

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE SOUTHERN DISTRICT OF NEW YORK**

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

**SECOND SUPPLEMENTAL AFFIDAVIT OF SAMUEL E. STAR IN  
SUPPORT OF THE APPLICATION AUTHORIZING THE EMPLOYMENT  
AND RETENTION OF FTI CONSULTING, INC. AS FINANCIAL ADVISOR TO  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
NUNC PRO TUNC TO APRIL 12, 2012**

STATE OF NEW YORK )  
 ) ss.  
COUNTY OF NEW YORK )

I, Samuel E. Star, being duly sworn, hereby depose and say:

1. I am a senior managing director with FTI Consulting, Inc., together with its wholly owned subsidiaries, agents, independent contractors and employees (“FTI”), an international consulting firm. I submit this affidavit (the “Second Supplemental Affidavit”) to supplement my prior affidavits that were submitted in connection with FTI’s retention in these Chapter 11 cases. Unless otherwise noted, I have personal knowledge of the facts set forth herein.<sup>(1)</sup>

2. On March 19, 2012, the Debtors commenced these cases by filing voluntary petitions for relief under Chapter 11 of the United States Bankruptcy Code.

3. On June 12, 2012, the Committee filed an application to retain FTI as its Financial Advisor (the “Application”). In support of the Application, I executed an affidavit on behalf of FTI in accordance with the applicable sections of the Bankruptcy Code (the “Original Affidavit”). On or about July 10, 2012, I submitted a supplemental affidavit to update the disclosures made in the Original Affidavit (the “First Supplemental Affidavit”)

(1) Certain of the disclosures herein relate to matters within the personal knowledge of other professionals at FTI and are based on information provided by them.

4. As noted in the Original Affidavit, it is FTI's policy to update and expand its ongoing relationship search for additional parties in interest in an expedient manner. If any new material relevant facts or relationships are discovered or arise, FTI will promptly file a supplemental affidavit to update its disclosures made pursuant to Rule 2014(a) of the Federal Rules of Bankruptcy Procedure.

5. Since the filing of the First Supplemental Affidavit, the following has come to my attention:

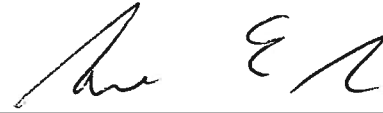
a) On September 28, 2012, a Verified Statement Pursuant to Bankruptcy Rule 2019 was filed on behalf of certain holders (the "Ad Hoc Group") of the \$1.1 billion unsecured Murabaha syndicated facility dated as of March 28, 2007, issued by Arcapita Bank B.S.C.(c). The following entities comprise the Ad Hoc Group: Silver Point Capital, Taconic Capital Advisors, and York Capital Management Global Advisors. Upon information and belief, FTI currently represents Silver Point Capital, Taconic Capital Advisors, and York Capital Management Global Advisors in matters wholly unrelated to the Debtors and these Chapter 11 cases.

6. Pursuant to the *Order Authorizing Retention of FTI Consulting, Inc. As Financial Advisor For The Official Committee of Unsecured Creditors*, FTI shall provide ten days' notice to the Debtors, the United States Trustee, and the Committee in connection with any increase in the hourly rates listed in the Application. Effective January 1, 2013 such hourly rates are as follows:

	<u>Per Hour (USD)</u>
Senior Managing Directors	\$790-895
Directors / Managing Directors	570-755
Consultants / Senior Consultants	290-540
Administrative / Paraprofessionals	120-250


These rates continue to be subject to periodic adjustment.

7. Insofar as I have been able to ascertain and subject to the disclosures herein and in my prior affidavits, FTI does not represent any interests adverse to the estate and, to the best of my knowledge, remains a "disinterested person" as that term is defined in Section 101(14), as modified by Section 1107(b), of the Bankruptcy Code.



\_\_\_\_\_  
Samuel E. Star

Sworn to and subscribed  
before me this 25<sup>th</sup> day  
of JANUARY, 2013

  
\_\_\_\_\_  
Notary Public

**Haydee Tobey**  
**Notary Public, State of New York**  
**No. 01T06259856**  
**Certificate Filed in New York**  
**Commission Expires April 16, 20** 14