



**FOR IMMEDIATE RELEASE**

**Taylor-Wharton International, LLC Reaches Agreement with Senior Lenders  
on Debt Restructuring**

**Files “Pre-Arranged” Voluntary Chapter 11 to Implement Restructuring; Reduces Debt by More  
Than 50%; Receives Infusion of New Equity Capital from Mezzanine Holders and Current Equity  
Sponsors**

**Company’s Non-U.S. Operations Excluded from Filing**

**Receives Commitment for \$20 Million in DIP Financing**

**Company Intends to Honor Trade Obligations Subject to Court Approval**

**MECHANICSBURG, PA** – November 18, 2009 - Taylor-Wharton International, LLC (“TWI” or the “Company”), the world’s leading technology, service and manufacturing network for gas applications involving pressure vessels and precision valves, announced a plan to implement a voluntary financial restructuring. The Company has reached an agreement in principle with the holders of its mezzanine senior subordinated secured notes and holders of its first lien notes to significantly improve the Company’s capital structure and create financial flexibility.

To facilitate its financial restructuring, TWI and its domestic operations filed voluntary Chapter 11 petitions in the United States Bankruptcy Court for the District of Delaware (the “Court”). The Company intends to consummate its restructuring through a pre-arranged plan of reorganization, which has been filed with the Court. None of TWI’s operations outside of the United States were included in the filing.

Under the terms of the agreement, TWI’s debt obligations will be reduced by more than 50%. Additionally, upon emergence from Chapter 11, the Company will receive improved terms from its lenders and access to new financing, including a \$25 million credit facility. The agreement also calls for the investment of new equity capital by the mezzanine holders and the Company’s financial sponsors, in support of the overall refinancing strategy.

In addition to improved terms and a cash infusion from its Sponsors, the Company has received commitments for up to \$20 million in debtor-in-possession (DIP) financing from a group of lenders led by GE Capital that will be used to fund post-petition operating expenses and to meet its obligations to employees, customers and suppliers.

TWI expects operations to continue as usual during the restructuring process. The Company plans to emerge from Chapter 11 on an accelerated basis. “Because Taylor-Wharton International already has a restructuring agreement in place with our lenders, the Company expects to achieve plan confirmation and successfully complete the financial restructuring by the end of February,” said Bill Corbin, chairman and chief executive officer of TWI. “We believe this financial restructuring is a necessary and positive step to



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re-align TWI's capital structure with current business operations. The commitment from our lenders and the injection of new equity represent important votes of confidence in our business, our people and our prospects. TWI will emerge from this restructuring as a stronger Company with a more sustainable capital structure that reflects the current economic realities.”

In conjunction with today's filing, the Company filed a number of customary “first day” motions to support its employees, customers and suppliers throughout the financial restructuring process. In addition, the Company has asked for authority to continue honoring all current customer programs to ensure that the restructuring process will not affect its customers. The Company has also requested authority to pay trade creditors under a variety of motions. The Company believes this action will allow it to assure customers an uninterrupted stream of product and eliminate any concerns they may have regarding the integrity of the supply chain. However, the various forms of authority requested only extend to trade vendors, some of which will be paid in the ordinary course and some of which will be paid in full once the Plan of Reorganization is confirmed, depending on the classification of their allowed claim. During the Chapter 11 process, suppliers will be paid in full for all goods and services provided after the filing date as required by the Bankruptcy Code.

Serving as lead restructuring counsel for TWI is Reed Smith LLP.

Additional information about TWI's restructuring is available at the Company's Web site [www.TWIGlobaltech.com](http://www.TWIGlobaltech.com). The Company has also established a toll-free Restructuring Information Hotline for employees, suppliers, customers, investors and other interested parties, in the United States at 866-431-8288 or internationally at 717-731-7999. For access to Court documents and other general information about the Chapter 11 cases, please visit [www.twreorg.com](http://www.twreorg.com).

## **About Taylor-Wharton International, LLC**

Taylor-Wharton International, LLC is the world's leading technology, service and manufacturing network for gas applications involving pressure vessels and precision valves. Taylor-Wharton International operates three complementary businesses from 16 manufacturing, sales, warehouse and service facilities in six countries on four continents, and markets its products in over 80 countries worldwide. Additional information about Taylor-Wharton International can be located at [www.TWIGlobaltech.com](http://www.TWIGlobaltech.com), [www.taylorwharton.com](http://www.taylorwharton.com); [www.awtank.com](http://www.awtank.com); and [www.sherwoodvalve.com](http://www.sherwoodvalve.com).

