

**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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**ORDER GRANTING DEBTORS’ MOTION TO AMEND SECOND ORDER
EXTENDING EXCLUSIVE PERIODS TO FILE A PLAN OR PLANS OF
REORGANIZATION AND TO SOLICIT ACCEPTANCES THEREOF AND FURTHER
EXTENDING THE EXCLUSIVE PERIODS**

Upon consideration of the Motion (the “*Motion*”)¹ of Arcapita Bank B.S.C.(c), and certain of its subsidiaries and affiliates, as debtors and debtors-in-possession herein (collectively, the “*Debtors*” and each, a “*Debtor*”), for entry of an order pursuant to Rule 9024 of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”), Rule 60 of the Federal Rules of Civil Procedure, and section 1121(d) of title 11 of the United States Code (the “*Bankruptcy Code*”), for an order (i) amending the Second Exclusivity Order to permit the Debtors to request an extension of the Exclusive Filing Period (ii) further extending the Debtors’ Exclusive Filing Period through and including December 22, 2012, and (iii) further extending the Debtors Exclusive Solicitation Period through and including February 19, 2013, and the evidence in support thereof; the Court finds that:

- a) It has jurisdiction to consider this Motion pursuant to 28 U.S.C. sections 157 and 1334;

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

b) Venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. sections 1408 and 1409;

c) Notice of the Motion and the opportunity for a hearing on the Motion was appropriate under the particular circumstances of these cases; and,

d) The relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest.

After the consideration of any objections to the Motion; all proceedings that have occurred before the Court in the above-captioned chapter 11 cases; and having determined after due deliberation that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein;

IT IS HEREBY ORDERED:

1. The Motion is granted to the extent set forth herein.
2. The Second Exclusivity Order is amended to permit the Debtors to request an extension of the Exclusive Filing Period.
3. Pursuant to section 1121(d) of the Bankruptcy Code, the Debtors' Exclusive Filing Period in which to file a chapter 11 plan or plans is extended to and including December 22, 2012.
4. Pursuant to section 1121(d) of the Bankruptcy Code, the Debtors' Exclusive Solicitation Period in which to solicit acceptances of their chapter 11 plan or plans is extended through and including February 19, 2013.
5. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York
December 18, 2012

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