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REUNION INDUSTRIES INC

Form 8-K

April 03, 2009

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549-1004

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported) April 3, 2009

REUNION INDUSTRIES, INC.

(Exact name of registrant as specified in its charter)

DELAWARE 01-15739 06-1439715

(State of Incorporation) (Commission File No.) (IRS Employer ID No.)

11 STANWIX STREET, SUITE 1400
PITTSBURGH, PENNSYLVANIA 15222

(Address of principal executive offices, including zip code)

(412) 281-2111

(Registrant's telephone number, including area code)

NOT APPLICABLE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the

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Exchange Act (17 CFR 240.13e-4(c))

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Item 8.01 - Other Events

As previously reported, on November 26, 2007 Reunion Industries, Inc. ("Reunion") filed a voluntary petition for relief under Chapter 11 of the Bankruptcy Code in the United States Bankruptcy Court for the District of Connecticut, Bridgeport Division (the "Bankruptcy Court"). Reunion continues to operate as "debtor-in-possession" in that proceeding under the jurisdiction of the Bankruptcy Court and in accordance with the applicable provisions of the Bankruptcy Code. Attached to and made a part of this Report is Reunion's Monthly Operating Report that was filed on March 27, 2009 with the Bankruptcy Court and the United States Trustee pursuant to Rule 2015 of the Federal Rules of Bankruptcy Procedure.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned, hereunto duly authorized.

Date: April 3, 2009

REUNION INDUSTRIES, INC.
(Registrant)

By: /s/ John M. Froehlich

John M. Froehlich
Executive Vice President
of Finance and Chief
Financial Officer

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UNITED STATES BANKRUPTCY COURT
BRIDGEPORT DIVISION - DISTRICT OF CONNECTICUT
MONTHLY OPERATING REPORT

In re REUNION INDUSTRIES, INC.

Case No. 07-50727(AHWS)

Reporting Period: FEBRUARY 2009

Federal Tax I.D. # 06-1439715

CORPORATE MONTHLY OPERATING REPORT

REQUIRED DOCUMENTS	Form No.	Document	Explanation Attached	Attached
Schedule of Cash Receipts and Disbursements	MOR-1		YES	N/A
Bank Reconciliations	MOR-1 (CON'T)	YES		N/A
Statement of Operations	MOR-2	YES		N/A
Balance Sheet	MOR-3	YES	N/A	
Status of Post-petition Taxes	MOR-4	YES	N/A	
Summary of Unpaid Post-petition Debts	MOR-4		YES	N/A
Accounts Receivable	MOR-5	YES	N/A	
Taxes Reconciliation & Aging	MOR-5	YES	N/A	
Payments -Insiders/Professionals	MOR-6	YES	N/A	
Post Petition Status of Secured Notes, Leases Payable	MOR-6	YES	N/A	
Debtor Questionnaire	MOR-7	YES	N/A	

I declare under penalty of perjury (28 U.S.C. Section 1746) that this report and the attached documents are true and correct to the best of my knowledge and belief.

Authorized Individual \s\ JOHN M. FROEHLICH, CFO Date MAR. 25, 2009

Authorized individual must be an officer, director or shareholder if debtor is a corporation.

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 1
CASH RECEIPTS AND DISBURSEMENTS
FEBRUARY 2009

CASE NO. 07-50727 (AHWS)
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Cash - beginning of period excluding	\$ 5,418,809	
Plus: Collections on receivables		825,712
Plus: Miscellaneous/Titan receipts		64,872
Less: Disbursements		
Net payroll		295,614
Payroll taxes		141,759
Titan disbursements		30,615
Other operating		644,834
Income Tax payments		-
Reorganization:		
Professional fees		-
U.S. Trustee fees		-

Total		1,112,822
Increase(Decrease) in outstanding checks	(236,757)	-----
Cash - end of period	\$ 4,959,814	=====

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 1
BANK RECONCILIATION
AS OF FEBRUARY 28, 2009

CASE NO. 07-50727 (AHWS)
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BANK TYPE ACCOUNT NUMBER	PNC BANK OPERATING 2161326	PNC BANK PAYROLL 2184149	PNC BANK HEALTHCARE 2880718	PNC BANK PENSION 10382890
Balance per books	\$ 1,591 =====	\$ (1,613) =====	\$ 2,964 =====	\$ 0 =====
BANK BALANCE	\$ 32,226	\$ 0	\$ 4,947	\$ 710
Deposits in transit				
Outstanding checks	(30,635)	(1,613)	(1,983)	(710)
Other - explain below	-----	-----	-----	-----
Adj. Bank Balance	\$ 1,591 =====	\$ (1,613) =====	\$ 2,964 =====	\$ 0 =====

("Adj. Bank Balance" must equal "Balance per books".)

EXPLANATION OF OTHER:

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 1
BANK RECONCILIATION
AS OF FEBRUARY 28, 2009

CASE NO. 07-50727 (AHWS)
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BANK TYPE ACCOUNT NUMBER	PNC BANK PENSION 1011567058	PNC BANK COLLATERAL 1019820572	PNC BANK CARVE-OUT 1019820847
Balance per books	\$ 0 =====	\$3,195,736 =====	\$1,515,677 =====
BANK BALANCE	\$ 5,253	\$3,195,736	\$1,515,677
Deposits in transit	0		
Outstanding checks	(5,253)		
Other - explain below	-----	-----	-----
Adj. Bank Balance	\$ 0 =====	\$3,195,736 =====	\$1,515,677 =====

("Adj. Bank Balance" must equal "Balance per books".)

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 1
BANK RECONCILIATION
AS OF FEBRUARY 28, 2009

CASE NO. 07-50727 (AHWS)
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BANK TYPE ACCOUNT NUMBER	FIFTH THIRD OPERATING 7512940417	FIFTH THIRD PAYROLL 1065629	Chase Operating 1690008469	Chase Royalty 1820765236
Balance per books	\$ 44,246 =====	\$ 0 =====	\$ 88,867 =====	\$ 112,346 =====
BANK BALANCE	\$ 142,246	\$ 24,479	\$ 90,057	\$ 115,927
Deposits in transit				
Outstanding checks	(97,820)	(24,479)	(1,190)	(3,581)
Other - explain below	-----	-----	-----	-----

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Adj. Bank Balance	\$ 44,246	\$ 0	\$ 88,867	\$ 112,346
	=====	=====	=====	=====

("Adj. Bank Balance" must equal "Balance per books".)

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 2
INCOME STATEMENT
FOR THE PERIODS INDICATED

CASE NO. 07-50727 (AHWS)

(\$ amounts in thousands)

	Month of Feb-09 -----	Adjusted Post Petition to 28-Feb-09 -----
Net Sales	\$ 998	\$ 35,245
Cost of Sales:		
Standard Cost	687	25,833

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Variances & Other		277	3,310
		-----	-----
Gross Profit	34	6,102	
Operating Expenses:			
Marketing		52	1,384
General & Admin	296	5,775	
		-----	-----
Operating Profit		(314)	(1,057)
Other Income (Expense)	-	39,386	
Equity in China JV	14	1,016	
Reorganization exp:			
Professional fees		-	(339)
U.S. Trustee fees		-	(71)
Other			
Adequate Protection Paym't Exp.	-	(450)	
Interest Expense - excluding Adequate			
Protection Payments	(10)	(3,943)	
		-----	-----
Profit before tax		(310)	34,542
Income Tax		0	(1,400)
		-----	-----
Net Income		\$ (310)	\$ 33,142
		=====	=====

NOTE: Other income(expense) above primarily reflects the gain on the sale of the Company's CP Industries division in April of 2008.

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 3
COMPARITIVE BALANCE SHEET
AS OF THE PERIODS SHOWN

CASE NO. 07-50727 (AHWS)

(\$ amounts in thousands)

	26-Nov-07	Adjusted 31-Jan-09	28-Feb-09
	-----	-----	-----
ASSETS:			

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Cash and Equivalents	\$	754		\$	5,419		\$	4,960
Net Receivables		7,166			1,943			2,110
Net Inventory		12,369			2,280			2,461
Other Current Assets		3,029			1,447			1,453
			-----		-----			-----
Current		23,318			11,089			10,984
Net Property		6,300			3,453			3,427
Goodwill			10,994				1,491	1,491
CSV policies		2,200			2,003			2,003
Interest in China JV		3,009			4,011			4,025
			-----		-----			-----
Total	\$	45,821		\$	22,047		\$	21,930
		=====			=====			=====
LIABILITIES & EQUITY:								
Current Maturities of Debt	\$	0		\$	0		\$	0
Trade Payables		3,305			2,945			3,092
Accrued Income Taxes		0			1,411			1,411
Accrued Interest			544				672	678
Customer Deposits			4,424				0	0
Accrued Other		4,272			5,127		5,167	
			-----		-----		-----	-----
Current		12,545			10,155		10,348	
Secured Debt and interest		53,418			500		500	
Other Liabilities			3,101				1,183	1,183
			-----				-----	-----
Total Liabilities		69,064			11,838		12,031	
Total Equity		(23,243)			10,209		9,899	
			-----		-----		-----	-----
Total	\$	45,821		\$	22,047		\$	21,930
		=====			=====			=====

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 4
SUMMARY OF UNPAID POST PETITION TAXES AND DEBTS
AS OF FEBRUARY 28, 2009

CASE NO. 07-50727 (AHWS)
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(\$ Amounts in 000's)

TAXES:

		Beg Liability	Accrued Paid	Liability	End
		-----	-----	-----	-----
NON-PAYROLL TAXES:					
Sales		\$ 0			\$ 0
Excise	\$ 0			\$ 0	
Real Property	\$ 0			\$ 0	
Personal Property		\$ 0			\$ 0

PAYROLL TAXES - See attached pages 2 to 3

Payroll taxes in 2009 are being immediately paid to the Company's payroll service company who will pay and file the Company's payroll taxes.

DEBTS:

		Days Past Due					
		Current	0-30	31-60	61-90	Over 91	Total
		-----	-----	-----	-----	-----	-----
Accounts Payable	\$ 641	\$ 229	\$ 92	\$ 0	\$ 2,130		\$ 3,092
Wages Payable	77						77
Taxes Payable	0						0
Rent-Building	0						0
Adequate Protection Paymts	0						0
Professional Fees	0		71			5	76
Amounts due Insiders	4	4	4	4	122		138
		-----	-----	-----	-----	-----	-----
Total	\$ 722	\$ 233	\$ 167	\$ 4	\$ 2,257		\$ 3,383
		=====	=====	=====	=====	=====	=====

Explanations:

Wages represent hourly wages earned in the last half of February that were paid in March.

Professional fees are due Reid and Riege and are awaiting Bankruptcy Court approval.

Amounts due insiders represent post petition interest on note and guaranty fees.

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REUNION INDUSTRIES, INC.
 MONTHLY OPERATING REPORT - 4
 FIT/FICA TAX PAYMENTS and FUTA 940 TAX PAYMENTS
 FEBRUARY 2009

CASE NO. 07-50727 (AHWS)
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DATE PAID ----	HANNA -----	HQ -----	TOTAL
FEBRUARY			
02			0
03			0
04			0
05			0
06	13,705		13,705
09			0
10			0
11			0
12		12,750	12,750
13	14,422		14,422
16	20,066		20,066
17			0
18			0
19			0
20	13,465		13,465
23			0
24			0
25		12,725	12,725
26	19,328		19,328
27	12,754		12,754
	-----	-----	-----
TOTAL	93,740	25,475	119,215
	=====	=====	=====

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 4
PA., IL, IN AND WI WITHHOLDING TAX AND SUTA PAYMENTS
FEBRUARY 2009

CASE NO. 07-50727 (AHWS)
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DATE PAID ----	HANNA -----	HQ -----	TOTAL -----
FEBRUARY			
02			0
03			0
04			0
05			0
06	2,857		2,857
09			0
10			0
11			0
12		2,330	2,330
13	3,042		3,042
16	3,622		3,622
17			0
18			0
19			0
20	2,786		2,786
23			0
24			0
25		2,108	2,108
26	3,145		3,145
27	2,654		2,654
	-----	-----	-----

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TOTAL	18,106	4,438	22,544
	=====	=====	=====

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 5
ACCOUNTS RECEIVABLE AND TAXES AGING
AS OF FEBRUARY 28, 2009

(\$ Amounts in 000's)

CASE NO. 07-50727 (AHWS)

TRADE ACCOUNTS RECEIVABLE RECONCILIATION:

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Trade Receivables - beg of month		\$ 2,062	
Plus: Invoiced during the month	1,020		
Less: Amounts collected		(826)	
Less: Credits/Adjustments		(24)	-----
Trade Receivables - end of month		\$ 2,232	=====

ACCOUNTS RECEIVABLE AGINGS:

0-30		\$ 1,333	
31-60		571	
61-90		94	
91+		234	-----
Total trade receivables		2,232	
Non-trade receivables		4	
Less: Reserve for bad debts		(126)	-----
Net Receivables - per balance sheet		\$ 2,110	=====

TAXES PAYABLE

-----	\$ -	=====
-------	------	-------

Payroll taxes in 2009 are being immediately paid to the Company's payroll service company who will pay and file the Company's payroll taxes.

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STATUS OF SECURED NOTES, LEASES AND ADEQUATE PROTECTION PAYMENTS FEBRUARY 2009

Of the total disbursements shown on MOR-1, list the amount paid to insiders and to professionals. For payments to insiders, identify the type of compensation paid.

NAME	TYPE OF PAYM'T	PERIOD AMOUNT	PAID THIS	POST PETITION	TOTAL
-----	-----	-----	-----	-----	-----
INSIDERS:					

Thomas N. Amonett	Director fees	\$ 0		\$ 19,500	
Charles E. Bradley	Director fees	\$ 9,833	\$147,495		
Thomas L. Cassidy	Director fees	\$ 0		\$ 19,500	
Thomas Certo	Director fees	\$ 1,500	\$ 3,000		
David E. Jackson	Director fees	\$ 1,500		\$ 22,500	
Joseph C. Lawyer	Director fees	\$ 4,625		\$ 69,375	
John G. Poole	Director fees	\$ 5,000	\$ 75,000		
Kimball J. Bradley, CEO	Salary	\$32,627	\$489,405		
John M. Froehlich, CFO	Salary	\$18,255	\$273,825		
Thomas J. Vogel, VP	Salary	\$ 0	\$169,200		

PROFESSIONALS:

	DATE OF COURT ORDER	AMOUNT APPROVED	PAID THIS PERIOD PAID TO AMOUNT	TOTAL AND DATE	INCURRED UNPAID	TOTAL
	-----	-----	-----	-----	-----	-----
Reid and Riege, PC	11/28/07	\$ 545,036	\$ 0	\$ 545,036	\$75,592	

POST PETITION STATUS OF SECURED NOTES, LEASES AND ADEQUATE PROTECTION PAYMENTS:

NAME OF CREDITOR	MONTHLY PAYM'TS DUE	MONTH	PAID DURING	POST PETITION
-----	-----	-----	-----	-----

SECURED NOTES: (Principal in default)

ADEQUATE PROTECTION PAYMENTS:

U.S. Bank, as Trustee	\$ 0	\$ 0	\$ 0	\$ 0
-----------------------	------	------	------	------

LEASES

KWA Properties	\$ 70,198	\$ 70,198	\$ 0	\$ 0
IPC REIT - Stanwix Street Assoc	\$ 9,362	\$ 9,362	\$ 0	\$ 0
US Bancorp	\$ 2,890	\$ 2,890	\$ 0	\$ 0

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REUNION INDUSTRIES, INC.
MONTHLY OPERATING REPORT - 7
DEBTOR QUESTIONNAIRE
FEBRUARY 2009

CASE NO. 07-50727 (AHWS)

Must be completed each month. If the answer to any of the questions is "Yes", provide a detailed explanation of each item. Attach additional sheets if necessary.

	YES	N
	---	---
1. HAVE ANY ASSETS BEEN SOLD OR TRANSFERRED OUTSIDE THE NORMAL COURSE OF BUSINESS THIS REPORTING PERIOD?		
2. HAVE ANY FUNDS BEEN DISBURSED FROM ANY ACCOUNT OTHER THAN A DEBTOR IN POSSESSION ACCOUNT THIS REPORTING PERIOD?	X	
3. IS THE DEBTOR DELINQUENT IN THE TIMELY FILING OF ANY POST-PETITION TAX RETURNS?		
4. ARE WORKERS' COMPENSATION, GENERAL LIABILITY OR OTHER NECESSARY INSURANCE COVERAGES EXPIRED OR CANCELLED, OR HAS THE DEBTOR RECEIVED NOTICE OF EXPIRATION OR CANCELLATION OF SUCH POLICIES?	X	
5. IS THE DEBTOR DELINQUENT IN PAYING ANY INSURANCE PREMIUM PAYMENT?	X	
6. HAVE ANY PAYMENTS BEEN MADE ON PREPETITION LIABILITIES THIS REPORTING PERIOD?		
7. ARE ANY POSTPETITION RECEIVABLES (ACCOUNTS, NOTES, OR LOANS) DUE FROM RELATED PARTIES?		
8. ARE ANY POSTPETITION PAYROLL TAXES PAST DUE?	X	
9. ARE ANY POSTPETITION STATE OR FEDERAL INCOME TAXES PAST DUE?	X	
10. ARE ANY POSTPETITION REAL ESTATE TAXES PAST DUE?		
11. ARE ANY OTHER POSTPETITION TAXES PAST DUE?	X	
12. HAVE ANY PREPETITION TAXES BEEN PAID DURING THE REPORTING PERIOD?	X	
13. ARE ANY AMOUNTS OWED TO POSTPETITION CREDITORS DELINQUENT?	X	
14. ARE ANY WAGE PAYMENTS PAST DUE?		
15. HAVE ANY POSTPETITION LOANS BEEN RECEIVED BY THE DEBTOR FROM ANY PARTY?		
16. IS THE DEBTOR DELINQUENT IN PAYING ANY U.S. TRUSTEE FEES?	X	
17. IS THE DEBTOR DELINQUENT WITH ANY COURT ORDERED PAYMENTS TO ATTORNEYS OR OTHER PROFESSIONALS?	X	
18. HAVE THE OWNERS OF SHAREHOLDERS RECEIVED ANY COMPENSATION OUTSIDE OF THE NORMAL COURSE OF BUSINESS?	X	

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