

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

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: **Chapter 11**
: **Case No. 12-11076 (SHL)**
: **Jointly Administered**
: X

IN RE:
ARCAPITA BANK B.S.C.(c), et al.,
Debtors.

**ORDER SHORTENING THE NOTICE PERIOD WITH
RESPECT TO THE DEBTORS' MOTION FOR AN ORDER AUTHORIZING
THE DEBTORS TO GRANT APPROVALS AND CONSENTS IN CONNECTION
WITH SALE BY NON-DEBTOR SUBSIDIARY**

Upon consideration of the motion (the "*Motion*")¹ of Arcapita Bank B.S.C.(c) ("*Arcapita Bank*"), Arcapita Investments Holdings Limited ("*AIHL*"), Arcapita LT Holdings Limited ("*ALTHL*") and certain of their subsidiaries, as debtors and debtors in possession (collectively, the "*Debtors*" and each, a "*Debtor*") in the above-captioned chapter 11 cases (the "*Chapter 11 Cases*"), for entry of an order shortening the notice period with respect to the Debtors' *Motion For An Order Authorizing The Debtors To Grant Approvals And Consents in Connection With Sale By Non-Debtor Subsidiary* (the "*Sunrise Sale Motion*"); 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 and the Motion in this district is proper pursuant to 28 U.S.C §§ 1408 and 1409; and the Court having found that the relief requested in the Motion is in the best interests of Debtors' estates, their creditors, and other parties in interest; and it appearing that no other or further notice is necessary except as provided herein; and the Court having reviewed the Motion and having considered statements in support of the relief requested therein; and the Court having determined that the legal and factual bases set forth in the Motion

¹ Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor,

IT IS HEREBY ORDERED:

1. The Motion is granted to the extent set forth below.

2. The hearing to consider the Sunrise Sale Motion shall be held on December 18, 2012, at 10:00 a.m. (prevailing Eastern Time) before the Honorable Sean H. Lane, United States Bankruptcy Court, One Bowling Green, New York, New York 10004-1408, Courtroom 701.

The hearing on the Sunrise Sale Motion may be adjourned from time to time without further notice other than an announcement of the adjourned date or dates in open court. Notice of such adjourned date(s) will be available on the electronic case filing docket.

3. The Debtors shall serve a copy of this Order within one day of entry thereof, by electronic mail, facsimile and/or overnight mail, on the Notice Parties (as defined below).

4. Any and all objections to the Sunrise Sale Motion must be in writing, shall conform to the Federal Rules of Bankruptcy Procedure and Local Rules of the Court, and shall be filed, with proof of service, with the Clerk of the Court and served on the following parties (the "*Notice Parties*") so as to be received by December 12, 2012, at 5:00 p.m. (prevailing Eastern Time):

- (a) counsel to the Debtors, attention: Michael A. Rosenthal, Craig M. Millet and Matthew K. Kelsey, Gibson, Dunn & Crutcher LLP, 200 Park Avenue, New York, NY 10166-0193;
- (b) counsel to the Committee, attention: Dennis Dunne, Esq. and Evan Fleck, Esq., Milbank, Tweed, Hadley & McCloy LLP, 1 Chase Manhattan Plaza, New York, New York 10005;
- (c) counsel to HCN UK, attention: Evan C. Hollander, Esq., Arnold & Porter LLP, 399 Park Avenue, New York, New York 10022 and Charles A. Malloy, Esq., Arnold & Porter LLP, 555 Twelfth Street, N.W., Washington, D.C. 20004; and

- (d) the Office of the United States Trustee for the Southern District of New York, attention: Richard Morrissey, 33 Whitehall Street, New York, New York 10004,

with a courtesy copy delivered to the chambers of the Honorable Sean H. Lane, United States Bankruptcy Court, One Bowling Green, New York, New York 10004-1408. ***Replies, if any, are due by December 17, 2012 at 10:00 a.m.***

5. The Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

Dated: New York, New York
December 4, 2012

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