

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited  
liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**Hearing Date: August 11, 2015 at 2:00 PM (ET)**

**Obj. Deadline: August 4, 2015 at 4:00 PM (ET)**

**DEBTORS' MOTION FOR ENTRY OF AN ORDER  
(A) APPROVING THE DISCLOSURE STATEMENT, (B) APPROVING  
THE SOLICITATION PROCEDURES, (C) APPROVING THE FORM OF  
BALLOTS AND NOTICES IN CONNECTION THEREWITH, (D) ESTABLISHING  
THE PLAN CONFIRMATION SCHEDULE, AND (E) GRANTING RELATED RELIEF**

The above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) file this motion (the “**Motion**”) for entry of an order, substantially in the form attached hereto as **Exhibit A** (the “**Disclosure Statement Order**”): (a) approving the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan*, (as amended, supplemented, or otherwise modified from time to time, the “**Disclosure Statement**”) [Docket No. 141], filed in connection with the *Debtors’ Joint Prearranged Chapter 11 Plan* (as amended, supplemented, or otherwise modified from time to time, the “**Plan**”) [Docket No. 140];<sup>2</sup> (b) approving the solicitation procedures (the “**Solicitation Procedures**”) with respect to Confirmation of the Plan; (c) approving the form of Ballots and notices in connection therewith; (d) scheduling certain dates with respect thereto (the “**Plan Confirmation Schedule**”); and (e) granting related relief. In support of this Motion, the Debtors respectfully state as follows:

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not defined herein have the meanings ascribed to such terms in the Plan or the Disclosure Statement, as applicable.

### **Jurisdiction**

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference from the United States District Court for the District of Delaware*, dated February 29, 2012. This matter is a core proceeding within the meaning of 28 U.S.C. § 157(b)(2), and the Debtors consent pursuant to Rule 9013-1(f) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the “**Local Rules**”) to the entry of a final order by the Court in connection with this motion to the extent that it is later determined that the Court, absent consent of the parties, cannot enter final orders or judgments in connection herewith consistent with Article III of the United States Constitution.

2. Venue is proper pursuant to 28 U.S.C. §§ 1408 and 1409.

3. The statutory bases for the relief requested herein are sections 105(a), 502, 1123(a), 1124, 1125, 1126, and 1128 of title 11 of the United States Code, 11 U.S.C. §§ 101-1532 (the “**Bankruptcy Code**”), Rules 2002, 3003, 3016, 3017, 3018, 3020, and 4007 of the Federal Rules of Bankruptcy Procedure (the “**Bankruptcy Rules**”), and Local Rules 2002-1 and 3017-1.

### **Background**

4. On June 9, 2015 (the “**Petition Date**”), each of the Debtors commenced a case with this Court under chapter 11 of the Bankruptcy Code. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code. No trustee or examiner has been requested or appointed in these chapter 11 cases.

5. On June 19, 2015, the Office of the United States Trustee for the District of

Delaware (the “**U.S. Trustee**”) appointed an official committee of unsecured creditors (the “**Committee**”).

6. Additional information about the Debtors’ business and the events leading up to the Petition Date can be found in the *Declaration of Kevin Nystrom, Chief Restructuring Officer, Interim Chief Executive Officer, and President of Boomerang Tube, LLC, in Support of Chapter 11 Petitions and First Day Pleadings* [Docket No. 2] (the “**First Day Declaration**”).

7. The Debtors filed the Plan and the Disclosure Statement on June 30, 2015.

8. To maximize value for the Debtors’ stakeholders, including minimizing the costs and expenses to the Debtors that are attendant to the chapter 11 process, the Debtors propose to confirm the Plan in a timely and efficient manner. Specifically, the Plan Confirmation Schedule proposed by this Motion is as follows:

<b>Event</b>	<b>Date</b>
Disclosure Statement Objection Deadline	July 30, 2015 at 4:00 p.m. (ET)
Disclosure Statement Hearing	August 11, 2015 at 2:00 p.m. (ET)
Voting Record Date	August 11, 2015 at 5:00 p.m. (ET)
Solicitation Date	August 17, 2015
Voting Deadline	September 14, 2015 at 5:00 p.m. (ET)
Plan Objection Deadline	September 14, 2015 at 4:00 p.m. (ET)
Confirmation Hearing	September 21, 2015 at 10:30 a.m. (ET)

**Relief Requested**

9. The Debtors seek entry of the Disclosure Statement Order (a) approving the Disclosure Statement; (b) approving the Solicitation Procedures; (c) approving the form of Ballots and notices in connection therewith; (d) establishing the Plan Confirmation Schedule; and (e) granting related relief.

10. The related exhibits annexed to the Disclosure Statement Order for which the Debtors seek the Court's approval and which are cited throughout this Motion are as follows:

<b>Solicitation Procedures</b>	<b>Exhibit 1</b>
<b>Confirmation Hearing Notice</b>	<b>Exhibit 2</b>
<b>Debtors' Letter to Holders of Claims in the Voting Classes</b>	<b>Exhibit 3</b>
<b>Form of Ballot</b>	<b>Exhibit 4</b>
<b>Presumed-to-Accept Notice</b>	<b>Exhibit 5</b>
<b>Deemed-to-Reject Notice</b>	<b>Exhibit 6</b>
<b>Assumption Notice</b>	<b>Exhibit 7</b>
<b>Rejection Notice</b>	<b>Exhibit 8</b>
<b>Disputed Claim Notice</b>	<b>Exhibit 9</b>

**Summary of Status and Voting Rights**

11. In accordance with section 1126 of the Bankruptcy Code, the Plan contemplates classifying Holders of Claims and Interests into certain Classes for all purposes, including with respect to voting on the Plan, as follows:

<b>Class</b>	<b>Claim or Interest</b>	<b>Voting Rights</b>	<b>Status</b>
1	Other Secured Claims	Presumed to Accept	Unimpaired
2	Other Priority Claims	Presumed to Accept	Unimpaired
3	ABL Facility Claims	Entitled to Vote	Impaired
4	Term Loan Facility Claims	Entitled to Vote	Impaired
5	SBI Secured Claims	Entitled to Vote	Impaired

6	General Unsecured Claims <sup>3</sup>	[_____]	[_____]
7	Intercompany Claims	Presumed to Accept	Unimpaired
8	Intercompany Interests	Presumed to Accept	Unimpaired
9	Boomerang Preferred Units	Deemed to Reject	Impaired
10	Boomerang Common Units	Deemed to Reject	Impaired
11	Boomerang Other Equity Securities	Deemed to Reject	Impaired
12	Section 510(b) Claims	Deemed to Reject	Impaired

12. The treatment of General Unsecured Claims under the Plan remains to be determined. Once such treatment is determined, the Debtors will file a revised form of order with conforming changes. For purposes of the Motion, the Disclosure Statement Order and related exhibits, and the Solicitation Procedures, Class 6 General Unsecured Claims will be included in the definition of Voting Classes (as defined herein) if General Unsecured Claims are determined to be eligible to vote on the Plan, and they will be included in the definition of Deemed Rejecting Classes and Non-Voting Classes (each as defined herein) if General Unsecured Claims are deemed to reject the Plan.

### **Basis for Relief**

#### **I. The Disclosure Statement Contains Adequate Information and Should Be Approved**

##### **A. The “Adequate Information” Standard**

13. Pursuant to section 1125 of the Bankruptcy Code, a chapter 11 plan proponent must provide holders of impaired claims and interests entitled to vote on the plan with “adequate

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<sup>3</sup> The treatment of General Unsecured Claims under the Plan remains to be determined.

information” regarding that plan. Section 1125(a)(1) of the Bankruptcy Code provides, in relevant part, as follows:

‘[A]dequate information’ means information of a kind, and in sufficient detail, as far as is reasonably practicable in light of the nature and history of the debtor and the condition of the debtor’s books and records, including a discussion of the potential material Federal tax consequences of the plan to the debtor, any successor to the debtor, and a hypothetical investor typical of the holders of claims or interests in the case, that would enable such a hypothetical investor of the relevant class to make an informed judgment about the plan . . . .

14. A disclosure statement is intended primarily to provide all material information that holders of claims and interests affected by a proposed plan need to make an informed decision whether to vote for or against the plan. *See Krystal Cadillac-Oldsmobile GMC Truck, Inc. v. Gen. Motors Corp.*, 337 F.3d 314, 321 (3d Cir. 2003) (“Under 11 U.S.C. § 1125(b), a party seeking chapter 11 bankruptcy protection has an affirmative duty to provide creditors with a disclosure statement containing adequate information to enable a creditor to make an informed judgment about the Plan.” (internal quotation marks, citations omitted)); *Century Glove, Inc. v. First Am. Bank of N.Y.*, 860 F.2d 94, 100 (3d Cir. 1988) (“[S]ection 1125 seeks to guarantee a minimum amount of information to the creditor asked for its vote.”); *In re RNI Wind Down Corp.*, No. 06-10110, 2007 WL 949647, at \*10 (Bankr. D. Del. Mar. 29, 2007) (“The issue in determining whether to approve a disclosure statement is whether the disclosure statement ‘contain[s] adequate information.’”).

15. The determination of whether a disclosure statement includes adequate information is made on a case-by-case basis, and courts exercise broad discretion when evaluating whether a disclosure statement contains adequate information. *See, e.g., Oneida Motor Freight, Inc. v. United Jersey Bank*, 848 F.2d 414, 417 (3d Cir. 1988) (“From the

legislative history of section 1125 we discern that adequate information will be determined by the facts and circumstances of each case.”); *Lisanti v. Lubetkin (In re Lisanti Foods, Inc.)*, 329 B.R. 491, 507 (D.N.J. 2005) (“The legislative notes to § 1125 provide that ‘[b]oth the kind and form of information are left essentially to the judicial discretion of the court, guided by the specification . . . that it be of a kind and in sufficient detail that a reasonable and typical investor can make an informed judgment about the plan.’”); *see also* S. Rep. No. 95-989, at 121 (1978), *reprinted in* 1978 U.S.C.C.A.N. 5787, 5907 (stating that “the information required will necessarily be governed by the circumstances of the case”).

16. In making the determination whether a disclosure statement contains adequate information as required by section 1125 of the Bankruptcy Code, courts typically look for disclosures related to topics such as:

- the events which led to the filing of a bankruptcy petition;
- the relationship of the debtor with its affiliates;
- a description of the available assets and their value;
- the company’s anticipated future;
- the source of information stated in the disclosure statement;
- the debtor’s condition and performance while in chapter 11;
- claims asserted against the debtor;
- the chapter 11 plan or a summary thereof;
- information relevant to the risks posed to creditors under the plan;
- the actual or projected realizable value from recovery of preferential or otherwise avoidable transfers;
- litigation likely to arise in a nonbankruptcy context; and

- tax consequences of the plan.

*See, e.g., In re Phx. Petroleum Co.*, 278 B.R. 385, 393 (Bankr. E.D. Pa. 2001); *In re U.S. Brass Corp.*, 194 B.R. 420, 424–25 (Bankr. E.D. Tex. 1996); *In re Scioto Valley Mortg. Co.*, 88 B.R. 168, 170–71 (Bankr. S.D. Ohio 1988); *In re Metrocraft Pub. Servs., Inc.*, 39 B.R. 567, 568 (Bankr. N.D. Ga. 1984).

## **B. The Disclosure Statement Contains “Adequate Information”**

17. In accordance with section 1125 of the Bankruptcy Code and Bankruptcy Rule 3016, the Disclosure Statement provides “adequate information” to allow holders of claims entitled to vote to cast informed votes on the Plan. Specifically, the Disclosure Statement contains a number of categories of information that courts consider “adequate information,” including:

- the Plan, including a summary of the classifications and treatment of all Classes of claims and interests, and estimated recoveries for holders of claims and interests in particular classes (*see* Disclosure Statement, Art. I);
- the history of the Debtors’ businesses, including the events leading to the commencement of these chapter 11 cases (*see* Disclosure Statement, Arts. III and IV);
- a description of the Debtors’ prepetition capital structure and operations (*see* Disclosure Statement, Art. III);
- certain risk factors to consider that may affect the Plan (*see* Disclosure Statement, Art. VII);
- certain federal income tax consequences of the Plan (*see* Disclosure Statement, Art. X);
- the procedures for voting on the Plan (*see* Disclosure Statement, Art. II); and
- the provisions governing distributions under the Plan (*see* Disclosure Statement, Art. VI).



The Disclosure Statement thus complies with section 1125 of the Bankruptcy Code because it contains information that is sufficient to permit a hypothetical reasonable investor to make an informed judgment about the Plan.

18. The Debtors will continue to review the Disclosure Statement, and, based upon their ongoing review and further developments in these chapter 11 cases, may make additional changes and/or disclosures prior to the hearing to consider the Disclosure Statement (the “**Disclosure Statement Hearing**”). Any additional disclosures will only increase the amount of information being provided to Holders of Claims and Interests, and will consequently enhance the adequacy of information in the Disclosure Statement. Accordingly, the Debtors submit that the Disclosure Statement contains “adequate information” and therefore should be approved.

**C. The Disclosure Statement Hearing Notice Will Provide Adequate Notice of the Disclosure Statement Hearing**

19. Bankruptcy Rule 3017(a) requires the Debtors to provide not less than 28 days’ notice of the Disclosure Statement Hearing to creditors and other parties in interest. In addition, Bankruptcy Rule 2002(b) requires that creditors receive at least 28 days’ notice of the time fixed for filing objections to the adequacy of a disclosure statement. Local Rule 3017-1 requires that creditors and other parties in interest receive at least 35 days’ notice of the Disclosure Statement Hearing and at least 28 days’ notice of the time fixed for filing objections to the adequacy of a disclosure statement.

20. On July 1, 2015, the Debtors caused all known creditors and equity holders to be mailed a notice of the Disclosure Statement Hearing (the “**Disclosure Statement Hearing Notice**”), which identified: (a) the date, time, and place of the Disclosure Statement Hearing; (b)

the manner in which a copy of the Disclosure Statement (and the Plan as an exhibit thereto) can be obtained; and (c) the deadline and procedures for filing objections to the approval of the Disclosure Statement. Additionally, the Debtors distributed copies of the Disclosure Statement Hearing Notice and the Disclosure Statement, including the Plan as an exhibit to the Disclosure Statement, in paper format, to all parties who have filed notices of appearance or requested service in these chapter 11 cases pursuant to Bankruptcy Rule 2002.

21. Thus, all parties in interest will have 28 days' notice of the deadline to object to the approval of the Disclosure Statement and 35 days' notice of the Disclosure Statement Hearing in compliance with Bankruptcy Rules 3017(a) and 2002(b) and Local Rule 3017-1. Accordingly, the Debtors request that the Court find that notice of the hearing to approve the Disclosure Statement was adequate under the facts and circumstances of these cases.

## **II. The Court Should Approve the Plan Confirmation Schedule**

22. The Debtors request that the Court approve the Plan Confirmation Schedule in accordance with section 1126(c) of the Bankruptcy Code, Bankruptcy Rules 2002, 3017, and 3018, and Local Rules 2002-1 and 3017-1.

### **A. The Voting Record Date**

23. Bankruptcy Rule 3017(d) provides that upon approval of a disclosure statement, except to the extent that the Court orders otherwise with respect to one or more unimpaired classes of creditors or equity security holders, a plan proponent shall mail to all creditors, all equity security holders, and the U.S. Trustee a copy of the plan, the disclosure statement, notice of the voting deadline, and such other information as the court may direct. For purposes of soliciting votes in connection with the confirmation of a plan, "creditors and equity security holders shall include holders of stocks, bonds, debentures, notes, and other securities of record

on the date the order approving the disclosure statement is entered or another date fixed by the Court, for cause, after notice and a hearing.” Fed. R. Bankr. P. 3017(d). Additionally, Bankruptcy Rule 3018(a) provides, in relevant part, that:

an equity security holder or creditor whose claim is based on a security of record shall not be entitled to accept or reject a plan unless the equity security holder or creditor is the holder of record of the security on the date the order approving the disclosure statement is entered or on another date fixed by the court, for cause, after notice and a hearing.

24. Accordingly, the Debtors request that the Court establish August 11, 2015, at 5:00 p.m. (prevailing Eastern Time) as the record date (the “**Voting Record Date**”) for the purposes of determining the Holders of Claims that are entitled to vote on the Plan, and thus receive the Solicitation Package pursuant to the Solicitation Procedures (and, in the case of non-voting Classes, for the purposes of determining the Holders of Claims and Interests to receive the Solicitation Package).

25. With respect to Class 3 (ABL Facility Claims) and Class 4 (Term Loan Facility Claims), immediately following close of business on the Voting Record Date, the ABL Facility Agent and Term Loan Agent, respectively, will furnish to the Debtors and to Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”), the Debtors’ administrative advisor in these cases, a list of the ABL Facility Lenders and Term Loan Lenders, including their mailing addresses and principal claim amounts due and owing as of the Record Date, which shall be used to determine the Holders and respective amounts of Class 3 and Class 4 Claims entitled to vote on the Plan.

26. If a Holder of a Claim in a Voting Class transfers all of such Claim to one or more parties on or after the Voting Record Date and before the Holder has cast its vote on the Plan, such Holder will be automatically deemed to have provided a voting proxy to the purchaser(s) of

the Holder's Claim, and the purchaser(s) will be deemed to be the Holder(s) as of the Voting Record Date for purposes of voting on the Plan, provided that the transfer complies with any applicable requirements of the Plan Support Agreement..

**B. The Voting Deadline**

27. Bankruptcy Rule 3017(c) provides, in relevant part, “[o]n or before approval of the disclosure statement, the court shall fix a time within which the holders of claims and interests may accept or reject the plan . . . .” The Debtors request that the Court establish September 14, 2015, at 5:00 p.m. (prevailing Eastern Time) as the Voting Deadline, unless the Debtors extend such deadline in their sole discretion. The Confirmation Hearing Notice (which is defined herein and part of the Solicitation Package) also prominently displays the Voting Deadline. The Debtors believe that this timeframe provides all parties in interest adequate time to consider the Solicitation Package and respond by casting their respective Ballots.

**C. The Plan Objection Deadline**

28. Bankruptcy Rule 2002(b)(2) provides that creditors and the U.S. Trustee receive not less than 28 days’ notice by mail of the time fixed “for filing objections and the hearing to consider confirmation of a . . . chapter 11 . . . plan.” Relatedly, under Bankruptcy Rule 3020(b)(1), objections to confirmation of a plan must be filed and served “within a time fixed by the court.”

29. The Debtors request that the Court establish September 14, at 4:00 p.m. (prevailing Eastern Time) as the deadline by which objections to Confirmation of the Plan, if any, must be filed and served in accordance with the Confirmation Hearing Notice (the “**Plan Objection Deadline**”). The Debtors submit that the Plan Objection Deadline complies with the Bankruptcy Rules and believe that the Plan Objection Deadline will afford the Court, the

Debtors, and all parties in interest sufficient time to consider any objections to the Plan prior to the Confirmation Hearing. The Debtors further request that objections to Confirmation of the Plan must:

- be in writing;
- conform to the Bankruptcy Rules and the Local Rules;
- state the name, address, phone number, and email address of the objecting party and the amount and nature of the Claim or Interest of such entity, if any;
- state with particularity the basis and nature of any objection to the Plan and, if practicable, a proposed modification to the Plan that would resolve such objection; and
- be filed, contemporaneously with proof of service, with the Court and served so that they are actually received by the notice parties identified in the Confirmation Hearing Notice by the Plan Objection Deadline.

**D. The Confirmation Hearing**

30. In accordance with Bankruptcy Rules 2002(b) and 3017(c) and section 1128 of the Bankruptcy Code (requiring a plan confirmation hearing), the Debtors request that the Confirmation Hearing be scheduled for September 21, 2015 at 10:30 a.m. (prevailing Eastern Time). The Debtors submit that the proposed scheduling for the Confirmation Hearing complies with the Bankruptcy Code, the Bankruptcy Rules, and the Local Rules and will enable the Debtors to pursue Confirmation of the Plan within the timeframe contemplated by the Debtors so as to preserve the value of the Estates to be distributed to the Debtors' creditors.

31. The Debtors plan to file the Plan Supplement no later than five (5) days before the Confirmation Hearing. The Debtors do not intend to serve copies of the Plan Supplement but will make them available on the Solicitation Agent's website maintained for these cases at no charge.

### III. The Court Should Approve the Solicitation Procedures

32. To solicit acceptances or rejections of the Plan effectively, and consistent with the requirements of the Bankruptcy Code, the Bankruptcy Rules, the Local Rules, and due process, the Debtors seek approval of the Solicitation Procedures, substantially in the form annexed as **Exhibit 1** to **Exhibit A** attached hereto.<sup>4</sup> The Solicitation Procedures will allow the Debtors to distribute solicitation materials and tabulate acceptances of the Plan effectively and efficiently. Furthermore, the Debtors respectfully submit that the Solicitation Procedures, together with the notice of entry of the Disclosure Statement Order and Confirmation Hearing, substantially in the form annexed as **Exhibit 2** to **Exhibit A** attached hereto (the “**Confirmation Hearing Notice**”), provide adequate notice to all Holders of Claims and Interests regarding the solicitation process as well as the relevant dates associated with the Plan Confirmation Schedule.

#### A. Classes Entitled to Vote

33. Based on the Schedules, the Proofs of Claim filed in these chapter 11 cases, and the structure of the Plan, the Plan provides for twelve Classes of Claims or Interests. Of those Classes, the Debtors submit that the following Classes are Impaired but are entitled to receive distributions under the Plan and, therefore, may vote on the Plan (the “**Voting Classes**”):

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<sup>4</sup> To the extent that circumstances require further modifications of, or amendments to, the Solicitation Procedures, the Debtors reserve the right to supplement or amend the Solicitation Procedures to further facilitate the Plan solicitation process.

Class	Description
3	ABL Facility Claims
4	Term Loan Facility Claims
5	SBI Secured Claims

**B. Classes Not Entitled to Vote**

34. Certain Claims are Unimpaired under the Plan. In addition, certain Claims and Interests are Impaired but will receive no recovery under the Plan.

35. Section 1126(f) of the Bankruptcy Code provides that, for purposes of soliciting votes in connection with the confirmation of a chapter 11 plan, “a class that is not impaired under a plan, and each holder of a claim or interest of such class, are conclusively presumed to have accepted the plan, and the solicitation of acceptances with respect to such class from the holders of claims or interests of such class is not required.” Pursuant to section 1126(f) of the Bankruptcy Code, Holders of Unimpaired Claims are deemed to accept the Plan (the “**Unimpaired Classes**”).

36. Section 1126(g) of the Bankruptcy Code provides that “a class is deemed not to have accepted a plan if such plan provides that the claims or interests of such class do not entitle the holders of such claims or interests to receive or retain any property under the plan on account of such claims or interests.” Pursuant to section 1126(g) of the Bankruptcy Code, Holders of Claims and Interests that will receive no recovery under the Plan are deemed to reject the Plan. Accordingly, such Holders are not entitled to vote on the Plan (the “**Deemed Rejecting Classes**,” and, together with the Unimpaired Classes, the “**Non-Voting Classes**”).

37. The following Classes of Claims and Interests comprise the Non-Voting Classes:

Class	Claims and Interests	Status	Voting Rights
1	Other Secured Claims	Unimpaired	Not Entitled to Vote (Conclusively Presumed to Accept)
2	Other Priority Claims	Unimpaired	Not Entitled to Vote (Conclusively Presumed to Accept)
7	Intercompany Claims	Unimpaired	Not Entitled to Vote (Conclusively Presumed to Accept)
8	Intercompany Interests	Unimpaired	Not Entitled to Vote (Conclusively Presumed to Accept)
9	Boomerang Preferred Units	Impaired	Not Entitled to Vote (Deemed to Reject)
10	Boomerang Common Units	Impaired	Not Entitled to Vote (Deemed to Reject)
11	Boomerang Other Securities	Impaired	Not Entitled to Vote (Deemed to Reject)
12	Section 510(b) Claims	Impaired	Not Entitled to Vote (Deemed to Reject)

### C. Disputed Claim Procedures

38. Pursuant to section 1126(a) of the Bankruptcy Code, only holders of an “allowed claim” may accept or reject a chapter 11 plan. A proof of claim is deemed “allowed” unless and until an objection is filed to such proof of claim. Bankruptcy Rule 3018(a) authorizes the Debtors to temporarily allow Claims against which an objection is pending as of the Voting Record Date (a “**Disputed Claim**”) in an amount that the Court deems appropriate for purposes of permitting the Holder of such Claim to accept or reject the Plan. Accordingly, the Debtors propose that the Court approve the Solicitation Procedures regarding temporary allowance of Claims or Interests for voting purposes only. Specifically, Holders of Disputed Claims will receive a notice, substantially in the form annexed as Exhibit 9 to Exhibit A attached hereto (the



**“Disputed Claim Notice”**), and the Confirmation Hearing Notice in lieu of the Solicitation Package.

39. The Disputed Claim Notice will inform each Holder of a Disputed Claim that such Claim is subject to an objection, and that the Holder of such Claim cannot vote any disputed portion of its Claim unless one or more of the following events have taken place at least three (3) Business Days before the Voting Deadline: (a) an order of the Court is entered allowing the Disputed Claim pursuant to section 502(b) of the Bankruptcy Code, after notice and a hearing; (b) an order of the Court is entered temporarily allowing the Disputed Claim for voting purposes only pursuant to Bankruptcy Rule 3018(a), after notice and a hearing; (c) a stipulation or other agreement is executed between the Holder of the Disputed Claim and the Debtors allowing such Disputed Claim in an agreed-upon amount; (d) a stipulation or other agreement is executed between the Holder of the Disputed Claim and the Debtors temporarily allowing the Holder of such Claim to vote its Claim in an agreed upon amount; or (e) the pending objection to the Disputed Claim is voluntarily withdrawn by the objecting party (each, a **“Resolution Event”**). No later than two (2) Business Days after a Resolution Event, the Debtors shall cause the Solicitation Agent to distribute a Solicitation Package and a preaddressed, postage pre-paid envelope to the relevant Holder, which must be returned according to the instructions on the Ballot provided to such Holder by no later than the Voting Deadline. Any Holder of a Claim allowed or temporarily allowed by a Resolution Event may vote only on account of the allowed or temporarily allowed portion of its Claim.

#### **IV. The Court Should Approve the Solicitation Package and Related Procedures**

##### **A. Contents of the Solicitation Package**

40. The Plan contemplates that Holders of Allowed Claims in the Voting Classes will

be entitled to vote on the Plan. The Debtors propose to distribute the materials required by Bankruptcy Rule 3017(d) (the “**Solicitation Package**”) to holders of Claims in the Voting Classes in the form and manner set forth below:

- a. the Disclosure Statement, as approved by the Court (with the Plan as an exhibit thereto);<sup>5</sup>
- b. the Solicitation Procedures, substantially in the form annexed as **Exhibit 1** to **Exhibit A** attached hereto;
- c. the Confirmation Hearing Notice, substantially in the form annexed as **Exhibit 2** to **Exhibit A** attached hereto;
- d. a cover letter from the Debtors, in substantially the form annexed as **Exhibit 3** to **Exhibit A** attached hereto, describing the contents of the Solicitation Package and urging the holders of Claims in each of the Voting Classes to vote to accept the Plan;
- e. an appropriate form of Ballot for holders of Claims in the Voting Classes, substantially in the form of Ballot annexed as **Exhibit 4** to **Exhibit A** attached hereto; and
- f. any supplemental documents the Debtors file with the Court and any documents that the Court orders to be included in the Solicitation Package (collectively, the “**Other Support Materials**”).

41. The Debtors propose to distribute the Solicitation Procedures, Confirmation Hearing Notice, Plan, and Disclosure Statement to holders of Claims entitled to vote on the Plan in CD-ROM format at their discretion and to the extent that doing so will translate into monetary savings and/or reduce production time. The Ballots will *only* be provided in paper format.

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<sup>5</sup> The Debtors propose to send a notice of the entry of the Disclosure Statement Order rather than the Disclosure Statement Order itself because such order is itself voluminous and contains information that is not needed to enable holders of Claims to vote on the Plan or is duplicative of materials contained in the Solicitation Package, including exhibits that will otherwise be sent to such holders. The Debtors respectfully submit that holders of Claims entitled to vote on the Plan will have sufficient information about the Solicitation Procedures through inclusion of the Solicitation Procedures in the Solicitation Package.

42. The Debtors intend to cause the Solicitation Packages to be distributed by the Solicitation Agent on or before August 17, 2015 (the “**Solicitation Date**”), a date that is twenty-eight days prior to the Voting Deadline and Plan Objection Deadline. As noted above, the Debtors submit that distribution of the Solicitation Packages on or before the Solicitation Date will provide the requisite materials to Holders of Claims in the Voting Classes in compliance with Bankruptcy Rules 2002(b) and 3017(d). *See* Fed. R. Bankr. P. 2002(b) (requiring twenty-eight days’ notice of deadline to object to confirmation of a plan); Fed. R. Bankr. P. 3017(d) (after approval of disclosure statement, trustee must transmit the plan, the approved disclosure statement, notice of the time within which acceptances and rejections of such plan may be filed, and any other information that the court may direct to creditors and equity security holders).

**B. The Confirmation Hearing Notice**

43. The Debtors request approval of the Confirmation Hearing Notice, substantially in the form annexed as **Exhibit 2** to **Exhibit A** attached hereto. The Confirmation Hearing Notice sets forth, among other things: (a) the Confirmation Hearing date and time; (b) the Voting Record Date; (c) the Voting Deadline; (d) the Plan Objection Deadline; (e) the procedures for temporary allowance of Claims for voting purposes; and (f) a disclosure regarding the release, injunction, and exculpation provisions contained in the Plan. Additionally, the Confirmation Hearing Notice shall inform the parties that the Solicitation Package (excluding Ballots) can be obtained by accessing the website maintained by, or requesting a copy from, the Solicitation Agent.

44. The Debtors will cause the Confirmation Hearing Notice to be mailed promptly after the Court’s entry of the Disclosure Statement Order. Thus, if the requested dates are approved, service of the Confirmation Hearing Notice will, at a minimum, provide the requisite

notice of the Plan Objection Deadline (28 days) and the Confirmation Hearing (35 days).

45. In addition to mailing the Confirmation Hearing Notice, the Debtors shall use commercially reasonable efforts to submit the Confirmation Hearing Notice for publication in the national edition of one of *The New York Times*, *The Wall Street Journal*, or *USA Today* no later than August 21, 2015. Bankruptcy Rule 2002(l) permits the Court to “order notice by publication if it finds that notice by mail is impracticable or that it is desirable to supplement notice.” The Debtors believe that publication of the Confirmation Hearing Notice will provide sufficient notice of the approval of the Disclosure Statement, the Confirmation Hearing, the Voting Record Date, the Voting Deadline, and the Plan Objection Deadline to Entities who will not otherwise receive notice by mail as provided in the Solicitation Procedures.

**C. The Form of Ballot for the Voting Classes**

46. In accordance with Bankruptcy Rule 3018(c), the Debtors propose to prepare and customize ballots for holders of Claims in the Voting Classes, substantially in the form annexed as **Exhibit 4** to **Exhibit A** attached hereto, to tabulate votes on the Plan. The form of the Ballot is based on Official Form 14, but has been modified to address the particular circumstances of these chapter 11 cases and to include certain additional information that the Debtors believe to be relevant and appropriate for each of the Voting Classes.

47. Pursuant to the Solicitation Procedures, the Solicitation Agent will distribute the appropriate Ballots to holders of Claims in the Voting Classes. To simplify the solicitation process and preserve the resources of the Court and parties in interest, the Debtors propose that all Ballots be sent directly to the Solicitation Agent, which will tabulate all Ballots received.

**D. The Form of Notices to the Non-Voting Classes**

48. In compliance with section 1123(a)(1) of the Bankruptcy Code, Administrative

Claims, DIP Facility Claims, Professional Claims, and Priority Tax Claims asserted against the Debtors (collectively, the “**Unclassified Claims**”) are not classified under the Plan. *See* 11 U.S.C. § 1123(a)(1) (providing for classification of claims other than those claims specified in sections 507(a)(2), 507(a)(3), or 507(a)(8) of the Bankruptcy Code). Accordingly, holders of Unclassified Claims are not entitled to vote on the Plan. Article III of the Plan also provides that the Unimpaired Classes for each Debtor are Unimpaired and presumed to accept the Plan and, therefore, holders of such Claims are not entitled to vote on the Plan. Finally, Article III of the Plan provides that the Deemed Rejecting Classes for each Debtor are Impaired and will not receive or retain any property under the Plan, and, accordingly, are deemed to reject the Plan and are not entitled to vote on the Plan.

49. The Debtors will not solicit votes from holders of Unclassified Claims or holders of Claims and Interests in the Unimpaired Classes and Deemed Rejecting Classes. The Debtors will, however, send a notice of non-voting status in lieu of the Solicitation Package to holders of Unimpaired Claims and Unclassified Claims informing such Holders that they are not entitled to vote on the Plan and are conclusively presumed to accept the Plan, which notice shall be substantially in the form annexed as **Exhibit 5** to **Exhibit A** attached hereto (the “**Presumed-to-Accept Notice**”). Likewise, the Debtors will send a notice of non-voting status in lieu of the Solicitation Package to Holders of Claims and Interests in the Deemed Rejecting Classes informing such Holders that they are not entitled to vote on the Plan and are deemed to reject the Plan, which notice shall be substantially in the form annexed as **Exhibit 6** to **Exhibit A** attached hereto (the “**Deemed-to-Reject Notice**,” and together with the Presumed to Accept Notice, the “**Non-Voting Status Notices**”).

**E. The Form of Notices to Counterparties to Executory Contracts and Unexpired Leases**

50. Executory Contracts and Unexpired Leases will be deemed rejected under the Plan, except to the extent that such Executory Contract or Unexpired Lease: (1) was assumed or rejected previously by the Debtors; (2) previously expired or terminated pursuant to its own terms; (3) is the subject of a motion to assume or reject filed on or before the Effective Date of the Plan; or (4) is identified as an Executory Contract or Unexpired Lease to be assumed pursuant to the Plan Supplement before the Effective Date of the Plan. As soon as reasonably practicable after the Solicitation Date, the Debtors will provide notices to counterparties of Executory Contracts and Unexpired Leases, substantially in the forms annexed as **Exhibit 7** and **Exhibit 8** to **Exhibit A** attached hereto (respectively, the “**Assumption Notice**” and the “**Rejection Notice**”), regarding the potential assumption or rejection of those Executory Contracts or Unexpired Leases.

51. The Assumption Notice will set forth the counterparty’s name, the specific Executory Contracts or Unexpired Leases intended to be assumed, and the proposed amount necessary to cure any unpaid obligations under such contract or lease pursuant to section 365 of the Bankruptcy Code (each, a “**Cure Obligation**”). Unless otherwise ordered by the Court, any objection by a counterparty to an Executory Contract or Unexpired Lease to a proposed assumption and assignment or related Cure Obligation must be filed with the Court on or before the earlier of (a) the Confirmation Date or, (b) the date that is no more than (10) days from the service of the applicable Assumption Notice or Rejection Notice listing such Executory Contract or Unexpired Lease. Pursuant to the Plan and section 365(b)(1) of the Bankruptcy Code, any Cure Obligation under an Executory Contract and Unexpired Lease to be assumed shall be

satisfied by payment of the Cure Obligation in Cash on the Effective Date or as soon as practicable thereafter, subject to the limitation described below, or on such other terms as the parties to such Executory Contracts or Unexpired Leases may otherwise agree. In the event of a dispute regarding (a) the amount of the Cure Obligation, (b) the ability of the Estates or any assignee to provide “adequate assurance of future performance” (within the meaning of section 365 of the Bankruptcy Code) under the Executory Contract or Unexpired Lease to be assumed, or (c) any other matter pertaining to assumption, the Cure Obligation required by section 365(b)(1) of the Bankruptcy Code shall be disbursed following the entry of a final order resolving the dispute and approving the assumption, or as may be agreed upon by the Debtors and the counterparty to the Executory Contract or Unexpired Lease.

52. The Rejection Notice will inform the counterparty that the Debtors are rejecting the Executory Contract or Unexpired Lease to which they are a counterparty. Pursuant to the Plan, if the rejection of an Executory Contract or Unexpired Lease gives rise to a Claim, unless otherwise provided by an order of the Court, any Proofs of Claim based on the rejection of the Debtors’ Executory Contracts or Unexpired Leases must be filed with the Court and served on the Debtors no later than 30 days after the entry of an order of the Court (including the Confirmation Order) approving such rejection. Any Claims arising from the rejection of an Executory Contract or Unexpired Lease for which Proofs of Claim were not timely filed as set forth above will be automatically disallowed, barred from assertion, and will not be enforceable against the Debtors or the Debtors’ estates or property. All Allowed Claims arising from the rejection of the Executory Contracts or Unexpired Leases shall be classified as General Unsecured Claims against the appropriate Debtor.

53. If any of these entities also is a Holder of a Claim entitled to vote on the Plan,

such entity shall also receive the Solicitation Package in accordance with the Solicitation Procedures. The Debtors respectfully submit that the Assumption Notice, the Rejection Notice, and related procedures comply with the Bankruptcy Code, are reasonable and appropriate under the circumstances of these chapter 11 cases, and, therefore, should be approved.

**F. Returned Notices or Solicitation Packages**

54. The Debtors anticipate that some of the Disclosure Statement Hearing Notices that are sent to Holders of Claims or Interests may be returned by the United States Postal Service or other carrier as undeliverable. The Debtors believe that it would be costly and wasteful to mail the Solicitation Packages, the Non-Voting Status Notices, or the Disputed Claim Notices, as applicable, to the same addresses to which undeliverable Disclosure Statement Hearing Notices were mailed. Therefore, the Debtors seek the Court's approval for a departure from the strict requirements of Bankruptcy Rule 3017(d), excusing the Debtors from mailing Solicitation Packages to those entities listed at such undeliverable addresses, unless such entity provides the Debtors, through the Solicitation Agent, an accurate address no later five (5) calendar days before the Solicitation Date. If a Holder of a Claim has changed its mailing address after the Petition Date, the burden should be on the Holder—not the Debtors—to advise the Solicitation Agent of the new address. *See In re Marshall*, 219 B.R. 687, 691 (Bankr. M.D.N.C. 1997) (notice sent to last known address was reasonable where sender knew the recipient had moved but was not provided a new address).

**G. Non-Substantive or Immaterial Modifications**

55. The Debtors reserve their right to make non-substantive or immaterial changes to the Disclosure Statement, the Plan, the Ballots, the Confirmation Hearing Notice, and related documents without further order of the Court, including, without limitation, changes to correct



typographical and grammatical errors and to make conforming changes among the Disclosure Statement, the Plan, and any other materials comprising the Solicitation Package.

**V. The Court Should Approve the Voting and Tabulation Procedures**

56. The Debtors respectfully request that the Court approve the voting and tabulation procedures described herein and in the Solicitation Procedures, substantially in the form annexed as **Exhibit 1** to **Exhibit A** attached hereto, in accordance with section 1126(c) of the Bankruptcy Code and Bankruptcy Rule 3018(a).

**A. The Voting Procedures**

57. The Debtors propose that only the following Holders of Claims in the Voting Classes shall be entitled to vote on the Plan:

- a. Holders of Claims who, on or before the Voting Record Date, have timely filed a Proof of Claim (or an untimely Proof of Claim which has been Allowed as timely by the Court under applicable law on or before the Voting Record Date) that (i) has not been expunged, disallowed, disqualified, withdrawn, or superseded prior to the Voting Record Date; and (ii) is not the subject of a pending objection, other than a “reduce and allow” objection filed with the Court at least fourteen (14) days prior to the Voting Deadline, pending a Resolution Event; *provided, however*, that the Holder of a Claim that is the subject of a pending objection on a “reduce and allow” basis shall only have their vote counted in the reduced amount contained in the objection;
- b. Holders of Claims that are listed in the Schedules, *other than* Claims that are scheduled as contingent, unliquidated, or disputed and that have not been superseded by a timely filed Proof of Claim;
- c. Holders of Claims that arise pursuant to an agreement or settlement with the Debtors, as reflected in a document filed with the Court, in an order of the Court, or in a document executed by the Debtors pursuant to authority granted by the Court, in each case regardless of whether a Proof of Claim has been filed;

- d. Holders of any Disputed Claim that has been temporarily allowed to vote on the Plan pursuant to Bankruptcy Rule 3018; and
- e. the assignee of an Allowed Claim that was transferred on or after the Voting Record Date and before the Holder of such claim has cast its vote on the Plan, provided that the transfer of such Claim complies with any requirements under the Plan Support Agreement, to the extent applicable.

58. Holders of Interests are in the Deemed Rejecting Classes, and the Debtors submit that such Holders are, therefore, not entitled to vote on the Plan.

**B. The Tabulation Procedures**

59. The Debtors propose that any timely received Ballot that contains sufficient information to permit the identification of the claimant and is cast as an acceptance or rejection of the Plan will be counted and will be deemed to be cast as an acceptance or rejection, as the case may be, of the Plan.

60. The Debtors propose that neither the Debtors, the Solicitation Agent, nor any other person or entity will be under any duty to provide notification of defects or irregularities with respect to delivered Ballots, nor will any of them incur any liability for failure to provide such notification. The Debtors may either disregard, with no further notice, defective Ballots, or attempt to have defective Ballots cured, in their sole discretion.

61. The Holders of Claims in the Voting Classes shall be entitled to vote in the amounts proposed to be Allowed under the Plan or the amounts allowed (temporarily or otherwise) pursuant to a Resolution Event unless otherwise ordered by the Court or agreed upon by the Debtors and the Holder of such claim.

62. The Debtors also propose to use the following voting procedures in tabulating Ballots:

- a. Ballots received after the Voting Deadline shall be rejected as invalid and, therefore, shall not count in connection with Confirmation of the Plan, except as otherwise provided in the Solicitation Procedures, or as otherwise determined by the Debtors in their sole discretion;
- b. the Solicitation Agent will date- and time-stamp all Ballots when received. The Solicitation Agent shall retain the original Ballots and an electronic copy of the same for a period of one year after the Effective Date, unless otherwise ordered by the Court;
- c. the method of delivery of Ballots to be sent to the Solicitation Agent is at the election and risk of each Holder, and except as otherwise provided, a Ballot will be deemed delivered only when the Solicitation Agent actually receives the original executed Ballot;
- d. an original executed Ballot bearing an original signature is required to be submitted by the entity submitting such Ballot. Delivery of a Ballot to the Solicitation Agent by facsimile will not be valid;<sup>6</sup>
- e. no Ballot should be sent to the Debtors, the Debtors' agents (other than the Solicitation Agent), or the Debtors' financial or legal advisors, and if so sent such Ballot will not be counted;
- f. if a Proof of Claim contains any amount that is either or both contingent or unliquidated, as determined by the Debtors and Solicitation Agent in their reasonable discretion, than any vote cast on account such Claim shall only be tabulated with respect to the non-contingent and liquidated amount set forth in the Proof of Claim, as determined by the Debtors and Solicitation Agent in their reasonable discretion, or \$1.00 if no portion of the Claim is determined to be non-contingent and liquidated;
- g. if multiple Ballots are received from the same Holder with respect to the same Claim prior to the Voting Deadline, the last properly executed Ballot timely received will be deemed to reflect such Holder's intent and will supersede and revoke any prior Ballot;

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<sup>6</sup> To the extent that the Debtors determine, in consultation with the Solicitation Agent, prior to a hearing on the Motion, that allowing submission of ballots by electronic mail is no longer feasible, this prohibitions will extend to electronic mail or other electronic communication.

- h. Holders must vote all of their Claims within a particular Class either to accept or reject the Plan and may not split any votes. Accordingly, a Ballot that partially rejects and partially accepts the Plan will not be counted. Further, to the extent there are multiple Claims within the same Class held by a single Holder, the Debtors may, in their discretion, aggregate the Claims of any particular Holder within a Class for voting purposes, and the vote related to such Claims will be treated as a single vote to accept or reject the Plan;
- i. a person signing a Ballot in his or her capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity of a Holder of a Claim must indicate such capacity when signing;
- j. the Debtors, subject to contrary order of the Court, may waive any defects or irregularities, including receipt of the Ballot after the Voting Deadline, as to any particular irregular Ballot at any time, either before or after the close of voting, and any such waivers will be documented in the Voting Report;
- k. neither the Debtors nor any other entity will be under any duty to provide notification of defects or irregularities with respect to delivered Ballots other than as provided in the Voting Report, nor will any of them incur any liability for failure to provide such notification;
- l. unless waived or as ordered by the Court, any defects or irregularities in connection with deliveries of Ballots must be cured prior to the Voting Deadline or such Ballots will not be counted;
- m. in the event a designation is requested by a party in interest under section 1126(e) of the Bankruptcy Code, the Court will determine whether any vote to accept or reject the Plan cast with respect to such Claim will be counted for purposes of determining whether the Plan has been accepted or rejected;
- n. subject to any order of the Court, the Debtors reserve the right to reject any and all Ballots not in proper form, the acceptance of which, in the opinion of the Debtors, would not be in accordance with the provisions of the Bankruptcy Code or the Bankruptcy Rules; *provided,*

*however*, that any such rejections will be documented in the Voting Report;

- o. if a Claim has been estimated or otherwise Allowed for voting purposes only by order of the Court, such Claim shall be temporarily allowed in the amount so estimated or Allowed by the Court for voting purposes only, and not for purposes of allowance or distribution; *provided, however*, that if a Claim has been estimated by the Court for purposes of allowance and distribution pursuant to section 502(c) of the Bankruptcy Code, such allowance shall be for both voting and distribution purposes;
- p. if an objection to a Claim is filed, such Claim shall be treated in accordance with the procedures governing Disputed Claims set forth in the Solicitation Procedures;
- q. the following Ballots shall not be counted in determining the acceptance or rejection of the Plan: (i) any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of such Claim; (ii) any Ballot cast by an entity that does not hold a Claim in a Voting Class; (iii) any unsigned Ballot or Ballot lacking an original signature; (iv) any Ballot not marked to accept or to reject the Plan or marked both to accept and to reject the Plan; and (v) any Ballot submitted by any entity not entitled to vote pursuant to the procedures described herein;
- r. after the Voting Deadline, no Ballot may be withdrawn or modified without the prior written consent of the Debtors; and
- s. the Debtors are authorized to enter into stipulations with the Holder of any Claim agreeing to the amount of a Claim for voting purposes and such stipulations shall be filed with the Court.

63. The Solicitation Procedures permit the Debtors to waive any of the above-specified requirements for completion and submission of Ballots so long as such requirement is not otherwise required by the Bankruptcy Code, the Bankruptcy Rules, or the Local Rules.

**Conclusion**

64. For the foregoing reasons, the Debtors respectfully submit that the Disclosure Statement provides adequate information for purposes of section 1125 of the Bankruptcy Code. Moreover, the Debtors submit that the Solicitation Procedures detailed herein are fair and reasonable. Lastly, the Debtors maintain that the dates and deadlines proposed herein are prudent and attainable in light of the nature and circumstances of these chapter 11 cases.

**Notice**

65. The Debtors will provide notice of this Motion to: (a) the U.S. Trustee; (b) counsel for the Committee; (c) counsel to the ABL Facility Agent and DIP Facility ABL Agent; (d) counsel to the Term Loan Agent and DIP Term Facility Agent; and (e) any party that has requested notice pursuant to Bankruptcy Rule 2002. The Debtors submit that, in light of the nature of the relief requested, no other or further notice need be given.

*[Remainder of Page Intentionally Left Blank]*

WHEREFORE, for the reasons set forth herein, the Debtors respectfully request that the Court enter the Disclosure Statement Order, substantially in the form attached hereto as **Exhibit A**: (a) approving the Disclosure Statement; (b) approving the Solicitation Procedures; (c) approving the form of Ballots and notices in connection therewith; (d) establishing the Plan Confirmation Schedule; and (e) granting related relief.

Dated: July 21, 2015  
Wilmington, Delaware

/s/ Ryan M. Bartley

**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

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Edmon L. Morton (No. 3856)

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*Counsel for the Debtors and Debtors in Possession*

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited  
liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**Hearing Date: August 11, 2015 at 2:00 p.m. (ET)**

**Obj. Deadline: August 4, 2014 at 4:00 p.m. (ET)**

**NOTICE OF MOTION**

TO: (A) THE U.S. TRUSTEE; (B) COUNSEL FOR THE COMMITTEE; (C) COUNSEL TO THE ABL FACILITY AGENT AND DIP ABL FACILITY AGENT; (D) COUNSEL TO THE TERM LOAN AGENT AND DIP TERM FACILITY AGENT; AND (E) ANY PARTY THAT HAS REQUESTED NOTICE PURSUANT TO BANKRUPTCY RULE 2002

**PLEASE TAKE NOTICE** that the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) have filed the attached *Debtors’ Motion for Entry of an Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* (the “**Motion**”).

**PLEASE TAKE FURTHER NOTICE** that any objections to the Motion must be filed on or before **August 4, 2015 at 4:00 p.m. (ET)** (the “**Objection Deadline**”) with the United States Bankruptcy Court for the District of Delaware, 3rd Floor, 824 Market Street, Wilmington, Delaware 19801. At the same time, you must serve a copy of any objection upon the undersigned counsel to the Debtors so as to be received on or before the Objection Deadline.

**PLEASE TAKE FURTHER NOTICE THAT A HEARING ON THE MOTION WILL BE HELD ON AUGUST 11, 2015 AT 2:00 P.M. (ET) BEFORE THE HONORABLE MARY F. WALRATH, IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE, 824 N. MARKET STREET, 5<sup>th</sup> FLOOR, COURTROOM NO. 4, WILMINGTON, DELAWARE 19801.**

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.



**PLEASE TAKE FURTHER NOTICE THAT IF YOU FAIL TO RESPOND  
IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF  
REQUESTED IN THE MOTION WITHOUT FURTHER NOTICE OR A HEARING.**

Dated: July 21, 2015  
Wilmington, Delaware

*/s/ Ryan M. Bartley*

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)

Edmon L. Morton (No. 3856)

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*Counsel for the Debtors and Debtors in Possession*

**EXHIBIT A**

**Proposed Form of Disclosure Statement Order**

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited  
liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

Docket Ref. No. \_\_

**ORDER (A) APPROVING THE DISCLOSURE STATEMENT, (B) APPROVING  
THE SOLICITATION PROCEDURES, (C) APPROVING THE FORM OF  
BALLOTS AND NOTICES IN CONNECTION THEREWITH, (D) ESTABLISHING  
THE PLAN CONFIRMATION SCHEDULE, AND (E) GRANTING RELATED RELIEF**

Upon the motion (the “**Motion**”)<sup>2</sup> of the Debtors for entry of an order (the “**Disclosure Statement Order**”) (a) approving the Disclosure Statement, (b) approving the Solicitation Procedures, (c) approving the form of Ballots and notices in connection therewith, (d) establishing the Plan Confirmation Schedule, and (e) granting related relief, all as more fully set forth in the Motion; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334 and the *Amended Standing Order of Reference* from the United States District Court for the District of Delaware, dated February 29, 2012; and this Court having found that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2), and that this Court may enter a final order consistent with Article III of the United States Constitution; and this 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 this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this

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<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "**Hearing**"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Debtors have provided adequate notice of the time fixed for filing objections and the hearing to consider approval of the Disclosure Statement.
3. The Disclosure Statement is approved pursuant to section 1125(a)(1) of the Bankruptcy Code and Bankruptcy Rule 3017(b) as containing adequate information (as defined by section 1125(a) of the Bankruptcy Code). To the extent not withdrawn, settled, or otherwise resolved, any objections to the approval of the Disclosure Statement are overruled.
4. The Plan Confirmation Schedule is approved.
5. The Debtors are authorized to solicit, receive, and tabulate votes to accept the Plan in accordance with the Solicitation Procedures, substantially in the form attached hereto as **Exhibit 1** and incorporated by reference herein, which are approved in their entirety; *provided, however*, that the Debtors reserve the right to amend or supplement the Solicitation Procedures set forth in the Motion and this Disclosure Statement Order where, in the Debtors' reasonable discretion, doing so would better facilitate the solicitation process.
6. The procedures for distributing the Solicitation Packages as set forth in the Motion satisfy the requirements of the Bankruptcy Code, the Bankruptcy Rules, and the

Local Rules. The Debtors shall distribute or cause the Solicitation Packages to be distributed to all Holders of Claims entitled to vote to accept or reject the Plan **on or before August 17, 2015** (the “**Solicitation Date**”).

7. The Voting Record Date and the Voting Deadline are approved.

8. The Confirmation Hearing Notice, substantially in the form attached hereto as **Exhibit 2**, is approved.

9. The Debtors shall cause the Confirmation Hearing Notice to be mailed to all known Holders of Claims and Interests as set forth in the Motion **no later than August 17, 2015**.

10. The Debtors are authorized to enter into transactions to cause, and shall use commercially reasonable efforts to submit, the Confirmation Hearing Notice (in a format modified for publication, including omitting any Plan provisions that are quoted therein and, in lieu of quoting such provisions, referring to such provisions by reference) to be published in the national edition of one of *The New York Times*, *The Wall Street Journal*, and/or *USA Today* **no later than August 21, 2015**. The publication of the Confirmation Hearing Notice, together with the mailed notice of the Confirmation Hearing Notice provided for in the Motion, is deemed to be sufficient and appropriate under the circumstances.

11. The Debtors’ letter to the Voting Classes, substantially in the form attached hereto as **Exhibit 3**, is approved.

12. The form of Ballot (including the voting instructions), substantially in the form attached hereto as **Exhibit 4**, is approved.

13. The procedures to tabulate votes to accept or reject the Plan as set forth in the Motion and as provided by the Ballots are approved.

14. The Presumed to Accept Notice, substantially in the form attached hereto as **Exhibit 5**, is approved.

15. The Deemed to Reject Notice, substantially in the form attached hereto as **Exhibit 6**, is approved.

16. The Debtors shall cause the Presumed to Accept Notice and the Deemed to Reject Notice to be served as set forth in the Motion.

17. The Disclosure Statement, the Plan, the Confirmation Hearing Notice, the Ballots, the Presumed to Accept Notice, and the Deemed to Reject Notice provide all parties in interest with sufficient notice regarding the settlement, release, exculpation, and injunction provisions contained in the Plan.

18. The Debtors shall not be required to solicit votes from the following: (a) Holders of Administrative Claims, DIP Facility Claims, Professional Claims, or Priority Tax Claims (each in their capacities as such) because such claims are Unclassified under the Plan and therefore are not entitled to vote on the Plan; (b) Holders of Claims in the Unimpaired Classes because such Claims are Unimpaired under the Plan and are conclusively presumed to accept the Plan; and (c) Holders of Claims and Interests in the Deemed Rejecting Classes because such Claims or Interests are Impaired under the Plan, are entitled to no recovery under the Plan, and are therefore deemed to reject the Plan. In lieu of distributing a Solicitation Package to such Holders of Claims and Interests, the Debtors shall cause the Confirmation Hearing Notice and, as applicable, the Presumed to Accept Notice or the Deemed to Reject Notice to be served on such Holders of Claims or Interests that are not entitled to vote.

19. The Debtors shall be excused from mailing Solicitation Packages to entities to whom the Debtors caused the Disclosure Statement Hearing Notice to be mailed and received a

notice from the United States Postal Service or other carrier that such notice was undeliverable unless such entity provides the Debtors, through the Solicitation Agent, an accurate address no later than five (5) calendar days before the Solicitation Date. If an entity has changed its mailing address after the Petition Date, the burden is on that entity—not the Debtors—to advise the Debtors and the Solicitation Agent of the new address.

20. The Assumption Notice, substantially in the form attached hereto as **Exhibit 7**, is approved.

21. The Rejection Notice, substantially in the form attached hereto as **Exhibit 8**, is approved.

22. The Debtors shall cause to be mailed to non-Debtor counterparties to their Executory Contracts and Unexpired Leases: (a) the Assumption Notice or the Rejection Notice, as applicable, notifying such counterparty of the forthcoming assumption, assumption and assignment, or rejection, as applicable, of their Executory Contract or Unexpired Lease (and any Cure Obligation required pursuant to assumption of such contract or lease pursuant to section 365 of the Bankruptcy Code) as soon as reasonably practicable after the Solicitation Date; and (b) the Confirmation Hearing Notice.

23. Unless otherwise ordered by the Court, counterparties to Executory Contracts and Unexpired Leases that are identified to be assumed or rejected pursuant to the Plan (including Executory Contracts or Unexpired Leases identified in the Plan Supplement) shall have until the earlier of (a) the Confirmation Date or, (b) the date that is no more than (10) days from the service of the applicable Assumption Notice or Rejection Notice listing such Executory Contract or Unexpired Lease, to file an objection to the Debtors' proposed assumption, Cure Obligation, or rejection.

24. The Disputed Claim Notice, substantially in the form attached hereto as **Exhibit 9**, is approved.

25. The Plan Objection Deadline shall be **September 14, 2015, at 4:00 p.m. (prevailing Eastern Time)**.

26. Any objections to the Plan must be filed by the Plan Objection Deadline and must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the name, address, phone number, and email address of the objecting party and the amount and nature of the Claim or Interest of such entity, if any; (d) state with particularity the basis and nature of any objection to the Plan, and, if practicable, a proposed modification to the Plan that would resolve such objection; and (e) be filed, contemporaneously with a proof of service, with the Court and served so that it is actually received by each of the notice parties identified in the Confirmation Hearing Notice by the Plan Objection Deadline.

27. The Confirmation Hearing shall be held on **September 21, 2015, at 10:30 a.m. (prevailing Eastern Time)**, which hearing may be continued from time to time by the Court or the Debtors, without further notice other than by such adjournment being announced in open court or by a notice of adjournment filed with the Court and served on: (a) all entities that have filed a request for service of filings in these chapter 11 cases pursuant to Bankruptcy Rule 2002; and (b) each of the notice parties identified in the Confirmation Hearing Notice.

28. The Debtors are authorized to make non-substantive or immaterial changes to the Disclosure Statement, the Plan, the Solicitation Package, and related documents without further order of the Court, including changes to correct typographical and grammatical errors and to make conforming changes among the Disclosure Statement, the Plan, and related documents (including the exhibits and appendices thereto).



29. All time periods in this Disclosure Statement Order shall be calculated in accordance with Bankruptcy Rule 9006.

30. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Disclosure Statement Order in accordance with the Motion.

31. The terms and conditions of this Disclosure Statement Order shall be immediately effective and enforceable upon its entry.

32. This Court retains jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Disclosure Statement Order.

Dated: \_\_\_\_\_, 2015  
Wilmington, Delaware

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MARY F. WALRATH  
UNITED STATES BANKRUPTCY JUDGE

**EXHIBIT 1**

**Solicitation Procedures**

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**SOLICITATION PROCEDURES**

On [\_\_\_\_], 2015, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered the *Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. \_\_\_\_] (the “**Disclosure Statement Order**”) that, among other things: (a) approved the adequacy of the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 141] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits and supplements thereto, the “**Disclosure Statement**”) filed in support of the *Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 140] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”); and (b) authorized the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit acceptances or rejections of the Plan from Holders of Claims who are (or may be) entitled to vote under the Plan.<sup>2</sup>

**A. The Voting Record Date**

The Court has approved August 11, 2015 at 5:00 p.m. (prevailing Eastern Time), as the record date for purposes of determining which Holders of Claims are entitled to vote on the Plan (the “**Voting Record Date**”).

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable. Copies of the Plan and the Disclosure Statement may be obtained: (a) from the Solicitation Agent at no charge by (i) accessing the Debtors’ restructuring website at [www.donlinrecano.com/bt](http://www.donlinrecano.com/bt), (ii) emailing [DRCVote@donlinrecano.com](mailto:DRCVote@donlinrecano.com), (iii) writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iv) calling the Solicitation Agent at (212) 771-1128; or (b) for a fee via PACER at <http://www.deb.uscourts.gov>.

## B. The Voting Deadline

The Court has approved September 14, 2015, at 5:00 p.m. (prevailing Eastern Time), as the voting deadline (the “**Voting Deadline**”) for the Plan. The Debtors may extend the Voting Deadline, in their discretion, without further order of the Court. To be counted as votes to accept or reject the Plan, all ballots sent to Holders of Claims (“**Ballots**”) must be properly executed, completed, and delivered in accordance with the instructions set forth in the Ballots by (1) first class mail, (2) overnight courier, or (3) personal delivery so that they are **actually received**, in any case, no later than the Voting Deadline by Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”), the administrative advisor retained by the Debtors in the chapter 11 cases. Delivery of a Ballot to the Solicitation Agent by facsimile, email, or any other electronic means will not be valid.

## C. The Solicitation Package and Other Notices

1. **The Solicitation Package.** The following materials shall constitute the solicitation package (the “**Solicitation Package**”):

(a) the Disclosure Statement, as approved by the Court, with all exhibits thereto, including the Plan and the exhibits to the Plan;

(b) the Solicitation Procedures;

(c) the *Notice of Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief*, substantially in the form attached as **Exhibit 2** to the Disclosure Statement Order (the “**Confirmation Hearing Notice**”);

(d) a cover letter, substantially in the form attached as **Exhibit 3** to the Disclosure Statement Order: (a) describing the contents of the Solicitation Package; and (b) urging the Holders of Claims in each of the Voting Classes to vote to accept the Plan;

(e) an appropriate form of Ballot, substantially in the form of the Ballot attached as **Exhibit 4** to the Disclosure Statement Order; and

(f) any supplemental documents the Debtors file with the Court and any documents that the Court orders to be included in the Solicitation Package.

## 2. **Distribution of the Solicitation Package.**

The Debtors shall cause the Solicitation Package [(other than the Ballots) to be provided in CD-ROM format] and the Ballots shall be provided in paper format. Paper copies of the documents otherwise provided may be obtained by contacting the Solicitation Agent by: (a) emailing DRCVote@donlinrecano.com; (b) writing Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701; or (c) calling (212) 771-1128.

The Debtors shall serve, or cause to be served, all of the materials in the Solicitation Package (including the Ballots) on Holders of Claims entitled to vote on the Plan. In addition, the Debtors shall serve, or cause to be served, all of the materials in the Solicitation Package (other than the Ballots) on: (a) the U.S. Trustee; (b) counsel for the Committee; and (c) any party that has requested notice pursuant to Bankruptcy Rule 2002.

3. **Notices in Respect of Unclassified Claims, Classes Presumed to Accept the Plan, and Classes Deemed to Reject the Plan.** Holders of Claims that are not classified in accordance with section 1123(a)(1) of the Bankruptcy Code or who are not entitled to vote because they are Unimpaired or otherwise presumed to accept the Plan under section 1126(f) of the Bankruptcy Code will receive only the *Notice of Non-Voting Status with Respect to Unclassified Claims and Unimpaired Classes Conclusively Presumed to Accept the Plan*, substantially in the form attached as **Exhibit 5** to the Disclosure Statement Order. Such notice will instruct these Holders as to how they may obtain copies of the documents contained in the Solicitation Package (excluding Ballots). Holders of Claims who are not entitled to vote because they are deemed to reject the Plan under section 1126(g) of the Bankruptcy Code will receive only the *Notice of Non-Voting Status With Respect to Classes Deemed to Reject the Plan*, substantially in the form attached as **Exhibit 6** to the Disclosure Statement Order. These notices will instruct these Holders as to how they may obtain copies of the documents contained in the Solicitation Package (excluding Ballots).

4. **Notices in Respect of Executory Contracts and Unexpired Leases.** Counterparties to Executory Contracts and Unexpired Leases will receive: (a) either the Assumption Notice, substantially in the form attached as **Exhibit 7** to the Disclosure Statement Order, or the Rejection Notice, substantially in the form attached as **Exhibit 8** to the Disclosure Statement Order, as applicable, notifying such counterparty of the forthcoming assumption, assumption and assignment, or rejection, as applicable, of their Executory Contract or Unexpired Lease (and any Cure Obligation required pursuant to assumption of such contract or lease pursuant to section 365 of the Bankruptcy Code) as soon as reasonably practicable after the Solicitation Date; and (b) the Confirmation Hearing Notice. Counterparties to Executory Contracts and Unexpired Leases shall be given until the earlier of (a) the Confirmation Date or, (b) the date that is no more than ten (10) days from the service of the applicable Assumption Notice or Rejection Notice listing such Executory Contract or Unexpired Lease, to file an objection to the Debtors' proposed assumption, rejection, and/or cure amount, as applicable.

5. **The Plan Supplement.** At least five (5) days before the Confirmation hearing, the Debtors intend to file the Plan Supplement. If the Plan Supplement is updated or otherwise modified, such modified or updated documents will be made available on the Debtors' restructuring website. The Debtors will not serve the Plan Supplement, however, parties may obtain a copy of the Plan Supplement from the Solicitation Agent by: (a) visiting the Debtors' restructuring website at <http://www.donlinrecano.com/bt>; (b) writing Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701; or (c) calling (212) 771-1128.

#### **D. Voting and Tabulation Procedures**

1. **Holders of Claims Entitled to Vote.** Holders of Claims in the Voting Classes

shall be entitled to vote in the amounts proposed to be Allowed under the Plan or the amounts allowed (temporarily or otherwise) pursuant to a Resolution Event unless otherwise ordered by the Court or agreed upon by the Debtors and the Holder of such claim. With respect to Class 3 (ABL Facility Claims) and Class 4 (Term Loan Facility Claims), immediately following the close of business on the Voting Record Date, the ABL Facility Agent or the Term Loan Agent, as applicable, will furnish to the Debtors and the Solicitation Agent a list of the ABL Facility Lenders and Term Loan Lenders, including their mailing addresses, and principal claim amounts due and owing as of the Voting Record Date, which shall be used as the amount that each ABL Facility Lender or Term Loan Lender shall be entitled to vote on the Plan. The Claim amount established herein shall control for voting purposes only and shall not constitute the Allowed amount of any Claim. Moreover, any amounts filled in on Ballots by the Debtors through the Solicitation Agent, as applicable, are not binding for purposes of allowance and distribution.

2. **Resolution of Disputed Claims for Voting Purposes; Resolution Event.** Holders of Disputed Claims will receive the Disputed Claim Notice, substantially in the form attached as **Exhibit 9**, and the Confirmation Hearing Notice. The Holder of a Disputed Claim cannot vote any disputed portion of its Claim unless one or more of the following events have taken place at least three (3) Business Days before the Voting Deadline: (a) an order of the Court is entered allowing the Disputed Claim pursuant to section 502(b) of the Bankruptcy Code, after notice and a hearing; (b) an order of the Court is entered temporarily allowing the Disputed Claim for voting purposes only pursuant to Bankruptcy Rule 3018(a), after notice and a hearing; (c) a stipulation or other agreement is executed between the Holder of the Disputed Claim and the Debtors allowing such Disputed Claim in an agreed upon amount; (d) a stipulation or other agreement is executed between the Holder of the Disputed Claim and the Debtors temporarily allowing the Holder of such Claim to vote its Claim in an agreed upon amount; or (e) the pending objection is voluntarily withdrawn by the objecting party (each, a “**Resolution Event**”). No later than two (2) Business Days after a Resolution Event, the Debtors shall cause the Solicitation Agent to distribute a Solicitation Package and a pre-addressed, postage pre-paid envelope to the relevant Holder, which must be returned according to the instructions on the Ballot provided to such Holder by no later than the Voting Deadline. Any Holder of a Claim allowed or temporarily allowed by a Resolution Event may vote only on account of the allowed or temporarily allowed portion of its Claim.

**E. Voting and Ballot Tabulation Procedures.** The following voting procedures and standard assumptions shall be used in tabulating Ballots, subject to the Debtors’ right to waive any of the below specified requirements for completion and submission of Ballots so long as such requirement is not otherwise required by the Bankruptcy Code, Bankruptcy Rules, or Local Rules:

(a) Ballots received after the Voting Deadline shall be rejected as invalid and, therefore, shall not count in connection with Confirmation of the Plan, except as otherwise provided in the Solicitation Procedures, or as otherwise determined by the Debtors in their sole discretion;

(b) the Solicitation Agent will date- and time-stamp all Ballots when received. The Solicitation Agent shall retain the original Ballots and an electronic copy of the same for a period

of one year after the Effective Date, unless otherwise ordered by the Court;

(c) the method of delivery of Ballots to be sent to the Solicitation Agent is at the election and risk of each Holder, and except as otherwise provided, a Ballot will be deemed delivered only when the Solicitation Agent actually receives the original executed Ballot;

(d) an original executed Ballot bearing an original signature is required to be submitted by the entity submitting such Ballot. Delivery of a Ballot to the Solicitation Agent by facsimile;<sup>3</sup>

(e) no Ballot should be sent to the Debtors, the Debtors' agents (other than the Solicitation Agent), or the Debtors' financial or legal advisors, and if so sent such Ballot will not be counted;

(f) if a Proof of Claim contains any amount that is either or both contingent or unliquidated, as determined by the Debtors and Solicitation Agent in their reasonable discretion, than any vote cast on account such Claim shall only be tabulated with respect to the non-contingent and liquidated amount set forth in the Proof of Claim, as determined by the Debtors and Solicitation Agent in their reasonable discretion, or \$1.00 if no portion of the Claim is determined to be non-contingent and liquidated;

(g) if multiple Ballots are received from the same Holder with respect to the same Claim prior to the Voting Deadline, the last properly executed Ballot timely received will be deemed to reflect such Holder's intent and will supersede and revoke any prior Ballot;

(h) Holders must vote all of their Claims within a particular Class either to accept or reject the Plan and may not split any votes. Accordingly, a Ballot that partially rejects and partially accepts the Plan will not be counted. Further, to the extent there are multiple Claims within the same Class held by a single Holder, the Debtors may, in their discretion, aggregate the Claims of any particular Holder within a Class for voting purposes, and the vote related to such Claims will be treated as a single vote to accept or reject the Plan;

(i) a person signing a Ballot in his or her capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity of a Holder of a Claim must indicate such capacity when signing;

(j) the Debtors, subject to contrary order of the Court, may waive any defects or irregularities, including receipt of the Ballot after the Voting Deadline, as to any particular irregular Ballot at any time, either before or after the close of voting, and any such waivers will be documented in the Voting Report;

(k) neither the Debtors, nor any other entity, will be under any duty to provide notification of defects or irregularities with respect to delivered Ballots other than as provided in

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<sup>3</sup> [To the extent that the Debtors determine, in consultation with the Solicitation Agent, prior to a hearing on the Motion, that allowing submission of ballots by electronic mail is no longer feasible, this prohibitions will extend to electronic mail or other electronic communication.]



the Voting Report, nor will any of them incur any liability for failure to provide such notification;

(l) unless waived or as ordered by the Court, any defects or irregularities in connection with deliveries of Ballots must be cured prior to the Voting Deadline or such Ballots will not be counted;

(m) in the event a designation is requested by a party in interest under section 1126(e) of the Bankruptcy Code, the Court will determine whether any vote to accept and/or reject the Plan cast with respect to such Claim will be counted for purposes of determining whether the Plan has been accepted and/or rejected;

(n) subject to any order of the Court, the Debtors reserve the right to reject any and all Ballots not in proper form, the acceptance of which, in the opinion of the Debtors, would not be in accordance with the provisions of the Bankruptcy Code or the Bankruptcy Rules; *provided, however*, that any such rejections will be documented in the Voting Report;

(o) if a Claim has been estimated or otherwise Allowed for voting purposes only by order of the Court, such Claim shall be temporarily allowed in the amount so estimated or Allowed by the Court for voting purposes only, and not for purposes of allowance or distribution; *provided, however*, that if a Claim has been estimated by the Court for purposes of allowance and distribution pursuant to section 502(c) of the Bankruptcy Code, such allowance shall be for both voting and distribution purposes;

(p) if an objection to a Claim is filed, such Claim shall be treated in accordance with the procedures governing Disputed Claims set forth in the Solicitation Procedures;

(q) the following Ballots shall not be counted in determining the acceptance or rejection of the Plan: (i) any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of such Claim; (ii) any Ballot cast by an entity that does not hold a Claim in a Voting Class; (iii) any unsigned Ballot or Ballot lacking an original signature; (iv) any Ballot not marked to accept or reject the Plan or marked both to accept and reject the Plan; and (v) any Ballot submitted by any entity not entitled to vote pursuant to the procedures described herein;

(r) after the Voting Deadline, no Ballot may be withdrawn or modified without the prior written consent of the Debtors; and

(s) the Debtors are authorized to enter into stipulations with the Holder of any Claim agreeing to the amount of a Claim for voting purposes.

#### **F. Reservation**

The Debtors reserve the right to make non-substantive or immaterial changes to the Disclosure Statement, Plan, Ballots, Confirmation Hearing Notice, and related documents without further order of the Court, including, without limitation, changes to correct typographical and grammatical errors and to make conforming changes among the Disclosure Statement, the



Plan, and any other materials in the Solicitation Package before their distribution.

\* \* \* \* \*

**EXHIBIT 2**

**Confirmation Hearing Notice**

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**NOTICE OF ORDER (A) APPROVING THE  
DISCLOSURE STATEMENT, (B) APPROVING THE  
SOLICITATION PROCEDURES, (C) APPROVING THE FORM OF  
BALLOTS AND NOTICES IN CONNECTION THEREWITH, (D) ESTABLISHING  
THE PLAN CONFIRMATION SCHEDULE, AND (E) GRANTING RELATED RELIEF**

**TO ALL HOLDERS OF CLAIMS AND INTERESTS AND PARTIES IN INTEREST:**

1. **Court Approval of the Disclosure Statement and the Solicitation Procedures.** On [\_\_\_\_], 2015, the United States Bankruptcy Court for the District of Delaware (the “Court”) entered the *Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. \_\_\_\_] (the “**Disclosure Statement Order**”) that, among other things: (a) approved the adequacy of the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 141] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits and supplements thereto, the “**Disclosure Statement**”) filed in support of the *Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 140] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”); and (b) authorized the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit acceptances or rejections of the Plan from Holders of Claims who are (or may be) entitled to vote under the Plan.<sup>2</sup>
2. **Voting Record Date.** The Court has approved August 11, 2015, as the Voting Record Date for purposes of determining (a) which Holders of Claims in the Voting Classes are entitled to

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable. Copies of the Plan and the Disclosure Statement may be obtained: (a) from the Solicitation Agent at no charge by (i) accessing the Debtors’ restructuring website at [www.donlinrecano.com/bt](http://www.donlinrecano.com/bt), (ii) emailing [DRCVote@donlinrecano.com](mailto:DRCVote@donlinrecano.com), (iii) writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iv) calling the Solicitation Agent at (212) 771-1128; or (b) for a fee via PACER at <http://www.deb.uscourts.gov>.

vote on the Plan and (b) in the case of non-voting Classes, for the purposes of determining the Holders of Claims and Interests to receive the Solicitation Package.

3. **Voting Deadline.** If you held a Claim against one of the Debtors as of the Voting Record Date and are entitled to vote on the Plan, you have received a Ballot and voting instructions appropriate for your Claim(s). For your vote to be counted in connection with Confirmation of the Plan, you must follow the appropriate voting instructions, complete all required information on the Ballot, and execute and return the completed Ballot so that it is **actually received** in accordance with the voting instructions by September 14, 2015, at 5:00 p.m. (prevailing Eastern Time) (the “**Voting Deadline**”). Any failure to follow the voting instructions included with the Ballot may disqualify your Ballot and your vote on the Plan.
4. **Objections to the Plan.** The Court has established September 14, 2015, at 4:00 p.m. (prevailing Eastern Time), as the deadline for filing and serving objections to the Confirmation of the Plan (the “**Plan Objection Deadline**”). Any objection to the Plan must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the name, address, phone number, and email address of the objecting party and the amount and nature of the Claim or Interest of such entity, if any; (d) state with particularity the basis and nature of any objection to the Plan and, if practicable, a proposed modification to the Plan that would resolve such objection; and (e) be filed, contemporaneously with a proof of service, with the Court and served so that it is actually received by each of the following notice parties by the Plan Objection Deadline:

<i>Counsel to the Debtors</i>	
<b>YOUNG CONAWAY STARGATT &amp; TAYLOR, LLP</b> Robert S. Brady (No. 2847) Edmon L. Morton (No. 3856) Sean M. Beach (No. 4070) Margaret Whiteman Greecher (No. 4652) Ryan M. Bartley (No. 4985) Rodney Square 1000 North King Street Wilmington, Delaware 19801	<b>DEBEVOISE &amp; PLIMPTON LLP</b> My Chi To Nick S. Kaluk III Patricia Teixeira Alexander Bondarenko 919 Third Avenue, New York, NY 10022
<i>Counsel to the Committee</i>	
<b>BROWN RUDNICK LLP</b> Steven D. Pohl Sunni P Beville One Financial Center Boston, MA 02111	<b>MORRIS NICHOLS ARSHT &amp; TUNNELL LLP</b> Derek C. Abbott (No. 3376) Curtis S. Miller (No. 4583) Matthew R. Koch (No. 6048) 1201 North Market Street, Suite 1600 Wilmington, DE 19801
<i>Counsel to Wells Fargo Capital Finance, LLC</i>	

<b>GOLDBERG KOHN LTD.</b> Jeremy M. Downs Prisca M. Kim 55 East Monroe, Suite 3300 Chicago, IL 60603	<b>WOMBLE CARLYLE SANDRIDGE &amp; RICE, LLP</b> Francis A. Monaco, Jr. Thomas M. Horan 222 Delaware Avenue, Suite 1501 Wilmington, DE 19801
<i>Counsel to Cortland Capital Market Services</i>	
<b>KING &amp; SPALDING LLP</b> Michael C. Rupe Christopher G. Boies 1185 Avenue of the Americas New York, New York 10036-4003  <b>KING &amp; SPALDING LLP</b> W. Austin Jowers 1180 Peachtree Street, NE Atlanta, Georgia 30309	<b>CHIPMAN BROWN CICERO &amp; COLE, LLP</b> William E. Chipman, Jr. 1007 North Orange Street, Suite 1110 Wilmington, Delaware 19801
<i>U.S. Trustee</i>	
Office of the United States Trustee The District of Delaware 844 King Street, Suite 2207 Wilmington, Delaware 19801 Attn: Benjamin A. Hackman	

5. **Confirmation Hearing.** A hearing to confirm the Plan (the “**Confirmation Hearing**”) will commence on **September 21, 2015 at 10:30 a.m. (prevailing Eastern Time)** before the Honorable Judge Walrath, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware. Please be advised that the Confirmation Hearing may be continued from time to time by the Court or the Debtors without further notice other than by such adjournment being announced in open court or by a notice of adjournment being filed with the Court and served on parties entitled to notice under Bankruptcy Rule 2002 and the Local Rules or otherwise. In accordance with the Plan, the Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing without further action by the Debtors and without further notice to or action, order, or approval of the Court or any other Entity.
6. **Solicitation Packages.** The Solicitation Package (except the Ballots) may be obtained at no charge from the Solicitation Agent by (a) visiting the Debtors’ restructuring website at <http://www.donlinrecano.com/bt>; (b) writing Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701; or (c) calling (212) 771-1128. The Solicitation Agent will answer questions regarding the procedures and requirements for voting to accept or reject the Plan and for objecting to the Plan, provide additional copies of all materials (except the Ballots), and oversee the voting tabulation.

7. **The Plan Supplement.** At least five (5) days before the Confirmation Hearing, the Debtors intend to file the Plan Supplement. If the Plan Supplement is updated or otherwise modified, such modified or updated documents will be made available on the Debtors' restructuring website. The Debtors will not serve the Plan Supplement. However, parties may obtain a copy of the Plan Supplement at no charge from the Solicitation Agent by: (a) visiting the Debtors' restructuring website at <http://www.donlinrecano.com/bt>; (b) writing Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701; or (c) calling (212) 771-1128.
8. **Release, Injunction, and Related Provisions Contained in the Plan.** Please be advised that Article VIII of the Plan contains the following release, injunction, and related provisions:

**Releases by the Debtors.** Notwithstanding anything contained in the Plan to the contrary, on the Confirmation Date and effective as of the Effective Date, for the good and valuable consideration provided by each of the Released Parties, the adequacy of which is hereby confirmed, including: (1) the settlement, release, and compromise of debt, Causes of Action, Claims, and Interests, (2) the services of the Debtors' present and former officers, directors, managers, and advisors in facilitating the implementation of the restructuring contemplated herein, and (3) the good faith negotiation of, and participation in, the restructuring contemplated herein, each of the Debtors, the Reorganized Debtors, and the Estates conclusively, absolutely, unconditionally, irrevocably, and forever discharge and release and shall be deemed to have provided a full discharge and release to each Released Party (and each such Released Party so released shall be deemed fully released and discharged by the Debtors, the Reorganized Debtors, and the Estates) and their respective property from any and all Claims, obligations, debts, rights, suits, damages, Causes of Action, remedies, and liabilities whatsoever, including any derivative Claims asserted or which could be asserted on behalf of the Debtors and/or the Reorganized Debtors, whether known or unknown, foreseen or unforeseen, existing or arising, in law, equity, or otherwise, that the Debtors, the Reorganized Debtors, the Estates, or their Affiliates would have been legally entitled to assert in their own right (whether individually or collectively) or on behalf of the holder of any Claim or Interest or other Entity, based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Reorganized Debtors, the Transaction, the Chapter 11 Cases, the purchase, sale, or rescission of the purchase or sale of any security of the Debtors or the Reorganized Debtors, any payments, distributions, or dividends any Debtor or Affiliate paid to or received from any Released Party, fraudulent or preferential transfer or conveyance, tort, contract, breach of fiduciary duty, violation of state or federal laws, including securities laws, negligence, gross negligence, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between any Debtor and any Released Party, the Management Agreement, the restructuring of Claims and Interests prior to or in the Chapter 11 Cases, the negotiation, formulation, or preparation of the Plan Support Agreement, the Plan, the Disclosure Statement, the Plan Supplement, or related agreements, instruments, or other documents; *provided, however*, that the foregoing "Debtor Release" shall not operate to waive or release any Claims, obligations, debts, rights, suits, damages remedies, Causes of Action, and liabilities in respect of any Released Party solely to the extent arising under the Plan Support Agreement, the Plan, or any agreements entered into pursuant to the Plan.

**Releases by Holders of Claims and Interests.** Notwithstanding anything contained in the Plan to the contrary (except as set forth in Section 8.8 of the Plan), on the Confirmation Date and effective as of immediately following the occurrence of the Effective Date, the Releasing Parties (regardless of whether a Releasing Party is a Released Party) conclusively, absolutely, unconditionally, irrevocably, and forever discharge and release (and each Entity so discharged and released

shall be deemed discharged and released by the Releasing Parties) the Released Parties and their respective property from any and all Claims, Interests, obligations, debts, rights, suits, damages, Causes of Action, remedies, and liabilities whatsoever, including any derivative Claims asserted or which could be asserted on behalf of a Debtor, whether known or unknown, foreseen or unforeseen, existing or arising, in law, equity or otherwise, that such Entity would have been legally entitled to assert (whether individually or collectively), based on or relating to, or in any manner arising from, in whole or in part, the Debtors, the Reorganized Debtors, the Transaction, the Chapter 11 Cases, the purchase, sale, or rescission of the purchase or sale of any security of the Debtors or the Reorganized Debtors, any payments, distributions, or dividends any Debtor or Affiliate paid to or received from any Released Party, fraudulent or preferential transfer or conveyance, tort, contract, breach of fiduciary duty, violation of state or federal laws, including securities laws, negligence, gross negligence, the subject matter of, or the transactions or events giving rise to, any Claim or Interest that is treated in the Plan, the business or contractual arrangements between any Debtor and any Released Party, the restructuring of Claims and Interests prior to or in the Chapter 11 Cases, the negotiation, formulation, or preparation of the Plan Support Agreement, the Plan, the Disclosure Statement, the Plan Supplement, or related agreements, instruments, or other documents; *provided, however*, that the foregoing “Third-Party Release” shall not operate to waive or release any Claims, obligations, debts, rights, suits, damages, remedies, Causes of Action, and liabilities in respect of any Released Party, solely to the extent (1) arising under any agreements entered into pursuant to the Plan, or (2) with respect to Claims by Professionals related to Professionals’ final fee applications or accrued Professional compensation claims in the Chapter 11 Cases.

**Exculpation.** Notwithstanding anything contained in the Plan to the contrary, the Exculpated Parties shall neither have, nor incur any liability to any Entity for any prepetition or postpetition act taken or omitted to be taken in connection with, or related to formulating, negotiating, soliciting, preparing, disseminating, confirming, or implementing the Plan, or consummating the Plan, the Plan Support Agreement, this Disclosure Statement, the Plan Supplement, the New Holdco Governance Documents, the New Opco Governance Documents, the Exit Term Facility Documents, the Exit ABL Facility Documents, the Subordinated Notes Facility Documents, the Transaction, the issuance, distribution, and/or sale of any shares of New Holdco Common Stock, the New Opco Common Units, or any other security offered, issued, or distributed in connection with the Plan, the Chapter 11 Cases, or any contract, instrument, release or other agreement or document created or entered into in connection with the Plan or any other prepetition or postpetition act taken or omitted to be taken in connection with or in contemplation of the restructuring of the Debtors; *provided, however*, that each Exculpated Party shall be entitled to rely upon the advice of counsel concerning his, her, or its duties pursuant to, or in connection with, the Plan or any other related document, instrument, or agreement; *provided, further*, that the foregoing “Exculpation” shall have no effect on the liability of any Entity solely to the extent resulting from any such act or omission that is determined in a final order to have constituted gross negligence or willful misconduct; *provided, further*, that the foregoing “Exculpation” shall have no effect on the liability of any Entity for acts or omissions occurring after the Confirmation Date.

**Injunction.** Except as otherwise provided in the Plan or for obligations issued pursuant to the Plan, all Entities that have held, hold, or may hold Claims or Interests that have been released pursuant to Section 8.2 of the Plan or Section 8.3 of the Plan, discharged pursuant to Section 8.1 of the Plan, or are subject to exculpation pursuant to Section 8.4 of the Plan are permanently enjoined, from and after the Effective Date, from taking any of the following actions against, as applicable, the Debtors, the Reorganized Debtors, the Released Parties, or the Exculpated Parties: (a) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims or Interests; (b) enforcing, attaching,

collecting, or recovering by any manner or means any judgment, award, decree, or order against such Entities on account of or in connection with or with respect to any such Claims or Interests; (c) creating, perfecting, or enforcing any encumbrance of any kind against such Entities or the property or Estates of such Entities on account of or in connection with or with respect to any such Claims or Interests; (d) asserting any right of setoff, subrogation, or recoupment of any kind against any obligation due from such Entities or against the property or Estates of such Entities on account of or in connection with or with respect to any such Claims or Interests unless such holder has filed a motion requesting the right to perform such setoff on or before the Confirmation Date; and (e) commencing or continuing in any manner any action or other proceeding of any kind on account of or in connection with or with respect to any such Claims or Interests released, exculpated, or settled pursuant to the Plan.

**YOU ARE ADVISED TO CAREFULLY REVIEW AND CONSIDER THE PLAN, INCLUDING THE RELEASE, EXCULPATION, AND INJUNCTION PROVISIONS, AS YOUR RIGHTS MIGHT BE AFFECTED.**

Dated: August \_\_, 2015  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

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*Counsel for the Debtors and Debtors in Possession*



**EXHIBIT 3**

**Debtors' Letter to Holders of Claims in the Voting Classes**

## [DEBTORS' LETTERHEAD]

[\_\_\_\_], 2015

To Whom It May Concern:

On [\_\_\_\_], 2015, the United States Bankruptcy Court for the District of Delaware (the "Court") entered the *Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. \_\_\_\_] (the "**Disclosure Statement Order**") that, among other things: (a) approved the adequacy of the *Disclosure Statement for Debtors' Joint Prearranged Chapter 11 Plan* [Docket No. 141] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits and supplements thereto, the "**Disclosure Statement**") filed in support of the *Debtors' Joint P Prearranged Chapter 11 Plan* [Docket No. 140] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the "**Plan**"); and (b) authorized the above-captioned debtors and debtors in possession (collectively, the "**Debtors**") to solicit acceptances or rejections of the Plan from Holders of Claims who are (or may be) entitled to vote under the Plan.<sup>1</sup>

You have received this letter and the enclosed materials because you are entitled to vote on the Plan. The enclosed materials constitute the "**Solicitation Package**," which, in addition to this letter, is comprised of:

- (a) the Disclosure Statement (and the Plan as an exhibit thereto);
- (a) the Solicitation Procedures;
- (b) the Confirmation Hearing Notice;
- (c) an appropriate Ballot (together with detailed voting instructions and a pre-addressed, postage prepaid return envelope); and
- (d) any supplemental documents the Debtors filed with the Court or any documents that the Court ordered to be made available.

The Debtors have approved the filing and solicitation of votes to accept the Plan. The Debtors believe that the acceptance of the Plan is in the best interests of the Holders of Claims against, and Interests in, the Debtors. Moreover, the Debtors believe that any alternative other

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<sup>1</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable. Copies of the Plan and the Disclosure Statement may be obtained: (a) from the Solicitation Agent at no charge by (i) accessing the Debtors' restructuring website at [www.donlinrecano.com/bt](http://www.donlinrecano.com/bt), (ii) emailing [DRCVote@donlinrecano.com](mailto:DRCVote@donlinrecano.com), (iii) writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iv) calling the Solicitation Agent at (212) 771-1128; or (b) for a fee via PACER at <http://www.deb.uscourts.gov>.

than Confirmation of the Plan could result in, among other risks, extensive delays and increased administrative expenses, thereby resulting in smaller distributions or no distributions on account of Allowed Claims.

The Debtors, therefore, recommend that all entities entitled to vote on the Plan submit a timely Ballot voting to accept the Plan.

The materials in the Solicitation Package are intended to be self-explanatory. If you have any questions, however, please feel free to contact the Debtors' Solicitation Agent, Donlin, Recano & Company, Inc., by writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701 or calling the Solicitation Agent at (212) 771-1128. Please note that the Solicitation Agent cannot give you legal advice or advise you on how the Plan affects you or what actions you should take with respect to the Plan. Any questions regarding those matters should be referred to your own counsel. You may also obtain copies of any pleadings filed in the chapter 11 cases at no charge by accessing the Debtors' restructuring website at <http://www.donlinrecano.com/bt>, or for a fee via PACER at <http://www.deb.uscourts.gov>.

Regards,

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Boomerang Tube, LLC, et al.

**EXHIBIT 4**

**Form of Ballot for Holders of Claims Entitled to Vote on the Plan**

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re:

BOOMERANG TUBE, LLC, a Delaware limited  
liability company, *et al.*,<sup>15</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

CLASS [ ] [ ] CLAIMS

PLEASE READ AND FOLLOW THE ENCLOSED INSTRUCTIONS FOR  
COMPLETING BALLOTS CAREFULLY BEFORE COMPLETING THE BALLOT

THIS BALLOT MUST BE ACTUALLY RECEIVED BY SEPTEMBER 14, 2015, AT  
5:00 P.M. (PREVAILING EASTERN TIME) (THE “VOTING DEADLINE”)

The above-captioned debtors and debtors in possession (collectively, the “Debtors”) have sent this Ballot to you because our records indicate that you are a holder of a Class [ ] [ ] Claim, and accordingly, you have a right to vote to accept or reject the *Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. [ ]] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits or supplements thereto, the “Plan”).<sup>16</sup>

You are receiving this Class [ ] Ballot because you are a Holder of a [Secured / General Unsecured] Claim in Class [ ] as of August 11, 2015 (the “Voting Record Date”). Accordingly, you have a right to vote to accept or reject the Plan.

Your rights are described in the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan* and all exhibits related thereto [Docket No. [ ]] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits or supplements thereto, the “Disclosure Statement”) and the Disclosure Statement Order. The Disclosure Statement, the Plan, the Disclosure Statement Order, and certain other materials contained in the Solicitation Package are included in the packet you are receiving with this Ballot. If you need to obtain additional solicitation materials, you may contact Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”) by (i) emailing DRCVote@donlinrecano.com, (ii) writing to the

<sup>15</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>16</sup> Capitalized terms used but not otherwise defined herein shall have the meanings set forth in the Plan, Disclosure Statement (as defined herein), or the *Order (A) Approving the First Amended Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. [ ]] (the “Disclosure Statement Order”).

Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iii) calling the Solicitation Agent at (212) 771-1128. You may also access these materials free of charge on the Debtors' restructuring website at <http://www.donlinrecano.com/bt>. You may also obtain solicitation materials for a fee via PACER at <http://www.deb.uscourts.gov>. The Court has approved the Disclosure Statement as containing adequate information under section 1125 of the Bankruptcy Code. Court approval of the Disclosure Statement does not indicate approval of the Plan by the Court. This Ballot may not be used for any purpose other than to vote to accept or reject the Plan. If you believe you have received this Ballot in error, please contact the Solicitation Agent at the address or telephone number set forth above.

*You should review the Disclosure Statement and the Plan before you vote. You may wish to seek legal advice concerning the Plan and the Plan's classification and treatment of your Claim. Your Claim has been placed in Class [ ] under the Plan. If you hold Claims in more than one Class, you will receive a Ballot for each Class in which you are entitled to vote.*

If the Solicitation Agent does not **actually receive** your Ballot on or before the Voting Deadline, which is **September 14, 2015 at 5:00 p.m.** (prevailing Eastern Time), and if the Voting Deadline is not extended, your vote will not count. **If the Court confirms the Plan, it will bind you regardless of whether you vote. Delivery of a Ballot to the Solicitation Agent by facsimile will not be valid.**

**Item 1. Treatment of Your Class [ ] [ ] Claim**

Subject to the terms and conditions of the Plan, you will receive the following treatment on account of your Class [ ] [ ] Claim if it is Allowed and the Plan is consummated:

[INSERT PLAN TREATMENT]

**For additional discussion of your treatment and rights under the Plan, please read the Disclosure Statement and the Plan.**

**Item 2. Amount of Claim**

The undersigned hereby certifies that as of the Voting Record Date, the undersigned was the Holder of Class [ ] [ ] Claims against the Debtors in the following aggregate unpaid amount:

Amount of Claim: \$ \_\_\_\_\_

**Item 3. Vote on Plan**

The Holder of Class [ ] [ ] Claims against the Debtors set forth in Item 2 votes to (please check one):

<b><u>ACCEPT THE PLAN</u></b> <input type="checkbox"/>	<b><u>REJECT THE PLAN</u></b> <input type="checkbox"/>
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Any Ballot that is executed by the Holder of a Claim, but that indicates both an acceptance and a rejection of the Plan or does not indicate either an acceptance or rejection of the Plan, will not be counted.

If no Holders of Class [ ] [ ] Claims eligible to vote to accept or reject the Plan vote on the Plan, the Plan shall be deemed accepted by Class [ ].

**Item 4. Certifications**

By signing this Ballot, the undersigned certifies to the Court and the Debtors:

1. that either: (a) the Entity is the holder of the Class [ ] [ ] Claim(s) being voted; or (b) the Entity is an authorized signatory for an Entity that is a holder of the Class [ ] [ ] Claim(s) being voted;
2. that the Entity has received a copy of the Disclosure Statement, the Plan, and the Solicitation Package and acknowledges that the solicitation is being made pursuant to the terms and conditions set forth therein;
3. that the Entity has cast the same vote with respect to all Class [ ] [ ] Claims;
4. that no other Ballots with respect to the amount of the Class [ ] [ ] Claim(s) identified in Item 2 have been cast or, if any other Ballots have been cast with respect to such Claim(s), then any such Ballots dated earlier are hereby revoked;
5. that the Entity acknowledges that a vote to accept the Plan constitutes an acceptance of the treatment of such Entity's Class [ ] [ ] Claim(s);
6. that the Entity understands and, if accepting the Plan, agrees with the treatment provided for its Claim(s) under the Plan;
7. that the Entity acknowledges and understands that (a) if no Holders of Claims eligible to vote in a particular Class vote to accept or reject the Plan, the Plan shall be deemed accepted by the Holders of such Claims in such Class; and (b) any Class of Claims that does not have a Holder of an Allowed Claim or a Claim temporarily allowed by the Court as of the date of the Confirmation Hearing shall be deemed eliminated from the Plan for purposes of voting to accept or reject the Plan and for purposes of determining acceptance or rejection of the Plan by such

Class pursuant to section 1129(a)(8) of the Bankruptcy Code; and

8. that the Entity acknowledges and agrees that the Debtors may make conforming changes to the Plan to the extent provided by Bankruptcy Rule 3019 as may be reasonably necessary; *provided*, that the Debtors will not re-solicit acceptances or rejections of the Plan in the event of such conforming changes.

*[Signature Page Follows]*



Name of Holder: \_\_\_\_\_  
(Please print or type)

Signature: \_\_\_\_\_

Name of Signatory: \_\_\_\_\_  
(If other than Holder)<sup>17</sup>

Title: \_\_\_\_\_

Address: \_\_\_\_\_

\_\_\_\_\_  
\_\_\_\_\_

Date Completed: \_\_\_\_\_

**PLEASE COMPLETE, SIGN, AND DATE THE BALLOT AND RETURN IT  
PROMPTLY TO:**

<b><u>Via Email:</u></b>  <b>DRCVote@DonlinRecano.com</b> <b>Please include in the subject line:</b> "Re: Boomerang Tube, LLC"	<b><u>Via Overnight Courier or Hand Delivery:</u></b>  Donlin, Recano & Company, Inc. Re: Boomerang Tube, LLC Attn: Voting Department 6201 15th Ave Brooklyn, NY 11219
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**YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE,  
WHICH IS 5:00 P.M. (PREVAILING EASTERN TIME) ON SEPTEMBER 14, 2015.**

<sup>17</sup> If you are completing this Ballot on behalf of another person or entity, indicate your relationship with such person or entity and the capacity in which you are signing. You may be required to provide additional information or documentation with respect to such relationship.

**INSTRUCTIONS FOR COMPLETING BALLOTS**

9. The Debtors are soliciting the votes of Holders of Claims with respect to the Plan attached as Exhibit A to the Disclosure Statement. Capitalized terms used in the Ballot or in these instructions (the “Ballot Instructions”) but not otherwise defined therein or herein shall have the meaning set forth in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable.
10. The Court may confirm the Plan and thereby bind you by the terms of the Plan. Please review the Disclosure Statement for more information.
11. To ensure that your vote is counted, you must: (a) complete the Ballot; (b) indicate your decision either to accept or reject the Plan in the boxes provided in Item 3 of the Ballot; and (c) sign and return the Ballot to the address set forth on the enclosed pre-addressed envelope. The Voting Deadline for the receipt of Ballots by Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”) is **5:00 p.m. (prevailing Eastern Time) on September 14, 2015.** Your completed Ballot must be received by the Solicitation Agent on or before the Voting Deadline.
12. You must vote all of your Claims within a particular Class either to accept or reject the Plan and may not split your vote. Accordingly, a Ballot that partially rejects and partially accepts the Plan will not be counted. Further, if a Holder has multiple Claims within the same Class, the Debtors may, in their discretion, aggregate the Claims of any particular Holder within a Class for the purpose of counting votes.
13. If a Ballot is received after the Voting Deadline, it will not be counted unless the Debtors determine otherwise. The method of delivery of Ballots to the Solicitation Agent is at the election and risk of each Holder of a Claim. Except as otherwise provided herein, such delivery will be deemed made only when the Solicitation Agent actually receives the originally executed Ballot. Instead of effecting delivery by mail, it is recommended, though not required, that Holders use an overnight or hand delivery service. In all cases, Holders should allow sufficient time to assure timely delivery. Delivery of a Ballot to the Solicitation Agent by facsimile shall not be valid. No Ballot should be sent to any of the Debtors, the Debtors’ agents (other than the Solicitation Agent), or the Debtors’ financial or legal advisors, and if so sent will not be counted.
14. If multiple Ballots are received from the same Holder of a Claim with respect to the same Claim prior to the Voting Deadline, the last dated valid Ballot timely received will supersede and revoke any earlier dated Ballots.
15. The Ballot is not a letter of transmittal and may not be used for any purpose other than to vote to accept or reject the Plan. Accordingly, at this time, Holders of Claims should not surrender certificates or instruments representing or evidencing their Claims, and neither the Debtors nor the Solicitation Agent will accept delivery of any such certificates or instruments surrendered together with a Ballot.
16. This Ballot does not constitute, and shall not be deemed to be: (a) a Proof of a Claim; or (b) an assertion or admission of a Claim.

17. Please be sure to sign and date your Ballot. If you are signing a Ballot in your capacity as a trustee, executor, administrator, guardian, attorney in fact, officer of a corporation, or otherwise acting in a fiduciary or representative capacity, you should indicate such capacity when signing and, if requested by the Solicitation Agent, the Debtors, or the Court, must submit proper evidence to the requesting party to so act on behalf of such Holder. In addition, please provide your name and mailing address if it is different from that set forth on the attached mailing label or if no such mailing label is attached to the Ballot.
18. If you hold Claims in more than one Class under the Plan or in multiple accounts, you may receive more than one Ballot coded for each different Class or account. Each Ballot votes only your Claims indicated on that Ballot. Please complete and return each Ballot you received.
19. The following Ballots shall not be counted in determining the acceptance or rejection of the Plan: (a) any Ballot that is illegible or contains insufficient information to permit the identification of the Holder of the Claim; (b) any Ballot cast by a Party that does not hold a Claim in a Class that is entitled to vote on the Plan; (c) any unsigned Ballot; (d) any Ballot not marked to accept or reject the Plan or any Ballot marked both to accept and reject the Plan; and (e) any Ballot submitted by any Entity not entitled to vote pursuant to the Solicitation Procedures.
20. If you believe you have received the wrong Ballot, you should contact the Solicitation Agent immediately at (212) 771-1128.

**PLEASE MAIL YOUR BALLOT PROMPTLY!**

IF YOU HAVE ANY QUESTIONS REGARDING THIS BALLOT OR THE VOTING PROCEDURES, PLEASE THE SOLICITATION AGENT AT: (I) BY E-MAIL, TO [DRCVOTE@DONLINRECANO.COM](mailto:DRCVOTE@DONLINRECANO.COM), (II) BY MAIL, TO DONLIN, RECANO & COMPANY, INC., ATTENTION: VOTING DEPARTMENT, P.O. BOX 2034, MURRAY HILL STATION, NEW YORK, NY 10156-0701, OR (III) BY TELEPHONE, AT (212) 771-1128

**EXHIBIT 5**

**Presumed-to-Accept Notice**

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**NON-VOTING STATUS NOTICE WITH RESPECT TO UNCLASSIFIED  
CLAIMS AND UNIMPAIRED CLASSES PRESUMED TO ACCEPT THE PLAN**

**PLEASE TAKE NOTICE THAT** on [\_\_\_\_], 2015, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered the *Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. \_\_\_\_] (the “**Disclosure Statement Order**”) that, among other things: (a) approved the adequacy of the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 141] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits and supplements thereto, the “**Disclosure Statement**”) filed in support of the *Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 140] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”); and (b) authorized the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit acceptances or rejections of the Plan from Holders of Claims who are (or may be) entitled to vote under the Plan.<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE THAT** the Disclosure Statement, the Disclosure Statement Order, the Plan, and the other documents and materials included in the Solicitation Package, except Ballots, may be obtained from Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”) at no charge by (i) accessing the Debtors’ restructuring website at <http://www.donlinrecano.com/bt>, (ii) emailing DRCVote@donlinrecano.com, (iii) writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iv) calling the Solicitation Agent at (212) 771-1128. You may also obtain copies of any pleadings filed in the chapter 11 cases at no charge via the Debtors’ restructuring website at <http://www.donlinrecano.com/bt> or for a fee via PACER at: <http://www.deb.uscourts.gov>.

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable.

**PLEASE TAKE FURTHER NOTICE THAT** you are receiving this notice because, pursuant to the terms of Article III of the Plan and the applicable provisions of the Bankruptcy Code, your Claim(s) against the Debtors are either Unclassified or Unimpaired and, therefore, pursuant to section 1126(f) of the Bankruptcy Code, **you are conclusively presumed to have accepted the Plan and are, therefore, not entitled to vote on the Plan.** Accordingly, this notice and the *Notice of Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* (the “**Confirmation Hearing Notice**”) are being sent to you for informational purposes only.

**PLEASE TAKE FURTHER NOTICE THAT** as the holder of a Claim that is a member of a Class that is deemed to accept the Plan, you are included in the definition of “Releasing Party” under the Plan and upon confirmation of the Plan you will be deemed to have granted the Third-Party Release set forth in Article 8.3 of the Plan, which is also described in the Confirmation Hearing Notice that you are being provided concurrently with this notice.

**PLEASE TAKE FURTHER NOTICE THAT** the Court has established **September 14, 2014, at 4:00 p.m. (prevailing Eastern Time)**, as the deadline for filing and serving objections to the Confirmation of the Plan (the “**Plan Objection Deadline**”). Any objection to the Plan must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the name, address, phone number, and email address of the objecting party and the amount and nature of the Claim or Interest of such entity, if any; (d) state with particularity the basis and nature of any objection to the Plan and, if practicable, a proposed modification to the Plan that would resolve such objection; and (e) be filed, contemporaneously with a proof of service, with the Court and served so that it is actually received by each of the following notice parties by the Plan Objection Deadline:

<i>Counsel to the Debtors</i>	
<b>YOUNG CONAWAY STARGATT &amp; TAYLOR, LLP</b> Robert S. Brady (No. 2847) Edmon L. Morton (No. 3856) Sean M. Beach (No. 4070) Margaret Whiteman Greecher (No. 4652) Ryan M. Bartley (No. 4985) Rodney Square 1000 North King Street Wilmington, Delaware 19801	<b>DEBEVOISE &amp; PLIMPTON LLP</b> My Chi To Nick S. Kaluk III Patricia Teixeira Alexander Bondarenko 919 Third Avenue, New York, NY 10022
<i>Counsel to the Committee</i>	

<b>BROWN RUDNICK LLP</b> Steven D. Pohl Sunni P Beville One Financial Center Boston, MA 02111	<b>MORRIS NICHOLS ARSHT &amp; TUNNELL LLP</b> Derek C. Abbott (No. 3376) Curtis S. Miller (No. 4583) Matthew R. Koch (No. 6048) 1201 North Market Street, Suite 1600 Wilmington, DE 19801
<i>Counsel to Wells Fargo Capital Finance, LLC</i>	
<b>GOLDBERG KOHN LTD.</b> Jeremy M. Downs Prisca M. Kim 55 East Monroe, Suite 3300 Chicago, IL 60603	<b>WOMBLE CARLYLE SANDRIDGE &amp; RICE, LLP</b> Francis A. Monaco, Jr. Thomas M. Horan 222 Delaware Avenue, Suite 1501 Wilmington, DE 19801
<i>Counsel to Cortland Capital Market Services</i>	
<b>KING &amp; SPALDING LLP</b> Michael C. Rupe Christopher G. Boies 1185 Avenue of the Americas New York, New York 10036-4003  <b>KING &amp; SPALDING LLP</b> W. Austin Jowers 1180 Peachtree Street, NE Atlanta, Georgia 30309	<b>CHIPMAN BROWN CICERO &amp; COLE, LLP</b> William E. Chipman, Jr. 1007 North Orange Street, Suite 1110 Wilmington, Delaware 19801
<i>U.S. Trustee</i>	
Office of the United States Trustee The District of Delaware 844 King Street, Suite 2207 Wilmington, Delaware 19801 Attn: Benjamin A. Hackman	

**PLEASE TAKE FURTHER NOTICE THAT** a hearing to confirm the Plan (the “**Confirmation Hearing**”) will commence on **September 21, 2015 at 10:30 a.m. (prevailing Eastern Time)** before the Honorable Judge Walrath, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware. Please be advised that the Confirmation Hearing may be continued from time to time by the Court or the Debtors without further notice other than by such adjournment being announced in open court or by a notice of adjournment being filed with the Court and served on parties entitled to notice under Bankruptcy Rule 2002 and the Local Rules or otherwise. In accordance with the Plan, the Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing without further action by the Debtors and without further notice to or action, order, or approval of the Court or any other Entity.

**PLEASE TAKE FURTHER NOTICE THAT** if you have any questions about the

status of any of your Claims, you should contact the Solicitation Agent in accordance with the instructions provided above. Please note that the Solicitation Agent cannot give you legal advice or advise you on how the Plan affects you or what actions you should take with respect to the Plan. Any questions regarding those matters should be referred to your own counsel.

Dated: August \_\_, 2015  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)  
Edmon L. Morton (No. 3856)  
Sean M. Beach (No. 4070)  
Margaret Whiteman Greecher (No. 4652)  
Ryan M. Bartley (No. 4985)  
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Tel: (302) 571-6600  
Fax: (302) 571-1253  
Email: rbrady@ycst.com  
emorton@ycst.com  
sbeach@ycst.com  
mgreecher@ycst.com  
rbartley@ycst.com

*Counsel for the Debtors and Debtors in Possession*



**EXHIBIT 6**

**Deemed-to-Reject Notice**

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**NOTICE OF NON-VOTING STATUS WITH RESPECT  
TO CLASSES DEEMED TO REJECT THE PLAN**

**PLEASE TAKE NOTICE THAT** on [\_\_\_\_], 2015, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered the *Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. \_\_\_\_] (the “**Disclosure Statement Order**”) that, among other things: (a) approved the adequacy of the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 141] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits and supplements thereto, the “**Disclosure Statement**”) filed in support of the *Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 140] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”); and (b) authorized the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit acceptances or rejections of the Plan from Holders of Claims who are (or may be) entitled to vote under the Plan.<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE THAT** the Disclosure Statement, the Disclosure Statement Order, the Plan, and the other documents and materials included in the Solicitation Package, except Ballots, may be obtained from Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”) at no charge by (i) accessing the Debtors’ restructuring website at <http://www.donlinrecano.com/bt>, (ii) emailing DRCVote@donlinrecano.com, (iii) writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iv) calling the Solicitation Agent at (212) 771-1128. You may also obtain copies of any pleadings filed in the chapter 11 cases at no charge via the Debtors’ restructuring website at <http://www.donlinrecano.com/bt> or for a fee via PACER at: <http://www.deb.uscourts.gov>.

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable.

**PLEASE TAKE FURTHER NOTICE THAT** you are receiving this notice because, under the terms of Article III of the Plan and the applicable provisions of the Bankruptcy Code, your Claim(s) or Interest(s) in the Debtors are Impaired and you will receive no distribution on account of such Claim(s) or Interest(s) under the Plan. Accordingly, pursuant to section 1126(g) of the Bankruptcy Code, **you are deemed to have rejected the Plan and are, therefore, not entitled to vote on the Plan.** Accordingly, this notice and the *Notice of Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* are being sent to you for informational purposes only.

**PLEASE TAKE FURTHER NOTICE THAT** the Court has established **September 14, 2014, at 4:00 p.m. (prevailing Eastern Time)**, as the deadline for filing and serving objections to the Confirmation of the Plan (the “**Plan Objection Deadline**”). Any objection to the Plan must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) state the name, address, phone number, and email address of the objecting party and the amount and nature of the Claim or Interest of such entity, if any; (d) state with particularity the basis and nature of any objection to the Plan and, if practicable, a proposed modification to the Plan that would resolve such objection; and (e) be filed, contemporaneously with a proof of service, with the Court and served so that it is actually received by each of the following notice parties by the Plan Objection Deadline:

<i>Counsel to the Debtors</i>	
<b>YOUNG CONAWAY STARGATT &amp; TAYLOR, LLP</b> Robert S. Brady (No. 2847) Edmon L. Morton (No. 3856) Sean M. Beach (No. 4070) Margaret Whiteman Greecher (No. 4652) Ryan M. Bartley (No. 4985) Rodney Square 1000 North King Street Wilmington, Delaware 19801	<b>DEBEVOISE &amp; PLIMPTON LLP</b> My Chi To Nick S. Kaluk III Patricia Teixeira Alexander Bondarenko 919 Third Avenue, New York, NY 10022
<i>Counsel to the Committee</i>	
<b>BROWN RUDNICK LLP</b> Steven D. Pohl Sunny P Beville One Financial Center Boston, MA 02111	<b>MORRIS NICHOLS ARSHT &amp; TUNNELL LLP</b> Derek C. Abbott (No. 3376) Curtis S. Miller (No. 4583) Matthew R. Koch (No. 6048) 1201 North Market Street, Suite 1600 Wilmington, DE 19801
<i>Counsel to Wells Fargo Capital Finance, LLC</i>	

<b>GOLDBERG KOHN LTD.</b> Jeremy M. Downs Prisca M. Kim 55 East Monroe, Suite 3300 Chicago, IL 60603	<b>WOMBLE CARLYLE SANDRIDGE &amp; RICE, LLP</b> Francis A. Monaco, Jr. Thomas M. Horan 222 Delaware Avenue, Suite 1501 Wilmington, DE 19801
<i>Counsel to Cortland Capital Market Services</i>	
<b>KING &amp; SPALDING LLP</b> Michael C. Rupe Christopher G. Boies 1185 Avenue of the Americas New York, New York 10036-4003  <b>KING &amp; SPALDING LLP</b> W. Austin Jowers 1180 Peachtree Street, NE Atlanta, Georgia 30309	<b>CHIPMAN BROWN CICERO &amp; COLE, LLP</b> William E. Chipman, Jr. 1007 North Orange Street, Suite 1110 Wilmington, Delaware 19801
<i>U.S. Trustee</i>	
Office of the United States Trustee The District of Delaware 844 King Street, Suite 2207 Wilmington, Delaware 19801 Attn: Benjamin A. Hackman	

**PLEASE TAKE FURTHER NOTICE THAT** a hearing to confirm the Plan (the “**Confirmation Hearing**”) will commence on **September 21, 2015 at 10:30 a.m. (prevailing Eastern Time)** before the Honorable Judge Walrath, United States Bankruptcy Judge, in the United States Bankruptcy Court for the District of Delaware. Please be advised that the Confirmation Hearing may be continued from time to time by the Court or the Debtors without further notice other than by such adjournment being announced in open court or by a notice of adjournment being filed with the Court and served on parties entitled to notice under Bankruptcy Rule 2002 and the Local Rules or otherwise. In accordance with the Plan, the Plan may be modified, if necessary, prior to, during, or as a result of the Confirmation Hearing without further action by the Debtors and without further notice to or action, order, or approval of the Court or any other Entity.

**PLEASE TAKE FURTHER NOTICE THAT** if you have any questions about the status of any of your Claims, you should contact the Solicitation Agent in accordance with the instructions provided above. Please note that the Solicitation Agent cannot give you legal advice or advise you on how the Plan affects you or what actions you should take with respect to the Plan. Any questions regarding those matters should be referred to your own counsel.

Dated: August \_\_, 2015  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)  
Edmon L. Morton (No. 3856)  
Sean M. Beach (No. 4070)  
Margaret Whiteman Greecher (No. 4652)  
Ryan M. Bartley (No. 4985)  
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1000 North King Street  
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Tel: (302) 571-6600  
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emorton@ycst.com  
sbeach@ycst.com  
mgreecher@ycst.com  
rbartley@ycst.com

*Counsel for the Debtors and Debtors in Possession*

**EXHIBIT 7**

**Assumption Notice**

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited  
liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**NOTICE TO COUNTERPARTIES TO EXECUTORY CONTRACTS AND  
UNEXPIRED LEASES POTENTIALLY BEING ASSUMED UNDER THE PLAN**

**PLEASE TAKE NOTICE THAT** on [\_\_\_\_], 2015, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered the *Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. \_\_\_\_] (the “**Disclosure Statement Order**”) that, among other things: (a) approved the adequacy of the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 141] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits and supplements thereto, the “**Disclosure Statement**”) filed in support of the *Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 140] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”); and (b) authorized the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit acceptances or rejections of the Plan from Holders of Claims who are (or may be) entitled to vote under the Plan.<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE THAT** the Disclosure Statement, the Disclosure Statement Order, the Plan, and the other documents and materials included in the Solicitation Package, except Ballots, may be obtained from Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”) at no charge by (i) accessing the Debtors’ restructuring website at <http://www.donlinrecano.com/bt>, (ii) emailing DRCVote@donlinrecano.com, (iii) writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iv) calling the Solicitation Agent at (212) 771-1128. You may also obtain copies of any pleadings filed in the chapter 11 cases at no

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable.

charge via the Debtors' restructuring website at <http://www.donlinrecano.com/bt> or for a fee via PACER at: <http://www.deb.uscourts.gov>.

**PLEASE TAKE FURTHER NOTICE THAT** under the terms of Article V of the Plan, each Executory Contract and Unexpired Lease of a Debtor shall be deemed automatically rejected pursuant to sections 365 and 1123 of the Bankruptcy Code as of the Effective Date of the Plan, except for any Executory Contract or Unexpired Lease that:

21. Was assumed or rejected previously by the Debtors;
22. Previously expired or terminated pursuant to its own terms;
23. Is the subject of a motion to assume or reject filed on or before the Effective Date of the Plan; or
24. Is identified as an Executory Contract or Unexpired Lease to be assumed pursuant to the Plan Supplement before the Effective Date of the Plan.

You are receiving this notice because you or one of your affiliates is a counterparty to an Executory Contract or an Unexpired Lease<sup>3</sup> listed below with one or more of the Debtors:

[Counterparty Name]	[Contract/Lease]	[Cure Obligation]
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**The Debtors intend to assume the Executory Contracts or Unexpired Leases listed above to which you are a counterparty.** The Debtors have conducted a review of the Debtors' books and records and have determined that the amount to cure unpaid obligations under such contract or lease is as set forth above (the "**Cure Obligation**"). Unless otherwise ordered by the Court, any objection by a counterparty to an Executory Contract or Unexpired Lease to a proposed assumption and assignment or related Cure Obligation must be filed with the Court and served so as to be actually received by the Debtors by [\_\_\_\_\_]. If you fail to object in a timely manner to the proposed assumption or Cure Obligation with respect to any Executory Contract or Unexpired Lease, you will be deemed to have assented to such assumption and Cure Obligation.

**PLEASE TAKE FURTHER NOTICE THAT** in the event of a dispute regarding: (a) any Cure Obligation; (b) the ability of the Debtors or any assignee, as applicable, to provide "adequate assurance of future performance" (within the meaning of section 365 of the Bankruptcy Code) under any of your Executory Contracts or Unexpired Leases; or (c) any other matter pertaining to assumption or assumption and assignment of any of your Executory Contracts or Unexpired Leases, the satisfaction of any Cure Obligation will be made following the entry of a Final Order resolving the dispute and approving the assumption and assignment of such Executory Contracts or Unexpired Leases; *provided, however*, that prior to the Effective Date, the Debtors or any assignee, as applicable, may settle any dispute regarding such Cure Obligation without further notice to or action, order, or approval of the Court.

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<sup>3</sup> This "Notice" is being sent to counterparties to Executory Contracts and Unexpired Leases. This Notice is not an admission by the Debtors that such contract or lease is executory or unexpired.



**PLEASE TAKE FURTHER NOTICE THAT** assumption of any Executory Contract or Unexpired Lease pursuant to the Plan or otherwise shall result in the full release and satisfaction of any Cures, Claims or defaults, whether monetary or nonmonetary, including defaults of provisions restricting the change in control or ownership interest composition or other bankruptcy-related defaults, arising under any assumed Executory Contract or Unexpired Lease at any time prior to the date of assumption. Any and all Proofs of Claim based upon Executory Contracts or Unexpired Leases that have been assumed in these chapter 11 cases, including pursuant to the Confirmation Order, shall be deemed disallowed and expunged as of the Effective Date of the Plan without the need for any objection thereto or any further notice to or action, order, or approval of the Court.

**YOUR STATUS AS A COUNTERPARTY TO AN EXECUTORY CONTRACT AND/OR AN UNEXPIRED LEASE DOES NOT IN AND OF ITSELF ENTITLE YOU TO VOTE ON THE PLAN.**

**PLEASE TAKE FURTHER NOTICE THAT** if you have any questions about this Notice you should contact the Solicitation Agent in accordance with the instructions provided above. Please note that the Solicitation Agent cannot give you legal advice or advise you on how the Plan affects you or what actions you should take with respect to the Plan. Any questions regarding those matters should be referred to your own counsel.

Dated: August \_\_, 2015  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)  
Edmon L. Morton (No. 3856)  
Sean M. Beach (No. 4070)  
Margaret Whiteman Greecher (No. 4652)  
Ryan M. Bartley (No. 4985)  
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Fax: (302) 571-1253  
Email: rbrady@ycst.com  
emorton@ycst.com  
sbeach@ycst.com  
mgreecher@ycst.com  
rbartley@ycst.com

*Counsel for the Debtors and Debtors in Possession*

**EXHIBIT 8**

**Rejection Notice**

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited  
liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**NOTICE TO COUNTERPARTIES TO EXECUTORY CONTRACTS AND  
UNEXPIRED LEASES BEING REJECTED UNDER THE PLAN**

**PLEASE TAKE NOTICE THAT** on [\_\_\_\_], 2015, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered the *Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. \_\_\_\_] (the “**Disclosure Statement Order**”) that, among other things: (a) approved the adequacy of the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 141] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits and supplements thereto, the “**Disclosure Statement**”) filed in support of the *Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 140] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”); and (b) authorized the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit acceptances or rejections of the Plan from Holders of Claims who are (or may be) entitled to vote under the Plan.<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE THAT** the Disclosure Statement, the Disclosure Statement Order, the Plan, and the other documents and materials included in the Solicitation Package, except Ballots, may be obtained from Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”) at no charge by (i) accessing the Debtors’ restructuring website at <http://www.donlinrecano.com/bt>, (ii) emailing DRCVote@donlinrecano.com, (iii) writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iv) calling the Solicitation Agent at (212) 771-1128. You may also obtain copies of any pleadings filed in the chapter 11 cases at no

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable.

charge via the Debtors' restructuring website at <http://www.donlinrecano.com/bt> or for a fee via PACER at: <http://www.deb.uscourts.gov>.

**PLEASE TAKE FURTHER NOTICE THAT** under the terms of Article V of the Plan, each Executory Contract and Unexpired Lease of a Debtor shall be deemed automatically rejected pursuant to sections 365 and 1123 of the Bankruptcy Code as of the Effective Date of the Plan, except for any Executory Contract or Unexpired Lease that:

25. Was assumed or rejected previously by the Debtors;
26. Previously expired or terminated pursuant to its own terms;
27. Is the subject of a motion to assume or reject filed on or before the Effective Date of the Plan; or
28. Is identified as an Executory Contract or Unexpired Lease to be assumed pursuant to the Plan Supplement before the Effective Date of the Plan.

You are receiving this notice because you or one of your affiliates is a counterparty to an Executory Contract or an Unexpired Lease<sup>3</sup> listed below with one or more of the Debtors.

[Counterparty Name]	[Contract/Lease]
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**The Debtors intend to reject the Executory Contract(s) or Unexpired Lease(s) to which you are a counterparty.** Unless otherwise ordered by the Court, any objection by a counterparty to an Executory Contract or Unexpired Lease to a proposed rejection must be filed with the Court and served so as to be actually received by the Debtors by [\_\_\_\_\_]. If you fail to object in a timely manner to the proposed rejection with respect to any Executory Contract or Unexpired Lease, you will be deemed to have assented to such rejection.

**PLEASE TAKE FURTHER NOTICE THAT** as a result of the Executory Contracts or Unexpired Leases to which you are a counterparty being rejected, you may be entitled to an unsecured claim for which a Proof of Claim must be filed. Pursuant to the Plan, if the rejection of Executory Contracts or Unexpired Leases gives rise to a Claim by you, unless otherwise provided by an order of the Court, any Proofs of Claim based on the rejection of the Debtors' Executory Contracts or Unexpired Leases, pursuant to the Plan or otherwise, must be filed with the Court and served on the Debtors no later than 30 days after entry of an order of the Court, including the Confirmation Order, approving such rejection. **Any Holders of Claims arising from the rejection of an Executory Contract or Unexpired Lease for which Proofs of Claim are not timely filed as set forth in the paragraph above shall not (a) be treated as a creditor with respect to such Claim, or (b) participate in any distribution in the chapter 11 cases on account of such Claim. Any claims arising from the rejection of an Executory Contract or Unexpired Lease for which Proofs of Claim were not timely filed as set forth above will be automatically disallowed, forever barred from assertion, and shall not be enforceable**

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<sup>3</sup> This "Notice" is being sent to counterparties to Executory Contracts and Unexpired Leases. This Notice is not an admission by the Debtors that such contract or lease is executory or unexpired.

**against the Debtors, the Reorganized Debtors, the Estates or their property without the need for any objection, or further notice to, or action, order, or approval of the Court.** All Allowed Claims arising from the rejection of the Debtors' Executory Contracts or Unexpired Leases shall be classified as General Unsecured Claims against the appropriate Debtor, except as otherwise provided by order of the Court.

**PLEASE TAKE FURTHER NOTICE THAT** if you have any questions about this Notice you should contact the Solicitation Agent in accordance with the instructions provided above. Please note that the Solicitation Agent cannot give you legal advice or advise you on how the Plan affects you or what actions you should take with respect to the Plan. Any questions regarding those matters should be referred to your own counsel.

Dated: August \_\_, 2015  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)  
Edmon L. Morton (No. 3856)  
Sean M. Beach (No. 4070)  
Margaret Whiteman Greecher (No. 4652)  
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Email: rbrady@ycst.com  
emorton@ycst.com  
sbeach@ycst.com  
mgreecher@ycst.com  
rbartley@ycst.com

*Counsel for the Debtors and Debtors in Possession*

**EXHIBIT 9**

**Disputed Claim Notice**

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

In re:

BOOMERANG TUBE, LLC, a Delaware limited  
liability company, *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

**NOTICE TO HOLDERS OF DISPUTED CLAIMS**

**PLEASE TAKE NOTICE THAT** on [\_\_\_\_], 2015, the United States Bankruptcy Court for the District of Delaware (the “**Court**”) entered the *Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* [Docket No. \_\_\_\_] (the “**Disclosure Statement Order**”) that, among other things: (a) approved the adequacy of the *Disclosure Statement for Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 141] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits and supplements thereto, the “**Disclosure Statement**”) filed in support of the *Debtors’ Joint Prearranged Chapter 11 Plan* [Docket No. 140] (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”); and (b) authorized the above-captioned debtors and debtors in possession (collectively, the “**Debtors**”) to solicit acceptances or rejections of the Plan from Holders of Claims who are (or may be) entitled to vote under the Plan.<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE THAT** the Disclosure Statement, the Disclosure Statement Order, the Plan, and the other documents and materials included in the Solicitation Package, except Ballots, may be obtained from Donlin, Recano & Company, Inc. (the “**Solicitation Agent**”) at no charge by (i) accessing the Debtors’ restructuring website at <http://www.donlinrecano.com/bt>, (ii) emailing DRCVote@donlinrecano.com, (iii) writing to the Solicitation Agent at Donlin, Recano & Company, Inc., Attention: Voting Department, P.O. Box 2034, Murray Hill Station, New York, NY 10156-0701, or (iv) calling the Solicitation Agent at (212) 771-1128. You may also obtain copies of any pleadings filed in the chapter 11 cases at no charge via the Debtors’ restructuring website at <http://www.donlinrecano.com/bt> or for a fee via PACER at: <http://www.deb.uscourts.gov>.

<sup>1</sup> The Debtors in these cases, along with the last four digits of each Debtor’s federal tax identification number, are: Boomerang Tube, LLC (9415); BTCSP, LLC (7632); and BT Financing, Inc. (6671). The location of the Debtors’ corporate headquarters is 14567 North Outer Forty, Suite 500, Chesterfield, Missouri 63017.

<sup>2</sup> Capitalized terms used but not otherwise defined herein shall have the meanings ascribed to such terms in the Plan, the Disclosure Statement, or the Disclosure Statement Order, as applicable.

**PLEASE TAKE FURTHER NOTICE THAT** you are receiving this notice because you are the Holder of a Disputed Claim. **You are not entitled to vote the disputed portion of your Claim on the Plan unless one or more of the following (each a “Resolution Event”) has occurred in the timeframe provided by the Solicitation Procedures:**

- (a) an order of the Court is entered allowing such Claim pursuant to section 502(b) of the Bankruptcy Code, after notice and a hearing;
- (b) an order of the Court is entered temporarily allowing such Claim for voting purposes only pursuant to Bankruptcy Rule 3018(a), after notice and a hearing;
- (c) a stipulation or other agreement is executed between the Holder of such Claim and the Debtors resolving the objection and allowing such Claim in an agreed upon amount; or
- (d) a stipulation or other agreement is executed between the Holder of such Claim and the Debtors temporarily allowing the Holder of such Claim to vote its Claim in an agreed upon amount; or

Accordingly, this notice and the *Notice of Order (A) Approving the Disclosure Statement, (B) Approving the Solicitation Procedures, (C) Approving the Form of Ballots and Notices in Connection Therewith, (D) Establishing the Plan Confirmation Schedule, and (E) Granting Related Relief* are being sent to you for informational purposes only.

**PLEASE TAKE FURTHER NOTICE THAT** if a Resolution Event occurs, as provided by the Solicitation Procedures, then no later than two (2) Business Days thereafter, the Solicitation Agent shall distribute a Ballot, and a pre-addressed, postage pre-paid envelope to you, which must be returned to the Solicitation Agent no later than the Voting Deadline, which is **5:00 p.m. (prevailing Pacific Time) on September 14, 2015.**

**PLEASE TAKE FURTHER NOTICE THAT** if you have any questions about the status of any of your Claims or Interests, you should contact the Solicitation Agent in accordance with the instructions provided above. Please note that the Solicitation Agent cannot give you legal advice or advise you on how the Plan affects you or what actions you should take with respect to the Plan. Any questions regarding those matters should be referred to your own counsel.



Dated: August \_\_, 2015  
Wilmington, Delaware

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