

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

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In re : Chapter 11
: :
RathGibson, Inc., et al.¹ : Case No. 09-12452 (CSS)
: :
Debtors. : Jointly Administered
: :
: **Ref. Docket No. 14**
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**ORDER PURSUANT TO BANKRUPTCY RULE 3003(c)(3) AND LOCAL
RULE 2002-1(e) ESTABLISHING BAR DATES FOR FILING PROOFS OF
CLAIM AND APPROVING FORM AND MANNER OF NOTICE THEREOF**

Upon the motion (the "Motion") of the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors") for an order, pursuant to section 501 of title 11 of the United States Code (the "Bankruptcy Code"), Rules 2002 and 3003(c)(3) of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules") and Rule 2002-1(e) of the Local Rules of Bankruptcy Practice and Procedure of the United States Bankruptcy Court for the District of Delaware (the "Local Rules") establishing bar dates for filing proofs of claim and approving the form and manner of notice thereof; and this Court having reviewed the Motion and the pleadings related thereto; and this Court finding that: (i) this Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and (iii) notice of the Motion was sufficient under the circumstances; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; it is hereby

ORDERED, ADJUDGED, AND DECREED that:

1. The Motion is granted.

¹ The last four digits of the taxpayer identification numbers of the Debtors in these chapter 11 cases follow in parentheses: (i) Greenville Tube Company (2689); (ii) RathGibson, Inc. (3283); (iii) RG Tube Holdings LLC (4080); and (iv) RGCH Holdings Corp. (9683). The Debtors' executive headquarters' address is 475 Half Day Road, Suite 210, Lincolnshire, Illinois 60069.

2. Capitalized terms not otherwise defined herein shall have the meanings ascribed to such terms in the Motion. In addition, as used herein: (i) the term "claim" has the meaning given to it in section 101(5) of the Bankruptcy Code; (ii) the term "entity" has the meaning given to it in section 101(15) of the Bankruptcy Code; and (iii) the term "governmental unit" has the meaning given to it in section 101(27) of the Bankruptcy Code.

3. The forms of the Bar Date Notice, the Publication Notice and the Proof of Claim Form, attached to the Motion as Exhibits A, B, and C, respectively, and the manner of providing notice of the Bar Dates proposed in the Motion, are approved in all respects pursuant to Bankruptcy Rules 2002(a)(7) and 2002(l) and Local Rule 2002-1(e). The form and manner of notice of the Bar Dates approved herein are deemed to fulfill the notice requirements of the Bankruptcy Rules and the Local Rules, and notice of the Bar Dates in the form and manner as proposed by the Debtors herein is fair and reasonable and will provide good, sufficient, and due notice to all creditors and equity interest holders of their rights and obligations in connection with claims they may assert against the Debtors' estates in these chapter 11 cases. Accordingly, the Debtors are authorized to serve the Bar Date Notice Package in the manner described in paragraph 4 below.

4. On or before three (3) business days after the Debtors file with the Court their Schedules and Statements, the Debtors, through their claims agent The Garden City Group, Inc. ("GCG"), shall serve the Bar Date Notice Package by first class United States mail, postage prepaid, on: (i) all known entities holding potential prepetition claims and their counsel (if known); (ii) all parties that have requested notice in these cases; (iii) all equity security holders; (iv) the U.S. Trustee; and (v) all taxing authorities for the jurisdictions in which the Debtors do business. The date on which the Debtors actually serve the Bar Date Notice Package is referred

to herein as the "Service Date." Copies of the Bar Date Notice Package and, separately, the proof of claim form shall be posted to GCG's dedicated web page related to these cases (<http://www.rathrestructuring.com>).

5. Except as provided in paragraphs 7, 8 and 11 (with respect to Interests) of this Order, any entity holding a prepetition claim against the Debtors must file a proof of claim in accordance with the procedures described herein **on or before 4:00 p.m. on the date that is 35 days after the Debtors file with the Court their Schedules and Statements** (the "General Bar Date"). The General Bar Date shall be identified in the Bar Date Notice and the Publication Notice. Except as provided in paragraphs 7, 8 and 11 of this Order, the General Bar Date applies to all entities, other than ordinary course of business trade vendors and service providers and governmental units, holding claims against the Debtors (whether secured, unsecured priority or unsecured nonpriority) that arose prior to or on the Petition Date.

6. Except as provided in paragraphs 7, 8 and 11 (with respect to Interests) of this Order, in accordance with section 502(b)(9) of the Bankruptcy Code, any governmental unit holding a prepetition claim against the Debtors must file a proof of claim in accordance with the procedures described herein **on or before 4:00 p.m., prevailing Eastern Time, on January 11, 2010** (the "Government Bar Date"). The Government Bar Date shall be identified in the Bar Date Notice and the Publication Notice. Except as provided in paragraphs 7 and 8 of this Order, the Government Bar Date applies to all governmental units holding claims against the Debtors (whether secured, unsecured priority, or unsecured nonpriority) that arose prior to or on the Petition Date, including governmental units holding claims against the Debtors for unpaid taxes, whether such claims arise from prepetition tax years or periods or prepetition transactions to which the Debtors were a party.

7. The following entities whose claims otherwise would be subject to the General Bar Date shall not be required to file proofs of claim in these chapter 11 cases:

- (a) Any entity that has already properly filed a Proof of Claim against one or more of the Debtors with either GCG, the Court-appointed claims agent in these cases, or the Clerk of the Court for the United States Bankruptcy Court for the District of Delaware;
- (b) any entity: (i) whose claim is listed in the Schedules or any amendments thereto, and (ii) whose claim is not described therein as "disputed," "contingent," or "unliquidated," and (iii) who does not dispute the amount or classification of its claim as set forth in the Schedules;
- (c) professionals retained by the Debtors or the Official Committee pursuant to orders of this Court, including GCG, who assert administrative claims for payment of fees and expenses subject to the Court's approval pursuant to sections 330, 331(a) and 503(b) of the Bankruptcy Code;
- (d) any entity that asserts an administrative expense claim against the Debtors pursuant to section 503(b) of the Bankruptcy Code;
- (e) any trade vendor, supplier, or other entity who asserts claims related to or arising from goods or services provided to the Debtors in the ordinary course of business, but not including any claims related to or arising from litigation against the Debtors, litigation-related claims, severance claims, or rejection or termination of an agreement with the Debtors;
- (f) current officers and directors of the Debtors who assert claims for indemnification and/or contribution arising as a result of such officers' or directors' prepetition or postpetition services to the Debtors;
- (g) any Debtor asserting a claim against another Debtor;
- (h) any person or entity whose claim against the Debtors has been allowed by an order of the Court entered on or before the applicable Bar Date; and
- (i) any person or entity whose Claim has been paid.

8. Any entity holding a Rejection Damages Claim arising from the rejection of an executory contract or unexpired lease pursuant to an order entered prior to the confirmation of a chapter 11 plan in the Debtors' chapter 11 cases shall be required to file a proof of claim in respect of such Rejection Damages Claim in accordance with the procedures described herein by the Rejection Bar Date. The Rejection Bar Date shall be the later of: (i) the General Bar Date;

(ii) 4:00 p.m. (prevailing Eastern Time) on the date that is thirty (30) days after entry of an order approving the rejection of an executory contract or unexpired lease pursuant to which the entity asserting the Rejection Damages Claim is a party.

9. The Debtors shall retain the right to: (i) dispute, or assert offsets or defenses against, any filed claim or any claim listed or reflected in the Schedules as to nature, amount, liability, classification or otherwise; and (ii) subsequently designate any claim as disputed, contingent or unliquidated.

10. Subject to the provisions of paragraphs 7, 8 and 11 (with respect to Interests) of this Order, the following entities must file a proof of claim on or before the General Bar Date or, with respect to claims of governmental units, on or before the Government Bar Date:

- (a) Any entity whose prepetition claim against the Debtors is not listed in the Debtors' Schedules or whose prepetition claim is listed in the Schedules but is listed as disputed, contingent or unliquidated and that desires to participate in these chapter 11 cases or share in any distribution in these chapter 11 cases; and
- (b) Any entity that believes that its prepetition claim is improperly classified in the Schedules or is listed in an incorrect amount and that desires to have its claim allowed in a classification or amount other than that identified in the Schedules.

11. Any entity holding an interest in the Debtors (an "Interest Holder"), which interest is based exclusively upon the ownership of common or preferred stock in a corporation, a general or limited partner interest in a limited partnership, a membership interest in a limited liability company or warrants or rights to purchase, sell or subscribe to such a security or interest (any such security or interest being referred to herein as an "Interest"), need not file a proof of interest on or before the General Bar Date; provided, however, that Interest Holders who wish to assert claims against the Debtors that arise out of or relate to the ownership or purchase of an

Interest, including claims arising out of or relating to the sale, issuance or distribution of such Interest, must file proofs of claim on or before the General Bar Date, unless another exception contained herein applies.

12. Any entity asserting claims against more than one Debtor must file a separate proof of claim with respect to each such Debtor on or before the applicable Bar Date. In addition, any entity filing a proof of claim must identify on its proof of claim form the particular Debtor against which its claim is asserted.

13. Pursuant to Bankruptcy Rule 3003(c)(2), **any entity that is required to file a proof of claim in these chapter 11 cases pursuant to the Bankruptcy Code, the Bankruptcy Rules or this Order with respect to a particular claim against the Debtors, but that fails to do so by the applicable Bar Date, shall NOT be treated as a creditor with respect to such claim for the purposes of voting on and distribution under any chapter 11 plan proposed and/or confirmed in these cases and shall be forever barred, estopped, and enjoined from asserting such claim against the Debtors (or filing a proof of claim with respect thereto), and the Debtors and their property shall be forever discharged from any and all indebtedness with respect to such claim.**

14. If the Debtors amend their Schedules as originally filed, the Debtors will provide prompt notice of such amendment to any creditor whose claim is affected thereby, and notice that each such creditor will be required to file any proof of such claim, if necessary, on or before the later of: (i) the applicable Bar Date, or (ii) 4:00 p.m. (prevailing Eastern Time) on the date that is twenty (20) days after the date of the notice of such amendment, pursuant to Local Rule 1009-2.

15. The Debtors shall serve on all known entities holding potential prepetition claims: (i) a notice of the Bar Dates substantially in the form of the Bar Date Notice attached to the Motion as Exhibit A; and (ii) a Proof of Claim Form substantially in the form of Official Form No. 10, substantially in the form attached to the Motion as Exhibit B. The Debtors shall state on each Proof of Claim Form whether the entity's claim is listed in the Schedules. Assuming that the entity's claim is listed in the Schedules, the Proof of Claim Form will also state: (i) the Debtors against which the entity's claim is scheduled; (ii) whether the entity's claim is listed as disputed, contingent or unliquidated; and (iii) if a claim is listed in the Schedules in a liquidated amount that is not disputed or contingent, the dollar amount of the claim (as listed in the Schedules). Any entity that relies on the information in the Schedules shall bear responsibility for determining that its claim is accurately listed therein.

16. For any proof of claim to be validly and properly filed, a signed original of the completed proof of claim, together with any accompanying documentation required by Bankruptcy Rules 3001(c) and 3001(d), must be delivered to GCG at the address identified on the Bar Date Notice so as to be received **no later than 4:00 p.m. (prevailing Eastern Time)** on the applicable Bar Date. Proofs of claim may be submitted in person or by courier service, hand delivery or mail. Proofs of claim submitted by facsimile or e-mail shall not be accepted. Proofs of claim shall be deemed filed when actually received by GCG. If a creditor wishes to receive acknowledgement of GCG's receipt of a proof of claim, the creditor also must submit to GCG by the applicable Bar Date and concurrently with submitting its original proof of claim: (i) a copy of the original proof of claim; and (ii) a self-addressed, stamped return envelope.

17. The Debtors shall cause the Publication Notice to be published in the national edition of *The Wall Street Journal* or *The New York Times* on or before the date that is twenty (20) days prior to the General Bar Date.

18. This Court shall retain jurisdiction over any and all matters arising from or relating to the implementation or interpretation of this Order.

Dated: Wilmington, Delaware
July 14, 2009



Christopher S. Sontchi
United States Bankruptcy Judge