

**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)
:
Reorganized Debtors.¹ : Confirmed
:
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**ORDER GRANTING MOTION TO ESTIMATE UNLIQUIDATED CLAIMS
FOR PURPOSES OF ESTABLISHING RESERVE IN CONNECTION WITH
DISTRIBUTIONS UNDER CHAPTER 11 PLAN**

Upon consideration of (i) the motion of the above-captioned Reorganized Debtors [Docket No. 1664] (the “Motion”)² seeking entry of an order, pursuant to section 502(c) of the Bankruptcy Code and section 8.10 of the Plan, estimating the amount of certain unliquidated claims for the purpose of establishing a reserve for such claims in connection with making distributions under the Plan, (ii) the Rinaldi Declaration in support of the relief requested in the Motion, filed as Exhibit B to the Motion, and (iii) the presentation of counsel at the hearing held on November 21, 2013; and the Court having found that it has jurisdiction to consider the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and the Court having found that venue of this proceeding in this district is proper pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having found that notice of the Motion and the hearing thereon was appropriate under the circumstances and that no other or further notice is required; and the Court having determined that the legal and factual bases set forth in the Motion and the Rinaldi Declaration establish just

¹ The chapter 11 case captioned In re Falcon Gas Storage Company, Inc., No. 12-11790 (Bankr. S.D.N.Y.) is being administered jointly with the other above-captioned cases, but no plan has been confirmed in such case.

² Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

cause for the relief granted herein; and the Court having found that the relief requested in the Motion is in the best interests of the Reorganized Debtors and other parties in interest; and upon the record of the hearing and of all proceedings before the Court in these chapter 11 cases; and *for the reasons stated at the hearing*, it is hereby:

1. **ORDERED** that the relief requested in the Motion is granted to the extent provided in this Order.

2. **ORDERED** that pursuant to section 502(c) of the Bankruptcy Code and section 8.10 of the Plan, solely for the purpose of establishing the Reserve necessary to commence distributions to the holders of Allowed Claims in the Applicable Classes, each of the claims identified on Exhibit A attached hereto is estimated in the amount set forth on Exhibit A.

3. **ORDERED** that the estimation of the Unliquidated Claims herein does not establish the maximum allowable amount for any Unliquidated Claim.

4. **ORDERED** that the Reorganized Debtors are authorized and directed to establish the Reserve for the Unliquidated Claims in the amount of \$467,508,407.57.

5. **ORDERED** that the Unliquidated Claims shall remain on the claims register subject to the Reorganized Debtors' right to further object to any or all of them on any basis, and that such right is expressly preserved.

6. **ORDERED** that, except as expressly set forth in this Order, nothing in this Order constitutes an admission or finding with respect to any Unliquidated Claim.

7. **ORDERED** that the Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York
November 26, 2013

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

Exhibit A

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ARCAPITA BANK B.S.C.(C), ET AL.
EXHIBIT A

CLAIM NO.	NAME OF CLAIMANT	DEBTOR & CASE NO.	ESTIMATED RESERVE AMOUNT
81	ZCOF Chicago Hotel LLC	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$4,047,642.33
88	Investor 50344 [Address on File]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$1,743,305.46
92	Investor 50788 [Address on File]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$10,626,925.83
97	Fortis Bank SA/NV	Arcapita Investment Holdings Limited 12-11077 (SHL)	\$12,000.00
98	Fortis Bank SA/NV	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$12,000.00
124	Investor 52022 [Address on File]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$521,270.62
138	Investor 50777 [Address on File]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$31,874.04
305	Employee 1001 [Address on File]	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$3,998,965.02
383	GP Zachariades Overseas Ltd.	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$20,748,703.18
481	Arcsukuk (2011-1) Limited	Arcapita Investment Holdings Limited 12-11077 (SHL)	\$100,263,769.29
504	Commerzbank AG	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$165,525,000.00
505	Commerzbank AG	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$17,214,600.00
519	Arcsukuk (2011-1) Limited	Arcapita Bank B.S.C.(c) 12-11076 (SHL)	\$100,263,769.29