

Objection Deadline: November 5, 2012 at 10:00 p.m. (Prevailing Eastern Time)

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

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

**FIFTH STATEMENT SUBMITTED IN COMPLIANCE WITH ORDER PURSUANT TO 11
U.S.C. §§ 105(a) AND 331 ESTABLISHING PROCEDURES FOR INTERIM MONTHLY
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR PROFESSIONALS
FOR THE PERIOD SEPTEMBER 1, 2012 THROUGH SEPTEMBER 30, 2012**

The statement (“Fee Statement”) of FTI Consulting, Inc. (“FTI”) as financial advisor to the Official Committee of Unsecured Creditors of Arcapita Bank B.S.C.(c), et al., debtors and debtors in possession, (collectively, the “Debtors”) in accordance with the Order Granting Debtors' Motion for Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Committee Members [Docket No. 159] Pursuant to sections 105(a) and 331, of title 11, United States Code (the “Order”) entered by the Honorable Sean H. Lane, United States Bankruptcy Judge, of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, NY, on May 18, 2012, does respectfully represent and allege as follows:

1. The fees and disbursements billed during the period from September 1, 2012 through and including September 30, 2012 (the “Fifth Period”) amount to:

	Fifth Period
	<u>(9/1/12 - 9/30/12)</u>
Fees	\$ 123,085.00
Less: 20% Holdback	<u>(24,617.00)</u>
Fees at 80%	98,468.00
Disbursements	677.79
TOTAL	<u>\$ 99,145.79</u>

As stated in the FTI Retention Application, FTI has agreed to seek compensation on an hourly basis, plus reimbursement of actual and necessary expenses for the Fifth Period. Total fees for the Fifth Period based on our prevailing billing rates were \$123,085.00 for a total of 214.8 hours incurred. FTI seeks 80% of the requested fees in the amount of \$98,468.00 and 100% of expenses in the amount of \$677.79 for the Fifth Period.

2. The professionals providing services and the aggregate hours spent by each professional during the Fifth Period is set forth in the schedule annexed hereto as Exhibit "A".

3. A summary of time charges under each task code during the Fifth Period is set forth in the schedule annexed hereto as Exhibit "B".

4. Detailed time entry by task code during the Fifth Period is set forth in the schedule annexed hereto as Exhibit "C".

5. A summary of disbursements is set forth in the schedule annexed hereto as Exhibit "D".

6. A detailed breakdown of the expenses is in the schedule annexed hereto as Exhibit "E".

7. The professionals at FTI record all of their time expended in connection with this engagement in increments of tenths (1/10) of an hour. The time recorded to matters is thereafter billed at the prevailing hourly rates. Disbursements, as they are recorded in FTI's computer records, are thereafter generally billed to each client as applicable. The disbursements in this Fee Statement conform with the limits set forth in Administrative Order M-389 of the United States Bankruptcy Court for the Southern District of New York, dated November 25, 2009.

Dated: New York, New York
October 19, 2012

FTI CONSULTING, INC.
Financial Advisors to the Official Committee of Unsecured
Creditors of Arcapita Bank B.S.C.(c), Inc., *et al.*

By: 

Samuel Star
Senior Managing Director
Three Times Square
New York, New York 10036
(212) 841-9368

****The fees and disbursements requested in this Fee Statement shall be authorized to be paid to the requesting party by the Debtors without further Notice and without a hearing unless, within fourteen (14) days after service of this Fee Statement, an objection is filed with the Clerk of the Bankruptcy Court and served upon FTI Consulting Inc. and those parties identified in the Administrative Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals**

Please Remit Payment To: FTI Consulting, Inc.
P.O. Box 418178
Boston, MA 02241-8178

Wire Payment To: Bank of America, NA
Rockville, MD 20852
Account #: 003939577164
ABA #: 026009593

ACH Payments To: Bank of America, NA
Rockville, MD 20852
Account #: 003939577164
ABA #: 052001633

EXHIBIT A
ARCAPITA BANK B.S.C.(c), CASE NO. 12-11076
SUMMARY OF HOURS BY PROFESSIONAL
FOR THE PERIOD SEPTEMBER 1, 2012 TO SEPTEMBER 30, 2012

Professional	Position	Billing Rate	Total Hours	Total Fees
Star, Samuel	Senior Managing Director	\$ 895.00	22.5	\$ 20,137.50
Balcom, James	Managing Director	745.00	54.9	40,900.50
Hain, Danielle	Managing Director	745.00	26.8	19,966.00
Hubbard, Alistair	Director	545.00	11.5	6,267.50
Gregory, Lauren	Consultant	365.00	99.1	36,171.50
SUBTOTAL			214.8	\$ 123,443.00
Less: 50% discount for non-working travel time				358.00
TOTAL			214.8	\$ 123,085.00

EXHIBIT B
ARCAPITA BANK B.S.C.(c), CASE NO. 12-11076
SUMMARY OF HOURS BY TASK
FOR THE PERIOD SEPTEMBER 1, 2012 TO SEPTEMBER 30, 2012

Task Code	Task Description	Total Hours	Total Fees
1	Analysis of Current Operating Results & Events	39.0	\$ 17,858.00
2	Analysis and Monitoring of the Company's Liquidity/ Treasury Cash Management	36.3	19,976.50
3	Financing Matters (DIP, Exit, Other)	0.9	670.50
11	Prepare for and Attend Court Hearings	1.4	1,253.00
12	Analysis of SOFAs & SOALs	5.6	4,020.00
13	Analysis of Bankruptcy Motions/Orders	2.8	1,364.00
14	Analysis of Claims/Liab Subject to Compro	9.4	3,431.00
15	Analysis/Review of Interco Claims, Accounting, RP, Trans, and Subcon	23.7	16,748.50
16	Analysis, Negotiate and Form of POR & DS	0.5	447.50
18	Potential Avoidance Actions & Litigation	39.7	23,816.50
19	Case Management	2.9	2,118.50
20	General Mtgs with Debtor & Debtors' Prof	16.0	10,780.00
21	General Mtgs with UCC & UCC Counsel	15.8	9,761.00
22	Meetings with Other Parties	0.3	268.50
24	Preparation of Fee Application	13.9	5,892.50
25	Travel Time	0.8	716.00
28	Analyze/Review Overhead Allocation Methodologies	5.8	4,321.00
SUBTOTAL		214.8	\$ 123,443.00
Less: 50% discount for non-working travel time			358.00
TOTAL		214.8	\$ 123,085.00

EXHIBIT C
ARCAPITA BANK B.S.C.(c), CASE NO. 12-11076
DETAIL OF TIME ENTRIES
FOR THE PERIOD SEPTEMBER 1, 2012 TO SEPTEMBER 30, 2012

Task Category	Date	Professional	Hours	Activity
1	9/4/2012	Gregory, Lauren	1.8	Continue to prepare budget versus actual report for two weeks ended 8/4/12.
1	9/4/2012	Gregory, Lauren	0.8	Prepare cash position section of budget versus actual report for two weeks ended 8/18/12.
1	9/4/2012	Gregory, Lauren	0.7	Quality check budget versus actual report for two weeks ended 8/4/12.
1	9/5/2012	Gregory, Lauren	0.7	Prepare liquidity section of budget versus actual report for two weeks ended 8/4/12.
1	9/6/2012	Gregory, Lauren	1.4	Analyze large variances for budget versus actual for two weeks ended 8/18/12.
1	9/6/2012	Gregory, Lauren	1.1	Continue to analyze intercompany transfers as shown in budget versus actual for two weeks ended 8/18/12.
1	9/6/2012	Gregory, Lauren	0.9	Prepare intercompany transfers section budget versus actual report for two weeks ended 8/18/12.
1	9/6/2012	Gregory, Lauren	2.1	Prepare variance explanations for budget versus actual for two weeks ended 8/18/12.
1	9/6/2012	Gregory, Lauren	0.4	Review Bahrain G&A expenses as shown in budget versus actual for two weeks ended 8/18/12.
1	9/6/2012	Gregory, Lauren	0.8	Revise historical actuals charts for budget versus actual presentation for two weeks ended 8/18/12.
1	9/7/2012	Gregory, Lauren	1.4	Quantify variances by type (timing versus permanent) related to certain items in budget versus actual files for two weeks ended 10/6/12.
1	9/7/2012	Gregory, Lauren	0.7	Reconcile items related to G&A between the different forecast periods and actuals.
1	9/7/2012	Gregory, Lauren	0.8	Revise breakdown of weekly cash flows analysis for budget versus actual report for two weeks ended 8/18/12.
1	9/7/2012	Gregory, Lauren	0.4	Revise liquidity section of budget versus actual report for two weeks ended 10/6/12.
1	9/12/2012	Gregory, Lauren	0.7	Review variances related to budget versus actual or two weeks ended 8/18/12.

1	9/13/2012	Gregory, Lauren	0.9	Continue to review variances related to budget versus actual for two weeks ended 8/18/12.
1	9/14/2012	Balcom, James	1.2	Comment on FTT's budget versus actual results for the two weeks ended 8/18/12.
1	9/14/2012	Balcom, James	0.8	Review FTT's budget versus actual results for the two weeks ended 8/18/12.
1	9/14/2012	Balcom, James	1.0	Review the Company's budget versus actual results for the two weeks ended 8/18/12.
1	9/14/2012	Gregory, Lauren	1.1	Prepare appendix charts for budget versus actual for two weeks ended 8/18/12.
1	9/14/2012	Gregory, Lauren	0.8	Quality check budget versus actual report for two weeks ended 8/18/12.
1	9/14/2012	Gregory, Lauren	0.9	Review budget versus actual file for week ended 8/25/12.
1	9/14/2012	Gregory, Lauren	0.7	Review budget versus actual file for week ended 9/1/12.
1	9/14/2012	Gregory, Lauren	0.7	Review staff expenses related to budget versus actual results for two weeks need 8/18/12.
1	9/18/2012	Gregory, Lauren	0.5	Review second JPL report dated 7/20/12.
1	9/19/2012	Star, Samuel	0.5	Review actual versus budget cash flows.
1	9/20/2012	Gregory, Lauren	0.5	Prepare liquidity section of budget versus actual presentation for four weeks ended 9/1/12.
1	9/20/2012	Gregory, Lauren	0.8	Reconcile cash balances between model and budget versus actual files for actuals through 9/1/12.
1	9/20/2012	Gregory, Lauren	0.6	Review budgeted versus actual business development expenses for four weeks ended 9/1/12.
1	9/20/2012	Gregory, Lauren	0.4	Review cash balances related to budget versus actual for two weeks ended 9/1/12.
1	9/20/2012	Gregory, Lauren	0.4	Review G&A variances for London related to budget versus actual for two weeks ended 9/1/12.
1	9/20/2012	Gregory, Lauren	0.5	Review variances related to Atlanta office for four weeks ended 9/1/12.
1	9/20/2012	Gregory, Lauren	0.3	Review variances related to receipts for four weeks ended 9/1/1.

1	9/21/2012	Gregory, Lauren	0.6	Review intercompany transfers related to budget versus actual for four weeks ended 9/1/12.
1	9/21/2012	Gregory, Lauren	0.5	Review staff expenses included in budget versus actual for four weeks ended 9/1/12.
1	9/24/2012	Gregory, Lauren	0.8	Prepare appendix chart for budget versus actual report for four weeks ended 9/1/12.
1	9/24/2012	Gregory, Lauren	1.6	Prepare variance explanations for budget versus actual for four weeks ended 9/1/12.
1	9/25/2012	Gregory, Lauren	0.3	Review staff expense variances related to Atlanta office for four weeks ended 9/1/12.
1	9/25/2012	Gregory, Lauren	2.1	Revise budget versus actual report for four weeks ended 9/1/12 based on comments.
1	9/26/2012	Balcom, James	1.2	Comment on FTI's budget versus actual report for the four weeks ended 9/1/12.
1	9/26/2012	Balcom, James	1.6	Review budget versus actual files for the four weeks ended 9/1/12.
1	9/26/2012	Balcom, James	2.2	Review FTI budget versus actual report for the four weeks ended 9/1/12.
1	9/27/2012	Star, Samuel	0.6	Review actual versus budget results for August.

1 Total 38.8

2	9/1/2012	Star, Samuel	0.4	Review comparison of projected disbursements to recent run rates.
2	9/1/2012	Star, Samuel	0.2	Review details of projected cash disbursements.
2	9/1/2012	Star, Samuel	0.4	Review projected liquidity.
2	9/2/2012	Gregory, Lauren	2.3	Update report on proposed budget for four weeks ended 10/6/12 based on comments.
2	9/4/2012	Gregory, Lauren	1.1	Continue to update budget versus actual report for two weeks ended 10/6/12 based on comments.
2	9/4/2012	Gregory, Lauren	0.8	Quality check report on proposed budget for four weeks ended 10/6/12.
2	9/4/2012	Gregory, Lauren	0.8	Review JPL fees transfer included in budget for four weeks ended 10/6/12.
2	9/4/2012	Gregory, Lauren	0.8	Revise executive summary section of report on proposed budget for four weeks ended 10/6/12.

2	9/4/2012	Gregory, Lauren	0.9	Revise intercompany transfer section of report on proposed budget for four weeks ended 10/6/12.
2	9/4/2012	Star, Samuel	0.5	Develop points for inclusion on interim cash management order.
2	9/4/2012	Star, Samuel	0.9	Review report to Committee re: analysis and recommendations with respect to proposed September cash budget.
2	9/5/2012	Gregory, Lauren	0.8	Review additional items related to budget in preparation for UCC call.
2	9/6/2012	Star, Samuel	0.4	Review cash flow components of business plan.
2	9/7/2012	Balcom, James	2.2	Review cash flows in Arcapita business plan.
2	9/7/2012	Star, Samuel	0.5	Review cash flow and cost reduction projections in business plan.
2	9/10/2012	Gregory, Lauren	0.4	Review available information related to CEPL investment.
2	9/12/2012	Gregory, Lauren	0.4	Review reflection of AGUD I payments in previous budgets periods and in actuals.
2	9/13/2012	Gregory, Lauren	0.2	Communicate with Milbank re: D&O insurance policy updates.
2	9/13/2012	Gregory, Lauren	0.3	Prepare questions for A&M related to D&O insurance.
2	9/14/2012	Balcom, James	1.0	Review professional fees summary.
2	9/14/2012	Gregory, Lauren	0.3	Review answers provided by A&M related to D&O insurance.
2	9/17/2012	Gregory, Lauren	0.4	Review A&M's responses to questions on the D&O insurance policy.
2	9/18/2012	Gregory, Lauren	0.4	Review A&M's additional responses to questions on the D&O insurance policy.
2	9/21/2012	Balcom, James	0.5	Participate in call with A&M to discuss the budget through 11/17/12.
2	9/21/2012	Balcom, James	0.5	Reply to emails with Milbank re: next operating budget and timing.
2	9/24/2012	Balcom, James	0.5	Review Arcapita request to make two KERP payments.
2	9/24/2012	Gregory, Lauren	1.4	Review support related to unbudgeted staff expense.

2	9/25/2012	Balcom, James	2.4	Review six week budget through 11/17/12.
2	9/25/2012	Gregory, Lauren	0.4	Continue to review support related to unbudgeted staff expense.
2	9/26/2012	Gregory, Lauren	0.2	Prepare questions on first draft of Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/26/2012	Gregory, Lauren	0.4	Participate in meeting with A&M to discuss budget for six weeks ended 11/17/12.
2	9/26/2012	Gregory, Lauren	0.2	Participate on call with Milbank re: unbudgeted staff expense.
2	9/26/2012	Gregory, Lauren	0.5	Prepare list of questions on first draft of Debtors' proposed budget for six weeks ended 11/17/12.
2	9/26/2012	Gregory, Lauren	1.2	Prepare shell of report to UCC for budget for the six weeks ended 11/17/12.
2	9/26/2012	Gregory, Lauren	0.9	Review A&M's first draft of Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/27/2012	Balcom, James	1.9	Review six week budget through 11/17/12.
2	9/27/2012	Balcom, James	0.5	Review KERP payment request.
2	9/27/2012	Balcom, James	0.3	Continue to review KERP payment request.
2	9/27/2012	Gregory, Lauren	0.9	Continue to prepare report to UCC for budget for the six weeks ended 11/17/12.
2	9/27/2012	Gregory, Lauren	0.6	Review G&A run rates for first draft of Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/27/2012	Gregory, Lauren	0.3	Review KEIP/KERP payments included in first draft of Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/27/2012	Gregory, Lauren	0.3	Review receipts included in first draft of Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/27/2012	Gregory, Lauren	0.5	Review representation of DIP proceeds and fees in first draft of Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/28/2012	Balcom, James	0.8	Prepare summary for Milbank of six week budget through 11/17/12.
2	9/28/2012	Balcom, James	2.5	Review six week budget through 11/17/12.
2	9/28/2012	Gregory, Lauren	0.7	Analyze intercompany transfers included in first draft of Debtors' proposed budget for the six weeks ended 11/17/12.

2	9/28/2012	Gregory, Lauren	0.2	Review G&A expense cushion included in Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/28/2012	Gregory, Lauren	0.4	Review items included in Bahrain G&A for Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/28/2012	Gregory, Lauren	0.3	Review items included in London G&A for Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/28/2012	Gregory, Lauren	0.2	Review representation of external audit fees in Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/28/2012	Gregory, Lauren	0.2	Review representation of P3 net outflow included in first draft of Debtors' proposed budget for the six weeks ended 11/17/12.
2	9/28/2012	Gregory, Lauren	0.4	Review staff expense run rates for first draft of Debtors' proposed budget for the six weeks ended 11/17/12.
2 Total			36.5	
3	9/26/2012	Balcom, James	0.9	Review DIP cash flow projections for consistency with budget.
3 Total			0.9	
11	9/5/2012	Star, Samuel	1.4	Participate in hearing re: fee application, budget, JPL protocol, etc.
11 Total			1.4	
12	9/5/2012	Gregory, Lauren	0.4	Continue to review claims included in Schedule F.
12	9/6/2012	Hain, Danielle	0.5	Participate in call with A&M re: open questions on SOFA and SOAL.
12	9/6/2012	Hain, Danielle	0.9	Participate in update call re: SOFA/SOAL data request status.
12	9/17/2012	Hain, Danielle	0.5	Receive update re: SOFA/SOAL call with Debtor.
12 Total			2.3	
13	9/4/2012	Gregory, Lauren	0.3	Review court docket updates related to Arcapita case and prepare docket update email.
13	9/12/2012	Gregory, Lauren	0.3	Review court docket updates related to Arcapita case and prepare docket update email.
13	9/19/2012	Gregory, Lauren	0.4	Review court docket updates related to Arcapita case and prepare docket update email.

13	9/20/2012	Hain, Danielle	0.4	Review Arcapita docket update.
13	9/21/2012	Gregory, Lauren	0.3	Review court docket updates related to Arcapita case and prepare docket update email.
13	9/24/2012	Gregory, Lauren	0.1	Review court docket updates related to Arcapita case and prepare docket update email.
13	9/26/2012	Gregory, Lauren	0.5	Review court docket updates related to Arcapita case and prepare docket update email.
13 Total			2.3	
14	9/14/2012	Gregory, Lauren	0.9	Prepare preliminary summary of proof of claims.
14	9/14/2012	Gregory, Lauren	0.4	Review proof of claims.
14	9/21/2012	Gregory, Lauren	1.5	Review proofs of claim shown on GCG website.
14	9/25/2012	Gregory, Lauren	2.3	Reconcile scheduled unsecured claims against filed unsecured claims for Arcapita Bank.
14	9/26/2012	Gregory, Lauren	2.6	Continue to reconcile scheduled claims against filed claims.
14	9/27/2012	Gregory, Lauren	0.9	Review claims filed against AIHL and compare to scheduled claims.
14	9/27/2012	Gregory, Lauren	0.8	Review claims filed against Falcon and compare to scheduled claims.
14 Total			9.4	
15	9/1/2012	Star, Samuel	0.9	Review analysis of intercompany transfers to affiliates.
15	9/4/2012	Hain, Danielle	0.6	Review intercompany transactions.
15	9/4/2012	Star, Samuel	0.8	Review details of intercompany transfers by period.
15	9/6/2012	Balcom, James	1.0	Review intercompany claims.
15	9/6/2012	Hain, Danielle	0.4	Participate in call with A&M re: open questions on intercompany balances.
15	9/11/2012	Hain, Danielle	1.1	Review intercompany analysis prepared by A&M.
15	9/12/2012	Balcom, James	0.3	Review intercompany balances from 7/30/09-6/30/11.
15	9/12/2012	Gregory, Lauren	1.4	Analyze Arcapita's historical intercompany balances.
15	9/12/2012	Gregory, Lauren	0.8	Review information received from A&M related to intercompany analysis.

15	9/12/2012	Hain, Danielle	0.7	Review historical financials to identify transactions that impact intercompany balances.
15	9/12/2012	Hain, Danielle	0.9	Review intercompany balance trends over the last two years.
15	9/12/2012	Hain, Danielle	0.4	Update intercompany data request list.
15	9/12/2012	Star, Samuel	0.3	Review intercompany balance trends amongst Debtors.
15	9/16/2012	Balcom, James	0.5	Participate in call to discuss intercompany claims.
15	9/17/2012	Gregory, Lauren	0.9	Review documents related to JPL settlement.
15	9/18/2012	Gregory, Lauren	0.8	Review documentation related to intercompany accounts.
15	9/18/2012	Hain, Danielle	0.7	Review 2nd JPL report re: intercompany balances.
15	9/18/2012	Hain, Danielle	1.1	Prepare high level summary of intercompany analysis prepared by Debtor.
15	9/18/2012	Hain, Danielle	1.1	Review financial statements in connection with intercompany transactions.
15	9/18/2012	Hain, Danielle	1.6	Review intercompany analysis prepared by Debtor.
15	9/19/2012	Balcom, James	1.0	Review intercompany balances/classifications.
15	9/19/2012	Gregory, Lauren	1.4	Summarize certain items related to intercompany account balance files.
15	9/19/2012	Hain, Danielle	1.4	Prepare updated intercompany request list based on latest schedules received from the Debtors.
15	9/19/2012	Hain, Danielle	1.3	Review intercompany analysis for AIHL, ALTHL and Arcapita Bank prepared by Debtor.
15	9/19/2012	Hain, Danielle	0.4	Review intercompany balance trends over the last 2 years.
15	9/19/2012	Hain, Danielle	1.0	Review summary of intercompany balances in connection with follow up for the Debtor.
15	9/19/2012	Star, Samuel	0.5	Draft email to Counsel re: intercompany account characterization analysis.
15	9/19/2012	Star, Samuel	0.4	Review two year trends for intercompany balances between Arcapita and subs.
15	9/19/2012	Star, Samuel	0.4	Review Counsel memo re: JPL settlement proposal with respect to intercompany activities.

15	9/19/2012	Star, Samuel	0.8	Review transactions flowing through AIHL/ALTH intercompany accounts.
15	9/21/2012	Gregory, Lauren	0.2	Participate in discussion re: intercompany issues with Milbank.
15	9/25/2012	Hain, Danielle	0.7	Participate in follow-up call with A&M re: status of FTI's request regarding Arcapita intercompany balances.
15	9/25/2012	Hain, Danielle	1.4	Participate in conference call with counsel re: analysis being performed on intercompany balances.
15	9/25/2012	Star, Samuel	0.4	Participate in call with Counsel re: characterization of intercompany claims.
15	9/26/2012	Hain, Danielle	1.1	Review intercompany analysis for AIHL, ALTHL and Arcapita Bank prepared by Debtor.
15	9/27/2012	Balcom, James	0.2	Review email from Milbank re: JPL settlement meeting.
15	9/27/2012	Star, Samuel	0.8	Review 2 nd JPL report dated 7/20/12 re: intercompany balances.
15	9/27/2012	Star, Samuel	0.2	Review intercompany claim impact of proposed JPL settlement.
15	9/27/2012	Star, Samuel	0.1	Review status of outstanding intercompany claim information requests.
15 Total			30.0	
16	9/7/2012	Star, Samuel	0.5	Review balance sheet projections including liability levels.
16	9/25/2012	Hain, Danielle	0.5	Review motion to extend exclusivity.
16 Total			1.0	
18	9/5/2012	Hain, Danielle	0.7	Participate in call with Milbank re: work plan for reviewing potential avoidance actions.
18	9/7/2012	Balcom, James	0.3	Review and reply to email from A&M re: controls work and FTI's data request list.
18	9/11/2012	Balcom, James	0.2	Reply to email with A&M re: documents received for cash controls work.
18	9/11/2012	Balcom, James	1.0	Review documents received from A&M from FTI data request list.
18	9/12/2012	Hain, Danielle	0.7	Participate in call with Milbank re: request related to avoidance actions.

18	9/12/2012	Hubbard, Alistair	4.0	Review monthly management accounts re: cash management.
18	9/13/2012	Balcom, James	0.3	Correspond with A&M regarding cash controls due diligence request.
18	9/13/2012	Gregory, Lauren	0.6	Communicate with Milbank re: outstanding items for avoidance actions.
18	9/13/2012	Gregory, Lauren	0.3	Review avoidance actions analysis.
18	9/13/2012	Gregory, Lauren	1.1	Prepare updated list of outstanding items related to avoidance actions per Milbank request.
18	9/13/2012	Gregory, Lauren	0.4	Review previous requests sent to Debtor related to avoidance actions.
18	9/13/2012	Hain, Danielle	0.5	Participate in call with A&M re: status of their avoidance action diligence in light of the Maxwell defense.
18	9/13/2012	Hain, Danielle	0.7	Participate in call with Milbank re: avoidance actions as it relates to work being performed by A&M in light of the Maxwell defense.
18	9/13/2012	Hain, Danielle	0.6	Review potential avoidance actions.
18	9/13/2012	Hubbard, Alistair	4.5	Review Arcapita internal audit reports and accounting and controls manuals.
18	9/14/2012	Balcom, James	3.0	Review documents received from Arcapita for cash controls work.
18	9/14/2012	Gregory, Lauren	0.3	Communicate with Milbank re: avoidance actions analysis.
18	9/14/2012	Hubbard, Alistair	2.5	Review audit management letters.
18	9/17/2012	Balcom, James	0.3	Participate in call with A&M to prepare for Bahrain controls on-site visit.
18	9/17/2012	Balcom, James	0.3	Review data request info received re: cash controls work.
18	9/17/2012	Balcom, James	0.3	Participate in call with D. O'Donnell (Milbank) to discuss avoidance actions.
18	9/17/2012	Balcom, James	0.8	Prepare for meeting with Gibson Dunn (M. Kelsey) and Milbank (D. O'Donnell) re: avoidance actions.

18	9/17/2012	Balcom, James	1.0	Participate in call with Gibson Dunn (M. Kelsey), Milbank (D. O'Donnell), A&M (S. Kortaba) re: avoidance actions and SOFA/SOAL payments.
18	9/17/2012	Gregory, Lauren	1.0	Participate in call with A&M, Milbank, GDC re: avoidance actions.
18	9/17/2012	Gregory, Lauren	0.2	Participate in call with FTI London to discuss Bahrain cash forensic work.
18	9/17/2012	Gregory, Lauren	0.2	Participate on call with Milbank to discuss questions for Debtor related to avoidance actions.
18	9/17/2012	Gregory, Lauren	0.5	Prepare for call with A&M, Milbank, GDC re: avoidance actions.
18	9/17/2012	Gregory, Lauren	0.6	Review status of document request for cash forensic work.
18	9/17/2012	Hubbard, Alistair	0.5	Review accounts payable ledger.
18	9/18/2012	Gregory, Lauren	1.5	Participate in meeting with GDC, A&M, and Zolfo Cooper re: JPL settlement.
18	9/18/2012	Gregory, Lauren	0.5	Continue to review materials related to JPL settlement.
18	9/19/2012	Gregory, Lauren	0.2	Participate on status update call for avoidance actions with A&M, GDC, and Milbank.
18	9/19/2012	Hain, Danielle	0.8	Participate in status update call with Debtor, Milbank and Gibson re: avoidance actions.
18	9/19/2012	Star, Samuel	0.5	Review status of avoidance actions analysis.
18	9/20/2012	Star, Samuel	0.2	Review status of cash control review.
18	9/25/2012	Gregory, Lauren	0.3	Participate in meeting to discuss progress on avoidance actions.
18	9/27/2012	Gregory, Lauren	0.4	Participate on call with Milbank, Debtor, and Debtor counsel re: payment bucket analysis for avoidance actions.
18	9/27/2012	Gregory, Lauren	0.5	Review Maxwell sort related to avoidance actions.
18	9/27/2012	Hain, Danielle	0.4	Participate in call with counsel re: avoidance actions in preparation for call with the debtor and counsel.
18	9/27/2012	Hain, Danielle	0.5	Participate in status update call with counsel and Debtor re: avoidance actions.
18	9/27/2012	Hain, Danielle	1.5	Review avoidance action schedules prepared by Debtor.

18	9/27/2012	Hain, Danielle	0.8	Review Maxwell sort for avoidance action analysis.
18	9/28/2012	Hain, Danielle	0.5	Correspondence with Milbank re: avoidance action information received.
18	9/28/2012	Hain, Danielle	0.4	Correspondence with A&M re: follow-up requests related to avoidance action information received.
18	9/28/2012	Star, Samuel	0.3	Review status of avoidance actions analysis.
18 Total			36.7	
19	9/6/2012	Gregory, Lauren	0.5	Participate in meeting with team to discuss work streams.
19	9/6/2012	Star, Samuel	0.8	Participate in meeting re: project status (avoidance actions, budget, intercompany accounts, etc.).
19	9/15/2012	Star, Samuel	0.4	Participate in conference call re: project status.
19	9/16/2012	Gregory, Lauren	0.4	Participate on call with team to discuss case status and work streams.
19	9/25/2012	Star, Samuel	0.8	Participate in meeting with team re: projected status.
19 Total			2.9	
20	9/12/2012	Balcom, James	3.7	Participate via conference call in Advisor's London meeting with the Debtor.
20	9/12/2012	Balcom, James	3.3	Continue to participate via conference call in Advisor's London meeting with the debtor.
20	9/12/2012	Gregory, Lauren	1.4	Participate on call for Advisor meeting in London.
20	9/13/2012	Balcom, James	3.2	Conference call with Debtor and UCC re: Arcapita's business plan.
20	9/13/2012	Balcom, James	2.8	Continue to participate via conference call with Debtor and UCC re: Arcapita's business plan.
20	9/13/2012	Gregory, Lauren	1.2	Conference call with Debtor and UCC re: Arcapita's business plan.
20	9/13/2012	Gregory, Lauren	0.4	Prepare call write-up related to London meeting.
20 Total			16.0	
21	9/4/2012	Gregory, Lauren	0.5	Participate on weekly Chair call re: September cash budget issues, Committee call agenda, pending

motions, etc.

21	9/4/2012	Star, Samuel	0.3	Participate in conference call with Chair re: September cash budget issues, Committee call agenda, pending motions, etc.
21	9/4/2012	Star, Samuel	0.4	Preparation for presentation of report to Committee on analysis and recommendations re: September cash budget.
21	9/5/2012	Gregory, Lauren	1.7	Participate on weekly UCC call re: proposed budget, BP meetings, pending motions, etc.
21	9/5/2012	Star, Samuel	1.7	Participate in conference call with Committee re: proposed budget, BP meetings, pending motions. etc.
21	9/5/2012	Star, Samuel	0.8	Preparation for presentation of report to Committee re: analysis and recommendations with respect to proposed September cash budget.
21	9/6/2012	Star, Samuel	0.1	Participate in call with Chair re: agenda for upcoming meetings with Debtors.
21	9/10/2012	Gregory, Lauren	1.5	Participate on weekly UCC call re: business plan, upcoming meetings with Debtors, DIP financing status, Ad Hoc Committee activities, etc.
21	9/10/2012	Star, Samuel	1.0	Participate in conference call with Committee re: business plan, upcoming meetings with Debtors, DIP financing status, Ad Hoc Committee activities, etc.
21	9/24/2012	Balcom, James	0.3	Review agenda for weekly UCC call to prepare for call.
21	9/24/2012	Gregory, Lauren	0.9	Participate on weekly UCC advisors call re: agenda for Committee call.
21	9/24/2012	Gregory, Lauren	0.9	Participate on weekly UCC chair call re: agenda for Committee call.
21	9/24/2012	Star, Samuel	0.5	Participate in conference call with Chair re: agenda for Committee Call.
21	9/24/2012	Star, Samuel	0.5	Participate in conference call with Counsel re: agenda for Committee Call.
21	9/25/2012	Balcom, James	2.0	Participate in weekly UCC call re: JPL settlement, exit strategy, etc.
21	9/25/2012	Gregory, Lauren	2.0	Participate on weekly UCC call re: JPL settlement, exit strategy, etc.
21	9/25/2012	Star, Samuel	0.0	Participate in conference call with Committee re: JPL settlement, exit strategy, etc.

21	9/28/2012	Balcom, James	0.2	Comment on draft agenda for 10/2/12's Committee call.
21	9/28/2012	Balcom, James	0.2	Review draft agenda for 10/2/12's Committee call.
21	9/28/2012	Star, Samuel	0.3	Review agenda for Committee call.

21 Total **15.8**

22	9/19/2012	Star, Samuel	0.3	Participate in call with West LB Facility Creditor re: case status.
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22 Total **0.3**

24	9/4/2012	Star, Samuel	0.1	Review UST questions on interim fee application.
24	9/5/2012	Gregory, Lauren	0.5	Confirm FTT's fee and expense numbers as shown in fee order draft.
24	9/5/2012	Star, Samuel	0.1	Participate in discussions with UST re: interim fee application.
24	9/13/2012	Gregory, Lauren	1.3	Prepare August fee application.
24	9/13/2012	Gregory, Lauren	0.2	Prepare expenses section of August fee application.
24	9/14/2012	Gregory, Lauren	0.8	Prepare August fee application.
24	9/17/2012	Balcom, James	0.9	Prepare August fee application code summary.
24	9/17/2012	Balcom, James	0.0	Review August fee application.
24	9/17/2012	Gregory, Lauren	1.3	Continue to prepare August fee application.
24	9/17/2012	Gregory, Lauren	2.8	Prepare August fee application.
24	9/19/2012	Gregory, Lauren	2.5	Continue to prepare August fee application.
24	9/19/2012	Gregory, Lauren	1.8	Prepare exhibits for August fee application.
24	9/20/2012	Gregory, Lauren	0.9	Continue to prepare August fee application.
24	9/20/2012	Star, Samuel	0.7	Review August fee application.

24 Total **13.9**

25	9/5/2012	Star, Samuel	0.8	Travel time to/from court hearing (charged at 1/2 amount incurred).
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25 Total **0.8**

28	9/18/2012	Balcom, James	1.8	Prepare for meeting with A&M (L. Hersh), Gibson Dunn (M. Rosenthal), and Zolfo Cooper to discuss the JPL settlement including expense allocation.
28	9/18/2012	Balcom, James	2.2	Review Milbank memo re: JPL settlement including expense allocation.
28	9/18/2012	Balcom, James	1.8	Review updated JPL settlement including expense allocation.

28 Total			5.8	
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Grand Total			214.8	
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EXHIBIT D
ARCAPITA BANK B.S.C.(c), CASE NO. 12-11076
SUMMARY OF EXPENSES BY CATEGORY
FOR THE PERIOD SEPTEMBER 1, 2012 TO SEPTEMBER 30, 2012

Expense Category	Expense Total
Business Meals	\$ 54.66
Other	623.13
Total Out-of-Pocket Expenses	\$ 677.79

EXHIBIT E
ARCAPITA BANK B.S.C.(c), CASE NO. 12-11076
EXPENSE DETAIL
FOR THE PERIOD SEPTEMBER 1, 2012 TO SEPTEMBER 30, 2012

Date	Professional	Expense Type	Expense Detail	Amount
9/8/2012	Balcom, James	Other	Cell Phone Charges	\$ 155.76
9/8/2012	Balcom, James	Other	Cell Phone Charges	\$ 26.99
9/10/2012	Balcom, James	Other	Bahrain visa fees	\$ 10.88
9/13/2012	Balcom, James	Other	Bahrain visa fees	\$ 429.50
Other Total				\$ 623.13
7/25/2012	Balcom, James	Working Meals	Dinner working late in the office	\$ 14.66
8/6/2012	Balcom, James	Working Meals	Dinner working late in the office	\$ 20.00
8/15/2012	Balcom, James	Working Meals	Dinner working late in the office	\$ 20.00
Working Meals Total				\$ 54.66
Grand Total				\$ 677.79

Note: Overtime meals over \$20.00 have been reduced to \$20.00 to comply with the Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases (November 25, 2009).