012, and 1836/2010, shall be disallowed and expunged.

5. GCG, Inc. is hereby directed to adjust the claims register to reflect all of the provisions of this Order.

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

Dated: New York, New York
May 14, 2014

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