

Exhibit G

Proposed Order

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	
SEA CONTAINERS LTD., <i>et al.</i> ,	)	Case No. 06-11156 (KJC)
	)	
Debtors.	)	Jointly Administered
	)	

**[PROPOSED] ORDER AWARDING COMPENSATION
AND REIMBURSEMENT OF EXPENSES**

The Court considered this Eighth Monthly Application Of Houlihan Lokey Howard & Zukin Capital, Inc. For Allowance Of Compensation For Services Rendered And For Reimbursement Of Expenses As Financial Advisor To The Official Committee Of Unsecured Creditors Of Sea Containers Ltd Et Al. For The Period May 1, 2008 through May 31, 2008 (the "Application"), which Application requests allowance and payment of compensation and reimbursement of expenses in accordance with §105 and §331 of the Bankruptcy Code, and it appearing that notice of the Application was duly given in accordance with the provisions of the Bankruptcy Rules, and no further notice being necessary, and upon the record being made before this Court, and after due deliberation, and sufficient cause appearing therefore, it is hereby;

ORDERED that the Application is granted, and the Debtors are directed to pay Houlihan Lokey, to the extent not already paid pursuant to the Revised Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals Pursuant to 11 U.S.C. §§ 105(a) and 331 [Docket No. 46, 91] (the "Motion"), \$150,000 for professional services and reimbursement of reasonable and necessary out-of-pocket expenses of \$8,591.63.

Dated: _____, 2008

THE HONORABLE KEVIN J. CAREY
UNITED STATES BANKRUPTCY JUDGE