

**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. Nos. 741, 743, 749, 760

**ORDER (A) APPROVING THE DISCLOSURE STATEMENT ON A PRELIMINARY  
BASIS, (B) SCHEDULING COMBINED HEARING ON APPROVAL OF DISCLOSURE  
STATEMENT AND CONFIRMATION OF PLAN, (C) ESTABLISHING PROCEDURES  
FOR SOLICITATION AND TABULATION OF VOTES ON PLAN, AND  
(D) APPROVING RELATED MATTERS**

Upon the motion (the “**Motion**”)<sup>2</sup> of the Debtors for entry of an order (a) approving the *Amended Disclosure Statement for Debtors’ Second Amended Joint Chapter 11 Plan* [Docket No. 749] (as it may be amended or modified, the “**Disclosure Statement**”) on a preliminary basis; (b) scheduling a combined hearing (the “**Combined Hearing**”) on confirmation of the *Debtors’ Second Amended Joint Chapter 11 Plan* [Docket No. 743] (as it may be amended or modified, the “**Plan**”) and the adequacy of the Disclosure Statement; (c) approving the form and manner of notice of the Combined Hearing (the “**Combined Hearing Notice**”); (d) establishing procedures for the solicitation and tabulation of votes to accept or reject the Plan, 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

<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.

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 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 Court has determined on a preliminary basis that the Disclosure Statement contains adequate information under section 1125 of the Bankruptcy Code. As such, the Disclosure Statement is approved on a preliminary basis in connection with the solicitation of votes to accept or reject the Plan, subject to final approval at the Combined Hearing. The Debtors are hereby authorized to use the Disclosure Statement in connection with the solicitation of votes to accept or reject the Plan.
3. The Voting Classes are Class 3 (ABL Facility Claims), Class 4 (Term Loan Facility Claims), Class 5 (Heat Treat Line Secured Claims), and Class 6 (General Unsecured Claims).

4. 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 Order where, in the Debtors' reasonable discretion, doing so would better facilitate the solicitation process.

5. 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 December 31, 2015** (the "Solicitation Date").

6. The Voting Record Date shall be **December 28, 2015 at 5:00 p.m. (prevailing Eastern Time)**.

7. The Voting Deadline shall be **January 21, 2016 at 5:00 p.m. (prevailing Eastern Time)**.

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

9. The Debtors shall cause the Combined Hearing Notice to be mailed to all known Holders of Claims and Interests as set forth in the Motion **no later than December 31, 2015**.

10. The Debtors are authorized to enter into transactions to cause, and shall use commercially reasonable efforts to submit, the Combined 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 ten (10) business days following the entry of this Order.** The publication of the Combined Hearing Notice, together with the mailed notice of the Combined 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(a)**, is approved.

12. The Committee's letter to Holders of General Unsecured Claims, substantially in the form attached hereto as **Exhibit 3(b)** (the "**Committee Letter**"), is approved.

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

14. 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; *provided, however*, that any Ballot that is defective because it lacks a signature shall not be counted by the Debtors and the Debtors shall not be entitled to waive lack of signature as a defect.

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

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

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

18. The Disclosure Statement, the Plan, the Combined 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.

19. 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 Combined 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.

20. The Debtors shall be excused from mailing the Combined Hearing Notice, the Solicitation Packages, the Non-Voting Status Notices, or the Disputed Claim Notices, as applicable, to entities to whom the Debtors previously distributed their Prior 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 has provided the Debtors or the Solicitation Agent an accurate address as of the date hereof. 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.

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

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

23. 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 Combined Hearing Notice.

24. Unless otherwise agreed upon in writing by the parties to the applicable Executory Contract or Unexpired Lease, any objection to the assumption (or assumption and assignment) of an Executory Contract or Unexpired Lease under the Plan, including without limitation any objection to any Cure paid or proposed to be paid by the Debtors or the Reorganized Debtors, must be filed with this Court on the date that is no more than fourteen (14) days from the filing and service of a notice designating such Executory Contract or Unexpired Lease for assumption (or assumption and assignment).

25. The Disputed Claim Notice, substantially in the form attached hereto as **Exhibit 9**, is approved. For purposes of this Order and the Solicitation Procedures, "Disputed Claim" means any claim (i) for which a proof of claim has been filed and for which an objection has been asserted prior to the Voting Record Date, or (ii) which has been listed in the Schedules as one or more of disputed, contingent, or unliquidated and for which no superseding proof of claim has been filed on or prior to the Voting Record Date.

26. The Objection Deadline shall be January 21, 2016 at 5:00 p.m. (prevailing Eastern Time).

27. Any Objections to the Disclosure Statement and/or the Plan must be filed by the 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 Combined Hearing Notice by the Plan Objection Deadline.

28. The Debtors shall be permitted to reply to any Objections, either separately or by a single, consolidated reply, by no later than January 25, 2016 at 5:00 p.m. (prevailing Eastern time).

29. The Combined Hearing shall be held on January 27, 2016 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 Combined Hearing Notice.

30. The Debtors, the Committee (with respect to the Committee Letter), and their respective directors, officers, employees, shareholders, members, partners, agents, or representatives (including attorneys, accountants, financial advisors, and investment bankers), each solely in their capacity as such, shall not have any liability on account of soliciting votes on

the Plan or participating in such solicitation, for violation of any applicable law, rule, or regulation governing solicitation of acceptance or rejection of a plan or the offer, issuance, sale, or purchase of securities, and such parties shall be entitled to the protections of section 1125(e) of the Bankruptcy Code, to the fullest extent permitted by law, including with respect to the Disclosure Statement, the Plan, and the Exhibits to this Order as may be amended in accordance herewith.

31. 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 and hereto).

32. All time periods in this Order shall be calculated in accordance with Bankruptcy Rule 9006.

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

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

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

Dated: Dec. 29, 2015  
Wilmington, Delaware

  
MARY F. WALRATH  
UNITED STATES BANKRUPTCY JUDGE

01:18088484.2 → 36 SB Boomerang Tubular, LLC shall make any election under 11 U.S.C. § 1111(b) on or before January 8, 2016 at 4:00 p.m. (ET), and file such election with the Court; the Debtors shall file their election of the treatment to be provided under Section 3.2(e)(2) of the Plan on or before January 15, 2016 at 4:00 p.m. (ET).



**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 on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the “**Combined Hearing Order**”) that, among other things authorized the Debtors to use the *Disclosure Statement for Debtors’ Second Amended Joint Chapter 11 Plan* (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’ Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”), in connection with the solicitation of votes on the Plan, subject to objections, further review, and approval.<sup>2</sup>

**A. The Voting Record Date**

The Court has approved [December 28, 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 Combined Hearing 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 [January 21, 2016] 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 preliminarily 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 on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters*, substantially in the form attached as **Exhibit 2** to the Combined Hearing Order (the “**Combined Hearing Notice**”);

(d) a cover letter, substantially in the form attached as **Exhibit 3a** to the Combined 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) with respect to Holders of General Unsecured Claims only, the Committee Letter;

(f) an appropriate form of Ballot, substantially in the form of the Ballot attached as **Exhibit 4** to the Combined Hearing Order; and

(g) 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, the Debtors’ cover letter, and the Committee Letter, where applicable) to be provided in CD-ROM format and the Ballots, the Debtors’ cover letter, and the Committee Letter, where applicable, 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](mailto: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 Combined Hearing 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 Combined Hearing 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 Combined Hearing Order, or the Rejection Notice, substantially in the form attached as **Exhibit 8** to the Combined Hearing 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 Combined Hearing Notice. Unless otherwise agreed upon in writing by the parties to the applicable Executory Contract or Unexpired Lease, counterparties to Executory Contracts and Unexpired Leases must file any objection to the assumption (or assumption and assignment) of an Executory Contract or Unexpired Lease under the Plan, including without limitation any objection to any Cure paid or proposed to be paid by the Debtors or the Reorganized Debtors, with the Bankruptcy Court on the date that is no more than 14 days from the filing and service of a notice designating such Executory Contract or Unexpired Lease for assumption (or assumption and assignment).

5. **The Plan Supplement.** At least ten (10) days before the Combined 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 Combined 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, email, or any other electronic means will not be valid;

(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, *provided, however*, that the lack of a signature on a Ballot will be a defect that cannot be waived;

(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 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, Combined 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**

**Combined 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) SCHEDULING COMBINED HEARING ON APPROVAL OF  
DISCLOSURE STATEMENT AND CONFIRMATION OF PLAN, (B) ESTABLISHING  
PROCEDURES FOR SOLICITATION AND TABULATION OF VOTES ON PLAN,  
AND (C) APPROVING RELATED MATTERS**

**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 on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the “**Combined Hearing Order**”) that, among other things authorized the Debtors to use the *Disclosure Statement for Debtors’ Second Amended Joint Chapter 11 Plan* (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’ Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”), in connection with the solicitation of votes on the Plan, subject to objections, further review, and approval.<sup>2</sup>
2. **Voting Record Date.** The Court has approved [December 28, 2015] at 5:00 p.m. (prevailing Eastern Time), as the Voting Record Date for purposes of determining (a) which Holders of Claims in the Voting Classes are entitled to vote on the Plan and (b) in the case of non-voting

<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 Combined Hearing 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>.

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 [January 21, 2016] 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 Disclosure Statement and/or the Plan.** The Court has established [January 21, 2016] at 5:00 p.m. (prevailing Eastern Time) as the deadline for filing and serving objections to the Disclosure Statement and/or Confirmation of the Plan (the “**Objection Deadline**”). Any objection to the Disclosure Statement and/or 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 Objection Deadline:

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

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

5. **Combined Hearing.** A combined hearing to consider approval of the Disclosure Statement and confirmation of the Plan (the “**Combined Hearing**”) will be held on **[January 27, 2016 at \_\_\_\_\_] (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 Combined 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 Combined 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 ten (10) days before the Combined 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 in the Plan, and (3) the good faith negotiation of, and participation in, the restructuring contemplated in the Plan, 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, Avoidance Actions (other than Avoidance Actions against the Eisenberg Parties and SBI Parties), 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.

Entry of the Confirmation Order shall constitute the Bankruptcy Court's approval, pursuant to Bankruptcy Rule 9019, of the Debtor Release, which includes by reference each of the related provisions and definitions contained in the Plan, *and further*, shall constitute the Bankruptcy

Court's finding that the Debtor Release is: (1) in exchange for the good and valuable consideration provided by the Released Parties; (2) a good faith settlement and compromise of the Claims released by the Debtor Release; (3) in the best interests of the Debtors and all holders of Claims and Interests; (4) fair, equitable, and reasonable; (5) given and made after due notice and opportunity for hearing; and (6) a bar to any of the Debtors, the Reorganized Debtors, or the Debtors' Estates asserting any Claim or Cause of Action released pursuant to the Debtor Release.

**Releases by Holders of Claims and Interests.** Notwithstanding anything contained in the Plan to the contrary (except as set forth in Section 8.8 below), 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, Avoidance Actions (other than Avoidance Actions against the Eisenberg Parties and SBI Parties), 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, (2) with respect to Claims by Professionals related to Professionals' final fee applications or accrued Professional compensation claims in the Chapter 11 Cases, or (3) arising under (i) any Indemnification Provision or (ii) any indemnification provision contained in the Management Agreement.

Entry of the Confirmation Order shall constitute the Bankruptcy Court's approval, pursuant to Bankruptcy Rule 9019, of the Third-Party Release, which includes by reference each of the related provisions and definitions contained in the Plan, *and, further*, shall constitute the Bankruptcy Court's finding that the Third-Party Release is: (1) in exchange for the good and valuable consideration provided by the Released Parties; (2) a good faith settlement and compromise of the Claims released by the Third-Party Release; (3) in the best interests of the Debtors and all holders of Claims and Interests; (4) fair, equitable, and reasonable; (5) given and made after due notice and opportunity for hearing; and (6) a bar to any of the Releasing Parties asserting any claim or Cause of Action released pursuant to the Third-Party Release.

**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 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, the 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 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 hereto, all Entities that have held, hold, or may hold Claims or Interests that have been released pursuant to Section 8.2 or Section 8.3, discharged pursuant to Section 8.1, or are subject to exculpation pursuant to Section 8.4 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 (except where timely preserved under Section 6.5) or subrogation 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; 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: December \_\_, 2015  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)  
Sean M. Beach (No. 4070)  
Ryan M. Bartley (No. 4985)  
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sbeach@ycst.com  
rbartley@ycst.com

*Counsel for the Debtors and Debtors in Possession*

**EXHIBIT 3A**

**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 on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the "**Combined Hearing Order**") that, among other things authorized the Debtors to use the *Disclosure Statement for Debtors' Second Amended Joint Chapter 11 Plan* (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' Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the "**Plan**"), in connection with the solicitation of votes on the Plan, subject to objections, further review, and approval.<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 Combined Hearing Notice;
- (c) a letter from the Committee urging Holders of General Unsecured Claims to vote to accept the Plan;
- (d) an appropriate Ballot (together with detailed voting instructions and a pre-addressed, postage prepaid return envelope); and
- (e) any supplemental documents the Debtors filed with the Court or any documents that the Court ordered to be made available.

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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 Combined Hearing 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>.

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 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 3B**

**Committee's Letter to Holders of General Unsecured Claims**

**OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
OF BOOMERANG TUBE, LLC *et al.***

CHAPTER 11 CASE NO. 15-11247 (MFW)

c/o Brown Rudnick LLP  
One Financial Center  
Boston, MA 02011

December \_\_, 2015

**TO: HOLDERS OF CLASS 6 GENERAL UNSECURED CLAIMS IN THE CHAPTER 11 CASES OF  
BOOMERANG TUBE, LLC AND CERTAIN OF ITS AFFILIATES**

**RE: COMMITTEE SUPPORTS THE PLAN AND URGES CREDITORS TO VOTE TO ACCEPT  
THE PLAN**

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We, the law firms of Brown Rudnick LLP ("Brown Rudnick") and Morris, Nichols, Arsht & Tunnell LLP ("MNAT"), are co-counsel to the Official Committee of Unsecured Creditors (the "Creditors' Committee") in the above-referenced chapter 11 bankruptcy cases (the "Chapter 11 Cases") of Boomerang Tube, LLC and certain of its affiliates (collectively, the "Debtors"). The Creditors' Committee was appointed by the United States Trustee to represent the interests of all of the Debtors' general unsecured creditors. We write to advise you of the Creditors' Committee's position regarding the Debtors' Second Amended Joint Chapter 11 Plan, filed by the Debtors on December \_\_, 2015 (the "Plan"). The Plan is described in, and attached as an exhibit to, the accompanying Disclosure Statement for Debtors' Second Amended Joint Chapter 11 Plan, dated December \_\_, 2015 (the "Disclosure Statement"). Capitalized terms used but not otherwise defined herein shall have the meanings assigned to them in the Disclosure Statement or the Plan.

***THE CREDITORS' COMMITTEE—WHICH INCLUDES MANY OF THE DEBTORS' LARGEST UNSECURED CREDITORS—URGES HOLDERS OF CLASS 6 GENERAL UNSECURED CLAIMS TO VOTE TO ACCEPT THE PLAN. IT IS CRITICALLY IMPORTANT THAT HOLDERS OF GENERAL UNSECURED CLAIMS VOTE TO ACCEPT THE PLAN TO ENSURE THAT THE PLAN IS ACCEPTED BY HOLDERS OF GENERAL UNSECURED CLAIMS AND IS CONFIRMED AT THE HEARING SCHEDULED BY THE COURT TO CONSIDER CONFIRMATION OF THE PLAN ON JANUARY \_\_, 2016.***

On November 10, 2015, the Creditors' Committee prevailed in litigation against the Debtors in connection with the Debtors' efforts to confirm their previously proposed plan of reorganization (the "Prior Plan"). The Prior Plan effectively provided for no recovery to Class 6 General Unsecured Creditors. Following a multiple day trial, the Court sustained the Creditors' Committee objections to confirmation of the Plan and concurred with the enterprise valuation opinion of the Debtors prepared by Alvarez & Marsal North America, LLC, the Creditors' Committee financial advisor. As a result, the Bankruptcy Court denied confirmation of the Prior Plan. The Creditors' Committee valuation of the Debtors demonstrated that Class 6 General Unsecured Creditors were entitled to a greater recovery in these Chapter 11 Cases than the recovery proposed by the Debtors.

Thereafter, the Creditors' Committee, the Debtors, the Term Loan Facility Agent, and certain holders of Term Loan Facility Claims engaged in extensive negotiations regarding the terms of a revised chapter 11 plan that would account for the Bankruptcy Court's ruling. As a result of those negotiations, the parties agreed to the terms contained in the Plan Term Sheet, which is attached to the Plan as Exhibit B. The Debtors modified the Prior Plan – such modified Prior Plan being the Plan before you today – to reflect the terms of the settlement.

**Pursuant to the Plan, Class 6 General Unsecured Creditors will receive their *pro rata* share of \$2.25 million in cash. In addition, pursuant to the Plan, all avoidance action claims against holders of Class 6 General Unsecured Claims (the "Avoidance Actions"), other than those held by the Debtors against any Eisenberg Party and SBI Parties, will be waived. Absent consummation of the proposed Plan, these Avoidance Actions may be pursued by the Debtors or any successor to the Debtors.**

The Creditors' Committee believes that the Plan's proposed treatment of Class 6 General Unsecured Creditors represents the best possible outcome for Class 6 General Unsecured Creditors in these Chapter 11 Cases. Moreover, the Creditors' Committee believes that any alternative, other than confirmation of the Plan, could result in no distribution on account of Class 6 General Unsecured Claims asserted in these Chapter 11 Cases and the pursuit of Avoidance Actions against the holders of Class 6 General Unsecured Claims.

Your timely vote is important, as only those holders of Claims that timely vote on the Plan will have their vote counted for purposes of determining whether creditors have accepted the Plan. In short, the Creditors' Committee supports approval of the Plan and strongly recommends that you timely vote to accept the Plan in accordance with the procedures that have been established by the Bankruptcy Court.

***The foregoing description is not intended as a substitute for the Disclosure Statement, which has been approved by the Bankruptcy Court. Creditors should read the Disclosure Statement and the Plan in their entirety, and then make their own respective independent decision as to whether the Plan is acceptable.***

The Debtors have provided you with a Ballot to vote to accept or reject the Plan. In order to have your vote counted, you must complete and return the ballot in accordance with the procedures set forth in the document titled "Solicitation Procedures" included in the package you received from the Solicitation Agent. **PLEASE READ THE DIRECTIONS ON THE BALLOT CAREFULLY AND COMPLETE YOUR BALLOT IN ITS ENTIRETY BEFORE RETURNING IT TO THE DEBTORS' SOLICITATION AGENT.**

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

Derek C. Abbott  
Curtis S. Miller  
1201 North Market Street, Suite 1600  
Wilmington, DE 19801  
Telephone: (302) 658-9200  
Facsimile: (302) 658-3989

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Steven D. Pohl  
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Facsimile: (617) 856-8201

– and –

BROWN RUDNICK LLP

Bennett S. Silverberg  
7 Times Square  
New York, NY 10036  
Telephone: (212) 209-4800  
Facsimile: (212) 209-4801

*Co-Counsel To The Official Committee Of Unsecured Creditors  
In The Chapter 11 Cases Of Boomerang Tube, LLC And Certain Of Its Affiliates*

**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>1</sup>

Debtors.

Chapter 11

Case No. 15-11247 (MFW)

Jointly Administered

BALLOT FOR CLASS ☐ [ ] CLAIMS AGAINST DEBTOR [ ]

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

THIS BALLOT MUST BE ACTUALLY RECEIVED BY [JANUARY 21, 2016], 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 against Debtor [ ], and accordingly, you have a right to vote to accept or reject the *Debtors' Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits or supplements thereto, the "**Plan**").<sup>2</sup>

You are receiving this Class ☐ [ ] Ballot because you are a Holder of a [Secured / General Unsecured] Claim in Class ☐ [ ] as of [December 28, 2015] at 5:00 p.m. (prevailing Eastern Time) (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' Second Amended Joint Chapter 11 Plan* and all exhibits related thereto (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits or supplements thereto, the "**Disclosure Statement**") and the Combined Hearing Order. The Disclosure Statement has been approved by the Court on a preliminary basis only. The Court has authorized the Debtors to use the

<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 set forth in the Plan, Disclosure Statement (as defined herein), or the Order (A) *Approving the Disclosure Statement on a Preliminary Basis*, (B) *Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan*, (C) *Establishing Procedures for Solicitation and Tabulation of Votes on Plan*, and (D) *Approving Related Matters* (the "**Combined Hearing Order**").

Disclosure Statement in connection with soliciting your vote, subject to final review and approval in connection with the hearing to consider confirmation of the Plan.

The Disclosure Statement, the Plan, the Combined Hearing 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](mailto:DRCVote@donlinrecano.com), (ii) 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 (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 **[January 21, 2016] 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, email, or any other electronic means 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 a Class [ ] [ ] Claim against Debtor [ ] in the following aggregate unpaid amount:

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

**Item 3. Vote on Plan**

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

|   |   |
|---|---|
| <u><b>ACCEPT THE PLAN</b></u><br><input type="checkbox"/> | <u><b>REJECT THE PLAN</b></u><br><input type="checkbox"/> |
|---|---|

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 against Debtor [ ] eligible to vote to accept or reject the Plan vote on the Plan, the Plan shall be deemed accepted by Class [ ] as to Debtor [ ].

**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 against Debtor [ ] being voted; or (b) the Entity is an authorized signatory for an Entity that is a holder of the Class [ ] [ ] Claim against Debtor [ ] 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 against Debtor [ ];
4. that no other Ballots with respect to the amount of the Class [ ] [ ] Claim against Debtor [ ] identified in Item 2 have been cast or, if any other Ballots have been cast with respect to such Claim, 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 against Debtor [ ];
6. that the Entity understands and, if accepting the Plan, agrees with the treatment provided for its Claim 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 Combined 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>3</sup>

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

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

\_\_\_\_\_

\_\_\_\_\_

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

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

|   |  |
|---|--|
| <b><u>Via First Class Mail:</u></b><br><br><b>Donlin, Recano &amp; Company, Inc.</b><br>Re: Boomerang Tube, LLC<br>Attn: Voting Department<br>PO Box 2034<br>Murray Hill Station<br>New York, NY 10156-0701 | <b><u>Via Overnight Courier or Hand Delivery:</u></b><br><br>Donlin, Recano & Company, Inc.<br>Re: Boomerang Tube, LLC<br>Attn: Voting Department<br>6201 15th Ave<br>Brooklyn, NY 11219 |
|---|--|

**YOUR BALLOT MUST BE ACTUALLY RECEIVED BY THE VOTING DEADLINE,  
WHICH IS 5:00 P.M. (PREVAILING EASTERN TIME) ON [JANUARY 21, 2016].**

<sup>3</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**

1. 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 Combined Hearing Order, as applicable.
2. The Court may confirm the Plan and thereby bind you to the terms of the Plan. Please review the Disclosure Statement for more information.
3. 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 [January 21, 2016]**. Your completed Ballot must be received by the Solicitation Agent on or before the Voting Deadline.
4. 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.
5. 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, email, or any other electronic means 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.
6. 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.
7. 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.

8. 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.
9. 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.
10. 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.
11. 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.
12. 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 CONTACT THE SOLICITATION AGENT: (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 on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the “**Combined Hearing Order**”) that, among other things, authorized the Debtors to use the *Disclosure Statement for Debtors’ Second Amended Joint Chapter 11 Plan* (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’ Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”), in connection with the solicitation of votes on the Plan, subject to objections, further review, and approval.<sup>2</sup>

PLEASE TAKE FURTHER NOTICE THAT the Disclosure Statement, the Combined Hearing 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](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. 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 Combined Hearing 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 on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the “**Combined 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 Combined Hearing Notice that you are being provided concurrently with this notice.

**PLEASE TAKE FURTHER NOTICE THAT** the Court has established **[January 21, 2016 at 5:00 p.m.] (prevailing Eastern Time)**, as the deadline for filing and serving objections to the Disclosure Statement and/or Confirmation of the Plan (the “**Objection Deadline**”). Any objection to the Disclosure Statement and/or 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><br>Robert S. Brady (No. 2847)<br>Sean M. Beach (No. 4070)<br>Ryan M. Bartley (No. 4985)<br>Rodney Square<br>1000 North King Street<br>Wilmington, Delaware 19801 | <b>DEBEVOISE &amp; PLIMPTON LLP</b><br>My Chi To<br>Nick S. Kaluk III<br>Patricia Teixeira<br>Alexander Bondarenko<br>919 Third Avenue,<br>New York, NY 10022 |

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

**PLEASE TAKE FURTHER NOTICE THAT** a combined hearing to consider approval of the Disclosure Statement and confirmation of the Plan (the “**Combined Hearing**”) will be held on January 27, 2016 at \_\_\_\_\_ **(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 Combined 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 Combined 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: January \_\_, 2016  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)

Sean M. Beach (No. 4070)

Ryan M. Bartley (No. 4985)

Rodney Square

1000 North King Street

Wilmington, Delaware 19801

Tel: (302) 571-6600

Fax: (302) 571-1253

Email: rbrady@ycst.com

sbeach@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 entered the *Order (A) Approving the Disclosure Statement on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the “**Combined Hearing Order**”) that, among other things: that, among other things, authorized the Debtors to use the *Disclosure Statement for Debtors’ Second Amended Joint Chapter 11 Plan* (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’ Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”), in connection with the solicitation of votes on the Plan, subject to objections, further review, and approval.<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE THAT** the Disclosure Statement, the Combined Hearing 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](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. 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 Combined Hearing 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) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (B) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (C) Approving Related Matters* are being sent to you for informational purposes only.

**PLEASE TAKE FURTHER NOTICE THAT** the Court has established **[January 21, 2016 at 5:00 p.m.] (prevailing Eastern Time)**, as the deadline for filing and serving objections to the Disclosure Statement and/or Confirmation of the Plan (the “**Objection Deadline**”). Any objection to the Disclosure Statement and/or 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 Objection Deadline:

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

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

**PLEASE TAKE FURTHER NOTICE THAT** a combined hearing to consider approval of the Disclosure Statement and confirmation of the Plan (the “**Combined Hearing**”) will be held on **January 27, 2016 at** **1** (**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 Combined 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 Combined 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: January \_\_, 2016  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)  
Sean M. Beach (No. 4070)  
Ryan M. Bartley (No. 4985)  
Rodney Square  
1000 North King Street  
Wilmington, Delaware 19801  
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*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 entered the *Order (A) Approving the Disclosure Statement on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the “**Combined Hearing Order**”) that, among other things: that, among other things, authorized the Debtors to use the *Disclosure Statement for Debtors’ Second Amended Joint Chapter 11 Plan* (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’ Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”), in connection with the solicitation of votes on the Plan, subject to objections, further review, and approval.<sup>2</sup>

PLEASE TAKE FURTHER NOTICE THAT the Disclosure Statement, the Combined Hearing 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](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. 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 Combined Hearing Order, as applicable.

**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:

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.

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]

**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**"). The Debtors intend to rely on evidence of feasibility of the Plan presented at the Confirmation Hearing as adequate assurance of future performance under the assumed Executory Contracts and Unexpired Leases. Unless otherwise agreed upon in writing by the parties to the applicable Executory Contract or Unexpired Lease, any objection to the assumption (or assumption and assignment) of an Executory Contract or Unexpired Lease under the Plan, including without limitation any objection to any Cure paid or proposed to be paid by the Debtors or the Reorganized Debtors, must be filed with the Bankruptcy Court on the date that is no more than fourteen (14) days from the filing and service of a notice designating such Executory Contract or Unexpired Lease for assumption (or assumption and assignment). 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

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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.

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.

**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 Combined Hearing 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: January \_\_, 2016  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)  
Sean M. Beach (No. 4070)  
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*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 entered the *Order (A) Approving the Disclosure Statement on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the “**Combined Hearing Order**”) that, among other things: that, among other things, authorized the Debtors to use the *Disclosure Statement for Debtors’ Second Amended Joint Chapter 11 Plan* (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’ Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”), in connection with the solicitation of votes on the Plan, subject to objections, further review, and approval.<sup>2</sup>

**PLEASE TAKE FURTHER NOTICE THAT** the Disclosure Statement, the Combined Hearing 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](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. 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 Combined Hearing Order, as applicable.

**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:

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.

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]

**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 Combined Hearing 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 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

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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.



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: January \_\_, 2016  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)

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*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 entered the *Order (A) Approving the Disclosure Statement on a Preliminary Basis, (B) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (C) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (D) Approving Related Matters* (the “**Combined Hearing Order**”) that, among other things: that, among other things, authorized the Debtors to use the *Disclosure Statement for Debtors’ Second Amended Joint Chapter 11 Plan* (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’ Second Amended Joint Chapter 11 Plan* (as may be amended, supplemented, or otherwise modified from time to time and including all exhibits thereto, the “**Plan**”), in connection with the solicitation of votes on the Plan, subject to objections, further review, and approval.<sup>2</sup>

PLEASE TAKE FURTHER NOTICE THAT the Disclosure Statement, the Combined Hearing 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](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. 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>.

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**

<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 Combined Hearing Order, as applicable.

**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) Scheduling Combined Hearing on Approval of Disclosure Statement and Confirmation of Plan, (B) Establishing Procedures for Solicitation and Tabulation of Votes on Plan, and (C) Approving Related Matters* are being sent to you for informational purposes only.

**PLEASE TAKE FURTHER NOTICE THAT** any motion under Bankruptcy Rule 3018 for temporary allowance of a claim for voting purposes must be filed no later than **January 14, 2016 at 4:00 p.m. (prevailing Eastern Time)**. Any motion under Bankruptcy Rule 3018 must: (a) have a response deadline that is a minimum of ten (10) days after the filing of such motion; and (b) 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 **January 14, 2016 at 4:00 p.m. (prevailing Eastern Time)**:

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

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

**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 Eastern Time) on [January 21, 2016].**

**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: January \_\_, 2016  
Wilmington, Delaware

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**YOUNG CONAWAY STARGATT & TAYLOR, LLP**

Robert S. Brady (No. 2847)

Sean M. Beach (No. 4070)

Ryan M. Bartley (No. 4985)

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*Counsel for the Debtors and Debtors in Possession*