

The Depository Trust Company  
**IMPORTANT**

**B#:** 0015-06  
**DATE:** August 04, 2006  
**TO:** All Participants  
**CATEGORY:** Dividends  
**FROM:** Ray Lew, Specialist, Stock Dividend Department  
**ATTENTION:** Dividend Managers, Cashiers, and Reorganization Managers  
**SUBJECT:** Rights: Memphis-Shelby Cnty Tenn IDR Bds 9.875% Due 2/1/01  
CUSIP: 586120AD9 Rts. Contra-CUSIP: 586120990  
R/D: 7/13/06 Expires: 9/1/06 4:00 p.m. Pacific time  
Rate: 0.043105930160 Rts. per \$1.00 P.A. held

\*\*\*\*\*Time Critical Warning\*\*\*\*\*

Pursuant to a Plan of Reorganization, Owens Corning (“OCD”), and their affiliated debtors, as debtors in possession (collectively, the “Debtors”) is issuing non-transferable subscription rights to holders of Memphis-Shelby Cnty Tenn IDR Bds 9.875% Due 2001 as of the close of business on the record date July 13, 2006. Each holder of the Memphis-Shelby Cnty Tenn IDR Bds is entitled to receive 0.043105930160 rights for each \$1.00 P.A. held. Fractional rights entitlements are being rounded down to the nearest whole right.

DTC credited rights to participants’ accounts on August 3, 2006.

THE DIVIDEND POSITION AND ALLOCATION HISTORY (DPAL) MENU OPTION OF THE PTS DIVIDEND ANNOUNCEMENTS INQUIRY FUNCTION (DIVA) SHOULD BE USED TO CONFIRM YOUR POSITION HISTORY AND PAYMENT INFORMATION.

**IT IS IMPORTANT THAT PARTICIPANTS REFER TO THE DTC REORGANIZATION INQUIRY FOR PARTICIPANTS (RIPS), FUNCTION CODE 59, FOR INFORMATION REGARDING THE SUBSCRIPTION PRIVILEGE AND ANY EXTENSIONS TO THE EXPIRATION DATE.**

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If participants have any questions regarding this Important Notice, they may contact DTC's Customer Help Line at (888) 360-3822.

If participants have any questions regarding the rights offering, they may contact Financial Balloting Group, the "Disbursing Agent", at (646) 282-1800.