



“*Interim Compensation Order*”).<sup>1</sup> This is the fifteenth monthly statement submitted by Mourant Ozannes.

**FEEES FOR SERVICES RENDERED DURING THE COMPENSATION PERIOD**

1. Set forth below is a list of the positions of the Mourant Ozannes 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 AS A SOLICITOR/ BARRISTER/ ATTORNEY</u>	<u>DATE OF INITIAL EMPLOYMENT</u>	<u>HOURS</u>	<u>RATE (\$)</u>	<u>AMOUNT (\$)</u>
Richard De Basto	Partner – Corp.	UK <sup>2</sup> – 1994 HK <sup>3</sup> – 1997 KY <sup>4</sup> – 2008	06/02/2008	59.60	800	47,680.00
Simon Dickson	Partner - Lit.	UK - 1998 KY – 2002	06/01/2002	7.40	780	5,772.00
James Wauchope	Partner – Corp.	UK - 1988 KY – 1993	12/01/2009	26.30	750	19,725.00
Adam Bathgate	Senior Associate – Corp.	UK – 2006 KY – 2010	10/11/2010	35.00	600	21,000.00
Simon Thomas	Senior Associate – Corp.	UK – 2005 KY – 2012	11/07/2011	24.10	600	14,460.00
Timothy Dawson	Senior Associate – Corp.	UK- 2003 KY-2011	09/24/2011	6.90	600	4,140.00
Nicholas Fox	Managing Associate – Lit.	UK – 2003 EC <sup>5</sup> – 2008 KY – 2009	06/28/2010	0.20	650	130.00
Fleur O'Driscoll	Associate - Lit.	IRL <sup>6</sup> - 2008 UK – 2010 KY – 2011 EC – 2013	05/02/2011	11.50	600	6,900.00
Thomas Berry	Associate – Corp.	UK - 2010	03/06/2013	9.20	425	3,910.00
Tracy Hylton	Associate – Corp.	KY - 2013	07/01/2011	11.40	350	3,990.00

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

<sup>2</sup> England and Wales.

<sup>3</sup> Hong Kong.

<sup>4</sup> Cayman Islands.

<sup>5</sup> Eastern Caribbean – British Virgin Islands.

<sup>6</sup> Ireland.

<u>NAME</u>	<u>POSITION</u>	<u>YEAR ADMITTED AS A SOLICITOR/ BARRISTER/ ATTORNEY</u>	<u>DATE OF INITIAL EMPLOYMENT</u>	<u>HOURS</u>	<u>RATE (\$)</u>	<u>AMOUNT (\$)</u>
Tracey Forbes	Articled Clerk – Corp..	N/A	05/28/2012	59.90	300	17,970.00
Robin Gibb	Articled Clerk - Lit.	N/A	05/18/2011	0.80	300	240.00
<b>SUB TOTAL:</b>						145,917.00
<b>TOTAL FEES REQUESTED</b>						<b>145,917.00</b>

Corp. = Corporate Practice Group  
Lit. = Litigation Practice Group

2. The rates charged by Mourant Ozannes for services rendered to the Debtor are the same rates that it charges generally for professional services rendered to its non-bankruptcy 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 summary list of the expenses incurred by Mourant Ozannes during the Compensation Period in the course of representing the Debtors:

<u>DISBURSEMENT</u>	<u>AMOUNT (\$)</u>
Printing	498.80
Telephone Costs	64.52
Court Searches	24.39
Corporate Services	6,088.72
Courier Charges	97.12
<b>TOTAL:</b>	<b>6,773.55</b>

4. Mourant Ozannes customarily seeks reimbursement for in-house photocopies at the rate of \$0.61 per page. The Amended Guidelines for Fees and Disbursements for Professionals in Southern District of New York Bankruptcy Cases set forth in the Court’s Administrative Order dated January 29, 2013 (General Order M-447) (the “***Guidelines***”), however, provides that photocopies shall be reimbursable at the lesser of \$0.10 per page or cost. Mourant Ozannes has reduced the amount sought as reimbursement of photocopying costs to the

amount of \$0.10 per page and the sum of \$498.80 is requested as reimbursement of in-house printing and duplication. A complete itemization of expenses for which Mourant Ozannes 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) Arcapita Bank B.S.C.(c), Arcapita Building, Bahrain Bay, P.O. Box 1406, Manama, Kingdom of Bahrain (Attn: Henry Thompson); (ii) Gibson Dunn & Crutcher LLP, 200 Park Avenue, New York, NY (Attn: Michael A. Rosenthal, Esq., Janet M. Weiss, Esq. and Matthew K. Kelsey, Esq.); (iii) 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.); (iv) 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.); (v) PIRINATE Consulting Group, LLC, 5 Canoe Brook Drive, Livingston, New Jersey 07039 (Attn: Eugene I. Davis); and (vi) any other party the Court may designate. 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](http://www.gcginc.com/cases/arcapita).

Dated: Grand Cayman, Cayman  
Islands  
October 9, 2013

Respectfully submitted,

/s/Simon Dickson

Simon Dickson

**MOURANT OZANNES**

94 Solaris Avenue, Camana Bay

PO Box 1348, Grand Cayman

KY1-1108, Cayman Islands

Telephone: (345) 814-9110

ATTORNEYS FOR THE DEBTORS

**EXHIBIT A**

Time Records for the Compensation Period

# MOURANT OZANNES

94 Solaris Avenue  
Camana Bay  
PO Box 1348  
Grand Cayman KY1-1108  
Cayman Islands  
T +1 345 949 4123  
F +1 345 949 4647  
[mourantozannes.com](http://mourantozannes.com)

Arcapita Bank B.S.C.  
c/o Gibson Dunn & Crutcher LLP  
200 Park Avenue  
New York NY 10166-0193  
UNITED STATES OF AMERICA

For the Attention of: Mr. Brian J. Kim

Invoice Date: 9 October 2013  
Invoice Number: 300-07599  
Our Reference: 3042199

---

## Arcapita Bank B.S.C. (c) - Scheme of Arrangement

To our professional services rendered with respect to the above named matter.

Should you require further information regarding the work undertaken please contact Mr Simon Dickson by email [Simon.Dickson@mourantozannes.com](mailto:Simon.Dickson@mourantozannes.com) or by telephone +1-345-949-4123

	<b>USD</b>
Professional services	145,917.00
Courier charges	97.12
Mourant Ozannes Corporate Services (Cayman) Limited Invoice	6,088.72
Printing	498.80
Search Fees	24.39
Telephone Costs	64.52

Payment Terms On Presentation **Total Due 152,690.55**

Contact Credit Control on +1 345 949 4123

(Please detach and return if paying by cheque)

---

## Remittance Advice

Bank transfers should be made to the following account quoting the invoice number below:

Invoice Number: 300-07599 **Total Due USD 152,690.55**  
Our Reference: 3042199

Direct Bank Payment	Bank of New York, 1 Wall Street, New York 10286, USA
ABA No.	0210-0001-8
Bank of NY SWIFT	IRVTUS3N
For Credit to Account	803-326-5086
Bank	Butterfield Bank (Cayman) Limited
Bank of Butterfield SWIFT	BNTBKYYK
For Final Credit to	Mourant Ozannes
Account Number	01101 032281

Cheques should be made payable to **Mourant Ozannes** and remitted to:  
94 Solaris Avenue, Camana Bay, PO Box 1348, Grand Cayman, KY1-1108

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Summary**

<b>Fee Earner</b>	<b>Rate</b>
Adam Bathgate	600.00
Fleur O'Driscoll	600.00
James Wauchope	750.00
Nicholas Fox	650.00
Richard De Basto	800.00
Robin Gibb	300.00
Simon Dickson	780.00
Simon Thomas	600.00
Thomas Berry	425.00
Timothy Dawson	600.00
Tracey Forbes	300.00
Tracy Hylton	350.00
<b>Total</b>	



Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
02/09/2013	Adam Bathgate	Plan and Disclosure Statement: Various correspondence GDC regarding execution of resolutions and status of documentation generally.	0.80	480.00
02/09/2013	Adam Bathgate	Plan and Disclosure Statement: Discussion J. Wauchope regarding electronic signatures.	0.50	300.00
02/09/2013	Adam Bathgate	Plan and Disclosure Statement: Telephone call GDC regarding electronic signatures and use of stamps.	0.70	420.00
02/09/2013	Adam Bathgate	Plan and Disclosure Statement: Consideration of issues raised by GDC re implementation resolutions and share transfer forms (0.3); revising documents to address issues raised (0.4) and related correspondence with GDC (0.2).	0.90	540.00
02/09/2013	Timothy Dawson	Plan and Disclosure Statement: Conversations with J. Wauchope re merger document (0.4). Emails with K. Medrano of GDC regarding amendments to merger documents (0.2).	0.60	360.00
02/09/2013	Simon Thomas	Plan and Disclosure Statement: Attention to review of email correspondence re electronic signatures (0.2); conversations with A. Bathgate re same (0.2); conversation with T. Dawson re merger docs (0.1).	0.50	300.00
02/09/2013	Thomas Berry	DIP Financing: Discussion with R. De Basto after reviewing board minutes re changes to Articles (1.8) and drafting shareholder resolution templates in respect of such changes (2.4).	4.20	1,785.00
02/09/2013	James Wauchope	Plan and Disclosure Statement: Reviewing revised draft merger docs.	0.80	600.00
02/09/2013	James Wauchope	Plan and Disclosure Statement: Discussion with T. Dawson regarding merger docs.	0.30	225.00
02/09/2013	James Wauchope	Plan and Disclosure Statement: Reviewing latest draft projected recovery analysis regarding Topco resolutions.	1.00	750.00
02/09/2013	James Wauchope	Plan and Disclosure Statement: Reviewing draft RTA agreement (0.5), disbursing agent agreement (1.0) and ancillary documents in relation to drafting Topco resolutions (0.5).	2.00	1,500.00
02/09/2013	James Wauchope	Plan and Disclosure Statement: Preparing preliminary draft of Topco resolutions.	1.00	750.00
02/09/2013	James Wauchope	Plan and Disclosure Statement: Reviewing Electronic Transactions Law in relation to GDC query about electronic signatures.	0.80	600.00
02/09/2013	James Wauchope	Plan and Disclosure Statement: Telecon with K. Medrano and C. Babcock regarding electronic signatures and signature stamps.	0.50	375.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
02/09/2013	James Wauchope	Plan and Disclosure Statement: Discussion with MO team regarding board meetings.	0.30	225.00
02/09/2013	James Wauchope	Plan and Disclosure Statement: Telecon with K. Medrano of GDC regarding next week's board meetings.	0.30	225.00
02/09/2013	Simon Dickson	Plan and Disclosure Statement: Update from J. Wauchope as to effective date.	0.30	234.00
03/09/2013	Thomas Berry	Plan and Disclosure Statement: Email to K. Medrano of GDC regarding draft board minutes.	0.20	85.00
03/09/2013	Thomas Berry	DIP Financing: Reviewing draft template resolutions produced yesterday and sending to Appleby for comment.	0.60	255.00
03/09/2013	James Wauchope	Plan and Disclosure Statement: Telecon with J. Graves regarding Topco securities disbursement arrangements.	0.50	375.00
03/09/2013	James Wauchope	Plan and Disclosure Statement: Preliminary consideration of drafting Topco launch resolutions.	0.50	375.00
03/09/2013	James Wauchope	Plan and Disclosure Statement: Reviewing multiple implementation and transaction agreements to be entered into by Topco for the purposes of drafting Topco resolutions.	3.00	2,250.00
03/09/2013	James Wauchope	Plan and Disclosure Statement: Further work drafting Topco launch resolutions.	0.80	600.00
03/09/2013	James Wauchope	Plan and Disclosure Statement: Email correspondence with V. Ruiz of GDC in relation to Cayman statutory limitation period.	0.10	75.00
03/09/2013	Simon Thomas	Plan and Disclosure Statement: Attention to review of email correspondence from GDC and attached transition and indemnification agreement (0.8); conversations with S. Dickson re limitation periods (0.5); attention to email correspondence with GDC re same (0.4); call with V. Ruiz (GDC) to discuss same (0.4); follow-up re same (0.1).	2.20	1,320.00
03/09/2013	Simon Dickson	Plan and Disclosure Statement: Discussion with S. Thomas re indemnity and limitation issues.	0.50	390.00
03/09/2013	Fleur O'Driscoll	Fee Applications: Dealing with queries regarding the monthly statement (0.2) and email to T Forbes regarding the draft invoice for the monthly statement (0.1).	0.30	180.00
03/09/2013	Fleur O'Driscoll	Provisional Liquidation: Email to S Dickson regarding the JPLs' fee application (0.1). Discussion with S Dickson re same (0.1) and email to M Rosenthal (GDC) re same (0.1).	0.30	180.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
04/09/2013	Simon Thomas	Plan and Disclosure Statement: Attention to call with GDC (J. Van Name and J. O'Grady) re board agenda and comments on same (0.4); attention to further review of board agenda (0.3); conversations with J. Wauchope re same (0.6).	1.30	780.00
04/09/2013	Thomas Berry	DIP Financing: Discussion with R. De Basto and trainee and updating schedule of guarantors accordingly (1.2); discussion with trainee re deliverables (0.1); looking at dates of court searches as compared to company incorporation dates and considering with R. De Basto (0.3).	1.60	680.00
04/09/2013	James Wauchope	Plan and Disclosure Statement: Drafting amendments to new Topco articles.	0.80	600.00
04/09/2013	James Wauchope	Plan and Disclosure Statement: Drafting shareholder resolutions to adopt new Topco articles.	0.30	225.00
04/09/2013	James Wauchope	Plan and Disclosure Statement: Review of various draft implementation documents.	1.00	750.00
04/09/2013	James Wauchope	Plan and Disclosure Statement: Finalising draft Topco launch resolutions.	1.00	750.00
04/09/2013	James Wauchope	Plan and Disclosure Statement: Email to GDC team regarding Topco resolutions and outstanding issues.	0.30	225.00
04/09/2013	James Wauchope	Plan and Disclosure Statement: Review of draft agenda for next week's telephonic board meetings of Arcapita entities.	0.30	225.00
04/09/2013	James Wauchope	Plan and Disclosure Statement: Discussion with S. Thomas regarding the upcoming telephonic meetings.	0.30	225.00
04/09/2013	Timothy Dawson	Plan and Disclosure Statement: Merger document updates x 4 (2.0); emails GDC re document updates (0.2); telecons and emails Cayman registrar of companies re supporting document requirements (0.3).	2.50	1,500.00
04/09/2013	Nicholas Fox	Plan and Disclosure Statement: Discussing distribution issue with S Dickson.	0.20	130.00
04/09/2013	Simon Dickson	Plan and Disclosure Statement: Considering various issues re disposal of assets and liquidation.	2.00	1,560.00
04/09/2013	Simon Dickson	Plan and Disclosure Statement: Review of limitation issues and call to GDC re same.	0.50	390.00
04/09/2013	Richard De Basto	Plan and Disclosure Statement: Finalising corporate documents required to achieve exit.	2.20	1,760.00
04/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing correspondence from GDC and Paget Brown re registers showing post re-organisation ownership.	1.90	570.00
04/09/2013	Tracey Forbes	Plan and Disclosure Statement: Amending special resolutions regarding article and transfer provisions.	3.60	1,080.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
04/09/2013	Tracey Forbes	DIP Financing: Meeting with T. Berry and R. De Basto to discuss documents for exit facility.	0.30	90.00
04/09/2013	Tracey Forbes	DIP Financing: Meeting with T. Berry to further discuss documents for exit facility.	0.50	150.00
04/09/2013	Tracey Forbes	DIP Financing: Reviewing correspondence from Appleby re special resolutions to amend articles re transfer provisions.	0.40	120.00
04/09/2013	Fleur O'Driscoll	Fee Applications: Email to T Forbes regarding the next monthly statement and review of reply.	0.20	120.00
05/09/2013	Thomas Berry	DIP Financing: Discussing master schedule with R. De Basto and T. Forbes (0.3); circulating once completed review (2.0); instructing trainee to respond to Appleby email re form of Shareholder Resolutions (including updating Resolutions and breaking them out) (0.3).	2.60	1,105.00
05/09/2013	Robin Gibb	Case Administration: Reviewing GCG website for objections filed in relation to 13th Monthly Statement.	0.10	30.00
05/09/2013	Simon Thomas	Plan and Disclosure Statement: Attention to emails re indemnification provisions (0.1); conversation with J. Wauchope re same (0.1); call to V. Ruiz (GDC) to discuss same (0.2); attention to email correspondence from GDC re meeting agendas (0.1); reviewing agendas (0.3); conversations with J. Wauchope re same (0.5); conversations with J. Van Name and C. Babcock (GDC) re same (0.4); conversations with T. Forbes re share registers and Paget Brown (0.3).	2.00	1,200.00
05/09/2013	Timothy Dawson	Plan and disclosure statement: Conversations with J. Wauchope with regards to merger (0.2); emails K. Medrano of GDC with regards to same (0.1); emails P. Tricario of Paget Brown with regards to same (0.3).	0.60	360.00
05/09/2013	Tracey Forbes	DIP Financing: Discussion with T. Hylton regarding the deliverables to be received from Appleby and the litigation court searches for all guarantors.	0.70	210.00
05/09/2013	Tracey Forbes	Fee Applications: Reviewing and amending latest draft of August bill.	1.40	420.00
05/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing correspondence from GDC re revised share registers to be received from Paget-Brown.	0.20	60.00
05/09/2013	Tracey Forbes	Plan and Disclosure Statement: Drafting email to Paget Brown re revised registers for the intended share transfers.	0.30	90.00
05/09/2013	Tracey Forbes	Plan and Disclosure Statement: Discussing updated registers of members with S. Thomas and J. Wauchope.	0.20	60.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
05/09/2013	Tracey Forbes	Plan and Disclosure Statement: Telephone call to Paget Brown re updated registers of members.	0.20	60.00
05/09/2013	Tracey Forbes	Plan and Disclosure Statement: Amending and sending email to Paget Brown re revised registers for the intended share transfers.	0.20	60.00
05/09/2013	Tracey Forbes	DIP Financing: Reviewing and amending the special resolutions to amend articles.	1.10	330.00
05/09/2013	Tracey Forbes	DIP Financing: Reviewing the corporate records of the new exit guarantors.	1.50	450.00
05/09/2013	Tracey Forbes	DIP Financing: Reviewing master schedule of guarantors.	0.10	30.00
05/09/2013	Tracey Forbes	DIP Financing: Discussing with T. Berry revisions of special resolutions to amend articles.	0.40	120.00
05/09/2013	Simon Dickson	Plan and Disclosure Statement: Query re limitation and considering response.	0.40	312.00
05/09/2013	Simon Dickson	Plan and Disclosure Statement: Further email from GDC re limitation.	0.10	78.00
05/09/2013	James Wauchope	Plan and Disclosure Statement: Reviewing correspondence between GDC and MO regarding transition and indemnification agreement.	0.30	225.00
05/09/2013	James Wauchope	Plan and Disclosure Statement: Reviewing suggested board meeting agenda documents.	1.00	750.00
05/09/2013	James Wauchope	Plan and Disclosure Statement: Internal discussion with MO team regarding Monday's board meetings.	1.00	750.00
05/09/2013	Richard De Basto	Plan and Disclosure Statement: Finalising corporate documents required to achieve exit.	2.20	1,760.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing correspondence from GDC re amending board minutes approving restructuring implementation.	0.20	60.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Discussion with J. Wauchope re amending the board minutes approving the restructuring implementation.	0.10	30.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing latest version of AHKL board minutes approving restructuring implementation.	0.40	120.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Email to J. Wauchope re board minutes approving the restructuring implementation.	0.10	30.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Telephone call with Paget Brown re revised share registers for the intended transfers.	0.20	60.00
06/09/2013	Tracey Forbes	DIP Financing: Reviewing correspondence from Appleby re revised security questionnaire and schedule 9.	0.40	120.00
06/09/2013	Tracey Forbes	DIP Financing: Reviewing latest master guarantor schedule to amend details of shareholders.	0.50	150.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
06/09/2013	Simon Thomas	Plan and Disclosure Statement: Conversations with J. Wauchope and R. De Basto re LTCayCo board resolutions and merger of workstreams (0.6); attention to review of all LTCayCo board minutes (1.6); conversations with R. De Basto re same (0.3); call with J. Van Name to discuss same (0.4); attention to follow-up emails re same (0.1); conversation with R. De Basto re Milbank comments (0.1) and review of same (0.2); conversation with J. Wauchope re board meeting process (0.4).	3.70	2,220.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Further review of draft disbursing agent agreement and RTA.	0.80	600.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Email to J. Graves of GDC providing comments on disbursing agent agreement.	0.30	225.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Email correspondence with K. Medrano regarding revisions to board minutes.	0.30	225.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Preparing revised version of board minutes.	0.30	225.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Email to Walkers regarding treasury shares.	0.80	600.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Telecon with J. O'Grady of GDC discussing board approval processes.	0.50	375.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Internal discussion with MO team regarding board approval processes and mechanics.	1.00	750.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Email correspondence with K. Medrano regarding share registers.	0.30	225.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Discussion with T. Forbes regarding updating share registers.	0.30	225.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Telecon with M. Gibbons of GDC regarding authorised signatories.	0.30	225.00
06/09/2013	James Wauchope	Plan and Disclosure Statement: Emailing MO team regarding next week's closing procedures.	0.30	225.00
06/09/2013	Richard De Basto	Plan and Disclosure Statement: Finalising corporate documents required to achieve exit.	4.60	3,680.00
06/09/2013	Tracey Forbes	DIP Financing: Further amending special resolutions regarding articles.	0.30	90.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Drafting and sending email to Paget Brown re revised share registers for the intended share transfers.	0.20	60.00
06/09/2013	Tracey Forbes	DIP Financing: Discussion with R. De Basto re special resolutions.	0.50	150.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Drafting and sending email to GDC re distribution list for revised share registers for the intended share transfers.	0.30	90.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Call with Paget Brown re distribution list for revised share registers for intended share transfers.	0.20	60.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing correspondence from Paget Brown re distribution list for revised share registers for intended share transfers.	0.50	150.00
06/09/2013	Tracey Forbes	Plan and Disclosure Statement: Telephone call with Paget Brown re distribution list for updated share registers and annotations on updated registers.	0.20	60.00
06/09/2013	Tracey Forbes	DIP Financing: Further amending draft special resolutions to amend articles (1.2); creating blacklines of same (0.2).	1.40	420.00
06/09/2013	Tracey Forbes	DIP Financing: Drafting and sending email to Appleby attaching special resolutions to amend articles.	0.30	90.00
06/09/2013	Tracey Forbes	DIP Financing: Completing the special resolutions to amend articles in respect of the various categories of companies.	2.20	660.00
06/09/2013	Fleur O'Driscoll	Plan and Disclosure Statement: Email to S Dickson regarding next steps.	0.10	60.00
06/09/2013	Fleur O'Driscoll	Fee Applications: Reviewing and amending the draft invoice for the 14th monthly statement.	0.60	360.00
08/09/2013	Tracey Forbes	Fee Applications: Reviewing and amending latest draft of August bill.	1.50	450.00
08/09/2013	Tracey Forbes	DIP Financing: Reviewing company registers received from Paget Brown reflecting post 17 September transfers.	1.20	360.00
08/09/2013	Tracey Forbes	DIP Financing: Amending special resolutions regarding articles.	0.60	180.00
08/09/2013	Tracey Forbes	DIP Financing: Discussion with R. De Basto re amendments to special resolutions amending articles.	0.10	30.00
08/09/2013	Tracey Forbes	DIP Financing: Drafting and sending email to Appleby attaching completed amended special resolutions.	0.50	150.00
08/09/2013	Tracey Forbes	DIP Financing: Reviewing deliverables (proxies, share transfers and mortgage notices) sent from Appleby to check and confirm interest holders.	3.20	960.00
08/09/2013	Tracey Forbes	DIP Financing: Reviewing emails from Appleby re comments on the Mortgage of Shares.	0.10	30.00
08/09/2013	Tracey Forbes	DIP Financing: Sending email to R. De Basto attaching comments on the deliverables (proxies, share transfers and mortgage notices) sent from Appleby.	0.40	120.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
08/09/2013	Richard De Basto	Plan and Disclosure Statement: Finalising corporate documents required to achieve exit.	2.40	1,920.00
09/09/2013	Simon Thomas	Plan and Disclosure Statement: Closing board meetings - final review of documents and e-mail correspondence and printing documents in preparation for board calls (1.1); attending first round of board meetings for implementation steps (1.3); attention to email correspondence with J. Wauchope re same (0.3); conversations with A. Bathgate and R. De Basto re meetings (0.4); preparation for final board call (0.4) and attending same (0.5); follow-up conversation with R. De Basto re same (0.2); conversation with A. Bathgate re outstanding issues (0.3).	4.50	2,700.00
09/09/2013	Adam Bathgate	Plan and Disclosure Statement: Attendance at board meetings approving restructuring implementation.	2.50	1,500.00
09/09/2013	Robin Gibb	Case Administration: Email in from F O'Driscoll and amending schedule of receipted monies.	0.10	30.00
09/09/2013	Timothy Dawson	Plan and Disclosure Statement: Attending K. Medrano emails with regards to the merger documentation (0.2); conversation with J. Wauchope with regards to same (0.1); reviewing Companies Law (0.1); conversation with R. De Basto with regards to same (0.1).	0.50	300.00
09/09/2013	Tracey Forbes	Fee Applications: Reviewing and amending draft August bill.	2.00	600.00
09/09/2013	Tracey Forbes	DIP Financing: Reviewing correspondence from Appleby re special resolutions to amend articles and updated schedule 9.	0.20	60.00
09/09/2013	Tracey Forbes	Fee Applications: Further reviewing and amending draft August bill.	2.00	600.00
09/09/2013	Richard De Basto	Plan and Disclosure Statement: Finalising corporate documents required to achieve exit.	5.80	4,640.00
09/09/2013	Richard De Basto	Plan and Disclosure Statement: Attending board meetings.	1.00	800.00
09/09/2013	Fleur O'Driscoll	Plan and Disclosure Statement: Discussions with S Dickson regarding the winding up of AIHL and next steps (0.2). Email prepared and out to M Rosenthal re same (0.2). Review of replies from Alvarez and Marsal and Gibson Dunn re same (0.1).	0.50	300.00
09/09/2013	Fleur O'Driscoll	Provisional Liquidation: Emails to and from Campbells regarding the fee application (0.2)	0.20	120.00
10/09/2013	Tracey Forbes	Fee Applications: Continued review of draft August bill.	0.40	120.00
10/09/2013	Richard De Basto	Plan and Disclosure Statement: Call with Milbank and Appleby to finalise corporate documents required to achieve exit.	0.40	320.00



Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
10/09/2013	Richard De Basto	Plan and Disclosure Statement: Finalising corporate documents required to achieve exit.	1.80	1,440.00
10/09/2013	Robin Gibb	Case Administration: Reviewing email in from F O'Driscoll (0.1). Comparing Alvarez and Marsal fee payment schedule against Mourant schedule (0.1) and email to Fleur O'Driscoll re same (0.1).	0.30	90.00
10/09/2013	Tracey Forbes	Fee Applications: Reviewing email from F. O'Driscoll re amendments to draft August bill (0.1); further amending draft August bill (0.9).	1.00	300.00
10/09/2013	Adam Bathgate	Plan and Disclosure Statement: Consideration of request for additional share transfer forms and resolutions from GDC (0.3) and response (0.2); drafting documents requested (1.0); related correspondence (0.5).	2.00	1,200.00
10/09/2013	Adam Bathgate	Plan and Disclosure Statement: Drafting legal opinion and director's certificate in relation to proposed licence to assign lease.	2.80	1,680.00
10/09/2013	Tracey Forbes	DIP Financing: Reviewing opinion master schedule to organize and arrange upcoming court search for legal opinion.	0.50	150.00
10/09/2013	Simon Dickson	Plan and Disclosure Statement: Review of spreadsheet and call with team re HSBC account.	0.80	624.00
10/09/2013	Simon Dickson	Plan and Disclosure Statement: Update from A Bathgate as to plan progress.	0.50	390.00
10/09/2013	Simon Thomas	Plan and Disclosure Statement: Attention to review of LTCayCo resolutions circulated by Milbank (0.4). Attention to e-mail to J. Van Name (GDC) re outstanding LTCayCo resolutions (0.3). Call with J. Van Name to discuss same (0.3). Attention to e-mail correspondence re opinion (0.1). Conversations with A. Bathgate and R. De Basto re same (0.4). Attention to e-mail correspondence re same (0.3). Attention to e-mails with J. Van Name re Articles (0.3).	2.10	1,260.00
10/09/2013	Fleur O'Driscoll	Fee Applications: Emails to and from T Forbes regarding the next monthly statement (0.4). Discussion with T Forbes re same (0.2). Further discussion with S Dickson re same (0.1).	0.70	420.00
10/09/2013	Fleur O'Driscoll	Case Administration: Review of email and attachments in from S Fuller re the escrow account (0.3). Review of spreadsheet setting out invoices and receipts (0.1). Discussions with S Dickson re same (0.3).	0.70	420.00
10/09/2013	Fleur O'Driscoll	Fee Applications: Detailed review of draft invoice for next monthly statement (3.1). Email to T Forbes regarding steps to be taken (0.1).	3.20	1,920.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
11/09/2013	Tracey Forbes	Fee Applications: Reviewing F. O'Driscoll's comments to draft August bill.	0.70	210.00
11/09/2013	Adam Bathgate	Plan and Disclosure Statement: Various correspondence regarding legal opinion (0.5); review and consideration of comments on opinion (0.5).	1.00	600.00
11/09/2013	Adam Bathgate	Plan and Disclosure Statement: Drafting board resolutions to approve licence to assign lease for Topco.	1.00	600.00
11/09/2013	Adam Bathgate	Plan and Disclosure Statement: Revising draft opinion and responding to specific issues raised.	2.20	1,320.00
11/09/2013	Adam Bathgate	Fee Applications: Reviewing invoice and amending time entries.	0.50	300.00
11/09/2013	Tracey Forbes	DIP Financing: Reviewing opinion master schedule in preparation for legal opinion court search (0.5); amending court search list of companies (0.5); discussing same with R. De Basto (0.1); amending and finalising court search list (0.5); reviewing matter file for updated court search forms (0.6).	2.20	660.00
11/09/2013	Tracey Forbes	DIP Financing: Further amending court search list for legal opinion (1.0); discussing certificates of good standing with R. De Basto (0.1); email to Paget Brown re certificates of good standing (0.3).	1.40	420.00
11/09/2013	Tracey Forbes	DIP Financing: Drafting and sending email to Paget Brown requesting certificates of good standing for companies in relation to legal opinion.	0.30	90.00
11/09/2013	Tracey Forbes	Fee Applications: Further reviewing and amending draft August bill (0.4); discussing amendments to draft bill with H. Edmunds (0.2).	0.60	180.00
11/09/2013	Timothy Dawson	Plan and Disclosure Statement: Emails GDC re executed merger documents (0.2); conversation with J. Wauchope re executed merger documents (0.2); review executed merger documents (0.5); summarise filing requirements for Paget Brown (0.5); email registrar of companies (0.1) re filing of merger documents; correspondence Paget Brown re filing confirmation (0.2).	1.70	1,020.00
11/09/2013	Simon Dickson	Plan and Disclosure Statement: Email to JPLs re HSBC account.	0.20	156.00
11/09/2013	Richard De Basto	Plan and Disclosure Statement: Amending our opinion on the sukuk and further review.	0.80	640.00
11/09/2013	Richard De Basto	Plan and Disclosure Statement: Finalising corporate documents required for us to give opinion on the sukuk.	2.30	1,840.00
11/09/2013	Richard De Basto	Plan and Disclosure Statement: Compiling condition precedent documents for Exit Facility.	2.60	2,080.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
11/09/2013	Richard De Basto	Plan and Disclosure Statement: Reviewing opinion to be issued in relation to a UK property lease.	0.70	560.00
11/09/2013	Fleur O'Driscoll	Fee Applications: Dealing with queries/amendments to invoice for monthly statement.	0.40	240.00
12/09/2013	Simon Dickson	Plan and Disclosure Statement: Attend Court with JPLs for fee application.	1.00	780.00
12/09/2013	Simon Dickson	Plan and Disclosure Statement: Email re HSBC account.	0.10	78.00
12/09/2013	Adam Bathgate	Plan and Disclosure Statement: Correspondence Paget Brown and K. Medrano of GDC regarding updated schedule of proposed share transfers.	0.10	60.00
12/09/2013	Adam Bathgate	Plan and Disclosure Statement: Reviewing and considering final comments on legal opinion (0.3); revising legal opinion (0.6); related correspondence with J. Emly of GDC (0.3).	1.20	720.00
12/09/2013	Adam Bathgate	Plan and Disclosure Statement: Drafting additional board resolutions regarding contribution and subscription agreement.	0.80	480.00
12/09/2013	Simon Thomas	Plan and Disclosure Statement: Conversation with T. Dawson re merger.	0.20	120.00
12/09/2013	Tracey Forbes	DIP Financing: Reviewing email from Paget Brown re good standing certificates in relation to legal opinion (0.2); reviewing and amending master schedule of companies (2.0); reviewing corporate records for exit guarantors (2.7).	4.90	1,470.00
12/09/2013	Timothy Dawson	Plan and Disclosure Statement: Email to P. Tricario in respect of merger filing (0.5); correspondence with Paget Brown and GDC following merger confirmation (0.3); conversation R. De Basto confirming merger completion steps (0.2).	1.00	600.00
12/09/2013	Richard De Basto	Plan and Disclosure Statement: Review and sending comments to Appleby on Cayman security documents.	1.30	1,040.00
12/09/2013	Richard De Basto	Plan and Disclosure Statement: Preparing documents required to issue the sukuk opinion.	1.70	1,360.00
12/09/2013	Richard De Basto	Plan and Disclosure Statement: Preparing deliverables under the Cayman security document.	1.80	1,440.00
13/09/2013	Tracey Forbes	DIP Financing: Reviewing certificates of good standing for exit guarantors.	0.40	120.00
13/09/2013	Adam Bathgate	Plan and Disclosure Statement: Telephone call J. Emly of GDC re legal opinion (0.2); telephone call J. Graves of GDC re execution of resolutions and certificate (0.2); instructing T. Forbes re ancillary documents and court search (0.3); finalising draft opinion and related correspondence J Emly of GDC (0.5).	1.20	720.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
13/09/2013	Adam Bathgate	Plan and Disclosure Statement: Telephone call J. Weisser of GDC re possible guarantee to be given by Mudareb and legal opinion.	0.40	240.00
13/09/2013	Adam Bathgate	Plan and Disclosure Statement: Correspondence with GDC re changes of Topco board (0.2); follow-up telephone call with J. O'Grady (0.2); reviewing draft board minutes (0.3); updating directors' certificate (0.3); follow-up correspondence and telephone calls with J. O'Grady and M. Gibbons (0.3).	1.30	780.00
13/09/2013	Adam Bathgate	Plan and Disclosure Statement: Telephone call GDC regarding opinion on guarantee to be given by Mudareb.	0.50	300.00
13/09/2013	Adam Bathgate	Plan and Disclosure Statement: Correspondence Paget Brown re adoption of amended Topco articles and changes to Topco board.	0.30	180.00
13/09/2013	Adam Bathgate	Plan and Disclosure Statement: Drafting legal opinion, director certificate and board resolutions in relation to guarantee.	3.10	1,860.00
13/09/2013	Simon Thomas	Plan and Disclosure Statement: Attention to email correspondence re registers (0.2); conversations with A. Bathgate re same (0.2).	0.40	240.00
13/09/2013	Richard De Basto	Plan and Disclosure Statement: Preparing conditions precedent documents for Exit Facility.	6.80	5,440.00
13/09/2013	Richard De Basto	Plan and Disclosure Statement: Collating supporting documents to issue our opinion on the Exit Facility.	3.20	2,560.00
13/09/2013	Richard De Basto	Plan and Disclosure Statement: Compilation of all documents needed to issue our opinion on the sukuk.	1.90	1,520.00
13/09/2013	Richard De Basto	Plan and Disclosure Statement: Issuing (in escrow) our opinion on the sukuk.	0.70	560.00
13/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing correspondence from Paget Brown re updated registers.	0.10	30.00
13/09/2013	Tracey Forbes	Plan and Disclosure Statement: Discussing legal opinion with A. Bathgate (0.2); telephone call with GDC re execution of director certificates and resolutions in relation to legal opinion (0.3); emailing final versions of director certificates and resolutions to GDC (0.4).	0.90	270.00
13/09/2013	Tracey Forbes	DIP Financing: Reviewing court search form for legal opinion (0.2) and amending same (0.1).	0.30	90.00
13/09/2013	Tracey Forbes	DIP Financing: Reviewing and amending opinion master schedule of guarantors.	2.10	630.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
13/09/2013	Tracey Forbes	DIP Financing: Preparing director certificate packs for all existing Cayman Guarantors and all new Cayman Guarantors by compiling all supporting documents to issue our opinion on the Exit Facility(7.4); emailing certificates of good standing to Appleby (0.3).	7.70	2,310.00
13/09/2013	Fleur O'Driscoll	Fee Applications: Review and amendments to the draft invoice for monthly statement.	1.50	900.00
14/09/2013	Adam Bathgate	Plan and Disclosure Statement: Correspondence Paget Brown and GDC regarding changes to directors of RA entities.	0.30	180.00
15/09/2013	Adam Bathgate	Plan and Disclosure Statement: Various correspondence with GDC and Paget Brown in preparation for closing tomorrow.	0.80	480.00
15/09/2013	Adam Bathgate	Plan and Disclosure Statement: Various correspondence GDC regarding issue of legal opinion (0.4); finalising opinion (0.2); review of executed opinion documents held in escrow (0.4).	1.00	600.00
15/09/2013	Richard De Basto	Plan and Disclosure Statement: Compiling documents required to issue our opinions and condition precedent documents.	2.30	1,840.00
16/09/2013	Adam Bathgate	Plan and Disclosure Statement: Attendance at closing call (0.6) and related preparation (1.4); various correspondence with Paget Brown re filings and updates to registers (0.5); various correspondence K Medrano of GDC re same issues (0.5); telephone calls Paget Brown and GDC re updates to registers (0.5); review of updated registers (0.5); conversation S Thomas re timing of share transfers (0.4); further telephone calls K Medrano and M Gibbons of GDC re Cayman closing mechanics (0.6).	5.00	3,000.00
16/09/2013	Adam Bathgate	Plan and Disclosure Statement: Consideration of Kaye Scholer comments on opinion (0.4); discussion R. De Basto re same (0.2); revising opinion (0.4) and detailed response to certain points raised (0.6).	1.60	960.00
16/09/2013	Robin Gibb	Case Administration: Review of first Chapter 11 Order (0.1) and email to D Levin to confirm all entities listed (0.1). Review email in from D Levin, responding and email to F O'Driscoll (0.1).	0.30	90.00
16/09/2013	Tracey Forbes	Fee Applications: Reviewing latest draft of August bill.	1.40	420.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
16/09/2013	Tracey Forbes	DIP Financing: Reviewing emails from Paget Brown re post restructuring registers of members, registers of mortgages and charges, and registers of directors in relation to share transfers (1.0); reviewing emails from Appleby re updated closing checklist reflecting all deliverables received to date (0.2); discussing same with T. Hylton (0.1).	1.30	390.00
16/09/2013	Tracey Forbes	Plan and Disclosure Statement: Telecon with Milbank, GDC and Arcapita re exit financing deliverables (0.3); discussing same with T. Hylton, J. Wauchope, R. De Basto, A. Bathgate and S. Thomas (0.1).	0.40	120.00
16/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing emails from Appleby re Cayman deliverables.	0.20	60.00
16/09/2013	Simon Thomas	Plan and Disclosure Statement: Preparation for UCC board call (0.6); attention to preliminary call (0.5); conversation with A. Bathgate share transfer timing (0.4); reviewing registers of members re share transfers (0.6); conversations with J. Wauchope re filing of resolutions and Articles (0.5); call with S. Coleman (Paget Brown) re same (0.3); attention to drafting sample template resolution for filing (0.5); conversation with J. Wauchope re LTCayCo share transfers (0.3); email correspondence with Paget Brown re filings (0.4); attending UCC sign-off call (0.4); conversations with A. Bathgate re same (0.4); call with J. Van Name re transaction holdcos and Cayman filing requirements (0.4).	5.30	3,180.00
16/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing emails from Paget Brown, GDC and Appleby re annotated registers of members relating to share transfers.	0.10	30.00
16/09/2013	James Wauchope	Plan and Disclosure Statement: Preparation and attendance of preliminary closing call.	1.00	750.00
16/09/2013	James Wauchope	Plan and Disclosure Statement: Telecon with S. Coleman regarding closing mechanics.	0.30	225.00
16/09/2013	James Wauchope	Plan and Disclosure Statement: Considering and advising GDC as to share registrations to implement restructuring.	0.80	600.00
16/09/2013	James Wauchope	Plan and Disclosure Statement: Participating in closing call for release of signed documents.	0.50	375.00
16/09/2013	Tracy Hylton	Fee Applications: Attention to comments on August bill and amending relevant entries (0.3); further reviewing all time entries and making final comments (2.3).	2.60	910.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
16/09/2013	Tracy Hylton	Plan and Disclosure Statement: Brief update from R. De Basto (0.1) and email to Appleby requesting confirmation in respect to Closing Deliverables (0.2).	0.30	105.00
16/09/2013	Tracy Hylton	DIP Financing: Attention to email from Appleby in respect to latest closing deliverables checklist (0.1); review of closing deliverables checklist (0.1); discussing Appleby's email and latest closing deliverables checklist with R. De Basto and T. Forbes (0.1); attending closing call with MO team & GDC teams (0.3); preparing emails to Paget Brown outlining outstanding closing deliverables and requesting requisite documents be forwarded to Appleby (0.5); preparing email to Paget Brown in respect to change in composition of board of all obligors (0.2); attention to emails (1.3) and calls with Paget Brown in respect to closing deliverables and register of directors (0.2); providing Appleby with copies of requested certificates of incorporation on matter file (0.4); attention to email from GDC in respect to executed versions of amended organisational documents for certain obligors (0.1) and emailing same to GDC (0.2); attention to emails from Paget Brown, Appleby and GDC in respect to closing deliverables (0.5) and checking off documents delivered (0.4).	4.40	1,540.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Additional call with GDC, L&W, Milbank and Appleby to go through condition precedent checklist.	0.40	320.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Further call with GDC, L&W, Milbank and Appleby to go through condition precedent checklist.	0.60	480.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Call with GDC, L&W, Milbank and Appleby to go through condition precedent checklist.	0.40	320.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Attending all party completion call.	0.30	240.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Call with GDC, L&W, Milbank and Appleby to go through condition precedent checklist.	0.40	320.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Reviewing executed sukuk documents and issuing out sukuk opinion.	0.40	320.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Reviewing executed Exit Facility documents and issuing out Exit Facility opinion.	0.50	400.00

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
 Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Reviewing final draft of Cayman security document.	0.70	560.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Compiling condition precedent documents.	3.90	3,120.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Compiling documentation required to issue the Exit Facility opinion.	3.80	3,040.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Liaising with registered office of Cayman obligors to ensure condition precedent documents are provided and are correct.	1.30	1,040.00
16/09/2013	Richard De Basto	Plan and Disclosure Statement: Finalising the Exit Facility opinion.	0.40	320.00
16/09/2013	Fleur O'Driscoll	Plan and Disclosure Statement: Dealing with query from R de Basto regarding chapter 11 (0.4). Emails to and from R Gibb re same (0.2).	0.60	360.00
16/09/2013	Fleur O'Driscoll	Fee Applications: Dealing with queries regarding the upcoming monthly statement (0.4) and review of draft invoice for monthly statement (0.4).	0.80	480.00
17/09/2013	Adam Bathgate	Plan and Disclosure Statement: Telephone call J. Emly of GDC re Topco legal opinion.	0.30	180.00
17/09/2013	Adam Bathgate	Plan and Disclosure Statement: Consideration of further K Scholer comments on legal opinion. Revising opinion and response.	2.20	1,320.00
17/09/2013	Tracey Forbes	Plan and Disclosure Statement: Reviewing emails from Paget Brown re annotated registers of members and directors in respect to new guarantors (0.1); reviewing emails from Appleby re fully executed versions of the Cayman share mortgage and debenture (0.1).	0.20	60.00
17/09/2013	Simon Thomas	Plan and Disclosure Statement: Conversations with J. Wauchope re Effective Date, outstanding items and implications (0.4); attention to email correspondence with Paget Brown re documentation (0.2); call with J. Van Name (GDC) to discuss timing (0.4); follow-up conversations with R. De Basto and T. Hylton (0.3) and J. Wauchope (0.6) re same.	1.90	1,140.00
17/09/2013	Tracy Hylton	Fee Applications: Final review of August bill and providing same to F. O'Driscoll along with all marked-up drafts.	1.10	385.00
17/09/2013	Simon Dickson	Plan and Disclosure Statement: Various updates re effective date and closing.	1.00	780.00
17/09/2013	James Wauchope	Plan and Disclosure Statement: Discussion with R. De Basto as to closing procedures.	0.30	225.00
17/09/2013	Tracy Hylton	DIP Financing: Attention to collating all Arcapita director certificates and corporate records.	3.00	1,050.00



Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Time Detail**

<b>Date</b>	<b>Fee Earner</b>	<b>Time Card Narrative</b>	<b>Hours</b>	<b>Amount</b>
17/09/2013	Fleur O'Driscoll	Fee Applications: Review of email in from D Levin regarding compensation procedures (0.2).	0.20	120.00
17/09/2013	Fleur O'Driscoll	Fee Applications: Review and amendments to the draft invoice for the monthly statement.	1.20	720.00
<b>Total</b>			<b>252.30</b>	<b>145,917.00</b>

Client Name: Arcapita Bank B.S.C. Invoice Number: 300-07599  
Matter Name: Arcapita Bank B.S.C. (c) - Scheme of Arrangement Invoice Date: 9 October 2013

**Summary of Outstanding Debtor Balances**

<b>Invoice Date</b>	<b>Invoice Number</b>	<b>Original Amount</b>	<b>Outstanding Amount</b>
17 Dec 2012	300-05849	86,977.34	17,279.70
18 Jan 2013	300-06000	274,071.52	54,521.20
31 Jan 2013	300-06225	116,908.39	23,335.60
12 Mar 2013	300-06357	20,992.64	4,196.40
16 Apr 2013	300-06469	29,218.40	2,381.80
22 May 2013	300-06756	147,052.37	29,232.00
19 Jun 2013	300-06925	348,033.39	68,294.60
08 Jul 2013	300-07079	198,848.01	39,345.80
19 Aug 2013	300-07260	89,450.15	17,878.60
19 Sep 2013	300-07434	269,941.44	269,941.44

**EXHIBIT B**

Expenses Incurred During the Compensation Period

<b><u>DISBURSEMENT TYPE</u></b>	<b><u>DETAILS</u></b>	<b><u>AMOUNT (\$)</u></b>
In-house Printing and Duplication	Between 1 September 2013 and 17 September 2013	498.80
Telephone Costs	02 September 2013	11.38
	03 September 2013	7.74
	06 September 2013	0.13
	06 September 2013	4.18
	06 September 2013	1.56
	10 September 2013	6.62
	11 September 2013	2.49
	12 September 2013	3.47
	13 September 2013	0.14
	13 September 2013	5.23
	13 September 2013	1.49
	13 September 2013	0.09
	13 September 2013	0.17
	13 September 2013	0.19
	16 September 2013	6.90
	16 September 2013	0.23
16 September 2013	5.25	
16 September 2013	7.26	
Court Searches	13 September 2013 – Search of Grand Court Originating Process Registers	24.39
Courier Charges	DHL Courier Charge – 20 September 2013	44.81
	DHL Courier Charge – 20 September 2013	52.31
Corporate Services	Professional fees and Cayman Islands Government charges in relation to incorporation of Sukuk Issuer entity	6,088.72
<b>TOTAL:</b>		<b><u>6,773.55</u></b>