

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

In re

ARCAPITA BANK B.S.C.(C), et al.,

Debtors.

Chapter 11

Case No. 12-11076 (SHL)

(Jointly Administered)

**ORDER AUTHORIZING THE RETENTION OF EPIQ BANKRUPTCY
SOLUTIONS, LLC AS INFORMATION AGENT FOR THE OFFICIAL
COMMITTEE OF UNSECURED CREDITORS**

Upon the application (the “Application”)¹ of the Official Committee of Unsecured Creditors (the “Committee”) of Arcapita Bank B.S.C.(c) and its affiliated debtors in possession (collectively, the “Debtors”) in the above-captioned cases (the “Chapter 11 Cases”) for an order authorizing the Committee to employ and retain Epiq Bankruptcy Solutions, LLC (“Epiq”) as Information Agent to the Committee, to, among other things, create a website for the purpose of providing access to information to creditors in accordance with the terms of the Retention Agreement, a true and correct copy of which is attached to the Application as Exhibit C, all as more fully set forth in the Application; and this Court having jurisdiction to order the relief provided herein in accordance with 28 U.S.C. §§ 157 and 1334 and Amended Standing Order of Reference M-431, dated January 31, 2012 (Preska, Acting C.J.); and this being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Application having been given, and no other

¹ Capitalized terms used but not defined herein shall have the same meanings ascribed to them in the Application.

or further notice need be provided; and the relief requested in the Application being in the best interests of the Debtors and their estates and creditors; and the Court having reviewed the Application and the Meyerowitz Declaration; and the Court having determined that the legal and factual bases set forth in the Application and the Meyerowitz Declaration establish just cause for the relief granted herein; and upon all of the proceedings had before the Court; and the Court being satisfied based on the representations made in the Application and the Meyerowitz Declaration that Epiq is “disinterested” as that term is defined under section 101(14) of the Bankruptcy Code, and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED THAT:

1. The Application is granted to the extent provided herein.
2. The Committee is authorized, pursuant to section 1103(a) of the Bankruptcy Code, to employ and retain Epiq as their Information Agent in accordance with the terms and conditions of the Retention Agreement, as generally described in the Application and the Meyerowitz Declaration, effective as of April 24, 2012, the date upon which the Committee selected Epiq as their Information Agent.
3. Epiq is authorized to render the following professional services:
 - a. establishing and maintaining a website (the “Committee Website”) that provides, without limitation:
 - i. general information concerning the Debtors, including, case docket, access to docket filings, and general information concerning significant parties in the Chapter 11 Cases;
 - ii. contact information for the Debtors (and any information hotlines that they establish), the Debtors’ counsel and the Committee’s counsel;
 - iii. highlights of significant events in the Chapter 11 Cases;

- iv. the date by which unsecured creditors must file their proofs of claim;
- v. the voting deadline with respect to any chapter 11 plan of reorganization filed in the Chapter 11 Cases;
- vi. a calendar with upcoming significant events in the Chapter 11 Cases;
- vii. access to the claims docket as and when established by the Debtors or The Garden City Group, Inc., the claims and noticing agent for the Debtors retained in the Chapter 11 Cases;
- viii. the Debtors' monthly operating reports;
- ix. a general overview of the chapter 11 process;
- x. press releases (if any) issued by each of the Committee and the Debtors;
- xi. a non-public form to submit creditor questions, comments and requests for access to information;
- xii. responses to creditor questions, comments and requests for access to information; *provided*, that the Committee may privately provide such responses in the exercise of its reasonable discretion, including in the light of the nature of the information request and the creditor's agreements to appropriate confidentiality and trading constraints; *provided further*, that any such provision of information by the Committee is subject to the Stipulation and Agreed Order Between Debtors and Official Committee of Unsecured Creditors Regarding Creditor Access to Information Pursuant to 11 U.S.C. §§ 105(a), 1102(b)(3) and 1103(c) [Docket No. 207], entered by the Court on June 6, 2012.
- xiii. answers to frequently asked questions; and
- xiv. links to other relevant websites (e.g., the Debtors' corporate website, the website maintained by The Garden City Group, Inc. on behalf of the Debtors, and the website of the U.S. Trustee).

- b. Establish and maintain a telephone number and electronic mail address for creditors to submit questions and comments.
- c. Assist the Committee with certain administrative tasks, including, but not limited to, printing and serving documents as directed by the Committee and its counsel.
- d. Provide a confidential data room, upon the request of the Committee.

4. The Debtors are authorized and directed to compensate Epiq on a monthly basis in accordance with the terms and conditions of the Retention Agreement, upon Epiq's submission to the Committee, the Debtors and the United States Trustee of monthly invoices summarizing in reasonable detail the services rendered and expenses incurred in connection therewith.

5. The Committee, the Debtors, and the United States Trustee shall have ten (10) business days to advise Epiq of any objections to the monthly invoices. If an objection is raised to an Epiq invoice, the Debtors will remit to Epiq only the undisputed portion of the invoice and, if applicable, will pay the remainder to Epiq upon the resolution of the dispute. All objections that are not resolved by the parties shall be preserved and presented to the Court by the objecting party at the next interim or final fee application hearing to be heard by the Court.

6. If at any time Epiq increases the rates for its services, Epiq will file a supplemental declaration with the Court describing such increases and provide notice of such increases to the United States Trustee.

7. Epiq shall use its best efforts to avoid any duplication of services provided by any of the Committee's other retained professionals in these Chapter 11 Cases. To the extent the terms of this Order are in any way inconsistent with the Application or Meyerowitz Declaration, the terms of this Order shall govern. The Committee is authorized to take all actions necessary to effectuate the relief granted pursuant to this Order in accordance with the Application.

8. The terms and conditions of this Order shall be immediately effective and enforceable upon its entry.
9. All time periods set forth in this Order shall be calculated in accordance with Bankruptcy Rule 9006(a).
10. The Court retains jurisdiction with respect to all matters arising from or related to the interpretation and implementation of this Order.
11. Notice of the Application as provided herein shall be deemed good and sufficient notice of the Application.

Dated: August 6, 2012
New York, New York

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