

and (c) the Case Management Procedures approved by the Court in the above-captioned cases,¹ shall set forth the name of the objecting party, the basis for the objection and the specific grounds thereof, and shall be filed with the Court (a) electronically in accordance with General Order M-399 (which can be found at www.nysb.uscourts.gov/court-info/local-rules-and-orders/general-orders) by registered users of the Bankruptcy Court's case filing system, and (b) by all other parties in interest, on a 3.5-inch disk, preferably in Portable Document Format (PDF), WordPerfect, or any other Windows-based word processing format (with two hard copies delivered directly to Chambers), in accordance with the customary practices of the Court and General Order M-399, to the extent applicable, and served in accordance with General Order M-399 and upon: (i) the Chambers of the Honorable Sean H. Lane, One Bowling Green, New York, New York 10004; (ii) counsel for the Reorganized Debtors, Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005 (Attn: Evan R. Fleck, Esq.); (iii) counsel to the Hashem Parties, William B. Kerr, 44 Wall Street, 12th Floor, New York, New York 10005; and (iv) 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.), so as to be filed and received no later than **May 6, 2014 at 4:00 p.m. (prevailing Eastern Time)** (the "Objection Deadline").

PLEASE TAKE FURTHER NOTICE that, if no responses or objections to the Stipulation are timely filed, served, and received by the Objection Deadline, the relief requested shall be deemed unopposed, and the Court may enter an order granting the relief sought herein without a hearing.

¹ See Order (A) Waiving the Requirement that Each Debtor File a List of Creditors and Equity Security Holders and Authorizing Maintenance of Consolidated List of Creditors in Lieu of a Matrix; (B) Authorizing Filing of a Consolidated List of Top 50 Unsecured Creditors; and (C) Approving Case Management Procedures [Docket No. 21].

PLEASE TAKE FURTHER NOTICE that if a written objection is timely served and filed, a hearing to consider the Stipulation (the "Hearing") will be held before the Honorable Sean H. Lane, U.S. Bankruptcy Judge, in Room 701 of the United States Bankruptcy Court, One Bowling Green, New York, New York 10004 on **June 10, 2014 at 11:00 a.m.** (**prevailing Eastern Time**), or as soon thereafter as counsel may be heard.

PLEASE TAKE FURTHER NOTICE that objecting parties are required to attend the Hearing, and failure to appear may result in relief being granted or denied upon default.

Dated: April 29, 2014
New York, New York

MILBANK, TWEED, HADLEY & M^cCLOY LLP

/s/ Evan R. Fleck
Dennis F. Dunne
Evan R. Fleck
Lena Mandel
One Chase Manhattan Plaza
New York, NY 10005-1413
Telephone: (212) 530-5000

Counsel for the Reorganized Debtors

Exhibit A

Stipulation and Agreed Order

Presentment Date and Time: May 7, 2014 at 12:00 p.m. (prevailing Eastern Time)

Objection Deadline: May 6, 2014 at 4:00 p.m. (prevailing Eastern Time)

Hearing Date and Time (Only if Objection Filed): June 10, 2014 at 11:00 a.m. (prevailing Eastern Time)

Dennis F. Dunne
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*Counsel for the Reorganized Debtors and
the New Holding Companies*

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

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In re:	:	
	:	Chapter 11
	:	
ARCAPITA BANK B.S.C.(C), <u>et al.</u> ,	:	Case No. 12-11076 (SHL)
	:	
Reorganized Debtors.	:	Confirmed.
	:	
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STIPULATION AND AGREED ORDER REGARDING CLAIM NUMBERS 289-294

This stipulation (the “Stipulation”) is made and entered into, through their respective undersigned counsel, by and among (i) the above-captioned Reorganized Debtors, (ii) Nada Nashaat Z. Hashem, (iii) Dr. Ahmad Nashaat Z. Hashem, and (iv) Salma Mohammed S. Al-Mahassni (collectively, the “Parties” and the Parties other than the Reorganized Debtors, collectively, the “Hashem Parties”), to resolve proofs of claim numbers 289-294 (collectively, the “Proofs of Claim”) filed by the Hashem Parties in the above-captioned chapter 11 cases.

RECITALS

WHEREAS, on March 19, 2012 (the “Petition Date”), the predecessors-in-interest to the Reorganized Debtors (collectively, the “Debtors”) filed for bankruptcy protection under chapter 11 of the Bankruptcy Code.

WHEREAS, on June 8, 2012, Debtor Arcapita Bank B.S.C.(c) (“Arcapita Bank”) filed its Schedule F, which listed the following non-contingent, liquidated, and undisputed liabilities in favor of the Hashem Parties (the “Originally Scheduled Claims”):

- a. Investor 51259 in the amount of \$159.86 described as “Unrestricted Investment Account Claim” (see Schedule F, page 403, Docket No. 212);
- b. Investor 51470 in the amount of \$3,869.17 described as “Unrestricted Investment Account Claim” (see Schedule F, page 448, Docket No. 212); and
- c. Investor 50228 in the amount of \$685.64 described as “Unrestricted Investment Account Claim” (see Schedule F, page 193, Docket No. 212).

WHEREAS, on February 4, 2013, Arcapita Bank amended its Schedule F to, among other matters, list the following non-contingent, liquidated, and undisputed liability in favor of Nada Nashaat Z. Hashem (the “Scheduled Rights Offering Claim”):

- a. Investor 51259 in the amount of \$45,000 described as “Rights Offering – Undelivered Shares” (see Amendment to Schedule F, page 12, Docket No. 821).

WHEREAS, each of the Hashem Parties filed two of the Proofs of Claim, one each against Arcapita Bank and WindTurbine Holdings Limited.

WHEREAS, the Debtors objected to each of the Proofs of Claim in their Second Omnibus Objection to Claims [Docket No. 1050] (the “Objection”).

WHEREAS, the Parties desire to resolve the Objection with respect to all of the Proofs of Claim without the time, expense, and uncertainty attendant to litigation.

NOW THEREFORE, THE PARTIES STIPULATE AND AGREE, AND UPON THE APPROVAL BY THE UNITED STATES BANKRUPTCY COURT FOR THE SOUTHERN DISTRICT OF NEW YORK, IT SHALL BE ORDERED AND BINDING ON ALL PARTIES IN INTEREST AS FOLLOWS:

STIPULATION

1. The Originally Scheduled Claims are hereby allowed as general unsecured claims against Arcapita Bank, and the applicable Hashem Party shall be provided, on account of the applicable Originally Scheduled Claim, the recovery payable to claims classified as Class 5(a) Claims under the *Second Amended Joint Plan of Reorganization of Arcapita Bank B.S.C.(c) and Related Debtors Under Chapter 11 of the Bankruptcy Code (With First Technical Modifications)*, dated as of June 11, 2013 [Docket No. 1265].

2. In full and final satisfaction of all claims asserted in the Proofs of Claim, the Reorganized Debtors shall cause \$12,500 in cash to be paid at the direction of the Hashem Parties promptly upon this Stipulation being “so ordered” by this Court.

3. Upon such payment, (i) each Proof of Claim shall be deemed withdrawn, and (ii) and the Scheduled Rights Offering Claim shall be disallowed in its entirety and expunged from the claims register in these cases.

4. The Reorganized Debtors’ official claims agent is directed to take any and all actions necessary to effectuate the relief granted pursuant to this Stipulation.

5. This Stipulation constitutes the entire agreement among the Parties regarding the subject matter hereof.

6. This Stipulation may be executed in one or more counterparts and by facsimile or electronic copy, all of which shall be considered effective as an original signature.

7. The Parties acknowledge that this Stipulation is their joint work product and that, accordingly, in the event of ambiguities in this Stipulation, no inferences shall be drawn against either party on the basis of authorship of this Stipulation.

8. The Bankruptcy Court shall retain exclusive jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Stipulation.

CONSENTED AND AGREED TO BY:

Dated: April 29, 2014
New York, New York

Dated: April 29, 2014
New York, New York

**MILBANK, TWEED, HADLEY &
M^cCLOY LLP**

KERR, LLP

/s/ Evan R. Fleck _____

/s/ William B. Kerr _____

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Telephone: (212) 423-0305

Counsel for the Hashem Parties

Counsel for the Reorganized Debtors

SO ORDERED,

UNITED STATES BANKRUPTCY JUDGE

Dated: _____