

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
	:	
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**EIGHTH MONTHLY STATEMENT OF GIBSON, DUNN & CRUTCHER LLP
 OF FEES FOR PROFESSIONAL SERVICES RENDERED AND
 DISBURSEMENTS INCURRED AS COUNSEL FOR THE DEBTORS
 FOR THE PERIOD OF NOVEMBER 1, 2012 THROUGH NOVEMBER 30, 2012**

Gibson, Dunn & Crutcher LLP (“*Gibson Dunn*”), attorneys for Arcapita Bank B.S.C (c) (“*Arcapita*”) and certain of its subsidiaries and affiliates, as debtors and debtors in possession (collectively, the “*Debtors*”), hereby submits this statement of fees and disbursements (a “*Monthly Statement*”) for the period of November 1, 2012 through November 30, 2012 (the “*Compensation Period*”) 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] (the “*Interim Compensation Order*”).¹

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

FEES FOR SERVICES RENDERED DURING THE COMPENSATION PERIOD

1. Set forth below is a list of the positions of the Gibson Dunn professionals and legal assistants who provided services to the Debtors during the Compensation Period, their respective billing rates, and the aggregate hours spent by each professional and legal assistant in providing services for the Debtors during the Compensation Period.

<u>NAME</u>	<u>POSITION</u>	<u>YEAR ADMITTED TO BAR</u>	<u>DATE OF INITIAL EMPLOYMENT</u>	<u>HOURS</u>	<u>RATE (\$)</u>	<u>AMOUNT (\$)</u>
Nicholas P.B. Aleksander	Partner – Corp.	UK - 1986	02/05/2001	6.10	1,215	7,411.50
Alan J. Bannister	Partner – Corp.	NY - 1989	12/06/2004	5.40	995	5,373.00
Steven P. Buffone	Partner – Corp.	CA - 1984 NY - 1993	06/01/1984	177.00	1,045	184,965.00
Gregory A. Campbell	Partner – Corp.	UK -1999 NY -2004	06/02/2008	5.60	1,090	6,104.00
James Alexander Cox	Partner - Labor	UK - 1992	9/18/2006	34.40	1,130	38,872.00
David J. Furman	Partner – Real Estate	NY – 1987	12/30/96	15.70	1,025	16,092.50
Emad H. Khalil	Partner – Corp.	NY – 1981 SI - 2008	05/19/2008	193.40	985	190,499.00
Darius J. Mehraban	Partner – Corp.	NY – 1999	05/31/2005	0.70	865	605.50
Craig H. Millet	Partner – Bankr.	CA – 1982	06/01/1982	147.70	995	146,961.50
Benjamin H. Rippeon	Partner – Tax	DC – 2001 MD – 2000	09/25/2000	10.90	765	8,338.50
Jean-Philippe Robe	Partner – Corp.	NY -1993 Paris - 1993	01/03/2000	3.30	980	3,234.00
Philip Rocher	Partner – Lit.	UK – 1981	08/01/2005	0.60	1,270	762.00
Michael A. Rosenthal	Partner – Bankr.	TX – 1985 NY – 2009	11/27/1989	270.60	1,045	282,777.00
Saptak Santra	Partner – Corp.	UK – 1999 Singapore – 2010	05/09/2008	56.70	865	49,045.50

<u>NAME</u>	<u>POSITION</u>	<u>YEAR ADMITTED TO BAR</u>	<u>DATE OF INITIAL EMPLOYMENT</u>	<u>HOURS</u>	<u>RATE (\$)</u>	<u>AMOUNT (\$)</u>
Jeffrey A. Trinklein	Partner – Corp.	CA – 1985 TX – 1997 NY – 2007	06/01/1985	48.00	1,025	49,200.00
Janet M. Weiss	Partner – Bankr.	NY – 1990	09/12/1994	0.60	1,025	615.00
Matthew J. Williams	Partner – Bankr.	NY – 1999	10/27/2008	169.80	865	146,877.00
Matthew K. Kelsey	Of Counsel – Bankr.	NY – 2004	11/10/2008	84.80	785	66,568.00
Christopher J. Babcock	Assoc. – Unassigned	TX – 2011	09/19/2011	52.50	395	20,737.50
Victoria Barnes	Assoc. – Lit.	UK – 2011	06/11/2012	1.80	605	1,089.00
Matthew G. Bouslog	Assoc. – Unassigned	CA – 2011	09/19/2012	144.30	395	56,998.50
Ayesha Chatterjee	Assoc. – Unassigned	n/a	05/17/2010	27.10	475	12,872.50
Alfred J. Chianese III	Assoc. – Corp.	NY – 2011	11/29/2010	0.40	560	224.00
Teale L. Clark	Assoc. – Unassigned	NY - Passed Exam-Not Yet Admitted	11/12/2012	19.90	475	9,452.50
Robert L. Coppola	Assoc. – Corp.	NY – 2009	06/04/2012	52.40	560	29,344.00
Patrick C. Dykstra	Assoc. – Corp.	CA – 2006	09/12/2005	15.70	705	11,068.50
Kenneth A. Glowacki Jr.	Assoc. – Bankr	CA – 2001	09/04/2001	59.40	695	41,283.00
Stephenie Ann Gosnell Handler	Assoc. – Unassigned	NY – 2012	06/07/2010	8.20	475	3,895.00
Jeremy Lee Graves	Assoc. – Bankr.	TX – 2007	10/06/2008	135.50	595	80,622.50
Zoe A. Gray	Assoc. – Lit.	CO – 2012	10/22/2012	6.80	395	2,686.00
Matthew R. Harvey	Assoc. – Lit.	VA – 2012	10/22/2012	1.10	395	434.50
Kathryn A. Kelly	Assoc. – Tax	NY – 2011	11/14/2011	9.30	560	5,208.00

<u>NAME</u>	<u>POSITION</u>	<u>YEAR ADMITTED TO BAR</u>	<u>DATE OF INITIAL EMPLOYMENT</u>	<u>HOURS</u>	<u>RATE (\$)</u>	<u>AMOUNT (\$)</u>
Brian Kim	Assoc. - Corp.	NY – 2010	11/30/2009	117.00	620	72,540.00
Carly-Jane King	Assoc. – Labor	UK – 2012	09/03/2012	52.60	525	27,615.00
Steven J. Lau	Assoc. – Unassigned	NY - Passed Exam-Not Yet Admitted	10/22/2012	3.60	475	1,710.00
Douglas G. Levin	Assoc. – Bankr.	CA – 2009	05/12/2008	127.50	515	65,662.50
Serena G. Liu	Assoc. – Lit.	CA – 2009	05/12/2008	3.30	620	2,046.00
Keith R. Martorana	Assoc. – Corporate	NJ – 2008	11/24/2008	95.80	705	67,539.00
Kevin A. Medrano	Assoc. – Corp.	NY – 2010	11/16/2009	43.40	620	26,908.00
Kenneth Wayne Miller	Assoc. – Corp.	NY – 2007	10/09/2006	9.70	720	6,984.00
Alan Moskowitz	Assoc. – Corp.	NY – 2010	07/09/2012	111.50	620	69,130.00
James B. O’Grady	Assoc. – Corp.	NY – 2008	05/16/2005	124.30	705	87,631.50
Shelby E. Parnes	Assoc. – Corp.	NY – 2009	10/03/2011	41.80	665	27,797.00
Justin J. Reda	Assoc. – Tax	NY – 2010	10/06/2008	5.70	665	3,790.50
Stewart R. Ross	Assoc. – Corp.	NY – 2008	09/18/2006-present 08/22/2005-09/17/2006 (Law Clerk)	17.20	720	12,384.00
Vicente Ruiz	Assoc. – Corp.	NY – 2009	05/14/2007	3.00	665	1,995.00
Vladimir W. Sentome	Assoc. – Corp.	NY – 2008	03/01/2010	0.50	705	352.50
Lisa Stevens	Assoc. – Corp.	UK – 2011	09/26/2011	0.50	605	302.50
John–Paul Vojtisek	Assoc. –Tax	NY – 2006	05/31/2005	5.90	735	4,336.50

<u>NAME</u>	<u>POSITION</u>	<u>YEAR ADMITTED TO BAR</u>	<u>DATE OF INITIAL EMPLOYMENT</u>	<u>HOURS</u>	<u>RATE (\$)</u>	<u>AMOUNT (\$)</u>
Joshua Weisser	Assoc. – Bankr.	NY – 2006	04/20/2009	193.50	735	142,222.50
Edwin Wong	Assoc. – Corp.	Australia – 2003	01/31/2011	1.50	875	1,312.50
Duke K. Amponsah ²	Legal Asst. – Bankr.	n/a	n/a	107.90	350	37,765.00
Sasha Friedman	Legal Asst.	n/a	n/a	0.50	255	127.50
Iva Kutija	Legal Asst.	n/a	n/a	13.30	290	3,857.00
Cari L. Russell	Legal Asst.	n/a	n/a	5.50	330	1,815.00
Caroline Neill	Contract Paralegal	n/a	n/a	13.80	330	4,554.00
Morgan Wolfe	Contract Paralegal	n/a	n/a	89.70	255	22,873.50
Mitchell L. Jones	Other Staff	n/a	n/a	8.60	245	2,107.00
Christopher Karnes	Other Staff	n/a	n/a	1.30	390	507.00
Erin E. Kurinsky	Other Staff	n/a	n/a	0.30	185	55.50
SUB TOTAL:				2,964.90		\$2,176,137.00
50% REDUCTION FOR TRAVEL TIME				(-19,560.25)		
TOTAL FEES REQUESTED						<u>\$2,156,576.75</u>

Bankr. = Business Restructuring and Reorganization Practice Group
 Corp. = Corporate Practice Group
 Lit. = Litigation Practice Group
 R.E. = Real Estate Practice Group
 Labor = Labor and Employment Practice Group

2. The rates charged by Gibson Dunn for services rendered to the Debtors are the same rates that it charges generally for professional services rendered to its non-bankruptcy

² This Monthly Statement includes time for Duke K. Amponsah for the period from August 1, 2012 through August 31, 2012, which time, for clerical reasons, was inadvertently not billed in Gibson Dunn’s August Monthly Statement.

clients. A complete itemization of tasks performed by these professionals and paraprofessionals for the Compensation Period is annexed hereto as **Exhibit A**.

EXPENSES INCURRED DURING THE COMPENSATION PERIOD

3. Set forth below is a categorical list of the expenses incurred by Gibson Dunn during the Compensation Period in the course of representing the Debtors.

<u>DISBURSEMENT</u>	<u>AMOUNT (\$)</u>
Court Fees	165.00
Document Retrieval Service	855.40
Document Search and Retrieval	538.68
In House Duplication	2,009.10
Lodging	2,897.06
Meals	944.23
Messenger and Courier Expense	309.10
On-Line Research (Lexis)	636.00
On-Line Research (Westlaw)	2,493.13
On-Line Research (Nexis – Main)	1,120.36
Outside Attorney	6,641.10
Outside Duplication and Binding	238.12
Secretary Support	80.00
Specialized Research/Filing Fees	82.60
Telephone Charges	2,707.08
Travel – Air & Rail	14,176.62
Travel - Miscellaneous (tips)	30.00
Travel – Taxi & Other Modes/Miles	3,240.36
TOTAL:	<u>\$39,163.94</u>

4. Gibson Dunn seeks reimbursement for meal expenses only when meals are served at meetings with clients or non-Gibson Dunn personnel, or when meals are consumed while traveling. Document services include in-house photocopies, which are billed at \$.10 per page, as well as duplication that takes place outside the firm. Travel expenses include the cost of transportation and parking. A complete itemization of expenses for which Gibson Dunn seeks reimbursement is annexed hereto as **Exhibit B**.

NOTICE

5. No trustee or examiner has been appointed in the Chapter 11 Cases. Pursuant to the Interim Compensation Order, the Debtors have provided notice of filing of this statement by electronic mail and/or overnight mail to: (i) 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.); (ii) the Official Committee of Unsecured Creditors, Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Dennis Dunne, Esq. and Evan Fleck, Esq.); and (iii) all parties listed on the Master Service List established in these Chapter 11 Cases. A copy of the statement is also available on the website of the Debtors' notice and claims agent, GCG, at www.gcginc.com/cases/arcapita.

Dated: New York, New York
December 10, 2012

Respectfully submitted,

/s/ Michael A. Rosenthal

Michael A. Rosenthal (MR-7006)

Craig H. Millet (admitted *pro hac vice*)

Janet M. Weiss (JW-5460)

Matthew K. Kelsey (MK-3137)

GIBSON, DUNN & CRUTCHER LLP

200 Park Avenue

New York, New York 10166-0193

Telephone: (212) 351-4000

Facsimile: (212) 351-4035

ATTORNEYS FOR THE DEBTORS AND
DEBTORS IN POSSESSION

EXHIBIT A

Time Records for the Compensation Period

GIBSON, DUNN & CRUTCHER LLP
200 Park Avenue
New York, New York 10166-0193
Federal Taxpayer ID #95-1611234

December 10, 2012

Invoice No. 2012122086

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

For Services Rendered and Costs/Charges Advanced Through November 30, 2012

		Services Rendered	Costs/ Charges	Totals
30561-00097	Asset Analysis/Recover/Avoidance Actions	103,687.50	0.00	103,687.50
30561-00098	Asset Disposition/Sale Issues	8,855.50	0.00	8,855.50
30561-00099	Automatic Stay	1,022.00	0.00	1,022.00
30561-00100	Business Operations	2,749.00	0.00	2,749.00
30561-00101	Case Administration	60,065.00	0.00	60,065.00
30561-00102	Claims Administration & Objections	52,230.50	0.00	52,230.50
30561-00104	Corporate Governance-Securities Law Compliance	10,554.50	0.00	10,554.50
30561-00105	Creditor Committee Issues	16,368.00	0.00	16,368.00
30561-00106	DIP Financing/Cash Collateral/Cash Management	669,816.00	0.00	669,816.00
30561-00107	Employees	143,893.50	0.00	143,893.50
30561-00109	Executory Contracts/Unexpired Leases	2,549.50	0.00	2,549.50
30561-00110	Fee Applications/Retention Applications - GD&C	73,210.00	0.00	73,210.00

Remit By Wire To:

Wells Fargo Bank
333 South Grand Avenue
Los Angeles, CA 90071-1515
Name of account: Gibson, Dunn & Crutcher LLP
Account No: 4600-146039
ABA No: 121000248
Attn: Mario Prego, Telephone: (213) 229-7253
Please include the client number and the proper attorney to notify in the wire instructions.

Remit By Mail To:

Gibson, Dunn & Crutcher LLP
PO Box 840723
Los Angeles, CA 90084-0723

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.

For assistance with your account, please contact us at 213-229-7333 or cbilling@gibsondunn.com.

Invoice Date: December 10, 2012

Invoice No. 2012122086

Due and Payable Upon Receipt

	Services Rendered	Costs/ Charges	Totals
30561-00111 Fee Applications/Retention	18,347.50	0.00	18,347.50
Applications - Other Professionals			
30561-00112 Insurance	10,333.50	0.00	10,333.50
30561-00113 Plan & Disclosure Statement	690,059.50	0.00	690,059.50
30561-00115 Real Property Leases	17,856.00	0.00	17,856.00
30561-00116 Secured Creditor/Collateral	3,830.50	0.00	3,830.50
30561-00118 Taxes	25,033.50	0.00	25,033.50
30561-00119 Non-Working Travel Time	39,120.50	0.00	39,120.50
30561-00122 Disbursements	0.00	39,163.94	39,163.94
30561-00123 Provisional Liquidator	11,499.50	0.00	11,499.50
30561-00124 Schedules and Statements	1,003.50	0.00	1,003.50
30561-00125 Deal Funding	2,299.00	0.00	2,299.00
30561-00126 Hearings	19,864.50	0.00	19,864.50
30561-00127 Portfolio Interaction/Issues	171,475.50	0.00	171,475.50
30561-00128 Falcon	18,562.00	0.00	18,562.00
30561-00129 UK Employee Litigation	1,851.00	0.00	1,851.00
Totals	\$2,176,137.00	\$ 39,163.94	\$2,215,300.94
Discount			-19,560.25
Current Balance Due			<u>\$2,195,740.69</u>

PREVIOUS INVOICE STATEMENT BALANCES OUTSTANDING:

Matter	Invoice Date	Invoice No.	Services	Costs	Balance Due
30561-00096	10/22/12	2012102931	\$ 1,639.19	\$ 0.00	\$ 1,639.19
30561-00097	05/09/12	2012043049	107.10	0.00	107.10
30561-00097	05/15/12	2012051941	4,687.30	0.00	4,687.30
30561-00097	06/20/12	2012062541	4,191.49	0.00	4,191.49
30561-00097	07/30/12	2012071760	112.82	0.00	112.82
30561-00097	08/09/12	2012081564	308.30	0.00	308.30
30561-00097	09/17/12	2012092379	5,307.79	0.00	5,307.79
30561-00097	10/22/12	2012102931	8,332.51	0.00	8,332.51
30561-00097	11/12/12	2012112508	93,432.00	0.00	93,432.00
30561-00098	05/09/12	2012043049	1,468.10	0.00	1,468.10
30561-00098	05/15/12	2012051941	5,929.90	0.00	5,929.90
30561-00098	06/20/12	2012062541	12,736.96	0.00	12,736.96
30561-00098	07/30/12	2012071760	2,507.22	0.00	2,507.22
30561-00098	08/09/12	2012081564	2,190.20	0.00	2,190.20
30561-00098	09/17/12	2012092379	1,381.45	0.00	1,381.45
30561-00098	10/22/12	2012102931	2,173.57	0.00	2,173.57
30561-00098	11/12/12	2012112508	8,956.00	0.00	8,956.00
30561-00099	05/09/12	2012043049	1,098.00	0.00	1,098.00
30561-00099	05/15/12	2012051941	8,034.50	0.00	8,034.50
30561-00099	06/20/12	2012062541	3,917.61	0.00	3,917.61
30561-00099	07/30/12	2012071760	583.74	0.00	583.74
30561-00099	08/09/12	2012081564	1,831.30	0.00	1,831.30
30561-00099	09/17/12	2012092379	4,844.54	0.00	4,844.54
30561-00099	10/22/12	2012102931	335.48	0.00	335.48
30561-00100	05/09/12	2012043049	18,030.80	0.00	18,030.80
30561-00100	05/15/12	2012051941	8,657.00	0.00	8,657.00
30561-00100	06/20/12	2012062541	4,417.12	0.00	4,417.12
30561-00100	07/30/12	2012071760	2,043.38	0.00	2,043.38
30561-00100	08/09/12	2012081564	734.40	0.00	734.40
30561-00100	09/17/12	2012092379	1,450.72	0.00	1,450.72

<u>Matter</u>	<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Services</u>	<u>Costs</u>	<u>Balance Due</u>
30561-00100	10/22/12	2012102931	873.33	0.00	873.33
30561-00100	11/12/12	2012112508	2,261.00	0.00	2,261.00
30561-00101	05/09/12	2012043049	66,535.30	0.00	66,535.30
30561-00101	05/15/12	2012051941	34,520.80	0.00	34,520.80
30561-00101	06/20/12	2012062541	33,799.33	0.00	33,799.33
30561-00101	07/30/12	2012071760	15,247.34	0.00	15,247.34
30561-00101	08/09/12	2012081564	12,863.20	0.00	12,863.20
30561-00101	09/17/12	2012121963	27,902.42	0.00	27,902.42
30561-00101	10/22/12	2012102931	17,966.24	0.00	17,966.24
30561-00101	11/12/12	2012112508	52,852.00	0.00	52,852.00
30561-00102	05/09/12	2012043049	553.20	0.00	553.20
30561-00102	05/15/12	2012051941	6,293.30	0.00	6,293.30
30561-00102	06/20/12	2012062541	2,822.20	0.00	2,822.20
30561-00102	07/30/12	2012071760	4,520.66	0.00	4,520.66
30561-00102	08/09/12	2012081564	3,959.90	0.00	3,959.90
30561-00102	09/17/12	2012092379	6,094.24	0.00	6,094.24
30561-00102	10/22/12	2012102931	1,248.09	0.00	1,248.09
30561-00102	11/12/12	2012112508	14,884.00	0.00	14,884.00
30561-00104	05/15/12	2012051941	376.20	0.00	376.20
30561-00104	06/20/12	2012062541	3,267.26	0.00	3,267.26
30561-00104	07/30/12	2012071760	138.24	0.00	138.24
30561-00104	08/09/12	2012081564	1,028.80	0.00	1,028.80
30561-00104	09/17/12	2012092379	467.34	0.00	467.34
30561-00104	10/22/12	2012102931	1,974.12	0.00	1,974.12
30561-00104	11/12/12	2012112508	25,176.50	0.00	25,176.50
30561-00105	05/09/12	2012043049	2,141.70	0.00	2,141.70
30561-00105	05/15/12	2012051941	40,541.50	0.00	40,541.50
30561-00105	06/20/12	2012062541	22,507.40	0.00	22,507.40
30561-00105	07/30/12	2012071760	22,691.81	0.00	22,691.81
30561-00105	08/09/12	2012081564	10,163.20	0.00	10,163.20
30561-00105	09/17/12	2012092379	11,926.55	0.00	11,926.55
30561-00105	10/22/12	2012102931	11,262.21	0.00	11,262.21
30561-00105	11/12/12	2012112508	6,122.50	0.00	6,122.50
30561-00106	05/09/12	2012043049	9,124.30	0.00	9,124.30
30561-00106	05/15/12	2012051941	24,747.50	0.00	24,747.50
30561-00106	06/20/12	2012062541	12,590.32	0.00	12,590.32
30561-00106	07/30/12	2012071760	26,965.01	0.00	26,965.01
30561-00106	08/09/12	2012081564	19,185.00	0.00	19,185.00
30561-00106	09/17/12	2012092379	28,839.88	0.00	28,839.88
30561-00106	10/22/12	2012102931	93,856.53	0.00	93,856.53
30561-00106	11/12/12	2012112508	506,760.50	0.00	506,760.50
30561-00107	05/09/12	2012043049	9,828.50	0.00	9,828.50
30561-00107	05/15/12	2012051941	37,022.30	0.00	37,022.30
30561-00107	06/20/12	2012062541	27,670.01	0.00	27,670.01
30561-00107	07/30/12	2012071760	39,837.97	0.00	39,837.97
30561-00107	08/09/12	2012081564	6,193.70	0.00	6,193.70
30561-00107	09/17/12	2012092379	15,337.05	0.00	15,337.05
30561-00107	10/22/12	2012102931	34,571.86	0.00	34,571.86
30561-00107	11/12/12	2012112508	364,298.50	0.00	364,298.50
30561-00109	05/09/12	2012043049	1,522.40	0.00	1,522.40
30561-00109	05/15/12	2012051941	3,123.70	0.00	3,123.70
30561-00109	06/20/12	2012062541	31,365.35	0.00	31,365.35
30561-00109	07/30/12	2012071760	5,089.38	0.00	5,089.38
30561-00109	08/09/12	2012081564	8,290.80	0.00	8,290.80
30561-00109	09/17/12	2012092379	3,441.64	0.00	3,441.64
30561-00109	10/22/12	2012102931	7,120.68	0.00	7,120.68
30561-00109	11/12/12	2012112508	4,215.00	0.00	4,215.00
30561-00110	05/09/12	2012043049	3,599.70	0.00	3,599.70
30561-00110	05/15/12	2012051941	4,028.50	0.00	4,028.50

<u>Matter</u>	<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Services</u>	<u>Costs</u>	<u>Balance Due</u>
30561-00110	06/20/12	2012062541	3,873.77	0.00	3,873.77
30561-00110	07/30/12	2012071760	6,071.86	0.00	6,071.86
30561-00110	08/09/12	2012081564	3,952.50	0.00	3,952.50
30561-00110	09/17/12	2012122026	12,962.04	0.00	12,962.04
30561-00110	10/22/12	2012102931	5,272.30	0.00	5,272.30
30561-00110	11/12/12	2012112508	26,413.00	0.00	26,413.00
30561-00111	05/09/12	2012043049	11,109.30	0.00	11,109.30
30561-00111	05/15/12	2012051941	25,518.50	0.00	25,518.50
30561-00111	06/20/12	2012062541	18,929.33	0.00	18,929.33
30561-00111	07/30/12	2012071760	19,860.69	0.00	19,860.69
30561-00111	08/09/12	2012081564	13,600.80	0.00	13,600.80
30561-00111	09/17/12	2012092379	11,222.15	0.00	11,222.15
30561-00111	10/22/12	2012102931	4,917.35	0.00	4,917.35
30561-00111	11/12/12	2012112508	10,241.50	0.00	10,241.50
30561-00112	05/09/12	2012043049	1,347.00	0.00	1,347.00
30561-00112	05/15/12	2012051941	469.60	0.00	469.60
30561-00112	06/20/12	2012062541	112.13	0.00	112.13
30561-00112	08/09/12	2012081564	172.10	0.00	172.10
30561-00112	09/17/12	2012092379	1,742.88	0.00	1,742.88
30561-00112	10/22/12	2012102931	328.77	0.00	328.77
30561-00112	11/12/12	2012112508	20,901.50	0.00	20,901.50
30561-00113	05/09/12	2012043049	3,719.00	0.00	3,719.00
30561-00113	05/15/12	2012051941	7,524.40	0.00	7,524.40
30561-00113	06/20/12	2012062541	12,741.06	0.00	12,741.06
30561-00113	07/30/12	2012071760	24,342.98	0.00	24,342.98
30561-00113	08/09/12	2012081564	44,908.70	0.00	44,908.70
30561-00113	09/17/12	2012092379	52,546.35	0.00	52,546.35
30561-00113	10/22/12	2012102931	49,845.40	0.00	49,845.40
30561-00113	11/12/12	2012112508	278,567.00	0.00	278,567.00
30561-00115	05/15/12	2012051941	205.40	0.00	205.40
30561-00115	06/20/12	2012062541	1,054.51	0.00	1,054.51
30561-00115	07/30/12	2012071760	440.12	0.00	440.12
30561-00115	08/09/12	2012081564	1,389.90	0.00	1,389.90
30561-00115	09/17/12	2012092379	139.04	0.00	139.04
30561-00115	10/22/12	2012102931	1,271.35	0.00	1,271.35
30561-00115	11/12/12	2012112508	1,010.50	0.00	1,010.50
30561-00116	05/09/12	2012043049	376.20	0.00	376.20
30561-00116	05/15/12	2012051941	1,663.00	0.00	1,663.00
30561-00116	06/20/12	2012062541	537.59	0.00	537.59
30561-00116	07/30/12	2012071760	5,335.89	0.00	5,335.89
30561-00116	08/09/12	2012081564	7,145.40	0.00	7,145.40
30561-00116	09/17/12	2012092379	317.81	0.00	317.81
30561-00116	10/22/12	2012102931	464.37	0.00	464.37
30561-00116	11/12/12	2012112508	49,551.00	0.00	49,551.00
30561-00118	05/15/12	2012051941	248.40	0.00	248.40
30561-00118	06/20/12	2012062541	1,774.30	0.00	1,774.30
30561-00118	11/12/12	2012112508	9,468.00	0.00	9,468.00
30561-00119	05/09/12	2012043049	1,630.25	0.00	1,630.25
30561-00119	05/15/12	2012051941	2,384.50	0.00	2,384.50
30561-00119	06/20/12	2012062541	7,750.11	0.00	7,750.11
30561-00119	07/30/12	2012071760	3,881.92	0.00	3,881.92
30561-00119	08/09/12	2012081564	2,005.25	0.00	2,005.25
30561-00119	09/17/12	2012092379	4,871.39	0.00	4,871.39
30561-00119	10/22/12	2012102931	5,782.93	0.00	5,782.93
30561-00119	11/12/12	2012112508	21,772.50	0.00	21,772.50
30561-00121	05/09/12	2012043049	1,439.10	0.00	1,439.10
30561-00121	05/15/12	2012051941	732.70	0.00	732.70
30561-00121	06/20/12	2012062541	1,276.36	0.00	1,276.36
30561-00121	08/09/12	2012081564	297.60	0.00	297.60

<u>Matter</u>	<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Services</u>	<u>Costs</u>	<u>Balance Due</u>
30561-00122	11/12/12	2012112508	0.00	37,986.87	37,986.87
30561-00123	05/15/12	2012051941	13,770.70	0.00	13,770.70
30561-00123	06/20/12	2012062541	16,562.17	0.00	16,562.17
30561-00123	07/30/12	2012071760	13,363.92	0.00	13,363.92
30561-00123	08/09/12	2012081564	9,742.00	0.00	9,742.00
30561-00123	09/17/12	2012092379	17,632.40	0.00	17,632.40
30561-00123	10/22/12	2012102931	12,703.79	0.00	12,703.79
30561-00123	11/12/12	2012112508	33,015.00	0.00	33,015.00
30561-00124	05/15/12	2012051941	5,275.70	0.00	5,275.70
30561-00124	06/20/12	2012062541	4,253.07	0.00	4,253.07
30561-00124	07/30/12	2012071760	4,493.54	0.00	4,493.54
30561-00124	08/09/12	2012081564	204.10	0.00	204.10
30561-00124	09/17/12	2012092379	593.50	0.00	593.50
30561-00124	10/22/12	2012102931	372.71	0.00	372.71
30561-00124	11/12/12	2012112508	1,256.00	0.00	1,256.00
30561-00125	05/15/12	2012051941	26,468.80	0.00	26,468.80
30561-00125	06/20/12	2012062541	11,240.11	0.00	11,240.11
30561-00125	07/30/12	2012071760	4,254.20	0.00	4,254.20
30561-00125	08/09/12	2012081564	5,717.20	0.00	5,717.20
30561-00125	09/17/12	2012092379	14,554.79	0.00	14,554.79
30561-00125	10/22/12	2012102931	15,892.34	0.00	15,892.34
30561-00125	11/12/12	2012112508	15,550.00	0.00	15,550.00
30561-00126	05/15/12	2012051941	4,059.50	0.00	4,059.50
30561-00126	06/20/12	2012062541	12,192.24	0.00	12,192.24
30561-00126	07/30/12	2012071760	5,078.51	0.00	5,078.51
30561-00126	08/09/12	2012081564	2,891.10	0.00	2,891.10
30561-00126	09/17/12	2012092379	5,268.86	0.00	5,268.86
30561-00126	10/22/12	2012102931	7,006.94	0.00	7,006.94
30561-00126	11/12/12	2012112508	34,592.00	0.00	34,592.00
30561-00127	05/15/12	2012051941	53,242.00	0.00	53,242.00
30561-00127	06/20/12	2012062541	91,887.36	0.00	91,887.36
30561-00127	07/30/12	2012071760	62,738.33	0.00	62,738.33
30561-00127	08/09/12	2012081564	76,789.10	0.00	76,789.10
30561-00127	09/17/12	2012092379	69,497.41	0.00	69,497.41
30561-00127	10/22/12	2012102931	58,728.75	0.00	58,728.75
30561-00127	11/12/12	2012112508	562,735.00	0.00	562,735.00
30561-00128	06/20/12	2012062541	7,926.07	0.00	7,926.07
30561-00128	07/30/12	2012071760	4,292.00	0.00	4,292.00
30561-00128	08/09/12	2012081564	9,399.80	0.00	9,399.80
30561-00128	09/17/12	2012092379	1,010.03	0.00	1,010.03
30561-00128	10/22/12	2012102931	2,684.90	0.00	2,684.90
30561-00128	11/12/12	2012112508	85,245.50	0.00	85,245.50
30561-00129	10/22/12	2012102931	10,886.36	0.00	10,886.36
30561-00129	11/12/12	2012112508	7,236.50	0.00	<u>7,236.50</u>

PREVIOUS BALANCE DUE \$4,254,770.97

TOTAL OUTSTANDING BALANCE DUE \$6,450,511.66

GIBSON, DUNN & CRUTCHER LLP
200 Park Avenue
New York, New York 10166-0193

Federal Taxpayer ID #95-1611234

December 10, 2012

Invoice No. 2012122086

REMITTANCE COPY

To ensure proper crediting, please send this copy in the enclosed envelope.

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

For Services Rendered and Costs/Charges Advanced Through November 30, 2012

		Services Rendered	Costs/ Charges	Totals
30561-00097	Asset Analysis/Recover/Avoidance Actions	103,687.50	0.00	103,687.50
30561-00098	Asset Disposition/Sale Issues	8,855.50	0.00	8,855.50
30561-00099	Automatic Stay	1,022.00	0.00	1,022.00
30561-00100	Business Operations	2,749.00	0.00	2,749.00
30561-00101	Case Administration	60,065.00	0.00	60,065.00
30561-00102	Claims Administration & Objections	52,230.50	0.00	52,230.50
30561-00104	Corporate Governance-Securities Law Compliance	10,554.50	0.00	10,554.50
30561-00105	Creditor Committee Issues	16,368.00	0.00	16,368.00
30561-00106	DIP Financing/Cash Collateral/Cash Management	669,816.00	0.00	669,816.00
30561-00107	Employees	143,893.50	0.00	143,893.50
30561-00109	Executory Contracts/Unexpired Leases	2,549.50	0.00	2,549.50

Remit By Wire To:

Wells Fargo Bank
333 South Grand Avenue
Los Angeles, CA 90071-1515
Name of account: Gibson, Dunn & Crutcher LLP
Account No: 4600-146039
ABA No: 121000248
Attn: Mario Prego, Telephone: (213) 229-7253
Please include the client number and the proper attorney to notify in the wire instructions.

Remit By Mail To:

Gibson, Dunn & Crutcher LLP
PO Box 840723
Los Angeles, CA 90084-0723

Please enclose the remittance copy of this invoice with your payment in the enclosed Reply Envelope to ensure proper credit.

Please note that payments received after the invoice date are not reflected.

For assistance with your account, please contact us at 213-229-7333 or cbilling@gibsondunn.com.

Invoice Date: December 10, 2012

Invoice No. 2012122086

Due and Payable Upon Receipt

	Services Rendered	Costs/ Charges	Totals	
30561-00110	Fee Applications/Retention Applications - GD&C	73,210.00	0.00	73,210.00
30561-00111	Fee Applications/Retention Applications - Other Professionals	18,347.50	0.00	18,347.50
30561-00112	Insurance	10,333.50	0.00	10,333.50
30561-00113	Plan & Disclosure Statement	690,059.50	0.00	690,059.50
30561-00115	Real Property Leases	17,856.00	0.00	17,856.00
30561-00116	Secured Creditor/Collateral	3,830.50	0.00	3,830.50
30561-00118	Taxes	25,033.50	0.00	25,033.50
30561-00119	Non-Working Travel Time	39,120.50	0.00	39,120.50
30561-00122	Disbursements	0.00	39,163.94	39,163.94
30561-00123	Provisional Liquidator	11,499.50	0.00	11,499.50
30561-00124	Schedules and Statements	1,003.50	0.00	1,003.50
30561-00125	Deal Funding	2,299.00	0.00	2,299.00
30561-00126	Hearings	19,864.50	0.00	19,864.50
30561-00127	Portfolio Interaction/Issues	171,475.50	0.00	171,475.50
30561-00128	Falcon	18,562.00	0.00	18,562.00
30561-00129	UK Employee Litigation	1,851.00	0.00	1,851.00
Totals		\$2,176,137.00	\$ 39,163.94	\$2,215,300.94
Discount				-19,560.25
Current Balance Due				<u>\$2,195,740.69</u>

PREVIOUS INVOICE STATEMENT BALANCES OUTSTANDING:

Matter	Invoice Date	Invoice No.	Services	Costs	Balance Due
30561-00096	10/22/12	2012102931	\$ 1,639.19	\$ 0.00	\$ 1,639.19
30561-00097	05/09/12	2012043049	107.10	0.00	107.10
30561-00097	05/15/12	2012051941	4,687.30	0.00	4,687.30
30561-00097	06/20/12	2012062541	4,191.49	0.00	4,191.49
30561-00097	07/30/12	2012071760	112.82	0.00	112.82
30561-00097	08/09/12	2012081564	308.30	0.00	308.30
30561-00097	09/17/12	2012092379	5,307.79	0.00	5,307.79
30561-00097	10/22/12	2012102931	8,332.51	0.00	8,332.51
30561-00097	11/12/12	2012112508	93,432.00	0.00	93,432.00
30561-00098	05/09/12	2012043049	1,468.10	0.00	1,468.10
30561-00098	05/15/12	2012051941	5,929.90	0.00	5,929.90
30561-00098	06/20/12	2012062541	12,736.96	0.00	12,736.96
30561-00098	07/30/12	2012071760	2,507.22	0.00	2,507.22
30561-00098	08/09/12	2012081564	2,190.20	0.00	2,190.20
30561-00098	09/17/12	2012092379	1,381.45	0.00	1,381.45
30561-00098	10/22/12	2012102931	2,173.57	0.00	2,173.57
30561-00098	11/12/12	2012112508	8,956.00	0.00	8,956.00
30561-00099	05/09/12	2012043049	1,098.00	0.00	1,098.00
30561-00099	05/15/12	2012051941	8,034.50	0.00	8,034.50
30561-00099	06/20/12	2012062541	3,917.61	0.00	3,917.61
30561-00099	07/30/12	2012071760	583.74	0.00	583.74
30561-00099	08/09/12	2012081564	1,831.30	0.00	1,831.30
30561-00099	09/17/12	2012092379	4,844.54	0.00	4,844.54
30561-00099	10/22/12	2012102931	335.48	0.00	335.48

<u>Matter</u>	<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Services</u>	<u>Costs</u>	<u>Balance Due</u>
30561-00100	05/09/12	2012043049	18,030.80	0.00	18,030.80
30561-00100	05/15/12	2012051941	8,657.00	0.00	8,657.00
30561-00100	06/20/12	2012062541	4,417.12	0.00	4,417.12
30561-00100	07/30/12	2012071760	2,043.38	0.00	2,043.38
30561-00100	08/09/12	2012081564	734.40	0.00	734.40
30561-00100	09/17/12	2012092379	1,450.72	0.00	1,450.72
30561-00100	10/22/12	2012102931	873.33	0.00	873.33
30561-00100	11/12/12	2012112508	2,261.00	0.00	2,261.00
30561-00101	05/09/12	2012043049	66,535.30	0.00	66,535.30
30561-00101	05/15/12	2012051941	34,520.80	0.00	34,520.80
30561-00101	06/20/12	2012062541	33,799.33	0.00	33,799.33
30561-00101	07/30/12	2012071760	15,247.34	0.00	15,247.34
30561-00101	08/09/12	2012081564	12,863.20	0.00	12,863.20
30561-00101	09/17/12	2012121963	27,902.42	0.00	27,902.42
30561-00101	10/22/12	2012102931	17,966.24	0.00	17,966.24
30561-00101	11/12/12	2012112508	52,852.00	0.00	52,852.00
30561-00102	05/09/12	2012043049	553.20	0.00	553.20
30561-00102	05/15/12	2012051941	6,293.30	0.00	6,293.30
30561-00102	06/20/12	2012062541	2,822.20	0.00	2,822.20
30561-00102	07/30/12	2012071760	4,520.66	0.00	4,520.66
30561-00102	08/09/12	2012081564	3,959.90	0.00	3,959.90
30561-00102	09/17/12	2012092379	6,094.24	0.00	6,094.24
30561-00102	10/22/12	2012102931	1,248.09	0.00	1,248.09
30561-00102	11/12/12	2012112508	14,884.00	0.00	14,884.00
30561-00104	05/15/12	2012051941	376.20	0.00	376.20
30561-00104	06/20/12	2012062541	3,267.26	0.00	3,267.26
30561-00104	07/30/12	2012071760	138.24	0.00	138.24
30561-00104	08/09/12	2012081564	1,028.80	0.00	1,028.80
30561-00104	09/17/12	2012092379	467.34	0.00	467.34
30561-00104	10/22/12	2012102931	1,974.12	0.00	1,974.12
30561-00104	11/12/12	2012112508	25,176.50	0.00	25,176.50
30561-00105	05/09/12	2012043049	2,141.70	0.00	2,141.70
30561-00105	05/15/12	2012051941	40,541.50	0.00	40,541.50
30561-00105	06/20/12	2012062541	22,507.40	0.00	22,507.40
30561-00105	07/30/12	2012071760	22,691.81	0.00	22,691.81
30561-00105	08/09/12	2012081564	10,163.20	0.00	10,163.20
30561-00105	09/17/12	2012092379	11,926.55	0.00	11,926.55
30561-00105	10/22/12	2012102931	11,262.21	0.00	11,262.21
30561-00105	11/12/12	2012112508	6,122.50	0.00	6,122.50
30561-00106	05/09/12	2012043049	9,124.30	0.00	9,124.30
30561-00106	05/15/12	2012051941	24,747.50	0.00	24,747.50
30561-00106	06/20/12	2012062541	12,590.32	0.00	12,590.32
30561-00106	07/30/12	2012071760	26,965.01	0.00	26,965.01
30561-00106	08/09/12	2012081564	19,185.00	0.00	19,185.00
30561-00106	09/17/12	2012092379	28,839.88	0.00	28,839.88
30561-00106	10/22/12	2012102931	93,856.53	0.00	93,856.53
30561-00106	11/12/12	2012112508	506,760.50	0.00	506,760.50
30561-00107	05/09/12	2012043049	9,828.50	0.00	9,828.50
30561-00107	05/15/12	2012051941	37,022.30	0.00	37,022.30
30561-00107	06/20/12	2012062541	27,670.01	0.00	27,670.01
30561-00107	07/30/12	2012071760	39,837.97	0.00	39,837.97
30561-00107	08/09/12	2012081564	6,193.70	0.00	6,193.70
30561-00107	09/17/12	2012092379	15,337.05	0.00	15,337.05
30561-00107	10/22/12	2012102931	34,571.86	0.00	34,571.86
30561-00107	11/12/12	2012112508	364,298.50	0.00	364,298.50

<u>Matter</u>	<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Services</u>	<u>Costs</u>	<u>Balance Due</u>
30561-00109	05/09/12	2012043049	1,522.40	0.00	1,522.40
30561-00109	05/15/12	2012051941	3,123.70	0.00	3,123.70
30561-00109	06/20/12	2012062541	31,365.35	0.00	31,365.35
30561-00109	07/30/12	2012071760	5,089.38	0.00	5,089.38
30561-00109	08/09/12	2012081564	8,290.80	0.00	8,290.80
30561-00109	09/17/12	2012092379	3,441.64	0.00	3,441.64
30561-00109	10/22/12	2012102931	7,120.68	0.00	7,120.68
30561-00109	11/12/12	2012112508	4,215.00	0.00	4,215.00
30561-00110	05/09/12	2012043049	3,599.70	0.00	3,599.70
30561-00110	05/15/12	2012051941	4,028.50	0.00	4,028.50
30561-00110	06/20/12	2012062541	3,873.77	0.00	3,873.77
30561-00110	07/30/12	2012071760	6,071.86	0.00	6,071.86
30561-00110	08/09/12	2012081564	3,952.50	0.00	3,952.50
30561-00110	09/17/12	2012122026	12,962.04	0.00	12,962.04
30561-00110	10/22/12	2012102931	5,272.30	0.00	5,272.30
30561-00110	11/12/12	2012112508	26,413.00	0.00	26,413.00
30561-00111	05/09/12	2012043049	11,109.30	0.00	11,109.30
30561-00111	05/15/12	2012051941	25,518.50	0.00	25,518.50
30561-00111	06/20/12	2012062541	18,929.33	0.00	18,929.33
30561-00111	07/30/12	2012071760	19,860.69	0.00	19,860.69
30561-00111	08/09/12	2012081564	13,600.80	0.00	13,600.80
30561-00111	09/17/12	2012092379	11,222.15	0.00	11,222.15
30561-00111	10/22/12	2012102931	4,917.35	0.00	4,917.35
30561-00111	11/12/12	2012112508	10,241.50	0.00	10,241.50
30561-00112	05/09/12	2012043049	1,347.00	0.00	1,347.00
30561-00112	05/15/12	2012051941	469.60	0.00	469.60
30561-00112	06/20/12	2012062541	112.13	0.00	112.13
30561-00112	08/09/12	2012081564	172.10	0.00	172.10
30561-00112	09/17/12	2012092379	1,742.88	0.00	1,742.88
30561-00112	10/22/12	2012102931	328.77	0.00	328.77
30561-00112	11/12/12	2012112508	20,901.50	0.00	20,901.50
30561-00113	05/09/12	2012043049	3,719.00	0.00	3,719.00
30561-00113	05/15/12	2012051941	7,524.40	0.00	7,524.40
30561-00113	06/20/12	2012062541	12,741.06	0.00	12,741.06
30561-00113	07/30/12	2012071760	24,342.98	0.00	24,342.98
30561-00113	08/09/12	2012081564	44,908.70	0.00	44,908.70
30561-00113	09/17/12	2012092379	52,546.35	0.00	52,546.35
30561-00113	10/22/12	2012102931	49,845.40	0.00	49,845.40
30561-00113	11/12/12	2012112508	278,567.00	0.00	278,567.00
30561-00115	05/15/12	2012051941	205.40	0.00	205.40
30561-00115	06/20/12	2012062541	1,054.51	0.00	1,054.51
30561-00115	07/30/12	2012071760	440.12	0.00	440.12
30561-00115	08/09/12	2012081564	1,389.90	0.00	1,389.90
30561-00115	09/17/12	2012092379	139.04	0.00	139.04
30561-00115	10/22/12	2012102931	1,271.35	0.00	1,271.35
30561-00115	11/12/12	2012112508	1,010.50	0.00	1,010.50
30561-00116	05/09/12	2012043049	376.20	0.00	376.20
30561-00116	05/15/12	2012051941	1,663.00	0.00	1,663.00
30561-00116	06/20/12	2012062541	537.59	0.00	537.59
30561-00116	07/30/12	2012071760	5,335.89	0.00	5,335.89
30561-00116	08/09/12	2012081564	7,145.40	0.00	7,145.40
30561-00116	09/17/12	2012092379	317.81	0.00	317.81
30561-00116	10/22/12	2012102931	464.37	0.00	464.37
30561-00116	11/12/12	2012112508	49,551.00	0.00	49,551.00
30561-00118	05/15/12	2012051941	248.40	0.00	248.40

<u>Matter</u>	<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Services</u>	<u>Costs</u>	<u>Balance Due</u>
30561-00118	06/20/12	2012062541	1,774.30	0.00	1,774.30
30561-00118	11/12/12	2012112508	9,468.00	0.00	9,468.00
30561-00119	05/09/12	2012043049	1,630.25	0.00	1,630.25
30561-00119	05/15/12	2012051941	2,384.50	0.00	2,384.50
30561-00119	06/20/12	2012062541	7,750.11	0.00	7,750.11
30561-00119	07/30/12	2012071760	3,881.92	0.00	3,881.92
30561-00119	08/09/12	2012081564	2,005.25	0.00	2,005.25
30561-00119	09/17/12	2012092379	4,871.39	0.00	4,871.39
30561-00119	10/22/12	2012102931	5,782.93	0.00	5,782.93
30561-00119	11/12/12	2012112508	21,772.50	0.00	21,772.50
30561-00121	05/09/12	2012043049	1,439.10	0.00	1,439.10
30561-00121	05/15/12	2012051941	732.70	0.00	732.70
30561-00121	06/20/12	2012062541	1,276.36	0.00	1,276.36
30561-00121	08/09/12	2012081564	297.60	0.00	297.60
30561-00122	11/12/12	2012112508	0.00	37,986.87	37,986.87
30561-00123	05/15/12	2012051941	13,770.70	0.00	13,770.70
30561-00123	06/20/12	2012062541	16,562.17	0.00	16,562.17
30561-00123	07/30/12	2012071760	13,363.92	0.00	13,363.92
30561-00123	08/09/12	2012081564	9,742.00	0.00	9,742.00
30561-00123	09/17/12	2012092379	17,632.40	0.00	17,632.40
30561-00123	10/22/12	2012102931	12,703.79	0.00	12,703.79
30561-00123	11/12/12	2012112508	33,015.00	0.00	33,015.00
30561-00124	05/15/12	2012051941	5,275.70	0.00	5,275.70
30561-00124	06/20/12	2012062541	4,253.07	0.00	4,253.07
30561-00124	07/30/12	2012071760	4,493.54	0.00	4,493.54
30561-00124	08/09/12	2012081564	204.10	0.00	204.10
30561-00124	09/17/12	2012092379	593.50	0.00	593.50
30561-00124	10/22/12	2012102931	372.71	0.00	372.71
30561-00124	11/12/12	2012112508	1,256.00	0.00	1,256.00
30561-00125	05/15/12	2012051941	26,468.80	0.00	26,468.80
30561-00125	06/20/12	2012062541	11,240.11	0.00	11,240.11
30561-00125	07/30/12	2012071760	4,254.20	0.00	4,254.20
30561-00125	08/09/12	2012081564	5,717.20	0.00	5,717.20
30561-00125	09/17/12	2012092379	14,554.79	0.00	14,554.79
30561-00125	10/22/12	2012102931	15,892.34	0.00	15,892.34
30561-00125	11/12/12	2012112508	15,550.00	0.00	15,550.00
30561-00126	05/15/12	2012051941	4,059.50	0.00	4,059.50
30561-00126	06/20/12	2012062541	12,192.24	0.00	12,192.24
30561-00126	07/30/12	2012071760	5,078.51	0.00	5,078.51
30561-00126	08/09/12	2012081564	2,891.10	0.00	2,891.10
30561-00126	09/17/12	2012092379	5,268.86	0.00	5,268.86
30561-00126	10/22/12	2012102931	7,006.94	0.00	7,006.94
30561-00126	11/12/12	2012112508	34,592.00	0.00	34,592.00
30561-00127	05/15/12	2012051941	53,242.00	0.00	53,242.00
30561-00127	06/20/12	2012062541	91,887.36	0.00	91,887.36
30561-00127	07/30/12	2012071760	62,738.33	0.00	62,738.33
30561-00127	08/09/12	2012081564	76,789.10	0.00	76,789.10
30561-00127	09/17/12	2012092379	69,497.41	0.00	69,497.41
30561-00127	10/22/12	2012102931	58,728.75	0.00	58,728.75
30561-00127	11/12/12	2012112508	562,735.00	0.00	562,735.00
30561-00128	06/20/12	2012062541	7,926.07	0.00	7,926.07
30561-00128	07/30/12	2012071760	4,292.00	0.00	4,292.00
30561-00128	08/09/12	2012081564	9,399.80	0.00	9,399.80
30561-00128	09/17/12	2012092379	1,010.03	0.00	1,010.03
30561-00128	10/22/12	2012102931	2,684.90	0.00	2,684.90

<u>Matter</u>	<u>Invoice Date</u>	<u>Invoice No.</u>	<u>Services</u>	<u>Costs</u>	<u>Balance Due</u>
30561-00128	11/12/12	2012112508	85,245.50	0.00	85,245.50
30561-00129	10/22/12	2012102931	10,886.36	0.00	10,886.36
30561-00129	11/12/12	2012112508	7,236.50	0.00	<u>7,236.50</u>
PREVIOUS BALANCE DUE					<u>\$4,254,770.97</u>
TOTAL OUTSTANDING BALANCE DUE					<u>\$6,450,511.66</u>

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

ASSET ANALYSIS/RECOVER/AVOIDANCE ACTIONS
30561-00097

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	29.80	\$ 995.00	\$ 29,651.00
MICHAEL A. ROSENTHAL	1.70	1,045.0	1,776.50
MATTHEW K. KELSEY	8.30	785.00	6,515.50
KENNETH A. GLOWACKI	48.90	695.00	33,985.50
JOSHUA WEISSER	1.30	735.00	955.50
DOUGLAS G. LEVIN	15.10	515.00	7,776.50
ALAN MOSKOWITZ	0.80	620.00	496.00
MATTHEW G. BOUSLOG	56.90	395.00	22,475.50
ERIN E. KURINSKY	0.30	185.00	<u>55.50</u>

Total Services \$ 103,687.50

Total Services, Costs/Charges 103,687.50

BALANCE DUE \$ 103,687.50

ASSET ANALYSIS/RECOVER/AVOIDANCE ACTIONS
30561-00097

Detail Services:

11/01/12

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| 3.90 | MILLET, CRAIG H | ANALYZE PLACEMENT AVOIDANCE ISSUES AND FACTS AND EMAILS TO M. BOUSLOG RE SAME (.2.5); EMAILS TO COMPANY RE BACKGROUND FACTS AS TO TADHAMON PLACEMENT AND OBLIGATIONS OWED TO TADHAMON (.5); RESEARCH RE US JURISDICTION OVER TADHAMON THROUGH US MINIMUM CONTACTS (.9). |
| 0.70 | ROSENTHAL, MICHAEL A | TELEPHONE WITH C. MILLET REGARDING PLACEMENT AGREEMENT ISSUES (.2); REVIEW PLACEMENT AGREEMENTS RELATED TO TADHAMON (.4); EMAILS FROM L. HIRSH REGARDING PLACEMENT AGREEMENT ISSUES (.1). |
| 0.50 | KELSEY, MATTHEW K | COORDINATE WITH S. KOTARBA OF A&M AND K. GLOWACKI REGARDING AVOIDANCE ACTION ANALYSIS. |
| 1.10 | GLOWACKI, KENNETH A | REVIEW/ANALYZE A&M RESPONSES TO COMMITTEE REQUESTS AND EMAILS WITH S. KOTARBA AND M. KELSEY RE SAME (.7); EMAILS AND TELEPHONE CONFERENCES WITH J. WEISSER RE POST-PETITION EMPLOYEE PAYMENT ISSUE IN COMMITTEE RESPONSE (.4). |
| 0.50 | WEISSER, JOSHUA | CONFERENCE CALL WITH K. GLOWACKI REGARDING POTENTIAL AVOIDANCE ACTIONS (.4); FOLLOW UP REVIEW OF SOURCE DOCUMENTATION (.1). |
| 0.90 | BOUSLOG, MATTHEW G | REVIEW BAHRAINI BANK PLACEMENT DOCUMENTS (.3); EMAILS WITH C. MILLET RE SAME (.2); RESEARCH RE AUTOMATIC STAY AND BAHRAINI BANK SET OFFS (.1); DRAFT MEMO RE POTENTIAL CAUSES OF ACTION AGAINST BAHRAINI BANKS (.3). |
| 0.30 | KURINSKY, ERIN E | UNITED STATES LITIGATION SEARCH FOR TADHAMON CAPITAL, TADHAMON INTERNATIONAL ISLAMIC BANK FOR C. MILLET. |

11/02/12
0.30 MILLET, CRAIG H EMAILS RE BACKGROUND FACTS ON PLACEMENT ISSUES (.3).

5.50 GLOWACKI, KENNETH A AVOIDANCE ACTION CALL WITH S. KOTARBA, J. WEISSER AND M. KELSEY RE RESPONSE TO COMMITTEE'S POST-PETITION REQUESTS (.5); REVIEW REVISED SPREADSHEET RESPONSE TO POST-PETITION EMPLOYEE PAYMENT COMMITTEE REQUESTS AND EMAILS WITH S. KOTARBA RE SAME (.2); REVIEW/ANALYZE A&M SUMMARY OF LUSAIL TRANSACTION AND DEPOSIT AGREEMENT BETWEEN BANK AND AIHL (.9); EMAILS WITH A&M RE CONFIRMATION OF TIMING OF LUSAIL TRANSACTION (PAYMENT AND EXECUTION OF DEPOSIT AGREEMENT) AND PAYMENT OF SHAREHOLDER DRAWS FOR LAND ACQUISITION AS CONSIDERATION UNDER THE DEPOSIT AGREEMENT (.5); DRAFT/REVISE SUMMARY OF BACKGROUND FACTS, QUESTIONS PRESENTED AND OUTLINE OF NEW LUSAIL TRANSACTION MEMO AND EMAILS WITH D. LEVIN RE SAME (3.4).

0.10 LEVIN, DOUGLAS G CORRESPONDENCE WITH K. GLOWACKI RE RESEARCH NEEDED FOR MEMORANDUM CONCERNING AVOIDANCE ANALYSIS OF LUSAIL TRANSACTION, AND REVIEW DRAFT MEMORANDUM RE SAME (.1).

11/04/12
1.30 LEVIN, DOUGLAS G DRAFT MEMORANDUM RE ANALYSIS OF VIABILITY OF SAFE HARBOR DEFENSE CONCERNING 11 U.S.C. SECTION 546(E) TO CERTAIN TRANSFERS IN CONNECTION WITH OVERALL AVOIDANCE ANALYSIS (1.3).

11/05/12
2.90 GLOWACKI, KENNETH A DRAFT PREFERENCE SECTION OF LUSAIL TRANSACTION MEMO AND INCORPORATE RESEARCH RESULTS RE SAME (2.9).

0.30 LEVIN, DOUGLAS G TELEPHONE CONFERENCES WITH K. GLOWACKI RE AVOIDANCE ANALYSIS OF LUSAIL TRANSACTION AND MEMORANDUM RE SAME ISSUE (.3).

- 5.50 BOUSLOG, MATTHEW G RESEARCH RE ACTIONS IN VIOLATION OF AUTOMATIC STAY (.2); REVIEW BAHRAINI BANK INVESTMENT DOCUMENTS (.4); DRAFT MEMO RE POTENTIAL CAUSES OF ACTION AGAINST BAHRAINI BANKS (4.9).
- 11/06/12
0.70 KELSEY, MATTHEW K CORRESPONDENCE WITH MILBANK AND FTI REGARDING MEETING (.1); PREPARE FOR AND CALL WITH S. KOTARBA OF A&M AND K. GLOWACKI REGARDING AVOIDANCE ACTION AND ANALYSIS RELATING TO RECOVERIES UNDER THE PLAN (.5).
- 1.60 GLOWACKI, KENNETH A EMAILS AND OFFICE CONFERENCE WITH A&M AND M. KELSEY RE AVOIDANCE ACTION ANALYSIS (.5); CONTINUE DRAFTING TRANSFER/ANTECEDENT DEBT AND 547C DEFENSE SECTION OF LUSAIL TRANSACTION MEMO AND INCORPORATE RESEARCH RESULTS RE SAME (.9); EMAIL WITH C. MILLET RE STANDING QUESTIONS RE LUSAIL MEMO (.2).
- 5.10 LEVIN, DOUGLAS G TELEPHONE CONFERENCES WITH S. KOTARBA (A&M) AND OTHER A&M ASSOCIATE, M. KELSEY AND K. GLOWACKI RE ANALYSIS OF POTENTIAL AVOIDANCE ACTIONS AND VIABILITY OF DEFENSES THERETO (.5); TELEPHONE CONFERENCE WITH M. BOUSLOG RE AVOIDANCE ANALYSIS OF LUSAIL TRANSACTION (.3); TELEPHONE CONFERENCE WITH K. GLOWACKI RE SAME (.4); RESEARCH RE VARIOUS ISSUES RE ANALYSIS OF LUSAIL TRANSACTION, INCLUDING INTER-DEBTOR CLAIMS BROUGHT IN CONNECTION WITH SIMILAR TRANSACTIONS (3.0); DRAFT SUMMARY OF RESEARCH PERFORMED (.5); REVIEW AND COMMENT ON DRAFT MEMORANDUM CONTAINING ANALYSIS OF LUSAIL TRANSACTION (.4).
- 0.80 MOSKOWITZ, ALAN ATTEND CALL WITH COMMITTEE REGARDING AVOIDANCE ACTION ANALYSIS.
- 4.20 BOUSLOG, MATTHEW G TELEPHONE CONFERENCE WITH D. LEVIN RE POTENTIAL CONSTRUCTIVE TRUST ARGUMENTS RELATING TO DEPOSIT OF QRE FUNDS WITH ARCAPITA (.3); RESEARCH RE SAME (3.3); DRAFT MEMO RE SAME (.3); REVIEW DRAFT OF MEMO RE LUSAIL TRANSACTION (.2); EMAILS WITH D. LEVIN RE SAME (.1).

11/07/12

- 5.00 MILLET, CRAIG H ANALYZE ISSUES AND REVISE MEMO RE RECOVERY OF RECIPROCAL PLACEMENTS WITH BAHRAINI BANKS, EMAILS AND CONFERENCES WITH M. BOUSLOG RE SAME (2.7); EMAILS AND CONFERENCES RE LUSAIL ANALYSIS AND CLAIMS OF QRE VS. CLAIMS OF AIHL (1.9); EMAILS AND CONFERENCES WITH K. GLOWACKI RE QRE CLAIMS RE LUSAIL (.4).
- 0.40 KELSEY, MATTHEW K REVIEW UPDATED MATERIALS AND ANALYSES FOR COMMITTEE RELATING TO AVOIDANCE ACTIONS.
- 5.20 GLOWACKI, KENNETH A EMAILS AND OFFICE CONFERENCE WITH A&M AND M. KELSEY RE AVOIDANCE ACTION SPREADSHEETS (.2); CONTINUE DRAFTING 547 AND 548 SECTIONS OF LUSAIL TRANSACTION MEMO AND INCORPORATE CASE LAW RESEARCH RESULTS RE SAME. (3.6); REVIEW/ANALYZE LUSAIL AGREEMENTS AND EMAILS WITH C. MILLET RE STANDING ISSUES AND CHOICE OF LAW ISSUES (1.4).
- 1.90 LEVIN, DOUGLAS G ANALYSIS OF POTENTIAL AVOIDANCE ACTIONS IN CONNECTION WITH LUSAIL TRANSACTION, INCLUDING REVIEW OF UNDERLYING TRANSACTION DOCUMENTS (.7); TELEPHONE CONFERENCES WITH K. GLOWACKI RE SAME ISSUE (.7); EMAILS TO AND FROM C. MILLET, K. GLOWACKI AND M. BOUSLOG RE SAME ISSUE (.5).
- 7.80 BOUSLOG, MATTHEW G CONFERENCE WITH C. MILLET RE POTENTIAL CAUSES OF ACTION RE LUSAIL TRANSACTION AND POTENTIAL CAUSES OF ACTION AGAINST BAHRAIN BANKS (.4); REVIEW BAHRAINI BANK INVESTMENT DOCUMENTS (.1); REVISE MEMO RE POTENTIAL CAUSES OF ACTION AGAINST BAHRAINI BANKS (.1); REVIEW DRAFT OF MEMO ANALYZING POTENTIAL ACTIONS BASED ON DEPOSIT OF QRE FUNDS WITH ARCAPITA (.1); TELEPHONE CONFERENCE WITH K. GLOWACKI RE SAME (.5); RESEARCH RE POTENTIAL REMEDIES RE ACTION BASED ON DEPOSIT OF QRE FUNDS WITH ARCAPITA (3.0); TELEPHONE CONFERENCE WITH D. LEVIN RE SAME (.2); DRAFT MEMO RE SAME (3.1); EMAILS WITH K. GLOWACKI AND D. LEVIN RE SAME (.1); REVIEW QRE/ARCAPITA BANK LETTER AGREEMENT (.2).

11/08/12

6.90 MILLET, CRAIG H

REVISE MEMO ON RECOVERY OF RECIPROCAL PLACEMENTS WITH BAHRAINI BANKS, EMAILS AND CONFERENCES WITH M. BOUSLOG RE SAME AND ANALYZE MINIMUM CONTACTS OF BANKS (3.9); REVISE MEMO RE LUSAIL ANALYSIS AND CLAIMS OF QRE VS. CLAIMS OF AIHL AND MEET WITH K GLOWACKI RE SAME (2.8); EMAILS AND CONFERENCES WITH K. GLOWACKI RE QRE CLAIMS RE LUSAIL (.2).

1.50 KELSEY, MATTHEW K

COORDINATE WITH C. BABCOCK REGARDING STANDARD CHARTERED BANK PAYMENTS (.8); PREPARE FOR AND CALL WITH COMMITTEE REGARDING AVOIDANCE ACTION ANALYSIS (.7).

3.30 GLOWACKI, KENNETH A

TEAM MEETING WITH C. MILLET, D. LEVIN AND M. BOUSLOG RE LUSAIL ISSUES AND NEW DIRECTION FOR LUSAIL MEMO (.7); FINALIZE 547 AND 550 SECTIONS OF LUSAIL TRANSACTION MEMO FOR HOLDING PURPOSES AND START NEW VERSION ANALYZING GENERAL UNSECURED CLAIM, CONSTRUCTIVE TRUST, AND EXECUTOR CONTRACTS (.9); REVIEW LUSAIL MAY AND SEPTEMBER MOTIONS TO INCORPORATE FACTS INTO NEW MEMO (.3); REVIEW/REVISE AVOIDANCE SPREADSHEETS AND COMMENT THEREON TO S. KOTARBA AND M. KELSEY (.9); TEAM AVOIDANCE CALL WITH COMMITTEE (.5).

0.90 LEVIN, DOUGLAS G

CONFERENCE WITH C. MILLET, K. GLOWACKI AND M. BOUSLOG RE ANALYSIS OF POTENTIAL AVOIDANCE ACTIONS IN CONNECTION WITH LUSAIL TRANSACTION AND WORK PRODUCT NEEDED GOING FORWARD (.7); REVIEW ARCAPITA'S BANKRUPTCY SCHEDULES REFLECTING CLAIMS IN CONNECTION WITH LUSAIL (.2).

5.70 BOUSLOG, MATTHEW G

REVIEW BAHRAINI BANK INVESTMENT DOCUMENTS AND ACCOMPANYING EMAILS (.4); RESEARCH RE POTENTIAL CAUSES OF ACTION AGAINST BAHRAINI BANKS (.1); EMAILS WITH C. MILLET AND D. LEVIN RE SAME (.4); DRAFT MEMO RE SAME (3.5); CONFERENCE WITH C. MILLET RE SAME (.3); EMAILS WITH D. LEVIN AND K. GLOWACKI RE POTENTIAL ACTION BASED ON LUSAIL TRANSACTION (.1); CONFERENCE WITH C. MILLET, K. GLOWACKI AND D. LEVIN RE SAME (.7); DRAFT MEMO RE SAME (.2).

11/09/12

- 0.40 ROSENTHAL, MICHAEL A REVIEW AVOIDANCE CLAIM SUMMARY (.4).
- 1.50 KELSEY, MATTHEW K REVIEW CORRESPONDENCE FROM D. O'DONNELL REGARDING AVOIDANCE ACTIONS (.2); CONFERENCE WITH K. GLOWACKI AND S. KOTARBA REGARDING SAME (.3); DRAFT RESPONSE TO LETTER (.6); REVIEW MATERIALS TO BE DELIVERED TO THE COMMITTEE (.4).
- 2.40 GLOWACKI, KENNETH A REVIEW/REVISE HIGH LEVEL LUSAIL AND AVOIDANCE ACTION SUMMARIES AND EMAILS WITH M. KELSEY RE SAME (.3); ANALYSIS OF A&M EMAILS AND MAY LUSAIL MOTION FOR BACKGROUND FACTS TO BE INCORPORATED INTO NEW VERSION OF MEMO ANALYZING GENERAL UNSECURED CLAIM, CONSTRUCTIVE TRUST AND EXECUTOR CONTRACTS. (.8); EMAILS WITH D. O'DONNELL, M. KELSEY AND S. KOTARBA RE COMMITTEE'S RECENT AVOIDANCE REQUESTS (.4); DRAFT NEW VERSION OF LUSAIL MEMO TO INCORPORATE MAY MOTION FACTS AND A&M ANALYSIS (.9).
- 0.50 LEVIN, DOUGLAS G PREPARE AND SEND ANALYSIS OF POTENTIAL RECHARACTERIZATION OF LUSAIL TRANSACTION AND RELATED MATERIALS TO M. BOUSLOG (.5).
- 5.50 BOUSLOG, MATTHEW G DRAFT MEMO RE POTENTIAL CAUSES OF ACTION AGAINST BAHRAINI BANKS (3.2); EMAILS WITH C. MILLET RE SAME (.3); RESEARCH RE PREFERENCE LAW AND DEFENSES (.2); RESEARCH RE SERVING AND ENFORCING JUDGMENT AGAINST FOREIGN CORPORATION (1.8).

11/10/12

- 1.40 BOUSLOG, MATTHEW G EMAILS WITH D. GLOWACKI, M. KELSEY, A. MOSKOWITZ AND D. LEVIN RE EXTRATERRITORIALITY OF BANKRUPTCY LAW (.4); RESEARCH RE SAME (1).

11/11/12

- 0.60 ROSENTHAL, MICHAEL A REVIEW MAXWELL MEMO (.6).
- 0.50 KELSEY, MATTHEW K REVIEW DEAL SUMMARIES FOR AVOIDANCE ACTION ANALYSIS.

- 5.30 BOUSLOG, MATTHEW G EMAILS WITH K. GLOWACKI RE POTENTIAL CAUSES OF ACTION RE LUSAIL TRANSACTION (.2); RESEARCH RE EXCEPTIONS TO THE AUTOMATIC STAY (1.5); DRAFT MEMO RE SAME (3.4); EMAILS WITH C. MILLET RE SAME (.2).
- 11/12/12
0.60 KELSEY, MATTHEW K PREPARE FOR AND CALL WITH S. KOTARBA REGARDING AVOIDANCE ACTION ANALYSES AND ISSUES.
- 4.40 GLOWACKI, KENNETH A REVISE NEW LUSAIL MEMO TO INCORPORATE C. MILLET'S COMMENTS AND EMAILS WITH C. MILLET AND A&M RE SAME (2.6); CONFERENCE CALL WITH A&M IN ANTICIPATION OF HLZ CALL (.7); EMAILS WITH M. KELSEY AND S. KOTARBA RE COMMITTEE'S AVOIDANCE REQUESTS (.4); EMAILS WITH D. LEVIN AND M. BOUSLOG RE LUSAIL REVISIONS, ADDITIONAL CONSTRUCTIVE TRUST RESEARCH REQUIRED AND LUSAIL FACTS NEEDED (.7).
- 1.10 BOUSLOG, MATTHEW G EMAILS WITH C. MILLET, M. KELSEY AND J. GRAVES RE POTENTIAL CAUSES OF ACTION AGAINST BAHRAINI BANKS (.1); RESEARCH RE CONSTRUCTIVE TRUST LAW (.5); EMAILS WITH C. MILLET, K. GLOWACKI AND D. LEVIN RE LUSAIL TRANSACTION (.3); REVIEW C. MILLET'S REVISIONS TO MEMO RE SAME (.2).
- 11/13/12
0.20 KELSEY, MATTHEW K CORRESPONDENCE WITH S. KOTARBA REGARDING AVOIDANCE ACTION ANALYSES.
- 4.90 GLOWACKI, KENNETH A RESEARCH/ANALYSIS RE CONSTRUCTIVE TRUST CASE LAW AND BRIEFS, 544 AVOIDANCE CASES, 541 PROPERTY OF ESTATE CASES AND CIRCUIT SPLIT BETWEEN 9TH AND 2ND (1.2); REVIEW M. BOUSLOG'S REVISIONS TO LUSAIL MEMO AND EMAILS WITH M. BOUSLOG RE ADDITIONAL CONSTRUCTIVE TRUST RESEARCH REQUIRED (.9); REVIEW LUSAIL TRANSACTIONAL, FORMATION, AND ORGANIZATIONAL DOCUMENTS ON L DRIVE RE C. MILLET'S REVISIONS TO LUSAIL MEMO AND EMAILS WITH A. DOSHI, A&M AND C. MILLET RE SAME (1.7); REVIEW/ANALYSIS OF DOVER ARC DEMAND LETTER AND TELEPHONE CONFERENCES WITH D. LEVIN RE SAME (.7); REVISE NEW LUSAIL MEMO TO INCORPORATE M. BOUSLOG'S REVISIONS (.4).

- 0.80 LEVIN, DOUGLAS G EMAILS TO AND FROM C. MILLET, K. GLOWACKI AND M. BOUSLOG RE FREIGHTLINER LITIGATION DEMAND LETTER FROM DEBEVOISE AND STRATEGY RE RESPONDING TO SAME, AND REVIEW LITIGATION DEMAND LETTER (.3); TELEPHONE CONFERENCE WITH K. GLOWACKI RE SAME ISSUES (.5).
- 6.00 BOUSLOG, MATTHEW G EMAILS WITH C. MILLET RE POTENTIAL CAUSES OF ACTION AGAINST BAHRAINI BANKS (.1); ANALYZE EMAILS AND LETTER RE DOVER ARC CONSTRUCTIVE TRUST CLAIM (.2); EMAILS WITH C. MILLET, K. GLOWACKI AND D. LEVIN RE SAME (.1); EMAILS WITH K. GLOWACKI RE LUSAIL TRANSACTION (.3); RESEARCH RE CONSTRUCTIVE TRUST LAW (2.7); DRAFT MEMO RE SAME (2.6).
- 11/14/12
0.70 KELSEY, MATTHEW K PREPARE FOR AND MEET WITH H. THOMPSON AND M. CHOWDRY REGARDING AVOIDANCE ACTION ANALYSIS.
- 6.30 GLOWACKI, KENNETH A RESEARCH/ANALYSIS RE CONSTRUCTIVE/RESULTING TRUST CASE LAW AND EMAILS WITH M. BOUSLOG RE SAME IN CONNECTION WITH RAILINVEST LETTER RESPONSE (.9); REVISE FACT SECTION OF LUSAIL MEMO RE EMAILS WITH A&M (.7); TELEPHONE CONFERENCES AND EMAILS WITH A. DOSHI RE BACKGROUND AND CAPITALIZATION OF QRE (.3); DRAFT/REVISE RESPONSE TO RAILINVEST DEMAND LETTER, INCORPORATE CASE LAW RE SAME (3.9); TEAM CALL WITH C. MILLET, M. BOUSLOG AND D. LEVIN RE RAILINVEST RESPONSE STRATEGY AND STATUS OF PLAN NEGOTIATIONS (.5).
- 0.50 LEVIN, DOUGLAS G TELEPHONE CONFERENCE WITH C. MILLET, K. GLOWACKI AND M. BOUSLOG RE FREIGHTLINER LITIGATION DEMAND LETTER FROM DEBEVOISE AND STRATEGY RE RESPONDING TO SAME (.5).

- 5.20 BOUSLOG, MATTHEW G EMAILS WITH C. MILLET RE BAHRAIN BANK PLACEMENTS (.1); REVIEW CORRESPONDENCE FROM BAHRAIN BANK COUNSEL (.1); REVISE MEMO RE POTENTIAL ACTION AGAINST BAHRAIN BANKS (.6); TELEPHONE CONFERENCE WITH C. MILLET, K. GLOWACKI AND D. LEVIN RE DOVER ARC CLAIM (.6); ANALYZE DOVER ARC'S CLAIM (.5); RESEARCH RE PROPERTY OF BANKRUPTCY ESTATE (1.0); RESEARCH RE RESULTING AND CONSTRUCTIVE TRUST LAW (.7); TELEPHONE CONFERENCE AND EMAILS WITH K. GLOWACKI RE SAME (.4); DRAFT MEMO RE DOVER ARC'S CLAIM (.9); REVIEW AND REVISE LETTER TO DOVER ARC'S COUNSEL (.3).
- 11/15/12
0.60 KELSEY, MATTHEW K COORDINATE WITH S. KOTARBA REGARDING AVOIDANCE ACTION ANALYSIS.
- 6.90 GLOWACKI, KENNETH A RESEARCH/ANALYSIS RE EXECUTORY CONTRACT, GENERAL UNSECURED CLAIMS AND CASE LAW RE SAME FOR LUSAIL MOTION (2.2); DRAFT/REVISE/FINALIZE LUSAIL MEMO EXECUTORY CONTRACT, CONSTRUCTIVE TRUST AND GENERAL UNSECURED CLAIM SECTIONS AND EMAILS WITH J. GRAVES RE SAME (3.8); REVISE RESPONSE TO RAILINVEST DEMAND, INCORPORATE C. MILLET'S REVISIONS THEREIN, AND EMAILS WITH C. MILLET RE SAME (.9).
- 3.10 BOUSLOG, MATTHEW G RESEARCH RE PROPERTY OF BANKRUPTCY ESTATE (1.5); DRAFT MEMO RE SAME (1.0); RESEARCH RE TRUST LAW (.5); REVIEW LIQUIDATION ANALYSIS (.1).
- 11/16/12
0.60 KELSEY, MATTHEW K REVIEW CORRESPONDENCE WITH D. O'DONNELL REGARDING AVOIDANCE ACTION ANALYSIS (.1); COORDINATE WITH S. KOTARBA REGARDING ISSUES RELATING TO INVOICE-LEVEL DOCUMENT PRODUCTION (.5).
- 1.20 GLOWACKI, KENNETH A EMAILS AND OFFICE CONFERENCES WITH M. BOUSLOG RE DECLARATORY RELIEF COMPLAINT AND FOLLOW UP WITH SAMPLE COMPLAINT FORMS (.8); EMAILS WITH S. KOTARBA, D. O'DONNELL AND M. KELSEY RE MAXWELL ANALYSIS (.4).

0.80 BOUSLOG, MATTHEW G EMAILS WITH C. MILLET RE BANK PLACEMENT
DISPUTE (.1); DRAFT MEMO RE BANKRUPTCY ESTATE
PROPERTY (.6); EMAILS WITH K. GLOWACKI RE SAME
(.1).

11/19/12
2.30 MILLET, CRAIG H PARTICIPATE IN CALL RE SALE OF JV INTEREST IN
SUNRISE UK AND EMAILS RE ORGANIZATION
STRUCTURE AND OTHER FOLLOW UP (2.3).

0.90 GLOWACKI, KENNETH A EMAILS AND OFFICE CONFERENCES WITH M.
BOUSLOG RE DEPOSIT/PROPERTY OF THE ESTATE
CASE LAW/ANALYSIS AND SAMPLE COMPLAINT
FORMS (.4); REVISE LUSAIL MEMO RE M. BOUSLOG'S
DEPOSIT/PROPERTY OF THE ESTATE CASES AND
ANALYSIS (.5).

1.60 BOUSLOG, MATTHEW G EMAIL AND CALL WITH A. MOSKOWITZ RE LUSAIL
TRANSACTION (.1); RESEARCH RE PROPERTY OF THE
ESTATE (.2); EMAILS WITH K. GLOWACKI RE SAME (.1);
DRAFT MEMO RE SAME (1.2).

11/20/12
0.30 MILLET, CRAIG H CONFERENCE WITH M. BOUSLOG RE PREPARATION
OF MOTION RE SALE OF JV INTEREST IN SUNRISE UK
AND EMAILS RE ORGANIZATION STRUCTURE.

0.30 GLOWACKI, KENNETH A ANALYSIS OF DOVE ARC EMAIL SUMMARY AND
EMAILS WITH C. MILLET RE SAME.

11/21/12
0.90 MILLET, CRAIG H CONFERENCE WITH A. LEBLANC AND E. FLECK RE
FOREIGN BANK RECIPROCAL PLACEMENTS AND
RELATED EMAILS (.7); EMAILS RE PREPARATION OF
SUMMARY OF FACTS ON PLACEMENTS FOR
COMMITTEE (.2).

0.30 GLOWACKI, KENNETH A EMAILS WITH C. MILLET AND ANALYSIS RE
CONSOLIDATED COMPANY ISSUES LIST.

1.10 LEVIN, DOUGLAS G DRAFT AND EDIT MEMORANDUM CONCERNING
VIABILITY OF SAFE HARBOR DEFENSE OF 11 U.S.C.
SEC. 546(E) TO [REDACTED]

1.60 BOUSLOG, MATTHEW G REVIEW BANK PLACEMENT DOCUMENTS AND RELATED DOCUMENTS (.1); EMAILS WITH C. MILLET RE SAME (.1); DRAFT MEMO RE SUMMARY OF BANK PLACEMENT TRANSACTIONS (1.4).

11/26/12
1.10 BOUSLOG, MATTHEW G CONFERENCE WITH C. MILLET RE BANK PLACEMENT ISSUES (.1); DRAFT LIST OF DOCUMENTS NEEDED RE BANK PLACEMENTS AND RELATED TRANSACTIONS (.2); DRAFT MEMO RE SUMMARY OF BANK PLACEMENT TRANSACTIONS (.3); EMAILS WITH C. MILLET RE SAME (.1); REVIEW DOCUMENTS RELATED TO BANK PLACEMENTS (.4).

11/27/12
0.20 MILLET, CRAIG H EMAILS RE ██████████ TRANSACTION.

0.50 KELSEY, MATTHEW K ATTENTION TO AVOIDANCE ACTION ANALYSES.

1.00 GLOWACKI, KENNETH A EMAILS WITH C. MILLET RE LUSAIL'S ME ENTITIES AND ORG CHART RE SAME (.3); EMAILS AND TELEPHONE CONFERENCES WITH J. WEISSER RE LUSAIL'S ME ENTITIES AND ORG CHART RE SAME (.5); EMAILS WITH D. LEVIN RE 546(E) MEMO ISSUES (.2).

0.30 WEISSER, JOSHUA ANALYSIS OF LUSAIL ISSUES.

1.50 LEVIN, DOUGLAS G DRAFT MEMORANDUM REGARDING VIABILITY OF SAFE HARBOR DEFENSE OF 11 U.S.C. SEC. 546(E) TO CERTAIN TRANSFERS MADE BY THE DEBTORS (1.5).

11/28/12
1.20 MILLET, CRAIG H ANALYZE INFORMATION RECEIVED RE ME VENTURES I AND II AND FOLLOW UP EMAILS.

2.40 MILLET, CRAIG H DRAFT CORRESPONDENCE TO COMMITTEE RESPONDING TO QUESTIONS POSED AS TO LUSAIL STRUCTURE.

0.40 MILLET, CRAIG H PARTICIPATE IN CONFERENCE CALL WITH ARNOLD & PORTER RE SUNRISE SALE AND APPROVAL MOTION AND FOLLOW UP CALLS AND EMAILS.

1.60	MILLET, CRAIG H	REVISE SUNRISE SALE APPROVAL MOTION AND RELATED EMAILS TO ARNOLD & PORTER.
0.30	MILLET, CRAIG H	REVISE SUNRISE SALE ORDER AND RELATED EMAILS.
0.40	MILLET, CRAIG H	EMAILS AND CONFERENCES RE STRUCTURE OF A M CASEY DECLARATION IN SUPPORT OF SUNRISE SALE MOTION.
0.60	MILLET, CRAIG H	ANALYZE ASSISTED LIVING ORG STRUCTURE AND EMAILS RE SAME.
0.10	MILLET, CRAIG H	EMAIL RE TADHAMON PLACEMENT AND RECOVERY OF EXCESS FUNDS.
0.20	GLOWACKI, KENNETH A	EMAILS WITH C. MILLET RE SUMMARY OF CALL WITH A. DOSHI RE LUSAIL'S ME ENTITIES.
1.10	LEVIN, DOUGLAS G	DRAFT MEMORANDUM REGARDING VIABILITY OF SAFE HARBOR DEFENSE OF 11 U.S.C. SEC. 546(E) TO CERTAIN TRANSFERS MADE BY THE DEBTORS (1.1).
11/29/12		
2.50	MILLET, CRAIG H	DRAFT, REVISE AND ISSUE LETTER TO N. KAMPHAUS RE LUSAIL ISSUES AND ME VENTURES AND RELATED EMAILS.
0.30	GLOWACKI, KENNETH A	EMAILS WITH C. MILLET RE LETTER RE LUSAIL'S ME ENTITIES.
0.10	BOUSLOG, MATTHEW G	REVIEW LETTER FROM C. MILLET TO COMMITTEE RE LUSAIL AND QRE OWNERSHIP.
11/30/12		
0.50	MILLET, CRAIG H	ANALYZE AND OUTLINE RESPONSE TO P. CORR LUSAIL ANALYSIS.
0.20	GLOWACKI, KENNETH A	OFFICE CONFERENCE WITH D. LEVIN RE LUSAIL ISSUES.

0.50 WEISSER, JOSHUA

REVISIONS TO STANDARD CHARTERED BANK
AMENDMENT TO FINANCING DOCUMENT.

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

ASSET DISPOSITION/SALE ISSUES
30561-00098

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	8.90	\$ 995.00	\$ <u>8,855.50</u>
Total Services			\$ 8,855.50
Total Services, Costs/Charges			8,855.50
BALANCE DUE			<u>\$ 8,855.50</u>

ASSET DISPOSITION/SALE ISSUES
30561-00098

Detail Services:

11/29/12

4.40 MILLET, CRAIG H

MULTIPLE EMAILS RE ORG STRUCTURE AND DEAL TERMS (.8); REVIEW COMMENTS FROM ARNOLD & PORTER AND REVISE SUNRISE SALE APPROVAL MOTION AND M. CASEY DECLARATION AND CONFIRM TO A&M PPT; RELATED EMAILS AND CALLS WITH M. BOULSOG AND C. MALLOY (3.1); EMAILS AND CALL WITH J. SPANO RE [REDACTED] DISTRIBUTION (.5).

11/30/12

4.50 MILLET, CRAIG H

REVISE M. CASEY DECLARATION AND EMAILS RE SAME IN SUPPORT OF SUNRISE SALE (1.4); REVISE SUNRISE SALE APPROVAL MOTION AND EMAILS RE SAME (1.1); REVISE SUNRISE ORDER (.3); CONFERENCE WITH C. MALLOY AND M. THOMPSON AND EMAILS WITH M. KVARDA AND M. CASEY RE TERMS OF SUNRISE SALE, PSA AND REVIEW AND COMMENT ON TERMS SUMMARY (.8); MULTIPLE CONFERENCES AND EMAILS RE SUNRISE SALE AND MOTION TO APPROVE INCLUDING COMMITTEE SUPPORT (.9).

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

AUTOMATIC STAY
30561-00099

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	0.60	\$1,045.0	\$ 627.00
MATTHEW G. BOUSLOG	1.00	395.00	<u>395.00</u>

Total Services \$ 1,022.00

Total Services, Costs/Charges 1,022.00

BALANCE DUE \$ 1,022.00

AUTOMATIC STAY
30561-00099

Detail Services:

11/02/12			
1.00	BOUSLOG, MATTHEW G	RESEARCH RE AUTOMATIC STAY AND BAHRAINI BANK SET OFFS.	
11/20/12			
0.60	ROSENTHAL, MICHAEL A	REVIEW PROPOSED RESPONSE TO HANI MOTION TO DISMISS (.6).	

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

BUSINESS OPERATIONS
30561-00100

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MATTHEW K. KELSEY	0.90	\$ 785.00	\$ 706.50
AYESHA CHATTERJEE	4.30	475.00	<u>2,042.50</u>
Total Services			\$ 2,749.00

Total Services, Costs/Charges 2,749.00

BALANCE DUE \$ 2,749.00

BUSINESS OPERATIONS
30561-00100

Detail Services:

11/12/12	0.20	CHATTERJEE, AYESHA	DISCUSS DEADLINE FOR FILING OF MONTHLY OPERATING REPORTS WITH M. WOLFE, J. WEISSER AND J. MAKUCH.
11/15/12	0.40	KELSEY, MATTHEW K	CORRESPONDENCE WITH A. KIM OF ARCAPITA REGARDING [REDACTED] AND [REDACTED]
	1.70	CHATTERJEE, AYESHA	REVIEW AND COMMENT UPON DRAFT MONTHLY OPERATING REPORTS WITH K. GERBER AND J. WEISSER.
11/16/12	2.00	CHATTERJEE, AYESHA	REVIEW, REVISE AND DISCUSS MONTHLY OPERATING REPORTS WITH J. WEISSER, K. GERBER AND J. MAKUCH.
11/19/12	0.50	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE RELATING TO TAX ISSUES IN FOREIGN JURISDICTIONS.
	0.40	CHATTERJEE, AYESHA	REVIEW REVISED MONTHLY OPERATING REPORT FROM K. GERBER AND DISCUSS WITH J. WEISSER.

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

CASE ADMINISTRATION
30561-00101

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	9.20	\$ 995.00	\$ 9,154.00
MICHAEL A. ROSENTHAL	0.20	1,045.0	209.00
STEVEN P. BUFFONE	2.40	1,045.0	2,508.00
JEFFREY TRINKLEIN	2.50	1,025.0	2,562.50
MATTHEW K. KELSEY	0.50	785.00	392.50
JOSHUA WEISSER	2.30	735.00	1,690.50
BRIAN J. KIM	1.50	620.00	930.00
DUKE K. AMPONSAH	79.00	350.00	27,650.00
MORGAN WOLFE	58.70	255.00	<u>14,968.50</u>

Total Services \$ 60,065.00

Total Services, Costs/Charges 60,065.00

BALANCE DUE \$ 60,065.00

CASE ADMINISTRATION
30561-00101

Detail Services:

08/23/12	2.90	AMPONSAH, DUKE K	REVIEW WIP (WORK IN PROGRESS) CHART (.3); REVIEW CASE CALENDAR (.3); ORDER AUGUST 1, 2012 HEARING TRANSCRIPT (.3); REVIEW ELECTRONIC CALENDAR INVITES (.2); DISCUSS TRANSITION ITEMS WITH J. CONTRERAS (1.8).
08/24/12	4.60	AMPONSAH, DUKE K	PREPARE DRAFT OF SEPTEMBER 5, 2012 AGENDA LETTER (3.3); BEGIN DOWNLOADING RELEVANT DOCUMENTS TO THE SHARED DRIVE IN ORDER TO PREPARE BINDERS (1.3).
08/27/12	5.10	AMPONSAH, DUKE K	ASSIST WITH THE FILING OF THE AMENDED OCP NOTICE AND THE AFFIDAVIT AND DISCLOSURE STATEMENT OF FARID HASSANI (.4); REVISE DRAFT OF SEPTEMBER 5, 2012 AGENDA LETTER (1.3); CONTINUE DOWNLOADING RELEVANT DOCUMENTS TO THE SHARED DRIVE IN ORDER TO PREPARE BINDERS (1.3); RESEARCH SDNY DOCKETS FOR EXAMPLES OF SECOND REQUESTS TO EXTEND EXCLUSIVITY (1.0); REVIEW WIP (WORK IN PROGRESS) CHART (.4); REVIEW CASE CALENDAR (.7).
08/28/12	2.90	AMPONSAH, DUKE K	PREPARE AND FILE NOTICE OF OCP PAYMENTS (.5); REVISE DRAFT OF SEPTEMBER 5, 2012 AGENDA LETTER (.8); CONTINUE DOWNLOADING RELEVANT DOCUMENTS TO THE SHARED DRIVE IN ORDER TO PREPARE BINDERS (1.1); COORDINATE COURT CALL FOR CLIENT (.5).

08/29/12

7.10 AMPONSAH, DUKE K

PREPARE DRAFT OF NOTICE OF HEARING FOR MOTION RE: APPROVING EXPENSE REIMBURSEMENT AND RELATED EX PARTE MOTION FOR SHORT NOTICE(1.7); TELEPHONE CONFERENCE WITH A. MOSKOWITZ RE: SAME(.5); PREPARE AND FILE MOTION RE APPROVING EXPENSE REIMBURSEMENT AND RELATED EX PARTE MOTION FOR SHORT NOTICE(1.8); TELEPHONE CONFERENCE WITH A. MOSKOWITZ RE: SAME(.2); REVISE DRAFT OF SEPTEMBER 5, 2012 AGENDA LETTER(.9); DISTRIBUTE TO TEAM FOR REVIEW(.3); CONTINUE DOWNLOADING RELEVANT DOCUMENTS TO THE SHARED DRIVE IN ORDER TO PREPARE BINDERS(1.2); COORDINATE COURT CALL FOR CLIENT(.5).

08/30/12

3.80 AMPONSAH, DUKE K

REVISE DRAFT OF SEPTEMBER 5, 2012 AGENDA LETTER (1.0); DISTRIBUTE TO TEAM FOR REVIEW (.3); CONTINUE DOWNLOADING RELEVANT DOCUMENTS TO THE SHARED DRIVE IN ORDER TO PREPARE BINDERS (1.1); ATTEND TEAM MEETING (1.4).

08/31/12

4.10 AMPONSAH, DUKE K

REVISE DRAFT OF SEPTEMBER 5, 2012 AGENDA LETTER (1.5); PREPARE AND FILE SEPTEMBER 5, 2012 AGENDA LETTER (.4); CONFERENCE WITH J. WEISSER RE: SAME (.3); PREPARE CHAMBERS AND US TRUSTEE BINDERS (1.4); MONITOR DOCKET FOR EXPENSE REIMBURSEMENT ORDER (.5).

11/01/12

0.50 MILLET, CRAIG H

EMAILS RE ASSIGNMENTS, WIP AND STATUS (.5).

4.80 AMPONSAH, DUKE K

MONITOR DOCKET FOR NEW DOCKET ENTRIES (1.2); REVIEW CALENDAR AND UPDATE IF NECESSARY (.5); PREPARE AND FILE NOV. 5, 2012 AGENDA LETTER (1.5); PREPARE AND FILE COMMITMENT LETTER MOTION SUPPLEMENT (1.6).

4.00 WOLFE, MORGAN

UPDATE TEAM CALENDAR RE NOVEMBER 2 DEADLINE FOR COMMITTEE TO OBJECT TO SECOND TRANCHE OF AGUD FUNDING AND CIRCULATE SAME TO ARCAPITA TEAM(1.3); DRAFT NOTICE OF AGENDA FOR 11-5-2012 HEARING RE COMMITMENT LETTER HEARING AND EMAILS WITH J. WEISSER AND D. AMPONSAH RE SAME (2.7).

11/02/12
0.20 TRINKLEIN, JEFFREY CALL REGARDING STAND ALONE PLAN WITH J. O'GRADY, S. BUFFONE.

4.80 AMPONSAH, DUKE K COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.5); EMAILS WITH TEAM RE: SAME (.3); PREPARE FOR SUBMISSION TO CHAMBERS RE: COMMITMENT LETTER MOTION SUPPLEMENT (1.6); PREPARE HEARING BINDERS FOR UST AND COURT (1.5); UPDATE AND INDEX DOCKETED FILES (.9);

4.00 WOLFE, MORGAN EMAILS AND CORRESPONDENCE WITH D. AMPONSAH RE 11-5-2012 COMMITMENT LETTER HEARING AND NECESSARY PREPARATIONS (1.6); REVIEW EMAILS WITH D. AMPONSAH AND C. MILLET RE MATTERS GOING FORWARD ON 11-15-2012 HEARING (.4); UPDATE CLIENT CALENDAR AND TEAM CRITICAL DATES CALENDAR WITH REVISED HEARING DATES AND CIRCULATE TO TEAM(1.4); CALLS TO THE COURT AND UST RE CONFIRMATION OF OFFICE CLOSURES (.6).

11/03/12
1.20 BUFFONE, STEVEN P REVIEW COMMITMENT LETTER MOTION, SDNY ORDER RELATING TO FILING DEADLINE, AS RECEIVED FROM J. GRAVES.

11/05/12
0.30 BUFFONE, STEVEN P EMAILS WITH C. MILLET.

2.30 TRINKLEIN, JEFFREY DISCUSS REVISED TRANSACTION STRUCTURE WITH M. ROSENTHAL, CONSEQUENCES TO SYNDICATION COMPANIES (.8); CONFERENCE CALL WITH CAYMAN COUNSEL TO DISCUSS PLAN APPROVAL (1.5).

0.50 KIM, BRIAN J REVIEW AND REVISE AGENDA RE: NOV. 7 HEARING ON REVISED FORTRESS COMMITMENT LETTER.

2.90 AMPONSAH, DUKE K COORDINATE COURT CALL FOR THE CLIENT (.4); PREPARE DRAFT OF NOTICE OF ADJOURNMENT (.6); PREPARE AND FILE SAME (.5); PREPARE DRAFT OF NOTICE OF AGENDA(.6); PREPARE AND FILE RE: SAME (.5); EMAILS WITH B. KIM RE: SAME (.3)

3.00 WOLFE, MORGAN CALL EXECUTIVE TRANSPORTATION TO CONFIRM CAR SERVICE RESERVATIONS FOR 11-5-2012 HEARING IN WHITE PLAINS (.2); CORRESPONDENCE WITH D. AMPONSAH RE HEARING PREPARATION (.4); EMAILS AND CORRESPONDENCE WITH ARCAPITA TEAM RE STATUS OF HEARING AND POSSIBILITY OF ADJOURNING (.6); UPDATE CALENDAR PURSUANT TO ADJOURNMENT OF HEARING (.8); CALLS TO EXECUTIVE TRANSPORTATION TO CANCEL RESERVATIONS PURSUANT TO ADJOURNMENT OF HEARING (.2); EMAILS RE FILING AND NECESSARY REVISIONS OF AMENDED AGENDA OF HEARING (.3); ELECTRONICALLY FILE AND COORDINATE SERVICE OF ROTHSCHILD SECOND MONTHLY FEE STATEMENT (.5).

11/06/12
2.80 AMPONSAH, DUKE K HEARING PREPARATION (HEARING BINDERS, COPY ORDERS ON DISKS, PREPARE HARD COPIES OF BLACKLINE ORDERS).

3.00 WOLFE, MORGAN CALL AND CORRESPONDENCE WITH J. WEISSER AND D. AMPONSAH RE 11-7-2012 COMMITMENT LETTER HEARING AND PREPARATIONS (.4); COORDINATE CAR SERVICE RESERVATIONS TO AND FROM THE WHITE PLAINS COURTHOUSE FOR 11-7-2012 HEARING AND CIRCULATE CALENDAR INVITE OF SAME TO TEAM MEMBERS ATTENDING THE HEARING (.8); EMAILS RE CONFIRMATION OF CAR SERVICES WITH M. FUENTES (.2); CALLS AND EMAILS WITH D. LEVIN RE WHETHER OR NOT COURT IS CLOSED ON THE DAY FOLLOWING THANKSGIVING (.6); EMAILS WITH D. LEVIN RE LOCATING A COPY OF A PREVIOUSLY CREATED PARTIES IN INTEREST LIST (.5); MEETING WITH D. AMPONSAH, B. KIM, AND J. WEISSER RE 11-7-2012 COMMITMENT LETTER HEARING AND LAST MINUTE PREPARATION MEASURES (.5).

11/07/12
1.60 MILLET, CRAIG H PARTICIPATE IN WEEKLY ROTHS UPDATE CALL WITH PROFESSIONALS AND THE COMPANY (.5); ACCUMULATE DATA AND CONFERENCES AND EMAILS WITH M. KELSEY RE ISSUE TO RESOLVE IN CONNECTION WITH PLAN PREPARATION AND MEMO RE SAME (1.1).

0.50 KELSEY, MATTHEW K UPDATE WORKS IN PROGRESS CHART AND CASE CALENDAR.

0.80 KIM, BRIAN J PREPARE FOR NOV. 7 HEARING RE: REVISED
FORTRESS COMMITMENT LETTER.

1.40 AMPONSAH, DUKE K HEARING PREPARATION (HEARING BINDERS, COPY
ORDERS ON DISKS, PREPARE HARD COPIES OF
BLACKLINE ORDERS)

6.80 WOLFE, MORGAN CALL TO DIALCAR TO CONFIRM RESERVATIONS FOR
HEARING (.5); LAST MINUTE CORRESPONDENCE
WITH TEAM RE HEARING PREPARATIONS (.8); TRAVEL
TO AND ATTEND COMMITMENT LETTER HEARING IN
WHITE PLAINS (5.5).

11/08/12
1.00 WOLFE, MORGAN REVIEW UPDATES TO ARCAPITA DOCKET FOR ANY
IMPORTANT FILINGS.

11/09/12
2.40 WOLFE, MORGAN EMAILS WITH A. CHATTERJEE RE CALENDAR DATES
AND CONFIRMATION OF TIMES AND DATES OF
FUTURE OMNIBUS HEARINGS (.4); UPDATE
CALENDAR PURSUANT TO CALL FROM CHAMBERS
RE SETTING A DATE FOR THE INTERIM DIP HEARING,
CIRCULATE SAME TO TEAM (2.0).

11/12/12
5.30 WOLFE, MORGAN EMAIL FROM AND TO J. WEISSER RE LOCATING
CONTACT INFORMATION FOR ONE PROFESSIONAL
ON GDC WORKING GROUP LIST (.2); EMAILS AND
CORRESPONDENCE WITH M. KELSEY, K.
MARTORANA, AND A. CHATTERJEE RE ARCAPITA
PLAN MEETING SCHEDULED FOR 11/13 (.5);
PREPARATION FOR SAME, INCLUDING
CORRESPONDENCE WITH COPY CENTER TO MAKE
COPIES OF PLAN MEETING DOCUMENTS AND
COORDINATE VISITOR SECURITY WITH RECEPTION
(3.4); EMAILS WITH A. CHATTERJEE RE REMINDING
A&M ABOUT THE RULE CHANGES RE MOR
DEADLINES (.4); CORRESPONDENCE WITH M. KELSEY
RE CORRECTIONS TO BE MADE TO PLAN MEETING
AGENDA FOR 11/13 MEETING (.3); MAKE FOLLOW UP
CORRECTIONS TO AND EMAILS RE SAME (.5).

11/13/12
0.90 MILLET, CRAIG H EMAILS AND CONFERENCES RE STRATEGY, PLAN
PREPARATION AND WIP (.9).

- 5.10 AMPONSAH, DUKE K LOCATE AND SEND A COPY OF HANI ALSOHAIBI'S MOTION TO DISMISS TO C. MILLET (.4); PREPARE DRAFT OF NOTICE OF ADJOURNMENTS OF STATUS CONFERENCES (.7); PREPARE DRAFT OF NOVEMBER 15, 2012 AGENDA LETTER (1.1); PREPARE AND FILE RE: SAME (.4); PREPARE DRAFT NOTICE OF FILING OF INTERIM BUDGET (.6); COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.5); PREPARE HEARING BINDERS FOR UST AND COURT (.8); UPDATE AND INDEX DOCKETED FILES (.6).
- 5.70 WOLFE, MORGAN CALLS AND EMAILS WITH D. LEVIN AND CHAMBERS RE DECEMBER OMNIBUS DATE AND HEARING OF ALL PROFESSIONALS' FEE APPLICATIONS (.8); ELECTRONICALLY FILE EIGHTH MONTHLY FEE STATEMENT OF TROWERS & HAMLINS AND COORDINATE SERVICE WITH GCG (1.1); MAKE COPIES OF UPDATED PLAN MEETING DOCUMENTS AND DELIVER TO K. MARTORANA AT PLAN MEETING (.5); CORRESPONDENCE WITH M. KELSEY, C. MILLET, AND K. MARTORANA RE LAST MINUTE PLAN MEETING PREPARATIONS (.9); REVIEW EMAILS FROM D. AMPONSAH AND A. CHATTERJEE RE STATUS OF BUDGET (.8); CREATE INDEX FOR PLEADINGS TO BE HEARD ON 11/15 HEARING DATE (.8); COMPILE HEARING DOCUMENTS AND COORDINATE PRINTING WITH COPY CENTER FOR 11/15 HEARING (1.2).
- 11/14/12
0.70 MILLET, CRAIG H MULTIPLE CONFERENCES RE PLAN PREPARATION, ISSUE ASSIGNMENTS AND STRATEGY (.7).
- 4.70 AMPONSAH, DUKE K HEARING PREPARATION (HEARING BINDERS, COPY ORDERS ON DISKS, PREPARE HARD COPIES OF BLACKLINE ORDERS)(3.1); PREPARE DRAFT AND FILE AMENDED AGENDA LETTER (1.2); COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.4).
- 2.90 WOLFE, MORGAN UPDATE CALENDAR TO REFLECT NEW DECEMBER 18 OMNIBUS HEARING DATE AND CIRCULATE TO TEAM (.8); UPDATE CRITICAL DATES AND CLIENT CALENDAR TO REFLECT SAME (.5); ELECTRONICALLY FILE EIGHTH MONTHLY FEE STATEMENT OF TROWERS & HAMLINS AND COORDINATE SERVICE WITH GCG (.7); EMAILS AND CORRESPONDENCE WITH D. AMPONSAH AND J. WEISSER RE HEARING PREPARATION (.7); FOLLOW UP EMAILS WITH MAIL ROOM RE SAME (.2).

11/15/12

0.80 MILLET, CRAIG H MEET WITH J. WEISSER RE HANI OPPOSITION, DIP AND HEARING AND STRATEGY AND EMAILS WITH M. KELSEY RE WIP (.8).

0.20 ROSENTHAL, MICHAEL A REVIEW HANI MOTION TO DISMISS (.2).

0.30 WEISSER, JOSHUA REVIEW AND ANALYSIS OF MONTHLY OPERATING REPORTS (.3).

2.70 AMPONSAH, DUKE K CONTINUE HEARING PREPARATION (HEARING BINDERS, COPY ORDERS ON DISKS, PREPARE HARD COPIES OF BLACKLINE ORDERS)

11/16/12

0.60 MILLET, CRAIG H CONFERENCE WITH M. ROSENTHAL RE STRATEGY, PLAN PREPARATION AND 30 DAY WIP (.6).

0.60 BUFFONE, STEVEN P REVIEW 11/15/12 HEARING TRANSCRIPT.

0.70 WEISSER, JOSHUA REVIEW AND ANALYSIS OF MONTHLY OPERATING REPORTS.

1.30 WEISSER, JOSHUA REVISIONS TO RESTATEMENT OF STANDARD CHARTERED BANK OBLIGATIONS (.5); RELATED CONFERENCE WITH E. KHALIL (.3); REVIEW AND ANALYSIS OF DOCUMENTATION SUPPORTING ASSERTION OF SECURED CLAIMS (.5).

2.30 AMPONSAH, DUKE K PREPARE DRAFT OF NOTICE OF RESCHEDULING OMNIBUS HEARING DATE (.7); PREPARE AND FILE THE SAME (.5); PREPARE AND FILE OCTOBER 2012 MONTHLY OPERATING REPORT (.6); DISTRIBUTE ELECTRONIC COPY OF NOVEMBER 15, 2012 HEARING TRANSCRIPT TO TEAM(.3); COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.2).

3.70 WOLFE, MORGAN ELECTRONICALLY FILE KPMG FIFTH FEE STATEMENT AND COORDINATE SERVICE WITH GCG (.9); EMAILS WITH D. LEVIN, D. AMPONSAH, AND P. TATUM (KPMG) RE SAME (.4); ELECTRONICALLY FILE NOTICE OF RESCHEDULING OF OMNIBUS HEARING DATE AND ARRANGE SERVICE WITH GCG (.7); REVIEW 11/15 HEARING TRANSCRIPT (.5); COMPILE DOCUMENTS FROM THE PAST WEEK INTO PROPER FOLDERS FOR USE ON COMMUNITY DATABASE (1.2).

11/19/12
0.90 MILLET, CRAIG H CONFERENCE WITH L. HIRSH RE STATUS ON PLAN ISSUES AND HQ ISSUES AND EMAILS RE SAME (.5); CONFERENCE WITH M. ROSENTHAL RE PLAN ISSUES AND RELATED STRATEGY (.4).

2.30 AMPONSAH, DUKE K COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.8); UPDATE AND INDEX DOCKETED FILES (.7); COORDINATE WITH COURT RE: OMNIBUS HEARING DATES FOR JANUARY (.4); CONFERENCE WITH J. WEISSER RE: SAME (.4).

4.20 WOLFE, MORGAN UPDATE CALENDAR DATES FOR FILING DEADLINES PURSUANT TO RESCHEDULING OF OMNIBUS HEARING DATE AND CIRCULATE TO ARCAPITA TEAM (.8); CONSTRUCT ERNST & YOUNG FEE APPLICATION FROM ATTACHMENTS IN EMAIL FROM D. LEVIN AND SEND TO D. AMPONSAH FOR FILING AND SERVICE (1.4); REVIEW EMAILS FROM TEAM RE OMNIBUS HEARING DATES FOR JANUARY (.6); REVIEW ARCAPITA DOCKET UPDATE INFORMATION (.6); ORGANIZE AND COMPILE DOCUMENTS INTO FOLDERS FOR USE ON COMMUNITY DATABASE (.8).

11/20/12
1.20 MILLET, CRAIG H CONFERENCE WITH L. HIRSH RE STATUS ON PLAN ISSUES AND HQ ISSUES AND EMAILS RE SAME (.5); REVISE GDC SUPPLEMENTAL DISCLOSURE AND EMAILS RE SAME (.7).

1.50 AMPONSAH, DUKE K COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.8); UPDATE AND INDEX DOCKETED FILES (.7).

0.90 WOLFE, MORGAN ELECTRONICALLY FILE LINKLATERS OCTOBER MONTHLY FEE STATEMENT AND ARRANGE SERVICE WITH GCG (.9).

11/21/12

1.00 MILLET, CRAIG H PARTICIPATE IN ROTHCHILD'S UPDATE CALL AND PLAN FOR PLAN OF REORGANIZATION AND RELATED EMAILS (.6); EMAILS RE WIP AND TASKS TO DO (.4).

0.20 KIM, BRIAN J COORDINATE FORWARDING OF CHAPTER 11 QUARTERLY FEES INVOICES TO A&M.

0.70 AMPONSAH, DUKE K SEARCH FOR DISCLOSURE INSTRUCTIONS SENT TO COMPANY ADVISORS FOR S. LIU (.7).

1.30 WOLFE, MORGAN ELECTRONICALLY FILE AND ARRANGE SERVICE OF TROWERS & HAMLINS SECOND INTERIM FEE APP (.9); CORRESPONDENCE WITH D. AMPONSAH RE SUPPLEMENTAL DISCLOSUE STATEMENT (.4).

11/26/12

1.90 AMPONSAH, DUKE K COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.8); UPDATE AND INDEX DOCKETED FILES (.8); EMAIL WITH C. MILLETT RE: DECEMBER 18, 2012 HEARING (.3).

3.10 WOLFE, MORGAN ELECTRONICALLY FILE DECLARATION OF SIMON DICKSON AND COORDINATE SERVICE (1.0); EMAILS RE STATUS OF PLEADINGS TO BE HEARD ON DEC. 18 HEARING (.1); FINALIZE AND ELECTRONICALLY FILE GDC INTERIM FEE APPLICATION (2.0).

11/27/12

0.40 MILLET, CRAIG H EMAILS RE OMNIBUS HEARINGS, MOTIONS PENDING AND MATTERS REQUIRING COURT APPROVAL.

3.10 AMPONSAH, DUKE K EMAILS WITH TEAM RE: JANUARY OMNIBUS HEARING DATE (.4); SEARCH FOR KPMG VALUATION REPORT AND SEND COPY TO C. MILLET (.6); PREPARE DRAFT OF NOTICE OF OMNIBUS HEARING DATES (.6); PREPARE AND FILE RE: SAME (.4); EMAILS WITH J. WEISSER RE: SAME (.3); UPDATE AND INDEX DOCKETED FILES (.8).

4.70 WOLFE, MORGAN ELECTRONICALLY FILE KPMG SECOND INTERIM FEE APPLICATION AND COORDINATE SERVICE WITH GCG (.6); PREPARE AND ELECTRONICALLY FILE MOURANT OZANNES FOURTH MONTHLY FEE STATEMENT AND ARRANGE SERVICE WITH GCG (.8); EMAILS FROM C. MILLET AND D. AMPONSAH RE LOCATING KPMG VALUATION REPORT AND RESEARCH RE SAME (.9); UPDATE TEAM CALENDAR PURSUANT TO FILING OF NOTICE OF ESTABLISHMENT OF OMNIBUS HEARING DATES (.4); CIRCULATE SAME TO TEAM (.3); UPDATE CRITICAL DATES CALENDAR AND CALCULATE FILING DEADLINES RE SAME (.5); ELECTRONICALLY FILE ROTHSCHILD'S SECOND INTERIM FEE APPLICATION AND A&M SECOND INTERIM FEE APPLICATION AND ARRANGE SERVICE WITH GCG (.7); EMAILS WITH D. LEVIN AND GCG ARCAPITA TEAM RE ISSUES WITH ARCAPITA DOCKET AND FOLLOW UP TROUBLESHOOTING (.5).

11/28/12
0.30 MILLET, CRAIG H EMAILS RE AGUD, TROWERS AND ANY CONFLICT ISSUES.

0.30 BUFFONE, STEVEN P REVIEW HEAVY TRANSCRIPT FROM 11/7.

3.20 AMPONSAH, DUKE K COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.9); UPDATE AND INDEX DOCKETED FILES (.8); DISTRIBUTE THE NOVEMBER 7, 2012 HEARING TRANSCRIPT TO TEAM(.3); REORGANIZE SEVERAL FOLDERS IN SHARED DRIVE (1.2).

2.70 WOLFE, MORGAN CORRESPONDENCE WITH D. AMPONSAH RE DRAFT OF NOTICE OF AGENDA FOR DECEMBER 18 OMNIBUS HEARING (.6); BEGIN DRAFT OF DECEMBER 18 OMNIBUS HEARING AGENDA LETTER (2.1).

11/29/12
0.30 MILLET, CRAIG H CONFERENCE WITH M. ROSENTHAL RE OPEN ISSUE AND MEETING IN LONDON WITH COMMITTEE.

4.30 AMPONSAH, DUKE K COORDINATE WITH M. WOLFE RE: UPDATING CALENDAR (.8); REVIEW CALENDAR (.3); UPDATE AND INDEX DOCKETED FILES (.8); REORGANIZE SEVERAL FOLDERS IN SHARED DRIVE (1.0); REVIEW AND REVISE DECEMBER 18, 2012 AGENDA LETTER (1.1); CONFER WITH J. WEISSER RE: DIP MOTION (.3).

Invoice Date: December 10, 2012

Due and Payable Upon Receipt

Invoice No. 2012122086

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

CLAIMS ADMINISTRATION & OBJECTIONS
30561-00102

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	9.30	\$ 995.00	\$ 9,253.50
EMAD H. KHALIL	27.30	985.00	26,890.50
MATTHEW K. KELSEY	1.00	785.00	785.00
JOSHUA WEISSER	13.50	735.00	9,922.50
SERENA G. LIU	2.70	620.00	1,674.00
AYESHA CHATTERJEE	7.80	475.00	<u>3,705.00</u>
Total Services			\$ 52,230.50

Total Services, Costs/Charges 52,230.50

BALANCE DUE \$ 52,230.50

CLAIMS ADMINISTRATION & OBJECTIONS
30561-00102

Detail Services:

11/01/12
0.70 KHALIL, EMAD H ATTENTION TO OBTAINING EXTENSION FROM DECHERT (.4); CONFERENCE WITH M. ROSENTHAL AND J. WEISSER RE: SAME (.3).

0.40 LIU, SERENA G RESEARCH LOCAL RULES AND APPLICABLE BANKRUPTCY STATUTES REGARDING OMNIBUS OBJECTIONS.

11/02/12
0.50 WEISSER, JOSHUA PREPARE FOR AND ATTEND CALL REGARDING POTENTIAL AVOIDANCE ACTIONS.

1.40 WEISSER, JOSHUA DRAFT INTERNAL MEMORANDUM REGARDING CLAIMS ADMINISTRATION ISSUES (.3); REVISIONS TO RELATED DRAFT OMNIBUS CLAIMS OBJECTIONS (1.1).

0.30 LIU, SERENA G RESEARCH BANKRUPTCY RULES REGARDING BASES FOR ASSERTING OMNIBUS OBJECTIONS TO PROOFS OF CLAIMS (.2); CONFER WITH J. WEISSER REGARDING SAME (.1).

11/03/12
0.80 KHALIL, EMAD H TELEPHONE CONFERENCE WITH J. GRAVES RE: STANDARD CHARTERED BANK SETTLEMENT ORDER AND PROPOSED AMENDMENTS FOR STANDARD CHARTERED BANK FACILITIES (.5); REVIEW PROPOSED AMENDMENT LETTERS (.3).

11/04/12
1.70 KHALIL, EMAD H REVIEW PROPOSED AMENDMENT FOR STANDARD CHARTERED BANK FACILITIES (.1); TELEPHONE CONFERENCE WITH HOGAN LOVELLS DUBAI RE: SAME (.2); FOLLOW-ON CALL WITH A. ROGERS RE: SAME (.1); REVIEW C. MATHESON'S EMAIL FOLLOWING UP ON OUR TELEPHONE CALL AND DETAILING ADDITIONAL REQUIRED CORPORATE DOCUMENTATION (.3); COMMUNICATE WITH P. DYKSTRA IN DUBAI OFFICE RE: COORDINATING CLOSING DELIVERABLE WITH HOGAN LOVELLS DUBAI (1.0).

0.70 WEISSER, JOSHUA ATTEND TO CLAIMS ADMINISTRATION ISSUES (.2);
REVIEW AND REVISE CLAIMS OBJECTIONS (.5).

0.50 LIU, SERENA G REVISE OMNIBUS OBJECTIONS TO CLAIMS.

11/05/12
3.10 KHALIL, EMAD H FOLLOW-UP WITH J. LEE RE: STATUS OF
RESOLUTIONS FOR STANDARD CHARTERED BANK
AMENDMENT LETTERS AND FORWARD TO C.
MATHESON (.8); CONTINUE FOLLOW-UP WITH
ARCAPITA TO OBTAIN AND FORWARD REQUIRED
DOCUMENTATION TO HOGAN LOVELLS (1.1);
COORDINATE WITH P. DYKSTRA (1.2); REVIEW AND
MARK-UP AMENDMENT LETTERS (AND REVIEW
UNDERLYING AGREEMENTS AND EARLIER
AMENDMENTS) AND TRANSMIT COMMENTS TO C.
MATHESON.

0.30 KELSEY, MATTHEW K CORRESPONDENCE WITH A. CHATTERJEE AND S. LIU
REGARDING CLAIMS OBJECTION (.1); REVIEW
CORRESPONDENCE FROM S. KOTARBA AND R.
ESPOSITO FROM A&M REGARDING CLAIMS ISSUE (.2).

1.20 WEISSER, JOSHUA REVISIONS TO OMNIBUS CLAIMS OBJECTIONS (.7);
DRAFT CORRESPONDENCE TO S. KOTARBA
REGARDING CLAIMS ADMINISTRATION ISSUES (.4);
RELATED CONFERENCE WITH A. CHATTERJEE (.1).

1.50 LIU, SERENA G REVISE OMNIBUS OBJECTIONS TO CLAIMS (1.2);
RESEARCH STANDING ORDERS AND LOCAL RULES
REGARDING RESPONSE DEADLINES AND
REQUIREMENTS FOR OBJECTIONS (.3).

6.00 CHATTERJEE, AYESHA DRAFT AND REVISE PLEADINGS FOR VARIOUS
CATEGORIES OF CLAIMS OBJECTIONS, INCLUDING
INCORPORATING COMMENTS FROM J. WEISSER.

11/06/12
1.30 KHALIL, EMAD H FOLLOW-UP WITH ARCAPITA RE: CP DOCUMENTS (.3);
FOLLOW-UP RE: CAYMAN ISSUES; FOLLOW-UP WITH
C. MATHESON RE: SAME (1.0).

0.50 KELSEY, MATTHEW K COORDINATE WITH J. WEISSER AND S. KOTARBA OF
A&M REGARDING CLAIMS RECONCILIATION AND
OMNIBUS CLAIM OBJECTIONS.

0.30	WEISSER, JOSHUA	ATTEND TO ISSUES RELATED TO CLAIMS ADMINISTRATION AND POTENTIAL OMNIBUS OBJECTIONS.
11/08/12		
0.80	KHALIL, EMAD H	FOLLOW-UP WITH P. DYKSTRA RE: OUTSTANDING ITEMS IN HOGAN LOVELLS COURT AND TIMING/PROCESS ISSUES.
11/09/12		
0.60	KHALIL, EMAD H	FOLLOW-UP WITH P. DYKSTRA AND HOGAN LOVELLS RE: TIMING/PROCESS ISSUES.
0.20	WEISSER, JOSHUA	REVIEW AND ANALYSIS OF PROPOSED REVISIONS TO CONFIDENTIALITY AGREEMENT FOR CREDITOR (.1); RELATED CONFERENCE WITH V. RUIZ (.1).
11/11/12		
4.10	KHALIL, EMAD H	REVIEW DOCUMENTS RECEIVED FROM C. MATHESON (I) REVISED MAY 2012 AND DECEMBER FACILITY - AMENDMENT LETTERS AND (II) PROPOSED DRAFT OF GUARANTOR CORRECTION LETTER (AND FOLLOW-UP WITH CLAIRE AND INTERNALLY RE: PROPOSED RATIONALE FOR THIS LETTER) (1.3); ATTENTION TO ADDITIONAL CPS BEING REQUESTED BY STANDARD CHARTERED BANK AS A RESULT OF ADDITIONAL SHARE ISSUANCES MADE (1.4); REVIEW HOGAN LOVELLS AMENDMENTS TO BOARD RESOLUTIONS AND ATTENTION TO HOGAN LOVELLS FOLLOW-UP QUESTIONS REGARDING PAGET BROWN, GOOD STANDINGS ETC. (.7); FOLLOW-UP WITH P. DYKSTRA AND J. WEISSER RE: SAME (INCLUDING IN RESPECT OF AMENDING THE REPRESENTATIONS AND WARRANTIES BEING BROUGHT DOWN UNDER THE PROPOSED AMENDMENT LETTERS TO THE STANDARD CHARTERED BANK FACILITIES TO TAKE ACCOUNT OF CHAPTER 11 AND CAYMAN PROCEEDING) (.2); ALSO FOLLOW-UP WITH M. ROSENTHAL RE: PROPOSED CORRECTION LETTER AND BACKGROUND TO THE ADDITIONAL SHARE ISSUANCES (.5).
0.70	WEISSER, JOSHUA	ATTEND TO CLAIMS ADMINISTRATION ISSUES RELATED TO RESTATEMENT OF STANDARD CHARTERED BANK CLAIMS AND OBLIGATIONS (.2); RELATED CONFERENCE WITH E. KHALIL (.5).

11/12/12

1.90 KHALIL, EMAD H COORDINATE WITH P. DYKSTRA AND J. WEISSER (.5); FOLLOW-UP WITH ARCAPITA AND C. MATHESON RE: DELIVERABLES AND OUTSTANDING ISSUES (INCLUDING PROPOSED GUARANTOR CONFIRMATION LETTER) (1.4).

3.50 WEISSER, JOSHUA REVISIONS TO RESOLUTIONS RELATED TO REVISIONS STANDARD CHARTERED BANK CLAIM DOCUMENTS (.4); REVIEW, ANALYSIS AND REVISIONS TO DRAFT AMENDED AND RESTATED LOAN DOCUMENTS (2.9); RELATED INTERNAL CORRESPONDENCE (.2).

11/13/12

0.50 MILLET, CRAIG H ANALYZE DEMAND LETTER FROM DOVER ARC AND EMAILS RE SAME (.5).

1.40 KHALIL, EMAD H ATTENTION TO FINALIZING STANDARD CHARTERED BANK AMENDMENTS AND CLOSING OUT ISSUES (.8); CONFERENCES WITH P. DYKSTRA AND J. WEISSER RE: SAME (.3); FOLLOW-UP WITH C. MATHESON (.3).

1.20 WEISSER, JOSHUA REVISIONS TO STANDARD CHARTERED BANK LOAN DOCUMENTATION RELATING TO AMENDMENT AND RESTATEMENT OF EXISTING OBLIGATIONS (.6); RELATED REVIEW AND ANALYSIS OF PRECEDENT LOAN DOCUMENTATION (.4); RELATED CORRESPONDENCE WITH INTERNAL TEAM (.2).

11/14/12

0.50 MILLET, CRAIG H CONFERENCE CALL WITH K. GLOWACKI AND M. BOUSLOG RE DEMAND LETTER FROM DOVER ARC AND PREPARATION OF RESPONSE (.5).

3.90 KHALIL, EMAD H ATTENTION TO FINALIZING STANDARD CHARTERED BANK AMENDMENTS AND CLOSING OUT ISSUES (INCLUDING NEGOTIATIONS IN RESPECT OF THE GUARANTOR CONFIRMATION LETTER) (.4); CONFERENCES WITH P. DYKSTRA AND J. WEISSER RE: SAME (.5); FOLLOW-UP WITH C. MATHESON (.8); CONFERENCE WITH B. KIM RE: OBTAINING EXECUTION PAGES (1.2); CONFERENCE WITH B. GREER RE: REQUESTED GUARANTOR CONFIRMATION LETTER (.2); FOLLOW-UP WITH S. DUDLEY RE: CALCULATIONS OF INSTALLMENT AND PROFIT AMOUNTS (.8).

0.20	KELSEY, MATTHEW K	CORRESPONDENCE WITH S. KOTARBA REGARDING CLAIMS RECONCILIATION.
3.30	WEISSER, JOSHUA	REVIEW AND ANALYSIS OF PRECEDENT LOAN DOCUMENTATION FOR AMENDMENT OF EXISTING STANDARD CHARTERED BANK OBLIGATIONS (.8); RELATED REVISIONS TO AMENDMENT TO LOAN DOCUMENTATION (1.1); RELATED CONFERENCE WITH P. DYSTRA (.2); DRAFT RELATED CORRESPONDENCE WITH HOGANS & LOVVELL (.3); RELATED CONFERENCE WITH B. GREER AND E. KHALIL (.5); CONFERENCE WITH S. KOTARBA REGARDING POTENTIAL CLAIMS OBJECTIONS (.4).
1.50	CHATTERJEE, AYESHA	REVIEW ALSOHAIBI PLEADING AND SUMMARIZE IN PREPARATION FOR STATUS CONFERENCE.
11/15/12		
1.40	MILLET, CRAIG H	ANALYZE FACTS AND REVISE RESPONSE TO DEMAND LETTER FROM DOVER ARC.
2.20	KHALIL, EMAD H	ATTENTION TO FINALIZING AMENDMENTS AND CLOSING DELIVERABLES (2.0); INTERNAL CONFERENCES WITH CLIENT AND HOGAN LOVELLS RE: SAME (.2).
0.50	WEISSER, JOSHUA	PREPARE FOR AND ATTEND MEETING WITH CLAIMANTS REGARDING CONFIDENTIALITY ISSUES.
11/16/12		
1.40	MILLET, CRAIG H	REVISE RESPONSE TO DOVER ARC DEMAND FOR PAYMENT AND EMAILS RE SAME AS TO BACKGROUND AND STRATEGY (1.4).
2.40	KHALIL, EMAD H	ATTENTION TO FINALIZING AMENDMENTS AND CLOSING DELIVERABLES; REVIEW REVISED DRAFTS CIRCULATED BY HOGAN LOVELLS; INTERNAL CONFS, W/CLIENT AND HOGAN LOVELLS RE: SAME.
11/19/12		
1.30	MILLET, CRAIG H	EMAILS WITH COMPANY RE DOVER ARC ISSUES, RESPONSE TO DEMAND LETTER FROM DOVER ARC AND CONFERENCE WITH N. LABOVITZ AND EMAILS RE SAME (1.0); ANALYZE INFO FROM COMPANY AND MANAGEMENT AGREEMENT WITH DOVER ARC (.3).

0.30	KHALIL, EMAD H	ATTENTION TO FINALIZING AMENDMENT; FOLLOW-UP WITH B. KIM AND P. DYKSTRA, AND A. ROGERS RE: SAME.
11/20/12		
1.80	MILLET, CRAIG H	PREPARE MEMO ON ANALYSIS OF MANAGEMENT AGREEMENT WITH DOVER ARC AND CONSEQUENCES OF BREACH AND EMAILS RE SAME (1.8).
0.20	KHALIL, EMAD H	ATTENTION TO FINALIZING AMENDMENT LETTER.
11/26/12		
1.20	KHALIL, EMAD H	REVIEW AND COMMENT ON REVISED AMENDMENT DOCUMENTS CIRCULATED BY HOGAN LOVELLS.
11/28/12		
0.30	MILLET, CRAIG H	EMAIL FROM DOVER ARC RE UPDATE ON ISSUES AND RELATED EMAILS.
0.30	CHATTERJEE, AYESHA	REVIEW BANKRUPTCY RULES AND CASE MANAGEMENT PROCEDURES TO CONFIRM DEADLINE TO FILE OBJECTION TO ALSHAIBI MOTION.
11/29/12		
0.30	MILLET, CRAIG H	EMAILS RE DOVER ARC DEMAND AND TIMING OF RESPONSE.
11/30/12		
1.80	MILLET, CRAIG H	REVISE AND ISSUE LETTER TO N. LABOVITZ RE DOVER ARC DEMAND AND EMAILS RE SAME.
0.70	KHALIL, EMAD H	REVIEW AND REVISE AMENDMENT (.2); CONFERENCE WITH J. WEISSER AND B. KIM (.3); TRANSMIT FINAL COMMENTS TO HOGAN LOVELLS (.2).

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

CORPORATE GOVERNANCE-SECURITIES LAW COMP
30561-00104

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	6.00	\$1,045.0	\$ 6,270.00
STEVEN P. BUFFONE	4.10	1,045.0	<u>4,284.50</u>
Total Services			\$ 10,554.50

Total Services, Costs/Charges 10,554.50

BALANCE DUE \$ 10,554.50

CORPORATE GOVERNANCE-SECURITIES LAW COMP
30561-00104

Detail Services:

11/07/12			
0.60	ROSENTHAL, MICHAEL A	MEETING WITH A. DOSHI REGARDING BOARD MINUTES (.2); REVIEW BOARD SLIDES (.4).	
11/08/12			
3.90	ROSENTHAL, MICHAEL A	REVIEW AND REVISE BOARD MINUTES (.6); REVIEW AND REVISE BOARD PRESENTATION (.4); MEETING WITH AHMED RE BOARD PRESENTATION (.3); PREPARE FOR AND ATTEND BOARD MEETING (2.6).	
11/09/12			
0.70	ROSENTHAL, MICHAEL A	CALL WITH J. O'GRADY REGARDING STRUCTURE ISSUES AND IMPACT OF PROXIES (.3); CONFERENCE CALL WITH J. TRINKLEIN, J. O'GRADY, S. BUFFONE RE EXIT STRUCTURE (.4).	
3.10	BUFFONE, STEVEN P	RESEARCH AND ANSWER QUESTIONS POSED BY CLIENT REGARDING RAILINVEST PROXY ADMINISTRATION AGREEMENT (.1); EMAILS WITH K. MILLER (.2); EMAILS WITH S. PARNES (.3); REVIEW WHITE PAPER ON PROXIES AND ADMINISTRATION AGREEMENTS (.5); REVIEW PROXIES OF [REDACTED] AND [REDACTED] TO ANSWER CHANGE OF CONTROL QUESTIONS IN CONNECTION WITH POTENTIAL PLAN STRUCTURES (.8); REVIEW PROXY POWER WHITE PAPER, CALL WITH CAYMAN COUNSEL RE CHANGE OF CONTROL QUESTION AND RELATIONSHIP TO PROXIES (1.2).	
11/12/12			
1.00	BUFFONE, STEVEN P	EMAILS WITH J. WAUCHOPE, J. GRAVES RE SPECIAL RESOLUTIONS OF CAYMAN COMPANIES.	
11/20/12			
0.20	ROSENTHAL, MICHAEL A	- REGULATORY - EMAILS WITH E ZAINAL REGARDING RESPONSE TO CBB FINANCIAL REGULATION REQUEST (.2).	

11/29/12
0.50 ROSENTHAL, MICHAEL A EMAILS FROM AND TO A. ROGERS, H. THOMPSON
REGARDING DIP BOARD RESOLUTIONS (.2);
CONSIDER ADDITIONS TO AIHL AND BANK DIP BOARD
RESOLUTIONS (.3).

11/30/12
0.10 ROSENTHAL, MICHAEL A EMAIL WITH H. THOMPSON REGARDING DIP BOARD
MEETINGS (.1).

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

CREDITOR COMMITTEE ISSUES
30561-00105

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	3.40	\$ 995.00	\$ 3,383.00
MICHAEL A. ROSENTHAL	3.70	1,045.0	3,866.50
MATTHEW J. WILLIAMS	8.20	865.00	7,093.00
JOSHUA WEISSER	0.30	735.00	220.50
AYESHA CHATTERJEE	0.80	475.00	380.00
TEALE L. CLARK	3.00	475.00	<u>1,425.00</u>
Total Services			\$ 16,368.00

Total Services, Costs/Charges 16,368.00

BALANCE DUE \$ 16,368.00

CREDITOR COMMITTEE ISSUES
30561-00105

Detail Services:

11/05/12			
0.20	ROSENTHAL, MICHAEL A	EMAILS WITH AND TO C. BABCOCK RE ADMINISTRATION AND MANAGEMENT AGREEMENTS (.2).	
2.10	WILLIAMS, MATTHEW J	PREPARE FOR HEARING AND ARGUMENTS AGAINST UCC POSITION, FURTHER RESEARCH ON CASH POSITION AND POTENTIAL AVENUES FOR FUNDING.	
11/12/12			
0.70	ROSENTHAL, MICHAEL A	CONFERENCE CALL WITH COMMITTEE ADVISORS REGARDING BOARD MEETING AND UPCOMING PLAN MEETINGS (.7).	
11/15/12			
0.30	ROSENTHAL, MICHAEL A	TELEPHONE WITH E. FLECK REGARDING COMMITTEE ISSUES RE PLAN (.3).	
11/16/12			
1.10	WILLIAMS, MATTHEW J	ATTENTION TO DIP MOTION.	
11/20/12			
0.10	ROSENTHAL, MICHAEL A	EMAILS WITH E. FLECK REGARDING PENDING MATTERS (.1).	
11/21/12			
0.80	MILLET, CRAIG H	CONFERENCE WITH COMMITTEE RE PLAN ISSUES AND ORGANIZATION AND RELATED EMAILS.	
11/22/12			
0.50	ROSENTHAL, MICHAEL A	EMAIL FROM E. FLECK REGARDING INVESTOR LIST (.2); EMAIL TO AND FROM H. THOMPSON AND M. CHOWDHURY REGARDING INVESTOR LIST (.3).	
11/26/12			
0.90	MILLET, CRAIG H	ACCUMULATE INFORMATION RE PLACEMENTS REQUESTED BY COMMITTEE, REVISE MEMO AND TRANSMIT TO COMMITTEE.	

11/27/12

1.70 MILLET, CRAIG H CONFERENCE WITH J. WEISSER AND EMAILS WITH A. ROGERS, M. ROSENTHAL AND K. GLOWACKI RE INFORMATION REQUESTED BY COMMITTEE AS TO LUSAIL STRUCTURE AND BASIS FOR STRUCTURE OF QRE.

0.90 ROSENTHAL, MICHAEL A PREPARE FOR AND PARTICIPATE IN CONFERENCE CALL WITH E. FLECK AND J. GRAVES REGARDING SETTLEMENT ISSUES RELATED TO PLAN (.8); EMAILS WITH N. GREENBLATT REGARDING UPCOMING DISCUSSIONS (.1).

1.70 WILLIAMS, MATTHEW J EMAIL TO KIRKLAND REGARDING NON-DISCLOSURE AGREEMENT STATUS (.2); FOLLOW ON EMAIL (.1); EDITS TO PROPOSED CONFIDENTIALITY AGREEMENT, INCLUDING REVIEW OF "POST-WAMU" PRECEDENT (1.2); SEND CONFI AGREEMENT ALONG WITH COVER EMAIL DESCRIBING ISSUES (.2).

0.30 WEISSER, JOSHUA ATTEND TO ISSUES RELATED TO AD HOC COMMITTEE CONFIDENTIALITY AGREEMENT.

0.80 CHATTERJEE, AYESHA REVIEW LUSAIL DOCUMENTS ON DATASITE IN RESPONSE TO COMMITTEE REQUEST FROM N. KAMPHAUS, IN DISCUSSION WITH J. WEISSER.

11/28/12

2.20 WILLIAMS, MATTHEW J CALL WITH KIRKLAND RE: ADHOC CONFI AGREEMENT AND "WAMU" PROBLEM ON BLOWOUT/CLEANSING PROVISION (.5); FOLLOW UP WITH T. LONG REGARDING RESEARCH ON POST-WAMU CLEANSING PROVISIONS (.4); REVIEW RESULT OF LONG RESEARCH (.2); REVIEW REVISED CONFI AGREEMENT PROPOSED BY AD HOC GROUP AND SUBSTANTIAL EDITS (.9); FOLLOW ON EMAIL RE: NEXT STEPS (.2).

3.00 CLARK, TEALE L RESEARCH NON-DISCLOSURE AGREEMENTS BETWEEN DEBTORS AND AD HOC CREDITOR COMMITTEES SINCE THE WAMU DECISION IN 2011.

11/29/12

0.50 ROSENTHAL, MICHAEL A REVISE CONFIDENTIALITY AGREEMENT RELATIVE TO AD HOC MEMBERS (.4); EMAIL TO M. WILLIAMS REGARDING AD HOC CONFIDENTIALITY AGREEMENT (.1).

1.10 WILLIAMS, MATTHEW J

CONFERENCE W. M. ROSENTHAL REGARDING
DISCLOSURE STATEMENT AND INTERPLAY WITH
CONFI AGREEMENT WITH AD HOCS (.3); REVIEW OF
M. ROSENTHAL CHANGES AND EDITS TO
CONFIDENTIALITY AGREEMENT, SEND TO KIRKLAND
(.8).

11/30/12

0.50 ROSENTHAL, MICHAEL A

TELEPHONE CONFERENCE WITH N. GREENBLATT
REGARDING ROLE OF AD HOC (.4); EMAILS WITH E.
FLECK REGARDING PLAN MEETINGS (.1).

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

DIP FINANCING/CASH COLLATERAL/CASH MANAG
30561-00106

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	1.70	\$ 995.00	\$ 1,691.50
MICHAEL A. ROSENTHAL	43.30	1,045.0	45,248.50
STEVEN P. BUFFONE	4.20	1,045.0	4,389.00
JEFFREY TRINKLEIN	0.20	1,025.0	205.00
EMAD H. KHALIL	163.60	985.00	161,146.00
MATTHEW J. WILLIAMS	159.10	865.00	137,621.50
DARIUS J. MEHRABAN	0.70	865.00	605.50
SAPTAK SANTRA	56.70	865.00	49,045.50
MATTHEW K. KELSEY	3.90	785.00	3,061.50
EDWIN WONG	1.50	875.00	1,312.50
JOHN-PAUL VOJTISEK	1.40	735.00	1,029.00
JOSHUA WEISSER	150.40	735.00	110,544.00
STEWART R. ROSS	17.20	720.00	12,384.00
JAMES B. O'GRADY	3.00	705.00	2,115.00
VICENTE RUIZ	3.00	665.00	1,995.00
DOUGLAS G. LEVIN	0.50	515.00	257.50
BRIAN J. KIM	64.70	620.00	40,114.00
ALAN MOSKOWITZ	60.10	620.00	37,262.00
ROBERT L. COPPOLA	52.40	560.00	29,344.00
CHRISTOPHER J. BABCOCK	47.50	395.00	18,762.50
AYESHA CHATTERJEE	3.20	475.00	1,520.00
STEVEN J. LAU	3.60	475.00	1,710.00
DUKE K. AMPONSAH	0.80	350.00	280.00
TEALE L. CLARK	16.90	475.00	8,027.50
IVA KUTIJA	0.50	290.00	<u>145.00</u>

Total Services \$ 669,816.00

Total Services, Costs/Charges 669,816.00

Invoice Date: December 10, 2012

Due and Payable Upon Receipt

Invoice No. 2012122086

BALANCE DUE

\$ 669,816.00

DIP FINANCING/CASH COLLATERAL/CASH MANAG
30561-00106

Detail Services:

10/08/12
3.00 O'GRADY, JAMES B REVISIONS TO EQUITY COMMITMENT LETTER (2.7);
EMAILS AND CALLS WITH M. ROSENTHAL AND S.
BUFFONE REGARDING SAME (.3).

11/01/12
0.80 MILLET, CRAIG H EMAILS RE FORTRESS DIP COMMITMENT LETTER
EXECUTION AND FILING.

4.00 ROSENTHAL, MICHAEL A REVIEW AND COMMENT ON FINAL VERSION OF
FORTRESS COMMITMENT (1.2); EMAILS WITH KARIM
AND S. DUDLEY REGARDING MANDATORY
PREPAYMENT ISSUES (.3); COMMENT ON ADDITIONAL
LANGUAGE RE EUROLOG PROCEEDS (.2); REVIEW
██████████ LETTER (.8); NUMEROUS EMAILS
WITH J. WEISSER AND E. KHALIL REGARDING
FINALIZING FORTRESS COMMITMENT (.4); MEETING
WITH E. KHALIL REGARDING FORTRESS DOCUMENTS
(.2); REVIEW COMMITMENT LETTER SUPPLEMENT (.6);
EMAILS WITH KARIM AND OTHERS REGARDING
FORTRESS AND ██████████ DIP DILIGENCE
ISSUES (.3).

9.80 KHALIL, EMAD H FINALIZE DISCLOSURE SUPPLEMENT TO FORTRESS
COMMITMENT LETTER (3.9); FOLLOW-UP WITH
COMPANY AND CONFERENCES WITH B. KIM AND J.
WEISSER RE: SAME (.3); CONFERENCES WITH B.
DOUTON RE: FURTHER AMENDMENTS TO THE
COMMITMENT LETTER (.4); NEGOTIATE AND FINALIZE
COMMITMENT LETTER WITH D. KOLIN AT SKADDEN
(2.3); REVIEW PROPOSE ORDER FOR FORTRESS
COMMITMENT LETTER AND COMMITMENT LETTER
MOTION SUPPLEMENT (1.4); REVIEW REVISED
██████████ COMMITMENT LETTER, TERM SHEET AND
FEE LETTER (1.5).

5.00 WILLIAMS, MATTHEW J FOLLOW UP ON ██████████ DILIGENCE QUESTIONS
(1.1); REVIEW AND COMMENTS TO VARIOUS DRAFTS
OF REVISED FORTRESS DOCUMENTS AND
REPRESENTATIONS (3.1); REVIEW SUPPLEMENT TO
MOTION (0.8).

- 0.30 KELSEY, MATTHEW K REVIEW CORRESPONDENCE FROM C. MILLET AND J. WEISSER REGARDING DIP FINANCING PROCESS AND STATUS.
- 7.70 WEISSER, JOSHUA REVIEW DISCLOSURE MATERIALS RELATED TO FORTRESS COMMITMENT LETTER IN CONNECTION WITH REPRESENTATIONS AND RELATED ANNEXES (1.6); WORK WITH B. KIM AND E. KHALIL TO FINALIZE SAME (.5); REVISIONS TO COMMITMENT LETTERS IN ORDER TO FINALIZE SAME (1.1); RELATED DISCUSSIONS WITH B. DOUTON (.3) AND E. KHALIL (.5); RELATED DISCUSSIONS WITH COUNSEL TO FORTRESS (.5); CONFERENCE WITH STANDARD CHARTERED BANK COUNSEL REGARDING COMMITMENT LETTER (.4); PREPARE FOR FILING OF COMMITMENT LETTER SUPPLEMENT (.6); REVISIONS TO MOTION SUPPLEMENT AND FINALIZE SAME (2.2).
- 6.70 KIM, BRIAN J REVIEW J. JILL LLC AGREEMENT (2.5). REVISE DISCLOSURE DOCUMENT IN CONNECTION WITH FORTRESS COMMITMENT LETTER (1.7). CIRCULATE REVISED DISCLOSURE DOCUMENT TO ARCAPITA TEAM (.2). CALL WITH K. SI-AHMED (ARCAPITA), E. KHALIL AND J. WEISSER (.5). CIRCULATE DISCLOSURE DOCUMENT TO SKADDEN TEAM (.2). COMPILE FILING VERSION OF MOTION SUPPLEMENT WITH FORTRESS COMMITMENT LETTER (.3). PREPARE FOR AND SUPERVISE FILING OF MOTION SUPPLEMENT (.5). REVIEW ██████████ COMMITMENT LETTER (.8).
- 1.10 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING.
- 11/02/12
- 0.60 MILLET, CRAIG H CONFERENCE WITH L. HIRSH AND J. MAKUCH RE LIQUIDITY AND STRATEGY AS TO TIMING OF MOTION TO APPROVE DIP.
- 1.20 ROSENTHAL, MICHAEL A CONFERENCE CALL WITH S. DUDLEY RE ██████████ PROPOSAL (.4); REVIEW ██████████ FORTRESS COMPARISON TABLE (.4); EMAILS WITH M. SEIDER REGARDING ██████████ (.1); MEETING WITH J. WEISSER REGARDING ██████████ PROPOSAL (.2); EMAILS TO JUDGE LANE REGARDING HEARING ON DIP COMMITMENT LETTER (.1).

- 8.90 KHALIL, EMAD H REVIEW PROPOSED [REDACTED] COMMITMENT LETTER (2.4); TELEPHONE CONFERENCE WITH ARCAPITA AND ROTHSCHILD TO DISCUSS THE SAME (.4); PREPARE MAJOR ISSUES RESPONSE TO TRANSMIT TO LATHAM (1.6); DISCUSSIONS WITH J. WEISSER AND B. DOUTON RE: SAME (.2); DISCUSSIONS WITH E. FLECK OF MILBANK RE: [REDACTED] PROPOSAL (.8); PREPARE FOR TELEPHONE CONFERENCE WITH LATHAM TO DISCUSS [REDACTED] PROPOSAL (1.3); INITIAL REVIEW OF DRAFT MASTER MURABAHA DIP AND CONSIDER AMENDMENTS REQUIRED TO CONFORM TO FORTRESS COMMITMENT (2.2).
- 7.60 WILLIAMS, MATTHEW J REVIEW AND COMMENT ON [REDACTED] PROPOSAL (1.8); REVIEW ISSUE LIST (.6); FOLLOW UP ON COMMITMENT LETTER SUPPLEMENT (.5); PREP FOR HEARING AND CALLS WITH J. WEISSER (.4); REVIEW HEARING SCRIPT AND FOLLOW ON QUESTIONS ON [REDACTED] TERM SHEET (1.8); [REDACTED] DILIGENCE ISSUES AND FOLLOW UP (2.5).
- 6.90 WEISSER, JOSHUA REVIEW AND ANALYZE ALTERNATIVE BIDDER COMMITMENT LETTER AND RELATED TERM SHEET (1.6); DRAFT INTERNAL MEMORANDUM REGARDING COMMENTS TO SAME (.5); PREPARE FOR AND ATTEND CALL WITH CLIENT REGARDING ALTERNATIVE BIDDER (.7); FOLLOW ON CALLS WITH E. KHALIL (.3) AND B. DOUTON (.3); DRAFT LETTER TO ALTERNATIVE BIDDER IN RESPONSE TO FINANCING PROPOSAL (.7); RELATED CONFERENCES WITH E. KHALIL AND B. DOUTON (.4); CONFERENCE WITH COMMITTEE COUNSEL REGARDING SAME (.2); PREPARE MOTION TO SEAL FOOTNOTE RELATING TO FORTRESS COMMITMENT LETTER (.5); PREPARATION FOR MONDAY HEARING (1.4); ATTEND TO ISSUES RELATED TO INTERCOMPANY TRANSFERS PERFORMED UNDER CASH MANAGEMENT ORDER (.3).
- 5.90 KIM, BRIAN J CONFERENCE CALL RE: [REDACTED] COMMITMENT LETTER (1.0). DISCUSSION WITH J. WEISSER RE: DIFFERENCES IN TERMS BETWEEN FORTRESS AND [REDACTED] COMMITMENT LETTERS (.8). DRAFT MOTION TO FILE FORTRESS COMMITMENT LETTER WITH REDACTIONS (2.2). DRAFT SCRIPT FOR NOV. 5 HEARING (1.9).

- 4.30 MOSKOWITZ, ALAN REVIEW AND ANALYZE RECENTLY FILED COMMITMENT LETTER MOTION SUPPLEMENT AND COMMITMENT LETTER WITH FORTRESS (1.0); REVISE DRAFT DIP MOTION AND DECLARATIONS (3.3).
- 2.50 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH REQUESTS FROM UNSECURED CREDITORS COMMITTEE.
- 11/03/12
3.30 ROSENTHAL, MICHAEL A PREPARE FOR AND PARTICIPATE IN EXTENDED CONFERENCE CALL WITH LATHAM REGARDING [REDACTED] DIP (1.4); EMAILS WITH S. DUDLEY AND B. DOUTON REGARDING [REDACTED] DIP AND OPEN ISSUES (.7); EMAILS WITH J. MAKUCH AND S. DUDLEY REGARDING DIP BUDGET (.4); EMAILS WITH M SEIDER OF LATHAM REGARDING DIP (.3); EMAILS WITH B. DOUTON REGARDING ADDITIONAL ASKS OF [REDACTED] (.3); EMAILS FROM E KHALIL AND S. DUDLEY REGARDING STANDARD CHARTERED BANK DOCUMENTS (.2).
- 4.40 KHALIL, EMAD H TELEPHONE CONFERENCES AND NEGOTIATIONS WITH LATHAM RE: [REDACTED] PROPOSED COMMITMENT LETTER (1.2); FOLLOW-ON CONFERENCES WITH J. WEISSER AND M. ROSENTHAL RE: SAME (.3); CONTINUE INITIAL REVIEW OF DRAFT MASTER MURABAHA DIP (2.9).
- 1.70 WILLIAMS, MATTHEW J PREPARE FOR HEARING ON NOV. 5, 2012 (.9); REVIEW OF DIP FUNDING MODELS (.8).
- 4.90 WEISSER, JOSHUA PREPARE FOR AND ATTEND CALL WITH POTENTIAL ALTERNATIVE BIDDER'S COUNSEL REGARDING ALTERNATIVE BID (1.3); FOLLOW ON CALLS WITH INTERNAL TEAM (.5); REVIEW, ANALYZE AND REVISE DRAFT DIP DOCUMENTS (2.3); REVISIONS TO SCRIPT IN PREPARATION FOR HEARING MONDAY (.7); RELATED CORRESPONDENCE WITH B. KIM (.1).
- 5.20 KIM, BRIAN J CONTINUE TO DRAFT SCRIPT OF TALKING POINTS RE: FORTRESS COMMITMENT LETTER (5.0). CIRCULATE TO J. WEISSER (.2).

1.00 BABCOCK, CHRISTOPHER J REVIEW STRUCTURES OF TWO PORTFOLIO COMPANIES IN CONNECTION WITH DILIGENCE REQUESTS.

11/04/12

4.70 ROSENTHAL, MICHAEL A REVIEW [REDACTED] REVISED PROPOSAL (1.1); NUMEROUS EMAILS WITH B. DOUTON, S. DUDLEY, E. KHALIL REGARDING REVISED [REDACTED] PROPOSAL (.7); EMAIL TO M. SEIDER AND OTHERS AT LATHAM REGARDING REVISED [REDACTED] PROPOSAL AND DISSEMINATION TO HEDGE FUNDS (.3); CONFERENCE CALL WITH CLIENT REGARDING REVISED [REDACTED] PROPOSAL (.6); EMAIL REGARDING PROPOSED DIP BIDDING PROCESS (.3); NUMEROUS EMAILS WITH S. DUDLEY, J. WEISSER REGARDING [REDACTED] ACHS ISSUES LIST AND RESPONSE TO [REDACTED] PROPOSAL (.7); EMAIL TO E. FLECK AND D. DUNNE REGARDING [REDACTED] PROPOSAL (.2); EMAILS FROM AND TO B. DOUTON, H. PARKHILL REGARDING [REDACTED] PROPOSAL VS. FORTRESS PROPOSAL (.3); TELEPHONE WITH E. KHALIL AND J. WEISSER REGARDING RESPONSE TO [REDACTED] PROPOSAL (.2); EMAILS WITH S. DUDLEY, E. KHALIL AND M. WILLIAMS REGARDING LATER DISCUSSIONS WITH LATHAM REGARDING DIP REVISIONS (.3).

7.40 KHALIL, EMAD H REVIEW REVISED [REDACTED] COMMITMENT LETTER, TERM SHEET AND FEE LETTER (2.3); CONFERENCES WITH ARCAPITA, ROTHSCHILD AND INTERNALLY RE: COMPARING AGAINST FORTRESS (.5); TELEPHONE CONFERENCE WITH SKADDEN RE: RECEIPT OF COMPETING OFFER AND REQUEST THAT FORTRESS IMPROVE THEIRS (1.1); PREPARE COMPREHENSIVE [REDACTED] ISSUES LIST (2.6); TELEPHONE CONFERENCE WITH LATHAM TO DISCUSS/NEGOTIATE ISSUES LIST (.9).

3.70 WILLIAMS, MATTHEW J REVIEW OF EMAIL TRAFFIC ON DIP FROM LAST WEEK AND DOCUMENTS IN PREPARATION FOR CALL WITH [REDACTED] (2.1); CALL WITH [REDACTED] ON REVISED TERM SHEET (1.6).

- 7.80 WEISSER, JOSHUA REVIEW AND ANALYZE REVISED ALTERNATIVE BIDDER COMMITMENT LETTER AND RELATED ANNEXES (2.8); DRAFT AND REVISE SUMMARY OF COMMENTS TO SAME (1.6); RELATED CONFERENCES WITH E. KHALIL (.7); DRAFT INTERNAL MEMORANDUM TO CLIENT RELATED TO SAME (.4); PREPARE FOR DIP HEARING AND RELATED EXHIBITS (.6); PREPARE FOR AND ATTEND CALL WITH ALTERNATIVE BIDDER COUNSEL REGARDING SAME (1.2); FOLLOW ON CALL WITH E. KHALIL AND M. WILLIAMS (.3); DRAFT INTERNAL MEMORANDUM REGARDING COURT PREPARATION ISSUES (.2).
- 7.80 KIM, BRIAN J REVIEW AND REVISE SCRIPT OF TALKING POINTS FOR NOV. 5 HEARING RE: FORTRESS COMMITMENT LETTER (6.2). CIRCULATE SCRIPT TO M. ROSENTHAL AND M. WILLIAMS (.3). CONFERENCE CALL WITH LATHAM TEAM RE: ██████████ COMMITMENT LETTER DRAFT (1.3).
- 3.50 MOSKOWITZ, ALAN REVIEW AND REVISE DRAFT DIP MOTION AND DECLARATIONS IN SUPPORT THEREOF.
- 6.10 BABCOCK, CHRISTOPHER J REVIEW STRUCTURES OF TWO PORTFOLIO COMPANIES IN CONNECTION WITH DILIGENCE REQUESTS.
- 11/05/12
1.70 ROSENTHAL, MICHAEL A MEET WITH M. WILLIAMS AND J. WEISSER REGARDING ██████████ PROPOSAL (.3); EMAILS WITH S. DUDLEY RE ADJOURNMENT OF HEARING (.2); EMAILS WITH S. DUDLEY, M. WILLIAMS, B. DOUTON REGARDING OPEN ██████████ ISSUES (.3); CONFERENCE CALL WITH E. FLECK AND M. WILLIAMS REGARDING OPEN ██████████ ISSUES (.4); EMAILS WITH AND TO S. DUDLEY REGARDING FORTRESS COMMITMENT REDUCTION (.2); EMAIL FROM ESSA RE TADHAMON PLACEMENT (.1); EMAILS WITH H. PARKHILL AND B. DOUTON RE ██████████ SYNDICATION ISSUES (.2).
- 1.50 BUFFONE, STEVEN P SEVERAL CALLS AND EMAILS WITH J. O'GRADY REGARDING CAYMAN CORPORATE ISSUES, COORDINATE WITH PAGET-BROWN.

1.00 BUFFONE, STEVEN P

NUMEROUS EMAILS WITH J. O'GRADY, J. TRINKLEIN, OTHERS REGARDING IMPLEMENTATION OF GLOBAL SETTLEMENT.

5.20 KHALIL, EMAD H

CONTINUE NEGOTIATIONS OF PROPOSED [REDACTED] COMMITMENT LETTER (1.2); ADDRESS [REDACTED] CONCERN RE: POTENTIAL SHARIA COMPLIANCE ISSUES RAISED BY POST-CLOSING SYNDICATION (1.4); ADDRESS [REDACTED] LATHAM QUESTIONS RE: AGUD (FOLLOW-UP WITH A&M RE: SAME) (.7); FOLLOW-UP WITH SKADDEN RE: ADJOURNMENT OF HEARING (1.1); DELIVER MESSAGE BACK TO CLIENT FROM SKADDEN RE: PROCESS ISSUES (.8).

10.00 WILLIAMS, MATTHEW J

UPDATE CALL WITH UCC ON DIP (.4); FOLLOW ON CALL WITH UCC RE: DIP AND GIVING TIME TO [REDACTED] AND DETAILED ISSUE LIST OF [REDACTED] PROPOSAL (.8); CALL WITH E. KHALIL RE: ISSUE LIST (.4); FOLLOW ON WITH FORTRESS RE: ADJOURNMENT (.3); CONF. WITH MICHAEL ROSENTHAL RE: STATUS (.6); EMAIL TO [REDACTED] RE: "DROP DEAD" DATE OF TOMORROW AT NOON (.2); HEARING PREP (1); CALL WITH J. WEISSER RE: SILVER POINT ISSUE (.3); REVIEW MOTION SUPPLEMENT DRAFT (.5); UPDATE CALL WITH B. DOUTON AT ROTSHCHILD RE:"SIDE-BY-SIDES" AND HEARING ON WEDNESDAY (.5); ANALYSIS OF ISSUES ON [REDACTED] BID AND COMPARISON TO FORTRESS (1.2); FOLLOW UP WITH B. DOUTON AND E. KHALIL ON SYNDICATION ISSUE (.5); EMAILS WITH UCC ON [REDACTED] UPDATE (.3); REVIEW OF DIP MOTION SUPPLEMENT (.5); CONTINUE DIP NEGOTIATIONS (2.5).

0.30 KELSEY, MATTHEW K

CONFERENCE WITH J. WEISSER AND M. WILLIAMS REGARDING STATUS OF DIP FINANCING AND BIDDING.

5.70 WEISSER, JOSHUA

REVIEW AND ANALYZE ALTERNATIVE BIDDER COMPETITIVE LETTER (1.3); DRAFT ISSUES LIST RELATING TO THE SAME (.5); RELATED CONFERENCES WITH COMMITTEE COUNSEL (.4); RELATED CONFERENCES WITH M. WILLIAMS (.4) AND M. ROSENTHAL (.3); ATTEND TO SCHEDULING ISSUES RELATED TO COURT HEARING (.3); DRAFT CORRESPONDENCE TO COURT REGARDING SAME (.3); DRAFT AND REVISE DRAFT ORDER FOR ALTERNATIVE BIDDER (.6); FOLLOW ON CONFERENCE WITH POTENTIAL BIDDER REGARDING DILIGENCE ITEM (.3); RELATED CORRESPONDENCE (.2); REVISIONS TO HEARING SCRIPT (.6); REVISIONS TO SECOND SUPPLEMENT (.3); CONFERENCE WITH ALTERNATIVE BIDDER COUNSEL (.2).

6.00 KIM, BRIAN J

DISCUSS WITH M. ROSENTHAL AND J. WEISSER RE: NEED FOR ADJOURNMENT OF HEARING RE: FORTRESS COMMITMENT LETTER (.4). CALL TO BANKRUPTCY COURT WITH J. WEISSER RE: ADJOURNMENT AND NEW HEARING DATE RE: FORTRESS COMMITMENT LETTER (.3). REVISE SCRIPT FOR HEARING RE: FORTRESS COMMITMENT LETTER (2.4). DRAFT SECOND MOTION SUPPLEMENT RE: REVISED FORTRESS COMMITMENT LETTER (2.9).

4.10 BABCOCK, CHRISTOPHER J

RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING (1.1); ANALYZE AND REVIEW MATERIALS RELATED TO STRUCTURE OF PORTFOLIO COMPANY (3.0).

11/06/12

1.80 ROSENTHAL, MICHAEL A

REVIEW LATEST DIP PROPOSAL FROM [REDACTED] [REDACTED] (.8); TELEPHONE WITH M. WILLIAMS RE LATEST DIP [REDACTED] PROPOSAL (.2); EMAIL TO AND FROM S. DUDLEY RE LATEST [REDACTED] PROPOSAL (.2); EMAIL TO JPL RE LATEST DIP PROPOSAL (.2); CONFERENCE CALL WITH B. DOUTON, M. WILLIAMS, S. DUDLEY REGARDING LATEST [REDACTED] DIP PROPOSAL (.4).

- 6.20 KHALIL, EMAD H REVIEW REVISED [REDACTED] PROPOSED COMMITMENT (2.4); TELEPHONE CONFERENCES WITH LATHAM AND UCC RE: SAME (.4); FOLLOW-UP WITH SKADDEN RE: [REDACTED] [REDACTED] AND REVISING COMMITMENT LETTER TO REFLECT SAME (1.2); PREPARE FOR HEARING BEFORE JUDGE LAYNE ON WEDNESDAY (1.1); REVIEW FURTHER [REDACTED] REVISED PROPOSAL AND PREPARE FOR CONFERENCE CALLS (1.1).
- 11.50 WILLIAMS, MATTHEW J CALLS AND NEGOTIATIONS ON COMMITMENT AND SIDE-BY-SIDE LETTER (4.2); PREPARE FOR CALL WITH [REDACTED] (.8); CALL WITH B. DOUTON ON PROCESS AND BEST BID (.5); CALL WITH S. DUDLEY REGARDING DIP FINANCING PROPOSALS AND ISSUES (.6); UPDATE CALL WITH COMMITTEE (E. FLECK) AND FOLLOW ON CALL WITH B. DOUTON ON DIP ISSUES AND STRATEGY (.5), FURTHER REVIEW OF [REDACTED] COMMITMENT LETTER AND ISSUE LIST (.9); PREPARE FOR HEARING, REVIEW ALL DOCUMENTS AND OUTLINE OF ARGUMENTS (2.2); REVIEW REVISED [REDACTED] PROPOSAL AND ISSUE LIST (1); REVIEW BUDGET ISSUES AND CASH NEED, FURTHER NEGOTIATIONS AND STRATEGY (1.8).
- 0.20 KELSEY, MATTHEW K CALL WITH J. WEISSER REGARDING STATUS OF FINANCING PROCESS AND HEARING.
- 8.50 WEISSER, JOSHUA DRAFT AND REVISE MEMORANDUM TO CLIENT AND INTERNAL TEAM REGARDING VARIOUS OFFERS (.9); CONFERENCES WITH M. WILLIAMS (.2) AND E. KHALIL (.3) REGARDING SAME; PREPARE FOR AND ATTEND CONFERENCE CALL WITH CLIENT REGARDING ALTERNATIVE OFFER (.8); FOLLOW ON INTERNAL CONFERENCE (.3); PREPARATION FOR HEARING (.7); REVISIONS TO DRAFT MOTION SUPPLEMENT (1.2); RELATED CONFERENCES WITH B. KIM (.4); CONFERENCE WITH FORTRESS' COUNSEL REGARDING REVISIONS TO OFFER (.4); PREPARE FOR AND ATTEND CONFERENCES WITH M. WILLIAMS AND COUNSEL TO COMMITTEE (.5) AND COUNSEL TO ALTERNATIVE BIDDER (.7); REVIEW AND ANALYSIS OF ALTERNATIVE OFFER (1.2); DRAFT INTERNAL MEMORANDUM REGARDING OUTSTANDING ISSUES RELATED TO SAME (.9).
- 0.30 RUIZ, VICENTE RESPOND TO MAYHOOLA QUESTIONS REGARDING NON-DISCLOSURE AGREEMENT AND REVISE NON-DISCLOSURE AGREEMENT ACCORDINGLY.

- 5.00 KIM, BRIAN J REVIEW AND REVISE DRAFT OF THE SECOND SUPPLEMENT TO THE COMMITMENT LETTER MOTION RE: REVISED FORTRESS COMMITMENT LETTER (1.2). REVIEW AND REVISE SCRIPT OF TALKING POINTS FOR HEARING ON NOV 7 RE: REVISED FORTRESS COMMITMENT LETTER (2.4). CIRCULATE REVISED SCRIPT TO M. WILLIAMS (.2). REVIEW AND REVISE PROPOSED ORDER RE: REVISED FORTRESS COMMITMENT LETTER (1.2).
- 2.20 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING (.4); ANALYZE AND REVIEW MATERIALS RELATED TO STRUCTURE OF PORTFOLIO COMPANY (1.8).
- 11/07/12
- 2.10 ROSENTHAL, MICHAEL A NUMEROUS EMAILS AND TELEPHONE CONFERENCES WITH S. DUDLEY, M. WILLIAMS, B. DOUTON, H. PARKHILL REGARDING COMPARISON OF [REDACTED] AND FORTRESS PROPOSALS AND PREPARATION FOR HEARING REGARDING COMMITMENT LETTER (1.8); REVIEW SIDE BY SIDE COMPARISON (.3).
- 1.70 BUFFONE, STEVEN P REVIEW GLOBAL SETTLEMENT (1.1); MEET WITH J. O'GRADY (.2); NUMEROUS EMAILS WITH J. O'GRADY RE SAME (.4).
- 0.20 TRINKLEIN, JEFFREY DISCUSS ISSUES WITH DIP FINANCING WITH E. KHALIL AND EFFECT ON STRUCTURE.
- 7.40 KHALIL, EMAD H CONFERENCES WITH ARCAPITA AND ROTHSCHILD TO DISCUSS REVISED DIP COMMITMENT (1.4); PREPARE FOR HEARING (0.9); FURTHER NEGOTIATIONS WITH FORTRESS RE: TERMS OF THEIR COMMITMENT (1.7); FINALIZE AND DOCUMENT FORTRESS COMMITMENT (INCLUDING DEALING WITH LAST MINUTE CHANGES RE: MINIMUM HURDLE RETURN) (1.7); COORDINATE WITH S. SANTRA RE: MAKING REQUIRED REVISIONS TO DRAFT MASTER MURABAHA DIP AND CONFORMING TO FORTRESS TERM SHEET (1.7).

- 11.10 WILLIAMS, MATTHEW J CALL WITH UCC REGARDING HEARING TODAY (.4); REVIEW AND SEND OUT ISSUE LIST WITH RESPECT TO [REDACTED] RECENT PROPOSAL (.8); REVIEW SIDE BY SIDE OF RECENT PROPOSALS (.5); REVIEW EXIT FEE ANALYSIS (.9); CONFERENCE RE BENEFIT OF FORTRESS OVER RECENT PROPOSAL (1); CALL WITH LATHAM RE: PROBLEMS WITH MOST RECENT PROPOSAL (.5); CALL WITH B. DOUTON RE: HEARING TODAY (.3); CALL WITH M. ROSENTHAL RE: CASH NEED AND OTHER ISSUES (.5); FOLLOW UP WITH FORTRESS COUNEL RE: STRATEGY FOR HEARING TODAY (.6); CALL WITH UCC RE: STATUS CONFERENCE (.3); INCLUDING LENGTHY CONFERENCE REGARDING SETTLEMENT NEGOTIATIONS RETURN (4.3); UPDATE TO CLIENT AND TO M. ROSENTHAL (.2); REVIEW AND COMMENTS TO REVISED SKADDEN DOCUMENTS REGARDING CHANGE TO EXIT FEE AND [REDACTED] (.8).
- 0.40 KELSEY, MATTHEW K CONFERENCE WITH M. WILLIAMS AND J. WEISSER REGARDING DIP FINANCING HEARING AND RESULT.
- 5.90 WEISSER, JOSHUA PREPARE FOR HEARING ON COMMITMENT LETTER MOTION (2.1); RELATED REVISIONS TO HEARING SCRIPT (1.8); RELATED CONFERENCES WITH E. KHALIL (.3) AND M. WILLIAMS (.6); REVIEW AND ANALYSIS OF REVISED ALTERNATIVE OFFER (.6); DRAFT INTERNAL MEMORANDUM TO SAME (.3); RELATED CONFERENCES WITH E. KHALIL (.1) AND D. KOLIN (.1).
- 2.60 BABCOCK, CHRISTOPHER J REVIEW SHAREHOLDER PROXIES IN CONNECTION WITH UNSECURED CREDITORS COMMITTEE REQUEST.
- 11/08/12
1.20 ROSENTHAL, MICHAEL A MEETING WITH C. COMBS RE DIP BUDGET (.2); REVIEW REVISED DIP BUDGET (.2); EMAIL TO S. DUDLEY RE REVISED DIP BUDGET (.2); TELEPHONE WITH E. KHALIL AND J. WEISSER RE DIP OFFERS FROM [REDACTED] (.3); MEETING WITH M. CHOWDHURY, HISHAM REGARDING [REDACTED] DIP OFFERS (.3).

- 6.10 KHALIL, EMAD H FINALIZE FORTRESS COMMITMENT (2.6); TELEPHONE CONFERENCE WITH M. ROSENTHAL RE: SAME AND FURTHER TO CALL DEVELOP REQUIRED IMPROVED TERMS TO CONSIDER ALTERNATIVE DIP (.3); REVIEW AND REVISE MASTER MURABAHA DIP AGREEMENT AND FORWARD TO S. SANTRA FOR FURTHER REVISIONS (3.2).
- 5.80 WILLIAMS, MATTHEW J EMAILS AND FOLLOW UP ON LIQUIDITY NEED AND PROCESS FOR UPSIZING (.9); CALL WITH S. DUDLEY AND INTERNAL TEAM RE: NEXT STEPS (.3); CALL WITH E. KHALIL AND J. WEISSER RE: EXIT FEE UPSIZE AND EMAILS ON SAME (.6); EMAIL TO J. WEISSER RE: COMMUNICATION WITH JUDGE ON SCHEDULING AND CHANGES TO DIP ORDER (.4); REVIEW OF ISSUE LIST WITH RESPECT TO WHAT WOULD CONSTITUTE A "BETTER" DIP FINANCING PROPOSAL (.6); REVIEW OF LIQUIDITY NEED ISSUE AND POTENTIAL SOLVES (.5); REVIEW AND SIGN OFF ON REVISED SKADDEN DOCUMENTS (.6); REVIEW MURABAHA CURRENT FORM AND DIP MOTION (1.9).
- 7.80 SANTRA, SAPTAK ATTEND TELECONFERENCE WITH E. KHALIL REGARDING BACKGROUND TO MURABAHA DIP FACILITY FOR ARCAPITA BANKRUPTCY (1.4); REVIEW GDC 7 SEPTEMBER DRAFT OF MASTER MURABAHA AGREEMENT TOGETHER WITH COMPARISON TO STANDARD CHARTERED BANK MASTER MURABAHA AGREEMENT PREPARED BY HOGAN LOVELLS (2.4); REVIEW DRAFT FORTRESS COMMITMENT LETTER OF NOVEMBER 1, 2012 TOGETHER WITH ATTACHED TERM SHEET (1.9); CONFORM DEFINITIONS, EVENTS OF DEFAULT AND CONDITIONS PRECEDENT OF MASTER MURABAHA AGREEMENT TO THE TERMS AND CONDITIONS OF COMMITMENT LETTER AND TERM SHEET AND REFLECT COMMENTS OF ARTHUR ROGERS AND SIMON DUDLEY TO THE GDC DRAFT MASTER MURABAHA AGREEMENT OF 7 SEPTEMBER AS SET OUT IN AN EMAIL OF 10 SEPTEMBER (2.1).

- 5.50 WEISSER, JOSHUA REVIEW, ANALYSIS AND REVISE FORTRESS COMMITMENT LETTER CONSISTENT WITH REPRESENTATIONS IN COURT (2.2); CONFERENCE CALLS WITH FORTRESS' COUNSEL REGARDING PROPOSED MODIFICATION TO FORTRESS COMMITMENT LETTER AND SCHEDULING ISSUES (.6); REVIEW AND ANALYSIS OF FINAL REVISIONS TO DOCUMENT (.5); RELATED CONFERENCES WITH COMMITTEE COUNSEL (.6) AND E. KHALIL (.3); CONFERENCE WITH M. WILLIAMS REGARDING SCHEDULING ISSUES (.2); WORK WITH B. KIM TO PREPARE FOR SUBMISSION OF FINAL COMMITMENT LETTER AND PROPOSED SEALING ORDER TO THE COURT (1.1).
- 2.70 KIM, BRIAN J EMAIL TO MILBANK RE: PROPOSED FORM OF ORDER (.3). DRAFT EMAIL TO JUDGE LANE'S CHAMBERS RE: SUBMISSION OF SETTLED ORDERS (.9). EMAILS AND CALLS WITH SKADDEN RE: REVISED FORTRESS COMMITMENT LETTER DOCUMENTS (1.2). EMAIL TO JUDGE LANE'S CHAMBERS RE: SUBMISSION OF SETTLED ORDERS (.3).
- 1.50 MOSKOWITZ, ALAN REVIEW AND ANALYZE REVISED FORTRESS COMMITMENT LETTER (1.2); OFFICE CONFERENCE WITH J. WEISSER REGARDING SAME AND ADDITIONAL DIP ISSUES (.3).
- 2.00 BABCOCK, CHRISTOPHER J REVIEW SHAREHOLDER PROXIES IN CONNECTION WITH UNSECURED CREDITORS COMMITTEE REQUEST.
- 11/09/12
1.30 ROSENTHAL, MICHAEL A EMAILS WITH S. DUDLEY AND M. CHOWDHURY REGARDING ALTERNATIVE ME PROVIDERS (.3); EMAILS WITH C. COMBS REGARDING DIP BUDGET (.2); EMAIL WITH M. CHOWDHURY RE DIP BUDGET (.2); EMAIL FROM J. WEISSER RE BETTER TERMS (.2); COMMENT ON SUBCON MEMO (.4).
- 6.40 KHALIL, EMAD H REVIEW AND REVISE MASTER MURABAHA DIP AGREEMENT.

- 6.20 WILLIAMS, MATTHEW J REVIEW OF ISLAMIC FINANCE ISSUES FOR DIP (1.0); REVIEW MURABAHA CREDIT AGREEMENT (1.5); REVIEW AND COMMENTS TO MOTION (1.8); REVIEW OF RECENT "INFORMATION REQUEST" FROM FORTRESS AND DETAILED EMAIL RESPONSE ON SAME (.7); REVIEW TERM SHEET PER FORTRESS RESPONSE AND FOLLOW UP (.4); FOLLOW UP WITH CLIENT AND INTERNALLY ON "INFORMATION REQUEST" AND NEXT STEPS AND CALL TOMORROW (.3); FURTHER REVIEW OF DOCUMENT AND COMPARISON TO PREVIOUS VERSIONS (.5).
- 8.10 SANTRA, SAPTAK REVIEW REVISIONS TO MASTER MURABAHA AGREEMENT MADE OVERNIGHT BY E. KHALIL AND CIRCULATED AS AN INTERNAL DRAFT (1.9); REVIEW REVISED CHANGES TO EXECUTION COPY OF FORTRESS COMMITMENT LETTER AND ATTACHED TERM SHEET (2.0); REVIEW SUPPLEMENTAL DISCLOSURES REFERRED TO IN THE ANNEXURES TO FORTRESS COMMITMENT LETTER (1.7); CONTINUE CONFORMING CHANGES TO MASTER MURABAHA AGREEMENT (2.3); CIRCULATE REVISIONS MADE TO MASTER MURABAHA AGREEMENT TOGETHER WITH COMPARISON TO E. KHALIL (.2).
- 2.70 WEISSER, JOSHUA REVIEW, ANALYSIS AND REVISION TO PROPOSED CASH MANAGEMENT ORDER (.5); RELATED CONFERENCE WITH A. CHATTERJEE (.2); REVIEW AND ANALYSIS OF DRAFT BUDGET (.3); CORRESPONDENCE REGARDING ENTRY OF COMMITMENT LETTER ORDER AND NEXT STEPS (.3); RELATED CONFERENCES WITH M. WILLIAMS (.2) AND C. DELANO (.2); DRAFT LIST OF POTENTIAL MODIFICATIONS TO SAME (.3); CORRESPONDENCE REGARDING DILIGENCE ISSUES RELATING TO CONDITIONAL AMOUNT UNDER COMMITMENT LETTER (.3); RELATED CONFERENCES WITH M. WILLIAMS (.2); DRAFT MEMORANDUM REGARDING NEXT STEPS TO CLIENT (.2).
- 0.80 RUIZ, VICENTE REVIEW MAYHOOLA MARK-UP TO NON-DISCLOSURE AGREEMENT AND REVISE (.4); DISCUSS CHANGES TO NON-DISCLOSURE AGREEMENT WITH MAYHOOLA ATTORNEYS (.4).
- 2.60 BABCOCK, CHRISTOPHER J REVIEW SHAREHOLDER PROXIES IN CONNECTION WITH UNSECURED CREDITORS COMMITTEE REQUEST.

1.00	CHATTERJEE, AYESHA	REVISE AND FINALIZE INTERIM CASH MANAGEMENT ORDER AND DISTRIBUTE TO N. HERTHER-SPIRO AND N. KAMPHAUS.
11/10/12		
0.60	ROSENTHAL, MICHAEL A	EMAILS FROM S. DUDLEY REGARDING FORTRESS DILIGENCE LIST (.2); TELEPHONE WITH S. DUDLEY RE FORTRESS DILIGENCE (.2); EMAIL TO L. HIRSH, C. COMBS, J. MAKUCH REGARDING DIP BUDGET (.2).
1.50	WILLIAMS, MATTHEW J	CALL WITH CLIENT AND ROTHSCHILD RE: "INFORMATION REQUEST" ON DIP (.6); REVIEW OF DILIGENCE LIST FROM ROTHSCHILD (.3); FOLLOW UP EMAILS ON SAME RE: DEALING WITH NEW ISSUE RAISED BY FORTRESS AND FOLLOW UP INTERNALLY (.6).
0.40	WEISSER, JOSHUA	CONFERENCE REGARDING DILIGENCE ISSUES RELATED TO COMMITMENT LETTER WITH FORTRESS.
11/11/12		
0.20	ROSENTHAL, MICHAEL A	EMAILS WITH S. DUDLEY REGARDING TREATMENT OF STANDARD CHARTERED BANK CLAIMS IN PLAN.
0.60	KHALIL, EMAD H	REVIEW FIRST DRAFT OF INVESTMENT AGENCY AGREEMENT.
0.10	WEISSER, JOSHUA	CORRESPONDENCE REGARDING CASH MANAGEMENT ISSUES.
2.80	MOSKOWITZ, ALAN	REVISE DRAFT DIP MOTION AND RELATED DECLARATIONS BASED ON REVISIONS TO FORTRESS COMMITMENT LETTER AND COURT'S AUTHORIZATION TO ENTER INTO SAME.
11/12/12		
0.50	ROSENTHAL, MICHAEL A	EMAILS WITH M. WILLIAMS, S. DUDLEY REGARDING FORTRESS INFORMATION REQUESTS (.3); TELEPHONE WITH E. KHALIL RE FORTRESS INFO REQUESTS (.2).

- 8.80 KHALIL, EMAD H INTERNAL CONFERENCE CALLS RE: HOW TO ADDRESS FORTRESS REQUEST FOR ADDITIONAL DILIGENCE (1.2); FOLLOW-UP WITH SKADDEN RE: SAME (.9); CONTINUE TO DRAFT MASTER MURABAHA DIP AND TRANSMIT TO CLIENT FOR COMMENTS (6.7).
- 4.60 WILLIAMS, MATTHEW J EMAIL FROM SIMON DUDLEY RE: PROCESS ON INFO REQUEST (.2); CALL WITH E. KHALIL AND J. WEISSER RE: REACHING OUT TO SKADDEN AND STRATEGY (.6); CALL WITH J. WEISSER RE: WHAT INFORMATION CAN WE PROVIDE AND FOLLOW UP (.8); STRATEGY ON PUSHING FORWARD (.5); REVIEW AND QUESTIONS ON DRAFT MURABAHA (2); REVIEW OF S. DUDLEY QUESTIONS AND ADD-ONS (.5).
- 6.90 SANTRA, SAPTAK PREPARE FIRST DRAFT OF INVESTMENT AGENCY AGREEMENT (5.8); REVIEW DOCUMENT AND TRANSMIT INTERNAL DRAFT TO E. KHALIL (1.1).
- 5.60 WEISSER, JOSHUA DRAFT AND REVISE MULTIPLE INTERNAL MEMORANDA REGARDING COMMITMENT LETTER MECHANICS (.4); RELATED INTERNAL CORRESPONDENCE WITH E. KHALIL (.2); REVIEW AND ANALYSIS OF DILIGENCE REQUEST (.3); RELATED REVIEW AND ANALYSIS OF AVAILABLE RESPONSIVE DOCUMENTS ON DATA ROOM (.4); RELATED CONFERENCES WITH E. KHALIL (.2) AND C. BABCOCK (.2); PREPARE FOR AND ATTEND GROUP CONFERENCE WITH M. ROSENTHAL, E. KHALIL AND A. ROGERS REGARDING SAME (1.1); REVISIONS TO DECLARATIONS DRAFTED IN SUPPORT OF DRAFT FINANCING MOTION (1.8); CORRESPONDENCE REGARDING DIP BUDGET (.1); CORRESPONDENCE WITH FORTRESS' COUNSEL REGARDING DEPOSIT ISSUES (.2); REVISIONS TO PROPOSED CASH MANAGEMENT ORDER (.2); RELATED INTERNAL CORRESPONDENCE AND CORRESPONDENCE WITH COMMITTEE COUNSEL (.5).
- 0.40 KIM, BRIAN J EMAILS WITH F. O'DRISCOLL (MOURANT) RE: APPROVAL OF DIP FINANCING IN CAYMAN PROCEEDINGS.
- 1.00 MOSKOWITZ, ALAN FURTHER REVISIONS TO DIP MOTION AND RELATED PLEADINGS.

- 4.90 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING (2.2); ANALYZE AND REVIEW SHAREHOLDER PROXY AGREEMENTS (2.7).
- 1.20 CHATTERJEE, AYESHA REVISE DRAFT BUDGET AND CASH MANAGEMENT ORDER.
- 11/13/12
- 0.40 ROSENTHAL, MICHAEL A EMAILS WITH S. DUDLEY AND E. KHALIL REGARDING FORTRESS INFO REQUESTS (.2); EMAIL WITH M. CHOWDHURY RE ALTERNATIVE DIP PROVIDERS (.2).
- 7.60 KHALIL, EMAD H ATTENTION TO INFORMATION REQUESTS FROM FORTRESS (1.3); MEETING WITH A. ROGERS, H. THOMPSON ET. AL RE: DIP STATUS (.8); MEETING WITH A. ROGERS RE: COMMENTS ON DRAFT MURABAHA DIP AGREEMENT (.7); REVIEW AND REVISE DRAFT MURAHABAH DIP AGREEMENT AND TRANSMIT TO SKADDEN (4.8).
- 6.10 WILLIAMS, MATTHEW J MEET WITH J. WEISSER RE: INFORMATION FLOW ON INFO COVENANT, FOLLOW UP WITH CLIENT (.2); REVIEW STATUS OF INFORMATION MADE AVAILABLE TO CONFIRM COMPLIANCE (.5); MEET WITH B. DOUTON REGARDING STATUS OF DIP AND INFORMATION FLOW, VARIOUS DIP ISSUES (.4); REVIEW AND COMMENTS TO MURABAHA DIP BEFORE SENDING TO SILVER POINT (4.6); FOLLOW UP WITH S. DUDLEY ON DIP STATUS (.4).
- 4.00 WEISSER, JOSHUA ATTEND TO DILIGENCE ISSUES IN CONNECTION WITH DIP LOAN (.3); RELATED CONFERENCES WITH M. WILLIAMS (.2) AND E. KHALIL (.2); RELATED CONFERENCE WITH CLIENT AND C. BABCOCK (.4); REVIEW AND ANALYSIS OF DIP BUDGET (.3); RELATED CORRESPONDENCE WITH J. GORDON (A&M) (.3); REVIEW, ANALYZE AND REVISE DECLARATIONS IN SUPPORT OF DIP MOTION (2.0); ATTEND TO ISSUES RELATED TO CASH MANAGEMENT INTERIM ORDER (.3).

- 4.00 KIM, BRIAN J EMAILS TO F. O'DRISCOLL RE: TIMELINE OF DIP FINANCING APPROVAL (.4). CALL WITH F. O'DRISCOLL RE: [REDACTED] ISSUE (.5). REVIEW DIP FINANCING MOTION (2.7). DRAFT LIST OF WCF ENTITIES THAT WILL BE REQUIRED TO PREPARE CAYMAN CORPORATE DOCUMENTATION IN CONNECTION WITH DIP FINANCING DOCUMENTATION PROCESS (.4).
- 6.30 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING.
- 0.20 CHATTERJEE, AYESHA DISCUSS INTERIM BUDGET FOR FILING WITH J. WEISSER, D. AMPONSAH AND J. GORDON.
- 11/14/12
0.20 ROSENTHAL, MICHAEL A EMAILS REGARDING TADHAMON RESPONSE RE PLACEMENT FUNDS (.2).
- 2.90 KHALIL, EMAD H ATTENTION TO INFORMATION REQUESTS FROM FORTRESS AND PROCESS (1.3); INITIAL REVIEW OF DRAFT INVESTMENT AGENCY AGREEMENT AND DIP FEE LETTER (1.6).
- 2.40 WILLIAMS, MATTHEW J MEETING WITH WEISSER ON DIP UPDATE (.2); EDITS TO MASTER MURABAHA AGREEMENT (1.9); CALL WITH M. ROSENTHAL RE: QUESTION ON COVENANT ON MANDATORY PREPAY AND FOLLOW UP (.3).
- 4.20 SANTRA, SAPTAK REVIEW INITIAL DRAFT OF MASTER MURABAHA AGREEMENT AS CIRCULATED TO SKADDEN TEAM BY EMAD KHALIL (1.8); REVIEW STANDARD CHARTERED BANK MURABAHA FEE LETTERS (.9); DRAFT DIP FEE LETTER AND CIRCULATE TO EMAD KHALIL (1.5).
- 0.90 WEISSER, JOSHUA ATTEND TO DILIGENCE ISSUES RELATED TO DIP (.4); RELATED CONFERENCES WITH A. ROGERS (.1) AND C. MILLET (.1); WORK WITH J. GORDON TO FINALIZE BUDGET IN CONNECTION WITH CASH MANAGEMENT MOTION (.3).
- 0.60 KIM, BRIAN J REVIEW CASH MANAGEMENT ORDER RE: INTERCOMPANY TRANSFERS AND CONSEQUENCES OF SUCH TRANSFERS (.4). EMAIL WITH J. WEISSER RE: SAME (.2).

4.50 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING.

0.80 CHATTERJEE, AYESHA REVIEW AND REVISE NOTICE OF BUDGET (.7); REVISE AND DISTRIBUTE CASH MANAGEMENT ORDER (.1).

0.80 AMPONSAH, DUKE K PREPARE AND FILE NOTICE OF FILING TENTH INTERIM CASH MANAGEMENT BUDGET (.4); PREPARE AND FILE REVISED NOTICE OF FILING TENTH INTERIM CASH MANAGEMENT BUDGET (.4).

11/15/12

0.80 ROSENTHAL, MICHAEL A EMAILS WITH HISHAM REGARDING ALTERNATIVE DIP PROVIDERS (.1); TELEPHONE WITH E. KHALIL REGARDING [REDACTED] (.2); MEETING WITH H. THOMPSON REGARDING [REDACTED] (.3); REVIEW STANDARD CHARTERED BANK AMENDMENT DOCUMENTS (.2).

3.70 KHALIL, EMAD H REVIEW DIP DOCUMENTATION INCLUDING DRAFTING INVESTMENT AGENCY AGREEMENT FEE LETTER AND NETTING LETTER (1.6); REVIEW AND REVISE MURABAHA AGREEMENT (1.6); INTERNAL CONFERENCES WITH CLIENT AND SKADDEN RE: SAME (.5).

1.10 WILLIAMS, MATTHEW J FOLLOW UP ON DILIGENCE QUESTIONS (.3); EDITS TO MOTION (.8).

0.30 KELSEY, MATTHEW K CORRESPONDENCE WITH C. MILLET AND J. WEISSER REGARDING BUDGET AND FALCON FEES.

0.20 WEISSER, JOSHUA ATTEND TO DILIGENCE ISSUES IN CONNECTION WITH FINANCING COMMITMENT LETTER.

1.10 RUIZ, VICENTE ASSIST J. WEISSER WITH QUESTIONS RE FORTRESS NON-DISCLOSURE AGREEMENT (.4); PREPARE AND PARTICIPATE IN TELEPHONE CALL WITH MAYHOOLA COUNSEL TO DISCUSS ISSUES WITH MAYHOOLA NON-DISCLOSURE AGREEMENT (.7).

1.00 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING.

11/16/12

0.90 ROSENTHAL, MICHAEL A MEET WITH M. WILLIAMS REGARDING FORTRESS DIP (.2); REVIEW DRAFTS OF DIP DOCUMENTS (.4); REVIEW DRAFTS OF STANDARD CHARTERED BANK DOCUMENTS (.3).

5.80 KHALIL, EMAD H FINALIZE AND TRANSMIT TO SKADDEN DRAFT AGENCY AGREEMENT AND NETTING LETTER (3.1); CIRCULATE FEE LETTER TO ARCAPITA (.3); REVIEW AND REVISE TO MURABAHA AGREEMENT (1.9); INTERNAL CONFERENCES WITH CLIENT AND SKADDEN RE: SAME (.5).

2.40 WILLIAMS, MATTHEW J MEET WITH M. ROSENTHAL RE: DIP TIMING AND INTERCO MURABAH ISSUE ON DIP (.3); CALL WITH J. WEISSER REGARDING TIMING OF DIP AND MARKUP STATUS (.2); EMAIL TO D. KOLIN AT SKADDEN RE: DIP (.3); FOLLOW UP ON DILIGENCE AND STRUCTUE ISSUES WITH DIP (1.6).

1.10 SANTRA, SAPTAK DRAFT NETTING LETTER AND CIRCULATE TO EMAD KHALIL.

3.40 WEISSER, JOSHUA REVISIONS TO DECLARATIONS IN SUPPORT OF FINANCING MOTION (3.3); ATTEND TO DILIGENCE ISSUES RELATED TO FORTRESS COMMITMENT LETTER (.1).

0.40 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING.

11/17/12

3.50 WEISSER, JOSHUA REVIEW, ANALYZE AND REVISE DIP MOTION (1.8); REVIEW AND REVISE PARKHILL DECLARATION (1.1) AND HIRSH DECLARATION IN SUPPORT THEREOF (.6).

11/18/12

0.20 ROSENTHAL, MICHAEL A EMAILS REGARDING FORTRESS DOCUMENTS (.2).

2.20 WILLIAMS, MATTHEW J BEGIN REVIEW OF SKADDEN MARKUP OF DIP (2.1); EMAILS REGARDING NECESSITY OF LOCAL COUNSEL AND SCHEDULING (.1).

4.50	WEISSER, JOSHUA	COMPLETE DRAFT DIP MOTION (4.3); RELATED CONFERENCE WITH A. MOSKOWITZ (.2).
3.80	MOSKOWITZ, ALAN	REVIEW AND REVISE DRAFT DIP MOTION AND RELATED DECLARATIONS.
11/19/12		
7.80	KHALIL, EMAD H	REVIEW SKADDEN'S REVISED DRAFT DIP AGREEMENT AND PREPARE AND TRANSMIT ISSUES LIST INTERNALLY AND TO CLIENT (2.4); ATTENTION TO DUE DILIGENCE ISSUES (CONFERENCE WITH C. BABCOCK) (.4); ATTENTION TO LEGAL OPINION ISSUES (CONFERENCE WITH D. MEHREBAN AND S. ROSS) (.3); REVIEW PROPOSED STAND-ALONE PLAN STRUCTURES AND CONSIDER IMPACT ON DIP (2.6); CONSIDER POTENTIAL SKADDEN REQUEST TO AMEND ORGANIZATIONAL DOCUMENTS OF CAYMAN GUARANTORS (2.1).
8.40	WILLIAMS, MATTHEW J	CALL WITH E. KHALIL RE: MURABAHA STRUCTURE AND ISSUES ON REPLACEMENT MURABAHA CONTRACTS (.8); CALL WITH E. KHALIL RE: ISSUES ON DIP (.4); REVIEW OF MARKUP SENT BY SKADDEN AND DETAILED ISSUE LIST (5.2); REVIEW KHALIL ISSUE LIST (.3); BEGIN REVIEW OF REVISED DIP RECEIVED FROM SKADDEN THIS EVENING (1.7).
0.70	MEHRABAN, DARIUS J	OFFICE CONFERENCE WITH E. KHALIL AND S. ROSS RE FINANCING DOCUMENTATION AND LEGAL OPINION ISSUES (.3); REVIEW SAME (.4).
3.80	SANTRA, SAPTAK	REVIEW REVISED MURABAHA DIP AGREEMENT (1.2); REVIEW AND ANALYSE SKADDEN COMMENTS ON REVISED MURABAHA DIP AGREEMENT (1.2); REVIEW SKADDEN FIRST DRAFT OF INTERIM DIP ORDER (1.4).
0.20	VOJTISEK, JOHN-PAUL	REVIEW MARKUP OF DIP LOAN.
8.00	WEISSER, JOSHUA	REVIEW, ANALYZE AND REVISE PROPOSED FORM OR ORDER RELATING TO FORTRESS DIP AGREEMENT (3.4); REVIEW, ANALYZE AND REVISE PROPOSED DIP AGREEMENT (2.8); RELATED CONFERENCE WITH E. KHALIL (.2); RELATED CONFERENCES WITH LENDER COUNSEL (.3); REVISIONS TO DECLARATIONS IN SUPPORT OF DIP MOTION (1.1); RELATED CONFERENCE WITH M. WILLIAMS (.2).

1.00 ROSS, STEWART R REVIEW FACILITY DOCUMENTS AND PRECEDENT OPINIONS.

1.50 KIM, BRIAN J ATTENTION TO [REDACTED] RETENTION ISSUE IN CONNECTION WITH APPLICATION TO CAYMAN COURT TO APPROVE DIP FINANCING.

2.80 COPPOLA, ROBERT L REVIEW MASTER MURABAHA DIP FINANCING AGREEMENT AND OTHER ANCILLARY DOCUMENTS PROVIDED (1.3); REVIEW PRECEDENT OPINIONS FROM 2011 SECURED MURABAHA IN ANTICIPATION OF DRAFTING OPINION AND COORDINATING WITH LOCAL COUNSEL (1.5).

1.70 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING (.5); REVIEW PORTFOLIO COMPANY DOCUMENTS IN RESPONSE TO POSSIBLE REQUEST FROM POTENTIAL FINANCIER (1.2).

11/20/12
0.60 ROSENTHAL, MICHAEL A TELEPHONE WITH J. WEISSER REGARDING DIP STATUS (.2); TELEPHONE WITH S. ROSS REGARDING OPINION LETTER AND VALIDATION ORDER (.2); EMAIL TO S. DUDLEY AND OTHERS REGARDING INTERIM HEARING (.2).

11.90 KHALIL, EMAD H TELEPHONE CONFERENCES WITH CAYMAN COUNSEL AND BAHRAINIAN COUNSEL RE: LEGAL OPINIONS AND OTHER MATTERS (1.7); TELEPHONE CONFERENCE WITH CLIENT TO GO THROUGH REVISED SKADDEN DIP AGREEMENT AND ISSUES LIST (1.3); ATTENTION TO PROPOSED STAND-ALONE PLAN AND POSSIBLE STRUCTURE CHANGES AND IMPACT ON DIP (4.4); INITIAL REVIEW OF DRAFT PLEDGE AND SECURITY AGREEMENT CIRCULATED BY SKADDEN (4.5).

- 11.90 WILLIAMS, MATTHEW J REVIEW DIP MOTION (.8); CALL WITH CAYMAN COUNSEL RE: LEGAL OPINION AND PROCESS (.4); PREP FOR ARCAPITA CALL ON DIP RE: ISSUE LIST (1.7); CALL WITH COMPANY AND E. KHALIL REGARDING ISSUE LIST OF OPEN POINTS ON ARCAPITA DIP AND COUNTER PROPOSALS (2.4); FOLLOW UP CALL WITH E. KHALIL (.3); DETAILED ISSUE LIST FOR E. KHALIL ON OPEN POINTS AND MARKUP OF DIP (1.9); REVIEW OF WEISSER ISSUE LIST AND INCORPORATE (.4); DETAILED REVIEW OF J. WEISSER MARKUP OF DIP ORDER AND MARKUP (1.4); CONFERENCE WITH J. WEISSER RE: DIP ORDER AND WALK THROUGH OF COMMENTS (.6); REVIEW DIP CREDIT AGREEMENT (2.0).
- 4.80 SANTRA, SAPTAK REVIEW FURTHER REVISED COMMENTS TO MURABAHA DIP AGREEMENT (3.6); ATTEND CONFERENCE CALL WITH GDC TEAM AND ARCAPITA TEAM TO DISCUSS SKADDEN COMMENTS ON MURABAHA DIP AGREEMENT (1.2).
- 8.30 WEISSER, JOSHUA COMPLETE REVIEW OF MURABAHA AGREEMENT (2.4); DRAFT RELATED ISSUES LIST FOR INTERNAL TEAM (1.2); PREPARE FOR AND ATTEND CALL WITH CLIENT REGARDING OPEN BUSINESS ISSUES RELATING TO MURABAHA AGREEMENT (1.5); PREPARE FOR AND ATTEND CALLS REGARDING OPINIONS (.8); FOLLOW UP CALL WITH CAYMAN COUNSEL (.2); CONFERENCE WITH A. MOSKOWITZ REGARDING MOTION TERMS (.2); CONFERENCE WITH M. WILLIAMS REGARDING INTERIM ORDER (.5); CONFERENCE WITH C. DELANO REGARDING SIMILAR ISSUES (.2); RELATED CONFERENCE WITH C. MILLET; COMPLETE MARKUP OF PROPOSED FORM OF INTERNAL ORDER (1.3).
- 1.80 ROSS, STEWART R CONFERENCE CALL ON LEGAL OPINIONS (.3); REVIEW OF FACILITY DOCUMENTS AND PRECEDENT OPINIONS (1.5).
- 4.00 MOSKOWITZ, ALAN REVISE DRAFT DIP MOTION AND RELATED DECLARATIONS BASED ON DRAFT DIP ORDER AND DIP AGREEMENT (3.5); OFFICE CONFERENCE WITH J. WEISSER REGARDING SAME (.5).

4.30 COPPOLA, ROBERT L CONTINUE REVIEW OF FINANCING DOCUMENTS, INCLUDING PREVIOUS LOCAL COUNSEL OPINION (1.1); CONFER WITH S. ROSS REGARDING COORDINATION OF LOCAL COUNSEL OPINIONS (.3); BEGIN REVIEW OF ARCAPITA ENTITIES TO DETERMINE PLACE OF INCORPORATION (2.5); CREATE DRAFT EMAILS TO SEND TO CAYMAN ISLANDS AND BAHRAIN COUNSEL REGARDING LEGAL OPINIONS (.4).

1.60 BABCOCK, CHRISTOPHER J REVIEW PORTFOLIO COMPANY DOCUMENTS IN RESPONSE TO POSSIBLE REQUEST FROM POTENTIAL FINANCIER.

11/21/12

1.00 ROSENTHAL, MICHAEL A MEET WITH J. WEISSER REGARDING STATUS OF DIP DOCUMENTS (.2); REVIEW COMMENTS TO PROPOSED MURABAHA FACILITY DOCUMENTS (.8).

8.10 KHALIL, EMAD H REVIEW, REVISE AND TRANSMIT DRAFT DIP AGREEMENT TO SKADDEN (7.4); CONFERENCE WITH J. O'GRADY & S. PARNES RE: CONTEMPLATED STRUCTURING ISSUES AND POTENTIAL IMPACTS ON DIP (.7).

4.60 WILLIAMS, MATTHEW J REVIEW STANDARD CHARTERED BANK COMMENTS TO DIP ORDER (.6); FURTHER EDITS TO DIP MOTION AND DECLARATIONS (2.1); REVIEW E. KHALIL MARKUP OF DIP DOCS SENT TO SKADDEN (1.9).

1.60 SANTRA, SAPTAK ATTEND TELECONFERENCE WITH E. KHALIL TO DISCUSS MURABAHA DIP AGREEMENT AND ARCAPITA GROUP STRUCTURE IN RELATION TO COLLATERAL AND GUARANTORS (.4); CONSIDER REVISIONS TO DRAFT MURABAHA AGREEMENT FOLLOWING CONFERENCE CALL WITH ARCAPITA TEAM (1.2).

2.70 WEISSER, JOSHUA COMPLETE DRAFT INTERIM DIP ORDER (1.1); REVISIONS TO SUPPORTING DECLARATIONS (.2); COMPLETE REVISIONS TO DIP MOTION (1.4).

1.80 ROSS, STEWART R CONFERENCE CALL ON LEGAL OPINIONS (.2); REVIEW OF FACILITY DOCUMENTS AND PRECEDENT OPINIONS (.7); REVIEW AND MARKUP OF SECURITY AGREEMENT (.9).

- 4.50 MOSKOWITZ, ALAN FURTHER REVISE DRAFT DIP MOTION AND DECLARATIONS.
- 4.90 COPPOLA, ROBERT L REVISE DRAFT EMAILS TO LOCAL COUNSELS IN BAHRAIN AND THE CAYMAN ISLAND AND SEND ALONG WITH RESPECTIVE PRECEDENT OPINIONS AND DOCUMENTS (.7); COMPLETE REVIEW OF ARCAPITA OBLIGORS AND THEIR RESPECTIVE PLACES OF INCORPORATION AND PROVIDE TO S. ROSS (2.1); REVIEW PLEDGE AND SECURITY AGREEMENT AND PROVIDE MARKUP OF DRAFT AGREEMENT TO S. ROSS (1.3); REVIEW PRECEDENT ENGLISH LAW AND CAYMAN ISLANDS OPINIONS IN ANTICIPATION OF DRAFTING LEGAL OPINION (.8).
- 11/22/12
- 1.00 ROSENTHAL, MICHAEL A REVIEW PROPOSED CAYMAN SUMMONS RELATED TO DIP FINANCING (.8); EMAILS WITH MOURANT REGARDING SUMMONS (.2).
- 4.30 SANTRA, SAPTAK REVIEW AND CONSIDER REVISED DRAFT OF MURABAHA AGREEMENT (3.7); DISCUSS REVISED MURABAHA AGREEMENT WITH EMAD KHALIL (.6).
- 11/23/12
- 1.60 ROSENTHAL, MICHAEL A REVIEW REVISIONS TO DIP DOCUMENTS FROM FORTRESS (.8); MEET WITH J. WEISSER REGARDING COMMENTS FROM FORTRESS (.3); REVIEW AND COMMENT ON SUMMONS IN CAYMANS REGARDING DIP VALIDATION ORDER (.3); EMAIL TO NIK FOX REGARDING SUMMONS (.2).
- 2.50 WILLIAMS, MATTHEW J REVIEW FORTRESS 35-POINT "ISSUE LIST" ON DIP (2.1); FOLLOW UP ON INFO REQUESTS ON DILIGENCE (.4).
- 5.90 WEISSER, JOSHUA REVIEW, ANALYZE AND REVISE DRAFT MOTION (3.5); DRAFT MEMORANDUM TO INTERNAL TEAM AND PROPOSED LENDER COUNSEL REGARDING SAME (.2); REVIEW AND ANALYZE TRANSACTION DOCUMENTS (1.9); REVIEW AND ANALYZE RELATED DRAFT CAYMAN SUMMONS (.2); RELATED CONFERENCE WITH M. ROSENTHAL (.1).
- 1.30 MOSKOWITZ, ALAN REVIEW AND REVISE DRAFT DIP MOTION.

- 1.40 COPPOLA, ROBERT L PROVIDE DRAFT LIST OF OUTSTANDING ITEMS THAT NEED TO BE PROVIDED TO BAHRAIN AND CAYMAN COUNSEL BASED ON THEIR REQUESTS (.6); REVIEW THE FORTRESS COMMITMENT LETTER (.8).
- 11/24/12
2.60 ROSENTHAL, MICHAEL A REVIEW COMPREHENSIVE OPEN ISSUES LIST FROM FORTRESS (.8); PROVIDE RESPONSES TO OPEN ISSUES LIST FROM FORTRESS (1.2); EMAILS WITH S. DUDLEY, M. WILLIAMS, J. WEISSER REGARDING OPEN DIP ISSUES LIST (.4); EMAILS WITH L. HIRSH AND J. GORDON REGARDING BUDGET RELATED TO DIP (.2).
- 4.10 KHALIL, EMAD H REVIEW SKADDEN DIP ISSUES LIST (.9); INTERNALLY REVIEW AND DISCUSS (1.2); TELEPHONE CONFERENCE WITH SKADDEN TO GO THROUGH AND NEGOTIATE ISSUES LIST (.8); FOLLOW-UP AND CONSIDER ISSUES FURTHER (1.2).
- 6.10 WILLIAMS, MATTHEW J PREPARE FOR CALL WITH SKADDEN, INCLUDING VARIOUS EMAILS WITH CLIENT REGARDING OPEN BUSINESS POINTS, REVIEW OF ADMINISTRATION AGREEMENT STRUCTURE IN CONNECTION WITH CERTAIN OPEN BUSINESS ISSUES (2); CALL WITH SKADDEN REGARDING OPEN BUSINESS POINTS AND POTENTIAL SOLUTIONS (2.1); FOLLOW UP CALL WITH J. WEISSER AND E. KHALIL REGARDING NEXT STEPS AND FOLLOW UP IN PREP FOR "ALL HANDS" CALL TOMORROW (.5); REVIEW OF NOTES IN CONNECTION WITH CALL (.8); REVIEW OF WEISSER EMAIL RE: OPEN POINTS (.2); REVIEW DIP ORDER (.5).
- 2.60 SANTRA, SAPTAK REVIEW LIST OF BUSINESS ISSUES CIRCULATED BY SKADDEN TEAM (1.1); ATTEND LAWYERS' CONFERENCE CALL REGARDING OUTSTANDING BUSINESS ISSUES (1.5).
- 5.50 WEISSER, JOSHUA REVIEW LENDER ISSUES LIST (.4); PREPARE FOR AND ATTEND RELATED CALL WITH LENDER COUNSEL (1.1); ATTEND CONFERENCE CALL WITH LENDER COUNSEL REGARDING OUTSTANDING POINTS (1.8); DRAFT FOLLOW ON MEMORANDUM TO CLIENT REGARDING OPEN ISSUES (1.0); CORRESPONDENCE REGARDING DECLARATIONS (.2); CORRESPONDENCE REGARDING INTERIM ORDER (.1); ANNOTATE LENDER ISSUES LIST TO RELATE CURRENT STATUS OF NEGOTIATIONS (.9).

- 4.60 COPPOLA, ROBERT L BEGIN TO DRAFT GDC OPINION BASED ON PRECEDENT FROM PRIOR MURABAHA FACILITY AND GDC FORM (2.1); REVIEW DRAFT DIP INTERIM ORDER, PRECEDENT OPINIONS, AND DRAFT MURABAHA FACILITY (2.5).
- 11/25/12
- 3.90 ROSENTHAL, MICHAEL A PREPARE FOR CALL WITH FORTRESS (.7); PRE-CALL WITH CLIENT REGARDING DIP RESPONSES (1.2); PARTICIPATE IN EXTENDED CALL WITH FORTRESS REGARDING DIP ISSUES (1.6); EMAILS TO AND FROM S. DUDLEY, A. ROGERS AND H. THOMPSON REGARDING OPEN DIP ISSUES (.4).
- 3.90 KHALIL, EMAD H PREPARE FOR AND PARTICIPATE IN INTERNAL CONFERENCE CALL RE: SKADDEN ISSUES LIST (1.8); FOLLOW-UP AND CONSIDER ISSUES FURTHER (2.1).
- 4.60 WILLIAMS, MATTHEW J PREP FOR CALL (.7); PRE-CALL WITH M. ROSENTHAL, J. WEISSER, E. KHALIL AND S. DUDLY IN CONNECTION WITH "ALL HANDS CALL" (1.4); "ALL HANDS CALL" TO RESOLVE OPEN BUSINESS POINTS ON DIP (2.1); FOLLOW UP ON SUNRISE PREPAY ISSUE AND REVIEW OF DOCS FOR SOLVE (.4).
- 1.40 SANTRA, SAPTAK PREPARE FOR AND ATTEND ALL PARTIES CONFERENCE CALL TO DISCUSS DIP AGREEMENT.
- 6.70 WEISSER, JOSHUA REVISIONS TO PROPOSED FORM OF INTERIM ORDER FOR DIP FINANCING (2.5); RELATED CONFERENCE WITH PROPOSED LENDER COUNSEL (.7); REVIEW AND RESEARCH REGARDING PRECEDENT TRANSACTIONS (.6); PREPARE FOR AND ATTEND CALL WITH LENDER COUNSEL REGARDING OUTSTANDING ISSUES RELATED TO DIP COMMITMENT (1.7); PREPARE FOR AND ATTEND PRE-CALL WITH CLIENT (.6); CONFERENCE WITH A. MOSKOWITZ REGARDING TERMS OF DIP MOTION (.4); REVISIONS TO TRANSACTION DOCUMENTS (.2).
- 1.00 ROSS, STEWART R ATTENTION TO LEGAL OPINIONS (.4); REVIEW OF DATA ROOM MATERIALS (.6).

- 7.10 KIM, BRIAN J DRAFT BOARD MINUTES FOR ARCAPITA BANK RE: APPROVAL OF DIP MURABAHA (5.7). ATTENTION TO ORGANIZATIONAL DOCUMENTS OF ARCAPITA BANK (1.0). EMAILS RE: LIST OF OBLIGORS UNDER THE DIP MURABAHA (.4).
- 6.30 MOSKOWITZ, ALAN REVIEW REVISED DRAFTS OF DIP ORDER AND DIP AGREEMENT (1.0); REVISE DRAFT DIP MOTION AND DECLARATIONS IN SUPPORT OF SAME (4.8); OFFICE CONFERENCE WITH J. WEISSER RE SAME (.5).
- 3.90 COPPOLA, ROBERT L CONFER WITH S. ROSS, B. KIM AND J. WEISSER REGARDING LOCAL COUNSEL OPINIONS (.3); CREATE EMAIL RESPONSE TO CAYMAN COUNSEL RESPONDING TO EACH OF THEIR REQUESTS AND PROVIDING NECESSARY DOCUMENTS FOR COMPLETION OF OPINION (.4); REVIEW MATERIALS INCLUDING FINANCING DOCUMENTS AND STRUCTURE CHARTS IN PROJECT ANTELOPE DATA ROOM (3.2).
- 11/26/12
0.30 MILLET, CRAIG H EMAILS RE DIP APPROVAL AND HEARINGS.
- 0.50 ROSENTHAL, MICHAEL A EMAILS TO S. DUDLEY REGARDING STATUS OF DIP DISCUSSIONS WITH FORTRESS (.3); EMAIL TO N. FOX REGARDING CAYMAN VALIDATION ORDER REGARDING DIP (.2).
- 6.90 KHALIL, EMAD H REVIEW MILBANK COMMENTS TO DIP (2.1); REVIEW REVISED SKADDEN INVESTMENT AGENCY AGREEMENT (2.2); ATTENTION TO ISSUES RELATED TO MECHANICS OF BUDGET VARIATIONS IN DIP (.8); ATTENTION TO POTENTIAL ASSET SALE AND IMPACT ON DIP (1.8).

- 6.40 WILLIAMS, MATTHEW J REVIEW ISSUE LIST, FOLLOW UP ON "SUNRISE" POINT AND POTENTIAL SOLVE (1.2); EDITS TO DIP MOTION, FOCUS ON STRUCTURE OF MURABAHA NARRATIVE (2.1); REVIEW UCC COMMENTS TO INTERIM DIP ORDER AND COMMENTS ON TOP OF THOSE COMMENTS (1.1); CONFERENCE WITH J. WEISSER REGARDING DIP ORDER (.4); REVIEW OF DRAFT BUDGET AND QUESTIONS ON BUDGET LANGAUGE (.6); CALL WITH ALVAREZ REGARDING DIP BUDGET (.5); FOLLOW UP CALL WITH E. KHALIL REGARDING BUDGET (.3); FURTHER FOCUS ON BUDGET AND FIXES (.2).
- 0.40 VOJTISEK, JOHN-PAUL REVIEW AND ADVISE REGARDING MARKUP OF DIP LOAN AGREEMENT.
- 6.20 WEISSER, JOSHUA REVISIONS TO MULTIPLE ITERATIONS OF DRAFT INTERIM ORDER (1.3); REVIEW AND ANALYSIS OF COMMITTEE EDITS TO SAME (.3); RELATED DISCUSSION WITH M. WILLIAMS (.2); RELATED DISCUSSION WITH LENDER COUNSEL (.4); REVISIONS TO MOTION IN SUPPORT OF REQUEST OF RELIEF (.9); RELATED DISCUSSION WITH M. WILLIAMS (.3); RELATED DISCUSSION WITH M. ROSENTHAL (.3); RELATED CONFERENCE WITH A. MOSKOWITZ (.3); PREPARE FOR AND ATTEND CONFERENCE CALL ON DIP BUDGET (.9); FOLLOW ON INTERNAL CALL (.3); CONFERENCE WITH CAYMAN COUNSEL REGARDING GUARANTORS AND OTHER CORPROATE ISSUES (.4); RELATED INTERNAL REVIEW OF TRANSACTION DOCUMENTS (.3); CONFERENCE WITH COMMITTEE COUNSEL REGARDING COMMITTEE MARKUP OF PROPOSED FORM OR ORDER (.3).
- 1.50 ROSS, STEWART R ATTENTION TO LEGAL OPINIONS (.3); REVIEW OF DATA ROOM MATERIALS (.6); REVIEW OF GUARANTEE (.6).
- 0.30 KIM, BRIAN J COORDINATE CONFERENCE CALL RE: ISSUES RELATING TO OBLIGORS UNDER DIP MURABAHA.
- 3.80 MOSKOWITZ, ALAN REVISE DRAFT DIP MOTION AND RELATED DECLARATIONS (2.5); OFFICE CONFERENCE AND EMAIL CORRESPONDENCE WITH J. WEISSER RE SAME (1.0); PHONE CONFERENCE WITH ROTHSCHILD REGARDING DECLARATION IN SUPPORT OF DIP (.3).

- 5.10 COPPOLA, ROBERT L CONTINUE WORK ON FIRST DRAFT OF GDC LEGAL OPINION (2.1); CREATE EMAIL RESPONSE TO BAHRAIN COUNSEL REGARDING LOCAL COUNSEL OPINION AND OUTSTANDING QUESTIONS (.4); CONFER WITH S. ROSS REGARDING LOCAL COUNSEL OPINIONS AND ARCAPITA ENTITIES (.5); ATTEND TELECONFERENCE WITH S. ROSS AND CAYMAN COUNSEL REGARDING DIP FINANCING OPINION (.8); REVIEW VARIOUS FINANCE DOCUMENTS AND ORGANIZATIONAL DOCUMENTS (1.3).
- 0.80 BABCOCK, CHRISTOPHER J PREPARE FOR, PARTICIPATE IN CALL WITH CAYMAN COUNSEL TO DISCUSS TIMING AND LEGAL CONCERNS IMPLICATED BY SUBSIDIARY GUARANTEE.
- 2.30 CLARK, TEALE L CITE CHECK CASES AND STATUTES FOR DIP FINANCING MOTION (1.2); REVIEW DIP FINANCING MOTION FOR SPELLING AND GRAMMAR (1.1).
- 11/27/12
1.60 ROSENTHAL, MICHAEL A CONFERENCE CALL WITH S. DUDLEY, M. KVARDA, J. MAKUCH, B. DOUTON REGARDING DIP BUDGET (.4); REVIEW REVISED DIP BUDGET AND EMAILS WITH S. DUDLEY REGARDING SAME (.6); REVIEW INVESTMENT AGREEMENT (.4); EMAIL FROM M. WILLIAMS REGARDING INVESTMENT AGREEMENT ISSUES (.2).
- 7.20 KHALIL, EMAD H REVIEW AND REVISE DIP MOTION AND ORDER, INVESTMENT AGENCY AGREEMENT, SECURITY DOCUMENT AND GUARANTY.
- 6.20 WILLIAMS, MATTHEW J EDITS TO SKADDEN MARKUP OF INTERIM ORDER (1); REVIEW OF INVESTMENT AGREEMENT TO DIP AND EDITS TO PARTICIPANT SECTION (1.5); EMAIL TO E. KHALIL REGARDING PROBLEM WITH INVESTMENT AGREEMENT (.4); FOLLOW ON CONVERSATION WITH E. KHALIL REGARDING PROBLEMS WITH INVESTMENT AGREEMENT AND POTENTIAL SOLVES (.4); CONFERENCE WITH J. WEISSER REGARDING VARIOUS MOVING PARTS AND PREPARATION OF DOCUMENT LIST OF WHAT IS ACTUALLY BEING FILED (.3); REVIEW OF BUDGET (.4); REVIEW OF REVISED MOTION AND SUBSTANTIAL EDITS TO CHART AND MURABAHA DISCUSSION (1.9); FURTHER COMMENTS TO ORDER (.3).

- 2.40 SANTRA, SAPTAK REVIEW AND CONSIDER REVISED DRAFT OF INVESTMENT AGENCY AGREEMENT CIRCULATED BY SKADDEN TEAM (2.2); CORRESPONDENCE WITH EMAD KHALIL (.2).
- 1.00 KELSEY, MATTHEW K CONFERENCE WITH M. WILLIAMS AND J. WEISSER REGARDING DIP ISSUES.
- 6.20 WEISSER, JOSHUA REVIEW, ANALYZE AND REVISE MOTION IN SUPPORT OF DIP MOTION (2.1); RELATED CONFERENCES WITH E. KHALIL (.2) AND M. WILLIAMS (.4); CONFERENCE WITH MOURANT REGARDING STRUCTURE ISSUES (.5); REVIEW AND ANALYZE STANDARD CHARTERED BANK COMMENTS TO PROPOSED FORM OF ORDER (.4); CONFERENCE WITH LENDER COUNSEL REGARDING PROPOSED FORM OF ORDER (.5); CORRESPONDENCE REGARDING BUDGET ISSUES (.2); REVIEW, ANALYZE AND REVISE ORDER (.9); RELATED CONFERENCE WITH M. WILLIAMS (.4); RELATED CONFERENCE WITH E. FLECK (MILBANK) (.1); CONFERENCE REGARDING ISSUES RELATED TO INVESTMENT AGENCY AGREEMENT (.5).
- 1.30 ROSS, STEWART R REVIEW OF DATA ROOM MATERIALS (.7); REVIEW OF GUARANTEE (.6).
- 0.50 RUIZ, VICENTE DRAFT NON-DISCLOSURE AGREEMENT FOR AD HOC COMMITTEE (.4); DISCUSS SAME WITH M. WILLIAMS (.1).
- 0.50 KIM, BRIAN J CONFERENCE CALL WITH A. ROGERS (ARCAPITA), S. ROSS, J. WEISSER, C. BABCOCK AND MOURANT TEAM RE: OBLIGORS UNDER DIP MURABAHA AND LOGISTICS OF SECURING NECESSARY DOCUMENTS FROM ALL OBLIGORS.
- 6.00 MOSKOWITZ, ALAN RESEARCH REGARDING SHARI'AH LAW AND MURABAHA FINANCING (1.1); PHONE CONFERENCE WITH E. KHALIL REGARDING SAME (.5); FURTHER REVISE DRAFT DIP MOTION AND RELATED DECLARATIONS (4.2); OFFICE CONFERENCE WITH J. WEISSER RE SAME (.2).

- 7.60 COPPOLA, ROBERT L REVIEW DRAFT OF GUARANTEE AND PROVIDE MARKUP DRAFT PER S. ROSS (2.6); REVIEW CURRENT LIST OF LT CAYCOS, WCFS, AND SYNDICATION ENTITIES FROM THE COMPANY (2.1); REVIEW INVESTOR AGENCY AGREEMENT AND PROVIDE MARKUP DRAFT PER S. ROSS (1.2); CONTINUE WORK ON DRAFT OF GDC LEGAL OPINION (1.7).
- 1.60 BABCOCK, CHRISTOPHER J PARTICIPATE IN CALL TO DISCUSS CORPORATE ACTIONS ASSOCIATED WITH DEBTOR-IN-POSSESSION FINANCING (.5); REVIEW CONTRACTS IN RESPONSE TO DILIGENCE REQUEST (1.1).
- 2.10 CLARK, TEALE L CHECK THE CASES AND STATUTES CITED IN THE DIP FINANCING MOTION FOR SUBSTANCE AND FORMATTING (1.3); REVIEW AND REVISE THE AFFIRMATIONS IN SUPPORT OF THE DIP FINANCING MOTION (.8).
- 11/28/12
1.90 ROSENTHAL, MICHAEL A EMAILS WITH S. DUDLEY REGARDING DIP BUDGET (.2); REVIEW DIP BUDGET (.4); EMAIL TO J. MAKUCH, L. HIRSH REGARDING DIP BUDGET (.2); EMAILS TO AND FROM S. DUDLEY REGARDING STANDARD CHARTERED BANK PLAN TREATMENT (.2); EMAIL WITH M. KVARDA REGARDING DIP BUDGET AND EXIT REQUIREMENTS (.2); EMAIL FROM J. WEISSER REGARDING DIP PAYMENT RESTRICTIONS (.1); EMAIL WITH J. MAKUCH REGARDING TRANSFER OF CASH FROM LT HOLDINGS TO AIHL (.2); MEETING WITH J. WEISSER AND M. WILLIAMS REGARDING DIP BUDGET AND OPEN ISSUES (.3); EMAILS WITH J. GORDON REGARDING DIP BUDGET (.1).
- 7.40 KHALIL, EMAD H REVIEW, REVISE AND PREPARE COMMENTS LIST ON REVISED DIP AGREEMENT AND INVESTMENT AGENCY AGREEMENT CIRCULATED BY SKADDEN.

- 8.10 WILLIAMS, MATTHEW J REVIEW AND DRAFT ISSUE LIST ON CREDIT AGREEMENT (3.1); EDITS TO MOTION TO APPROVE DIP (2); FOCUS ON REVISIONS TO BUDGET AND INCORPORATE SAME (.6); SIT DOWN W/ E. KHALIL REGARDING MURABAHA STRUCTURE POINTS AND ISSUES ON DIP AND POTENTIAL SOLVES (.7); CALL WITH B. DOUTON (ROTHSCHILD) RE: COMMENTS ON MOST RECENT VERSION OF DIP AND PROPOSED FIXES AND REVIEW HIS ISSUE LIST (.4); VARIOUS EMAILS RE: PROCESS AND TIMING, BUDGET PRESENTATION (.6); EDITS TO INTERIM DIP ORDER (.7).
- 3.60 SANTRA, SAPTAK REVIEW AND CONSIDER REVISED DRAFT OF THE MURABAHA DIP AGREEMENT AS CIRCULATED BY SKADDEN TEAM (1.8); REVIEW ISSUES RELATING TO ISSUING ENGLISH LAW OPINION IN RESPECT OF ARCAPITA LIMITED AS A UK GUARANTOR UNDER THE DIP MURABAHA AGREEMENT (1.8).
- 0.50 KELSEY, MATTHEW K COORDINATE WITH B. KIM REGARDING CASH MANAGEMENT ISSUE AND STANDARD CHARTERED BANK SETTLEMENT.
- 0.80 VOJTISEK, JOHN-PAUL REVIEW MARKUP OF DIP LOAN AGREEMENT.
- 9.40 WEISSER, JOSHUA REVIEW, ANALYZE AND REVISE MOTION SEEKING APPROVAL OF DIP FINANCING (3.2); RELATED CONFERENCES WITH M. WILLIAMS (.6) AND A. MOSKOWITZ (.3); REVIEW, ANALYZE AND REVISE PROPOSED FORM OF ORDER (1.8); RELATED CONFERENCES WITH LENDER COUNSEL (.6); REVIEW AND ANALYSIS OF STANDARD CHARTERED BANK COMMENTS TO SAME (.3); RELATED CONFERENCES WITH STANDARD CHARTERED BANK COUNSEL (.2) AND M. WILLIAMS (.2); REVIEW AND ANALYSIS OF JPL COMMENTS (.4); RELATED CONFERENCES WITH M. WILLIAMS (.1); REVIEW AND ANALYSIS OF BUDGET (.5); REVISIONS TO LANGUAGE IN DIP AGREEMENTS (1.2).
- 3.00 ROSS, STEWART R REVIEW OF DATA ROOM MATERIALS (.8); REVIEW AND MARKUP OF GUARANTEE AND INVESTMENT AGENCY AGREEMENT (1.3); PREPARE BOARD RESOLUTIONS (.9).

- 3.80 KIM, BRIAN J REVIEW AND REVISE ARCAPITA BANK RESOLUTION APPROVING ENTRY INTO DIP MURABAHA DOCUMENTS (1.3). DRAFT AIHL RESOLUTION APPROVING ENTRY INTO DIP MURABAHA DOCUMENTS (2.2). EMAILS WITH R. COPPOLA AND S. ROSS RE: DRAFTS (.3).
- 5.80 MOSKOWITZ, ALAN REVIEW AND REVISE DIP MOTION (3.5); REVIEW AND ANALYZE BANRUPTCY CODE AND LOCAL RULES REGARDING DIP REQUIREMENTS (1.0); OFFICE CONFERENCE WITH M. WILLIAMS REGARDING SAME (.5); OFFICE CONFERENCE WITH WEISSER REGARDING SAME (.8)
- 5.10 COPPOLA, ROBERT L REVIEW REVISED DRAFT OF MURABAHA DIP AGREEMENT (2.1); COMPLETE FIRST DRAFT OF GDC LEGAL OPINION AND PROVIDE TO S. ROSS (1.3); DRAFT EMAIL TO GDC LONDON OFFICE SUMMARIZING DEAL AND CONFER ON LOCAL COUNSEL OPINION (.7); CONFER WITH CAYMAN COUNSEL REGARDING REVISED STRUCTURE SPREADSHEETS (.8); CONFER WITH B. KIM REGARDING BOARD RESOLUTION AND FORM SECRETARY CERTIFICATE (.2).
- 0.50 BABCOCK, CHRISTOPHER J RESPOND TO DILIGENCE REQUESTS IN CONNECTION WITH DEBTOR-IN-POSSESSION FINANCING.
- 0.50 CLARK, TEALE L CALL WITH N. GREENBLATT REGARDING CONFIDENTIALITY AGREEMENT (.3); CONFER WITH M. WILLIAMS ABOUT THE CONFIDENTIALITY AGREEMENT AND POSSIBLE BLOW-OUT PROVISIONS (.2).
- 3.00 CLARK, TEALE L COMPARE THE SUMMARY CHART IN DIP MOTION TO THE DIP AGREEMENT TO CONFIRM THAT ALL PROVISIONS OF THE DIP AGREEMENT ARE ACCURATELY DESCRIBED AND ATTRIBUTED TO THE CORRECT SECTION.

11/29/12

3.30 ROSENTHAL, MICHAEL A

REVIEW AND COMMENT ON REVISED DIP AGREEMENT (1.4); MEETING WITH M. WILLIAMS REGARDING DIP OPEN ISSUES (.3); EMAILS TO J. WEISSER, S. DUDLEY REGARDING DIP BUDGET (.2); CONFERENCE CALL WITH S. DUDLEY, E. KHALIL AND OTHERS REGARDING DIP OPEN ISSUES (.6); REVIEW AND COMMENT ON DRAFT TALKING POINTS FOR MANAGEMENT PROPOSAL CALL (.3); EMAILS WITH M. KELSEY AND J. O'GRADY REGARDING DOCUMENTATION OF DIP INTERCOMPANY TRANSFERS (.2); EMAIL FROM K. SI-AHMED AND R. JAMES REGARDING CHANGE OF CONTROL ISSUES (.2); EMAIL FROM S. DUDLEY REGARDING FORTRESS PARTICIPATIONS (.1).

8.30 KHALIL, EMAD H

TELEPHONE CONFERENCES WITH CLIENT TO REVIEW DIP AND IAA (.6); NEGOTIATIONS WITH SKADDEN RE: DIP AND IAA (2.2); ATTENTION TO FINALIZING COMMENTS ON ANCILLARY DOCUMENTS AND TRANSMITTING SAME TO CLIENTS FOR COMMENT (2.6); CONFERENCES WITH M. WILLIAMS, J. WEISSER AND S. ROSS RE: SAME (.3); ATTENTION TO CONTEMPLATED SUKUK FINANCING AS PART OF EXIT (2.6).

10.40 WILLIAMS, MATTHEW J

EMAILS ON BUDGET AND EDITS TO BUDGET (.4); REVIEW OF ISSUE LIST IN PREPARATION FOR CALL WITH COMPANY ON OUTSTANDING ISSUES ON DIP (.6); LENGTHY CALL WITH COMPANY REGARDING OUTSTANDING ISSUES ON DIP AND BUSINESS SOLUTIONS (2.6); CALL WITH FORTRESS COUNSEL REGARDING MESSAGE FROM COMPANY ON VARIOUS ISSUES AND "PAGE TURN" WITH FORTRESS COUNSEL ON DIP (2.5); FURTHER CALL WITH FORTRESS TO GO OVER FINAL REMAINING POINTS (1.1); EDITS TO MOTION (.8); REVIEW PROPOSED EDITS TO INTERIM DIP ORDER FROM STANDARD CHARTERED BANK AND ISSUES WITH STANDARD CHARTERED BANK CONCERNS ON DIP ORDER (.7); REVIEW AND COMMENTS TO J. WEISSER LANGUAGE ON DIP CREDIT AGREEMENT RE: FALCON, INTERCOMPANY INDEBTEDNESS AND LUSAIL ISSUES (.4); CALL WITH J. WEISSER ON SAME (.2); INVESTMENT AGENCY AGREEMENT (.5); FOLLOW ON MEETING WITH J. WEISSER ON DIP ORDER AND TIMING, BUDGET (.6).

- 4.10 SANTRA, SAPTAK FURTHER CORRESPONDENCE AND ISSUES RELATING TO ISSUING ENGLISH LAW OPINION IN RESPECT OF ARCAPITA LIMITED AS A UK GUARANTOR UNDER THE DIP MURABAHA AGREEMENT INCLUDING REVIEW OF CAYMAN DEBENTURE TO BE EXECUTED IN SIMILAR FORM BY ARCAPITA LIMITED AND TO FORM PART OF OPINION (1.9); REVIEW MAJOR ISSUES EMAIL MEMORANDUM IN RESPECT OF MURABAHA DIP AGREEMENT AND INVESTMENT AGENCY AGREEMENT AS CIRCULATED BY EMAD KHALIL (1.8); CORRESPONDENCE WITH EMAD KHALIL RELATING TO PROPOSED ISSUE OF MURABAHA BACKED SUKUK TO CREDITORS (.4).
- 0.90 KELSEY, MATTHEW K CORRESPONDENCE WITH M. ROSENTHAL REGARDING INTERCOMPANY TRANSFER ISSUE AND CASH MANAGEMENT ORDER (.1); REVIEW ANALYSIS FROM B. KIM (.4); CORRESPONDENCE WITH B. KIM REGARDING SAME (.2); REVIEW REVISED ANALYSIS AND REVERT TO M. ROSENTHAL (.2).
- 0.50 WONG, EDWIN ATTEND CALL WITH G. CAMPBELL RE ENGLISH LAW OPINION (.3); REVIEW EMAIL CORRESPONDENCE RE THE SAME (.2).
- 6.30 WEISSER, JOSHUA PREPARE FOR AND ATTEND CLIENT CALL REGARDING RECENT MODIFICATIONS TO DIP AGREEMENT (2.5); RELATED REVIEW OF DIP PLEADINGS (.2); PREPARE FOR AND ATTEND CALL WITH PROPOSED LENDER COUNSEL REGARDING TERMS OF DIP AGREEMENT (2.2); REVIEW AND ANALYZE REVISED INTERIM ORDER (.1); RELATED REVIEW OF STANDARD CHARTERED BANK SETTLEMENT ORDER FOR DIP FINANCING PROVISIONS (.3); PROPOSE REVISIONS TO DIP FINANCING AGREEMENT (.3); DRAFT INTERNAL CORRESPONDENCE REGARDING ISSUES RELATED TO IDENTIFICATION OF OBLIGORS (.4); CONFERENCE WITH SKADDEN (LENDER COUNSEL) REGARDING OUTSTANDING POINTS RELATING TO INTERIM ORDER (.3); RELATED CONFERENCE WITH STANDARD CHARTERED BANK COUNSEL (.2).
- 4.30 ROSS, STEWART R REVIEW OF DATA ROOM MATERIALS (.8); REVIEW AND MARKUP OF GUARANTEE, SECURITY AGREEMENT AND INVESTMENT AGENCY AGREEMENT (2.7); PREPARE BOARD RESOLUTIONS (.8).

- 0.30 RUIZ, VICENTE DISCUSS MAYHOOLA NON-DISCLOSURE AGREEMENT ISSUES WITH MAYHOOLA COUNSEL.
- 0.50 LEVIN, DOUGLAS G EMAILS TO AND FROM J. WEISSER AND B. KIM RE NEED FOR DEFINITIONS IN VARIOUS DIP AGREEMENTS (.2); DRAFT CERTAIN DEFINITIONS PERTAINING TO LUSAIL (.3)
- 3.40 KIM, BRIAN J REVIEW FORMS OF RESOLUTIONS ENTERED INTO BY ARCAPITA BANK AND AIHL IN CONNECTION WITH FORTRESS COMMITMENT LETTER (.7). EMAIL TO S. ROSS RE: SAME (.3). EMAILS WITH J. WEISSER RE: CERTAIN DEFINITIONS FOR PURPOSE OF DIP AGREEMENT (.4). REVIEW CLOSING CHECKLIST AND DIP DOCUMENTS (.5). REVIEW CASH MANAGEMENT ORDER AND STANDARD CHARTERED BANK SETTLEMENT ORDER RE: TREATMENT OF CASH PROCEEDS OF EXIT TRANSFERRED TO AIHL (1.0). EMAILS WITH M. KELSEY RE: SAME (.5).
- 6.50 MOSKOWITZ, ALAN REVISE DRAFT DIP MOTION AND DECLARATION (5.3); PREPARE FOR AND ATTEND CALL WITH A&M REGARDING DECLARATION IN SUPPORT OF DIP MOTION (.5); ATTEND CALLS WITH COUNSEL TO STANDARD CHARTERED BANK AND FORTRESS REGARDING DIP ORDER (.5); OFFICE CONFERENCE WITH J. WEISSER REGARDING DIP MOTION AND ORDER (.2).
- 6.10 COPPOLA, ROBERT L CONFER WITH B. KIM AND S. ROSS REGARDING ARCAPITA RESOLUTIONS (.3); CONFER WITH CAYMAN COUNSEL REGARDING GUARANTORS AND UPDATED LT CAYCO AND WTF SPREADSHEET (.9); CONFER WITH BAHRAIN COUNSEL REGARDING OPINION (.7); REVIEW FORM OF SECRETARY CERTIFICATE FROM CAYMAN COUNSEL (2.2); REVIEW MARKUP OF INVESTMENT AGENCY AGREEMENT (.6); CONFER WITH CAYMAN AND BAHRAIN COUNSEL REGARDING ADDITIONAL RESOLUTIONS AND REVIEW OF OUTSTANDING AGREEMENTS (.7); REVIEW SKADDEN CLOSING CHECKLIST (.7).
- 1.70 LAU, STEVEN J REVIEW DOCUMENTS IN PREPARATION FOR CLOSING.

6.50	CLARK, TEALE L	CONFER WITH M. WILLIAMS REGARDING THE DIP MOTION SUMMARY CHARTS (.3); TAKE NOTES ON CALL BETWEEN M. WILLIAMS, J. WEISSER, AND S. DUDLEY (1.2); TAKE NOTES ON CALL NEGOTIATING PROVISIONS OF THE DIP AGREEMENT BETWEEN M. WILLIAMS AND E. KHALIL AND SKADDEN (3.5); CROSS REFERENCE DIP MOTION SUMMARY CHART WITH DIP AGREEMENT FOR ACCURACY (1.5).
11/30/12		
0.20	ROSENTHAL, MICHAEL A	EMAIL FROM M. WILLIAMS RE TIMING (.1); MEETING WITH J. WEISSER REGARDING DIP HEARING (.1).
6.80	KHALIL, EMAD H	NEGOTIATE DIP AND IAA W/SKADDEN (2.3); PREPARE AND TRANSMIT SUMMARY OF OUTSTANDING ISSUES FOR CLIENT (2.4); ATTENTION TO GUARANTIES, SECURITY DOCUMENTS, LEGAL OPINIONS AND OTHER CONDITIONS TO CLOSING (1.3); CONFERENCES WITH J. WEISSER, M. WILLIAMS, S. ROSS RE SAME (.8).
4.70	WILLIAMS, MATTHEW J	EDITS TO ISSUE LIST ON DIP (1.8); HEARNIG PREPARATION AND SCRIPT (2.9).
2.30	WILLIAMS, MATTHEW J	DIP DISCUSSIONS AND REVIEW OF REVISED DOCUMENTS
1.00	WONG, EDWIN	REVIEW FURTHER CORRESPONDENCE RE ENGLISH LAW OPINION AND DEBENTURE (.2); MEETING WITH G. CAMPBELL TO DISCUSS THE SAME (.2); ARRANGE RELEVANT SEARCHES FOR ENGLISH LAW OPINION (.4); ATTEND CALL WITH R. COPPOLA (.2).

- 7.00 WEISSER, JOSHUA REVIEW, ANALYZE AND REVISE MOTION IN SUPPORT OF DIP FINANCING (1); REVISIONS TO DECLARATION IN SUPPORT DIP FINANCING MOTION (.8); RELATED CONFERENCE WITH A&M (.2); RELATED CONFERENCES WITH M. WILLIAMS (.3) AND M. ROSENTHAL (.2); REVIEW AND ANALYZE STANDARD CHARTERED BANK REVISIONS TO INTERIM ORDER (.4); PREPARE FOR AND ATTEND CONFERENCE WITH FORTRESS AND STANDARD CHARTERED BANK COUNSEL (.5); PREPARE FOR AND ATTEND CONFERENCE WITH FORTRESS COUNSEL REGARDING OUTSTANDING COMMENTS TO DIP FINANCING (.8); FOLLOW ON CONFERENCES WITH M. WILLIAMS (.2), E. KHALIL (.2) AND M. ROSENTHAL (.2); DRAFT MEMORANDUM TO CLIENT REGARDING SAME (1.4); CONFERENCES WITH COURT REGARDING HEARING DATE (.3); RELATED CONFERENCES WITH VARIOUS STAKEHOLDERS (.3) AND M. WILLIAMS (.2).
- 1.50 ROSS, STEWART R ATTENTION TO LEGAL OPINIONS, BOARD RESOLUTIONS AND SECURITY DOCUMENTS.
- 3.80 KIM, BRIAN J DRAFT RESOLUTION AUTHORIZING ENTRY INTO DIP DOCUMENTS FOR ARCAPITA INC. (2.1). EMAIL WITH R. COPPOLA RE: DRAFT RESOLUTIONS (.2). CONFERENCE CALL WITH J. WEISSER, E. KHALIL AND SKADDEN TEAM RE: DIP AGREEMENT ISSUES (1.5).
- 5.00 MOSKOWITZ, ALAN REVIEW REVISE AND FINALIZE DIP MOTION AND DECLARATIONS (4.7); CONFERENCE CALL WITH COUNSEL TO STANDARD CHARTERED BANK AND DIP PROVIDER REGARDING DIP ORDER (.3)
- 6.60 COPPOLA, ROBERT L CONFER WITH LONDON COUNSEL REGARDING ENGLISH DEBENTURE (1.3); CONFER WITH CAYMAN COUNSEL REGARDING DEBENTURE AND CAYMAN CHARGE (.6); REVISE DRAFT OF GDC LEGAL OPINION AND PROVIDE TO D. MEHRABAN AND E. KAHLIL (2.5); CONFER WITH E. WONG REGARDING LONDON OPINION AND RESOLUTIONS (.6); CONFER WITH CAYMAN COUNSEL REGARDING CLOSING CHECKLIST (1.3); CONFER WITH B. KIM REGARDING US RESOLUTIONS (.3).
- 1.90 LAU, STEVEN J REVIEW DOCUMENTS IN PREPARATION FOR CLOSING.

2.50 CLARK, TEALE L

UPDATE DIP MOTION TO REFLECT CORRECT
CITATIONS TO THE DECLARATIONS IN SUPPORT OF
THE MOTION (1.2); UPDATE DIP MOTION CITATION TO
E. KHALIL'S ARTICLE (1.3).

0.50 KUTIJA, IVA

PERFORM SEARCHES FOR ARCAPITA LIMITED.

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

EMPLOYEES
30561-00107

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	1.90	\$1,045.0	\$ 1,985.50
STEVEN P. BUFFONE	12.00	1,045.0	12,540.00
NICHOLAS P. ALEKSANDER	0.50	1,215.0	607.50
JEFFREY TRINKLEIN	6.20	1,025.0	6,355.00
JEAN-PHILIPPE ROBE	3.30	980.00	3,234.00
JAMES A. COX	34.40	1,130.0	38,872.00
BENJAMIN H. RIPPEON	10.90	765.00	8,338.50
MATTHEW K. KELSEY	4.00	785.00	3,140.00
JOSHUA WEISSER	8.70	735.00	6,394.50
JAMES B. O'GRADY	29.70	705.00	20,938.50
STEPHENIE A. GOSNELL HANDLER	7.40	475.00	3,515.00
CARLY-JANE KING	52.60	525.00	27,615.00
MITCHELL L. JONES	8.60	245.00	2,107.00
CHRISTOPHER KARNES	1.30	390.00	507.00
IVA KUTIJA	11.00	290.00	3,190.00
CAROLINE NEILL	13.80	330.00	<u>4,554.00</u>

Total Services \$ 143,893.50

Total Services, Costs/Charges 143,893.50

BALANCE DUE \$ 143,893.50

EMPLOYEES
30561-00107

Detail Services:

11/01/12

- | | | |
|------|---------------------|--|
| 2.40 | TRINKLEIN, JEFFREY | PREPARE FOR CALL WITH EMPLOYEES (1.1);
CONFERENCE CALL WITH EMPLOYEES (.6);
SUMMARIZE CALL (.4); NOTE TO TEAM REGARDING
FAQS (.3). |
| 2.50 | COX, JAMES A | REVIEW DISCLOSURE DOCUMENTS (1.7); CONFER
WITH C. KING RE: SAME (.8). |
| 0.70 | RIPPEON, BENJAMIN H | EMAILS RE: WITHHOLDING OBLIGATION AND
VALUATIONS. |
| 0.50 | KELSEY, MATTHEW K | COORDINATE WITH J. WEISSER AND J. TRINKLEIN
REGARDING EMPLOYEE Q&AS REGARDING
IMPLEMENTATION OF GLOBAL SETTLEMENT. |
| 2.00 | WEISSER, JOSHUA | PREPARE FOR (.6) AND ATTEND CALL WITH
ARCAPITA EMPLOYEES REGARDING GLOBAL
SETTLEMENT IMPLEMENTATION (1.1); DRAFT
FOLLOW UP REVISIONS TO FAQ (.3). |
| 3.90 | O'GRADY, JAMES B | CALLS WITH CLIENT TO DISCUSS QUESTIONS TO BE
ADDRESSED ON CALL WITH EMPLOYEES REGARDING
GLOBAL SETTLEMENT IMPLEMENTATION (.5);
PREPARE FOR AND PARTICIPATE IN CALL WITH
EMPLOYEES REGARDING GLOBAL SETTLEMENT
INFORMATION (1.6); DRAFT AND REVISE
SUPPLEMENTAL FAQs, AND E-MAILS AND CALLS
WITH GIBSON DUNN WORKING GROUP REGARDING
SAME (1.2); EMAILS WITH A&M REGARDING
SUPPLEMENTAL FAQs AND KPMG VALUATIONS (.6). |
| 4.90 | KING, CARLY-JANE | DRAFT EMAIL TO J. BECK REGARDING RESULTS FOR
RESPONSE TO SUBJECT ACCESS REQUEST OF D.
INNES (.2); DISCUSS WITH J. COX REGARDING
SUBJECT ACCESS REQUEST OF D. INNES AND
TRIBUNAL CLAIM GOING FORWARDS (.8); REDACT
RELEVANT DOCUMENTS FOR RESPONSE TO
SUBJECT ACCESS REQUEST OF D. INNES (3.9). |

11/02/12

- 1.30 BUFFONE, STEVEN P REVIEW IPP AND IIP ISSUES.
- 0.10 TRINKLEIN, JEFFREY REVIEW, COMMENT ON FAQs (.1).
- 1.00 COX, JAMES A CONFER WITH T COGLIN OF COUNSEL AND BOOKING COUNSEL FOR HEARING.
- 1.70 RIPPEON, BENJAMIN H CALL RE: VALUATION AND ADDITIONAL FAQ DRAFTING (.3); REVIEW/REVISE SAME (1.4).
- 0.20 WEISSER, JOSHUA REVIEW FREQUENTLY ASKED QUESTIONS DRAFTED IN CONNECTION WITH GLOBAL SETTLEMENT IMPLEMENTATION.
- 0.40 O'GRADY, JAMES B EMAILS WITH CLIENT AND GIBSON DUNN WORKING GROUP REGARDING GLOBAL SETTLEMENT PLAN IMPLEMENTATION.
- 2.50 KING, CARLY-JANE DRAFT EMAIL TO J. BECK REGARDING APPLICATION TO EMPLOYMENT TRIBUNAL REGARDING EXTENSION OF TIME AND AMENDED HEARING IN RELATION TO CLAIM OF D. INNES (.4); DRAFT APPLICATION TO EMPLOYMENT TRIBUNAL REGARDING EXTENSION OF TIME FOR DIRECTIONS ISSUED IN RELATION TO CLAIM OF D. INNES (.9); REVIEW FINAL DOCUMENTS FOR SUBJECT ACCESS REQUEST OF D. INNES, DISCOVERY OF FURTHER POTENTIAL EVIDENCE AGAINST D. INNES AND TRIBUNAL CLAIM GOING FORWARD (1.2).

11/03/12

- 1.70 BUFFONE, STEVEN P EMAILS WITH J. TRINKLEIN, J. O'GRADY, OTHERS REGARDING RESTRUCTURING OF NRA AND AIPL.
- 0.90 TRINKLEIN, JEFFREY DRAFT RESPONSE TO H. THOMPSON REGARDING VALUE ISSUES (.7); NOTES REGARDING FAQs AND EXECUTION OF GLOBAL SETTLEMENT (.1); REVISE FAQ (.1).
- 0.20 RIPPEON, BENJAMIN H REVIEW RESPONSE TO GLOBAL SETTLEMENT ISSUES.

0.40	WEISSER, JOSHUA	CORRESPONDENCE REGARDING EMPLOYEE FAQ'S REGARDING GLOBAL SETTLEMENT IMPLEMENTATION (.2); REVISIONS TO FAQ'S (.2).
1.00	O'GRADY, JAMES B	EMAILS WITH GIBSON DUNN WORKING GROUP REGARDING SETTLEMENT PROCESS (.4); REVISIONS TO SUPPLEMENTAL FAQ, AND E-MAILS WITH GIBSON DUNN WORKING GROUP AND CLIENT REGARDING SAME (.6).
11/04/12		
0.70	RIPPEON, BENJAMIN H	CONFERENCE CALL WITH L. HIRSH: RE GLOBAL SETTLEMENT (.4); EMAILS RE: VALUATION IMPACT ON WITHHOLDING AND FORFEITURES (.3).
0.70	WEISSER, JOSHUA	PREPARE AND ATTEND CALL REGARDING GLOBAL SETTLEMENT IMPLEMENTATION (.3); REVISIONS TO FAQ'S (.4).
1.30	O'GRADY, JAMES B	DRAFT ADDITIONAL FAQ REGARDING TIMING OF GLOBAL SETTLEMENT TRANSACTIONS, AND EMAILS WITH GIBSON DUNN WORKING GROUP REGARDING SAME (.9); EMAILS WITH GIBSON DUNN WORKING GROUP REGARDING GLOBAL SETTLEMENT IMPLEMENTATION (.4).
11/05/12		
0.40	BUFFONE, STEVEN P	SEVERAL EMAILS REGARDING IIP AND IPP PLANS.
0.20	TRINKLEIN, JEFFREY	RESPOND TO J. O'GRADY NOTES REGARDING OPERATION OF GLOBAL SETTLEMENT.
3.20	COX, JAMES A	FINALIZING INNES DISCLOSURE AND CORRESPONDENCE RE: TRIBUNAL LITIGATION.
1.20	RIPPEON, BENJAMIN H	EMAILS RE: GLOBAL SETTLEMENT (.2); REVISE FAQS (1.0).
0.20	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE RELATING TO GLOBAL SETTLEMENT IMPLEMENTATION ISSUE.
0.20	WEISSER, JOSHUA	REVISE TO GLOBAL SETTLEMENT IMPLEMENTATION FAQS.

- 5.80 O'GRADY, JAMES B REVISIONS TO SUPPLEMENTAL FAQ (.6); E-MAILS AND CALLS WITH GIBSON DUNN WORKING GROUP, CLIENT AND A&M REGARDING SAME (.7); EMAILS WITH GIBSON DUNN WORKING GROUP AND PAGET BROWN REGARDING GLOBAL SETTLEMENT IMPLEMENTATION PROCESS (.8); REVIEW OF PRIOR MATERIALS RELATING TO GLOBAL SETTLEMENT PROCESS (1.3); PREPARE DRAFT OUTLINE OF PLAN SETTLEMENT PROCESS, AND DISTRIBUTE TO GIBSON DUNN WORKING GROUP FOR COMMENT (2.4).
- 2.10 KING, CARLY-JANE REVIEW RELEVANT DOCUMENTS FOR RESPONSE TO SUBJECT ACCESS REQUEST OF D. INNES (.9); DRAFT LETTER TO FLADGATE REGARDING APPLICATION TO TRIBUNAL (.2); DRAFT LETTER TO FLADGATE IN RESPONSE TO SUBJECT ACCESS REQUEST OF D. INNES (.2); CALL WITH K. SOANES UPDATING HER ON UK EMPLOYEE LITIGATION (.1); REVIEW FINAL DOCUMENTS FOR SUBJECT ACCESS REQUEST OF D. INNES, DISCOVERY OF FURTHER POTENTIAL EVIDENCE AGAINST D. INNES AND TRIBUNAL CLAIM GOING FORWARD (.6); FORWARD REQUESTED DOCUMENTS TO K. SOANES REGARDING UK EMPLOYEE LITIGATION (.1).
- 11/06/12
2.40 BUFFONE, STEVEN P REVIEW AND REVISE OUTLINE OF ALL STEPS REQUIRED TO EFFECUTATE IIP AND IPP GLOBAL SETTLEMENT (1.1); REVIEW GLOBAL SETTLEMENT MATERIALS RECEIVED FROM P. TRICARIO, INCLUDING NRA LIMITED REGISTER, MENS AND ARTS AND RELATED MATERIALS (1.3).
- 1.60 TRINKLEIN, JEFFREY PREPARE FOR CALL WITH IIP PARTICIPANTS (.3); CALL WITH IIP PARTICIPANTS TO EXPLAIN GLOBAL SETTLEMENT (1.1); DISCUSS CALL WITH J. WEISSER (.2).
- 1.40 COX, JAMES A PREPARE FOR CALL RE: INNES (1.2); DISCUSS TACTICS AND NEXT STEPS WITH C KING (.2).
- 1.00 RIPPEON, BENJAMIN H CONFERENCE CALL RE: GLOBAL SETTLEMENT AND CAYMAN ISLANDS ISSUES.

- 2.00 O'GRADY, JAMES B REVIEW OUTLINE OF PLAN SETTLEMENT PROCESS, AND REVISIONS TO REFLECT COMMENTS (.7); CALL WITH PAGET BROWN TO DISCUSS GLOBAL SETTLEMENT PROCESS AND LIQUIDATION OF NRA, AND FOLLOW-UP E-MAILS REGARDING SAME (1.3).
- 0.80 GOSNELL HANDLER, STEPHENI CONFERENCE CALL WITH S. BUFFONE, B. RIPPEON, J. O'GRADY AND PAGET REPRESENTATIVES REGARDING IPP/IIP SETTLEMENT.
- 3.00 KING, CARLY-JANE CALL WITH J. BECK REGARDING REFERENCE ISSUE IN RELATION TO D. INNES'S TRIBUNAL CLAIM (.6); EMAIL TO J. BECK REGARDING REFERENCE ISSUE AND NEXT STEPS IN D. INNES'S TRIBUNAL CLAIM (.1); DRAFT LETTER TO ARCAPITA REGARDING DISCLOSURE OBLIGATIONS IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.9); RESEARCH REGARDING EMPLOYMENT TRIBUNAL DISCLOSURE OBLIGATIONS IN RELATION TO GROUP COMPANIES FOR THE TRIBUNAL CLAIM OF D. INNES (1.1); DISCUSS WITH V. BARNES REGARDING DISCLOSURE OBLIGATIONS OF GROUP COMPANIES IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.1); DISCUSS WITH J. COX REGARDING DISCOVERY OF FURTHER POTENTIAL EVIDENCE AGAINST D. INNES AND TRIBUNAL CLAIM GOING FORWARD (.2).
- 11/07/12
0.80 ROSENTHAL, MICHAEL A MEET WITH H. THOMPSON REGARDING EMPLOYEE CONTRACTS (.3); REVIEW A. ABDULMALLIK AND H. THOMPSON CONTRACTS (.5).
- 0.30 WEISSER, JOSHUA DRAFT MEMORANDUM TO J. BECK REGARDING EMPLOYEE BENEFIT QUESTION.
- 1.60 O'GRADY, JAMES B EMAILS WITH PAGET BROWN REGARDING GLOBAL SETTLEMENT IMPLEMENTATION (.5); CALL AND EMAILS WITH S. HANDLER TO DISCUSS PREPARATION OF DRAFT RESOLUTIONS AND DILIGENCE OF ORGANIZATIONAL DOCUMENTS (1.1).
- 0.80 GOSNELL HANDLER, STEPHENI CONFERENCE CALL WITH J. O'GRADY TO DISCUSS REQUIRED RESOLUTIONS (.2); RESEARCH AND DRAFT AIPL RESOLUTIONS AND CONDUCT DILIGENCE REVIEW OF AIPL ORGANIZATIONAL DOCUMENTS (.6).

0.70	KING, CARLY-JANE	DRAFT LETTER TO ARCAPITA REGARDING DISCLOSURE OBLIGATIONS IN RELATION TO TRIBUNAL CLAIM OF D. INNES.
11/08/12		
0.80	ROSENTHAL, MICHAEL A	REVIEW A. ABDULMALIK EMPLOYMENT AGREEMENT (.4); MEETING WITH PETER K RE ATIF EMPLOYMENT AGREEMENT (.2); REVIEW RESPONSE RE LETTER TO FRENCH EMPLOYEE AND EMAILS RELATED TO SAME (.2).
0.80	BUFFONE, STEVEN P	REVIEW EMAIL FROM P. TRICARIO RE REQUIRED CAYMAN ACTIONS FOR GLOBAL SETTLEMENT.
0.10	TRINKLEIN, JEFFREY	REVIEW MATERIALS RECEIVED FROM J. COX.
0.60	ROBE, JEAN-PHILIPPE	ATTENTION TO ESCOUFIER SITUATION.
3.90	COX, JAMES A	PREPARE FOR AND ATTEND CALL WITH J BECK RE: D INNES (1.5); PREPARE FOR AND ATTEND CALL WITH C CHIVERS RE: WITNESS STATEMENT FOR D INNES LITIGATION (1.6); REVIEW LETTER FROM JBE'S FRENCH LAWYER AND DRAFTING ADVICE EMAIL (.8).
0.50	RIPPEON, BENJAMIN H	EMAILS/CALLS RE: LIQUIDATOR.
0.50	KELSEY, MATTHEW K	COORDINATE WITH GIBSON DUNN TEAM REGARDING GLOBAL SETTLEMENT IMPLEMENTATION ISSUES.
0.20	WEISSER, JOSHUA	REVIEW LETTER FROM POTENTIAL EMPLOYEE CLAIMANT.
0.70	O'GRADY, JAMES B	EMAILS REGARDING LIQUIDATION PROCESS FOR NRA AND RELATED RESOLUTIONS.
4.30	GOSNELL HANDLER, STEPHENI	RESEARCH AND DRAFT AIPL AND NRA RESOLUTIONS.

2.20 KING, CARLY-JANE CALL WITH J. BECK REGARDING ISSUE OF IMPROPER REFERENCE IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.4); REVIEW LETTER TO ARCAPITA REGARDING DISCLOSURE OBLIGATIONS IN RELATION TO TRIBUNAL CLAIM OF D. INNES (1.2); CALL WITH C. CHIVERS REGARDING ISSUE OF REFERENCE IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.4); REVIEW PREVIOUS REFERENCE LETTERS PROVIDED BY J. BECK IN RELATION TO THE ISSUE OF IMPROPER REFERENCE IN TRIBUNAL CLAIM OF D. INNES (.2).

0.80 KING, CARLY-JANE REVIEW DISCLOSURE OBLIGATIONS AND ISSUE OF IMPROPER REFERENCE IN THE TRIBUNAL CLAIM OF D. INNES.

11/09/12

0.50 BUFFONE, STEVEN P EMAILS WITH J. O'GRADY AND J. TRINKLEIN RE CONVERSATION WITH PAGET-BROWN LIQUIDATION OF NCA.

0.20 TRINKLEIN, JEFFREY REVIEW NOTE FROM WEISSER AND FROM J. COX (.1); RESPOND TO J. GRADY REGARDING NRA LIQUIDATION WITH NOTE TO B. RIPPEON (.1).

0.80 ROBE, JEAN-PHILIPPE LIAISING ON FRENCH EMPLOYEE ISSUE.

0.80 COX, JAMES A DISCUSS JBE BONUS CLAIM WITH J WEISSER (.2); REVIEW FAX FROM FLADGATE (.6).

0.20 KELSEY, MATTHEW K CONFERENCE WITH J. WEISSER REGARDING EMPLOYEE SEVERANCE ISSUE.

1.20 WEISSER, JOSHUA REVIEW AND ANALYSIS OF LETTER FROM EMPLOYEE CLAIMANT (.2); RELATED CONFERENCE WITH M. KELSEY (.2); REVIEW AND ANALYSIS OF RELATED PROOF OF CLAIM AND SUPPORTING DOCUMENTATION (.4); RELATED CORRESPONDENCE WITH J. TRINKLEIN (.1); DRAFT MEMORANDUM TO INTERNAL TEAM REGARDING NEXT STEPS (.3).

1.10 O'GRADY, JAMES B CALL WITH PAGET BROWN REGARDING LIQUIDATION PROCESS.

1.50	GOSNELL HANDLER, STEPHENI	DRAFT AND REVISE RESOLUTIONS FOR AIPL AND NRA (1.1); CONFERENCE CALL WITH J. O'GRADY AND CLIENT TO DISCUSS LIQUIDATION OF NRA (.4).
1.40	KING, CARLY-JANE	DRAFT LETTER TO FLADGATE REGARDING IMPROPER REFERENCE IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.5); DRAFT STATEMENT OF C. CHIVERS REGARDING REFERENCE IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.9).
11/10/12		
0.20	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE RELATING TO EMPLOYEE SEVERANCE AND CLAIM ISSUE.
11/11/12		
1.00	BUFFONE, STEVEN P	SEVERAL EMAILS WITH J. O'GRADY (.2); CONFERENCE CALL TO DISCUSS DISSOLUTION OF NRA (.8).
0.30	O'GRADY, JAMES B	E-MAILS WITH S. BUFFONE AND J. TRINKLEIN REGARDING IMPLEMENTATION OF GLOBAL SETTLEMENT.
11/12/12		
0.50	ROBE, JEAN-PHILIPPE	LIAISING ON MR. FRENCH EMPLOYEE ISSUE.
3.20	COX, JAMES A	DRAFT WITNESS STATEMENT RE: C CHIVERS (1.4); DRAFT CORRESPONDENCE WITH TRIBUNAL AND FLADGATE (1.8).
0.60	RIPPEON, BENJAMIN H	EMAILS RE: GLOBAL SETTLEMENT STEPS IMPLEMENTATION.
0.70	KELSEY, MATTHEW K	REVIEW SEPARATION AGREEMENT AND BONUS ISSUE RELATED TO ARCAPITA LTD. EMPLOYEE.
0.40	WEISSER, JOSHUA	PREPARE FOR AND ATTEND INTERNAL CALL REGARDING EMPLOYEE CLAIM VERSUS ARCAPITA LIMITED.

4.40 KING, CARLY-JANE

DRAFT LIST OF RELEVANT SEARCH TERMS FOR DISCLOSURE IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.3); AMEND DIARISED DATES FOR TRIBUNAL CLAIM OF D. INNES IN LIGHT OF APPLICATION FOR EXTENSION OF TIME (.3); REVISE STATEMENT OF C. CHIVERS REGARDING ISSUE OF REFERENCE IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.3); REVIEW DISCLOSURE OBLIGATIONS AND ISSUE OF IMPROPER REFERENCE IN THE TRIBUNAL CLAIM OF D. INNES (1.4); EMAILS TO J. BECK REGARDING DISCLOSURE OBLIGATIONS, FLADGATE'S OBJECTION TO OUR APPLICATION FOR AN EXTENSION OF TIME AND OUR RESPONSE TO THE TRIBUNAL IN THE CLAIM OF D. INNES (.3); DRAFT LETTER TO TRIBUNAL REGARDING RESPONSE TO FLADGATE LETTER AND REINFORCING APPLICATION FOR EXTENSION OF TIME (.6); REVISE LETTER TO FLADGATE REGARDING ISSUE OF REFERENCE IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.3); REVIEW RESULTS OF SUBJECT ACCESS REQUEST AND OTHER DOCUMENTS RECEIVED FROM CLIENT IN RELATION TO DISCLOSURE AND CONSIDERING PROPORTIONALITY OF SEARCHES APPLIED TO DATA FOR SUBJECT ACCESS REQUEST IN RELATION TO DISCLOSURE OBLIGATIONS FOR TRIBUNAL CLAIM OF D. INNES (.9).

11/13/12

1.00 BUFFONE, STEVEN P

SEVERAL EMAILS RE IMPLEMENTATION OF GLOBAL SETTLEMENT CALL WITH J. O'GRADY.

0.10 TRINKLEIN, JEFFREY

EMAIL B. RIPPEON REGARDING LEGACY PLANS.

1.20 COX, JAMES A

PREPARING FOR AND ATTENDING CALL WITH J. BECK RE: D INNES DISCLOSURE (.5); DISCUSS TACTICS WITH CJ KING (.7).

0.50 RIPPEON, BENJAMIN H

EMAILS RE: FUND CAPITAL CALLS IN CONNECTION WITH GLOBAL SETTLEMENT.

0.30 KELSEY, MATTHEW K

REVIEW CORRESPONDENCE RELATING TO FORMER ARCAPITA LTD. EMPLOYEE AND RIGHTS RELATING TO SEVERANCE.

0.20 WEISSER, JOSHUA

ATTEND TO ISSUES RELATED TO EMPLOYEE CLAIMS VERSUS LIMITED.

- 1.00 O'GRADY, JAMES B CALLS AND E-MAILS WITH J. TRINKLEIN AND B. RIPPEON REGARDING LEGACY PARTICIPANTS IN IPP/IIP PLANS (.3); E-MAIL TO A. ROGERS REGARDING LIQUIDATION OF NRA (.4); E-MAILS AND CALL WITH J. WEISSER REGARDING QUESTION FROM J. BECK (.3).
- 3.40 KING, CARLY-JANE REVIEW RESULTS OF SUBJECT ACCESS REQUEST AND OTHER DOCUMENTS RECEIVED FROM CLIENT IN RELATION TO DISCLOSURE AND CONSIDERING PROPORTIONALITY OF SEARCHES APPLIED TO DATA FOR SUBJECT ACCESS REQUEST IN RELATION TO DISCLOSURE OBLIGATIONS FOR TRIBUNAL CLAIM OF D. INNES (.3); CONFER WITH J. COX REGARDING DISCLOSURE OBLIGATIONS AND ISSUE OF IMPROPER REFERENCE IN THE TRIBUNAL CLAIM OF D. INNES (.7); CALL WITH J. BECK REGARDING DISCLOSURE OBLIGATIONS AND ISSUE OF IMPROPER REFERENCE IN THE TRIBUNAL CLAIM OF D. INNES AND THREATENED BONUS CLAIM OF J.B. ESCOUFIER (.6); REVIEW REINFORCEMENT OF APPLICATION TO TRIBUNAL REGARDING EXTENSION OF TIME (.2), STATEMENT OF C. CHIVERS (.2) AND LETTER TO FLADGATE REGARDING IMPROPER REFERENCE IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.2); DRAFT EMAIL FOR J. BECK TO SEND TO INDIVIDUALS AT ARCAPITA REGARDING DISCLOSURE OBLIGATIONS (.6); DRAFT LETTER TO J.B. ESCOUFIER REGARDING CORRESPONDENCE IN HIS THREATENED BONUS CLAIM AGAINST ARCAPITA LIMITED (.1); REVIEW SEARCH TERMS FOR APPLICATION TO EXISTING DATA UNIVERSE AND LIAISING WITH M. JONES REGARDING APPLICATION OF THOSE TERMS TO FOR THE PURPOSES OF DISCLOSURE IN THE TRIBUNAL CLAIM OF D. INNES (.5)
- 1.30 JONES, MITCHELL L CREATE CUSTOM SAVED SEARCHES IN RELATIVITY REVIEW DATABASE.
- 11/14/12
1.80 BUFFONE, STEVEN P NUMEROUS EMAILS WITH J. WEISSER, J. O'GRADY, J. TRINKLEIN AND EXECUTIVES AT ALVAREZ & MARSAL AND ARCAPITA RE CASH BALANCE PLAN, RECORD KEEPING REQUIREMENTS AND SIMILAR MATTERS RELATING TO THE GLOBAL SETTLEMENT.
- 0.30 TRINKLEIN, JEFFREY DISCUSS LEGACY IPP ISSUES WITH RIPPEON, J. O'GRADY.

1.20 COX, JAMES A REVIEW J MADDEN COMPROMISE AGREEMENT (.9);
DISCUSSING DISCLOSURE WITH CJ KING (.3).

1.00 RIPPEON, BENJAMIN H CONFERENCE CALL RE: CAPITAL CALLS (.6);
CONFERENCE CALL WITH J. TRINKLEIN AND J.
O'GRADY RE: LEGACY PLANS (.4).

0.40 KELSEY, MATTHEW K REVIEW CORRESPONDENCE REGARDING
SEPARATION AGREEMENT ISSUES.

0.40 O'GRADY, JAMES B CALLS AND E-MAILS WITH J. TRINKLEIN AND B.
RIPPEON REGARDING LEGACY PARTICIPANTS IN
IPP/IIP PLANS.

3.50 KING, CARLY-JANE REVIEW DOCUMENTS UPLOADED TO PROJECT
ANTELOPE DATA ROOM FOR ANY RELEVANT
DOCUMENTS CONCERNING THE CLAIMS BY FORMER
EMPLOYEES (.5); DISCUSSIONS WITH J. COX
REGARDING DISCLOSURE IN THE TRIBUNAL CLAIM
OF D. INNES (.3); REVIEW DOCUMENTS RECEIVED
FROM CLIENT AND FOUND AS A RESULT OF SUBJECT
ACCESS REQUEST FOR DISCLOSURE AND
COMPILING DISCLOSURE BUNDLE FOR TRIBUNAL
CLAIM OF D. INNES (1.1); CONFER WITH M. JONES
REGARDING APPLICATION OF THOSE TERMS FOR
THE PURPOSES OF DISCLOSURE IN THE TRIBUNAL
CLAIM OF D. INNES (.3); CONFER WITH C. NEILL
REGARDING FURTHER RESEARCH INTO DISCLOSURE
OBLIGATIONS OF GROUP COMPANIES IN THE UK
EMPLOYMENT TRIBUNAL (.2); REVIEW LETTER TO J.B.
ESCOUFIER REGARDING CORRESPONDENCE IN HIS
THREATENED BONUS CLAIM AGAINST ARCAPITA
LIMITED (.2); REVIEW RESULTS OF SEARCH TERMS
APPLIED TO EXISTING DATA UNIVERSE FOR THE
DISCLOSURE IN THE TRIBUNAL CLAIM OF D. INNES
(.9).

0.80 JONES, MITCHELL L CREATE CUSTOM SAVED SEARCHES IN RELATIVITY
REVIEW DATABASE.

11/15/12
0.20 WEISSER, JOSHUA CONFERENCE WITH INTERNAL TEAM REGARDING
EMPLOYEE CLAIMS ISSUES.

2.90	KING, CARLY-JANE	REVIEW DISCLOSURE IN THE TRIBUNAL CLAIM OF D. INNES (.2); REVIEW DOCUMENTS RECEIVED FROM CLIENT AND FOUND AS A RESULT OF SUBJECT ACCESS REQUEST FOR DISCLOSURE AND COMPILING DISCLOSURE BUNDLE FOR TRIBUNAL CLAIM OF D. INNES (1.9); CONFER WITH PARALEGALS FOR REVIEW OF POTENTIALLY RELEVANT ELECTRONIC DOCUMENTS FOR DISCLOSURE IN THE TRIBUNAL CLAIM OF D. INNES (.7); EMAIL TO J. BECK REGARDING FURTHER LETTER RECEIVED FROM FLADGATE AND ACTION IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.1).
4.50	KUTIJA, IVA	MEET WITH CJ KING RE DISCLOSURE DOCUMENT REVIEW (.5); REVIEW DISCLOSURE DOCUMENTS (4.0).
2.50	NEILL, CAROLINE	REVIEW ELECTRONIC DOCUMENTS FOR DISCLOSURE (2.0); DISCUSSION WITH CJ KING FOR BRIEFING RELATING TO CASE (.5).
11/16/12		
2.50	KING, CARLY-JANE	DISCUSSIONS WITH J. COX REGARDING DISCLOSURE IN THE TRIBUNAL CLAIM OF D. INNES (.1); DRAFT LIST OF DOCUMENTS FOR DISCLOSURE IN TRIBUNAL CLAIM OF D. INNES (1.5); REVIEW DISCLOSURE BUNDLE FOR TRIBUNAL CLAIM OF D. INNES (.5); MEET WITH C. NEILL, I. KUTIJA AND M. JONES REGARDING DOCUMENTS FOR DISCLOSURE IN TRIBUNAL CLAIM OF D. INNES (.4).
1.50	JONES, MITCHELL L	IMAGE SELECTED DOCUMENTS IN RELATIVITY REVIEW DATABASE (.3); EXPORT IMAGED DOCUMENTS AS PDFS (.8); MEET WITH C. KING RE: SAME (.4).
6.50	KUTIJA, IVA	REVIEW DISCLOSURE DOCUMENTS (6.1); MEET WITH C. KING RE: SAME (.4).
3.00	NEILL, CAROLINE	COMPLETE DOCUMENT DISCLOSURE REVIEW AND RESEARCH ISSUE RELATED TO DISCLOSURE OF DOCUMENTS HELD BY PARENT COMPANY (2.6); MEET WITH CJ KING RELATING TO SAME (.4).
11/17/12		
0.60	RIPPEON, BENJAMIN H	EMAILS RE: LIQUIDATION OF NRA AND REVISIONS TO AIPL IN CONNECTION WITH GLOBAL SETTLEMENT.

0.20 O'GRADY, JAMES B EMAILS WITH J. WEISSER AND B. RIPPEON REGARDING CALL WITH J. BECK TO DISCUSS FUNDING OF BONUS PAYMENTS AND IMPLEMENTATION OF GLOBAL SETTLEMENT.

11/18/12
0.70 O'GRADY, JAMES B EMAILS WITH T. NAMBIA REGARDING LIQUIDATION PROCESS FOR NRA (.4); EMAILS WITH J. BECK REGARDING GLOBAL SETTLEMENT PROCESS (.3).

11/19/12
0.50 BUFFONE, STEVEN P EMAILS WITH J. O'GRADY RE GLOBAL SETTLEMENT IMPLEMENTATION.

0.40 ROBE, JEAN-PHILIPPE ATTENTION TO ISSUE WITH FRENCH EMPLOYEE (.1); REVIEW LETTER TO EMPLOYEE'S COUNSEL (.3).

1.00 COX, JAMES A PREPARE RESPONSE TO JBE LAWYER AND CIRCULATE.

0.90 WEISSER, JOSHUA PREPARE FOR AND ATTEND CALL WITH J. BECK AND J.B. O'GRADY REGARDING EMPLOYEE ISSUES RELATING TO GLOBAL SETTLEMENT (.6); DRAFT INTERNAL MEMORANDUM REGARDING EMPLOYEE ISSUES RELATING TO CLAIMS VERSUS NON-DEBTOR (.3).

2.10 O'GRADY, JAMES B CALL WITH J. BECK AND J. WEISSER TO DISCUSS FUNDING OF BONUS PAYMENTS AND IMPLEMENTATION OF GLOBAL SETTLEMENT (1.4); EMAILS WITH H. THOMPSON AND J. TRINKLEIN REGARDING SETTLEMENT PROCESS (.7).

2.30 KING, CARLY-JANE DRAFT LIST OF DOCUMENTS AND COMPILING AND REVIEWING DISCLOSURE BUNDLE FOR TRIBUNAL CLAIM OF D. INNES.

1.00 JONES, MITCHELL L IMAGE AND PDF SELECTED DOCUMENTS IN THE RELATIVITY REVIEW DATABASE.

1.00 NEILL, CAROLINE REORDER DOCUMENTS CHRONOLOGICALLY

11/20/12

- 0.10 ROSENTHAL, MICHAEL A EMAILS FROM C. JANE AND J. BECK REGARDING LTD EMPLOYMENT CLAIMS.
- 0.50 ALEKSANDER, NICHOLAS P RESPOND TO QUESTION FROM J. TRINKLEIN ON EXECUTIVE INCENTIVES AND THE IMPACT OF PART 7A.
- 0.40 ROBE, JEAN-PHILIPPE ATTENTION TO E-MAIL TRAFFIC.
- 2.20 COX, JAMES A REVIEW CORRESPONDENCE FROM FLADGATE RE: D INNES (.8); FINALIZE LETTER TO JBE LAWYER RE: BONUS CLAIM (1.0); REVIEW AND RESPOND TO EMAIL CORRESPONDENCE FROM H THOMPSON RE: JBE CLAIM (.4).
- 0.50 KELSEY, MATTHEW K REVIEW CORRESPONDENCE RELATING TO POTENTIAL LITIGATION WITH FORMER ARCAPITA LTD. EMPLOYEE.
- 0.20 WEISSER, JOSHUA REVIEW RESPONSE TO EMPLOYEE CLAIMANT.
- 0.60 O'GRADY, JAMES B EMAILS WITH PAGET BROWN AND T. NAMBIA REGARDING DISSOLUTION OF NRA.
- 4.00 KING, CARLY-JANE REVIEW DISCLOSURE AND FURTHER APPLICATIONS IN THE TRIBUNAL CLAIM OF D. INNES (.6); REVIEW RELEVANT DOCUMENTS DISCOVERED BY PARALEGALS FOR DISCLOSURE IN TRIBUNAL CLAIM OF D. INNES (1.7) AND MEET WITH M. JONES AND C. NEILL REGARDING THE SAME (.7); DRAFT EMAIL TO J. BECK REGARDING CURRENT STATUS OF DISCLOSURE, FURTHER DOCUMENTS DISCOVERED, RESPONSE OF FLADGATE AND FOR FURTHER INSTRUCTIONS REGARDING TRIBUNAL CLAIM OF D. INNES (.6); DRAFT EMAIL TO FLADGATE REGARDING LETTER OF 13 NOVEMBER 2012 REGARDING REFERENCE (.1) AND LETTER OF INSTRUCTION TO T. COGLIN REGARDING AMENDMENT OF GROUNDS OF RESISTANCE (.2); CALL FROM ACAS REGARDING TRIBUNAL CLAIM OF D. INNES (.1)

- 4.00 JONES, MITCHELL L IDENTIFY SELECTED DOCUMENTS LOADED TO RELATIVITY REVIEW DATABASE (.7); IMAGE SELECTED DOCUMENTS IN RELATIVITY REVIEW DATABASE (1.2); EXPORT PDF IMAGES OF SELECTED DOCUMENTS FROM RELATIVITY REVIEW DATABASE (1.1); CREATE CUSTOM SAVED SEARCH IN RELATIVITY REVIEW DATABASE (1.3); MEET WITH C. KING RE: SAME (.7).
- 3.00 NEILL, CAROLINE INDEX BUNDLE CHRONOLOGICALLY AND UPDATE FOLDER OF DOCUMENTS AND INDEX (2.3); MEET WITH C. KING RE: SAME (.7).
- 11/21/12
0.60 ROBE, JEAN-PHILIPPE ATTENTION TO LEGAL ISSUES REGARDING FRENCH EMPLOYEE.
- 1.40 COX, JAMES A DRAFT ADVICE EMAILS ON JURISDICTIONAL ISSUED FOR JBE CONTRACT DISPUTE AND CONSIDERING QUESTIONS FOR H THOMPSON.
- 1.00 O'GRADY, JAMES B CALLS WITH PAGET BROWN, T. NAMBIA AND S. HANDLER REGARDING LIQUIDATION OF NRA AND IMPLEMENTATION OF GLOBAL SETTLEMENT.
- 2.60 KING, CARLY-JANE MEET WITH T. COGLIN'S CLERK REGARDING INSTRUCTIONS AND COSTS ESTIMATE (.2); DISCUSSIONS WITH J. COX REGARDING TRIBUNAL CLAIM OF D. INNES AND POTENTIAL BONUS CLAIM OF JBE (.3); REVIEW LIST OF DOCUMENTS AND BUNDLE OF RELEVANT DOCUMENTS FOR DISCLOSURE IN TRIBUNAL CLAIM OF D. INNES (1.0); REVISE LETTER OF INSTRUCTION TO T. COGLIN IN LIGHT OF RECENT LETTER FROM FLADGATE AND FINALISING RELEVANT DOCUMENTS TO ACCOMPANY IT IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.3); CALL WITH J. BECK REGARDING TRIBUNAL CLAIM OF D. INNES AND POTENTIAL BONUS CLAIM OF JBE (.5) AND CALL TO ACAS REGARDING TRIBUNAL CLAIM OF D. INNES, INCLUDING SHORT ATTENDANCE NOTES OF BOTH CALLS (.2); DRAFT LETTER TO FLADGATE REGARDING MITIGATION IN TRIBUNAL CLAIM OF D. INNES (.1).

11/22/12

- 0.20 ROSENTHAL, MICHAEL A REVIEW ADDITIONAL GROUNDS OF RESISTANCE LANGUAGE REGARDING LIMITED EMPLOYEE CLAIMS (.2).
- 3.00 COX, JAMES A DRAFTING CORRESPONDENCE TO FLADGATE RE: AMENDING GOR (1.4); DISCUSSING TACTICS WITH CJ KING (.8); REVIEWING DISCLOSURE DOCUMENTS (.8).
- 2.60 O'GRADY, JAMES B EMAILS WITH T. NAMBI AND PAGET BROWN REGARDING DOCUMENTATION FOR LIQUIDATION OF NRA (.7); REVIEW OF DOCUMENTATION REGARDING LIQUIDATION OF NRA; REVIEW OF AND REVISIONS MEMO TO PAGET BROWN OUTLINING SERVICES, AND E-MAILS WITH J. BECK REGARDING SAME (1.9).
- 4.60 KING, CARLY-JANE RESEARCH REGARDING LEGAL BASIS FOR AMENDMENT OF DEFENCE AND INTRODUCTION OF POST-DISMISSAL EVENT IN TRIBUNAL CLAIM OF D. INNES (.9); DISCUSSIONS WITH J. COX REGARDING FINALISING DISCLOSURE, FURTHER APPLICATIONS AND CORRESPONDENCE IN RELATION TO THE TRIBUNAL CLAIM OF D. INNES (.8); REVIEW LIST OF DOCUMENTS AND BUNDLE OF RELEVANT DOCUMENTS FOR DISCLOSURE INCLUDING REDACTIONS (1.6); REVISE GROUNDS OF RESISTANCE AND DRAFT EMAIL TO J. BECK REGARDING THE SAME IN RELATION TO TRIBUNAL CLAIM OF D. INNES (.7); DRAFT LETTER TO FLADGATE REGARDING APPLICATION TO AMEND GROUNDS OF RESISTANCE (.5); REVIEW DOCUMENTS UPLOADED TO PROJECT ANTELOPE DATA ROOM FOR ANY RELEVANT DOCUMENTS CONCERNING THE CLAIMS BY FORMER EMPLOYEES (.1).
- 1.30 KARNES, CHRISTOPHER REVIEW AND REPLY TO CORRESPONDENCE FROM C. KING REQUESTING ASSISTANCE WITH EMAIL DOCUMENTS IN RELATIVITY (.4); CREATE SAVED SEARCHES TO DETERMINE DOCUMENTS REFERENCED IN C. KING EMAIL (.5); REVIEW AND RESPOND TO RESPONSE FROM C. KING REQUESTING NATIVE ATTACHMENT OF DOCUMENT NUMBER CTRL00050549 (.2); CREATE PDF OF REQUESTED DOCUMENT AND ATTACH IN EMAIL REPLY TO C. KING (.2).
- 1.00 NEILL, CAROLINE REDACT BUNDLE DOCUMENT FOR CJ KING

11/23/12
2.50 COX, JAMES A PREPARE FOR AND ATTEND ARCAPITA CASE
MANAGEMENT DISCUSSION BY CONFERENCE CALL
(.8); UPDATE CLIENT (.7); REVIEW DISCLOSURE (1.0).

11/26/12
1.20 RIPPEON, BENJAMIN H ATTENTION TO WITHHOLDING ISSUE FOR GLOBAL
SETTLEMENT (.8); RESPOND TO EMAILS RE: GLOBAL
SETTLEMENT DISTRIBUTION MECHANICS (.4).

1.90 O'GRADY, JAMES B EMAILS WITH GIBSON DUNN WORKING GROUP
REGARDING ACCELERATION OF SETTLEMENT
PROCESS (.3); REVIEW OF REVISED MEMO
OUTLINING PAGET BROWN SERVICES (1.1); EMAILS
TO CLIENT REGARDING SAME (.5).

2.30 NEILL, CAROLINE REVIEW DISCLOSURE BUNDLE (.6); REMOVE
DUPLICATE DOCUMENTS (.7); PREPARE NEW COPY
AND UPDATE INDEX (.8); PROVIDE BUNDLE TO J COX
(.2).

11/27/12
0.60 BUFFONE, STEVEN P CALL WITH S. PARNES RE GLOBAL SETTLEMENT.

3.70 COX, JAMES A REVIEW DISCLOSURE FOR D INNES (3.2); CONFER
WITH J BECK RE: SAME (.5).

0.30 KELSEY, MATTHEW K CORRESPONDENCE RELATING TO PAYMENTS
PERMISSIBLE UNDER RELEVANT ORDERS TO
SEVERED EMPLOYEES.

0.40 WEISSER, JOSHUA CORRESPONDENCE TO INTERNAL TEAM REGARDING
EMPLOYEE ISSUES (.2); RELATED
CORRESPONDENCE REGARDING GLOBAL
SETTLEMENT IMPLEMENTATION ISSUES (.2).

0.90 O'GRADY, JAMES B REVIEW SETTLEMENT DOCUMENTATION FOR
FORMER IIP PARTICIPANTS (.6); EMAILS WITH J.
WEISSER AND J. BECK REGARDING SAME (.3).

1.00 NEILL, CAROLINE REVIEW BUNDLE OF DISCLOSURE DOCUMENTS AND
DRAFT LETTER TO CLAIMANT'S SOLICITORS.

11/28/12

1.20 COX, JAMES A PREPARE FOR AND ATTEND CALL WITH J BECK RE: D INNES.

0.20 O'GRADY, JAMES B EMAILS WITH J. BECK REGARDING SETTLEMENT DOCUMENTATION FOR FORMER IIP PARTICIPANTS.

3.00 KING, CARLY-JANE DISCUSSIONS WITH J. COX REGARDING OUTCOME OF CASE MANAGEMENT DISCUSSION, CLAIMANT'S DISCLOSURE AND WITNESS STATEMENTS IN THE TRIBUNAL CLAIM OF D. INNES (.2); CALL WITH J. BECK REGARDING OUTCOME OF CASE MANAGEMENT DISCUSSION AND NEXT STEPS IN THE TRIBUNAL CLAIM OF D. INNES (.7); REVIEW TRIBUNAL DEADLINES FOLLOWING CASE MANAGEMENT DISCUSSION IN THE TRIBUNAL CLAIM OF D. INNES (.2); REVIEW DISCLOSURE DOCUMENTS RECEIVED IN THE TRIBUNAL CLAIM OF D. INNES (1.7); REVIEW DOCUMENTS UPLOADED TO PROJECT ANTELOPE DATA ROOM FOR ANY RELEVANT DOCUMENTS CONCERNING THE CLAIMS BY FORMER EMPLOYEES (.2).

11/29/12

1.00 COX, JAMES A TELEPHONE CALL WITH J. BECK RE: D INNES.

0.30 RIPPEON, BENJAMIN H EMAILS RE: TERMINATION PAYMENTS AND OBLIGATIONS.

0.20 KELSEY, MATTHEW K CORRESPONDENCE WITH J. BECK REGARDING IMPLEMENTATION OF IIP/IPP GLOBAL SETTLEMENT.

0.20 WEISSER, JOSHUA ATTEND TO ISSUES RELATED TO GLOBAL SETTLEMENT IMPLEMENTATION.

1.70	KING, CARLY-JANE	DRAFT EMAIL TO J. BECK REGARDING CLAIMANT'S DISCLOSURE, PROPOSED RESPONSE AND TRIBUNAL ORDER IN THE TRIBUNAL CLAIM OF D. INNES (.4); DRAFT LETTER TO FLADGATE REGARDING MITIGATION DOCUMENTS AND DISCLOSURE RECEIVED IN THE TRIBUNAL CLAIM OF D. INNES (.2); CALL WITH J. BECK REGARDING OUTCOME OF CASE MANAGEMENT DISCUSSION AND NEXT STEPS IN THE TRIBUNAL CLAIM OF D. INNES (.2); REVIEW CLAIMANT'S DISCLOSURE AND WITNESS STATEMENTS IN THE TRIBUNAL CLAIM OF D. INNES (.4); REVIEW DISCLOSURE DOCUMENTS RECEIVED (.4) AND DRAFT EMAIL TO FLADGATE REGARDING LIST OF ISSUES IN THE TRIBUNAL CLAIM OF D. INNES (.1).
11/30/12		
0.30	TRINKLEIN, JEFFREY	DISCUSS WITH J. WEISSER TREATMENT OF CPO OBLIGATIONS.
0.70	RIPPEON, BENJAMIN H	CALLS RE: TERMINATION SETTLEMENT (.5); EMAILS RE: UK WITHHOLDING ISSUES ON GLOBAL SETTLEMENT (.2).
1.00	WEISSER, JOSHUA	PREPARE FOR AND ATTEND CALL WITH J. BECK REGARDING EMPLOYEE ISSUES (.3); RELATED REVIEW OF CORPORATE DOCUMENTATION (.4); CONFERENCE WITH J. TRINKLEIN REGARDING GLOBAL SETTLEMENT IMPLEMENTATION ISSUES (.3).
0.10	KING, CARLY-JANE	REVIEW DOCUMENTS UPLOADED TO PROJECT ANTELOPE DATA ROOM FOR ANY RELEVANT DOCUMENTS CONCERNING THE CLAIMS BY FORMER EMPLOYEES.

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

EXECUTORY CONTRACTS/UNEXPIRED LEASES
30561-00109

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	1.10	\$1,045.0	\$ 1,149.50
JANET M. WEISS	0.60	1,025.0	615.00
MATTHEW K. KELSEY	1.00	785.00	<u>785.00</u>

Total Services \$ 2,549.50

Total Services, Costs/Charges 2,549.50

BALANCE DUE \$ 2,549.50

EXECUTORY CONTRACTS/UNEXPIRED LEASES
30561-00109

Detail Services:

11/26/12			
0.40	KELSEY, MATTHEW K	CORRESPONDENCE WITH K. MARTORANA REGARDING EXECUTORY CONTRACT AND ASSUMPTION ISSUES.	
11/27/12			
0.60	WEISS, JANET M	REVIEW REQUESTS BY SHAREHOLDER RE AGREEMENT AND DRAFT RESPONSE RE SAME.	
11/30/12			
1.10	ROSENTHAL, MICHAEL A	EMAILS WITH L. HIRSH REGARDING HQ LEASE RECHARACTERIZATION (.3); CONFERENCE CALL WITH L. HIRSH AND C. MILLET REGARDING HQ LEASE NEGOTIATIONS (.6); EMAILS WITH L. HIRSH AND C. MILLET REGARDING RESTRUCTURING OF HQ LEASE (.2).	
0.60	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE FROM J. WEISSER AND J. MAKUCH OF A&M REGARDING EXECUTORY CONTRACT ISSUE (.5); REVIEW CORRESPONDENCE FROM J. SPANO OF A&M REGARDING SAME (.1).	

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

FEE APPLICATIONS/RETENTION APPLICATIONS
30561-00110

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	2.60	\$1,045.0	\$ 2,717.00
MATTHEW K. KELSEY	2.10	785.00	1,648.50
JOSHUA WEISSER	3.70	735.00	2,719.50
JEREMY L. GRAVES	2.00	595.00	1,190.00
DOUGLAS G. LEVIN	69.30	515.00	35,689.50
BRIAN J. KIM	5.50	620.00	3,410.00
ALAN MOSKOWITZ	2.30	620.00	1,426.00
AYESHA CHATTERJEE	2.30	475.00	1,092.50
MATTHEW G. BOUSLOG	13.60	395.00	5,372.00
DUKE K. AMPONSAH	23.50	350.00	8,225.00
CARI L. RUSSELL	5.50	330.00	1,815.00
MORGAN WOLFE	31.00	255.00	<u>7,905.00</u>

Total Services \$ 73,210.00

Total Services, Costs/Charges 73,210.00

BALANCE DUE \$ 73,210.00

FEE APPLICATIONS/RETENTION APPLICATIONS
30561-00110

Detail Services:

08/30/12		
2.10	AMPONSAH, DUKE K	REVISE AND REVIEW G&D TIME FOR RECORDS FOR TRANSITORY TIMEKEEPERS, HEARING ATTENDANCE AND INVOICES.
08/31/12		
2.90	AMPONSAH, DUKE K	REVISE AND REVIEW G&D TIME FOR RECORDS FOR TRANSITORY TIMEKEEPERS, HEARING ATTENDANCE AND INVOICES.
11/05/12		
0.50	KELSEY, MATTHEW K	COORDINATE WITH J. WEISSER AND D. LEVIN REGARDING PREPARATION OF INTERIM FEE APPLICATION.
0.30	WEISSER, JOSHUA	CONFERENCE WITH D. LEVIN AND M. KELSEY REGARDING FEE APPLICATION ISSUES (.2); RELATED CONFERENCE WITH B. KIM (.1).
2.10	LEVIN, DOUGLAS G	CONFERENCES WITH M. BOUSLOG [.3] B. KIM [.2] AND J. WEISSER [.1] RE DRAFTING SECTIONS OF GIBSON DUNN'S SECOND FEE APPLICATION (.6); EMAILS TO AND FROM SAME GIBSON DUNN ATTORNEYS RE SUMMARY OF MATERIALS AND INSTRUCTIONS NEEDED TO DRAFT SAME SECTIONS, AND DIVISION OF RESPONSIBILITIES (.7); DRAFT FEE APPLICATION AND PREPARE RELATED MATERIALS (.8).
0.20	KIM, BRIAN J	CALL WITH D. LEVIN RE: PREPARATION OF NEXT FEE APPLICATION.
0.50	BOUSLOG, MATTHEW G	CONFERENCE WITH D. LEVIN RE PREPARATION OF FEE APPLICATION (.3); EMAILS WITH D. LEVIN, A. MOSKOWITZ, B. KIM AND M. KELSEY RE SAME (.2).
3.70	AMPONSAH, DUKE K	REVISE PREBILL(3.4); DISCUSSIONS WITH M. FUENTES RE: SAME (.3).

- 3.00 WOLFE, MORGAN REVIEW AND REVISE OCTOBER PREBILL TIME ENTRIES FOR COMPLIANCE WITH UST REGULATIONS.
- 11/06/12
2.10 LEVIN, DOUGLAS G DRAFT GIBSON DUNN'S SECOND FEE APPLICATION (1.5); EMAILS AND AND FROM M. BOUSLOG, A. MOSKOWITZ AND B. KIM RE MANAGING DRAFTING OF SAME APPLICATION (.3); EMAILS TO J. MAKUCH (A&M) AND J. PAIGE RE FINANCIAL INFORMATION TO BE INCLUDED IN SAME APPLICATION (.3).
- 1.30 KIM, BRIAN J DRAFT DESCRIPTIONS OF WORK PERFORMED UNDER EACH MATTER NUMBER IN PREPARATION FOR NEXT FEE APPLICATION.
- 4.00 BOUSLOG, MATTHEW G REVIEW FEE STATEMENTS AND BILLING RECORDS (2.2); REVIEW DRAFT OF FEE APPLICATION (.5); DRAFT SUMMARIES OF SERVICES RENDERED (1.2); TELEPHONE CONFERENCE WITH D. LEVIN RE SAME (.1).
- 3.40 AMPONSAH, DUKE K REVISE PREBILL (3.4).
- 11/07/12
1.10 LEVIN, DOUGLAS G DRAFT GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (1.0); DRAFT EMAIL TO A. MOSKOWITZ, M. BOUSLOG AND B. KIM RE SAME (.1).
- 3.50 KIM, BRIAN J REVIEW PREBILLS RELATING TO PERIODS RELEVANT TO NEXT FEE APPLICATION (1.5). CONTINUE TO DRAFT SUMMARIES OF WORK PERFORMED UNDER CERTAIN MATTER NUMBERS FOR NEXT FEE APPLICATION (2.0).
- 1.40 AMPONSAH, DUKE K REVISE PREBILL.
- 1.50 WOLFE, MORGAN REVIEW AND REVISE PREBILL FOR UST COMPLIANCE (1.5).

11/08/12

4.80 LEVIN, DOUGLAS G DRAFT AND EDIT GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (4.3); DRAFT EMAIL TO B. KIM RE ASSISTANCE WITH SECTION OF SAME FEE APPLICATION (.1); TELEPHONE CONFERENCE WITH M. WOLFE RE PREPARATION OF GIBSON DUNN'S OCTOBER MONTHLY FEE STATEMENT (.2); EMAILS TO AND FROM M. WOLFE AND J. PAIGE RE PREPARATION OF SAME FEE STATEMENT (.2).

1.50 MOSKOWITZ, ALAN DRAFT SUMMARIES FOR WORK PERFORMED FOR SECOND INTERIM FEE APPLICATION.

0.90 BOUSLOG, MATTHEW G REVIEW FEE STATEMENTS AND BILLING RECORDS (.4); EMAILS WITH A. MOSKOWITZ AND D. LEVIN RE SAME (.1); DRAFT SUMMARIES OF SERVICES RENDERED (.4).

4.20 WOLFE, MORGAN EMAILS WITH D. LEVIN AND J. WEISSER RE TIME ENTRIES AND QUESTIONS RE UST COMPLIANCE MEASURES AND NEXT STEPS IN THE FEE STATEMENT PROCESS (1.1); CONTINUE TO REVIEW AND REVISE OCTOBER PREBILL FOR UST COMPLIANCE (3.1).

11/09/12

3.30 LEVIN, DOUGLAS G TELEPHONE CONFERENCE WITH J. PAIGE RE REVISIONS TO GIBSON DUNN OCTOBER TIME ENTRIES FOR INCLUSION IN MONTHLY FEE STATEMENT (.2); EMAILS TO AND FROM J. PAIGE RE SAME (.3); DRAFT GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (2.5); EMAILS TO AND FROM M. BOUSLOG, A. MOSKOWITZ AND B. KIM RE STATUS OF SECTIONS OF SAME FEE APPLICATION (.3).

0.10 BOUSLOG, MATTHEW G EMAILS WITH D. LEVIN RE PREPARATION OF FEE APPLICATION.

2.10 WOLFE, MORGAN FINALIZE EDITS TO OCTOBER PREBILL, SCAN TO PDF, AND SEND TO J. PAIGE AND D. LEVIN (1.4); EMAILS WITH J. PAIGE AND D. LEVIN RE STATUS OF REVISIONS TO PREBILL, INCLUDING QUESTIONS OF WHETHER OR NOT THERE SHOULD BE TIME ENTRIES IN MATTER 00096(.7).

11/10/12
4.50 LEVIN, DOUGLAS G REDACT AND CORRECT GIBSON DUNN OCTOBER TIME ENTRIES FOR INCLUSION IN MONTHLY FEE STATEMENT (4.3); EMAILS TO AND FROM M. ROSENTHAL RE STATUS OF SAME FEE STATEMENT AND STATUS OF GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (.2).

11/11/12
2.00 LEVIN, DOUGLAS G REDACT AND CORRECT GIBSON DUNN OCTOBER TIME ENTRIES FOR INCLUSION IN MONTHLY FEE STATEMENT (1.8); DRAFT EMAIL TO M. ROSENTHAL, M. KELSEY, J. PAIGE AND M. WOLFE RE STEPS TO FINALIZE FEE STATEMENT AND DRAFT REDACTED TIME ENTRIES (.2).

11/12/12
0.20 KELSEY, MATTHEW K CORRESPONDENCE WITH D. LEVIN AND M. WOLFE REGARDING FEE APPLICATION.

3.50 LEVIN, DOUGLAS G REDACT AND CORRECT GIBSON DUNN OCTOBER TIME ENTRIES FOR INCLUSION IN MONTHLY FEE STATEMENT (2.3); TELEPHONE CONFERENCES AND EMAILS WITH M. WOLFE RE REVISIONS TO DRAFT MONTHLY FEE STATEMENT AND PREPARING FINAL DRAFT OF SAME FEE STATEMENT (.3); REVIEW SAME DRAFT (.2); EMAILS TO AND FROM J. PAIGE RE CORRECTIONS TO TIME ENTRIES CONCERNING CLIENT MATTER NUMBERS AND REVIEW DRAFT PRE-BILL RE SAME ISSUE (.5); EMAIL TO M. ROSENTHAL AND M. KELSEY RE DRAFT FEE STATEMENT FOR REVIEW (.2).

0.50 KIM, BRIAN J DRAFT DESCRIPTION OF WORK PERFORMED UNDER DISCRETE CLIENT MATTER NUMBERS FOR FEE APPLICATION PURPOSES.

2.10 BOUSLOG, MATTHEW G REVIEW FEE STATEMENTS AND BILLING RECORDS (.9); DRAFT SUMMARIES OF SERVICES RENDERED (.9); EMAILS WITH D. LEVIN AND J. GRAVES RE PREPARATION OF FEE APPLICATION (.3).

5.20 WOLFE, MORGAN

REVIEW EMAIL FROM D. LEVIN RE STEPS TO TAKE IN PREPARING OCTOBER MONTHLY FEE STATEMENT AND INCLUDED ATTACHMENT OF THE PREBILL WITH MOST RECENT REVISIONS (1.1); EMAILS WITH D. LEVIN AND J. PAIGE RE ISSUES WITH TRANSFERRING TIME ENTRIES TO CORRECT MATTER (.4); REVIEW CORRECTIONS RE SAME VIA REDLINE OF PREBILL FROM D. LEVIN (.3); LOOKUP PROFESSIONALS ON GDCNET AND PULL BAR PASSAGE INFORMATION FOR PROFESSIONALS CHART IN FEE STATEMENT (1.4); EMAILS TO AND FROM Y. MEZA AND S. GHUMMAN RE PROFESSIONALS HIRE DATES NEEDED FOR COMPLETION OF PROFESSIONALS CHART IN FEE STATEMENT (.4); COMPLETE PROFESSIONALS CHART WITH NEW INFORMATION FROM SAME (.8); CREATE DRAFT OF OCTOBER FEE STATEMENT AND SEND TO D. LEVIN FOR REVIEW (.8).

11/13/12

1.10 GRAVES, JEREMY L

REVISE AND EDIT DESCRIPTIONS OF WORK PERFORMED FOR FEE APPLICATION.

5.30 LEVIN, DOUGLAS G

DRAFT, EDIT AND PROOFREAD GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (3.0); REVIEW VARIOUS PLEADINGS TO BE SUMMARIZED IN SAME FEE APPLICATION (.4); TELEPHONE CONFERENCES WITH A. MOSKOWITZ AND B. KIM RE ASSISTANCE DRAFTING SECTIONS OF SAME APPLICATION (.3); TELEPHONE CONFERENCES WITH J. PAIGE RE RECONCILING FINANCIAL FIGURES IN VARIOUS MONTHLY FEE STATEMENTS (.6); EMAILS TO AND FROM M. ROSENTHAL, S. JOHNSON AND J. PAIGE RE SAME ISSUE AND PROPOSED SOLUTION (.4); TELEPHONE CONFERENCE WITH M. WOLFE AND EMAILS TO AND FROM M. WOLFE AND D. AMPONSAH RE SCHEDULING HEARING ON SECOND INTERIM FEE APPLICATIONS (.2); CONFERENCE AND CORRESPONDENCE WITH C. RUSSELL RE ASSISTANCE WITH PREPARING FINANCIAL SUMMARIES FOR INCLUSION IN GIBSON DUNN FEE APPLICATION (.4).

0.20 BOUSLOG, MATTHEW G

REVIEW AND REVISE SUMMARIES OF SERVICES RENDERED (.1); EMAILS WITH J. GRAVES AND D. LEVIN RE SAME (.1).

11/14/12

6.70 LEVIN, DOUGLAS G

DRAFT, EDIT AND PROOFREAD GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (5.9); EMAILS TO AND FROM A. MOSKOWITZ RE ASSISTANCE DRAFTING SECTIONS OF SAME APPLICATION (.1); DRAFT EMAILS TO J. MAKUCH (A&M) RE INFORMATION NEEDED FOR SAME FEE APPLICATION (.1); REVISE REDACTIONS IN GIBSON DUNN'S OCTOBER MONTHLY FEE STATEMENT AND CIRCULATE REVISED FEE STATEMENT TO M. ROSENTHAL AND M. WOLFE (.6).

0.80 MOSKOWITZ, ALAN

FINALIZE DRAFT SUMMARIES FOR SECOND INTERIM FEE APPLICATION.

1.30 RUSSELL, CARI L

CALCULATE TIME AND FEES FOR SECOND INTERIM FEE APPLICATION.

2.30 WOLFE, MORGAN

CORRESPONDENCE WITH D. AMPONSAH RE NEXT STEPS TOWARD FILING OCTOBER FEE STATEMENT (.7); EMAILS WITH J. HART, D. AMPONSAH, AND S. CHI RE PREPARATION OF A SPREADSHEET WITH CONSOLIDATED TIMEKEEPER INFORMATION FOR ENTRY INTO FEE STATEMENT (.8); FOLLOW UP EDITS TO FEE STATEMENT RE SAME (.8).

11/15/12

0.50 KELSEY, MATTHEW K

COORDINATE WITH D. LEVIN AND M. WOLFE REGARDING FEE STATEMENTS AND REDACTIONS.

0.60 WEISSER, JOSHUA

ATTEND TO ISSUES RELATED TO FEE APPLICATION (.2); CONFERENCE WITH M. CHOWDURY REGARDING FINANCING STRUCTURE (.4).

5.20 LEVIN, DOUGLAS G

DRAFT, EDIT AND PROOFREAD GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (3.8); EMAILS TO AND FROM M. BOUSLOG RE ASSISTANCE DRAFTING SECTIONS OF SAME APPLICATION, AND REVIEW SECTIONS DRAFTED BY M. BOUSLOG (.5); REVIEW VARIOUS PLEADINGS IN ORDER TO DRAFT AND EDIT SUMMARIES INCLUDED IN SAME APPLICATION (.4); EMAILS TO AND FROM C. RUSSELL, M. WOLFE AND D. AMPONSAH RE ASSISTANCE WITH DETERMINING FINANCIAL FIGURES AND PREPARING VARIOUS CHARTS FOR INCLUSION IN FEE APPLICATION (.5).

0.10 BOUSLOG, MATTHEW G EMAILS WITH D. LEVIN RE PREPARATION OF FEE APPLICATION.

3.20 RUSSELL, CARI L CALCULATE TIME AND FEES FOR SECOND INTERIM FEE APPLICATION.

4.40 WOLFE, MORGAN REVIEW EMAIL FROM D. LEVIN RE HIS COMMENTS AND SUGGESTIONS FOR FINALIZING THE OCTOBER FEE STATEMENT (.8); CORRESPONDENCE WITH D. AMPONSAH RE SAME (.2); MAKE FOLLOW UP REVISIONS AND REDACTIONS TO FEE STATEMENT PURSUANT TO COMMENTS FROM D. LEVIN (2.2) EMAILS AND CORRESPONDENCE WITH M. KELSEY AND D. LEVIN RE FURTHER REVISIONS TO REDACTIONS (.6); PULL ONLY THE PAGES WITH REDACTIONS FROM THE FEE STATEMENT AND COMPILE FOR REVIEW BY M. KELSEY (.6).

11/16/12
0.30 WEISSER, JOSHUA REVISIONS TO GIBSON FEE APPLICATION.

6.80 LEVIN, DOUGLAS G DRAFT, EDIT AND PROOFREAD GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (4.4); EMAILS TO AND FROM M. BOUSLOG RE ASSISTANCE DRAFTING SECTIONS OF SAME APPLICATION, AND REVIEW SECTIONS DRAFTED BY M. BOUSLOG (.5); REVIEW VARIOUS PLEADINGS IN ORDER TO DRAFT SUMMARIES INCLUDED IN SAME APPLICATION (.5); EMAILS TO AND FROM C. RUSSELL, J. PAIGE, D. AMPONSAH, AND S. CHI RE ASSISTANCE WITH DETERMINING FINANCIAL FIGURES FOR INCLUSION IN FEE APPLICATION (.4); VERIFY FINANCIAL FIGURES AND RESOLVE VARIOUS ISSUES RE RECONCILIATION OF MINOR VARIATIONS IN FINANCIAL FIGURES (1.0).

5.20 BOUSLOG, MATTHEW G REVIEW FEE STATEMENTS AND BILLING RECORDS (2.4); DRAFT SUMMARIES OF SERVICES RENDERED (2); EMAILS WITH C. MILLET, J. GRAVES, J. WEISSER AND D. LEVIN RE SAME (.8).

3.70 AMPONSAH, DUKE K PREPARE AND REVISE EXHIBITS FOR INTERIM FEE APPLICATIONS.

1.00 RUSSELL, CARI L EDIT SECOND INTERIM FEE APPLICATION.

2.10 WOLFE, MORGAN REVIEW EMAILS RE SECOND INTERIM FEE APPLICATION AND EXPECTATIONS FOR FILING (1.2); EMAILS WITH D. LEVIN AND D. AMPONSAH RE ISSUES RE TOTAL HOURS BILLED ON CHART FOR FEE STATEMENT (.5); CORRESPONDENCE WITH D. AMPONSAH RE SAME (.4).

11/18/12
0.30 LEVIN, DOUGLAS G EMAILS TO AND FROM M. ROSENTHAL, J. WEISSER, M. WOLFE AND D. AMPONSAH RE CURRENT DRAFTS OF GIBSON DUNN'S SECOND INTERIM FEE APPLICATION AND OCTOBER MONTHLY FEE STATEMENT, AND PROPOSED STRATEGY GOING FORWARD RE SAME (.3).

11/19/12
6.70 LEVIN, DOUGLAS G EMAILS TO AND FROM M. ROSENTHAL, D. AMPONSAH, M. WOLFE AND J. WEISSER RE STATUS OF MONTHLY FEE STATEMENT AND INTERIM FEE APPLICATION (.3); EMAILS TO D. AMPONSAH, S. CHI AND J. HART RE CHARTS AND OTHER FINANCIAL FIGURES IN FEE APPLICATION (.3); REVISE REDACTIONS IN MONTHLY FEE STATEMENT, FINALIZE FEE STATEMENT AND COORDINATE FILING AND SERVICE OF SAME (.5); DRAFT, EDIT AND PROOFREAD FEE APPLICATION (5.6).

1.30 CHATTERJEE, AYESHA DRAFT SUPPLEMENTAL DISCLOSURE FOR GIBSON DUNN RELATING TO PRIOR REPRESENTATION OF SILVER POINT AND TACONIC.

1.00 WOLFE, MORGAN EMAILS WITH D. LEVIN AND D. AMPONSAH RE PROPOSED 10AM CALL TO DISCUSS FEE STATEMENT (.5); CORRESPONDENCE WITH D. AMPONSAH RE SAME AND NEXT STEPS FOR FEE STATEMENT (.5).

11/20/12
4.20 LEVIN, DOUGLAS G TELEPHONE CONFERENCE WITH J. GORDON RE CALCULATION OF VARIOUS FINANCIAL FIGURES FOR INCLUSION IN GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (.2); EMAILS TO AND FROM J. MAKUCH (A&M), J. GORDON (A&M), S. FULLER (A&M) AND M. ROSENTHAL RE SAME ISSUE (.4); DRAFT, EDIT AND PROOFREAD SAME FEE APPLICATION (3.3); EMAILS TO AND FROM M. ROSENTHAL, C. MILLET AND J. WEISSER RE STATUS OF FEE APPLICATION, DRAFT FEE APPLICATION FOR REVIEW, AND OUTSTANDING ISSUES RE FEE APPLICATION (.3).

0.10	BOUSLOG, MATTHEW G	EMAILS WITH C. MILLET RE SUMMARIES OF SERVICES PERFORMED.
0.70	AMPONSAH, DUKE K	REVISE SECOND INTERIM FEE APPLICATION AND EXHIBITS.
11/21/12		
2.00	WEISSER, JOSHUA	REVISIONS TO GIBSON DUNN FEE APPLICATION (1.8); DRAFT CORRESPONDENCE TO D. LEVIN (.1); DRAFT CORRESPONDENCE TO M. ROSENTHAL (.1).
0.20	WEISSER, JOSHUA	REVISIONS TO SUPPLEMENTAL DISCLOSURE FOR GIBSON APPLICATION.
0.20	GRAVES, JEREMY L	REVISE AND EDIT DESCRIPTIONS OF WORK FOR FEE APPLICATION.
4.90	LEVIN, DOUGLAS G	HEAVY EMAILS TO AND FROM M. ROSENTHAL, C. CHANG, J. HART AND D. AMPONSAH RE FINANCIAL FIGURES FOR INCLUSION IN GIBSON DUNN'S SECOND INTERIM FEE APPLICATION (.4); TELEPHONE CONFERENCE WITH M. ROSENTHAL RE SAME (.2); RECONCILE FINANCIAL FIGURES AMONGST VARIOUS REPORTS AND SUMMARIES TO RESOLVE MINOR DISCREPANCIES AND OTHER TECHNICAL ISSUES (1.0); EMAILS TO AND FROM M. ROSENTHAL AND J. WEISSER RE COMMENTS TO DRAFT FEE APPLICATION AND REVISED DRAFT FOR REVIEW (.2); DRAFT AND EDIT APPLICATION TO INCORPORATE COMMENTS OF J. WEISSER AND INCORPORATE FINAL FINANCIAL FIGURES AND CHARTS (3.1).
1.00	CHATTERJEE, AYESHA	REVISE AND FINALIZE GIBSON DUNN SUPPLEMENTAL DISCLOSURE WITH COMMENTS FROM C. MILLET AND J. WEISSER.
0.30	BOUSLOG, MATTHEW G	EMAILS WITH D. LEVIN RE PREPARATION OF FEE APPLICATION (.1); TELEPHONE CONFERENCE WITH J. GRAVES RE SAME (.2).
1.60	AMPONSAH, DUKE K	REVISE SECOND INTERIM FEE APPLICATION AND EXHIBITS.

11/22/12

1.20 ROSENTHAL, MICHAEL A REVIEW AND COMMENT ON SECOND FEE APPLICATION (1.2).

0.40 LEVIN, DOUGLAS G EMAILS TO AND FROM M. KELSEY AND J. WEISSER RE STATUS OF GIBSON DUNN'S SECOND INTERIM FEE APPLICATION AND OCTOBER FEE STATEMENT (.1); EMAILS WITH C. MILLET RE COMMENTS TO SECTION OF SAME FEE APPLICATION (.2); EMAILS TO AND FROM M. ROSENTHAL AND C. MILLET RE REVISED FEE APPLICATION FOR REVIEW AND COMMENT (.1).

11/23/12

1.40 ROSENTHAL, MICHAEL A REVIEW AND REVISE GDC FEE APPLICATION (1.4).

2.00 LEVIN, DOUGLAS G EMAILS TO AND FROM M. ROSENTHAL RE COMMENTS TO GIBSON DUNN'S SECOND INTERIM FEE APPLICATION AND REVISED DRAFT FOR COMMENT AND REVIEW (.2); DRAFT, EDIT AND PROOFREAD FEE APPLICATION IN ORDER TO INCORPORATE COMMENTS OF M. ROSENTHAL AND ENSURE CONSISTENCY THROUGHOUT REMAINDER OF APPLICATION (1.8).

11/26/12

0.60 KELSEY, MATTHEW K CONFERENCE WITH J. WEISSER REGARDING PENDING MATTERS, INCLUDING FEE APPLICATION ISSUES.

0.70 GRAVES, JEREMY L REVIEW AND REVISE DESCRIPTIONS OF WORK PERFORMED FOR FEE APPLICATION.

3.40 LEVIN, DOUGLAS G EMAILS TO AND FROM M. ROSENTHAL RE COMMENTS TO DRAFT GIBSON DUNN INTERIM FEE APPLICATION (.1); DRAFT, EDIT AND PROOFREAD SAME APPLICATION, AND ACCOMPANYING EXHIBITS, TO INCORPORATE COMMENTS OF M. ROSENTHAL AND PREPARE FEE APPLICATION FOR FILING (3.1); COORDINATE FILING AND SERVICE OF FEE APPLICATION (.2).

0.10 BOUSLOG, MATTHEW G EMAILS WITH J. GRAVES AND D. LEVIN RE REVISIONS TO FEE APPLICATION.

0.70	AMPONSAH, DUKE K	PREPARE EXHIBITS FOR SECOND INTERIM FEE APPLICATION
11/27/12		
0.30	KELSEY, MATTHEW K	COORDINATE WITH J. WEISSER AND D. LEVIN REGARDING FINALIZING FEE APPLICATION.
1.30	AMPONSAH, DUKE K	PREPARE UNREDACTED VERSIONS OF SECOND INTERIM FEE APPLICATION FOR DISTRIBUTION TO UST AND COURT (.8); PREPARE AND FILE NOTICE OF HEARING ON INTERIM FEE APPLICATIONS (.5).
11/28/12		
0.30	WEISSER, JOSHUA	ATTENTION TO ISSUES RELATED TO FEE APPLICATIONS FILED IN THE CASES.
1.00	AMPONSAH, DUKE K	CONFER WITH M. ROSENTHAL RE: REDUCTION TO FEES IN SECOND INTERIM FEE APPLICATION (.3); REVISE AND REVIEW G&D TIME FOR RECORDS FOR TRANSITORY TIMEKEEPERS, HEARING ATTENDANCE AND INVOICES (.7).
11/29/12		
1.00	AMPONSAH, DUKE K	REVISE AND REVIEW G&D TIME FOR RECORDS FOR TRANSITORY TIMEKEEPERS, HEARING ATTENDANCE AND INVOICES (.7); CONFER WITH M. WOLFE RE: SAME (.3).
2.20	WOLFE, MORGAN	MAKE REDUCTIONS TO SECOND INTERIM FEE APPLICATION FOR COMPLIANCE WITH UST GUIDELINES (2.2).
11/30/12		
3.00	WOLFE, MORGAN	MAKE REDUCTIONS FROM SECOND INTERIM FEE APPLICATION FOR COMPLIANCE WITH UST GUIDELINES (2.5); CORRESPONDENCE WITH D. AMPONSAH RE SAME (.5).

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

FEE APPLICATIONS/RETENTION APPLICATIONS
30561-00111

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	0.30	\$1,045.0	\$ 313.50
JEREMY L. GRAVES	0.30	595.00	178.50
DOUGLAS G. LEVIN	20.50	515.00	10,557.50
SERENA G. LIU	0.60	620.00	372.00
BRIAN J. KIM	8.80	620.00	5,456.00
DUKE K. AMPONSAH	4.20	350.00	<u>1,470.00</u>
Total Services			\$ 18,347.50

Total Services, Costs/Charges 18,347.50

BALANCE DUE \$ 18,347.50

FEE APPLICATIONS/RETENTION APPLICATIONS
30561-00111

Detail Services:

11/02/12
0.20 LEVIN, DOUGLAS G COORDINATE FILING AND SERVICE OF
ROTHSCHILD'S MONTHLY FEE STATEMENT (.1);
EMAILS WITH N. VOUDOURIS (ROTHSCHILD), D.
AMPONSAH AND M. WOLFE RE SAME (.1).

0.50 KIM, BRIAN J EMAIL TO R. GIBB (MOURANT) RE: SERVICE OF
NOTICE OF MOURANT RATE CHANGES.

11/03/12
0.20 LEVIN, DOUGLAS G EMAILS TO AND FROM A. SVOYSKIY (ROTHSCHILD)
AND J. GORDON (A&M) RE RESOLUTION OF ISSUE
CONCERNING APPLICATION OF RETAINER HELD BY
ROTHSCHILD (.2).

11/05/12
0.10 ROSENTHAL, MICHAEL A EMAIL WITH D. LEVIN RE APPLICATION OF
ROTHSCHILD ESCROW (.1).

1.80 LEVIN, DOUGLAS G TELEPHONE CONFERENCE WITH N. VOUDOURIS
(ROTHSCHILD) AND EMAILS WITH N. VOUDOURIS, A.
SVOYSKY (ROTHSCHILD), J. GORDON (A&M), AND M.
ROSENTHAL RE RESOLUTION OF ISSUE PERTAINING
TO APPLICATION OF RETAINER HELD BY
ROTHSCHILD (.9); DRAFT EMAILS TO
REPRESENTATIVES OF ALL PROFESSIONALS
EMPLOYED BY THE DEBTORS OR THE COMMITTEE
RE RECOMMENDATION OF FILING SECOND FEE
APPLICATIONS (.6); EMAILS TO AND FROM A.
SVOYSKIY RE ANSWERING QUESTIONS CONCERNING
PREPARATION OF ROTHSCHILD'S FEE APPLICATION
AND MONTHLY FEE STATEMENT (.3).

11/06/12
0.80 LEVIN, DOUGLAS G EMAILS TO AND FROM REPRESENTATIVES FROM
SEVERAL PROFESSIONALS, INCLUDING F.
O'DRISCOLL (MOURANT), S. STAR (FTI), AND L. HIRSH
(A&M), RE LOGISTICS OF PREPARING AND FILING
SECOND FEE APPLICATIONS (.4); REVIEW EMAIL
FROM D. ZEISSER (GCG) RE DEADLINE TO FILE FEE
APPLICATIONS AND RESEARCH RE SAME ISSUE (.4).

11/07/12
1.40 LEVIN, DOUGLAS G
EMAILS TO AND FROM D. ZEISSER RE DEADLINE FOR ALL PROFESSIONALS TO FILE SECOND INTERIM FEE APPLICATIONS (.3); TELEPHONE CONFERENCE AND EMAILS TO AND FROM K. GERBER (A&M) RE ISSUES CONCERNING PREPARATION OF FEE APPLICATION (.5); DRAFT EMAILS TO REPRESENTATIVES OF ALL PROFESSIONALS RETAINED IN CHAPTER 11 CASES RE DEADLINE TO FILE FEE APPLICATIONS (.2); EMAILS TO AND FROM VARIOUS REPRESENTATIVES, INCLUDING F. O'DRISCOLL (MOURANT), R. SPIGEL (KPMG), AND E. FLECK (MILBANK) RE ISSUES RELATED TO PREPARATION OF FEE APPLICATIONS (.4).

2.20 KIM, BRIAN J
REVIEW AND COMMENT ON NOTICES OF FEE INCREASE BY MOURANT OZANNES (1.7). EMAIL TO F. O'DRISCOLL RE: COMMENTS AND CONTACT INFORMATION FOR COMMITTEE'S COUNSEL (.5).

11/08/12
0.20 LEVIN, DOUGLAS G
EMAILS TO AND FROM A. SVOYSKIY RE HEARING ON PENDING ROTHSCHILD FEE APPLICATION AND ISSUES RELATED THERETO (.2).

11/09/12
0.40 LEVIN, DOUGLAS G
TELEPHONE CONFERENCE AND EMAILS TO AND FROM D. ALEXANDER (DEBEVOISE) RE HEARING ON ROTHSCHILD'S FEE APPLICATION AND ISSUES RE SAME FEE APPLICATION (.4).

11/12/12
0.20 LEVIN, DOUGLAS G
EMAILS TO R. MORISSEY (US TRUSTEE), J. MAKUCH AND J. GORDON (A&M), AND J. WEISSER RE STATUS OF US TRUSTEE REVIEW OF EXPENSES OF A&M IN CONNECTION WITH FIRST FEE APPLICATION OF A&M (.2).

11/13/12
0.20 LEVIN, DOUGLAS G
EMAILS TO AND FROM R. MORRISSEY (US TRUSTEE), J. MAKUCH (A&M) AND J. GORDON (A&M) RE STATUS OF US TRUSTEE REVIEW OF A&M'S EXPENSES IN CONNECTION WITH FIRST INTERIM FEE APPLICATION (.2).

11/14/12

1.10 LEVIN, DOUGLAS G

COORDINATE FILING AND SERVICE OF TROWERS MONTHLY FEE STATEMENT, AND EMAILS TO AND FROM C. BARBOUR (TROWERS) RE SAME (.2); DRAFT AND EDIT PROPOSED ORDER APPROVING INTERIM FEE APPLICATION OF ROTHSCHILD, AND EMAILS TO AND FROM J. WEISSER AND D. AMPONSAH RE SAME (.5); DRAFT EMAIL TO REPRESENTATIVES OF PROFESSIONALS RETAINED IN THE CHAPTER 11 CASE RE DECEMBER 13 FEE APPLICATION HEARING AND CORRESPONDING FILING DEADLINE (.3); EMAILS TO AND FROM J. ALARADI (HASSAN RADHI) RE PREPARATION OF INTERIM FEE APPLICATION (.1).

11/15/12

2.40 LEVIN, DOUGLAS G

TELEPHONE CONFERENCE WITH J. WEISSER RE PREPARATION FOR HEARING ON ROTHSCHILD FEE APPLICATION (.3); EMAILS TO AND FROM A. SVOYSKIY (ROTHSCHILD), B. DOUTON (ROTHSCHILD), P. RICHARDS (ROTHSCHILD) AND J. GORDON (A&M) RE PAYMENT SCHEDULE AND ISSUES CONCERNING PAYMENT OF THE "HOLDBACK" TO ROTHSCHILD (.6); EMAILS TO AND FROM MILBANK ATTORNEY RE OBJECTION DEADLINE IN CONNECTION WITH SECOND ROUND OF INTERIM FEE APPLICATIONS FROM PROFESSIONALS AND RESEARCH RE SAME (.3); TELEPHONE CONFERENCE WITH S. FULLER (A&M) RE PROCEDURES AND COORDINATION OF MONTHLY FEE STATEMENTS AND INTERIM FEE APPLICATIONS OF ERNST & YOUNG (.5); EMAILS TO AND FROM F. SIDDIQUI (EY), M. RIELA (LATHAM), A. IMTIAZ (EY), E. AL-JOWDER (EY) AND S. FULLER RE SAME (.7).

11/16/12

0.20 LEVIN, DOUGLAS G

TELEPHONE CONFERENCE WITH M. MCCLAUGHLIN (MILBANK) RE PROFESSIONALS' REQUESTS FOR AUTHORIZATION TO PAY "HOLDBACK" IN SECOND INTERIM FEE APPLICATIONS (.2).

0.60 AMPONSAH, DUKE K

PREPARE AND FILE KPMG (US) FIFTH MONTHLY FEE STATEMENT.

11/17/12
0.50 LEVIN, DOUGLAS G EMAILS TO AND FROM J. WEISSER RE SCHEDULING OF HEARING ON SECOND INTERIM FEE APPLICATIONS (.1); REVIEW NOVEMBER 15 HEARING TRANSCRIPT RE SAME ISSUE (.2); DRAFT EMAILS TO REPRESENTATIVES OF ALL PROFESSIONALS RETAINED IN THE CHAPTER 11 CASES RE RESCHEDULED FEE APPLICATION HEARING AND NEW FILING DEADLINE AS A RESULT (.2).

11/19/12
0.60 LEVIN, DOUGLAS G REVIEW ERNST AND YOUNG INTERIM FEE APPLICATION PRIOR TO FILING (.2); COORDINATE FILING AND SERVICE OF SAME (.1); EMAILS TO AND FROM M. RIELA (LATHAM) RE FILING AND SERVICE OF FEE APPLICATION (.1); EMAILS TO AND FROM M. WOLFE RE RESOLUTION OF TECHNICAL ISSUE RE FILES PROVIDED BY M. RIELA PRIOR TO FILING FEE APPLICATION (.2).

11/20/12
0.40 LEVIN, DOUGLAS G EMAILS TO AND FROM A. SVOYSKIY AND N. VOUDOURIS RE APPLICABLE OBJECTION DEADLINE IN CONNECTION WITH SECOND MONTHLY FEE STATEMENT OF ROTHSCHILD, AND REVIEW INTERIM COMPENSATION ORDER RE SAME (.2); COORDINATE FILING AND SERVICE OF ROTHSCHILD THIRD MONTHLY FEE STATEMENT AND EMAILS TO AND FROM A. SVOYSKIY AND N. VOUDOURIS RE SAME (.2).

0.30 KIM, BRIAN J REVIEW LINKLATERS' FEE STATEMENT.

0.80 AMPONSAH, DUKE K PREPARE AND FILE ROTHSCHILD MONTHLY FEE STATEMENT (.4); COORDINATE FILINGS OF OTHER MONTHLY FEE STATEMENTS WITH M. WOLFE (.4).

11/21/12
0.20 LEVIN, DOUGLAS G COORDINATE FILING AND SERVICE OF TROWERS' SECOND INTERIM FEE APPLICATION, AND EMAILS TO AND FROM J. INGHAM (TROWERS) AND D. AMPONSAH RE SAME.

0.30 LIU, SERENA G RESEARCH APPLICABLE STATUTES GOVERNING DISINTERESTEDNESS FOR PURPOSE OF ANALYZING POTENTIAL NEW REPRESENTATION BY PROFESSIONAL.

0.10 KIM, BRIAN J COORDINATE FILING OF LINKLATERS' SECOND INTERIM FEE APPLICATION.

0.20 KIM, BRIAN J EMAIL TO S. LIU RE: TROWERS AND "BROAD DISCLOSURE INSTRUCTIONS."

11/22/12
0.10 LEVIN, DOUGLAS G EMAILS TO AND FROM F. O'DRISCOLL (MOURANT) RE ADVICE CONCERNING REDACTIONS IN SECOND INTERIM FEE APPLICATION OF MOURANT (.1).

11/26/12
1.60 LEVIN, DOUGLAS G EMAILS TO AND FROM J. ALARADI (HASSAN RADHI) RE DRAFT INTERIM FEE APPLICATION AND REQUEST FOR COMMENTS (.2); REVIEW AND REVISE SAME FEE APPLICATION (.7); EMAILS TO AND FROM N. KAMPHAUS AND M. MCCLAUGHLIN (MILBANK) RE TAKING OVER REVIEW AND FILING OF SAME FEE APPLICATION (.2); EMAILS TO AND FROM R. GIBB (MOURANT), F. O'DRISCOLL (MOURANT) AND B. KIM RE COMMENTS ON MOURANT'S MONTHLY FEE STATEMENT AND REVIEW SAME FEE STATEMENT (.5).

1.30 KIM, BRIAN J REVIEW DECLARATION BY S. DICKSON (MOURANT) RE: INCREASE OF FEES CHARGED IN THE CHAPTER 11 CASES (.4). EMAIL WITH F. O'DRISCOLL (MOURANT) RE: CHANGES (.2). COORDINATE FILING OF EXECUTED DECLARATION (.2). EMAILS WITH D. LEVIN RE: MOURANT'S MONTHLY STATEMENT (.5).

0.40 AMPONSAH, DUKE K PREPARE AND FILE DECLARATION OF SIMON DICKSON (.4);

11/27/12

6.60 LEVIN, DOUGLAS G

HEAVY EMAILS AND TELEPHONE CONFERENCES WITH REPRESENTATIVES OF VARIOUS PROFESSIONALS, INCLUDING R. GIBB (MOURANT), F. O'DRISCOLL (MOURANT), J. MAKUCH (A&M), K. GERBER (A&M), S. FULLER (A&M), N. KAMPHAUS (MILBANK), GCG REPRESENTATIVES, F. SIDDIQUI (EY), M. ROSENTHAL, J. WEISSER, M. WOLFE AND D. AMPONSAH RE REVIEW OF SEVERAL PROFESSIONALS' DRAFT FEE APPLICATIONS AND VARIOUS RELATED TO FINALIZING AND FILING FEE APPLICATIONS (2.5); REVIEW AND COMMENT ON SEVERAL DRAFT FEE APPLICATIONS, INCLUDING THOSE OF MOURANT, A&M, EY, ROTHSCHILD AND HASSAN RADHI (2.1); COORDINATE FILING AND SERVICE OF SEVERAL FEE APPLICATIONS (.6); DRAFT AND EDIT NOTICE OF HEARING ON ALL FEE APPLICATIONS FILED (.5); EMAILS TO AND FROM N. KAMPHAUS (MILBANK), M. ROSENTHAL, AND J. WEISSER RE SAME NOTICE (.3); COORDINATE FILING AND SERVICE OF SAME NOTICE (.1); DRAFT EMAILS TO REPRESENTATIVES FROM ALL PROFESSIONALS RE STATUS OF FEE APPLICATION FILINGS AND DEADLINES RE SAME (.2); MANAGE SPREADSHEET SUMMARIZING STATUS OF PROFESSIONALS' FEE APPLICATIONS (.3).

2.40 AMPONSAH, DUKE K

PREPARE AND FILE SIXTH AND SEVENTH MONTHLY FEE STATEMENT FOR MOURANT (.8); PREPARE AND FILE MOURANT INTERIM FEE APPLICATION (.4); PREPARE A&M SECOND INTERIM FEE APPLICATION FOR FILING (.6); COORDINATE FILINGS OF OTHER MONTHLY FEE STATEMENTS WITH M. WOLFE (.6).

11/28/12

0.20 ROSENTHAL, MICHAEL A

MEETING WITH B. KIM REGARDING RETENTION OF █████ (2).

0.30 GRAVES, JEREMY L

CONFERENCE WITH M. ROSENTHAL AND B. KIM REGARDING RETENTION OF BARRISTER (.3).

0.10 LEVIN, DOUGLAS G

CORRESPONDENCES WITH COURT CLERK AND P. CRAWFORD RE ISSUE CONCERNING ROTHSCHILD FEE APPLICATION (.1).

0.30 LIU, SERENA G CORRESPOND WITH TROWERS AND C. MILLET REGARDING POTENTIAL ENGAGEMENT AND ANY POTENTIAL CONFLICTS OR DISCLOSURE OBLIGATIONS.

11/29/12
1.20 LEVIN, DOUGLAS G TELEPHONE CONFERENCES AND CORRESPONDENCES WITH A. HO (BANKRUPTCY COURT) RE MODIFICATIONS TO ORDER APPROVING ROTHSCHILD FEE APPLICATION (.5); DRAFT AND EDIT SAME PROPOSED ORDER IN ORDER TO INCORPORATE RECOMMENDATIONS OF A. HO (.6); DRAFT EMAIL TO A. SVOYSKIY AND N. VOUDOURIS (ROTHSCHILD) RE ENTERED ORDER (.1).

11/30/12
0.10 LEVIN, DOUGLAS G EMAIL TO AND FROM F. O'DRISCOLL (MOURANT) RE PROCEDURES CONCERNING FILING OF MONTHLY FEE STATEMENTS (.1).

4.20 KIM, BRIAN J CALL WITH A. ZACAROLI RE: RETENTION (.5). DRAFT RETENTION APPLICATION FOR A. ZACAROLI (3.5). EMAIL TO A. ZACAROLI RE: CONFLICTS CHECK (.1). EMAIL TO M. ROSENTHAL AND J. GRAVES RE: DRAFT OF RETENTION APPLICATION (.1).

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

INSURANCE
30561-00112

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MATTHEW K. KELSEY	0.80	\$ 785.00	\$ 628.00
JOSHUA WEISSER	0.40	735.00	294.00
JEREMY L. GRAVES	0.50	595.00	297.50
BRIAN J. KIM	14.70	620.00	<u>9,114.00</u>

Total Services \$ 10,333.50

Total Services, Costs/Charges 10,333.50

BALANCE DUE \$ 10,333.50

INSURANCE
30561-00112

Detail Services:

11/01/12			
0.30	KELSEY, MATTHEW K	CORRESPONDENCE WITH J. GRAVES REGARDING D&O INSURANCE.	
0.30	GRAVES, JEREMY L	CORRESPONDENCE REGARDING RENEWAL OF D&O INSURANCE (.3).	
11/02/12			
0.20	GRAVES, JEREMY L	CORRESPONDENCE REGARDING RENEWAL OF D&O INSURANCE (.2).	
11/21/12			
0.10	KIM, BRIAN J	EMAIL TO A. KIM (ARCAPITA) RE: CHAPTER 11 SUMMARY FOR INSURERS.	
11/26/12			
9.90	KIM, BRIAN J	DRAFT SUMMARY OF PROGRESS MADE BY THE DEBTORS IN THE CHAPTER 11 CASES SINCE SEPTEMBER, FOR PRESENTATION TO THE DEBTORS' D&O INSURERS.	
11/27/12			
1.70	KIM, BRIAN J	DRAFT SUMMARY OF PROGRESS MADE IN THE CHAPTER 11 CASES SINCE SEPTEMBER FOR PRESENTATION TO DEBTORS' D&O INSURERS (1.6). EMAIL WITH M. KELSEY RE: SAME (.1).	
11/28/12			
0.50	KELSEY, MATTHEW K	REVIEW AND REVISE SUMMARY OF CHAPTER 11 CASES FOR INSURANCE COMPANIES.	
0.40	WEISSER, JOSHUA	REVISIONS TO INSURANCE DISCLOSURE.	
3.00	KIM, BRIAN J	REVIEW AND REVISE SUMMARY OF CHAPTER 11 CASE PROGRESS SINCE SEPTEMBER FOR PURPOSE OF PRESENTATION TO D&O INSURERS (2.8); EMAIL WITH A. KIM RE: SAME (.2).	

Invoice Date: December 10, 2012

Due and Payable Upon Receipt

Invoice No. 2012122086

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

PLAN & DISCLOSURE STATEMENT
30561-00113

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	43.70	\$ 995.00	\$ 43,481.50
MICHAEL A. ROSENTHAL	156.80	1,045.0	163,856.00
STEVEN P. BUFFONE	118.70	1,045.0	124,041.50
JEFFREY TRINKLEIN	30.30	1,025.0	31,057.50
MATTHEW J. WILLIAMS	0.60	865.00	519.00
MATTHEW K. KELSEY	55.90	785.00	43,881.50
JOHN-PAUL VOJTISEK	2.90	735.00	2,131.50
JOSHUA WEISSER	2.50	735.00	1,837.50
JAMES B. O'GRADY	91.60	705.00	64,578.00
JEREMY L. GRAVES	117.00	595.00	69,615.00
KEITH R. MARTORANA	95.80	705.00	67,539.00
JUSTIN J. REDA	5.70	665.00	3,790.50
SHELBY E. PARNES	41.80	665.00	27,797.00
DOUGLAS G. LEVIN	14.40	515.00	7,416.00
BRIAN J. KIM	0.50	620.00	310.00
ALAN MOSKOWITZ	48.30	620.00	29,946.00
CHRISTOPHER J. BABCOCK	5.00	395.00	1,975.00
AYESHA CHATTERJEE	6.50	475.00	3,087.50
MATTHEW G. BOUSLOG	8.10	395.00	<u>3,199.50</u>
Total Services			\$ 690,059.50

Total Services, Costs/Charges 690,059.50

BALANCE DUE \$ 690,059.50

PLAN & DISCLOSURE STATEMENT
30561-00113

Detail Services:

11/01/12

- 2.60 MILLET, CRAIG H CONFERENCE CALL RE STANDALONE PLAN ISSUES WITH A&M (.7); ANALYZE ISSUES TO BE RESOLVED IN CONNECTION WITH PLAN AND MULTIPLE EMAILS RE SAME (1.9).
- 4.20 ROSENTHAL, MICHAEL A REVIEW STANDALONE PLAN ISSUES LIST FROM A&M (.3); REVIEW PRESENTATION REGARDING STANDALONE FROM M. CHOWDHURY (.3); PARTICIPATE IN SENIOR ADVISOR CONFERENCE CALL WITH A. ABDULMALIK, M. TAN, H. THOMPSON AND OTHERS (.8); CONFERENCE CALL WITH C. MILLET, L. HIRSH, M. KVARDA REGARDING STANDALONE PLAN GAME PLAN (.8); TELEPHONE WITH C. MILLET AND L. HIRSH REGARDING NEW MONEY RAISE (.2); CONFERENCE CALL WITH C. MILLET, ALVAREZ AND MARSAL, ROTHSCHILD REGARDING STANDALONE PLAN GAME PLAN (.5); MEETING WITH E. FLECK REGARDING NEW MONEY (.3); EMAILS TO UCC, JPL, STANDARD CHARTERED BANK REGARDING NEW MONEY STATUS (.4); PARTICIPATE IN WEEKLY CALL WITH ROTHSCHILD REGARDING STATUS OF PLAN AND OTHER MATTERS (.6).
- 4.70 BUFFONE, STEVEN P WORK ON PLAN STRUCTURE ISSUES, NUMEROUS EMAILS WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY (2.1); REVIEW MATERIALS RELATING TO LIQUIDATION ANALYSIS (1.0); REVIEW MATERIALS RELATING TO PROXIES AND ADMINISTRATIVE AGREEMENTS (1.6).
- 0.20 O'GRADY, JAMES B EMAILS WITH JPMORGAN REGARDING POTENTIAL ENGAGEMENT AS ESCROW AGENT.
- 3.10 GRAVES, JEREMY L DRAFT STANDALONE PLAN (3.1).
- 4.30 LEVIN, DOUGLAS G RESEARCH RE WHETHER LOCAL LAW MAY SUPERSEDE THE PRIORITY SCHEME ESTABLISHED IN THE BANKRUPTCY CODE (2.2); DRAFT SUMMARY OF RESEARCH PERFORMED (.5); DRAFT MEMORANDUM RE SAME ISSUE (1.6).

11/02/12

- 0.70 MILLET, CRAIG H ANALYZE ISSUES TO BE RESOLVED IN CONNECTION WITH PLAN AND MULTIPLE EMAILS RE SAME (.7).
- 4.10 ROSENTHAL, MICHAEL A CONFERENCE CALL WITH D. DUNNE, E. FLECK, T. SNYDER REGARDING PLAN ALTERNATIVES (.5); TELEPHONE WITH T. SNYDER REGARDING PLAN ALTERNATIVES (.3); EXTENDED CONFERENCE CALL WITH H. THOMPSON REGARDING MANAGEMENT ISSUES RELATED TO PLAN (1.4); TELEPHONE WITH L. HIRSH REGARDING RECOVERY ANALYSIS (.3); MEETING WITH PLAN TEAM REGARDING STANDALONE PLAN DRAFTS (.8); EMAILS WITH E. FLECK REGARDING PLAN STRUCTURE ALTERNATIVES (.1); EMAIL FROM E. FLECK AND TO CLIENT REGARDING CALL RELATED TO STANDALONE (.1); REVIEW AND REVISE PLAN TO DO LIST AND GAME PLAN (.4); EMAILS WITH M. CHOWDHURY REGARDING SMALL CLAIMS CLASS (.2).
- 3.70 BUFFONE, STEVEN P REVIEW DRAFT OUTLINE OF MATERIAL ISSUES EXISTING UNDER THE PLAN, NUMEROUS EMAILS WITH M. ROSENTHAL, C. MILLET, OTHERS (3.1); REVIEW MEMO ON PLAN STRUCTURAL ALTERATIONS (.3); CALL WITH M. ROSENTHAL (.3).
- 0.70 KELSEY, MATTHEW K COORDINATE WITH J. GRAVES AND K. MARTORANA REGARDING VARIOUS PLAN ANALYSES FOR DETERMINING DISTRIBUTIONS.
- 1.80 O'GRADY, JAMES B CALL WITH MILBANK AND REGARDING AIHL FUNDING (.4); E-MAILS WITH MILBANK AND GIBSON DUNN WORKING GROUP REGARDING SAME (.8); REVIEW OF JPL PROPOSAL, AND CALL WITH S. BUFFONE AND J. TRINKLEIN REGARDING PROPOSAL OF JPL (.6).
- 3.00 GRAVES, JEREMY L DRAFT STANDALONE PLAN (2.1); TELECONFERENCE WITH M. ROSENTHAL, M. KELSEY, C. MILLET, AND K. MARTORANA REGARDING PLAN STRUCTURE (.5); TELECONFERENCE WITH M. KELSEY AND K. MARTORANA REGARDING SAME (.4).
- 1.00 MARTORANA, KEITH R MEETING WITH M. ROSENTHAL, C. MILLET AND M. KELSEY RE: PLAN ISSUES (.7); FOLLOW-UP CONFERENCE CALL WITH M. KELSEY AND J. GRAVES RE: SAME (.3).

0.50 LEVIN, DOUGLAS G EDIT AND PROOFREAD MEMORANDUM RE WHETHER LOCAL LAW MAY SUPERSEDE THE PRIORITY SCHEME ESTABLISHED IN THE BANKRUPTCY CODE (.4); DRAFT EMAIL TO J. WEISSER AND A. CHATTERJEE RE SAME MEMORANDUM (.1).

0.30 BOUSLOG, MATTHEW G TELEPHONE CONFERENCE WITH J. GRAVES RE SCHEDULING OF DISCLOSURE STATEMENT AND PLAN AND DIVISION OF LABOR RE SAME.

11/03/12
1.80 ROSENTHAL, MICHAEL A WORK ON STANDALONE PLAN ISSUES (1.7); EMAIL TO O'GRADY REGARDING CAYMAN RELATED STRUCTURE ISSUES (.1).

0.70 BUFFONE, STEVEN P EMAILS WITH M. ROSENTHAL RE CALL WITH CAYMAN COUNSEL, STRUCTURAL QUESTIONS AND ISSUES.

0.20 O'GRADY, JAMES B EMAILS WITH GIBSON DUNN WORKING GROUP REGARDING "STANDALONE" PLAN STRUCTURE.

11/04/12
1.30 ROSENTHAL, MICHAEL A TELEPHONE WITH H. THOMPSON REGARDING STANDALONE PLAN ISSUES (.6); EMAILS WITH AND TO L. HIRSH REGARDING STANDALONE PLAN ISSUES (.3); TELEPHONE WITH L. HIRSH REGARDING STANDALONE PLAN (.2); EMAIL WITH H. THOMPSON REGARDING STANDALONE EMPLOYEE INCENTIVES (.2).

1.50 BUFFONE, STEVEN P NUMEROUS EMAILS WITH J. O'GRADY, M. ROSENTHAL, CAYMAN'S COUNSEL RE CAYMAN ALTERNATIVE REORGANIZATION STRUCTURE.

0.20 O'GRADY, JAMES B EMAILS REGARDING CAYMAN ISSUES PRESENTED BY "STANDALONE" PLAN STRUCTURE.

11/05/12
1.50 MILLET, CRAIG H PARTICIPATE IN PRE-CALL AND THEN PLAN ORGANIZATION CALL WITH MULTIPLE CONSTITUENTS AND EMAILS RE SAME (1.0); CONFERENCE WITH M. ROSENTHAL RE PLAN PREPARATION AND AIHL CAYMAN CREDITORS MEETING (.2); EMAILS RE PLAN PREPARATION (.3).

- 7.00 ROSENTHAL, MICHAEL A TELEPHONE WITH A. ABDULMALIK REGARDING PLAN TERMS (.2); PRE CALL WITH ATIF, HISHAM AND OTHERS REGARDING STANDALONE PLAN (.3); CALL WITH D. DUNNE, E. FLECK, A. ABDULMALIK AND OTHERS RE STANDALONE PLAN (.5); TELEPHONE WITH H. THOMPSON REGARDING STANDALONE STRUCTURE (.8); CONFERENCE CALL WITH S. DICKSON AND J. TRINKLEIN REGARDING CAYMAN COORDINATION AND STRUCTURE ISSUES (.4); CONSIDER CAYMAN STRUCTURE ISSUES (.6); MEETING WITH J. TRINKLEIN RE PLAN STRUCTURE (.3); SUMMARIZE PLAN ISSUE RELATED TO SYNDICATION COMPANIES (1.1); SUMMARIZE PLAN ISSUES RELATED TO SHAREHOLDER RIGHTS (.6); EVALUATE OUTSTANDING ISSUES TO BE SETTLED BY PLAN (2.2).
- 3.00 BUFFONE, STEVEN P SEVERAL EMAILS WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY RE CAYMAN ALTERNATIVE STRUCTURE FOR REORGANIZATION, EMAILS WITH S. DICKSON (.8); WORK ON STANDALONE PLAN STRUCTURE, SEVERAL CALLS WITH J. O'GRADY (1.2); CONFERENCE CALL WITH JPL'S COMMENTS ON PLAN STRUCTURES (1.0).
- 1.00 KELSEY, MATTHEW K REVIEW PLAN PROJECTS AND COORDINATE WITH K. MARTORANA AND J. GRAVES REGARDING SAME (.8); CORRESPONDENCE WITH J. TRINKLEIN AND J. O'GRADY REGARDING PLAN STRUCTURING ISSUES (.2).
- 1.80 O'GRADY, JAMES B CALL WITH MOURANT TO DISCUSS CAYMAN LAW REORGANIZATION ISSUES, AND E-MAILS REGARDING SAME (1.2); EMAILS REGARDING CALL WITH UK COUNSEL (.6).
- 5.80 GRAVES, JEREMY L DRAFT MEMO REGARDING MERITS OF SUBSTANTIVE CONSOLIDATION ARGUMENTS.
- 1.30 MARTORANA, KEITH R LEGAL RESEARCH RE: RECHARACTERIZATION OF DEBT FOR EQUITY FOR PLAN SETTLEMENT (1.3).

- 2.80 BOUSLOG, MATTHEW G TELEPHONE CONFERENCE WITH B. KIM RE PREPARATION OF DISCLOSURE STATEMENT AND FILING OF MOTION (.1); REVIEW DRAFTS OF PLAN AND DISCLOSURE STATEMENT (.9); REVIEW DRAFTS OF VOTING BALLOTS (.3); RESEARCH RE APPLICATION OF ABSOLUTE PRIORITY RULE TO NON-VOTING CLASS (.1); EMAILS WITH J. GRAVES RE PREPARATION OF DISCLOSURE STATEMENT AND FILING OF MOTION (.1); DRAFT TEMPLATE FOR VOTING BALLOTS (1.3).
- 11/06/12
3.80 ROSENTHAL, MICHAEL A CONFERENCE CALL WITH JPL AND UCC ADVISORS REGARDING PLAN GAME PLAN (.4); CONFERENCE CALL WITH N. GREENBLATT RE PLAN GAME PLAN (.2); TELEPHONE WITH C. HOWARD, S. DICKSON, M. KELSEY REGARDING UK SCHEME ISSUES (.4); EMAIL FROM UCC REGARDING STANDALONE PLAN ISSUES (.4); PREPARE FOR BAHRAIN MANAGEMENT COMMITTEE MEETINGS, INCLUDING OUTLINE OF KEY OPEN ISSUES RELATED TO PLAN NEGOTIATIONS (2.4).
- 3.50 BUFFONE, STEVEN P WORK ON PLAN STRUCTURE ISSUES (2.0); NUMEROUS CALLS AND EMAILS WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY (1.1); REVIEW MEMO RELATING TO CAYMAN STRUCTURE FOR STAND ALONE PLAN (.4).
- 2.10 KELSEY, MATTHEW K CALL WITH A. ROGERS AND A. DOSHI OF ARCAPITA REGARDING PLAN DISTRIBUTION ISSUES (.5); CORRESPONDENCE WITH A&M AND ROTHSCHILD REGARDING PLAN VALUE ALLOCATION ISSUES (.4); CONFERENCE WITH M. ROSENTHAL REGARDING PLAN ISSUES (.3); CONFERENCE WITH K. MARTORANA REGARDING PLAN ISSUES (.2); CALL WITH L. HIRSH OF A&M REGARDING PLAN ISSUES (.1); CALL WITH C. HOWARD AND S. DICKSON REGARDING GUARANTEES GOVERNED BY FOREIGN LAW (.6).
- 1.60 O'GRADY, JAMES B EMAILS AND CALL REGARDING ENGLISH LAW REORGANIZATION ISSUES (.9); CALLS AND E-MAILS WITH MILBANK AND J. WEISSER REGARDING AIHL FUNDING (.7).

- 4.50 GRAVES, JEREMY L DRAFT MEMO REGARDING VALUE OF AIML PROXIES (1.6); TELECONFERENCE WITH A. ROGERS AND A. DOSHI REGARDING SAME (.7); DRAFT MEMO REGARDING MERITS OF SUBSTANTIVE CONSOLIDATION ARGUMENTS (2.1); E-MAILS REGARDING INTERCOMPANY LOANS (.1).
- 11/07/12
- 1.20 MILLET, CRAIG H PARTICIPATE CALL WITH ROTHSCHILD AND A&M RE PLAN ORGANIZATION (.8); EMAILS RE PLAN PREPARATION (.4).
- 9.40 ROSENTHAL, MICHAEL A PARTICIPATE IN EXTENDED PLAN OF REORGANIZATION PLANNING SESSION WITH H. THOMPSON, A. ABDULMALIK, M. CHOWDHURY, HISHAM AND OTHERS (6.8); CONFERENCE CALL WITH H. PARKHILL, C. MILLET, M. KELSEY, L. HIRSH REGARDING PLAN OF REORGANIZATION ALLOCATION MODEL AND STRUCTURE (1.6); MEETING WITH A. ROGERS REGARDING PLAN STRUCTURE ISSUES (.4); PREPARE PLAN ISSUES LIST FOR MEETINGS IN NY (.6).
- 0.40 ROSENTHAL, MICHAEL A PARTICIPATE IN WEEKLY ROTHSCHILD CONFERENCE CALL (.4).
- 2.70 BUFFONE, STEVEN P REVIEW OUTLINE OF ALL PLAN ISSUES RAISED BY A&M AND GIBSON DUNN (.8); NUMEROUS EMAILS WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY AND OTHERS REGARDING CAYMAN STRUCTURE FOR STAND ALONE PLAN (.7); CONFERENCE CALL WITH MOURANT RE SAME (1.2).
- 3.40 KELSEY, MATTHEW K PREPARE FOR AND CALL WITH A. ROGERS, E. ZAINAL, AND A. DOSHI REGARDING PLAN STRUCTURING ISSUES (.5); CONFERENCE WITH K. MARTORANA REGARDING SAME (.3); PREPARE FOR AND CALL WITH A&M, ROTHSCHILD, AND GIBSON DUNN PLAN TEAM REGARDING VARIOUS PLAN ISSUES AND PREPARATION FOR COMMITTEE AND JPL MEETING (1.4); CALL WITH C. MILLET REGARDING PLAN DISTRIBUTION ANALYSES AND STATUS (.8); CALL WITH J. MAKUCK OF A&M AND K. MARTORANA REGARDING PLAN STRUCTURING ISSUES (.4).

- 3.30 GRAVES, JEREMY L TELECONFERENCE REGARDING INTERCOMPANY
LOAN ISSUES (.4); DRAFT STANDALONE PLAN (.7);
DRAFT MEMO REGARDING MERITS OF SUBSTANTIVE
CONSOLIDATION ARGUMENTS (.7);
TELECONFERENCE WITH MULTIPLE PARTIES
REGARDING PLAN STRUCTURING ISSUES (1.5).
- 5.10 MARTORANA, KEITH R ATTEND CONFERENCE CALL WITH A&M RE: PLAN
ALLOCATION ISSUES (.8); CONFERENCE CALL WITH
COMPANY RE: INTERCOMPANY CLAIMS AND PROXY
ISSUES (.6); CONFERENCE CALL WITH A&M RE:
INTERCOMPANY CLAIMS (.5); DRAFT MEMO RE:
RECHARACTERIZATION ANALYSIS OF
INTERCOMPANY CLAIMS (3.2).
- 0.10 BOUSLOG, MATTHEW G REVIEW STANDALONE PLAN IMPLEMENTATION
ISSUES.
- 11/08/12
1.40 MILLET, CRAIG H EMAILS RE PLAN PREPARATION AND PLAN
PREPARATION MEETINGS AND PRESENTATION OF
ISSUES AND PREPARE FOR MEETINGS (1.4).
- 7.80 ROSENTHAL, MICHAEL A MEETING WITH ABDULAZIZ, A. ABDULMALIK, H.
THOMPSON, HISHAM, M. CHOWDHURY REGARDING
PLAN ALLOCATION AND STRUCTURE ISSUES (1.6);
CONFERENCE CALL WITH T. SNYDER, H. PARKHILL,
M. CHOWDHURY, H. THOMPSON REGARDING PLAN
ISSUES AND NEGOTIATIONS (.6); CALL WITH H.
THOMPSON, A. ROGERS, S. BUFFONE, J. TRINKLEIN
REGARDING PLAN STRUCTURE (.6); PREPARE
SUMMARY OF ISSUES RELATED TO PLAN
STRUCTURE AND CONSENT REQUIREMENTS (.4);
REVIEW AND COMMENT ON SUBCON SUMMARY (.4);
WORK ON PRESENTATIONS TO UCC AND JPL AT
PLAN WORKING SESSIONS (2.6); MEETING WITH A.
ROGERS REGARDING PLAN STRUCTURE AND CBB
CONSENT REQUIREMENTS (.3); PREPARE FOR ALL
HANDS MEETING REGARDING PLAN ISSUES (1.3).

- 6.00 BUFFONE, STEVEN P EMAILS WITH S. DICKSON OF MOURANT REGARDING JPL ISSUES (1.1); EMAIL FROM M. ROSENTHAL RE KEY COMPONENTS OF CAYMAN STAND ALONE STRUCTURE (1.2); REVIEW OUTLINE OF CRITICAL ISSUES (.3); SET UP CALL WITH MOURANT TO DISCUSS SAME (.8); EMAILS WITH H. THOMPSON, A. ROGERS AND OTHERS RE STAND ALONE PLAN (.2); EXCHANGE SEVERAL EMAILS WITH M. ROSENTHAL RE STRUCTURAL ISSUES (.5); REVIEW EXISTING STRUCTURE CHARTS AND DISCUSS REQUIRED REVISIONS (1.2); CALL WITH J. TRINKLEIN, J. O'GRADY AND S. PARNES (.7).
- 0.20 TRINKLEIN, JEFFREY DISCUSS WITH K. MATARONA AND NOTE TO J. REDA REGARDING TAX PROVISIONS (.2).
- 2.70 TRINKLEIN, JEFFREY DISCUSS STANDALONE PLAN WITH M. ROSENTHAL (.2); DISCUSS STRUCTURE WITH SIDLEY (.7); REVIEW MATERIALS, DISCUSS WITH O'GRADY AND S. BUFFONE (1.8).
- 3.30 KELSEY, MATTHEW K RESEARCH REGARDING ISSUES IMPACTING PLAN DISTRIBUTIONS (2.8); CONFERENCE WITH K. MARTORANA REGARDING DISCLOSURE STATEMENT ISSUES (.5).
- 1.30 VOJTISEK, JOHN-PAUL REVIEW DRAFT DISCLOSURE STATEMENT (.7); RESEARCH REGARDING TAX CONSIDERATIONS (.6).
- 7.80 O'GRADY, JAMES B MEETINGS WITH S. BUFFONE, J. TRINKLEIN AND S. PARNES REGARDING "STANDALONE" PLAN STRUCTURE (3.3); PREPARE REVISED ORGANIZATIONAL CHARTS TO ILLUSTRATE CURRENT PROPOSALS (1.8); CALLS AND E-MAILS WITH S. PARNES REGARDING TRANSACTION BACKGROUND (2.3); EMAILS WITH K. MEDRANO AND K. MILLER REGARDING CHANGE IN CONTROL ANALYSIS (.4).
- 4.70 GRAVES, JEREMY L DRAFT MEMO REGARDING VALUE OF AIML PROXIES (4.3); DRAFT STANDALONE PLAN (.4).
- 7.50 PARNES, SHELBY E PREPARE FOR AND ATTEND MEETING TO DISCUSS RESTRUCTURING ALTERNATIVE (2.4); ATTENTION TO DRAFTING STEP-BY-STEP PLANS FOR VARIOUS ALTERNATIVES (5.1).

0.20 BOUSLOG, MATTHEW G REVIEW DRAFT OF DISCLOSURE STATEMENT.

11/09/12

5.80 ROSENTHAL, MICHAEL A IDENTIFY AND WORK ON AGENDA FOR AND VARIOUS
PLAN ISSUES RELATED TO MEETINGS WITH JPL AND
UCC FOR PLAN NEGOTIATIONS (5.8).

7.20 BUFFONE, STEVEN P WORK ON STAND ALONE PLAN STRUCTURE
ALTERNATIVE, INCLUDING CHARTS AND NARRATIVE
(3.2); NUMEROUS EMAILS WITH M. ROSENTHAL, J.
TRINKLEIN, J. O'GRADY, S. PARNES, VARIOUS
ARCAPITA EXECUTIVES, MEETINGS AND
CONFERENCE CALLS WITH GIBSON DUNN WORKING
GROUP (1.2); REVIEW DRAFTS FROM J. O'GRADY,
COMMENT ON TWO ROUNDS OF SAME (1.8); REVIEW
DRAFT OF SLIDES SHOWING STRUCTURE PREPARED
BY S. PARNES AND COMMENT ON SAME (.4); CALL
WITH J. WACHOPE RE CAYMAN REQUIREMENTS ON
STRUCTURAL ISSUES (.2); REVIEW MOURANT MEMO
ON SPECIAL SHAREHOLDER RESOLUTIONS AND
MATTERS RESERVED FOR SH VOTE (.4).

1.80 TRINKLEIN, JEFFREY REVIEW SLIDES.

3.80 KELSEY, MATTHEW K PREPARE MEMORANDUM FOR M. ROSENTHAL AND C.
MILLET REGARDING STATUS OF VARIOUS PLAN
ANALYSES FOR MODEL (.9); RESEARCH AND REVIEW
PLAN ANALYSES RELATING TO DISTRIBUTION (2.9).

0.40 WEISSER, JOSHUA CONFERENCES WITH S. BUFFONE AND C. MILLET
REGARDING PLAN STRUCTURING ISSUES.

- 9.20 O'GRADY, JAMES B REVISIONS TO CHANGE IN CONTROL SLIDES PREPARED BY S. PARNES (1.9); CALL WITH CAYMAN COUNSEL TO DISCUSS SHAREHOLDER POWERS AND ISSUES RELATING TO ALTERNATIVE STANDALONE PLAN STRUCTURES (.7); MEETING WITH J. TRINKLEIN, S. BUFFONE AND S. PARNES TO REVIEW SLIDES FOR ALTERNATIVE "STANDALONE" PLAN STRUCTURES (1.0); FOLLOW-UP CALLS AND E-MAILS WITH GIBSON DUNN WORKING GROUP TO REVIEW ALTERNATIVE "STANDALONE" PLAN STRUCTURES (1.4); PREPARE STEPS FOR PREFERRED "STANDALONE" PLAN STRUCTURE (1.8); E-MAILS WITH J. TRINKLEIN AND S. PARNES REGARDING SAME (.4); COORDINATE WITH S. PARNES TO REVISE "STANDALONE" STRUCTURE SLIDES (1.5); EMAILS WITH K. MEDRANO AND K. MILLER REGARDING CHANGE-IN-CONTROL ANALYSIS (.5).
- 0.80 GRAVES, JEREMY L DRAFT MEMO REGARDING VALUE OF AIML PROXIES (.4); E-MAILS RELATED TO PLAN STRUCTURE (.4).
- 0.80 MARTORANA, KEITH R MEETING WITH M. KELSEY RE: PLAN WORKSTREAMS AND DETAILED E-MAIL STATUS UPDATE RE: SAME.
- 8.50 PARNES, SHELBY E DISCUSSIONS OF VARIOUS STAND-ALONE STRUCTURE ALTERNATIVES (.9); CONVERSATION WITH CAYMAN COUNSEL RE: PROXY (1.4); REVISE DRAFTS OF VARIOUS STAND-ALONE RESTRUCTURING OPTIONS (4.8); CONFERENCE CALL RE: PREFERRED STAND-ALONE STRUCTURE (.6); ATTENTION TO COMPOSING STEP-BY-STEP RESTRUCTURING PLAN (.8).
- 2.50 MOSKOWITZ, ALAN REVIEW AND ANALYZE DISCLOSURE STATEMENT (1.5); DRAFT PORTION OF DISCLOSURE STATEMENT REGARDING FORTRESS COMMITMENT LETTER (1.0).
- 1.70 CHATTERJEE, AYESHA SUMMARIZE AND ORGANIZE VARIOUS LISTS OF PLAN ISSUES INTO ONE COMPREHENSIVE CHART.
- 0.10 BOUSLOG, MATTHEW G EMAILS WITH J. GRAVES AND A. CHATTERJEE RE PLAN ISSUES.

11/10/12

- 2.90 ROSENTHAL, MICHAEL A REVIEW UCC LIST OF ISSUES RE PLAN DISCUSSIONS (.2); EMAILS TO H. THOMPSON, A. ABDULMALIK, A. ROGERS, S. BUFFONE REGARDING PLAN EQUITY STRUCTURE (.3); CONFERENCE CALL WITH H. THOMPSON, T. SNYDER, ATIF RE PLAN STRUCTURE (.4); CONTINUED PREPARATION FOR PLAN NEGOTIATING MEETINGS (1.8); EMAILS WITH E. FLECK REGARDING MEETINGS (.2).
- 2.50 BUFFONE, STEVEN P NUMEROUS EMAILS WITH J. O'GRADY, M. ROSENTHAL, J. TRINKLEIN, OTHER MEMBERS OF GD TEAM RE STRUCTURE CHARTS AND NARRATIVE, EMAILS WITH J. O'GRADY RE ANALYSIS OF CHANGE OF CONTROL DOLLAR IMPACT, EMAILS RE SENDING STRUCTURE CHART AND CHANGE OF CONTROL QUESTIONS TO CLIENT; REVIEW EMAILS FROM N. FOX OF MOURANT RE CAYMAN APPROVAL ISSUES; EMAILS FROM M. ROSENTHAL RE "PLAN INTELLIGENCE".
- 0.80 TRINKLEIN, JEFFREY REVIEW AND COMMENT SLIDES.
- 1.50 KELSEY, MATTHEW K COORDINATE WITH M. ROSENTHAL REGARDING PLAN ISSUES AND PREPARATION FOR MEETINGS WITH COMMITTEE, COMPANY, AND JPLS REGARDING PLAN ISSUES.
- 4.20 O'GRADY, JAMES B REVIEW STANDALONE PLAN STEP CHARTS (.4); REVISIONS TO STANDALONE PLAN STEPS, AND E-MAILS WITH J. TRINKLEIN AND S. PARNES REGARDING SAME (1.8); COORDINATE WITH S. PARNES REGARDING REVISIONS TO "STANDALONE" PLAN STEP CHARTS (.9); E-MAILS WITH GIBSON DUNN WORKING GROUP AND CLIENT REGARDING CHANGE OF CONTROL ANALYSIS (1.1).
- 3.30 PARNES, SHELBY E CORRESPONDENCE WITH J. O'GRADY RE: SLIDES (2.1); ATTENTION TO PICTORAL STRUCTURE DEPICTION (1.2).

11/11/12

- 3.30 ROSENTHAL, MICHAEL A TELEPHONE WITH H. THOMPSON REGARDING PLAN NEGOTIATIONS (.2); EMAIL TO H. THOMPSON RE PLAN NEGOTIATIONS (.2); REVIEW AND COMMENT ON EMAIL FROM J. O'GRADY REGARDING PLAN CORPORATE STRUCTURE (.8); REVIEW MATRIX WITH ISSUES LIST FOR PLAN NEGOTIATIONS (.8); EMAILS WITH L. HIRSH AND C. COMBS REGARDING FEASIBILITY AND CASH FLOW PROJECTIONS (.2); REVIEW RECOVERY MODEL (.8); EMAIL TO AND FROM L. HIRSH REGARDING LUSAIL ADMIN CLAIM IN RECOVERY ANALYSIS (.3).
- 1.30 ROSENTHAL, MICHAEL A EMAILS AND TELEPHONE WITH H. THOMPSON REGARDING PLAN NEGOTIATIONS (.3); EMAILS WITH AND TO S. BUFFONE AND J. O'GRADY REGARDING PLAN STRUCTURE ISSUES (.2); EMAIL TO L. HIRSH RE RECOVERY MODEL (.2); REVIEW RESTRUCTURING OPINION FROM 2011 (.6).
- 4.50 BUFFONE, STEVEN P NUMEROUS E-MAILS WITH MR, J. TRINKLEIN, J. O'GRADY, S. PARNES, H. THOMPSON, A. ROGERS, OTHERS REGARDING ALTERNATIVE PLAN STRUCTURE, REVIEW AND COMMENT UPON TWO DRAFTS OF PLAN STRUCTURE CHARTS AND NARRATIVE, TWO CONFERENCE CALLS WITH J. TRINKLEIN, J. O'GRADY, S. PARNES, SEVERAL ADDITIONAL E-MAILS WITH GD WORKING GROUP TO FINALIZE MATERIALS TO SEND TO CLIENT.
- 1.90 TRINKLEIN, JEFFREY REVIEW, COMMENT ON PLAN AND WRITE-UP (.4); CONFERENCE CALL TO DISCUSS (.5); NOTE TO M. ROSENTHAL (.3); REVIEW COMMENT ON SLIDES ILLUSTRATING PLAN (.7).
- 1.00 KELSEY, MATTHEW K PREPARE ANALYSES FOR MEETING WITH COMMITTEE AND JPL RELATING TO VALUE ALLOCATIONS UNDER THE PLAN.

- 8.50 O'GRADY, JAMES B REVIEW AND REVISE "STANDALONE" PLAN STEP CHARTS PREPARED BY S. PARNES (1.1); PREPARE AND REVISE DRAFT "STANDALONE" PLAN NARRATIVES (3.5); REVIEW OF PROS AND CONS OF PRIOR PROPOSALS (1.0); EMAILS AND CALLS WITH GIBSON DUNN WORKING GROUP REGARDING "STANDALONE" PLAN STEP CHARTS AND NARRATIVES (1.9); COORDINATE WITH S. PARNES TO PREPARE CHANGE-OF-CONTROL APPENDIX TO "STANDALONE" PLAN STEP CHARTS (.9); EMAIL TO CLIENT REGARDING "STANDALONE" PLAN STEP CHARTS AND NARRATIVES (.1).
- 4.10 PARNES, SHELBY E PHONE CALL WITH S. BUFFONE, J. TRINKLEIN, J. O'GRADY RE: STRUCTURE, GOING-FORWARD PLANS (1.0); REVISE STRUCTURE AND ASSOCIATED SLIDES (2.1); ATTENTION TO E-MAILS AND CORRESPONDENCE RE: SAME (1.0).
- 0.80 CHATTERJEE, AYESHA REVIEW AND REVISE COMPREHENSIVE CHART OF PLAN ISSUES AND INCORPORATE COMMITTEE LIST OF ISSUES.
- 11/12/12
8.00 MILLET, CRAIG H PREPARE FOR MEETINGS WITH COMMITTEE AND JPL RE PLAN ISSUES AND PRESENTATIONS ON PLACEMENTS, LUSAIL AND HQ ISSUES (2.7); ATTEND MEETINGS WITH MANAGEMENT IN PREPARATION FOR MEETINGS WITH THE COMMITTEE AND JPL (3.8); REVISE LUSAIL, PLACEMENT AND HQ MEMOS IN PREPARATION FOR PLAN MEETINGS (1.5).
- 10.00 ROSENTHAL, MICHAEL A REVIEW PROPOSED EXIT STRUCTURE (.8); MEETING WITH J. TRINKLEIN, S. BUFFONE, J. O'GRADY REGARDING STRUCTURE ISSUES (.9); PREPARE MATERIALS AND PRESENTATION FOR INITIAL PLAN MEETING WITH JPL, UCC ADVISORS (3.7); MEETING WITH M. CHOWDHURY, H. THOMPSON, A. ROGERS, M. TAN, T. SNYDER, H. PARKHILL IN PREPARATION FOR PLAN MEETING WITH ADVISORS (3.8); MEETING WITH T. SNYDER AND H. PARKHILL REGARDING PREPARATION FOR PLAN MEETING (.8).

- 6.00 BUFFONE, STEVEN P REVIEW AND REVISE LATEST DRAFT (11/11) OF STAND ALONE PLAN STRUCTURE CHARTS AND NARRATIVE; MEET WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY AND S. PARNES RE SAME; CALL WITH J. O'GRADY AND S. PARNES; REVIEW AND REVISE INTERIM VERSION OF NARRATIVE AND REVISED STRUCTURE CHARTS (2.5); REVIEW J. TRINKLEIN EMAIL ON BAHRAIN LAW OPINION ON SHAREHOLDER APPROVAL RIGHTS; REVIEW AND REVISE STAND ALONE PLAN STRUCTURE CHART AND NARRATIVE, REVIEW M. ROSENTHAL'S COMMENTS TO NARRATIVE (2.0); REVIEW AND REVISE REVISED STAND ALONE PLAN NARRATIVE AND CHARTS; NUMEROUS EMAILS WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY AND S. PARNES (1.5).
- 5.30 TRINKLEIN, JEFFREY REVIEW SLIDES, NARRATIVE FOR PLAN STRUCTURE (.2); MEET WITH M. ROSENTHAL REGARDING STRUCTURE (1.0); REVISE STRUCTURE MATERIALS (.3); MEET WITH H. THOMPSON REGARDING JPL/UCC MEETING (3.8).
- 3.80 KELSEY, MATTHEW K MEET WITH M. ROSENTHAL REGARDING AGENDA FOR COMMITTEE MEETING (.6); MEET WITH J. GRAVES AND K. MARTORANA REGARDING PLAN ISSUES AND ANALYSES RELATING TO VALUE ALLOCATION (.7); PREPARE FOR AND MEET WITH COMPANY REGARDING ISSUES FOR MEETING WITH COMMITTEE AND JPLS REGARDING PLAN ISSUES (2.5).
- 5.20 O'GRADY, JAMES B EMAILS AND CALLS WITH K. MARTORANA AND OTHER MEMBERS OF THE GIBSON DUNN WORKING GROUP REGARDING CHANGE OF CONTROL ANALYSIS AND PROPOSED "STANDALONE" PLAN STRUCTURE (.6); REVIEW OF "STANDALONE" PLAN STEP CHARTS WITH M. ROSENTHAL, J. TRINKLEIN AND S. BUFFONE (.7); COORDINATE WITH S. PARNES TO UPDATE "STANDALONE" PLAN STEP CHARTS (1.0); REVISIONS TO ACCOMPANYING PLAN NARRATIVES TO INCORPORATE FEEDBACK FROM S. BUFFONE, J. TRINKLEIN AND M. ROSENTHAL (2.9).
- 8.80 GRAVES, JEREMY L DRAFT STANDALONE PLAN (3.8); TELECONFERENCE WITH M. KELSEY REGARDING PLAN DOCUMENT PREPARATION (.7); TELECONFERENCE WITH MULTIPLE PARTIES REGARDING PLAN SETTLEMENT ISSUES (.7); REVISE AND EDIT MEMO REGARDING SUBSTANTIVE CONSOLIDATION (3.6).

- 1.40 MARTORANA, KEITH R MEETINGS WITH M. KELSEY AND J. GRAVES RE: PLAN ISSUES (1.4).
- 4.30 PARNES, SHELBY E MEETING WITH M. ROSENTHAL, S. BUFFONE, J. TRINKLEIN, J. O'GRADY RE: PROPOSED STRUCTURE, PLAN NARRATIVES AND NEXT STEPS (2.5); REVISE STRUCTURE (1.5); ATTENTION TO E-MAILS AND BACKGROUND INFORMATION (.3).
- 0.40 CHATTERJEE, AYESHA REVIEW AND REVISE SUMMARY CHART OF PLAN ISSUES IN DISCUSSION WITH M. KELSEY AND C. MILLET.
- 11/13/12
- 9.00 MILLET, CRAIG H PREPARE FOR AND PARTICIPATE IN PLAN STRUCTURE MEETING WITH COMMITTEE, JPL AND FINANCIAL ADVISORS AND RELATED EMAILS AND SIDE MEETINGS (6.5); MEET WITH MANAGEMENT RE PLAN AND POST CONFIRMATION ISSUES AND ANALYZE RELATED ISSUES (2.5).
- 11.00 ROSENTHAL, MICHAEL A PREPARE FOR PLAN MEETING WITH UCC AND JPL (2.2); PARTICIPATE IN ALL DAY PLAN MEETING WITH UCC AND JPL (5.8); TELE WITH M. KELSEY RE FOLLOW-UP TO MEETING (.2); MEETING WITH H. THOMPSON, L. HIRSH AND OTHERS REGARDING FOLLOW-UP TO PLAN MEETING (.8); MEETING WITH A. ABDULMALIK, M. TAN, M. CHOWDHURY, J. TRINKLEIN REGARDING PLAN MEETING (1.1); CONFERENCE CALL WITH A. ROGERS, BAHRAINI COUNSEL, J. TRINKLEIN REGARDING BAHRAINI STRUCTURE ISSUES (.9).
- 5.50 BUFFONE, STEVEN P REVIEW SIMPLIFIED PLAN STRUCTURE CHART AS PREPARED FOR BAHRAIN COUNSEL (1.1); EMAILS WITH TROWERS RE STANDALONE PLAN STRUCTURE (1.0); REVIEW AND REVISE PLAN NARRATIVE AND STRUCTURES (1.4); MEET WITH H. THOMPSON, A. ROGERS, A&M AND GD TEAM RE PLAN STRUCTURE, CHANGE OF CONTROL ISSUES, CAYMAN AND BAHRAIN ISSUE AND RELATED MATTERS (1.2); MEET WITH M. ROSENTHAL, J. O'GRADY AND S. PARNES RE REQUIRED TASKS RELATED TO STRUCTURING STAND ALONE PLAN, CHANGE OF CONTROL ISSUES AND SIMILAR MATTERS (.8).

- 9.60 TRINKLEIN, JEFFREY REVIEW CHART AND SUMMARY MATERIALS (.2); DISCUSS BAHRAIN LEGAL ISSUE WITH BAHRAIN COUNSEL (1.2); MEETING WITH CREDITORS COMMITTEE AND JPL TO DISCUSS STRUCTURE PLAN (8.2); NOTE TO S. PARNES REGARDING STRUCTURE (.1).
- 7.40 KELSEY, MATTHEW K PREPARE FOR AND PARTICIPATE IN MEETING WITH COMPANY, JPLS, AND COMMITTEE REGARDING PLAN ISSUES AND COORDINATE WITH M. ROSENTHAL, C. MILLET, K. MARTORANA, AND J. GRAVES REGARDING SAME.
- 3.70 O'GRADY, JAMES B CALL WITH BAHRAIN COUNSEL TO DISCUSS FEASIBILITY OF STANDALONE PLAN STRUCTURE UNDER BAHRAIN LAW (.7); REVISIONS TO STANDALONE PLAN NARRATIVES TO INCORPORATE FEEDBACK FROM J. TRINKLEIN, S. BUFFONE AND M. ROSENTHAL (.9); COORDINATE WITH S. PARNES REGARDING REVISIONS TO STANDALONE PLAN STEP CHARTS (.8); PARTICIPATE IN JPL / CREDITORS COMMITTEE MEETING RELATING TO "STANDALONE" PLAN STRUCTURE (.9); E-MAIL TO A&M REGARDING AIHL FUNDING NOTE (.4).
- 1.30 GRAVES, JEREMY L RESEARCH RELATED TO PLAN SETTLEMENTS.
- 9.10 MARTORANA, KEITH R MEETING WITH COMMITTEE AND JPLS RE: PLAN ISSUES/STRUCTURE (6.0); DRAFT REVISIONS TO INTERCOMPANY LOAN RECHARACTERIZATION MEMO (3.1).
- 0.50 REDA, JUSTIN J BEGIN REVIEW OF DISCLOSURE STATEMENT.
- 4.80 PARNES, SHELBY E REVISE STRUCTURE SLIDES (2.7); COORDINATE PRINTING AND DISTRIBUTION OF STRUCTURE CHARTS (1.1); MEETINGS WITH ARCAPITA AND ADVISORS RE SAME (1.0).

11/14/12

7.20 MILLET, CRAIG H

PREPARE FOR AND PARTICIPATE IN MEETING WITH N. GREENBLATT FOR AD HOC GROUP RE CASE AND PLAN STRUCTURE ISSUES (1.6); PREPARE FOR AND ATTEND MEETING WITH COMMITTEE, JPL AND ADVISORS RE PLAN STRUCTURE AND TERMS (2.2); MEET WITH MANAGEMENT RE PLAN AND POST CONFIRMATION ISSUES AND ANALYZE RELATED ISSUES (1.7); CONFERENCE WITH M. KVARDA AND K. MARTORANA RE LIQUIDATION ANALYSIS ISSUES AND EMAILS RE SAME (.6); ANALYZE ISSUES TO RESOLVE RE PLAN STRUCTURE AND PREPARATION AND CONFERENCE WITH A&M RE SAME (1.1).

8.20 ROSENTHAL, MICHAEL A

PREPARE FOR AND PARTICIPATE IN MEETING WITH N. GREENBLATT AND C. MILLET REGARDING PLAN ISSUES (2.1); MEETING WITH T. SNYDER, H. THOMPSON, M. CHOWDHURY RE FOLLOW-UP TO UCC/JPL MEETING (.7); MEETING WITH M. TAN, H. THOMPSON, T. SNYDER, L. HIRSH RE PLAN STRUCTURE ISSUES (.7); PARTICIPATE IN GLOBAL PLAN MEETING WITH JPL AND UCC ADVISORS (.8); PREPARE TIMELINE FOR PLAN NEGOTIATIONS (.4); MEETING WITH H. THOMPSON REGARDING PLAN ISSUES AND STRUCTURE (.6); PARTICIPATE IN RECOVERY MODEL SESSION (.7); MEETING WITH S. BUFFONE REGARDING PLAN SECURITIES (.4); TELEPHONE WITH J. GRAVES RE PLAN DOCUMENTS (.2); WORK ON PLAN ALLOCATION ISSUES (1.6).

5.30 BUFFONE, STEVEN P

MEET WITH J. O'GRADY AND S. PARNES TO DISCUSS CURRENT THINKING ON STAND ALONE PLAN (.4); NUMEROUS EMAILS WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY AND S. PARNES RE STAND ALONE PLAN (1.8); CALL WITH J. WAUCHOPE AT MOURANT RE CAYMAN CORPORATE ISSUES (1.3); REVIEW EMAIL FROM TROWERS RE BAHRAIN LAW IMPLICATIONS (.2); REVIEW AND REVISE LATEST DRAFT STAND ALONE PLAN NARRATIVE AND STRUCTURE CHART (1.6).

2.00 TRINKLEIN, JEFFREY

PREPARE FOR MEETING (.9); MEET WITH CLIENT, AND AD HOC COMMITTEE REPRESENTATIVES TO DISCUSS PLAN STRUCTURE (1.1).

2.70	KELSEY, MATTHEW K	ATTEND MEETING OF JPLS, COMPANY, AND COMMITTEE REGARDING PLAN TIMELINE AND OPEN ISSUES (.8); CALL WITH M. ROSENTHAL REGARDING PLAN ISSUES (.4); ATTENTION TO PLAN AND DISCLOSURE STATEMENT ISSUES (1.5).
0.20	O'GRADY, JAMES B	EMAILS WITH A&M AND J. WEISSER REGARDING AIHL FUNDING NOTES (.2)
5.10	GRAVES, JEREMY L	DRAFT STANDALONE PLAN.
3.40	MARTORANA, KEITH R	REVISE/UPDATE DISCLOSURE STATEMENT (3.4).
2.00	REDA, JUSTIN J	REVIEW DISLCOSURE STATEMENT AND REVIEW RULES FOR BANKRUPTCY TAX DISCLOSURES.
1.50	MOSKOWITZ, ALAN	REVISE DRAFT DISCLOSURE STATEMENT REGARDING POSTPETITION FINANCING MOTIONS.
11/15/12		
2.80	MILLET, CRAIG H	MEET WITH MANAGEMENT AND A&M PLAN ISSUES AND STRATEGY (1.6); ANALYZE ISSUES TO RESOLVE RE PLAN STRUCTURE AND PREPARATION AND CONFERENCE WITH M. ROSENTHAL AND A&M RE SAME (1.2).
4.30	ROSENTHAL, MICHAEL A	TELEPHONE WITH H. THOMPSON REGARDING UCC PLAN RESPONSE (.1); MEETING WITH A. ABDULMALIK, M. CHOWDHURY, H. THOMPSON, M TAN REGARDING PLAN (1.6); TELEPHONE WITH S. BUFFONE AND J. WAUCOUBE REGARDING CAYMAN STRUCTURE ISSUES (.4); MEETING WITH H. THOMPSON, M. CHOWDHURY, AND L. HIRSH REGARDING PLAN MANAGEMENT ISSUES (.8); WORK ON PLAN CLASSIFICATION ISSUES (1.4).

- 8.60 BUFFONE, STEVEN P NUMEROUS EMAILS WITH J. WAUCHOPE OF MOURANT, J. O'GRADY, M. ROSENTHAL; CONFERENCE CALL WITH J. WAUCHOPE, M. ROSENTHAL, J. O'GRADY, S. PARNES; MEET WITH J. O'GRADY AND S. PARNES TO DISCUSS REQUIRED CAYMAN DOCUMENTATION (2.5); MEET WITH H. THOMPSON AND M. ROSENTHAL RE STAND ALONE PLAN STRUCTURE, OPEN ISSUES, INCLUDING CAYMAN ISSUES, BAHRAIN ISSUES, CHANGE OF CONTROL ISSUES AND SIMILAR MATTERS (1.1); REVIEW AND REVISE REVISED STAND ALONE PLAN STRUCTURE CHARTS, COMMENTS TO S. PARNES (.8); MEET WITH J. O'GRADY RE CAYMAN ISSUES (.2); REVIEW MATERIAL RE CAYMAN VALIDATION ORDER AS SENT TO MOURANT (.2); CALL WITH M. ROSENTHAL AND J. O'GRADY RE CAYMAN ISSUES (3.8)
- 0.70 TRINKLEIN, JEFFREY REVISE STRUCTURE CHART FOR DISTRIBUTION (.2); DISCUSS PAYROLL ELEMENT OF PLAN WITH CLIENT (.3); CALL WITH J. O'GRADY TO DISCUSS ADDITIONAL INFORMATION (.2).
- 1.70 KELSEY, MATTHEW K ATTENTION TO PLAN AND DISCLOSURE STATEMENT ISSUES AND DRAFTING.
- 7.50 O'GRADY, JAMES B CALL AND E-MAILS WITH CAYMAN COUNSEL TO DISCUSS CAPITAL AND GOVERNANCE STRUCTURE FOR NEW CAYMAN ENTITY AND OTHER ISSUES RELATING TO "STANDALONE" PLAN STRUCTURE (1.6); REVISIONS TO PLAN NARRATIVES AND EMAILS WITH GIBSON DUNN WORKING GROUP REGARDING SAME (.6); CALLS AND E-MAILS WITH J. TRINKLEIN REGARDING "STANDALONE" PLAN STRUCTURE TASKS (.4); COORDINATE WITH K. MEDRANO AND K. MILLER TO COMPLETE CHANGE OF CONTROL ANALYSIS (4.9).
- 4.80 GRAVES, JEREMY L DRAFT STANDALONE PLAN.
- 6.30 MARTORANA, KEITH R REVISE/UPDATE DISCLOSURE STATEMENT (6.3).
- 3.20 PARNES, SHELBY E ATTN. TO STAND ALONE STRUCTURE CHART (.8); PHONE CALL WITH CAYMAN COUNSEL RE: CAYMAN LAW ISSUES RELATING TO STAND ALONE STRUCTURE ALTERNATIVE (1.2); MEETING WITH TEAM RE: STRUCTURE, NEXT STEPS (1.2).

- 1.60 BOUSLOG, MATTHEW G RESEARCH RE PLAN VOTING REQUIREMENTS (.3);
DRAFT TEMPLATE FOR VOTING BALLOTS (1.2);
EMAILS WITH J. GRAVES RE SAME (.1).
- 11/16/12
- 0.40 MILLET, CRAIG H EMAILS RE PLAN PREPARATION ISSUES AND
ALLOCATION.
- 3.80 ROSENTHAL, MICHAEL A REVIEW AND COMMENT ON PLAN DRAFT (2.4);
MEETING WITH M. KELSEY REGARDING PLAN ISSUES
(.2); TELEPHONE WITH J. GRAVES REGARDING PLAN
ISSUES (.3); EMAILS FROM AND TO PLAN TEAM
REGARDING OPEN PLAN ISSUES RELATED TO
DISBURSEMENT CONDITIONS AND THE LIKE (.3);
CONSIDERATION OF CHAPTER 11 AND CAYMAN
INTERACTION IN PLAN CONTEXT (.4);
CONSIDERATION OF CONVENIENCE CLASS (.2).
- 4.50 BUFFONE, STEVEN P MEET WITH M. ROSENTHAL RE STAND ALONE PLAN
STRUCTURE, DISCUSS REVISIONS TO STRUCTURE,
CHANGE OF CONTROL ANALYSIS (1.4); REVIEW
LATEST STRUCTURE CHARTS AND NARRATIVE
DESCRIPTIONS OF STAND ALONE PLAN
STRUCTURES (2.1); REVIEW AND REVISE EMAIL TO
SIMON DICKSON RE CAYMAN VALIDATION ORDER,
CALLS AND EMAILS WITH M. ROSENTHAL AND J.
O'GRADY RE SAME (1.0).
- 0.80 TRINKLEIN, JEFFREY DISCUSS TAX ASPECTS OF STANDALONE PLAN WITH
S. ADWANI REPRESENTING JPL (.4); UPDATE TO M.
ROSENTHAL (.4).
- 4.00 KELSEY, MATTHEW K CONFERENCE WITH M. ROSENTHAL REGARDING
PLAN ISSUES (.4); CALL WITH J. GRAVES REGARDING
PLAN STRUCTURING ISSUES (.6); REVIEW DRAFT
PLAN AND DRAFT MEMORANDUM TO M. ROSENTHAL
REGARDING ISSUES (1.5); CONFERENCE WITH M.
ROSENTHAL REGARDING PLAN MEMORANDUM (.3);
DRAFT CORRESPONDENCE TO J. GRAVES
REGARDING PLAN ISSUES (.4); MEET WITH K.
MARTORANA AND A. MOSKOWITZ REGARDING
DISCLOSURE STATEMENT ISSUES (.6);
CORRESPONDENCE WITH A&M PLAN TEAM
REGARDING LIQUIDATION ANALYSIS AND
FEASIBILITY (.2).

- 1.80 O'GRADY, JAMES B COORDINATE WITH K. MEDRANO TO REVISE CHANGE OF CONTROL ANALYSIS, IN RESPONSE TO FEEDBACK FROM J. TRINKLEIN AND K. MILLER (1.4); EMAILS WITH CAYMAN COUNSEL AND GIBSON DUNN WORKING GROUP REGARDING PROPOSED "STANDALONE" PLAN STRUCTURE (.4).
- 6.40 GRAVES, JEREMY L DRAFT STANDALONE PLAN.
- 4.80 MARTORANA, KEITH R MEETING WITH M. KELSEY AND J. GRAVES RE: DISCLOSURE STATEMENT (.4); REVISE/UPDATE DISCLOSURE STATEMENT (4.4).
- 5.50 MOSKOWITZ, ALAN REVIEW REVISED DRAFT DISCLOSURE STATEMENT AND DRAFT PORTIONS OF DISCLOSURE STATEMENT REGARDING SETTLEMENT AND COMPROMISE (5.5); CONFERENCE WITH M. KELSEY AND K. MARTORANA REGARDING SAME (.5).
- 11/17/12
- 1.90 ROSENTHAL, MICHAEL A NUMEROUS EMAILS WITH BAHRAIN COUNSEL, J. TRINKLEIN, J. O'GRADY REGARDING PLAN STRUCTURING TRANSACTIONS (.8); EMAILS WITH S. PARNES REGARDING STRUCTURING CHARTS (.2); REVIEW REVISED STRUCTURE CHARTS (.6); EMAILS WITH J. TRINKLEIN REGARDING EXTINGUISHMENT OF BANK CLAIMS (.3).
- 2.80 BUFFONE, STEVEN P NUMEROUS EMAILS WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY, S. PARNES RE STRUCTURE OF STAND ALONE PLAN (.4); SEVERAL EMAILS RE CHANGE OF CONTROL ANALYSIS (1.4); EMAILS FROM K. SI-AHMED RE CHANGE OF CONTROL ANALYSIS (.6); REVIEW J. TRINKLEIN'S COMMENTS ON STRUCTURE CHARTS (.2); EMAILS TO S. PARNES RE SAME (.2).
- 1.40 TRINKLEIN, JEFFREY REVIEW COMMENTS FROM B. COUNSEL (.3); NOTE TO S. PARNES OUTLINING CHANGES TO STRUCTURE STEPS (.5); REVIEW STRUCTURE, SEND COMMENTS (.6).

1.80	O'GRADY, JAMES B	EMAILS WITH GIBSON DUNN WORKING GROUP AND ANALYSIS REGARDING REVISIONS TO PROPOSED REORGANIZATION STRUCTURE, TO INCORPORATE FEEDBACK FROM BAHRAIN COUNSEL (1.3); EMAILS WITH GIBSON DUNN WORKING GROUP AND CLIENT REGARDING CHANGE OF CONTROL ANALYSIS (.5).
5.00	GRAVES, JEREMY L	DRAFT STANDALONE PLAN.
2.40	PARNES, SHELBY E	ATTENTION TO E-MAILS; REVISE STRUCTURE SLIDES TO REFLECT INPUT OF P. ABDULRAHMAN AND DEAL TEAM.
6.50	MOSKOWITZ, ALAN	REVIEW AND ANALYZE MEMOS REGARDING KEY ISSUES PART OF SETTLEMENT AND COMPROMISE AS PART OF PLAN (2.5); DRAFT PORTIONS OF DISCLOSURE STATEMENT REGARDING SETTLEMENT AND COMPROMISE (4.0).
2.30	CHATTERJEE, AYESHA	REVISE AND UPDATE PORTION OF DRAFT DISCLOSURE STATEMENT RELATING TO MOTIONS FILED AND ORDERS ENTERED TO DATE.
11/18/12		
4.40	ROSENTHAL, MICHAEL A	WORK ON PLAN STRUCTURE AND CLASSIFICATION (4.4).
3.00	BUFFONE, STEVEN P	REVIEW AND REVISE STRUCTURE CHARTS FOR STAND ALONE PLAN, PROVIDE COMMENTS TO S. PARNES (.6); SEVERAL EMAILS WITH M. ROSENTHAL, J. O'GRADY, J. TRINKLEIN (.4); REVIEW MATERIALS RELATING TO CAYMAN VALIDATION ORDER (.7); REVIEW EMAILS FROM TROWERS RE BAHRAIN LAW ISSUES (.3); EMAILS WITH M. ROSENTHAL RE BAHRAIN LAW ISSUES (.5); REVIEW J. TRINKLEIN'S COMMENTS (.5).
0.20	TRINKLEIN, JEFFREY	REVIEW LATEST STRUCTURE.

1.40 KELSEY, MATTHEW K REVIEW CORRESPONDENCE FROM M. ROSENTHAL REGARDING PLAN ISSUES (.2); CONFERENCE WITH K. MARTORANA REGARDING DISCLOSURE STATEMENT ISSUES (.7); CORRESPONDENCE TO TEAM REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES AND SOLUTIONS TO STRUCTURING PROBLEMS (.5).

2.10 O'GRADY, JAMES B EMAILS WITH GIBSON DUNN WORKING GROUP AND CAYMAN COUNSEL REGARDING USE OF VALIDATION ORDER IN CAYMAN (.4); REVIEW OF PREVIOUS ANALYSES REGARDING VALUATION OF PORTFOLIO ASSETS, IN CONNECTION WITH CHANGE OF CONTROL ANALYSIS, AND E-MAILS WITH A&M REGARDING SAME (1.7).

3.20 GRAVES, JEREMY L DRAFT STANDALONE PLAN.

11.30 MARTORANA, KEITH R REVISE/UPDATE DISCLOSURE STATEMENT (11.3).

1.50 PARNES, SHELBY E ATTENTION TO E-MAILS (.5); REVISE STRUCTURE SLIDES (1.0).

4.50 MOSKOWITZ, ALAN REVIEW AND ANALYZE POTENTIAL RISK FACTORS (1.5); PHONE CONFERENCE WITH K. MARTORANA REGARDING SAME (.5); REVISE DRAFT PLAN SETTLEMENT ISSUES IN DISCLOSURE STATEMENT (2.5)

11/19/12
2.50 MILLET, CRAIG H PARTICIPATE IN TELECOM WITH COMMITTEE AND JPL RE PLAN PREPARATION ISSUES AND EMAILS RE SAME (.7); ANALYSIS AND PREPARATION OF MATERIAL FOR PLAN (1.8).

4.00 ROSENTHAL, MICHAEL A CONFERENCE CALL WITH J. GRAVES, M. KELSEY, K. MARTORANA REGARDING PLAN TERMS AND RISK FACTORS (.7); EMAILS TO J. GRAVES REGARDING PLAN TERMS (.3); CONFERENCE CALL WITH P. CORR AND E. FLECK REGARDING PLAN OPEN ISSUES (.9); EMAILS TO P. CORR REGARDING PLAN NEGOTIATIONS (.1); CONFERENCE CALL WITH A. ABDULMALIK AND H. THOMPSON REGARDING SHAREHOLDER RECOVERIES (.6); WORK ON PLAN CLASSIFICATION AND TREATMENT ISSUES (1.4).

- 6.00 BUFFONE, STEVEN P EMAIL FROM A. GOH RE CHANGE OF CONTROL IMPACT ON ARCAPITA ENTITIES, INCLUDING ██████████ ██████████.5); EMAIL FROM K. SI AMED RE COC IMPACT ON ██████████ AND ██████████ (.5); NUMEROUS EMAILS WITH M. ROSENTHAL, J. TRINKLEIN, J. O'GRADY, S. PARNES REGARDING PLAN STRUCTURE, ESPECIALLY RETAINING BANK AS SISTER AFFILIATE (3); SEVERAL EMAILS WITH J. MORGAN, CREDITORS COMMITTEE COUNSEL (.5); REVIEW MATERIALS TO PREPARE FOR CALL WITH HER (.5); CONFERENCE CALL WITH J. MORGAN RE PLAN STRUCTURE, BAHRAIN LITIGATION RISK AND RELATED ISSUES (1.0).
- 0.20 TRINKLEIN, JEFFREY ARRANGE FOR INFORMATION FOR O'GRADY FOR STANDALONE PLAN (.1); NOTE TO M. ROSENTHAL (.1).
- 2.90 KELSEY, MATTHEW K REVIEW CORRESPONDENCE RELATING TO PLAN AND DISCLOSURE STATEMENT (.4); CALL WITH M. ROSENTHAL, J. GRAVES, AND K. MARTORANA REGARDING DISCLOSURE STATEMENT AND PLAN ISSUES (.6); CALL WITH K. MARTORANA AND J. GRAVES REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES (.6); REVIEW REVISED DRAFT PLAN (1.3).
- 1.60 VOJTISEK, JOHN-PAUL REVIEW AND REVISE TAX DISCLOSURE (.6); RESEARCH REGARDING TAX CONSIDERATIONS OF PLAN (1.0).
- 0.40 WEISSER, JOSHUA REVISIONS TO DISCLOSURE STATEMENT SETTLEMENT.
- 6.00 O'GRADY, JAMES B EMAILS WITH GIBSON DUNN WORKING GROUP REGARDING CHANGE OF CONTROL ANALYSIS (.8); REVIEW OF PRIOR VALUATIONS OF PORTFOLIO ASSETS PROVIDED BY A&M AND KPMG AND E-MAILS WITH K. MEDRANO REGARDING SAME (1.3); REVISIONS TO CHANGE OF CONTROL CHART AND E-MAILS WITH K. MEDRANO REGARDING SAME (1.9); EMAILS WITH CLIENT AND GIBSON DUNN WORKING GROUP REGARDING CHANGE OF CONTROL ANALYSIS AND VALUATION OF PORTFOLIO ASSETS (1.5); EMAILS WITH J. TRINKLEIN REGARDING VALUATION ANALYSES PERFORMED ON PORTFOLIO ASSETS (.5).

7.00	GRAVES, JEREMY L	RESEARCH RELATED TO PLAN TREATMENT (3.6); TELECONFERENCE WITH COMPANY REGARDING PLAN RELATED ISSUES (.5); DRAFT STANDALONE PLAN (2.6); DRAFT E-MAIL TO COMPANY REGARDING OUTSTANDING ITEMS NEEDED FOR PLAN (.3).
5.50	MARTORANA, KEITH R	ATTEND CONFERENCE CALL WITH COMMITTEE AND COMPANY RE: INTERCOMPANY CLAIMS (.8); CONFERENCE CALL WITH M. ROSENTHAL AND M. KELSEY RE: RISK FACTORS AND COMPANY INFORMATION REQUESTS (.5); DRAFT COMPREHENSIVE REQUEST LIST TO COMPANY (1.6); REVISE/UPDATE DISCLOSURE STATEMENT (2.6).
2.00	REDA, JUSTIN J	DRAFT TAX DISCLOSURE FOR DISCLOSRE STATEMENT.
5.50	MOSKOWITZ, ALAN	FURTHER REVISIONS TO DISCLOSURE STATEMENT REGARDING PLAN SETTLEMENT ISSUES AND INCLUSION OF PLAN PROVISIONS.
0.30	CHATTERJEE, AYESHA	REVIEW AND DRAFT SUMMARY OF STATUS OF SENIOR MANAGEMENT INCENTIVE PROGRAM FOR DISCLOSURE STATEMENT.
0.20	BOUSLOG, MATTHEW G	CONFERENCE WITH C. MILLET RE PLAN TERMS.
11/20/12		
2.50	MILLET, CRAIG H	PARTICIPATE IN TELECOM WITH COMMITTEE AND JPL RE PLAN PREPARATION ISSUES AND EMAILS RE SAME (.7); ANALYSIS AND PREPARATION OF MATERIAL FOR PLAN (1.8).

- 4.20 ROSENTHAL, MICHAEL A PREPARE AND PARTICIPATE IN CONFERENCE CALL WITH S. DICKSON, J. O'GRADY, J. TRINKLEIN REGARDING CAYMAN SCHEME AND ALTERNATIVES (.7); TELEPHONE WITH J. O'GRADY REGARDING CHANGE OF CONTROL ANALYSIS (.3); TELEPHONE WITH J. GRAVES AND J. O'GRADY REGARDING PLAN DRAFTING RE SCHEME (.2); REVIEW REVISED CHANGE OF CONTROL ANALYSIS (.4); PARTICIPATE IN UPDATE CONFERENCE CALL REGARDING PLAN AND OTHER ISSUES WITH ROTHSCHILD (.4); EMAIL FROM C. MILLET REGARDING LIQUIDATION ANALYSIS (.1); CALL WITH M. TAN REGARDING STANDALONE (.2); COMMENT ON REVISED STRUCTURE CHARTS AND EMAILS REGARDING SAME (.2); WORK ON PLAN DOCUMENTS (1.7).
- 7.60 BUFFONE, STEVEN P CALL WITH MOURANT RE CAYMAN VALIDATION ORDER AND RELATED CAYMAN ISSUES (.2); SEVERAL EMAILS WITH M. ROSENTHAL RE OPEN ISSUES FROM DISCUSSION WITH J. MORGAN AT MILBANK (.4); EMAILS WITH M. ROSENTHAL RE SETTING UP CONFERENCE CALL WITH CREDITORS COMMITTEE COUNSEL TO DISCUSS STRUCTURAL ISSUES (.8); EMAILS WITH J. TRINKLEIN AND S. PARNES RE STRUCTURE CHART CORRECTIONS (.2); REVIEW REVISED AND FINAL STRUCTURE CHART RECEIVED FROM S. PARNES (.2); EMAILS BETWEEN M. ROSENTHAL AND EVAN FIECH (4.0); EMAILS TO J. WAUCHOPE OF MOURANT RE REVISED STRUCTURE CHARTS AND IMPLCIATIONS FOR CAYMAN ANALYSIS (.2); EMAIL FROM C. MILLET RE LIQUIDATION ANALYSIS (.2); EMAIL FROM J. GRAVES RE CORPORATE DOCUMENTS REQUIRED FOR PLAN FILING (.3); EMAIL FROM J. O'GRADY RE SAME (.8); CALL WITH J. O'GRADY TO DISCUSS HIS REVISED CHANGE OF CONTROL ANALYSIS, WHICH REFLECTS ADDITIONAL WATERFALL INFORMATION (.2); EMAIL M. ROSENTHAL RE DRAFTING OF OUTLINE OF SPECIFIC COC QUESTIONS TO POSE TO ARCAPITA (.1).
- 0.50 TRINKLEIN, JEFFREY PARTICIPATE IN CALL WITH CAYMAN COUNSEL (.4); COMMENTS TO REVISED STEPS (.1).
- 1.30 KELSEY, MATTHEW K COORDINATE WITH K. MARTORANA AND J. O'GRADY REGARDING LIQUIDATION ANALYSIS AND IMPACT OF CHANGE OF CONTROL ANALYSIS ON SAME (.7); REVIEW CORRESPONDENCE TO C. COMBS AND COMPANY REGARDING DISCLOSURE STATEMENT ISSUES (.6).

0.60 WEISSER, JOSHUA CONFERENCE WITH J. GRAVES AND M. WILLIAMS REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES.

8.20 O'GRADY, JAMES B CALL WITH GIBSON DUNN WORKING GROUP AND CAYMAN COUNSEL REGARDING USE OF VALIDATION ORDER AND RELATED "STANDALONE" STRUCTURE ISSUES IN CAYMAN (.9); EMAILS WITH S. PARNES REGARDING REVISIONS TO "STANDALONE" STRUCTURE CHARTS (.4); EMAILS AND CALLS WITH GIBSON DUNN WORKING GROUP AND CLIENT REGARDING VALUATION OF ARCAPITA PORTFOLIO ASSETS (.8); REVISIONS TO EXHIBIT SHOWING VALUATION AMOUNTS FOR VARIOUS PORTFOLIO ASSETS, AND CALLS AND E-MAILS WITH K. MEDRANO AND K. MILLER REGARDING SAME (3.1); CALLS AND E-MAILS WITH K. MEDRANO REGARDING REVISIONS TO CHANGE OF CONTROL CHART (1.0); CALLS AND E-MAILS WITH S. BUFFONE REGARDING CHANGE OF CONTROL ANALYSIS (.9); E-MAILS AND CALLS WITH K. MILLER AND K. MARTORANA REGARDING MANAGEMENT AGREEMENTS UNDER "LIQUIDATION" SCENARIO (.4); CALL WITH J. GRAVES AND E-MAILS WITH GIBSON DUNN WORKING GROUP REGARDING EXHIBITS TO PLAN OF REORGANIZATION (.7).

4.40 GRAVES, JEREMY L DRAFT STANDALONE PLAN.

4.80 MARTORANA, KEITH R REVISE/UPDATE DISCLOSURE STATEMENT (4.8).

0.30 REDA, JUSTIN J ATTENTION TO EMAIL ON DISCLOSURE STATEMENT.

2.20 PARNES, SHELBY E CONFERENCE CALL WITH CAYMAN COUNSEL (.6); REVISE STRUCTURE CHARTS (.8); COMPOSE E-MAIL TO CAYMAN COUNSEL (.6); ATTENTION TO E-MAILS (.2).

3.80 MOSKOWITZ, ALAN REVISE DRAFT DISCLOSURE STATEMENT AND CONFIRM PROVISIONS TO PLAN.

11/21/12

6.80 ROSENTHAL, MICHAEL A TELEPHONE WITH E. FLECK REGARDING PLAN COORDINATION AND NEGOTIATIONS (.4); CONFERENCE CALL WITH L. HIRSH AND H. THOMPSON REGARDING MANAGEMENT ISSUES RELATED TO PLAN (.6); CONFERENCE CALL WITH HL, MILBANK, A&M AND CLIENT REGARDING PLAN CONSIDERATION AND TREATMENT ISSUES (.8); FURTHER CONSIDERATION OF PLAN TREATMENT ISSUES (1.2); MEETING WITH S. BUFFONE REGARDING NATURE OF PLAN CONSIDERATION (.2); PREPARE LIST OF MANAGEMENT AGENDA TOPICS (.7); MEETING WITH J. TRINKLEIN REGARDING MANAGEMENT AGENDA TOPICS (.2); MEETING WITH J. O'GRADY, S. BUFFONE REGARDING CHANGE OF CONTROL ISSUES (.4); REVIEW PROPOSED LIST OF QUESTIONS REGARDING CHANGE OF CONTROL AND CONSIDER CHANGE OF CONTROL IMPLICATIONS (.4); EMAIL TO CLIENT REGARDING CHANGE OF CONTROL ISSUES (.3); BEGIN REVIEW OF PLAN DRAFT (1.6).

3.00 BUFFONE, STEVEN P CONFERENCE CALL WITH CREDITORS' COMMITTEE'S ADVISORS RE PLAN STRUCTURE (.5); EMAILS FROM J. O'GRADY AND M. ROSENTHAL RE CALCULATION OF VALUE (1.5); MEET WITH M. ROSENTHAL RE STAND ALONE STRUCTURE, STRUCTURE OF SECURITIES TO BE RECEIVED BY BANK AND AIHL CREDITORS (.2); REVIEW PRECEDENT INVESTOR AGREEMENT FROM ALMATIS FOR VARIOUS PROVISIONS APPLICABLE TO ARCAPITA (.8).

0.30 TRINKLEIN, JEFFREY CORRESPONDENCE WITH M ROSENTHAL REGARDING CHANGES TO STRUCTURE PLAN FOR NEXT FEW DAYS.

- 5.40 O'GRADY, JAMES B CALL WITH GIBSON DUNN WORKING GROUP AND CREDITORS COMMITTEE REGARDING CAPITAL STRUCTURE FOR "STANDALONE" PLAN (.9); CALLS WITH E. KHALIL REGARDING PROPOSED "STANDALONE" PLAN STRUCTURE AND CHANGE OF CONTROL ISSUES (.5); MEETING WITH K. MEDRANO, S. BUFFONE AND M. ROSENTHAL REGARDING CHANGE OF CONTROL QUESTIONNAIRE (.9); EMAILS AND CALLS WITH K. MEDRANO REGARDING CHANGE OF CONTROL QUESTIONNAIRE (1.3); DRAFT CHANGE OF CONTROL QUESTIONNAIRE AND CIRCULATE TO M. ROSENTHAL FOR DISTRIBUTION TO CLIENT (1.1); EMAILS WITH K. MARTORANA AND A. CHATTERJEE REGARDING COMPREHENSIVE REQUEST LIST (.4); EMAILS WITH K. MARTORANA, K. MILLER AND A&M REGARDING LIQUIDATION ANALYSIS (.3).
- 5.40 GRAVES, JEREMY L REVISE AND EDIT DRAFT PLAN TO INCORPORATE LATEST PROPOSED STRUCTURE AND CONSIDERATION (4.0); TELECONFERENCE WITH COMMITTEE REGARDING PLAN STRUCTURE AND CONSIDERATION (.9); TELECONFERENCE WITH K. MARTORANA REGARDING DISCLOSURE STATEMENT ITEMS (.2); REVISE AND EDIT LIST OF DOCUMENT REQUESTS (.3).
- 3.00 MARTORANA, KEITH R CONFERENCE CALL WITH J. GRAVES RE: COMPANY REQUESTS FOR INFORMATION (.4); CONFERENCE CALL WITH COMMITTEE RE: PLAN STRUCTURE (.9); DRAFT COMPREHENSIVE REQUEST LIST FOR DOCUMENTS/INFORMATION AND CIRCULATE TO GDC TEAM (1.7).
- 2.00 MOSKOWITZ, ALAN REVIEW AND ANALYZE POTENTIAL RISK FACTORS PROVIDED BY CLIENT (1.2); OFFICE CONFERENCE WITH K. MARTORANA REGARDING STATUS AND NEXT STEPS (.3); REVISE DRAFT DISCLOSURE STATEMENT (.5).
- 0.30 CHATTERJEE, AYESHA UPDATE CONSOLIDATED ISSUES LIST IN DISCUSSION WITH J. O'GRADY AND K. MARTORANA.

11/22/12

2.10 ROSENTHAL, MICHAEL A TELEPHONE WITH A. ABDULMALIK REGARDING MEETING WITH CBB (.3); TELEPHONE WITH H. THOMPSON REGARDING MEETING WITH CBB (.3); EMAIL TO A. ABDULMALIK AND H. THOMPSON REGARDING CBB AND OTHER PLAN ISSUES (.3); WORK ON MANAGEMENT PROPOSAL ISSUES (1.2).

0.20 O'GRADY, JAMES B EMAILS WITH S. BUFFONE AND A. GOH REGARDING ██████████ CHANGE-OF-CONTROL ISSUES.

11/23/12

5.40 ROSENTHAL, MICHAEL A WORK ON PLAN DRAFT (2.4); PARTICIPATE IN UPDATE CONFERENCE CALL WITH H. THOMPSON AND A. ABDULMALIK REGARDING INPUT FROM CBB (.8); WORK ON ISSUES RELATED TO CBB PARTICIPATION IN PLAN (.8); EMAILS WITH J. O'GRADY, H. TRINKLEIN, K. SI-AHMED AND OTHERS REGARDING CHANGE OF CONTROL ISSUES RELEVANT TO PLAN (.8); REVIEW AND COMMENT ON PLAN OPEN ISSUES LIST (.4); EMAIL WITH H. THOMPSON REGARDING STRUCTURE RELATED ISSUES (.2).

2.50 BUFFONE, STEVEN P REVIEW M. ROSENTHAL'S DRAFT OF MANAGEMENT AND SYNDICATION COMPANY PROPOSAL AND COMMENT ON SAME (.4); SEVERAL EMAILS RE PLAN STRUCTURE (1.6); EMAILS WITH H. THOMPSON AND M. ROSENTHAL RE PLAN CONSIDERATION ISSUES (.2); EMAIL WITH A. ROGER RE PLAN CONSIDERATION ISSUES (.3).

2.00 O'GRADY, JAMES B EMAILS WITH CLIENT AND GIBSON DUNN WORKING GROUP REGARDING "STRUCTURAL" SOLUTION TO CHANGES OF CONTROL (.4); ANALYSIS OF "CONTRACTUAL" SOLUTION TO CHANGE OF CONTROL, AND E-MAILS WITH GIBSON DUNN WORKING GROUP AND CLIENT REGARDING SAME (1.4); EMAILS WITH S. BUFFONE AND A. GOH REGARDING ██████████ CHANGE-OF-CONTROL ISSUES (.2).

5.70 MARTORANA, KEITH R DRAFT/FINALIZE CONSOLIDATED REQUEST LIST FOR COMPANY (.7); DRAFT/REVISE DISCLOSURE STATEMENT (4.7); CONVERSATION WITH C. COMBS RE: DISCLOSURE STATEMENT (.3).

1.30 MOSKOWITZ, ALAN REVIEW AND REVISE DRAFT DISCLOSURE STATEMENT.

11/24/12
0.30 ROSENTHAL, MICHAEL A EMAILS WITH A. ROGERS AND H. THOMPSON REGARDING STRUCTURE OF DEBT OBLIGATION ON EXIT (.3).

1.00 BUFFONE, STEVEN P NUMEROUS EMAILS WITH M. ROSENTHAL, H. THOMPSON RE PLAN STRUCTURE AND CONSIDERATION ISSUE.

0.60 TRINKLEIN, JEFFREY REVIEW PAGET-BROWN SERVICES AND SEND NOTE TO O'GRADY WITH THOUGHTS (.6)

0.50 O'GRADY, JAMES B EMAILS WITH GIBSON DUNN WORKING GROUP REGARDING "CONTRACTUAL" SOLUTION TO CHANGE OF CONTROL (.5).

11/25/12
3.00 ROSENTHAL, MICHAEL A TELEPHONE CALL WITH H. THOMPSON REGARDING PLAN NEGOTIATIONS (.3); REVISE MANAGEMENT PROPOSAL AGENDA (.3); CONSIDERATION OF ISSUES RELATED TO MANAGEMENT PROPOSAL AND PLAN MECHANICS (1.6); WORK ON PLAN STRUCTURE ISSUES RELATED TO CHANGE OF CONTROL (.8).

1.00 BUFFONE, STEVEN P REVIEW REVISED MANAGEMENT PROPOSAL AGENDA DRAFTED BY M. ROSENTHAL, SEVERAL EMAILS RE [REDACTED] STRUCTURE AND CONSIDERATION ISSUES.

0.40 WEISSER, JOSHUA RESEARCH REGARDING EXIT FACILITY TERM SHEET PRECEDENT.

0.30 O'GRADY, JAMES B EMAILS WITH K. MEDRANO REGARDING [REDACTED] SHAREHOLDERS AGREEMENTS (.3).

2.80 MOSKOWITZ, ALAN REVIEW AND ANALYZE EXIT FACILITY TERMS AND DRAFT OUTLINE OF EXIT FACILITY TERM SHEET TO BE FILED IN CONNECTION WITH DISCLOSURE STATEMENT.

11/26/12

1.50 MILLET, CRAIG H

MULTIPLE CALLS AND EMAILS RE PLAN STRUCTURE, ALLOCATION AND TREATMENT OF MAJOR ISSUES IN PLAN.

8.20 ROSENTHAL, MICHAEL A

PREPARE FOR AND PARTICIPATE IN CALLS WITH PRIVATE EQUITY TEAM AND REGARDING [REDACTED] REGARDING CHANGE OF CONTROL ISSUES (1.7); REVISE MANAGEMENT PROPOSAL AGENDA (.4); CONFERENCE CALL WITH M. CHOWDHURY, A ABDULMALIK, M. TAN, H. THOMPSON REGARDING ISSUES RELATED TO MANAGEMENT PROPOSAL (1.6); REVIEW OUTLINE OF MANAGEMENT PROPOSAL FROM L. HIRSH (.6); MEETING WITH J. GRAVES REGARDING PLAN RELATED ISSUES (.6); WORK ON DRAFT OF PLAN (3.2); FOLLOW-UP CALL WITH L. HIRSH, H PARKHILL REGARDING MANAGEMENT PROPOSAL (.1).

6.50 BUFFONE, STEVEN P

SEVERAL E-MAILS ABOUT MANAGEMENT PROPOSAL, SYNDICATION COMPANY EXIT APPROVAL RIGHTS, LENGTHY CONFERENCE CALL WITH ARCAPITA MANAGEMENT TEAM, M. ROSENTHAL AND ALVAREZ & MARSAL TEAM RE MANAGEMENT PROPOSAL TO CREDITOR'S COMMITTEE, SYNDICATION COMPANY RIGHTS AND ISSUES (1.8); SEVERAL E-MAILS RE SAME, CALL WITH M. ROSENTHAL TO DISCUSS PROPER STRUCTURE FOR SYNDICATION COMPANY EXIT RIGHT APPROVALS (1.2); E-MAIL TO MARTIN TAN AT ARCAPITA RE SETTING UP CALL TO DISCUSS (.2); REVIEW MATERIALS RECEIVED FROM A&M RE POTENTIAL BUDGET FOR NEW MANAGEMENT STRUCTURE, CALL WITH M. ROSENTHAL RE STRUCTURE OF [REDACTED] REVIEW MATERIALS RELATED TO ADMINISTRATION AGREEMENTS (3.0); E-MAILS WITH C. MILLET, REVIEW MATERIALS RE DECEMBER 18 HEARING (.3).

0.60 WILLIAMS, MATTHEW J

CONFERENCE WITH M. ROSENTHAL REGARDING PLAN MECHANICS AND SEARCH FOR PRECEDENT AND SEND LANGUAGE.

- 2.80 KELSEY, MATTHEW K MEETING WITH K. MARTORANA AND J. GRAVES REGARDING PLAN AND DISCLOSURE STATEMENT AND OPEN ISSUES (.7); REVIEW CORRESPONDENCE WITH C. COMBS OF ARCAPITA REGARDING SAME (.3); REVIEW CORRESPONDENCE REGARDING LIQUIDATION ANALYSIS (.2); REVIEW DRAFT PLAN AND DISCLOSURE STATEMENT (1.6).
- 0.40 WEISSER, JOSHUA CONFERENCE WITH DECHERT AND J. GRAVES REGARDING PLAN STRUCTURE ISSUES.
- 5.50 O'GRADY, JAMES B REVIEW OF ██████████ DOCUMENTATION (.9); CALLS WITH ██████████ PORTFOLIO COMPANY MANAGERS TO DISCUSS "REAL-WORLD" IMPACT OF TRIGGERING CHANGE OF CONTROL (1.9); CALL WITH CLIENT REGARDING MANAGEMENT ARRANGEMENTS (1.5); CALLS AND E-MAILS WITH S. BUFFONE REGARDING CHANGE OF CONTROL ANALYSIS (.6); CALLS AND E-MAILS WITH A&M, K. MILER AND K. MARTORANA REGARDING MANAGEMENT AGREEMENTS AND LIQUIDATION ANALYSIS (.6).
- 6.80 GRAVES, JEREMY L CONFERENCE WITH M. KELSEY AND K. MARTORANA REGARDING PLAN AND DISCLOSURE STATEMENT PROGRESS AND NEXT STEPS (.3); WORK ON PLAN STRUCTURE AND FUNDING, INCLUDING DRAFTING MECHANISM FOR DISTRIBUTIONS UNDER THE PLAN (6.1); TELECONFERENCE WITH B. GREER REGARDING TREATMENT OF STANDARD CHARTERED BANK IN PLAN (.4).
- 6.70 MARTORANA, KEITH R MEETING WITH M. KELSEY AND J. GRAVES RE: PLAN AND DISCLOSURE STATEMENT STATUS (.5); DRAFT/REVISE DISCLOSURE STATEMENT (6.2).
- 4.30 MOSKOWITZ, ALAN REVISE DRAFT DISCLOSURE STATEMENT (3.8); OFFICE CONFERENCE WITH K. MARTORANA REGARDING SAME (.5)
- 0.50 CHATTERJEE, AYESHA DRAFT AND REVISE SUMMARY OF ALSOHAIBI MOTION FOR DISCLOSURE STATEMENT, IN DISCUSSION WITH K. MARTORANA.

11/27/12

- 1.10 MILLET, CRAIG H MULTIPLE CALLS WITH M. ROSENTHAL AND OTHERS, AND EMAILS RE PLAN STRUCTURE, ALLOCATION, TREATMENT OF MAJOR ISSUES IN PLAN AND POST CONFIRMATION MANAGEMENT STRUCTURE.
- 6.40 ROSENTHAL, MICHAEL A MEETING WITH J. GRAVES REGARDING PLAN STRUCTURE AND INTERFACE WITH CAYMAN REQUIREMENTS (.3); CONFERENCE CALL WITH E. KHALIL REGARDING PLAN CONSIDERATION (.4); CONFERENCE CALL WITH J. MAKUCH AND L. HIRSH REGARDING REVISIONS TO MANAGEMENT STRAWMAN PROPOSAL AND PREPARATION FOR COMMITTEE MEETING REGARDING SAME (1.3); EMAILS TO AND FROM M. CHOWDHURY REGARDING MANAGEMENT PROPOSAL (.2); CONTINUED WORK ON PLAN AND DISCLOSURE STATEMENT DRAFTS (3.6); PARTICIPATE IN WEEKLY CALL WITH ROTHSCHILD REGARDING STATUS OF PLAN NEGOTIATIONS AND OTHER TOPICS (.6).
- 0.30 ROSENTHAL, MICHAEL A TELEPHONE WITH B. GREER REGARDING EXIT FACILITY FOR STANDARD CHARTERED BANK (.3).
- 4.00 BUFFONE, STEVEN P WORK ON PLAN STRUCTURE ISSUES, INCLUDING POTENTIAL PROPOSALS FOR SYNDICATION COMPANY AND SENIOR MANAGEMENT; SEVERAL EMAILS WITH L. HIRSCH AND M. ROSENTHAL (1.8); SEVERAL EMAILS RE PLAN STRUCTURE (.5); CALL WITH S. PARNES RE CAYMAN ISLAND STRUCTURE, REVIEW EMAILS WITH CAYMAN COUNSEL (1.7).
- 0.30 TRINKLEIN, JEFFREY REVIEW AND COMMENT ON PLAN STRUCTURE.
- 3.20 KELSEY, MATTHEW K ATTENTION TO PLAN AND DISCLOSURE STATEMENT ISSUES AND CONFERENCES WITH J. GRAVES, K. MARTORANA AND M. ROSENTHAL REGARDING SAME.
- 0.30 WEISSER, JOSHUA ATTEND TO PLAN STRUCTURING ISSUES RELATED TO EXIT FACILITY.
- 10.20 GRAVES, JEREMY L DRAFT PLAN OF REORGANIZATION, INCLUDING MECHANICS RELATED TO CONSIDERATION AND RESERVES (8.7); TELECONFERENCE REGARDING MANAGEMENT INCENTIVES (1.5).

7.40 MARTORANA, KEITH R CONVERSATION WITH M. KELSEY RE: LIQUIDATION ANALYSIS (.3); E-MAIL SUMMARY RE: SAME TO M. KVARDA (.5); DRAFT/REVISE DISCLOSURE STATEMENT (6.6).

0.30 REDA, JUSTIN J ATTENTION TO EMAIL REGARDING DISCLOSURE STATEMENT PREPARATION.

2.30 MOSKOWITZ, ALAN REVIEW AND REVISE DISCLOSURE STATEMENT (1.0); REVISE DRAFT EXIT FACILITY TERM SHEET (1.3).

0.20 CHATTERJEE, AYESHA DISCUSS ORGANIZATIONAL CHART WITH K. MARTORANA AND LOCATE SAME.

11/28/12
0.60 MILLET, CRAIG H PARTICIPATE IN POST CONFIRMATION MANAGEMENT STRUCTURE CALL AND RELATED EMAILS.

6.80 ROSENTHAL, MICHAEL A EXTENDED CONFERENCE CALL WITH H. THOMPSON REGARDING MANAGEMENT PROPOSAL (.7); EMAIL TO L. HIRSH REGARDING MANAGEMENT PROPOSAL (.2); MEETING WITH L. HIRSH TO PREPARE FOR MANAGEMENT PROPOSAL CONFERENCE CALL (.5); PREPARE FOR MANAGEMENT PROPOSAL CONFERENCE CALL (.3); CONFERENCE CALL WITH CLIENT REGARDING MANAGEMENT PROPOSAL (1.2); WORK ON REVISION TO MANAGEMENT PROPOSAL (.4); MEETING WITH S. BUFFONE REGARDING MANAGEMENT PROPOSAL (.2); EXTENDED CONFERENCE CALL WITH H. THOMPSON AND S. BUFFONE REGARDING PLAN ISSUES (.8); MEETING WITH J GRAVES REGARDING PLAN TERM SHEETS (.4); EMAIL TO S. DICKSON REGARDING CAYMAN PLAN RELATED ALTERNATIVES (.3); WORK ON PLAN DRAFT AND TERM SHEETS (1.8).

6.00 BUFFONE, STEVEN P SEVERAL EMAILS WITH M. TAN, H. THOMPSON, M. ROSENTHAL AND OTHERS RE SYNDICATION COMPANY AND MANAGEMENT PROPOSALS; SEVERAL EMAILS WITH L. HIRSCH AND M. ROSENTHAL ON THIS SUBJECT; REVIEW A&M'S DRAFT SYNDICATION AND SENIOR MANAGEMENT PROPOSAL (2.0); MEET WITH M. ROSENTHAL, CONFERENCE CALL WITH H. THOMPSON AND M. ROSENTHAL RE MANAGEMENT/SYNDICATION COMPANY PROPOSALS (4.0).

3.90 KELSEY, MATTHEW K MEET WITH K. MARTORANA, A. MOSKOWITZ, AND J. GRAVES REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES (.7); ATTENTION TO PLAN AND DISCLOSURE STATEMENT ISSUES AND CONFERENCES WITH M. ROSENTHAL AND J. MAKUCH REGARDING SAME (3.2).

0.30 O'GRADY, JAMES B EMAILS WITH M. ROSENTHAL AND M. KELSEY REGARDING CASH MANAGEMENT AND FUNDING NOTES (.3).

7.00 GRAVES, JEREMY L REVISE AND EDIT PLAN TO INCORPORATE LATEST PROPOSED CORPORATE STRUCTURE (3.9); CONFERENCE WITH M. ROSENTHAL AND L. HIRSH REGARDING MANAGEMENT INCENTIVES (1.4); CONFERENCE WITH M. KELSEY AND K. MARTORANA REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES (1.3); CONFERENCE WITH J. WEISSER REGARDING CAYMAN VALIDATION ORDER (.2); CONFERENCE WITH J. O'GRADY REGARDING EQUITY TERM SHEET (.2).

10.20 MARTORANA, KEITH R DRAFT DISCLOSURE STATEMENT (10.2).

0.30 REDA, JUSTIN J ATTENTION TO EMAIL ON TAX DISCLOSURE PREPARATION.

0.50 KIM, BRIAN J CALL WITH F. O'DRISCOLL (MOURANT) RE: [REDACTED] (.1).
DISCUSSION WITH M. ROSENTHAL AND J. GRAVES RE: [REDACTED] (.4).

2.80 MOSKOWITZ, ALAN OFFICE MEETING WITH M. KELSEY, J. GRAVES AND K. MARTORANA REGARDING DISCLOSURE STATEMENT (1.3); REVIEW AND REVISE DISCLOSURE STATEMENT (1.5).

0.50 BOUSLOG, MATTHEW G EMAILS WITH C. MILLET, K. GLOWACKI, D. LEVIN AND K. MARTORANA RE DISCLOSURE STATEMENT (.2); REVIEW AND REVISE PORTIONS OF THE DISCLOSURE STATEMENT (.3).

11/29/12
0.70 MILLET, CRAIG H EMAILS RE RECOVERY MODEL AND PLAN ISSUES AND CONFERENCE WITH L. HIRSH RE SAME.

- 7.90 ROSENTHAL, MICHAEL A PREPARE FOR MANAGEMENT PROPOSAL CONFERENCE CALL (.3); EMAILS WITH M. CHOWDHURY, L. HIRSH REGARDING MANAGEMENT PROPOSAL (.2); PARTICIPATE IN MANAGEMENT PROPOSAL CONFERENCE CALL WITH UCC (.7); EMAILS WITH M. KELSEY REGARDING PLAN STATUS (.2); CONFERENCE CALL WITH S. DICKSON, J. GRAVES, M. KELSEY, H. THOMPSON REGARDING CAYMAN PLAN ALTERNATIVES (.4); MEETING WITH J. GRAVES AND M. KELSEY REGARDING CAYMAN ALTERNATIVES (.2); EMAIL FROM AND TO H. THOMPSON REGARDING FORM OF CONSIDERATION (.2); TELEPHONE WITH P. ROCHER REGARDING ENGAGEMENT OF [REDACTED] (.2); MEETING WITH M. KELSEY, J. GRAVES AND K. MARTORANA REGARDING OPEN PLAN ISSUES (.7); CONSIDER FORM OF [REDACTED] [REDACTED] (.7); MEETING WITH J. GRAVES REGARDING PLAN TERMS AND PROVISIONS (.4); REVIEW PROPOSED PLAN DEFINITIONS (1.2); TELEPHONE WITH ROTHSCHILD, J. GRAVES, S. BUFFONE REGARDING STRUCTURE OF EQUITY SECURITIES (.4); PREPARE FOR AND PARTICIPATE IN MEETING WITH K. MILLER, S. BUFFONE AND OTHERS REGARDING CHANGE OF CONTROL ISSUES AND ANALYSIS (1.2); EMAIL FROM S. DICKSON REGARDING DISCUSSION WITH WALKERS REGARDING CAYMAN ALTERNATIVES (.1); REVIEW DRAFT OF RECOVERY ANALYSIS (.8).
- 3.90 BUFFONE, STEVEN P NUMEROUS EMAILS RE PLAN STRUCTURE AND CONSIDERATION ISSUES; MEET WITH M. ROSENTHAL RE UPDATE ON CALL WITH CREDITORS' COMMITTEE REPRESENTATIVES (1.2); MEET WITH M. ROSENTHAL, CONFERENCE CALL WITH B. DOUTON AND H. PARKHILL OF ROTHSCHILDS RE HOULIHAN PROPOSALS; REVIEW RELATED MATERIALS (1.2); MEET WITH M. ROSENTHAL, J. GRAVES, J. O'GRADY, K. MILLER RE CHANGE OF CONTROL ISSUES AND IMPLICATIONS FOR PLAN STRUCTURE; EMAIL L. HIRSCH OF A&M (1.5).
- 0.70 TRINKLEIN, JEFFREY CALL WITH UCC TO DISCUSS SENIOR MANAGEMENT ROLE AFTER CONFIRMATION, ROLE OF SYNDICATION COMPANIES.

- 2.90 KELSEY, MATTHEW K CALL WITH MOURANT REGARDING CAYMAN PLAN ISSUES (.6); CONFERENCE WITH M. ROSENTHAL AND J. GRAVES REGARDING PLAN ISSUES (.5); CONFERENCE WITH M. ROSENTHAL AND K. MARTORANA REGARDING DISCLOSURE STATEMENT ISSUES (.4); CALL WITH A&M AND ROTHSCHILD REGARDING LIQUIDATION ANALYSIS, PROJECTIONS, AND MANAGEMENT INCENTIVE PROGRAM (.5); CONFERENCE WITH K. MARTORANA AND A. MOSKOWITZ REGARDING DISCLOSURE STATEMENT ISSUES, BALLOTS, AND DISCLOSURE STATEMENT AND SOLICITATION PROCEDURES (.7); REVIEW CORRESPONDENCE RELATING TO PLAN ISSUES (.2).
- 3.50 O'GRADY, JAMES B MEETINGS AND CALLS WITH S. BUFFONE, K. MEDRANO, K. MILLER, M. ROSENTHAL AND J. GRAVES REGARDING CHANGE OF CONTROL (2.4); EMAILS WITH K. MEDRANO AND K. MILLER REGARDING CHANGE OF CONTROL ANALYSIS FOR INDIVIDUAL PORTFOLIO ASSETS (.6); E-MAILS WITH R. JAMES REGARDING CERTAIN U.S. PORTFOLIO ASSETS (.5).
- 7.40 GRAVES, JEREMY L DRAFT EQUITY TERM SHEET RELATED TO STANDALONE PLAN (5.0); CONFERENCE WITH M. ROSENTHAL AND S. BUFFONE REGARDING CAPITAL STRUCTURE (.4); CONFERENCE WITH M. ROSENTHAL, S. BUFFONE AND OTHERS REGARDING CHANGE OF CONTROL ISSUES RELATED TO RESTRUCTURING (.9); CONFERENCE WITH S. DICKSON, M. ROSENTHAL, AND OTHERS REGARDING CAYMAN LAW ISSUES RELATED TO RESTRUCTURING (.5); CONFERENCE WITH M. ROSENTHAL, M. KELSEY, AND K. MARTORANA REGARDING PLAN AND DISCLOSURE STATEMENT ISSUES (.6).
- 5.90 MARTORANA, KEITH R REVISE DISCLOSURE STATEMENT (4.5); MEETING WITH M. ROSENTHAL, M. KELSEY AND J. GRAVES RE: SAME (.7); CONFERENCE CALL WITH A&M RE: FEASIBILITY AND LIQUIDATION ANALYSIS (.7).

- 4.20 LEVIN, DOUGLAS G DRAFT, EDIT AND PROOFREAD SECTIONS OF DISCLOSURE STATEMENT, INCLUDING SECTIONS PERTAINING TO THE LUSAIL JOINT VENTURE AND HQ LEASE (3.6); EMAILS TO AND FROM C. MILLET AND K. MARTORANA RE SAME (.1); REVIEW LETTER FROM C. MILLET TO N. KAMPHAUS (MILBANK) RE LUSAIL ISSUE (.2); REVIEW VARIOUS MATERIALS, INCLUDING DEAL DOCUMENTS AND SUMMARIES, TO DRAFT SAME SECTIONS (.2); TELEPHONE CONFERENCE WITH M. BOUSLOG RE SAME SECTIONS (.1).
- 3.00 MOSKOWITZ, ALAN REVIEW AND REVISE DISCLOSURE STATEMENT (2.2); PHONE CONFERENCE WITH FINANCIAL ADVISORS REGARDING SAME (.8).
- 3.50 BABCOCK, CHRISTOPHER J REVIEW WHETHER POTENTIAL RESTRUCTURING OPTION COMPLIES WITH CERTAIN CHANGE OF CONTROL AND OTHER RESTRICTIONS WITHIN ARCAPITA'S CONTRACTS.
- 0.70 BOUSLOG, MATTHEW G EMAILS WITH C. MILLET RE DRAFT OF DISCLOSURE STATEMENT (.1); REVIEW DRAFT OF DISCLOSURE STATEMENT (.3); TELEPHONE CONFERENCE WITH D. LEVIN RE DRAFT OF DISCLOSURE STATEMENT (.3).
- 11/30/12
4.70 ROSENTHAL, MICHAEL A EMAIL WITH P. ROCHER AND T. ZACAROLI REGARDING INVOLVEMENT OF T ZACAROLI (.2); TELEPHONE WITH T. ZACAROLI REGARDING CAYMAN ADVICE (.4); EMAIL WITH S. DICKSON AND H. THOMPSON RE ZACAROLI MEETING (.2); REVIEW AND CONSIDER RECOVERY MODEL (1.6); CONSIDER RELEASE RELATED PLAN ISSUES (.7); MEETING WITH J. GRAVES REGARDING RELEASE RELATED PLAN ISSUES (.3); EMAIL WITH STOCKTON CROFT REGARDING CHANGE OF CONTROL (.2); EMAILS TO AND FROM COC TEAM REGARDING CHANGE OF CONTROL REGARDING US TRANSACTIONS (.3); CONSIDER GOVERNANCE RELATED PLAN ISSUES (.6); TELEPHONE WITH H. THOMPSON REGARDING PLAN SETTLEMENTS (.2).
- 1.50 BUFFONE, STEVEN P REVIEW REVISED STRUCTURE CHART (.5); SEVERAL EMAILS RE MANAGEMENT AND SYNDICATION COMPANY PROPOSALS (.5); EMAILS WITH H. THOMPSON AND M. ROSENTHAL (.5).

- 0.30 TRINKLEIN, JEFFREY DISCUSS UPCOMING MEETINGS WITH M. ROSENTHAL AND SEND HIM NOTE RE FACTS TO RESPOND TO JT LIQUIDATOR.
- 1.10 KELSEY, MATTHEW K CONFERENCE WITH M. ROSENTHAL REGARDING CHAPTER 11 PLAN ISSUES (.4); REVIEW CORRESPONDENCE RELATING TO SAME (.3); CONFERENCE WITH K. MARTORANA REGARDING DISCLOSURE STATEMENT ISSUES (.4).
- 1.90 O'GRADY, JAMES B CALL WITH K. MILLER, K. MEDRANO, R. JAMES AND OTHER ARCAPITA PORTFOLIO COMPANY EXECUTIVES REGARDING CHANGE-OF-CONTROL ANALYSIS AT CERTAIN PORTFOLIO ENTITIES (1.1); FURTHER CHANGE OF CONTROL ANALYSIS, AND E-MAILS REGARDING THE ABOVE (.8).
- 9.00 GRAVES, JEREMY L RESEARCH RELATED TO PLAN (.2); REVISE AND EDIT DISCLOSURE STATEMENT SECTIONS RELATING TO ADMINISTRATION AGREEMENTS, PROXIES, AND SUBSTANTIVE CONSOLIDATION (4.9); CALL WITH T. ZACOROLI REGARDING CAYMAN ISSUES (.3); CALL WITH CAYMAN COUNSEL RE DIP FINANCING (.7); REVISE AND EDIT PLAN TO ADDRESS ALTERNATIVE STRUCTURES (2.9).
- 2.10 MARTORANA, KEITH R REVISE DISCLOSURE STATEMENT (2.1).
- 0.30 REDA, JUSTIN J CONTACT CAYMAN AND BAHRAINI COUNSEL REGARDING DISCLOSURE AND TAX CONSEQUENCES IN THOSE JURISDICTIONS.
- 5.40 LEVIN, DOUGLAS G DRAFT, EDIT AND PROOFREAD SECTIONS OF DISCLOSURE STATEMENT, INCLUDING SECTIONS PERTAINING TO THE LUSAIL JOINT VENTURE AND HQ LEASE (4.8); REVIEW VARIOUS MATERIALS, INCLUDING DEAL DOCUMENTS AND SUMMARIES, TO DRAFT SAME SECTIONS (.4); TELEPHONE CONFERENCE WITH K. GLOWACKI RE SAME SECTIONS (.1); EMAILS TO AND FROM K. MARTORANA RE FINAL DRAFTS OF SAME SECTIONS FOR REVIEW (.1).
- 1.50 BABCOCK, CHRISTOPHER J REVIEW AGREEMENTS FOR RESTRICTIONS ON CHANGE OF CONTROL OF ARCAPITA ENTITIES AND PARTICIPATE IN CALL RE: THE SAME.

1.60 BOUSLOG, MATTHEW G

REVIEW DRAFT OF DISCLOSURE STATEMENT AND
PROVIDE COMMENTS.

Henry A. Thompson
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P.O. Box 1406
Manama, Bahrain

REAL PROPERTY LEASES
30561-00115

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	7.40	\$ 995.00	\$ 7,363.00
KENNETH A. GLOWACKI	5.30	695.00	3,683.50
DOUGLAS G. LEVIN	7.70	515.00	3,965.50
MATTHEW G. BOUSLOG	7.20	395.00	<u>2,844.00</u>

Total Services \$ 17,856.00

Total Services, Costs/Charges 17,856.00

BALANCE DUE \$ 17,856.00

REAL PROPERTY LEASES
30561-00115

Detail Services:

11/07/12
1.90 MILLET, CRAIG H EMAILS RE FACTS AND ANALYZE POWERPOINT AND RELATED DOCUMENTS RE RECHARACTERIZATION OF SALE AND LEASEBACK AS TO HQ (1.5); EMAILS WITH J. MOSTROM RE SALE AND LEASEBACK FACTS (.4).

11/08/12
1.40 MILLET, CRAIG H ANALYZE BACKGROUND DEAL DOCUMENTS AND CONFERENCE WITH D. LEVIN, K. GLOWACKI AND M. BOUSLOG RE EMAILS RE RECHARACTERIZATION OF SALE AND LEASEBACK AS TO HQ (.7); PREPARE MEMO RE SAME (.5); CONFERENCE WITH J. MOSTROM RE SALE AND LEASEBACK FACTS (.2).

1.20 GLOWACKI, KENNETH A TEAM MEETING WITH C. MILLET, D. LEVIN AND M. BOUSLOG RE HQ LEASE RECHARACTERIZATION ISSUES (.7); ANALYSIS OF A&M POWERPOINT AND SUMMARY OF HQ SALE/LEASE BACK TRANSACTION AND RECHARACTERIZATION OF LEASE PRIOR TO MEETING (.5).

1.00 LEVIN, DOUGLAS G CONFERENCE WITH C. MILLET, K. GLOWACKI AND M. BOUSLOG RE ANALYSIS OF POTENTIAL RECHARACTERIZATION CLAIM CONCERNING HEADQUARTERS LEASE (.7); REVIEW MATERIALS PREPARED BY A&M RE SAME ISSUE AND LOCATE OTHER MATERIALS CONCERNING ANALYSIS OF RECHARACTERIZATION A CLAIM (.3).

1.60 BOUSLOG, MATTHEW G ANALYZE HQ SALE-LEASE MATERIALS (.8); CONFERENCE WITH C. MILLET, K. GLOWACKI AND D. LEVIN RE HQ RECHARACTERIZATION CLAIMS (.7); EMAILS WITH C. MILLET AND D. LEVIN RE HQ LEASE (.1).

11/09/12
0.20 GLOWACKI, KENNETH A EMAILS WITH D. LEVIN AND M. BOUSLOG RE HQ LEASE RECHARACTERIZATION CASE AUTHORITY.

0.10 BOUSLOG, MATTHEW G EMAILS WITH D. LEVIN AND K. GLOWACKI RE HQ RECHARACTERIZATION CLAIMS.

11/11/12
0.50 LEVIN, DOUGLAS G EMAILS TO AND FROM K. GLOWACKI AND M. BOUSLOG RE NEED TO DRAFT ANALYSIS OF POTENTIAL RECHARACTERIZATION CLAIM CONCERNING HEADQUARTERS LEASE (.3); DRAFT OUTLINE OF SAME ANALYSIS FOR M. BOUSLOG (.2).

1.40 BOUSLOG, MATTHEW G EMAILS WITH D. LEVIN AND K. GLOWACKI RE SUMMARY OF HQ LEASE ISSUE (.1); REVIEW MATERIALS RE HQ LEASE (.3); RESEARCH RE RECHARACTERIZATION OF LEASE (1).

11/12/12
3.90 GLOWACKI, KENNETH A DRAFT/REVISE HQ LEASE SUMMARY AND ANALYSIS MEMO (3.0); TELEPHONE CONFERENCES WITH D. LEVIN AND M. BOUSLOG RE SAME (.3); EMAILS WITH C. MILLET, D. LEVIN AND M. BOUSLOG RE HQ LEASE RECHARACTERIZATION ANALYSIS (.6).

6.20 LEVIN, DOUGLAS G TELEPHONE CONFERENCES WITH K. GLOWACKI AND M. BOUSLOG RE MEMORANDUM CONCERNING ANALYSIS OF POTENTIAL RECHARACTERIZATION CLAIM IN CONNECTION WITH HEADQUARTERS LEASE (.3); EMAILS TO AND FROM C. MILLET, J. WEISS AND M. KELSEY RE SAME (.4); REVIEW PRIOR ANALYSIS OF SAME ISSUE CREATED BY A. CHATTERJEE (.3); DRAFT, EDIT AND PROOFREAD MULTIPLE DRAFTS OF SAME MEMORANDUM (4.9); RESEARCH RE SAME ISSUE (.3).

4.00 BOUSLOG, MATTHEW G RESEARCH RE RECHARACTERIZATION OF LEASE (2); DRAFT SUMMARY RE HQ LEASE RECHARACTERIZATION ISSUES (1.4); EMAILS WITH M. KELSEY, K. GLOWACKI AND D. LEVIN RE SAME (.3); CALLS WITH D. LEVIN RE SAME (.3).

11/14/12
0.10 BOUSLOG, MATTHEW G RESEARCH RE RECHARACTERIZATION OF LEASE.

11/29/12

1.90 MILLET, CRAIG H

CONFERENCE WITH L. HIRSH RE HQ LEASE ISSUES (1.6); EMAILS TO A. ROGERS RE HQ ISSUES AND RESOLUTION AND ANALYZE POTENTIAL PLAN TREATMENT (.3).

11/30/12

2.20 MILLET, CRAIG H

CONFERENCE WITH L. HIRSH RE HQ LEASE ISSUES AND PLAN TREATMENT (.5); ANALYZE PLAN TREATMENT OF HQ AND DISCLOSURE AND EMAILS RE SAME (.9); MULTIPLE EMAILS RE HQ AGREEMENT (.8).

Henry A. Thompson
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P.O. Box 1406
Manama, Bahrain

SECURED CREDITOR/COLLATERAL
30561-00116

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	0.80	\$ 995.00	\$ 796.00
JEREMY L. GRAVES	5.10	595.00	<u>3,034.50</u>
Total Services			\$ 3,830.50

Total Services, Costs/Charges 3,830.50

BALANCE DUE \$ 3,830.50

SECURED CREDITOR/COLLATERAL
30561-00116

Detail Services:

11/01/12		
0.40	GRAVES, JEREMY L	TELECONFERENCE WITH J. WEISSER REGARDING STANDARD CHARTERED BANK SETTLEMENT AGREEMENT (.2); TELECONFERENCE WITH C. MILLET REGARDING PRIVILEGED ISSUE (.2).
11/02/12		
0.50	MILLET, CRAIG H	CONFERENCE WITH J. GRAVES RE AGUD PERFECTION BOND AND RELEASE OF CASH COLLATERAL FOR BOND AND EMAILS RE SAME (.5).
3.10	GRAVES, JEREMY L	CONFERENCE WITH C. MILLET RE AGUD PERFECTION BOND AND RELEASE OF CASH COLLATERAL FOR BOND AND EMAILS RE SAME (.5); RESEARCH RELATED TO PRIVILEGED ISSUE (2.6).
11/03/12		
1.40	GRAVES, JEREMY L	RESEARCH RELATED TO PRIVILEGED ISSUE (1.4).
0.20	GRAVES, JEREMY L	TELECONFERENCE WITH E. KHALIL REGARDING NEW STANDARD CHARTERED BANK FACILITIES.
11/15/12		
0.30	MILLET, CRAIG H	CONFERENCE WITH B. GREER RE STANDARD CHARTERED BANK PLAN TREATMENT.

Henry A. Thompson
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Manama, Bahrain

TAXES
30561-00118

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MICHAEL A. ROSENTHAL	2.90	\$1,045.0	\$ 3,030.50
NICHOLAS P. ALEKSANDER	5.60	1,215.0	6,804.00
JEFFREY TRINKLEIN	8.60	1,025.0	8,815.00
JOHN-PAUL VOJTISEK	1.60	735.00	1,176.00
KATHRYN A. KELLY	9.30	560.00	<u>5,208.00</u>

Total Services \$ 25,033.50

Total Services, Costs/Charges 25,033.50

BALANCE DUE \$ 25,033.50

TAXES
30561-00118

Detail Services:

11/14/12			
0.60	VOJTISEK, JOHN-PAUL	CONFERENCE WITH J. REDA (.3); REVIEW TAX DISCLOSURE (.3).	
11/15/12			
0.60	TRINKLEIN, JEFFREY	NOTE TO GORDON RYDER REGARDING UK TAX (.2); DISCUSS US TAX ISSUES FOR ILLINOIS WITH K. KELLY (.4).	
0.50	VOJTISEK, JOHN-PAUL	REVIEW AND ADVISE REGARDING TAX DISCLOSURE.	
1.10	KELLY, KATHRYN A	REVIEW ILLINOIS DEPARTMENT OF REVENUE MATERIALS RELATED TO LATE PAYMENT PENALTY (.7); CONFERENCE WITH J. TRINKLEIN REGARDING SAME (.4).	
11/16/12			
0.40	ROSENTHAL, MICHAEL A	EMAILS WITH J. TRINKLEIN, CLIENT, AND L. HIRSH REGARDING LTD VAT ASSESSMENT (.2); MEETING WITH J. TRINKLEIN RE VAT ASSESSMENT (.2).	
2.30	ALEKSANDER, NICHOLAS P	REVIEW MEMO FROM J. TRINKLEIN ON VAT AND DISCUSS LIKELY APPROACH OF HMRC (1.1); REVIEW POTENTIAL INSOLVENCY ISSUES (1.2).	
2.40	TRINKLEIN, JEFFREY	REVIEW MATERIALS FROM S. CAMPBELL (.1); PREPARE FOR CALL REGARDING VAT (.6); CALL WITH G. RYDER, S. CAMPBELL REGARDING VAT (.6); TALK WITH S. CAMPBELL, DRAFT SUMMARY (.8); DISCUSS WITH H. THOMPSON (.4); CALL WITH N. ALEKSANDER (.2); NOTE TO K. KELLY (.1).	
3.20	KELLY, KATHRYN A	DRAFT CORRESPONDENCE WITH J. MAKUCH REGARDING ILLINOIS TAX PENALTY (1.1); DRAFT CORRESPONDENCE WITH C. MILLET REGARDING SAME (.9); REVIEW BACKGROUND MATERIALS RELEVANT TO ILLINOIS PENALTY ASSESSMENT (1.2).	

11/19/12

- 1.40 ROSENTHAL, MICHAEL A EMAILS WITH J. TRINKLEIN, G. CAMPBELL REGARDING LTD FILING (.3); TELEPHONE WITH J. TRINKLEIN REGARDING LTD FILING (.2); REVIEW DOCUMENTS RELATED TO LTD VAT ISSUE (.3); REVIEW MATERIALS RELATED TO LIMITED TAX AND OTHER OBLIGATIONS (.6).
- 2.50 ALEKSANDER, NICHOLAS P REVIEW J. TRINKLEIN DRAFT MEMO ON VAT ISSUES (.8); REVIEW AND FLAG POINTS FOR DISCUSSION ON J. TRINKLEIN MEMO AND DISCUSS [REDACTED] WITH G. CAMPBELL (.8); REVIEW HMRC ENFORCEMENT MANUAL AND CONSIDER [REDACTED] (.7); RESPOND TO QUESTIONS FROM M. ROSENTHAL (.2).
- 3.60 TRINKLEIN, JEFFREY DRAFT SUMMARY OF VAT ISSUE AND CONSEQUENCES TO LIMITED (1.2); TALK WITH MAKUCH (.1); REVIEW ASSESSMENT (.1); ORGANIZE CALL, COLLECT FACTS REGARDING LIMITED POSITION (.8); REVISE SUMMARY, TALK WITH H. THOMPSON (1.2); TALK WITH WEISSER, KIM REGARDING REVIEW OF MANAGEMENT AGREEMENTS (.2).
- 11/20/12
- 1.10 ROSENTHAL, MICHAEL A EMAILS FROM AND TO G. CAMPBELL AND J. TRINKLEIN REGARDING TAXES OWED BY LTD (.3); TELEPHONE WITH H. THOMPSON RE VAT PAYMENT (.2); CONFERENCE CALL WITH J. TRINKLEIN AND G. CAMPBELL AND H. THOMPSON REGARDING VAT PAYMENT (.3); TELEPHONE WITH J. TRINKLEIN REGARDING VAT (.1); EMAIL FROM J. TRINKLEIN REGARDING PLAN OF ACTION REGARDING VAT SETTLEMENT (.2).
- 1.20 TRINKLEIN, JEFFREY REVIEW FINANCIALS (.2); CALL WITH H. THOMPSON TO DISCUSS OPTIONS (.4); CALL WITH G. CAMPBELL REGARDING UK ASPECTS (.3); CALL WITH G. RYDER AND UPDATE TO TEAM (.3).
- 3.30 KELLY, KATHRYN A REVIEW CORRESPONDENCE TO CLIENT REGARDING UK VAT ASSESSMENTS (.9); REVIEW BACKGROUND MATERIAL RELATED TO ILLINOIS PENALTY ASSESSMENT (1.3); DRAFT CORRESPONDENCE TO TAX RETURN PREPARER REGARDING SAME (1.1).

11/21/12
0.10 TRINKLEIN, JEFFREY NOTE TO K KELLY, AND J GORDON TO FOLLOW UP
ON ILLINOIS STATE TAX MATTER.

0.10 TRINKLEIN, JEFFREY REVIEW SUMMARY FROM K KELLY.

1.70 KELLY, KATHRYN A DRAFT FOLLOW UP CORRESPONDENCE TO TAX
RETURN PREPARER CONCERNING ILLINOIS PENALTY
ASSESSMENT (.8); TELEPHONE CONFERENCE WITH J.
DECAIRANO OF KPMG REGARDING SAME (.4); DRAFT
AND CIRCULATE SUMMARY OF TELEPHONE
CONFERENCE TO FINANCIAL ADVISOR (.5).

11/22/12
0.80 ALEKSANDER, NICHOLAS P REVIEW CVA AND DRAFT NOTE TO M. ROSENTHAL
AND TEAM.

11/26/12
0.10 TRINKLEIN, JEFFREY DISCUSS WITHHOLDING TAX ISSUES WITH B.
RIPPEON.

11/27/12
0.30 VOJTISEK, JOHN-PAUL ADVISE REGARDING TAX DISCLOSURE.

11/29/12
0.50 TRINKLEIN, JEFFREY CALL WITH H. THOMPSON REGARDING UK ISSUES
WITH VAT.

0.20 VOJTISEK, JOHN-PAUL REVIEW ISSUES LIST AND ADVISE.

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

NON-WORKING TRAVEL TIME
30561-00119

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	11.20	\$ 995.00	\$ 11,144.00
MICHAEL A. ROSENTHAL	22.00	1,045.0	22,990.00
MATTHEW J. WILLIAMS	1.50	865.00	1,297.50
JEREMY L. GRAVES	6.20	595.00	<u>3,689.00</u>
			39,120.50
-50.0% Discount			<u>-19,560.25</u>
Total Services			\$ 19,560.25
Total Services, Costs/Charges			19,560.25
BALANCE DUE			<u>\$ 19,560.25</u>

NON-WORKING TRAVEL TIME
30561-00119

Detail Services:

11/05/12	4.00	ROSENTHAL, MICHAEL A	TRAVEL TO LONDON FOR AIHL CREDITORS' MEETING.
11/06/12	6.00	ROSENTHAL, MICHAEL A	TRAVEL TO LONDON (2.0); TRAVEL TO BAHRAIN (4.0).
11/07/12	3.00	ROSENTHAL, MICHAEL A	TRAVEL FROM LONDON TO BAHRAIN.
	1.50	WILLIAMS, MATTHEW J	TRAVEL TO AND ATTEND HEARING.
11/09/12	9.00	ROSENTHAL, MICHAEL A	RETURN FROM BAHRAIN.
11/12/12	3.50	MILLET, CRAIG H	TRAVEL FROM LAX TO JFK.
11/15/12	0.70	MILLET, CRAIG H	TRAVEL TO AND FROM NY OFFICE TO COURT VIA SUBWAY.
11/16/12	7.00	MILLET, CRAIG H	TRAVEL FROM JFK TO LAX.
11/25/12	6.20	GRAVES, JEREMY L	TRAVEL TO NEW YORK FOR FALCON MEDIATION AND MEETINGS REGARDING PLAN.

Henry A. Thompson
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PROVISIONAL LIQUIDATOR
30561-00123

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	2.00	\$ 995.00	\$ 1,990.00
MICHAEL A. ROSENTHAL	9.10	1,045.0	<u>9,509.50</u>
Total Services			\$ 11,499.50

Total Services, Costs/Charges 11,499.50

BALANCE DUE \$ 11,499.50

PROVISIONAL LIQUIDATOR
30561-00123

Detail Services:

11/02/12	0.80	MILLET, CRAIG H	PARTICIPATE IN JPL WEEKLY CALL AND EMAILS RE SAME.
	1.10	ROSENTHAL, MICHAEL A	PARTICIPATE IN WEEKLY JPL CALL REGARDING PLAN AND OTHER ISSUES (.7); REVIEW MATERIALS REGARDING CREDITORS' MEETING, INCLUDING BANK PROOF OF CLAIM (.3); EMAILS TO H. THOMPSON REGARDING CREDITORS' MEETING (.1).
11/05/12	0.80	ROSENTHAL, MICHAEL A	PREPARE FOR AIHL CREDITORS MEETING.
11/06/12	4.80	ROSENTHAL, MICHAEL A	MEETING WITH JPL IN ADVANCE OF CREDITORS MEETING (1.5); PREPARE FOR AND PARTICIPATE IN CREDITORS MEETING (2.2); POST MORTEM MEETING WITH JPL (.6); MEETING WITH P. CORR REGARDING CAYMAN/UK STRUCTURING ISSUES (.3); EMAIL TO M. SKELTON AND S. KOTARBA RE BANK PROOF OF DEBT (.2).
11/16/12	0.20	ROSENTHAL, MICHAEL A	EMAILS WITH H THOMPSON AND S DICKSON RE JPL FEES (.2).
11/27/12	0.10	ROSENTHAL, MICHAEL A	EMAILS WITH P. CORR REGARDING UPCOMING MEETINGS (.1).
11/29/12	1.20	MILLET, CRAIG H	PARTICIPATE IN JPL UPDATE CALL AND EMAILS RE FOLLOW UP ISSUES (.9); PARTICIPATE IN CONFERENCE CALL WITH MOURANT RE CAYMAN LAW ISSUES AS TO ALTERNATIVES TO A CAYMAN SCHEME (.3).

1.40 ROSENTHAL, MICHAEL A REVIEW AGENDA FOR AND PARTICIPATE IN
CONFERENCE CALL WITH JPL, A&M REGARDING
PENDING ISSUES (1.1); REVIEW SIDLEY ANALYSIS
REGARDING LUSAIL (.3).

11/30/12

0.70 ROSENTHAL, MICHAEL A CONSIDERATION OF RESPONSE TO JPL LUSAIL
ANALYSIS (.6); EMAIL TO C MILLET RE SAME (.1).

Henry A. Thompson
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P.O. Box 1406
Manama, Bahrain

SCHEDULES AND STATEMENTS
30561-00124

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
MATTHEW K. KELSEY	1.10	\$ 785.00	\$ 863.50
DUKE K. AMPONSAH	0.40	350.00	<u>140.00</u>

Total Services \$ 1,003.50

Total Services, Costs/Charges 1,003.50

BALANCE DUE \$ 1,003.50

SCHEDULES AND STATEMENTS
30561-00124

Detail Services:

11/12/12			
0.20	KELSEY, MATTHEW K	REVIEW CORRESPONDENCE REGARDING PREPARATION OF MORS.	
11/14/12			
0.50	KELSEY, MATTHEW K	ATTENTION TO DRAFT MORS.	
11/15/12			
0.40	KELSEY, MATTHEW K	CORRESPONDENCE WITH J. MAKUCH REGARDING MORS.	
11/26/12			
0.40	AMPONSAH, DUKE K	FIND COPIES OF THE 2015.3 MOTIONS AND ORDER AND SEND TO M. KELSEY (.4);	

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

DEAL FUNDING
30561-00125

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
STEVEN P. BUFFONE	2.20	\$1,045.0	\$ <u>2,299.00</u>
Total Services			\$ 2,299.00

Total Services, Costs/Charges 2,299.00

BALANCE DUE \$ 2,299.00

DEAL FUNDING
30561-00125

Detail Services:

11/02/12
1.00 BUFFONE, STEVEN P WORK ON AIHL FUNDING ISSUE (.3); REVIEW AIHL
FUNDING NOTE (.5); EMAIL TO J. O'GRADY (.2).

11/14/12
1.20 BUFFONE, STEVEN P NUMEROUS EMAILS RELATING TO AIHL FUNDING.

Henry A. Thompson
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P.O. Box 1406
Manama, Bahrain

HEARINGS
30561-00126

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	5.00	\$ 995.00	\$ 4,975.00
MICHAEL A. ROSENTHAL	2.30	1,045.0	2,403.50
EMAD H. KHALIL	2.50	985.00	2,462.50
MATTHEW K. KELSEY	1.70	785.00	1,334.50
JOSHUA WEISSER	10.40	735.00	7,644.00
AYESHA CHATTERJEE	2.20	475.00	<u>1,045.00</u>
Total Services			\$ 19,864.50

Total Services, Costs/Charges 19,864.50

BALANCE DUE \$ 19,864.50

HEARINGS
30561-00126

Detail Services:

11/07/12

2.20 ROSENTHAL, MICHAEL A PARTICIPATE TELEPHONICALLY IN HEARING REGARDING COMMITMENT LETTER MOTION.

2.50 KHALIL, EMAD H ATTEND DIP HEARING BEFORE JUDGE LAYNE.

5.10 WEISSER, JOSHUA ATTEND HEARING RE COMMITMENT LETTER MOTION AND RELATED CHAMBERS CONFERENCE.

11/14/12

2.10 MILLET, CRAIG H PREPARE FOR NOVEMBER OMNIBUS HEARING AS TO CASH MANAGEMENT AND FUNDING ISSUES, ROTHSCHILD FEES AND HANI MOTION TO DISMISS (.7); WORK WITH M. KELSEY RE: SAME (.8); EMAIL WITH HISHAM RE HANI ISSUES (.3); EMAILS AND CONFERENCES RE REVISION TO BUDGET (.3).

0.80 KELSEY, MATTHEW K COORDINATE WITH C. MILLET REGARDING HEARING AND PREPARATION.

1.90 WEISSER, JOSHUA REVISIONS TO SCRIPT IN PREPARATION FOR 11/15 HEARING (.7); REVIEW AND ANALYSIS OF PROPOSED FORMS OF ORDERS (.4); RELATED HEARING PREPARATION (.4); RELATED CONFERENCE WITH M. ROSENTHAL (.2) AND C. MILLET (.2).

2.20 CHATTERJEE, AYESHA DRAFT AND REVISE SCRIPT FOR HEARING IN COORDINATION WITH J. WEISSER AND C. MILLET.

11/15/12

2.90 MILLET, CRAIG H PREPARE FOR AND ATTEND NOVEMBER OMNIBUS HEARING AS TO CASH MANAGEMENT AND FUNDING ISSUES, ROTHSCHILD FEES AND HANI MOTION TO DISMISS AND EMAILS AND CONFERENCES RE RESULTS (2.6); EMAIL FROM HISHAM RE HANI ISSUES AND SAUDI REGULATORY QUESTIONS (.3).

0.10 ROSENTHAL, MICHAEL A MEETING WITH C. MILLET RE HEARING PRESENTATION (.1).

0.30 KELSEY, MATTHEW K CONFERENCE WITH C. MILLET REGARDING HEARING.

3.10 WEISSER, JOSHUA PREPARE FOR (.4) AND ATTEND (2.2) OMNIBUS HEARING; FINALIZE ORDERS IN CONNECTION WITH SAME (.3); ATTEND TO ISSUES RELATED TO FUTURE HEARING DATES (.2).

11/26/12
0.50 KELSEY, MATTHEW K REVIEW CORRESPONDENCE REGARDING HEARING (.1); COORDINATE WITH D. AMPONSAH AND M. WOLFE REGARDING AGENDA FOR DECEMBER 18 HEARING AND FILING DEADLINE (.4).

11/27/12
0.10 KELSEY, MATTHEW K CORRESPONDENCE REGARDING JANUARY HEARING.

11/30/12
0.30 WEISSER, JOSHUA ATTEND TO ISSUES RELATED TO DECEMBER 4 HEARING DATE (.1); RELATED CONFERENCES WITH CHAMBERS (.2).

Henry A. Thompson
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Manama, Bahrain

PORTFOLIO INTERACTION/ISSUES
30561-00127

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	9.20	\$ 995.00	\$ 9,154.00
MICHAEL A. ROSENTHAL	16.10	1,045.00	16,824.50
STEVEN P. BUFFONE	33.40	1,045.00	34,903.00
JEFFREY TRINKLEIN	0.20	1,025.00	205.00
DAVID J. FURMAN	15.70	1,025.00	16,092.50
J. ALAN BANNISTER	5.40	995.00	5,373.00
GREGORY A. CAMPBELL	5.60	1,090.00	6,104.00
MATTHEW K. KELSEY	3.60	785.00	2,826.00
KENNETH A. GLOWACKI	5.20	695.00	3,614.00
KENNETH W. MILLER	9.70	720.00	6,984.00
PATRICK C. DYKSTRA	15.70	705.00	11,068.50
JEREMY L. GRAVES	4.30	595.00	2,558.50
VLADIMIR W. SENTOME	0.50	705.00	352.50
KEVIN A. MEDRANO	43.40	620.00	26,908.00
BRIAN J. KIM	21.30	620.00	13,206.00
ALFRED J. CHIANESE	0.40	560.00	224.00
LISA STEVENS	0.50	605.00	302.50
STEPHENIE A. GOSNELL HANDLER	0.80	475.00	380.00
MATTHEW G. BOUSLOG	33.70	395.00	13,311.50
MATTHEW R. HARVEY	1.10	395.00	434.50
SASHA FRIEDMAN	0.50	255.00	127.50
IVA KUTIJA	1.80	290.00	<u>522.00</u>

Total Services \$ 171,475.50

Total Services, Costs/Charges 171,475.50

BALANCE DUE \$ 171,475.50

PORTFOLIO INTERACTION/ISSUES
30561-00127

Detail Services:

11/01/12

0.50 FURMAN, DAVID J REVIEW LOAN ISSUES.

2.80 BANNISTER, J. ALAN GROUP UPDATE CALL (.7); ATTENTION TO FILES (.7);
REVIEW ENGAGEMENT LETTERS RE: FEES TO
UNDERWRITER IN A BROKEN DEAL (1.4).

0.50 SENTOME, VLADIMIR W TELEPHONE CONFERENCE WITH WORKING GROUP
RE PROJECT STATUS.

0.40 CHIANESE, ALFRED J PARTICIPATE IN CONFERENCE CALL REGARDING
STATUS OF INITIAL PUBLIC OFFERING.

1.10 HARVEY, MATTHEW R REVIEW CLOSING BINDER CHECKLIST FOR [REDACTED]
[REDACTED] PROVIDED BY J. SWEENEY (.8); PHONE
CALL WITH D. FURMAN REGARDING STATUS OF
[REDACTED] AND THE NEED TO REVIEW
THE ORIGINAL FINANCING DOCUMENTS FOR SAME
(.3).

11/02/12

1.10 ROSENTHAL, MICHAEL A EMAILS WITH H. THOMPSON AND C. BABCOCK
REGARDING PORTFOLIO STRUCTURE ISSUES (.3);
REVIEW PORTFOLIO STRUCTURE DOCUMENTS FROM
C. COMBS (.4); EMAILS WITH J. O'GRADY REGARDING
DEAL FUNDING PROMISSORY NOTE (.2); REVIEW
VARIOUS IPO ENGAGEMENT LETTERS (.2).

0.50 FURMAN, DAVID J REVIEW LOAN ISSUES.

2.60 BANNISTER, J. ALAN REVIEW AGREEMENT LETTERS (2.0); CALL WITH A.
KIM RE: SAME (.6).

0.70 GLOWACKI, KENNETH A REVIEW/ANALYZE SUMMARIES OF CASELAW RE
ANTECEDENT DEBT, [REDACTED]
[REDACTED] AND ANALYSIS OF [REDACTED]

11/03/12
0.90 ROSENTHAL, MICHAEL A EMAILS WITH C. COMBS AND C BABCOCK REGARDING ██████████ DOCUMENTS (.2); REVIEW ██████████ DOCUMENTS (.4); EMAILS REGARDING RELEASE OF ██████████ FUNDS (.3).

11/05/12
1.80 GLOWACKI, KENNETH A RESEARCH/ANALYSIS CASE LAW AND TREATISES RE FACTORS FOR DEPOSITS CONSTITUTING TRANSFERS AND EXCEPTIONS RE SAME (1.4); EMAILS WITH D. LEVIN RE ORGANIZATION RE RESEARCH ASSIGNMENTS FOR MEMO (.4).

0.10 GRAVES, JEREMY L WORK ON ██████████ FUNDING ISSUES.

11/06/12
0.70 KELSEY, MATTHEW K CONFERENCE WITH D. FURMAN REGARDING REAL ESTATE PORTFOLIO ISSUE (.2); CALL WITH ARCAPITA AND D. FURMAN REGARDING REAL ESTATE PORTFOLIO ISSUE (.5).

0.80 GLOWACKI, KENNETH A RESEARCH/ANALYSIS CASE LAW AND TREATISES RE 547C DEFENSES AND ANTECEDENT DEBT (.4); EMAILS AND TELEPHONE CONFERENCE WITH D. LEVIN RE ASSIGNED RESEARCH ASSIGNMENTS FOR MEMO (.4).

0.90 GRAVES, JEREMY L CORRESPONDENCE REGARDING ██████████ ██████████ WORK OUT (.6); E-MAILS REGARDING ██████████ FUNDING (.3).

11/07/12
0.50 ROSENTHAL, MICHAEL A MEET WITH M. CHOWDHURY REGARDING ██████████ ISSUE (.2); TELEPHONE WITH N. LABOVITZ REGARDING ██████████ (.3).

1.20 BUFFONE, STEVEN P REVIEW LATEST CHANGE OF CONTROL CHART (.9); CALL WITH J. O'GRADY AND S. PARNES (.3).

1.90 GLOWACKI, KENNETH A RESEARCH/ANALYZE CASE LAW RE WHAT CONSTITUTES ANTECEDENT DEBT IN THE SECOND CIRCUIT (1.5); EMAILS AND TELEPHONE CONFERENCE WITH M. BOUSLOG AND D. LEVIN RE ASSIGNED RESEARCH ASSIGNMENTS FOR MEMO (.4).

0.50 GRAVES, JEREMY L E-MAILS REGARDING ██████ FUNDING.

11/08/12
0.60 ROSENTHAL, MICHAEL A EMAILS WITH A&M REGARDING HQ LEASE ISSUES (.2); REVIEW ██████ LETTER RE FUNDS (.2); EMAILS FROM AND TO C. BABCOCK REGARDING PROXIES (.2).

1.10 BUFFONE, STEVEN P EMAIL K. MILLER AND S. PARNES RE CHANGE OF CONTROL ISSUES AND IMPLICATIONS TO PLAN (.2); CALL WITH K. MENDRIANO (.3); OUTLINE REQUIRED ANALYSIS (.6).

0.40 MILLER, KENNETH W CORRESPOND WITH S. PARNES ABOUT CHANGE OF CONTROL ISSUES.

0.40 GRAVES, JEREMY L E-MAILS RELATED TO ██████

0.40 MEDRANO, KEVIN A REVIEW CHANGE OF CONTROL ISSUES WITH RESPECT TO ██████

11/09/12
0.20 MILLER, KENNETH W CORRESPOND WITH S. BUFFONE ABOUT ADMINISTRATION AGREEMENTS.

2.10 MEDRANO, KEVIN A REVIEW CHANGE OF CONTROL ISSUES RAISED BY PROPOSED TRANSACTION STRUCTURE.

11/10/12
3.70 BUFFONE, STEVEN P EMAILS WITH J. O'GRADY RE REVISED CHANGE OF CONTROL ANALYSIS (.2); EMAILS WITH CLIENT REGARDING NEED FOR ANALYSIS OF ACTUAL DOLLAR IMPACT OF CHANGE OF CONTROL EVENTS (.6); SEVERAL EMAILS WITH J. O'GRADY AND S. PARNES RE CHANGE OF CONTROL ANALYSIS (.2); EMAILS WITH J. O'GRADY RE CONTACTING A. ROGERS AND K. SI-AHMED RE CHANGE OF CONTROL ISSUES (.2); REVIEW MEMO FROM K. MEDRANO RE HIS CHANGE OF CONTROL ANALYSIS AS RELEVANT TO THE STAND ALONE PLAN STRUCTURE (2.3); EMAIL FROM J. O'GRADY RE LIST OF CHANGE OF CONTROL ENTITIES (.2).

4.40	MEDRANO, KEVIN A	REVIEW CHANGE OF CONTROL ISSUES RAISED BY PROPOSED TRANSACTION STRUCTURE.
11/11/12		
2.10	DYKSTRA, PATRICK C	ASSIST E. KHALIL IN DRAFTING RESOLUTIONS (1.7); CORRESPONDENCE WITH STANDARD CHARTERED BANK COUNSEL (.4).
11/12/12		
0.50	BUFFONE, STEVEN P	SEVERAL EMAILS WITH A. ROGERS, K. SI-AMED AND J. O'GRADY RE CHANGE OF CONTROL ISSUES.
1.00	FURMAN, DAVID J	REVIEW DIL ARRANGEMENTS/CONSENTS.
0.30	KELSEY, MATTHEW K	CORRESPONDENCE WITH M. KVARDA REGARDING REAL ESTATE PORTFOLIO ISSUE (.2); CALL WITH J. GRAVES REGARDING SAME (.1).
0.30	DYKSTRA, PATRICK C	REVIEW DOCUMENTS (.2); CREATE CHECKLIST OF REQUIRED DOCUMENTS (.1).
11/13/12		
0.40	MILLET, CRAIG H	ANALYZE HANI MOTION TO DISMISS AND RELATED EMAILS.
1.00	BUFFONE, STEVEN P	NUMEROUS EMAILS AND CONFERENCES RE CHANGE OF CONTROL ANALYSIS, IMPLICATIONS FOR STRUCTURE OF STAND ALONE PLAN.
0.80	FURMAN, DAVID J	REVIEW DIL ARRANGEMENTS/CONSENTS.
0.50	KELSEY, MATTHEW K	CORRESPONDENCE REGARDING DECISION RELATING TO REAL ESTATE PORTFOLIO ASSET.
0.20	MILLER, KENNETH W	DISCUSS WATERFALL ANALYSES WITH J. WEISSER.
5.90	DYKSTRA, PATRICK C	DRAFT CORPORATE RESOLUTIONS (2.9); REVISE AMENDMENT AGREEMENTS (2.7); CORRESPONDENCE WITH HOGAN LOVELLS (.3).

0.60 GRAVES, JEREMY L E-MAILS REGARDING ██████████
TRANSACTION (.2); E-MAILS REGARDING IPO
EXPENSES (.4).

11/14/12

0.30 MILLET, CRAIG H EMAILS RE ██████████ WIND DOWN.

6.50 DYKSTRA, PATRICK C REDRAFT RESOLUTIONS (3.1); CORRESPONDENCE
WITH HOGAN LOVELLS (.6); REVISE DOCUMENT
CHECKLIST (2.1); COORDINATE DOCUMENT SIGNING
(.7).

3.00 KIM, BRIAN J DISCUSSION WITH E. KHALIL RE: DOCUMENTATION
REQUIRED FOR AMENDMENT OF MAY AND DEC. 2011
STANDARD CHARTERED BANK MURABAHAS (.5).
REVIEW DOCUMENTS IN CONNECTION WITH
AMENDMENTS OF THE STANDARD CHARTERED BANK
MURABAHAS (1.8). ASSEMBLE SIGNATURE PAGE
PACKAGE FOR DOCUMENTS IN CONNECTION WITH
STANDARD CHARTERED BANK MURABAHA
AMENDMENTS (.5). EMAIL WITH A. ROGERS
(ARCAPITA) RE: AUTHORIZED SIGNATORIES TO
DOCUMENTS (.2).

11/15/12

1.80 BUFFONE, STEVEN P MEET WITH H. THOMPSON RE REQUIRED CHANGE OF
CONTROL ANALYSIS (1.1); MEET WITH S. PARNES RE
SAME (.3); CALL WITH K. MILLER (.4).

0.40 KELSEY, MATTHEW K CORRESPONDENCE WITH D. FURMAN REGARDING
ISSUE WITH REAL ESTATE PORTFOLIO (.2); REVIEW
CORRESPONDENCE FROM J. MAKUCH AND J.
TRINKLEIN REGARDING TAX ISSUE RELATING TO
PORTFOLIO COMPANY (.2).

1.50 MILLER, KENNETH W DISCUSS CHANGE OF CONTROL ANALYSIS WITH S.
BUFFONE (.4); REVIEW AND COMMENT ON UPDATED
CHANGE OF CONTROL CHART PREPARED BY K.
MEDRANO (.8); CORRESPOND WITH K. MEDRANO
ABOUT ISSUES RELATED TO CHANGE OF CONTROL
ANALYSIS (.3).

3.80 MEDRANO, KEVIN A REVIEW AND REVISE CHANGE OF CONTROL
SUMMARY CHART TO REFLECT EFFECT OF
PROPOSED STRUCTURE (3.5); CONFER WITH K.
MILLER RE: SAME (.3).

1.30 KIM, BRIAN J EMAILS WITH INTERNAL TEAM RE: INCONSISTENCIES IN SIGNATURE PAGES (.4). EMAIL WITH C. MATHESON-KIRTON (HOGAN LOVELLS) RE: SAME ISSUE (.2). PREPARE SIGNATURE PAGES FOR EXECUTION BY M. CHOWDHURY (ARCAPITA) AND COORDINATE SAME (.7).

0.50 FRIEDMAN, SASHA FOLLOW UP WITH CLIENT AND D. FURMAN REGARDING WRAP UP OF ENTITIES.

11/16/12
2.00 MILLET, CRAIG H CONFERENCE CALL RE ██████████ WIND UP, DECOMMISSIONING COST AND RELATED EMAILS (1.1); EMAILS RE STATE INCOME TAX ISSUES AS TO ██████████ (.9).

0.50 ROSENTHAL, MICHAEL A REVIEW AND COMMENT ON RESPONSE TO ██████████ (.3); EMAILS WITH H THOMPSON AND C MILLET REGARDING ██████████ RESPONSE (.2).

2.50 BUFFONE, STEVEN P EMAIL TO J. O'GRADY RE CHANGE OF CONTROL ANALYSIS (.2); REVIEW AND COMMENT ON REVISED CHANGE OF CONTROL ANALYSIS PREPARED BY J. O'GRADY (1.6); SEVERAL EMAILS WITH H. THOMPSON, A. ROGER, M. ROSENTHAL, J. O'GRADY AND OTHERS RE NEED FOR ARCAPITA TO PROVIDE INFORMATION ON MONETARY IMPACT OF CHANGE OF CONTROL (.7).

1.00 CAMPBELL, GREGORY A EMAILS AND CONFERENCE CALL WITH J. TRINKLEIN.

0.20 MILLER, KENNETH W CORRESPOND WITH J. O'GRADY AND K. MEDRANO REGARDING CHANGE OF CONTROL ANALYSIS (.2).

0.60 GRAVES, JEREMY L E-MAILS REGARDING EXPENSES OF IPO TRANSACTION.

1.00 MEDRANO, KEVIN A REVIEW AND REVISE CHANGE OF CONTROL SUMMARY CHART TO REFLECT INPUT FROM DEAL TEAMS.

0.80	KIM, BRIAN J	PREPARE SIGNATURE PAGES RE: DELIVERABLES UNDER FIRST AND SECOND MORTGAGES (.5). EMAIL TO M. CHOWDHURY RE: SAME (.3).
11/17/12		
0.20	MEDRANO, KEVIN A	REVIEW AND REVISE CHANGE OF CONTROL SUMMARY CHART TO REFLECT INPUT FROM DEAL TEAMS.
11/18/12		
0.10	MEDRANO, KEVIN A	REVIEW AND REVISE CHANGE OF CONTROL SUMMARY CHART TO REFLECT INPUT FROM DEAL TEAMS.
11/19/12		
0.80	MILLET, CRAIG H	OUTLINE OPPOSITION TO HANI MOTION TO DISMISS AND EMAIL TO A. CHATTERJEE RE SAME.
1.20	ROSENTHAL, MICHAEL A	CONFERENCE CALL REGARDING SUNRISE ACQUISITION (.6); REVIEW EMAIL REGARDING SUNRISE STRUCTURE (.3); EMAILS WITH H. THOMPSON AND M. CHOWDHURY REGARDING [REDACTED] ISSUES (.3).
2.00	BUFFONE, STEVEN P	REVIEW REVISED CHANGE OF CONTROL OUTLINE THAT REFLECTS LATEST IMPACT FOR ARCAPITA ON COC ISSUES (1.6); EMAILS TO E. ZAINAL OF ARCAPITA RE COC ISSUE (.4).
2.50	FURMAN, DAVID J	REVIEW AND REVISE DIL AGREEMENT.
2.80	CAMPBELL, GREGORY A	RESEARCH RE [REDACTED]
0.30	KELSEY, MATTHEW K	CORRESPONDENCE WITH D. FURMAN REGARDING REAL ESTATE PORTFOLIO ISSUE.
0.20	MILLER, KENNETH W	CORRESPOND WITH J. O'GRADY VALUATION AND CHANGE OF CONTROL RELATED ISSUES.
6.40	MEDRANO, KEVIN A	REVIEW AND REVISE CHANGE OF CONTROL SUMMARY CHART TO REFLECT INPUT FROM DEAL TEAMS AND VALUATION ESTIMATES.

4.50 KIM, BRIAN J ATTENTION TO SIGNATURE PAGES RE: STANDARD
CHARTERED BANK MURABAHA AMENDMENTS (.7).
REVIEW MANAGEMENT AGREEMENTS RE: EFFECT OF
BANKRUPTCY, LIQUIDATION OR SIMILAR
PROCEEDINGS (3.2). EMAIL TO J. TRINKLEIN RE:
RESULTS OF REVIEW (.6).

1.80 KUTIJA, IVA DOWNLOAD INSOLVENCY FORMS FROM INSOLVENCY
SERVICE AND COMPANIES HOUSE.

11/20/12
0.80 MILLET, CRAIG H OUTLINE OPPOSITION TO HANI MOTION TO DISMISS
AND EMAIL TO A. CHATTERJEE RE SAME (.8).

1.00 ROSENTHAL, MICHAEL A EMAIL TO M. BERNSTEIN REGARDING SUNRISE
ORGANIZATIONAL STRUCTURE (.2); REVIEW SUNRISE
ORGANIZATIONAL STRUCTURE (.2); EMAIL TO M.
CASEY, KARIM AND C. COMBS REGARDING SUNRISE
ORGANIZATIONAL STRUCTURE (.1); EMAIL WITH D.
FURMAN REGARDING ██████████ SALE
TRANSACTION (.1); EMAILS WITH C. MILLET AND
OTHERS REGARDING HQ LEASE RESOLUTION (.1);
EMAIL FROM C. MILLET REGARDING ██████████
RIGHTS (.3).

2.20 BUFFONE, STEVEN P EMAIL FROM E. ZAINAL RE COC ISSUES (.4); EMAILS
RE RELATIONSHIP BETWEEN IMPACT OF COC AND
DIP (.4); EMAILS C. COMBS AT ARCAPITA RE COC
ISSUES (.6); DATE OF COC ANALYSIS; EMAIL FROM H.
THOMPSON AND T. JOHNSEN RE COC AT
██████████ AND ██████████ (.8).

0.10 TRINKLEIN, JEFFREY REVIEW E-MAILS; SEND NOTE TO D. FURMAN
REGARDING FORECLOSURE (.1).

2.50 FURMAN, DAVID J REVISE DIL AGREEMENT (1.1); TELEPHONE
CONFERENCES WITH J. SWEENEY (.3); REVIEW
CONSENT ISSUES (1.1).

1.30 CAMPBELL, GREGORY A EMAILS AND CALLS RE ██████████ ISSUES
ETC.

0.80 MILLER, KENNETH W REVIEW MANAGEMENT AND ADMINISTRATION
AGREEMENT.

- 0.90 DYKSTRA, PATRICK C REVIEW AMENDMENT LETTERS (.6);
CORRESPONDENCE WITH HOGAN LOVELLS (.3).
- 1.20 GRAVES, JEREMY L REVIEW AND COMMENT ON THE [REDACTED]
[REDACTED] DOCUMENTS.
- 5.90 MEDRANO, KEVIN A DRAFT TEMPLATE FOR SUMMARY OF PORTFOLIO
COMPANY VALUATION ESTIMATES AND DEBT
OBLIGATIONS (3.4); REVIEW AND REVISE CHANGE OF
CONTROL SUMMARY CHART TO REFLECT INPUT
FROM DEAL TEAMS (2.5).
- 2.70 KIM, BRIAN J MULTIPLE EMAILS RE: STANDARD CHARTERED BANK
MURABAHA AMENDMENT DOCUMENTS (.6).
ATTENTION TO STANDARD CHARTERED BANK
MURABAHA AMENDMENT DOCUMENTS, INCLUDING
CERTIFICATES TO BE DELIVERED BY DIRECTORS OF
EACH OBLIGOR (2.1).
- 0.50 KIM, BRIAN J CALL WITH F. O'DRISCOLL (MOURANT) RE: [REDACTED]
[REDACTED] ISSUES (.3). EMAIL TO M. ROSENTHAL RE:
[REDACTED] ISSUES (.2).
- 0.50 STEVENS, LISA CALL TO DISCUSS STRATEGY IN CONNECTION WITH
APPROACHING HMRC ABOUT THE UK ENTITY'S VAT
LIABILITY.
- 1.40 BOUSLOG, MATTHEW G CONFERENCE WITH C. MILLET RE SALE OF SUNRISE
(.2); EMAILS WITH C. MILLET RE SAME (.1); REVIEW
EMAILS, ORGANIZATIONAL CHARTS AND OTHER
MATERIALS RE SAME (.6); RESEARCH RE SAME (.5).
- 11/21/12
1.00 ROSENTHAL, MICHAEL A EMAIL FROM M. KVARDA REGARDING IPO DEAD DEAL
COSTS (.2); TELEPHONE WITH M. KVARDA
REGARDING IPO DEAD DEAL COSTS (.2); EMAILS TO
A&M REGARDING STATUS AND PROSPECTS FOR
SUNRISE SALE (.2); EMAILS WITH CLIENT REGARDING
NEED FOR LIMITED DIRECTORS MEETING (.2); EMAIL
WITH N. ALEKSANDER REGARDING LIMITED VAT
ISSUES (.2).

4.30 BUFFONE, STEVEN P REVIEW COC QUESTIONS PREPARED BY K. MEDRANO (2.3); MEET WITH K. MEDRANO RE COC QUESTIONS ON SIX ARCAPITA ENTRIES THAT WOULD BENEFIT FROM RETAINING BANK AS AFFILIATE ENTITY (.6); EMAILS WITH J. O'GRADY RE SPREADSHEET (.2); REVIEW ENTERPRISE VALUE TO ARCAPITA EQUITY VALUE WATERFALLS (1.2).

1.20 FURMAN, DAVID J CONFERENCE CALL WITH REPRESENTATIVES OF [REDACTED] REGARDING DIL AGREEMENT (.8); CONFERENCE CALLS WITH J. SWEENEY (.4).

3.30 MEDRANO, KEVIN A DRAFT FORM OF QUESTIONNAIRE REGARDING CHANGE OF CONTROL ANALYSIS FOR DEAL TEAMS (2.7); OFFICE CONFERENCE WITH S. BUFFONE REGARDING CHANGE OF CONTROL IMPACT ANALYSIS (.6).

0.80 GOSNELL HANDLER, STEPHENI ATTEND CONFERENCE CALL WITH J. O'GRADY, PAGEAT BROWN REPRESENTATIVES AND COMPANY REPRESENTATIVES TO DISCUSS LIQUIDATION PROCESS.

4.90 BOUSLOG, MATTHEW G RESEARCH RE SUNRISE SALE (3); DRAFT MOTION RE SAME (1.1); REVIEW AND REVISE ORGANIZATIONAL CHART (.6); REVIEW MATERIALS RELATED TO SUNRISE SALE (.2).

11/22/12
0.20 ROSENTHAL, MICHAEL A EMAILS WITH N. ALEKSANDER REGARDING LIMITED VAT AND OTHER ISSUE.

11/23/12
0.50 ROSENTHAL, MICHAEL A EMAILS WITH AND TO A. GOH AND G. WINTER REGARDING LIQUIDATION OF HONG KONG ENTITY.

2.00 BUFFONE, STEVEN P EMAILS WITH J. O'GRADY RE ANALYSIS OF WHICH COC PROVISIONS WOULD NOT BE TRIGGERED USING "CONTRACTURAL" SOLUTION (.4); DRAFT RESPONSE (.8); EMAILS WITH J. O'GRADY AND M. ROSENTHAL ON SAME COC TO PLC (.2); EMAILS TO AND FROM A. GOH RE [REDACTED] (.3); EMAILS WITH K. SI-AHMED RE COC ISSUES (.3).

0.50 CAMPBELL, GREGORY A EMAILS RE ARCAPITA LTD.

11/24/12
0.90 BUFFONE, STEVEN P EMAIL FROM J. O'GRADY WITH KPMG RE: VALUES
ADDED TO "CONTRACTUAL" COC STRUCTURE (.4);
EMAIL K. AL-SAHMID (.2); EMAIL M. ROSENTHAL RE
COC ISSUES (.3).

0.50 MEDRANO, KEVIN A DRAFT SUMMARY OF VALUATIONS OF PORTFOLIO
ASSETS FOR CHANGE OF CONTROL ANALYSIS.

11/25/12
1.80 ROSENTHAL, MICHAEL A EMAILS WITH M. CASEY, L. HIRSH REGARDING
SUNRISE SALE (.4); REVIEW SUNRISE TERM SHEET
AND PSA (1.1); EMAILS WITH ARNOLD & PORTER
REGARDING BANKRUPTCY COURT APPROVAL
ORDER (.3).

0.80 BUFFONE, STEVEN P REVIEW EMAIL FOR K. MEDRANO RE [REDACTED] (.2);
SHAREHOLDER AND SUBSCRIPTION AGREEMENTS
(.6).

11/26/12
1.80 MILLET, CRAIG H MULTIPLE CONFERENCES AND EMAILS WITH TEAM
AND COUNSEL FOR BUYER RE SALE OF SUNRISE,
TERM SHEET, MOTION FOR APPROVAL, PSA AND
FORM OF ORDER.

1.60 ROSENTHAL, MICHAEL A CONFERENCE CALL WITH CLIENT AND A&M
REGARDING SUNRISE BUYOUT OFFER (.4); REVIEW
SUNRISE ORGANIZATIONAL CHART, PSA AND TERM
SHEET (.8); EMAILS TO S. DUDLEY AND OTHERS
REGARDING SUNRISE TRANSACTION (.2); EMAILS
WITH A. GOH AND OTHERS REGARDING PROPOSED
LIQUIDATION OF [REDACTED] ENTITY (.2).

2.40 BUFFONE, STEVEN P REVIEW SEVERAL E-MAILS FROM J. O'GRADY AND M.
ROSENTHAL RE [REDACTED] CHANGE OF CONTROL
ISSUES (.3); CONFERENCE CALL WITH ARCAPITA
SINGAPORE DEAL TEAM ABOUT COC ISSUES AT [REDACTED]
[REDACTED] (.8); REVIEW MATERIALS RELATING TO [REDACTED]
[REDACTED] SHAREHOLDER AGREEMENTS (1.3).

0.30 KELSEY, MATTHEW K REVIEW CORRESPONDENCE REGARDING
PORTFOLIO ASSET AND POTENTIAL SALE.

- 0.50 MILLER, KENNETH W PARTICIPATE IN CALL TO DISCUSS MANAGEMENT AGREEMENTS (.4); CORRESPOND WITH K. MEDRANO ABOUT MANAGEMENT AGREEMENT CHANGE OF CONTROL LANGUAGE (.1).
- 2.80 MEDRANO, KEVIN A TELEPHONE CONFERENCES WITH A. GOH, V. CHIAN, P. SIM, J. ER AND J. O'GRADY REGARDING CHANGE OF CONTROL ANALYSIS FOR ██████████ (.8); TELEPHONE CONFERENCE WITH K. SI-AHMED, A. KIM, A. ROGERS, H. THOMPSON, S. BUSCHMANN, B. LUNDSTROM, S. CROFT REGARDING CHANGE OF CONTROL ANALYSIS FOR PRIVATE EQUITY ASSETS (.7) REVIEW AND CORRESPOND REGARDING MASTER GOVERNANCE AGREEMENT AND MANAGEMENT AND ADVISORY AGREEMENTS (1.3).
- 2.40 KIM, BRIAN J EMAIL TO ARCAPITA CAYMAN COMPANIES MANAGEMENT TEAM RE: STATEMENTS IN DIRECTOR CERTIFICATES REQUESTED BY HOGAN LOVELLS (.4). DRAFT EMAIL TO E. KHALIL AND P. DYKSTRA RE: AMENDMENTS TO STANDARD CHARTERED BANK MURABAHAS OPEN ISSUES (1.5). EMAILS WITH J. WEISSER AND L. CHEN (ROTHSCHILD) RE: PAST AMENDMENTS TO STANDARD CHARTERED BANK MURABAHAS (.5).
- 6.40 BOUSLOG, MATTHEW G CONFERENCE WITH C. MILLET RE SUNRISE SALE (.1); RESEARCH RE SAME (.9); DRAFT MOTION RE SAME (4.3); EMAILS WITH C. MILLET RE SAME (.1); REVIEW AND REVISE ORDER RE SAME (.2); REVIEW TERM SHEET AND PURCHASE AND SALE AGREEMENT RE SAME (.3); REVIEW AND REVISE SUNRISE ORGANIZATIONAL CHART (.5).
- 11/27/12
3.10 MILLET, CRAIG H REVIEW TERM SHEET AND PSA AND REVISE MOTION TO APPROVE SUNRISE SALE AND REVISE EXHIBITS AND CHARTS, REVIEW KPMG REPORT RE SUNRISE (2.2); EMAILS WITH M. BOUSLOG AND C. MALLOY RE SUNRISE APPROVAL MOTION (.6); CONFERENCE WITH M. ROSENTHAL RE SUNRISE TRANSACTION (.3).

- 2.40 ROSENTHAL, MICHAEL A CONFERENCE CALL WITH M. KVARDA REGARDING SUNRISE PROPOSED SALE (.3); TELEPHONE AND EMAILS WITH C. MILLET REGARDING SUNRISE OWNERSHIP INTERESTS AND APPROVAL MOTION (.3); REVIEW AND RECONCILE SUNRISE ORGANIZATIONAL CHARTS (.4); CONSIDER IMPACT OF DEAD DEAL COSTS ON LTD FINANCIAL CONDITION (.3); REVIEW SUNRISE KPMG VALUATION (.4); EMAILS TO M. BOUSLOG REGARDING KPMG REPORT AND APPROVAL MOTION (.2); EMAIL TO AND FROM C. MILLET AND A. ROGERS REGARDING LUSAIL STRUCTURE QUESTION FROM UCC (.2); REVIEW LUSAIL STRUCTURE CHARTS (.3).
- 1.50 BUFFONE, STEVEN P REVIEW CHANGE OF CONTROL ISSUES (1.0); REVIEW EMAILS REGARDING COC IMPACT AT VARIOUS PORTFOLIO COMPANIES (.5).
- 0.10 TRINKLEIN, JEFFREY REVIEW, COMMENT ON TAX CONSEQUENCES OF [REDACTED] DEAL.
- 2.00 FURMAN, DAVID J REVIEW DIL AGREEMENT ISSUES (.9); TELEPHONE CONFERENCES WITH M. HOFFMAN (.2); TELEPHONE CONFERENCES WITH J. SWEENEY (.3); REVISE RELEASE (.4); CONFERENCE CALL WITH LOCAL COUNSEL (.2).
- 0.50 KIM, BRIAN J REVIEW AMENDMENTS TO STANDARD CHARTERED BANK MURABAHAS.
- 6.60 BOUSLOG, MATTHEW G RESEARCH RE SUNRISE SALE (1.1); DRAFT MOTION RE SAME (3.5); EMAILS WITH C. MILLET AND M. ROSENTHAL RE SAME (.9); REVIEW AND REVISE PROPOSED ORDER RE SAME (.4); REVIEW AND REVISE ORGANIZATIONAL CHART (.2); REVIEW SUNRISE VALUATION REPORT (.3); REVIEW TERM SHEET AND PURCHASE AND SALE AGREEMENT RE SUNRISE SALE (.2).
- 11/28/12
0.60 ROSENTHAL, MICHAEL A REVIEW NUMEROUS EMAILS AND LUSAIL STRUCTURE INFORMATION FROM A. ROGERS (.4); EMAILS WITH C. MILLET REGARDING LUSAIL AND ME INVESTMENT COMPANIES (.1); EMAILS WITH M. KVARDA REGARDING SUNRISE OWNERSHIP (.1).

0.70 BUFFONE, STEVEN P REVIEW CHANGE OF CONTROL ISSUES.

1.00 FURMAN, DAVID J [REDACTED] REVIEW AND REVISE DIL AGREEMENT (.6);
TELEPHONE CONFERENCE WITH M. HOFFMAN (.2);
TELEPHONE CONFERENCES WITH J. SWEENY (.2).

0.70 KELSEY, MATTHEW K CORRESPONDENCE WITH A. KIM REGARDING ISSUES
RELATING TO [REDACTED] AND OTHER PORTFOLIO
ISSUES.

3.90 BOUSLOG, MATTHEW G CONFERENCE CALL WITH C. MALLOY RE SUNRISE
SALE (.4); RESEARCH RE SAME (.3); EMAILS WITH C.
MILLET RE SAME (.3); DRAFT MOTION RE SAME (.5);
REVIEW CHANGES TO MOTION (.1); REVIEW SUNRISE
ORGANIZATION CHART (.2); DRAFT MOTION FOR
ORDER SHORTENING TIME RE SUNRISE SALE (1.5);
DRAFT PROPOSED ORDER RE SAME (.2); EMAILS
WITH M. CASEY RE DECLARATION IN SUPPORT OF
SUNRISE SALE (.2); EMAIL M. THOMPSON RE SAME
(.1); BEGIN DRAFTING DECLARATION RE SAME (.1).

0.10 BOUSLOG, MATTHEW G EMAILS WITH M. CASEY RE SUNRISE SALE AND
DECLARATION RE SAME.

11/29/12
0.80 ROSENTHAL, MICHAEL A EMAILS WITH M. CHOWDHURY REGARDING
[REDACTED] ISSUES (.2); EMAIL FROM M. KVARDA
REGARDING [REDACTED] OWNERSHIP ISSUES (.2);
CONFERENCE CALL WITH H. THOMPSON REGARDING
LTD. ISSUES (.4).

2.20 BUFFONE, STEVEN P SEVERAL EMAILS WITH K. AL SAHMID (.4); EMAILS
WITH R. JAMES OF ARCAPITA (.4); REVIEW EMAILS RE
CONTRACTURAL CONTROL ISSUES AND SIMILAR
MATTERS (1.2); EMAILS WITH M. ROSENTHAL AND J.
O'GRADY (.2).

1.20 FURMAN, DAVID J REVIEW AND REVISE DIL AGREEMENT (.8);
TELEPHONE CONFERENCE WITH J. SWEENY (.4).

0.40 KELSEY, MATTHEW K CONFERENCE WITH J. WEISSER REGARDING [REDACTED]
ISSUE AND RESPONSE TO A. KIM OF ARCAPITA.

- 2.00 MILLER, KENNETH W CORRESPOND WITH K. MEDRANO AND J. O'GRADY ABOUT CHANGE OF CONTROL ISSUES (.3); REVIEW CHANGE OF CONTROL AND RESTRUCTURING MATERIALS (.7); PARTICIPATE IN MEETING WITH TEAM TO DISCUSS CHANGE OF CONTROL ISSUES (1.0).
- 6.20 MEDRANO, KEVIN A ANALYZE AND CORRESPOND REGARDING CHANGE OF CONTROL PROVISIONS OF ██████████ AND ██████████ AGREEMENTS (2.7); DRAFT SUMMARY OF PROPOSED CHANGE OF CONTROL SOLUTIONS FOR PORTFOLIO COMPANIES (2.3); OFFICE CONFERENCE WITH TEAM REGARDING CHANGE OF CONTROL ANALYSIS OF PORTFOLIO COMPANIES (1.2).
- 2.00 KIM, BRIAN J REVIEW AND REVISE AMENDMENTS TO MAY AND DECEMBER 2011 STANDARD CHARTERED BANK MURABAHAS (1.8). CIRCULATE REVISED DRAFTS TO HOGAN LOVELLS AND GDC (.2).
- 4.90 BOUSLOG, MATTHEW G ANALYZE REVISED SUNRISE ORGANIZATION STRUCTURE (.1); MEETINGS WITH C. MILLET RE SUNRISE SALE (.6); DRAFT DECLARATION IN SUPPORT OF SUNRISE SALE (2.5); DRAFT MOTION FOR SALE OF SUNRISE EQUITY (.2); EMAILS WITH C. MILLET, M. CASEY, C. MALLOY AND E. HOLLANDER RE SUNRISE SALE (1.1); REVIEW AND INCORPORATE C. MALLOY'S COMMENTS AND REVISIONS INTO THE SUNRISE SALE MOTION (.4).
- 11/30/12
1.40 ROSENTHAL, MICHAEL A EMAIL FROM AND TO M. THOMPSON REGARDING TIMING OF SUNRISE ORDER (.2); TELEPHONE CONFERENCE WITH M. THOMPSON REGARDING SUNRISE BANKRUPTCY COURT APPROVAL (.3); REVIEW SUNRISE APPROVAL MOTION (.4); EMAILS WITH M. THOMPSON AND C. MILLET REGARDING TERMS OF SUNRISE PROPOSAL AND ORDER (.2); EMAILS WITH RANSOM JAMES REGARDING ██████████ DEMAND LETTER ISSUES (.3).
- 2.60 BUFFONE, STEVEN P NUMEROUS EMAILS RE COC ISSUES WITH (.8); REVIEW EMAILS RE COC ISSUES AT ██████████ AND OTHER PORTFOLIO COMPANIES WITH EMPLOYEES AS BOARD MEMBERS (1.4); NUMEROUS ADDITIONAL EMAILS WITH K. MILLER (.4).

- 2.50 FURMAN, DAVID J [REDACTED] REVIEW DIL AGREEMENT COMMENTS (1.8); TELEPHONE CALLS WITH J. SWEENEY (.3); TELEPHONE CALLS WITH M. HOFFMAN (.4).
- 3.70 MILLER, KENNETH W REVIEW [REDACTED] DOCUMENTATION AND DISCUSS SAME WITH K. MEDRANO (1.5); PARTICIPATE IN CALL WITH ARCAPITA NORTH AMERICA PRIVATE EQUITY TEAM TO DISCUSS CHANGE OF CONTROL ISSUES (1.2); REVIEW CHANGE OF CONTROL PROVISIONS IN [REDACTED] AND [REDACTED] DOCUMENTATION (1.0).
- 6.30 MEDRANO, KEVIN A TELEPHONE CONFERENCE WITH R. JAMES REGARDING CHANGE OF CONTROL ANALYSIS FOR US PRIVATE EQUITY ASSETS (1.2); REVIEW AND REVISE CHANGE OF CONTROL SUMMARY CHART (2.4); ANALYZE AND CORRESPOND REGARDING CHANGE OF CONTROL ISSUES IN J. JILL AGREEMENTS (1.7); CORRESPOND REGARDING SENIOR MANAGEMENT ISSUES AND DEAL TEAM CALLS (1.0).
- 3.60 KIM, BRIAN J REVIEW AND REVISE AMENDMENT LETTERS PER COMMENTS BY J. WEISSER (2.0). REVIEW AND REVISE AMENDMENT LETTERS PER DISCUSSIONS WITH HOGAN LOVELLS (1.3). CIRCULATE REVISED COPIES TO HOGAN LOVELLS, STANDARD CHARTERED BANK, GIBSON DUNN TEAMS (.3).
- 5.50 BOUSLOG, MATTHEW G CONFERENCE WITH C. MILLET RE SUNRISE SALE (.2); LISTEN TO VOICEMAIL FROM AND CALL WITH C. MALLOY RE SAME (.1); EMAILS WITH C. MILLET, C. MALLOY, M. CASEY, M. THOMPSON, K. SI-AHMED AND M. KAVARDA RE SAME (1.2); RESEARCH RE SAME (.5); REVIEW AND REVISE MOTION FOR ORDER SHORTENING TIME RE SAME (.2); REVIEW AND REVISE SUNRISE SALE MOTION AND ORDER (1.6); REVIEW ARNOLD & PORTER'S COMMENTS AND REVISIONS TO PROPOSED SUNRISE SALE ORDER (.2); REVIEW KPMG REPORT RE SUNRISE SALE (.1); REVIEW LATEST VERSION OF SUNRISE TERM SHEET (.1); DRAFT DECLARATION IN SUPPORT OF SUNRISE SALE (1.7).

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

FALCON
30561-00128

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
CRAIG H. MILLET	6.10	\$ 995.00	\$ 6,069.50
MATTHEW J. WILLIAMS	0.40	865.00	346.00
JEREMY L. GRAVES	0.10	595.00	59.50
MATTHEW G. BOUSLOG	23.80	395.00	9,401.00
ZOE A. GRAY	6.80	395.00	<u>2,686.00</u>

Total Services \$ 18,562.00

Total Services, Costs/Charges 18,562.00

BALANCE DUE \$ 18,562.00

FALCON
30561-00128

Detail Services:

11/13/12	0.30 MILLET, CRAIG H	EMAILS RE MEDIATION SCHEDULE AND PREPARATION.
11/14/12	0.10 BOUSLOG, MATTHEW G	EMAILS WITH C. MILLET AND J. GRAVES RE MEDIATION WITH TIDE.
11/16/12	1.00 MILLET, CRAIG H	CONFERENCE WITH DAVID KOLIN RE BACKGROUND OF TIDE ACTION AND RELATED EMAILS (.7); PREPARE FOR MEDIATION (.3).
	0.10 GRAVES, JEREMY L	CONFERENCE WITH Z. HOWE REGARDING PRIVILEGED ISSUE.
	1.60 BOUSLOG, MATTHEW G	EMAILS WITH Z. GRAY RE [REDACTED] (2); CONFERENCE WITH K. GLOWACKI RE [REDACTED] (2); RESEARCH RE SAME (1.2).
11/18/12	2.50 GRAY, ZOE A	DRAFT [REDACTED]
11/19/12	4.10 BOUSLOG, MATTHEW G	RESEARCH RE [REDACTED] (3.9); EMAILS WITH Z. GRAY RE SAME (.1); DRAFT [REDACTED] (.1).
	4.30 GRAY, ZOE A	DRAFT [REDACTED] AND [REDACTED].

11/20/12
5.70 BOUSLOG, MATTHEW G EMAILS WITH C. MILLET AND J. GRAVES RE TIDE
MEDIATION (.3); CONFERENCE WITH C. MILLET RE
SAME (.1); RESEARCH RE [REDACTED]
[REDACTED] (1.2); DRAFT [REDACTED]
RE SAME (3.6); REVIEW TIDE SALES AGREEMENT AND
RELATED DOCUMENTS (.5).

11/21/12
0.50 MILLET, CRAIG H PREPARE FOR MEDIATION.

1.50 BOUSLOG, MATTHEW G DRAFT [REDACTED]
[REDACTED] (.3); RESEARCH RE SAME (1.1); EMAILS WITH
C. MILLET RE SAME (.1).

11/26/12
1.20 MILLET, CRAIG H PREPARE FOR MEDIATION AND WORK ON DAMAGE
MODEL.

1.10 BOUSLOG, MATTHEW G CONFERENCE WITH C. MILLET RE [REDACTED]
[REDACTED] (.2); EMAILS WITH C.
MILLET RE SAME (.2); REVIEW RELEVANT
DOCUMENTS IN PREPARATION FOR TIDE MEDIATION
(.5); EMAILS WITH A. LEBLANC, E. FLECK, M.
ROSENTHAL AND C. MILLET RE PLACEMENT
DOCUMENTS (.1); EMAILS WITH C. MILLET RE TIDE
MEDIATION (.1).

11/27/12
0.90 MILLET, CRAIG H PREPARE FOR MEDIATION AND ACCUMULATE
INFORMATION FOR MEDIATION.

2.10 BOUSLOG, MATTHEW G RESEARCH RE [REDACTED]
[REDACTED] (.5); DRAFT MEMO RE SAME (.2); REVIEW
ANSWER FILED IN HOPPER ADVERSARY
PROCEEDING (.2); EMAILS WITH C. MILLET RE TIDE
MEDIATION (.3); REVIEW RELEVANT DOCUMENTS IN
PREPARATION FOR TIDE MEDIATION (.9).

11/28/12
0.70 MILLET, CRAIG H PREPARE FOR MEDIATION.

4.80 BOUSLOG, MATTHEW G RESEARCH RE [REDACTED]
[REDACTED] (3.4); DRAFT [REDACTED]
[REDACTED] (.1); DRAFT MEMO RE SAME
(1.2); EMAILS WITH Z. GRAY RE SAME (.1).

11/29/12
0.80 MILLET, CRAIG H EMAILS RE MEDIATION PREPARATION AND
STRATEGY; PREPARE FOR MEDIATION.

2.80 BOUSLOG, MATTHEW G DRAFT MEMO RE [REDACTED]
[REDACTED] (1.9); EMAILS WITH C. MILLET RE SAME (.1);
RESEARCH RE SAME (.8).

11/30/12
0.70 MILLET, CRAIG H EMAILS RE MEDIATION PREPARATION AND
STRATEGY; PREPARE FOR MEDIATION.

0.40 WILLIAMS, MATTHEW J REVIEW OF FALCON DOCS FOR DIP.

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

UK EMPLOYEE LITIGATION
30561-00129

For Services Rendered Through November 30, 2012

<u>NAME</u>	<u>HOURS</u>	<u>RATE</u>	<u>TOTAL</u>
PHILIP ROCHER	0.60	\$1,270.0	\$ 762.00
VICTORIA BARNES	1.80	605.00	<u>1,089.00</u>

Total Services \$ 1,851.00

Total Services, Costs/Charges 1,851.00

BALANCE DUE \$ 1,851.00

UK EMPLOYEE LITIGATION
30561-00129

Detail Services:

11/06/12 0.20	BARNES, VICTORIA	DISCUSSION WITH C.J. KING REGARDING DISCLOSURE OBLIGATIONS IN CONTENTIOUS PROCEEDINGS.
11/13/12 1.60	BARNES, VICTORIA	REVIEWED EMAIL CORRESPONDENCE REGARDING THE POTENTIAL EMPLOYEE CLAIM BASED IN FRANCE (.2); REVIEWED EMAIL CORRESPONDENCE REGARDING [REDACTED] (.1); REVIEWED PREVIOUS ADVICE RECEIVED FROM [REDACTED] IN RELATION TO INSOLVENCY RECOGNITION ISSUES (.2); RESEARCH INTO THE MODEL LAW ON CROSS BORDER INSOLVENCY AND ITS APPLICATION IN FRANCE (.3); RESEARCH INTO THE BRUSSELS REGULATION IN RELATION TO EMPLOYMENT DISPUTES TO ASCERTAIN WHETHER A CLAIM BY A FRENCH EMPLOYEE COULD BE BROUGHT IN FRANCE OR ENGLAND (.2); EMAIL TO J. COX AND P. ROCHER SETTING OUT ISSUES TO CONSIDER IN RELATION TO THE RECOGNITION OF CHAPTER 11 IN ENGLAND AND FRANCE (.4); EMAIL TO M. ROSENTHAL, J. TRINKLEIN, G. CAMPBELL, AND J. COX SETTING OUT THOUGHTS ON THE INSOLVENCY RECOGNITION CONSIDERATIONS (.1); UPDATE EMAIL SENT TO P. ROCHER REGARDING THE STATUS OF CLAIMS AGAINST ARCAPITA LIMITED (.1).
11/30/12 0.60	ROCHER, PHILIP	TELEPHONE CALL WITH M. ROSENTHAL RE APPROVAL OF THE CAYMAN COURT, AND INSTRUCTIONS TO A. ZACAROLI (.3); TELEPHONE CALL WITH A. ZACAROLI (.3).

EXHIBIT B

Expenses Incurred During the Compensation Period

Henry A. Thompson
Arcapita Bank BSC
P.O. Box 1406
Manama, Bahrain

DISBURSEMENTS
30561-00122

<u>COSTS/CHARGES</u>	<u>TOTAL</u>
COURT FEES	\$ 165.00
DOCUMENT RETRIEVAL SERVICE	855.40
DOCUMENT SEARCH AND RETRIEVAL	538.68
IN HOUSE DUPLICATION	2,009.10
LODGING	2,897.06
MEALS	944.23
MESSENGER AND COURIER EXPENSE	309.10
ON-LINE RESEARCH (LEXIS)	636.00
ON-LINE RESEARCH (WESTLAW)	2,493.13
ON-LINE RESEARCH NEXIS - MAIN	1,120.36
OUTSIDE ATTORNEY	6,641.10
OUTSIDE DUPLICATION AND BINDING	238.12
SECRETARY SUPPORT	80.00
SPECIALIZED RESEARCH/FILING FEES	82.60
TELEPHONE CHARGES	2,707.08
TRAVEL - AIR & RAIL	14,176.62
TRAVEL - MISCELLANEOUS (TIPS)	30.00
TRAVEL - TAXI & OTHER MODES/MILES	<u>3,240.36</u>
Total Costs/Charges	<u>39,163.94</u>
 BALANCE DUE	 <u>\$ 39,163.94</u>

DISBURSEMENTS
30561-00122

Detail Costs/Charges:

Court Fees

10/31/12	65.00	VENDOR: COURTCALL, LLC; INVOICE#: CCDA072518-1012; DATE: 10/31/2012 - 10/9/12 5206305 TELEPHONIC COURT APPEARANCE U.S. BANKRUPTCY COURT -S.D. NEW YORK CHRIS COMBS/M. ROSENTHAL
10/31/12	100.00	VENDOR: COURTCALL, LLC; INVOICE#: CCDA072518-1012; DATE: 10/31/2012 - 10/9/12 5206286 TELEPHONIC COURT APPEARANCE U.S. BANKRUPTCY COURT -S.D. NEW YORK KARIM SI-AHMED/M. ROSENTHAL

Document Retrieval Service

10/05/12	855.40	VENDOR: PACER SERVICE CENTER; INVOICE#: GD0147-Q32012; DATE: 10/5/2012 - ACCT ID: GD0147 COURT DOCUMENT SEARCH & RETRIEVAL SERVICES/D.FELDMAN
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Document Search and Retrieval

11/26/12	21.92	NOVEMBER_2012-DOCUMENT_RETRIEVAL_SERVICES-C/M_30561-00122-(MONTHLY_DISK_STORAGE)
11/27/12	337.48	NOVEMBER_2012-DOCUMENT_RETRIEVAL_SERVICES-C/M_30561-00107-(MONTHLY_RELATIVITY_DISK_STORAGE)
11/27/12	179.28	NOVEMBER_2012-DOCUMENT_RETRIEVAL_SERVICES-C/M_30561-00127-(MONTHLY_RELATIVITY_DISK_STORAGE)

In House Duplication

11/02/12	159.95	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/02/12
11/03/12	3.70	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/03/12
11/04/12	2.60	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/04/12
11/05/12	5.10	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/05/12
11/06/12	124.50	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/06/12
11/07/12	99.40	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/07/12

11/08/12	20.20	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/08/12
11/09/12	19.50	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/09/12
11/11/12	0.30	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/11/12
11/12/12	744.40	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/12/12
11/13/12	205.65	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/13/12
11/14/12	280.30	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/14/12
11/15/12	20.00	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/15/12
11/16/12	0.60	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/16/12
11/18/12	3.50	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/18/12
11/19/12	7.00	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/19/12
11/20/12	0.60	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/20/12
11/21/12	20.20	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/21/12
11/22/12	2.40	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/22/12
11/26/12	56.50	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/26/12
11/27/12	232.30	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/27/12
11/29/12	0.20	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/29/12
11/30/12	0.20	IN HOUSE DUPLICATION CHARGE VIA EQUITRAC - 11/30/12

Lodging

11/11/12	577.78	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 11/05-11/11/12; DATE: 11/11/2012 - 11/05-11/06/12 JUMERIAH CARLTON TOWER
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HOTEL ROOM; CLIENT MEETINGS LONDON, ENGLAND-KINGDOM
OF BAHRAIN

11/16/12 2,319.28 VENDOR: CRAIG H. MILLET; INVOICE#: 11/12-11/16/12; DATE:
11/16/2012 - 11/12-11/16/12 SOFITEL HOTEL ROOM/INTERNET;
CLIENT HEARINGS NEW YORK, NY

Meals

11/11/12 603.42 VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 11/05-11/11/12;
DATE: 11/11/2012 - 11/07-11/09/12 RITZ CARLTON HOTEL/MEALS;
CLIENT MEETINGS LONDON, ENGLAND-KINGDOM OF BAHRAIN

11/16/12 325.02 VENDOR: CRAIG H. MILLET; INVOICE#: 11/12-11/16/12; DATE:
11/16/2012 - 11/12, 11/14-11/16/12 MEALS; CLIENT HEARINGS
NEW YORK, NY

11/16/12 15.79 VENDOR: CRAIG H. MILLET; INVOICE#: 11/12-11/16/12; DATE:
11/16/2012 - 11/12-11/16/12 SOFITEL HOTEL/MEALS; CLIENT
HEARINGS NEW YORK, NY

Messenger and Courier Expense

09/30/12 23.50 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 163372;
DATE: 9/30/2012 - W0792515, M. WOLFE, 9/27/12, GDC TO OFFICE
OF THE US TRUSTEE @ 33 WHITEHALL ST.

09/30/12 23.50 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 163372;
DATE: 9/30/2012 - W0792521, M. WOLFE, 9/27/12, GDC TO UNITED
STATES BANKRUPTCY COURT @ 60 CENTRE ST.

09/30/12 23.50 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 163372;
DATE: 9/30/2012 - W0792841, M. WOLFE, 9/27/12, GDC TO OFFICE
OF THE US TRUSTEE @ 33 WHITEHALL ST.

10/07/12 23.50 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 163895;
DATE: 10/7/2012 - 10/4/12 M. WOLFE, GDC TO SEAN LANE @
UNITED STATES BANKRUPTCY COURT @ 1 BOWLING GREEN
#0795800

10/07/12 40.28 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 163895;
DATE: 10/7/2012 - 10/5/12 M. WOLFE, GDC TO SEAN H. LANE @
UNITED STATES BANKRUPTCY COURT, 1 BOWLING GREEN,
#W0796295

10/07/12 24.38 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 163895;
DATE: 10/7/2012 - 10/5/12 M. WOLFE, GDC TO RICHARD

MORRISSEY @ OFFICE OF THE US TRUSTEE, 33 WHITEHALL
STREET #W0796298

10/14/12 23.50 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 164171;
DATE: 10/14/2012 - 10/9/12 M. WLFE, GDC TO RICHARD MORRISY
@ OFFICE OF US TRUSTEE, 33 WHITEHALL STREET #W0797038

10/14/12 23.50 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 164171;
DATE: 10/14/2012 - 10/9/12 M. WOLFE, GDC TO SEAN H LANE @
US BANKRUPTCY JUDGE, 1 BOWLING GREEN #W0797053

10/14/12 22.50 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 164171;
DATE: 10/14/2012 - 10/10/12 M. WOLF, GDC TO SEAN H. LANE @
US BANKRUPTCY JUDGE, ONE BOWLING GREEN #W0797975A

10/21/12 34.45 VENDOR: DELUXE DELIVERY SYSTEMS, INC.; INVOICE#: 164558;
DATE: 10/21/2012 - W0804079, M. WOLFE, 10/18/12, GDC TO
UNITED STATES BANKRUPTCY @ ONE BOWLING GREEN.

10/26/12 46.49 VENDOR: FEDERAL EXPRESS CORPORATION INVOICE#: FEDX-
20121102 DATE: 11/2/2012 SHIP DATE 10/26/2012 AIRBILL NO:
793944747409 FROM: BINA LACALAMITA, GIBSON DUNN &
CRUTCHER LLP, NEW YORK, NY TO: MATT WILLIAM,
RESIDENCE, LITTLE SILVER, NJ

On-Line Research (Lexis)

11/01/12 0.04 KURINSKY, ERIN 11/01/12 30561-00122 LEXIS RESEARCH

11/01/12 104.54 LEVIN, DOUG 11/01/12 30561-00097 LEXIS RESEARCH

11/02/12 6.00 GRAVES, JEREMY L 11/02/12 30561-00122 LEXIS
RESEARCH

11/05/12 30.00 GRAVES, JEREMY L 11/05/12 30561-00122 LEXIS
RESEARCH

11/06/12 72.00 LEVIN, DOUG 11/06/12 30561-00097 LEXIS RESEARCH

11/06/12 24.00 GRAVES, JEREMY L 11/06/12 30561-00122 LEXIS
RESEARCH

11/07/12 113.31 LEVIN, DOUG 11/07/12 30561-00097 LEXIS RESEARCH

11/08/12	12.00	GRAVES, JEREMY L	11/08/12	30561-00122	LEXIS RESEARCH
11/12/12	24.00	LEVIN, DOUG	11/12/12	30561-00115	LEXIS RESEARCH
11/14/12	12.00	BOUSLOG, MATTHEW	11/14/12	30561-00122	LEXIS RESEARCH
11/19/12	166.11	GRAVES, JEREMY L	11/19/12	30561-00122	LEXIS RESEARCH
11/27/12	6.00	LEVIN, DOUG	11/27/12	30561-00097	LEXIS RESEARCH
11/29/12	60.00	BOUSLOG, MATTHEW	11/29/12	30561-00122	LEXIS RESEARCH
11/30/12	6.00	LEVIN, DOUG	11/30/12	30561-00113	LEXIS RESEARCH

On-Line Research (Westlaw)

11/01/12	136.75	LIU, SERENA	11/01/12	30561-00102	WESTLAW RESEARCH AND PRINTING CHARGES
11/06/12	44.00	BOUSLOG, MATTHEW G	11/06/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES
11/10/12	129.92	BOUSLOG, MATTHEW G	11/10/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES
11/11/12	221.60	BOUSLOG, MATTHEW G	11/11/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES
11/12/12	425.60	BOUSLOG, MATTHEW G	11/12/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES
11/13/12	480.00	BOUSLOG, MATTHEW G	11/13/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES
11/14/12	101.60	BOUSLOG, MATTHEW G	11/14/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES

11/15/12	330.40	BOUSLOG,MATTHEW G	11/15/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES
11/17/12	13.06	MOSKOWITZ,ALAN	11/17/12	30561-00097	WESTLAW RESEARCH AND PRINTING CHARGES
11/18/12	26.13	MOSKOWITZ,ALAN	11/18/12	30561-00097	WESTLAW RESEARCH AND PRINTING CHARGES
11/19/12	328.00	BOUSLOG,MATTHEW G	11/19/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES
11/21/12	44.00	BOUSLOG,MATTHEW G	11/21/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES
11/22/12	120.34	KING,CARLY-JANE	11/22/12	30561-00107	WESTLAW RESEARCH AND PRINTING CHARGES
11/27/12	26.13	MOSKOWITZ,ALAN	11/27/12	30561-00106	WESTLAW RESEARCH AND PRINTING CHARGES
11/27/12	65.60	BOUSLOG,MATTHEW G	11/27/12	30561-00122	WESTLAW RESEARCH AND PRINTING CHARGES

On-Line Research Nexis - Main

11/01/12	200.00	LEVIN, DOUG	11/01/12	30561-00097	NEXIS RESEARCH
11/01/12	5.36	KURINSKY, ERIN	11/01/12	30561-00122	NEXIS RESEARCH
11/03/12	50.00	GRAVES, JEREMY L	11/03/12	30561-00122	NEXIS RESEARCH
11/06/12	200.00	LEVIN, DOUG	11/06/12	30561-00097	NEXIS RESEARCH
11/08/12	100.00	GRAVES, JEREMY L	11/08/12	30561-00122	NEXIS RESEARCH
11/11/12	150.00	BOUSLOG, MATTHEW	11/11/12	30561-00122	NEXIS RESEARCH
11/12/12	215.00	BOUSLOG, MATTHEW	11/12/12	30561-00122	NEXIS

RESEARCH

11/16/12	50.00	BOUSLOG, MATTHEW	11/16/12	30561-00122	NEXIS RESEARCH
11/19/12	50.00	GRAVES, JEREMY L	11/19/12	30561-00122	NEXIS RESEARCH
11/27/12	100.00	BOUSLOG, MATTHEW	11/27/12	30561-00122	NEXIS RESEARCH

Outside Attorney

11/28/12	602.10	VENDOR: MR THOMAS COGLIN; INVOICE#: 97833; DATE: 11/22/2012 PROFESSIONAL CHARGES (UNPAID)			
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11/30/12	6,039.00	GRAHAM WINTER NOVEMBER 2012 SERVICES			
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Outside Duplication and Binding

10/26/12	238.12	VENDOR: DOCUMENT TECHNOLOGIES LLC DBA UNLIMITED; INVOICE#: 698628; DATE: 10/26/2012 PRINT MEDIATION BRIEFS WITH ALL EXHIBITS FOR ARCAPITA BANK BSC			
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Secretary Support

11/12/12	80.00	CONVERT INVESTMENT AGENCY AGREEMENT FROM PDF TO WORD VERSION; FORMAT THE AGREEMENT.			
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Specialized Research/Filing Fees

11/13/12	1.58	BARNES, VICTORIA	11/13/2012	PLC UK	
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11/16/12	19.52	KHALIL, EMAD H.	11/16/2012	PLC US	
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11/26/12	34.80	PACER, 10/11 - COURT INFORMATION			
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11/26/12	26.70	PACER, 10/11 - COURT INFORMATION			
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Telephone Charges

08/28/12	47.05	VENDOR: JOSEPH ALAN BANNISTER; INVOICE#: 5735167-0812; DATE: 8/28/2012 - 07/29-08/28/12 REIMB OF VERIZON PHONE CHGS #646-573-5167			
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09/08/12	6.93	VENDOR: J.M. TRINKLEIN; INVOICE#: 6283418-0912; DATE: 9/8/2012 - 08/09-09/08/12 AT&T 917-628-3418/CLIENT RELATED			
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PHONE CHARGES

09/15/12	75.00	VENDOR: VICENTE RUIZ; INVOICE#: 3008417-0912; DATE: 9/15/2012 - 08/16-09/15/12 VERIZON 714-300-8417 CLIENT RELATED CALLS
09/28/12	1,191.83	VENDOR: JOSEPH ALAN BANNISTER; INVOICE#: 5735167-0912; DATE: 9/28/2012 - 08/29-09/28/12 REIMB OF VERIZON PHONE CHGS #646-573-5167
10/29/12	1.64	CONFERENCING SERVICES BY JOSHUA WEISSER
11/01/12	8.97	CONFERENCING SERVICES BY JAMES O'GRADY
11/01/12	14.91	CONFERENCING SERVICES BY MICHAEL ROSENTHAL
11/01/12	18.69	CONFERENCING SERVICES BY MICHAEL ROSENTHAL
11/01/12	12.70	CONFERENCING SERVICES BY MICHAEL ROSENTHAL
11/02/12	2.28	44-7799068842 11/02/2012 UN KINGDOM
11/02/12	30.02	44-7748638195 11/02/2012 UN KINGDOM
11/02/12	9.00	CONFERENCING SERVICES BY JOSHUA WEISSER
11/02/12	4.28	CONFERENCING SERVICES BY JOSHUA WEISSER
11/02/12	10.71	CONFERENCING SERVICES BY KENNETH A. GLOWACKI JR.
11/02/12	6.48	CONFERENCING SERVICES BY MATTHEW KELSEY
11/03/12	0.85	CONFERENCING SERVICES BY JOSHUA WEISSER
11/04/12	4.65	CONFERENCING SERVICES BY JOSHUA WEISSER
11/04/12	2.82	CONFERENCING SERVICES BY JOSHUA WEISSER

11/05/12	1.52	44-7799068842	11/05/2012 UN KINGDOM
11/05/12	1.52	44-2078245660	11/05/2012 UN KINGDOM
11/05/12	4.18	1(404)260-4050	11/05/2012 ATLANTA GA
11/05/12	6.98	CONFERENCING SERVICES BY JAMES O'GRADY	
11/05/12	4.86	CONFERENCING SERVICES BY JOSHUA WEISSER	
11/05/12	23.14	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
11/05/12	7.30	CONFERENCING SERVICES BY MICHAEL A. ROSENTHAL	
11/06/12	6.84	1(404)920-9065	11/06/2012 ATLANTA GA
11/06/12	2.28	1(312)407-0690	11/06/2012 CHICAGO IL
11/06/12	14.50	CONFERENCING SERVICES BY JAMES O'GRADY	
11/06/12	9.24	CONFERENCING SERVICES BY JAMES O'GRADY	
11/06/12	9.07	CONFERENCING SERVICES BY JEREMY GRAVES	
11/06/12	12.78	CONFERENCING SERVICES BY JOSHUA WEISSER	
11/07/12	2.66	1(404)260-4050	11/07/2012 ATLANTA GA
11/07/12	1.90	1(404)720-5207	11/07/2012 ATLANTA GA
11/07/12	1.52	1(732)757-8679	11/07/2012 MIDDLETOWN NJ
11/07/12	5.81	CONFERENCING SERVICES BY JEREMY GRAVES	
11/07/12	7.44	CONFERENCING SERVICES BY JOSHUA WEISSER	
11/07/12	83.81	CONFERENCING SERVICES BY MATTHEW KELSEY	

11/08/12	3.45	CONFERENCING SERVICES BY JOSHUA WEISSER		
11/08/12	3.12	CONFERENCING SERVICES BY JOSHUA WEISSER		
11/08/12	4.47	CONFERENCING SERVICES BY JOSHUA WEISSER		
11/08/12	17.21	CONFERENCING SERVICES BY MATTHEW KELSEY		
11/08/12	6.44	CONFERENCING SERVICES BY MICHAEL ROSENTHAL		
11/08/12	4.56	1(312)407-0690	11/08/2012	CHICAGO IL
11/08/12	4.56	1(312)407-0110	11/08/2012	CHICAGO IL
11/08/12	3.04	1(312)407-0690	11/08/2012	CHICAGO IL
11/08/12	3.04	1(732)219-6918	11/08/2012	RED BANK NJ
11/09/12	2.66	1(949)231-9925	11/09/2012	IRVINE CA
11/09/12	6.84	1(345)814-9117	11/09/2012	CAYMAN IS CI
11/09/12	1.14	1(212)530-5707	11/09/2012	NEW YORK NY
11/09/12	14.50	CONFERENCING SERVICES BY J. ALAN BANNISTER		
11/09/12	6.62	CONFERENCING SERVICES BY JAMES O'GRADY		
11/09/12	16.30	CONFERENCING SERVICES BY JAMES O'GRADY		
11/10/12	5.94	CONFERENCING SERVICES BY MICHAEL ROSENTHAL		
11/11/12	8.08	CONFERENCING SERVICES BY JAMES O'GRADY		
11/12/12	4.04	CONFERENCING SERVICES BY MATTHEW WILLIAMS		

11/12/12	11.38	CONFERENCING SERVICES BY MATTHEW KELSEY	
11/13/12	3.42	44-7855358781	11/13/2012 UN KINGDOM
11/13/12	15.20	1(952)607-6600	11/13/2012 MINNEAPOLS MN
11/13/12	8.01	CONFERENCING SERVICES BY JOSHUA WEISSER	
11/13/12	114.00	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
11/14/12	3.42	973-17218203	11/14/2012 BAHRAIN
11/14/12	8.52	CONFERENCING SERVICES BY KENNETH A. GLOWACKI JR.	
11/14/12	8.75	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
11/15/12	5.33	CONFERENCING SERVICES BY JAMES O'GRADY	
11/15/12	1.52	1(404)260-4094	11/15/2012 ATLANTA GA
11/16/12	8.36	1(312)407-0690	11/16/2012 CHICAGO IL
11/19/12	2.28	1(404)260-4049	11/19/2012 ATLANTA GA
11/19/12	11.02	1(404)920-9065	11/19/2012 ATLANTA GA
11/19/12	3.04	1(312)407-0700	11/19/2012 CHICAGO IL
11/19/12	7.60	1(404)920-9065	11/19/2012 ATLANTA GA
11/19/12	14.18	CONFERENCING SERVICES BY JOSHUA WEISSER	
11/20/12	5.70	1(404)920-9065	11/20/2012 ATLANTA GA
11/20/12	1.52	1(214)755-2090	11/20/2012 GRAND PRAR TX

11/20/12	21.62	CONFERENCING SERVICES BY JAMES O'GRADY
11/20/12	5.99	CONFERENCING SERVICES BY JEFFREY TRINKLEIN
11/20/12	3.39	CONFERENCING SERVICES BY JOSHUA WEISSER
11/20/12	64.32	CONFERENCING SERVICES BY JOSHUA WEISSER
11/20/12	1.24	CONFERENCING SERVICES BY MICHAEL ROSENTHAL
11/21/12	22.42	1(404)920-9065 11/21/2012 ATLANTA GA
11/21/12	7.22	1(949)248-1332 11/21/2012 CAPSTR VLY CA
11/21/12	9.59	CONFERENCING SERVICES BY JAMES O'GRADY
11/23/12	9.17	CONFERENCING SERVICES BY MICHAEL ROSENTHAL
11/24/12	46.52	CONFERENCING SERVICES BY JOSHUA WEISSER
11/24/12	3.09	CONFERENCING SERVICES BY JOSHUA WEISSER
11/24/12	2.66	1(732)757-8679 11/24/2012 MIDDLETOWN NJ
11/25/12	122.29	CONFERENCING SERVICES BY JOSHUA WEISSER
11/26/12	1.14	44-2078245636 11/26/2012 UN KINGDOM
11/26/12	7.22	1(312)407-0110 11/26/2012 CHICAGO IL
11/26/12	1.14	1(619)890-3383 11/26/2012 SNDG SNDG CA
11/26/12	6.09	CONFERENCING SERVICES BY CHRISTOPHER BABCOCK
11/26/12	17.27	CONFERENCING SERVICES BY JAMES O'GRADY
11/26/12	19.70	CONFERENCING SERVICES BY JAMES O'GRADY

11/26/12	8.13	CONFERENCING SERVICES BY JOSHUA WEISSER		
11/26/12	71.83	CONFERENCING SERVICES BY MICHAEL ROSENTHAL		
11/26/12	7.83	CONFERENCING SERVICES BY MICHAEL ROSENTHAL		
11/26/12	1.42	CONFERENCING SERVICES BY ROBERT COPPOLA		
11/27/12	13.77	CONFERENCING SERVICES BY BRIAN KIM		
11/27/12	9.50	1(404)920-9065	11/27/2012	ATLANTA GA
11/27/12	7.22	1(312)407-0700	11/27/2012	CHICAGO IL
11/27/12	14.82	1(970)544-3442	11/27/2012	ASPEN CO
11/28/12	4.18	1(312)407-0700	11/28/2012	CHICAGO IL
11/28/12	5.32	1(202)942-5926	11/28/2012	WASHINGTON DC
11/28/12	1.14	1(404)547-9874	11/28/2012	ATLANTA GA
11/28/12	5.70	1(312)407-0700	11/28/2012	CHICAGO IL
11/28/12	1.14	1(404)547-9874	11/28/2012	ATLANTA GA
11/28/12	1.90	1(404)547-9874	11/28/2012	ATLANTA GA
11/29/12	1.90	1(404)663-0633	11/29/2012	ATLANTA GA
11/29/12	1.14	1(312)407-0985	11/29/2012	CHICAGO IL
11/29/12	11.01	CONFERENCING SERVICES BY KEITH MARTORANA		
11/29/12	3.62	CONFERENCING SERVICES BY MATTHEW WILLIAMS		

11/29/12	55.29	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
11/29/12	3.31	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
11/29/12	6.86	CONFERENCING SERVICES BY MICHAEL ROSENTHAL	
11/30/12	4.18	44-7841679331	11/30/2012 UN KINGDOM
11/30/12	1.14	1(202)942-5926	11/30/2012 WASHINGTON DC
11/30/12	1.52	1(312)407-0542	11/30/2012 CHICAGO IL
11/30/12	25.46	1(404)260-4050	11/30/2012 ATLANTA GA
11/30/12	1.52	973-39562300	11/30/2012 BAHRAIN
11/30/12	2.66	1(404)488-8021	11/30/2012 ATLANTA GA
11/30/12	6.08	1(404)386-6404	11/30/2012 ATLANTA GA
11/30/12	2.66	1(970)319-7931	11/30/2012 GLENWDSPGS CO
11/30/12	2.28	1(404)260-4049	11/30/2012 ATLANTA GA
11/30/12	6.08	1(732)757-8679	11/30/2012 MIDDLETOWN NJ
11/30/12	24.11	CONFERENCING SERVICES BY JAMES O'GRADY	
11/30/12	5.58	CONFERENCING SERVICES BY JOSHUA WEISSER	
11/30/12	9.28	CONFERENCING SERVICES BY JOSHUA WEISSER	

Travel - Air & Rail

10/23/12	609.05	VENDOR: AMERICAN EXPRESS ACCT.#XXXX-XXXXXX-71000 INVOICE#: AXF20121101-4 DATE: 10/28/2012 TRAVEL INVOICE#/DATE: 98019 10/23/2012 TICKET NO: 7141156396 TRAVEL DATES: 10/31/2012 - 11/01/2012 PASSENGER: GRAVES/JEREMY LEE ITINERARY: LGA/DEN	
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11/11/12	5,584.20	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 11/05-11/11/12; DATE: 11/11/2012 - 11/05-11/06/12 NY-LONDON, ENGLAND- BAHRAIN (#BA7138146465) AIRFARE; CLIENT MEETINGS LONDON, ENGLAND-KINGDOM OF BAHRAIN
11/11/12	49.25	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 11/05-11/11/12; DATE: 11/11/2012 - 11/05-11/06/12 (#XD0580592199) AIRFARE SERVICE; CLIENT MEETINGS LONDON, ENGLAND-KINGDOM OF BAHRAIN
11/11/12	30.37	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 11/05-11/11/12; DATE: 11/11/2012 - 11/06/12 RAIL FARE; CLIENT MEETINGS LONDON, ENGLAND-KINGDOM OF BAHRAIN
11/11/12	7,503.00	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 11/05-11/11/12; DATE: 11/11/2012 - 11/09/12 BAHRAIN-LONDON, ENGLAND-MIAMI, FL (#BA7138146466) AIRFARE; CLIENT MEETINGS LONDON, ENGLAND-KINGDOM OF BAHRAIN
11/14/12	-559.80	VENDOR: AMERICAN EXPRESS ACCT.#XXXX-XXXXXX-71000 INVOICE#: AXF20121201-3 DATE: 11/17/2012 TRAVEL INVOICE#/DATE: 99056 11/14/2012 TICKET NO: 7141156396 DEPART DATE: 10/31/2012 PASSENGER: GRAVES/JEREMY LEE ITINERARY: LGA/DEN
11/14/12	-266.80	VENDOR: AMERICAN EXPRESS ACCT.#XXXX-XXXXXX-71000 INVOICE#: AXF20121201-3 DATE: 11/17/2012 TRAVEL INVOICE#/DATE: 99057 11/14/2012 TICKET NO: 7138994320 DEPART DATE: 10/28/2012 PASSENGER: GRAVES/JEREMY LEE ITINERARY: LAS/JFK
11/15/12	563.80	VENDOR: AMERICAN EXPRESS ACCT.#XXXX-XXXXXX-71000 INVOICE#: AXF20121201-3 DATE: 11/17/2012 TRAVEL INVOICE#/DATE: 99196 11/15/2012 TICKET NO: 7146637432 TRAVEL DATES: 12/16/2012 - 12/17/2012 PASSENGER: GRAVES/JEREMY LEE ITINERARY: LGA/DEN
11/15/12	659.05	VENDOR: AMERICAN EXPRESS ACCT.#XXXX-XXXXXX-71000 INVOICE#: AXF20121201-3 DATE: 11/17/2012 TRAVEL INVOICE#/DATE: 99195 11/15/2012 TICKET NO: 7146637431 TRAVEL DATES: 11/25/2012 - 11/26/2012 PASSENGER: GRAVES/JEREMY LEE ITINERARY: DEN/LGA
11/16/12	4.50	VENDOR: CRAIG H. MILLET; INVOICE#: 11/12-11/16/12; DATE: 11/16/2012 - 11/12-11/16/12 RAIL FARES; CLIENT HEARINGS NEW

YORK, NY

Travel - Miscellaneous (tips)

11/16/12 30.00 VENDOR: CRAIG H. MILLET; INVOICE#: 11/12-11/16/12; DATE:
11/16/2012 - 11/12-11/16/12 MISCELLANEOUS TIPS; CLIENT
HEARINGS NEW YORK, NY

Travel - Taxi & Other Modes/Miles

10/03/12 138.88 VENDOR: DIAL CAR INC. INVOICE#: 1151718 DATE: 10/24/2012
VOUCHER A3636573 10/03/2012 BANNISTER,J. ALAN FROM 200
PARK AV M TO 115 RYE RIDGE RD HARRISON10528 WE

10/04/12 212.16 VENDOR: DIAL CAR INC. INVOICE#: 1151718 DATE: 10/24/2012
VOUCHER A3581795 10/04/2012 WILLIAMS,MATT J. FROM 200
PARK AV M TO 74 CROSS ST LITTLE SILVER07739 NJ

10/05/12 55.99 VENDOR: EXECUTIVE CHARGE,INC. (NY TAXI; INVOICE#: 3125488;
DATE: 10/5/2012 - 49456, D. AMPONSAH, 9/25/12, GDC TO 458
PROSPECT PL.

10/05/12 166.06 VENDOR: DIAL CAR INC. INVOICE#: 1151718 DATE: 10/24/2012
VOUCHER A3681381 10/05/2012 WILLIAMS,MATT J. FROM 74
CROSS ST LITTLE SILVER NJ TO 200 PARK AV M

10/06/12 42.60 VENDOR: VICENTE RUIZ; INVOICE#: 10/06/12; DATE: 10/6/2012 -
10/06/12 CAB FARES; WORKING LATE

10/07/12 175.44 VENDOR: DIAL CAR INC. INVOICE#: 1151718 DATE: 10/24/2012
VOUCHER A3687410 10/07/2012 WILLIAMS,MATT J. FROM 74
CROSS ST LITTLE SILVER NJ TO 200 PARK AV M

10/07/12 165.55 VENDOR: DIAL CAR INC. INVOICE#: 1151718 DATE: 10/24/2012
VOUCHER A2077811 10/07/2012 WILLIAMS,MATT J. FROM 200
PARK AV M TO 74 CROSS ST LITTLE SILVER07739 NJ

10/08/12 163.51 VENDOR: DIAL CAR INC. INVOICE#: 1151718 DATE: 10/24/2012
VOUCHER A3673487 10/08/2012 WILLIAMS,MATT J. FROM 200
PARK AV M TO 74 CROSS ST LITTLE SILVER07739 NJ

10/09/12 161.67 VENDOR: DIAL CAR INC. INVOICE#: 1151269 DATE: 10/17/2012
VOUCHER A3474759 10/09/2012 WILLIAMS,MATT J. FROM 74
CROSS ST LITTLE SILVER NJ TO 200 PARK AV M

10/10/12 82.60 VENDOR: DIAL CAR INC.; INVOICE#: 1150862; DATE: 10/10/2012 -

Invoice Date: December 10, 2012

Invoice No. 2012122086

Due and Payable Upon Receipt

9/20/12 S. MILLET, 50 VANDERBILT AVENUE TO JFK AIRPORT
#LA3637507

10/10/12	171.16	VENDOR: DIAL CAR INC.; INVOICE#: 1150862; DATE: 10/10/2012 - 9/25/12 M. WILLIAMS, LITTLE SILVER NEW JERSEY TO GDC #LA3660426
10/10/12	159.12	VENDOR: DIAL CAR INC.; INVOICE#: 1150862; DATE: 10/10/2012 - 9/24/12 M. WILLIAMS, GDC TO LITTLE SILVER NEW JERSEY #LA3675333
10/10/12	75.95	VENDOR: DIAL CAR INC.; INVOICE#: 1150862; DATE: 10/10/2012 - 9/25/12 A. MOSKOWITZ, GDC TO 1264 EAST 29 STREET, BROOKLYN #LA3700428
10/10/12	119.85	VENDOR: DIAL CAR INC.; INVOICE#: 1150862; DATE: 10/10/2012 - 10/5/12 50 VANDERBILT AVENUE TO HARRISON WC #LA3725491
10/11/12	89.25	VENDOR: DIAL CAR INC. INVOICE#: 1152087 DATE: 10/31/2012 VOUCHER A3681197 10/11/2012 THOMPSON, HENRY FROM 50 VANDERBILT AV M YALE CLUB TO JFK JFK
10/12/12	69.30	VENDOR: DIAL CAR INC. INVOICE#: 1152087 DATE: 10/31/2012 VOUCHER A3677255 10/12/2012 MILLET, CRAIG FROM 50 VANDERBILT AV M YALE CLUB TO LGA LGA
10/24/12	78.17	VENDOR: DIAL CAR INC. INVOICE#: 1152729 DATE: 11/14/2012 VOUCHER A3476258 10/24/2012 OTHER, OTHER FROM 50 VANDERBILT AV M YALE CLUB TO LGA LGA
10/25/12	50.10	VENDOR: ALFRED J. CHIANESE III; INVOICE#: 10/19-10/25/12; DATE: 10/25/2012 - 10/19,22,24,25/12 NEW YORK; LATE NIGHT TAXI
11/01/12	102.86	VENDOR: JAMES O'GRADY; INVOICE#: 10/04-11/01/12; DATE: 11/1/2012 - 10/04, 10/10, 10/15, 10/23-10/24, 11/01/12 CAB FARES; WORKING LATE
11/02/12	66.25	VENDOR: RADIO TAXIS GROUP LIMITED; INVOICE#: 172545; DATE: 10/25/2012 L STEVENS TAXU TO NARROW ST
11/07/12	161.15	VENDOR: DIAL CAR INC. INVOICE#: 1152729 DATE: 11/14/2012 VOUCHER A3673992 11/07/2012 WILLIAMS, MICHAEL M. FROM 300 QUARROPAS STREET WHITE PLAINS WE TO 74 CROSS STREET

LITTLE SILVER07739 NJ

11/08/12	18.05	VENDOR: STEPHENIE ANN GOSNELL HANDLER; INVOICE#: 11/08/12; DATE: 11/8/2012 - CAB FARE HOME HOME WORKED LATE
11/09/12	8.00	VENDOR: NEW YORK PETTY CASH; INVOICE#: 3104/2012; DATE: 11/9/2012 - #1591 V. SAENTOME, TAXI FROM OFFICE 10/25 /S. FAGA
11/09/12	24.50	VENDOR: NEW YORK PETTY CASH; INVOICE#: 3104/2012; DATE: 11/9/2012 - #1609 B. KIM, TAXI HOME 10/22, 10/31 /S. FAGA
11/09/12	27.50	VENDOR: NEW YORK PETTY CASH; INVOICE#: 3104/2012; DATE: 11/9/2012 - #1610 B. KIM, TAXI 10/18 /S. FAGA
11/09/12	22.87	VENDOR: SHELBY E. PARNES; INVOICE#: 11/08-11/09/12; DATE: 11/9/2012 - 11/08-11/09/12 CAB FARES; WORKING LATE
11/11/12	87.95	VENDOR: MICHAEL A. ROSENTHAL; INVOICE#: 11/05-11/11/12; DATE: 11/11/2012 - 11/06, 11/11/12 CAB FARES; CLIENT MEETINGS LONDON, ENGLAND-KINGDOM OF BAHRAIN
11/12/12	161.57	VENDOR: JAMES O'GRADY; INVOICE#: 09/04-11/12/12; DATE: 11/12/2012 - 09/04, 10/10, 10/18-10/19, 11/09, 11/11-11/12/12 CAB FARES; WORKING LATE
11/12/12	154.00	VENDOR: SHOOTING STAR LIVERY; INVOICE#: 20644; DATE: 11/12/2012 - TRANSPORTATION FROM RESIDENCE TO LAX/C. MILLET
11/16/12	161.00	VENDOR: SHOOTING STAR LIVERY; INVOICE#: 20645; DATE: 11/16/2012 - TRANSPORTATION FROM LAX TO RESIDENCE/C. MILLET
11/16/12	67.30	VENDOR: CRAIG H. MILLET; INVOICE#: 11/12-11/16/12; DATE: 11/16/2012 - 11/12, 11/14-11/16/12 MEALS; CLIENT HEARINGS NEW YORK, NY