

# H M A S O T E®

**2023 Annual Report**  
**Our 114th Year**



# About Us

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Homasote Company is America's leading green building products manufacturer. Most of our base products are manufactured from Homasote® board which is made from 98% recycled paper fiber. The remaining 2% is comprised of environmentally-friendly materials that give our products their strength, water resistance and mold/mildew resistance. They contain no added urea formaldehyde, phenolics or resins to outgas.

We categorize our served markets into two sales divisions. The larger is our millboard division that supplies a variety of products including sound insulation in walls and floors (440 SOUNDBARRIER®), roof decking (HOMASOTE EASY-PLY®, FIRESTALL®), floor decking (HOMASOTE 4-WAY® floor decking), concrete expansion joint and forming board (HOMEX®), and finished interior panels (NovaCork, DesignWall, PINnacle™ panels).

Our industrial division is the smaller of the two sales divisions and serves the glass, metal and paper industries with a variety of shapes and coated strips for product separation and breakage reduction, along with custom designed packaging that protects customers' products during interplant transport (PAK-LINE®, STAPLE-SAFE®). Homasote products are used in everything from finished caskets to blocking for refrigerator doors during shipping.

Whether you need sound control for a home theatre installation or a joint filler for your driveway that contains no harmful bituminous material, you can count on Homasote to deliver time tested performance while keeping an eye on the planet. Homasote, Sensible. Sound. Solutions.



# To Shareholders and Employees

We present to you, our shareholders and employees, the Homasote Company 2023 annual report. After the exceptional year of 2022, this year's 2023 report shows a disappointing result. Most of this disappointment is due to numerous minor machine breakdowns, lack of skilled labor and the result of a fire at the dry end of the Coe dryer on May 26, 2023, which is explained in Note 11 towards the back of this report. The 13 days of limited production following the fire explained there, produced a backlog of orders which, as of this writing, has grown to over \$3.3 million.

The issuance of the annual report was delayed due to a computer failure from our operating system in mid-February. We were in the process of moving our system to the cloud when this failure occurred and had to migrate as quickly as possible. This project required an emergency recovery situation. The full system had to be rebuilt, and all functions had to be tested, audited and verified. This project was completed by an outside vendor which had to stabilize and transition the system to the cloud. This project was finalized in November 2024.

Homasote has been notified by its insurer, Arrowpoint Capital (hereinafter as "Arrowpoint") that Arrowpoint has been placed into liquidation by Order of the Chancery Court of Delaware. Arrowpoint took over Royal Globe Insurance's obligation of defending Homasote Company's asbestos lawsuits in 2007. The Court has appointed a receiver, and the receiver has requested that Homasote's counsel throughout the United States seek an immediate stay of any and all cases involving Homasote products for 180 days. During this time of a "stay" of litigation, the receiver will be seeking to have the pending claims transferred to the various State Insurance Guaranty Funds which will then handle and be responsible for the claims in lieu of Arrowpoint. It is through this procedure that Homasote will continue to be protected from pending claims by the state institutions designed to handle the insolvency of insurance carriers. While there has been some resistance by some Courts to issue a stay, Homasote continues to have its experienced legal counsel defend the pending litigation with the understanding that their fees will be paid by the same mentioned Guaranty Funds. Consequently, Homasote will be able to navigate the company through the Arrowwood insolvency by keeping its long-standing legal counsel and eventually will have the defense and indemnity of its claims absorbed by the various State Guaranty Funds.

## Sales

Demand for our products in both the Millboard and Industrial marketplace is still very strong. Our sales force is very active across the nation and, although lead times have grown to 8 to 10 weeks, we are encouraged by the faith our customers have in our supplying them with quality products.

## Major Projects still to be started and/or completed in 2024:

- General roof repairs - ongoing
- Continue investigation of a new stand alone dry dust collection system
- Carter Day controls upgrade
- Repaving major areas of parking lot and roadways
- Cogen Engine #3 top end cylinders / rebuild
- Rebuilding of #166 mold and completion of #150 mold rebuild
- Rebuild 153 car
- New CMMS – software maintenance program
- Finish rebuild of interior of Carter Day units and install dust collection bags

## Year In Review

Millboard sales results were as follows: our flagship 440 SoundBarrier increased by 3%, Homex expansion joint and forming boards decreased 4%, and Nova prefinished interior panels increased by 3%. Industrial (Pak-Line Division) sales decreased by 15%.

Net sales for 2023 were \$19,822,502 versus 2022 sales of \$21,497,961, a decrease of \$1,675,459. Net loss for the year was (\$894,371), resulting in diluted loss per common share of (\$2.47). The 2022 net income was \$1,084,310. The working capital deficit was \$(2.3) million, an increase in the deficit of \$1.2 million from the previous year.

We wish to acknowledge and express our appreciation for the many years of loyal effort and cooperation given to Homasote Company by our 2023 retirees, Mr. Robert E. Brown, Mr. Robert Coluccio and Ms. Christine Lemonick.

We wish to thank our loyal shareholders, employees, directors, officers, customers and suppliers for their continued support and we value each of you.

## Homasote Management Team



**Warren L. Flicker**  
Chairman of the Board,  
Chief Executive Officer



**Ronald D. Fasano**  
Chief Financial Officer  
& Treasurer



**Peter Tindall**  
Vice President,  
Operations

## Five Year Highlights

	2023	2022	2021	2020	2019
Net sales.....	\$ 19,822,502	\$ 21,497,961	\$ 19,048,002	\$ 18,390,327	\$ 19,784,896
Depreciation.....	1,047,936	\$ 923,227	\$ 878,130	\$ 918,982	\$ 940,679
Net (loss) income .....	(894,371)	\$ 1,084,310	\$ (406,330)	\$ 1,196,464	\$ 401,433
Common shares outstanding (weighted average):					
Basic.....	\$ 361,719	361,719	361,494	361,119	360,477
Diluted .....	\$ 361,719	361,719	361,494	361,119	360,752
Net earnings per common share:					
Basic.....	\$ (2.47)	\$ 3.00	\$ (1.12)	\$ 3.31	\$ 1.11
Diluted .....	\$ (2.47)	\$ 3.00	\$ (1.12)	\$ 3.31	\$ 1.11
Dividends – declared and paid .....	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
Dividends per share .....	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00	\$ 0.00
Working capital .....	\$ (2,270,515)	\$ (1,134,467)	\$ (1,422,158)	\$ (421,889)	\$ (1,178,266)
Working capital ratio.....	.6:1	.8:1	.7:1	.9:1	.8:1
Capital expenditures.....	\$ 1,234,389	\$ 1,749,091	\$ 989,838	\$ 720,850	\$ 557,191
Total assets.....	\$ 13,041,241	\$ 11,909,334	\$ 11,004,484	\$ 11,297,189	\$ 11,315,063
Long-term debt, excluding current portion. ....	\$ 2,376,686	\$ 2,665,169	\$ 2,374,710	\$ 2,424,861	\$ 2,668,590
Stockholders' equity.....	\$ 1,844,091	\$ 2,445,559	\$ 1,060,509	\$ 454,118	\$ (683,834)
Common shares outstanding .....	361,719	361,719	361,719	361,419	361,019
Per share book value of common stock .....	\$ 5.10	\$ 6.76	\$ 2.93	\$ 1.26	\$ (1.89)

## Two Year Dividend and Stock Price Comparison

### CASH DIVIDENDS

Quarterly cash dividends for the last two years were as follows:

Quarter	2023	2022
First.....	\$ 0.00	\$ 0.00
Second.....	0.00	0.00
Third. ....	0.00	0.00
Fourth .....	0.00	0.00
	<u>\$ 0.00</u>	<u>\$ 0.00</u>

### STOCK PRICES

Quarterly stock prices for the Company's common stock for the last two years were as follows:

Quarter	2023		2022	
	High	Low	High	Low
First.....	\$ 11.20	\$ 10.00	\$ 5.42	\$ 4.54
Second.....	\$ 10.60	\$ 9.75	\$ 5.47	\$ 4.54
Third .....	\$ 10.10	\$ 5.01	\$ 12.25	\$ 5.01
Fourth. ....	\$ 6.60	\$ 5.85	\$ 12.50	\$ 10.75

The common stock of the Company is traded over-the-counter.

The number of Shareholders of record of the Company at December 31, 2023, is 135 and 2022 is 138.

## Profile

Homasote Company manufactures building and industrial products used in various construction and manufacturing industries.

# Statements of Income

Years Ended December 31

	2023	2022	2021
Net sales .....	\$ 19,822,502	\$ 21,497,961	\$ 19,048,002
Cost of sales .....	15,387,549	15,576,733	14,665,279
Gross profit .....	4,434,953	5,921,228	4,382,723
Selling, general and administrative expenses .....	4,873,011	4,682,685	4,468,773
Operating (loss) income .....	(438,058)	1,238,543	(86,050)
Other income (expense):			
Interest expense, net.....	(382,746)	(258,735)	(246,186)
Gain on sale of assets.....	23,242	21,000	—
Other income (expense) .....	116,564	(13,706)	(2,208)
NPBC – other components .....	(213,373)	97,208	(71,886)
(Loss) income before income tax expense .....	(894,371)	1,084,310	(406,330)
Income tax expense .....	—	—	—
Net (loss) income .....	\$ (894,371)	\$ 1,084,310	\$ (406,330)
Net (loss) earnings per common share:			
Basic .....	\$ (2.47)	\$ 3.00	\$ (1.12)
Diluted .....	\$ (2.47)	\$ 3.00	\$ (1.12)
Weighted average common shares outstanding:			
Basic .....	361,719	361,719	361,494
Diluted .....	361,719	361,719	361,494

See accompanying notes to financial statements.

# Statements of Comprehensive Income

Years Ended December 31

	2023	2022	2021
Net (loss) income .....	\$ (894,371)	\$ 1,084,310	\$ (406,330)
Other comprehensive income:			
Net actuarial gain of retirement benefit plans:			
Unrealized gain arising during the period .....	132,303	165,494	734,342
Amortization of actuarial gain.....	160,600	135,246	276,804
Total other comprehensive income .....	292,903	300,740	1,011,146
Comprehensive (loss) income .....	\$ (601,468)	\$ 1,385,050	\$ 604,816

See accompanying notes to financial statements.

**Balance Sheets****December 31****ASSETS**

## Current Assets:

	<b>2023</b>	<b>2022</b>
Cash and cash equivalents .....	\$ 395,029	\$ 368,401
Accounts receivable (net of allowance for credit losses of \$46,000 in 2023 and 2022) .....	1,070,541	1,267,234
Inventories .....	2,090,965	1,809,608
Prepaid expenses and other current assets .....	654,287	192,448
Total Current Assets .....	\$ 4,210,822	\$ 3,637,691
Property, plant and equipment, net .....	8,437,142	8,250,689
Right-of-use assets – operating leases .....	272,548	—
Right-of-use assets – finance leases .....	106,288	—
Deferred income taxes .....	14,441	20,954
Total Assets .....	<u>\$ 13,041,241</u>	<u>\$ 11,909,334</u>

**LIABILITIES AND STOCKHOLDERS' EQUITY**

## Current Liabilities:

Short-term debt, net of unamortized issuance cost of \$18,647 in 2023 and 2022 .....	\$ 2,488,053	\$ 1,935,054
Current portion of long-term debt .....	429,726	332,741
Accounts payable .....	3,058,296	2,108,161
Accrued expenses .....	362,111	348,202
Lease Liabilities Current .....	99,150	—
Current portion of obligations under benefit plans .....	44,000	48,000
Total Current Liabilities .....	\$ 6,481,336	\$ 4,772,158
Lease Liabilities Long Term .....	279,676	—
Long-term debt, net of unamortized issuance cost of \$82,580 in 2023 and \$100,865 in 2022 .....	2,376,686	2,665,169
Deferred income taxes .....	14,441	20,954
Obligations under benefit plans .....	1,532,433	1,492,916
Other liabilities .....	512,578	512,578
Total Liabilities .....	11,197,150	9,463,775

## Commitments and Contingencies

## Stockholders' Equity:

Common stock, par value \$0.20 per share; Authorized 1,500,000 shares; Issued 876,915 shares in 2023 and 2022 .....	175,383	175,383
Additional paid-in capital .....	971,337	971,337
Retained earnings .....	9,955,522	10,849,893
Accumulated other comprehensive loss .....	(1,747,322)	(2,040,225)
	9,354,920	9,956,388
Less cost of common shares in treasury, 515,196 shares in 2023 and 2022 .....	7,510,829	7,510,829
Total Stockholders' Equity .....	1,844,091	2,445,559
Total Liabilities and Stockholders' Equity .....	<u>\$ 13,041,241</u>	<u>\$ 11,909,334</u>

See accompanying notes to financial statements.



# Statements of Changes in Stockholders' Equity

Years Ended December 31

	COMMON STOCK	PAR	ADDITIONAL	RETAINED	ACCUMULATED	TREASURY	TOTAL
	SHARES	VALUE	PAID IN	EARNINGS	OTHER	STOCK	STOCKHOLDERS'
			CAPITAL		COMPREHENSIVE		EQUITY
					(LOSS) INCOME		
Balances at January 1, 2021 .....	361,419	\$ 175,323	\$ 969,822	\$ 10,171,913	\$ (3,352,111)	\$ (7,510,829)	\$ 454,118
Net loss.....				(406,330)			(406,330)
Net change in unrecognized retirement benefit plans .....					1,011,146		1,011,146
Other comprehensive income .....							604,816
*Issuance of restricted stock, vested and non-vested.....	300	60	(60)				
Share based compensation .....			1,575				1,575
Balances at December 31, 2021 .....	361,719	\$ 175,383	\$ 971,337	\$ 9,765,583	\$ (2,340,965)	\$ (7,510,829)	\$ 1,060,509
Net income .....				1,084,310			1,084,310
Net change in unrecognized retirement benefit plans .....					300,740		300,740
Other comprehensive income .....							1,385,050
Issuance of restricted stock, vested and non-vested.....							
Share based compensation .....							
Balances at December 31, 2022 .....	361,719	\$ 175,383	\$ 971,337	\$ 10,849,893	\$ (2,040,225)	\$ (7,510,829)	\$ 2,445,559
Net loss.....				(894,371)			(894,371)
Net change in unrecognized retirement benefit plans .....					292,903		292,903
Other comprehensive income .....							(601,468)
Issuance of restricted stock, vested and non-vested.....							
Share based compensation .....							
Balances at December 31, 2023 .....	361,719	\$ 175,383	\$ 971,337	\$ 9,955,522	\$ (1,747,322)	\$ (7,510,829)	\$ 1,844,091

\*Par Value balance reflects corrected entry.

See accompanying notes to financial statements.

**Statements of Cash Flows****Years Ended December 31**

	<u>2023</u>	<u>2022</u>	<u>2021</u>
Cash flows from operating activities:			
Net (loss) income .....	\$ (894,371)	\$ 1,084,310	\$ (406,330)
Adjustments to reconcile net (loss) income to net cash provided by operating activities:			
Depreciation .....	1,047,936	923,227	878,130
Non-cash lease expense .....	86,779	—	—
Share based compensation expense .....	—	—	1,575
Gain on sale of assets .....	(23,242)	(21,000)	—
Amortization of retirement plans actuarial gain .....	160,600	135,246	276,804
Changes in assets and liabilities:			
Decrease in accounts receivable, net .....	159,925	177,217	192,895
Increase in inventories .....	(281,357)	(594,373)	(194,580)
(Increase) decrease in prepaid expenses and other current assets .....	(461,839)	60,791	36,790
Increase (decrease) in accounts payable .....	986,903	(372,108)	494,328
Increase (decrease) in accrued expenses .....	13,909	51,284	(48,667)
Increase (decrease) in obligations under benefit plans .....	167,819	(396,460)	(423,197)
Decrease in other liabilities .....	—	—	(307,262)
Decrease in lease liabilities-operating leases .....	(71,426)	—	—
Net cash provided by operating activities .....	<u>891,636</u>	<u>1,048,134</u>	<u>500,486</u>
Cash flows from investing activities:			
Proceeds from sale of equipment .....	23,242	21,000	—
Capital expenditures .....	(1,234,389)	(1,749,091)	(989,838)
Net cash used in investing activities .....	<u>(1,211,147)</u>	<u>(1,728,091)</u>	<u>(989,838)</u>
Cash flows from financing activities:			
Net proceeds from issuance of short-term debt .....	552,999	85,591	202,852
Net (repayment of) proceeds from long-term debt .....	(209,783)	298,762	(100,204)
Debt issuance costs, net .....	18,285	18,285	19,107
Reduction of finance lease liability .....	(15,362)	—	—
Net cash provided by financing activities .....	<u>346,139</u>	<u>402,638</u>	<u>121,755</u>
Net increase (decrease) in cash and cash equivalents .....	26,628	(277,319)	(367,597)
Cash and cash equivalents at beginning of year .....	368,401	645,720	1,013,317
Cash and cash equivalents at end of year .....	<u>\$ 395,029</u>	<u>\$ 368,401</u>	<u>\$ 645,720</u>
Supplemental disclosures of cash flow information:			
Cash paid during the year for:			
Interest .....	<u>\$ 423,050</u>	<u>\$ 241,698</u>	<u>\$ 227,881</u>

See accompanying notes to financial statements.

# Notes to Financial Statements

December 31, 2023, 2022 and 2021

## Note 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

**DESCRIPTION OF BUSINESS:** Homasote Company is in the business of manufacturing wood fiberboard products used in a variety of building material applications including sound insulation, thermal insulation, floor and roof decking and interior tack panels. The Company also manufactures an industrial packaging product line consisting primarily of glass, paper and metal separators. Sales in 2023 were distributed as follows: Building material wholesalers and contractors, approximately 60%; industrial manufacturers, approximately 40%. Sales in 2022 and 2021 were distributed as follows: Building material wholesalers and contractors, approximately 56%; industrial manufacturers, approximately 44%. The Company's primary basic raw material, post-consumer wastepaper, is generally readily available from various regional suppliers.

**CASH AND CASH EQUIVALENTS:** The Company considers all highly liquid debt instruments purchased with a maturity of ninety days or less to be cash equivalents.

**INVENTORY VALUATION:** Inventories are valued at the lower of cost (first-in, first-out) or net realizable value.

**PROPERTY, PLANT AND EQUIPMENT:** Property, plant and equipment are stated at cost. Depreciation of property, plant and equipment is computed using the straight-line and various accelerated methods at rates adequate to depreciate the cost of applicable assets over their expected useful lives. Maintenance and repairs are charged to operations as incurred. Alterations and major overhauls which extend the lives or increase the capacity of plant assets are capitalized. The cost of assets retired or otherwise disposed of and the accumulated depreciation thereon is removed from the accounts with any gain or loss realized upon sale or disposal charged or credited to operations.

**PRODUCT WARRANTIES:** Product warranty costs are accrued when the covered products are delivered to the customer. Product warranty expense is recognized based on the terms of the product warranty and the related estimated costs, considering historical claims expense. Accrued warranty costs are reduced as these costs are incurred and as the warranty period expires. The table presents the changes in the Company's accrual for product warranties, which is included in accrued expenses, for the years ended December 31, 2023 and 2022.

	2023	2022
Balance at January 1 .....	\$ 7,500	\$ 7,500
Accruals and adjustments for product warranties issued during the period .....	0	0
Settlements made during the period .....	0	0
Balance at December 31 .....	<u>\$ 7,500</u>	<u>\$ 7,500</u>

**REVENUE RECOGNITION:** Revenue from product sales is recognized when the related goods are shipped and title and risk of loss pass to the buyer. The amount of revenue recognized reflects the consideration the Company expects to be entitled to in exchange for those goods. The Company generally has no obligations after the product is shipped except for routine and customary warranties for which the Company accrues a reserve at the time of sale based on historical experience. All revenue of the Company is recognized at a point in time.

The Company considered several factors in determining that control transfers to the customer upon shipment of goods. These factors include that legal title transfers to the customer, the Company has a right to payment, and the customer has assumed the risks and rewards of ownership at the time of shipment. Sales (and similar) taxes that are imposed on our sales and collected from customers are excluded from revenues.

**NET EARNINGS PER SHARE:** Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 260, *Earnings Per Share*, requires presentation of basic earnings per share and diluted earnings per share. Basic earnings per share is computed by dividing income available to common stockholders by the weighted average number of common shares outstanding during the period. Diluted earnings per share gives effect to all dilutive potential common shares outstanding during the period.

**BUSINESS AND CREDIT CONCENTRATIONS:** Sales of the Company's products are dependent upon the economic conditions of the housing and manufacturing industries. Changes in these industries may significantly affect management's estimates and the Company's performance.

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

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## Note 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

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The Company's customers are located throughout the United States of America. Additionally, export sales, 86% to Canada and the balance to other countries, accounted for approximately 2.0%, 3.2% and 2.5% of the Company's sales in the years ended December 31, 2023, 2022 and 2021, respectively. One customer accounted for 16% of the Company's sales in 2023, and 13% of the Company's sales in 2022 and 2021. Additionally, one customer accounted for 11% of accounts receivable at December 31, 2023, and 23% at December 31, 2022.

**ACCOUNTS RECEIVABLE:** The Company records accounts receivable at net realizable value. This value includes an appropriate allowance for credit losses to reflect any loss anticipated on the accounts receivable balances. The Company calculates this allowance based on the history of write-offs, level of past-due accounts based on the contractual terms of the receivables, and adjusts for the Company's estimate of any changes of expected future economic conditions that may give rise to results that differ from past experience.

**FAIR VALUE OF FINANCIAL INSTRUMENTS:** Cash and cash equivalents, trade accounts receivable, trade accounts payable and accrued expenses are reflected in the financial statements at carrying value, which approximates fair value due to the short-term nature of these instruments. The carrying value of the Company's borrowings approximates their fair value based on the current rates available to the Company for similar instruments.

**PENSIONS AND OTHER POSTRETIREMENT PLANS:** The Company has a non-contributory pension plan covering substantially all of its employees who meet age and service requirements. Employees hired subsequent to April 1, 2010, are not eligible to enter the pension plan. Effective March 1, 2012, the pension plan was amended to discontinue benefit accruals. Additionally, a supplemental non-contributory plan, curtailed for active employees in 2005, covers certain retired key employees of the Company. The Company also provides certain postretirement health care benefits, discontinued for new employees hired on or after January 1, 2005, to retired employees. The Company records annual expenses relating to its pension benefit and postretirement plans based on calculations which include various actuarial assumptions, including discount rates, assumed asset rates of return and turnover rates. The Company reviews its actuarial assumptions on an annual basis and makes modifications to the assumptions based on current rates and trends. The expected long-term rate of return on plan assets assumption was updated as of January 1, 2021, from 8.5% to 6.25%. The update relied upon a review of the Plan's strategic asset allocation and duration of the Plan's liabilities and the judgement of the Plan's advisors. The change

resulted in an increase in net periodic pension cost for the year ended December 31, 2021, with no impact on the Plan's benefit obligation. The effects of the gains, losses, and prior service costs and credits are amortized over future service periods. In accordance with FASB ASC 715, the funding status, or projected benefit obligation less plan assets, if any, for each plan, is reflected on the Company's balance sheets.

Refer to Note 7 (Post Employment Benefit Plans).

**SHARE-BASED COMPENSATION COSTS:** The Company has an incentive plan (the "2008 Stock Plan") which rewards "key persons", as defined, with restricted shares of Common Stock. Shares awarded vest in four equal annual installments based on the date of grant. The cost of these awards is determined using the market price of the shares on the date of grant. Compensation expense is recognized over the requisite vesting period and adjusted for actual forfeitures before vesting. On December 13, 2010, the 2008 Stock Plan was amended and restated (the "Amended Stock Plan"). Shares awarded to employees under the Amended Stock Plan vest in five equal annual installments based on the date of grant. Other provisions of the stock award incentive plan continue substantially unchanged.

Refer to Note 8 (Share-based Compensation).

**INCOME TAXES:** In accordance with FASB ASC 740, income taxes are accounted for under the asset and liability method. Deferred tax assets and liabilities are recognized for the estimated future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carryforwards. Deferred tax assets are reduced by a valuation allowance when in the opinion of management, it is more likely than not, that some portion or all of the deferred tax assets will not be realized. Deferred tax assets and liabilities are measured using enacted tax rates in effect for the year in which those temporary differences are expected to be recovered or settled.

The Company has adopted accounting guidance related to accounting for uncertainty in income taxes. Under the "more-likely-than-not" threshold guidelines, the Company believes no significant uncertain tax positions exist, either individually or in the aggregate, that would give rise to the non-recognition of an existing tax benefit. As of December 31, 2023, 2022 and 2021, the Company had no material unrecognized tax benefits or accrued interest and penalties. The Company's policy is to account for interest as a component of interest expense and penalties as a component of Selling, general and administrative expense.

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

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## Note 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

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LEASES: The Company has entered into various noncancelable operating and finance leases for equipment in use by the Company. The Company determines if an arrangement is a lease at the inception date of the lease.

Effective with the implementation of Accounting Standards Update (“ASU”) 2016-02, *Leases (Topic 842)* and subsequent amendments to the initial guidance (collectively, Topic 842, operating and finance leases (with the exception of leases with a term of twelve months or less) are recorded in right-of-use asset and right-of-use liability in the balance sheet.

Leases with a term of twelve months or less are considered short-term leases and are accounted for as an expense in the statement of income and retained earnings as rental payments are incurred.

Operating and finance lease assets represent the Company’s right to use an underlying asset for the lease term and lease liabilities represent its obligation to make lease payments arising from the lease. Lease assets and liabilities are recognized at the commencement date based on the present value of lease payments over the lease term. The Company uses the implicit rate when readily determinable. When the lease does not provide an implicit rate, the Company uses a secured borrowing rate based on the information available at the commencement date in determining the present value of lease payments.

The Company’s lease terms may include options to extend if the option is considered reasonably certain to be exercised. Operating lease expense for lease payments is recognized on a straight-line basis over the lease term. Finance lease expense includes two components: straight-line amortization expense over the life of the underlying equipment and interest expense on the outstanding liability. Prior to the implementation of Topic 842, equipment operating leases were accounted for as expenses in the statement of income and retained earnings when the rental payment was incurred. No asset or liability was recorded for operating leases.

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leases (with the exception of leases with a term of twelve months or less) are recorded in right-of-use asset and right-of-use liability in the balance sheet.

Leases with a term of twelve months or less are considered short-term leases and are accounted for as an expense in the statement of income and retained earnings as rental payments are incurred.

Operating and finance lease assets represent the Company’s right to use an underlying asset for the lease term and lease liabilities represent its obligation to make lease payments arising from the lease. Lease assets and liabilities are recognized at the commencement date based on the present value of lease payments over the lease term. The Company uses the implicit rate when readily determinable. When the lease does not provide an implicit rate, the Company uses a secured borrowing rate based on the information available at the commencement date in determining the present value of lease payments.

The Company’s lease terms may include options to extend if the option is considered reasonably certain to be exercised. Operating lease expense for lease payments is recognized on a straight-line basis over the lease term. Finance lease expense includes two components: straight-line amortization expense over the life of the underlying equipment and interest expense on the outstanding liability. Prior to the implementation of Topic 842, equipment operating leases were accounted for as expenses in the statement of income and retained earnings when the rental payment was incurred. No asset or liability was recorded for operating leases.

IMPAIRMENT OF LONG-LIVED ASSETS: Long-lived assets, such as property, plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to estimated undiscounted future cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized in the amount by which the carrying amount of the asset exceeds the fair value of the asset, which is generally based on discounted cash flows.

USE OF ESTIMATES: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”) requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

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## Note 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

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date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Areas in which the Company makes such estimates include inventory valuation, the valuation of long-lived assets, accounts receivable, deferred tax assets and pension and postretirement benefits, among others. Actual results could differ from those estimates.

**RECLASSIFICATIONS:** Certain financial statement amounts reported in prior periods have been reclassified to conform with the current year presentation. The reclassifications did not impact the Company's net income or net income per share.

**RECENT ACCOUNTING PRONOUNCEMENTS:** In May 2014, the FASB issued Accounting Standards Update ("ASU") 2014-09, *Revenue from Contracts with Customers (Topic 606)* ("ASU 2014-09"), requiring an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. The updated standard replaces most existing revenue recognition guidance in U.S. GAAP and permits the use of either a full retrospective or retrospective with cumulative effect transition method. In August 2015, the FASB issued ASU 2015-14, *Revenue from Contracts with Customers (Topic 606) – Deferral of the Effective Date* ("ASU 2015-14"), which defers the effective date of ASU 2014-09 by one year. The updated standard is effective for annual reporting periods beginning after December 15, 2017, and interim periods within that reporting period. Early adoption is permitted only as of annual reporting periods beginning after December 15, 2016. The updated standard was effective for the Company for the year ended December 31, 2018. The adoption of this standard did not have a material effect on the Company's financial statements and related disclosures.

In February 2016, the FASB issued ASU 2016-02, *Leases* ("ASU 2016-02"), revising accounting guidance for the recognition, measurement, presentation and disclosure of leasing arrangements. The update requires the recognition of a right-of-use asset and lease liability for those leases currently classified as operating leases while also refining the definition of a lease. In addition, lessees will be required to disclose key information about the amount, timing and uncertainty of cash flows arising from leasing arrangements. ASU 2016-02 is effective for interim and annual reporting periods beginning after December 15, 2018, and was effective for the Company for the year ended December 31, 2019. As originally released, ASU 2016-02 required application at the beginning of the earliest comparative period presented at the time of adoption. In July 2018, the FASB issued further guidance providing the option to instead apply the provisions of ASU 2016-02 at the effective date, without adjusting the comparative

periods presented. As of the date of the effective date of this standard, management assessed that the Company's operating leases were immaterial both individually and in the aggregate. As such, the Company did not record additional right-of-use assets and lease liabilities on the balance sheets. Additionally, the Company did not record a cumulative effect adjustment to opening retained earnings. During the year ended December 31, 2023, the Company entered into material lease agreements which are presented in the financial statements in accordance with the guidance outlined in ASU 2016-02.

In June 2016, the FASB issued ASU 2016-13, *Financial Instruments - Credit Losses (Topic 326): Measurement of Credit Losses on Financial Instruments*. ASU 2016-13 replaced the previous "incurred loss" model for recognizing credit losses (i.e., losses are not recorded until it is probable that a loss has been incurred) with the current expected credit loss (CECL) model under which all expected credit losses for financial assets held at the reporting date that are accounted for at amortized cost or are classified as available for sale are required to be measured and recognized based on historical experience and current and reasonably supportable forecasted conditions. ASU 2016-13 was effective for year ended December 31, 2023. Financial assets held by the Company that are subject to the guidance in the ASU 2016-13 were accounts receivable. The adoption of this standard did not have a material impact on the financial statements.

In August 2016, the FASB issued ASU 2016-15, *Statement of Cash Flows (Topic 230): Classification of Certain Cash Receipts and Cash Payments* ("ASU 2016-15"). ASU 2016-15 addresses eight specific cash flow issues with the objective of reducing the existing diversity in practice and affects all entities required to present a statement of cash flows under Topic 230. ASU 2016-15 is effective for fiscal years beginning after December 15, 2017, including interim periods within those fiscal years. The ASU was effective for the Company on January 1, 2018. The standard was adopted with no material effect on its financial statements and related disclosures.

In August 2018, the FASB issued ASU 2018-14, *Compensation-Retirement Benefits-Defined Benefit Plans-General (Topic 715): Disclosure Framework-Changes to the Disclosure Requirements for Defined Benefit Plans* ("ASU 2018-14"). This guidance removes certain disclosures that are not considered cost beneficial, clarifies certain required disclosures and requires certain additional disclosures. ASU 2018-14 is effective for public entities on a retrospective basis for the year ended December 31, 2020, with early adoption permitted. The ASU was adopted by the Company on January 1, 2019, with no material effect on its financial statements and related disclosures.



# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

## Note 2 – INVENTORIES

The following are the major classes of inventories as of December 31:

	2023	2022
Finished goods .....	\$ 1,451,813	\$ 1,149,558
Work in process.....	75,416	128,869
Raw materials .....	563,736	531,181
	<u>\$ 2,090,965</u>	<u>\$ 1,809,608</u>

Inventories include the cost of materials, labor and manufacturing overhead.

## Note 3 – PROPERTY, PLANT AND EQUIPMENT

Property, plant and equipment consist of the following at December 31:

	2023	2022	Estimated Useful Lives
Land.....	\$ 591,491	\$ 591,491	
Buildings and additions.....	13,505,538	13,005,765	10-50 years
Machinery and equipment .....	38,172,475	37,542,772	3-20 years
Office equipment.....	1,584,698	1,571,255	3-10 years
Automotive equipment.....	641,951	655,422	3-5 years
Cogeneration system.....	3,614,059	3,614,059	20 years
	<u>58,110,212</u>	<u>56,980,764</u>	
Less accumulated depreciation .....	<u>49,673,070</u>	<u>48,730,075</u>	
	<u>\$ 8,437,142</u>	<u>\$ 8,250,689</u>	

Depreciation expense was \$1,047,936, \$923,227 and \$878,130 for the years ended December 31, 2023, 2022 and 2021, respectively.

## Note 4 – DEBT

On May 21, 2015, the Company amended and extended its Credit Facilities Agreement (the “Agreement”) with ACF Finco I LP, successor-in-interest to Keltic Financial Partners II, LP (the “Lender”). During the year ended December 31, 2019, all prior debt was refinanced with a new lender. The Agreement was comprised of a term loan (the “Term Loan”) and a revolving credit facility (the “Revolving Credit Facility”). The Term Loan, in the amount of \$3,166,667 was payable in 42 equal installments of \$45,833.33 commencing on June 1, 2015, and in one installment on December 14, 2018, equal to the then outstanding and unpaid principal and interest amount. Under the Revolving Credit Facility, the Company could borrow up to specified percentages of eligible receivables and inventory, as defined, in an aggregate amount not to exceed \$2,500,000. Interest on each loan was payable monthly at the

greatest of (a) the Lender’s prime rate, as defined (5.50% at December 31, 2018) plus 2.75%, (b) the LIBOR Rate, as defined, plus 5.25%, or (c) 6.00%. The Agreement further provided for an annual facility fee in the amount of \$56,667 payable in equal monthly installments, a monthly collateral management fee of \$1,500 and a closing fee of \$62,370 paid at the loan settlement and certain other expenses of the Lender. The Agreement contained financial and other covenants including minimum EBITDA and limitations on other indebtedness, capital expenditures and dividends. For the measurement periods in 2018 all covenants were satisfied by the Company. Loans and advances under the Agreement were collateralized by substantially all of the Company’s assets, including real property.

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

## Note 4 – DEBT (continued)

On July 6, 2012, the Company and Caterpillar Financial Services Corporation (“Caterpillar”) agreed to terminate an operating lease arrangement for an on-site cogeneration system to supply substantially all of the Company’s electricity requirements and thermal energy for the pulping process. Caterpillar agreed to refinance the remaining balance outstanding under the lease, subject to the terms and conditions of the Security Agreement and Promissory Note (the “Caterpillar Agreement”). The Caterpillar Agreement provides for payment of the principal amount of \$3,467,852 over a term of seven years commencing August 1, 2012, with interest on the outstanding principal at 5.9% per annum. Principal and interest are payable in unequal monthly installments in accordance with an amortized payment schedule, with a final payment due on August 1, 2019. During the year ended December 31, 2019, the balance of the Caterpillar agreement was paid in full as a result of the refinancing of the Company’s debt.

On August 8, 2019, the Company entered into a secured financing agreement with PNC Bank, National Association and PNC Equipment Finance LLC (“PNC”). The new debt agreements provide for a revolving line of credit, commercial mortgage and equipment financing. The one-year \$3,000,000 revolving line of credit bears interest at LIBOR plus two hundred seventy-five (275) basis points. The Company may borrow on the line at a percentage of its inventory and outstanding account receivable, which also collateralize the line of credit. The \$2,180,000 commercial mortgage has a fifteen (15) year repayment term and bears interest at LIBOR plus two hundred seventy-five (275) basis points. The Company also entered into a swap agreement related to the commercial mortgage. The mortgage is collateralized by the building and other assets of the Company. The equipment financing allows the Company to borrow up to \$1,200,000 over a twelve (12) month period, which at the end of the twelve-month period will convert to a seven-year term loan bearing interest at LIBOR plus two hundred seventy-five (275) basis points. The equipment financing is collateralized by the equipment it relates to. The unused credit was \$0, based on eligible receivables and inventory as of December 31, 2023 and 2022. The outstanding amount on the revolving line of credit was \$2,506,700 and \$1,953,700 for the years ended December 31, 2023 and 2022, respectively. The outstanding amount on the commercial mortgage was \$1,697,553 and

\$1,817,666, for the years ended December 31, 2023 and 2022, respectively. The outstanding amount on the equipment financing loan was \$982,787 and \$1,128,054 for the years ended December 31, 2023 and 2022, respectively. The Agreement contains financial and other covenants including minimum EBITDA and minimum fixed charge coverage ratio. For the year ended December 31, 2023, the Company failed to meet the financial covenants as outlined in the debt agreements and obtained a waiver from the bank for the covenant failures. All covenants were satisfied by the Company for the measurement periods in 2022.

From December 2018 through March 2023 the Company executed purchase agreements with two lenders covering seven vehicles with original costs ranging between \$34,462 to \$58,493. Principal and interest are payable in monthly installments ranging between \$568 and \$1,262 over periods of sixty to seventy-two months with interest rates ranging between 5.8% to 10.5%. Final payments are due between December 2024 and March 2028. Vehicle loans are collateralized by related vehicles. As of December 31, 2023, outstanding amounts due under the loans, including current portion, were \$208,652.

In February 2015, the Company purchased a 2014 Kubota wheel loader. The Company secured a purchase agreement with Kubota Credit Corporation USA for the payment of \$62,656 over a term of four years commencing March 12, 2015, with 0% interest per annum. Principal is payable in equal monthly installments of \$1,305.34 per month, with a final payment due in February 2019. As of December 31, 2018, the outstanding amount, including current portion, was \$2,611. The balance of the agreement was paid off during the year ended December 31, 2019.

The balance of long-term debt, including current portion, outstanding at December 31, 2023 and 2022 was \$2,888,992 and \$3,098,776, respectively. Aggregate maturities of long-term debt as of December 31, 2023, are as follows: \$429,726 in 2024, \$415,726 in 2025, \$388,414 in 2026, \$287,909 in 2027, \$240,701 in 2028 and \$1,126,516 thereafter.

Total interest costs incurred during 2023, 2022 and 2021 were \$438,542, \$259,983, and \$246,263, respectively



# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

## Note 5 – ACCRUED EXPENSES

Accrued expenses as of December 31, 2023 and 2022, consist of the following:

	2023	2022
Commissions.....	\$ 46,633	\$ 47,282
Payroll .....	107,670	103,565
Warranty claims.....	7,500	7,500
Professional Fees .....	108,750	124,500
Other .....	91,558	65,355
	<u>\$ 362,111</u>	<u>\$ 348,202</u>

## Note 6 – INCOME TAXES

During 2023, 2022 and 2021, the Company had no current tax expense as a result of current losses incurred or utilization of net operating loss carryforwards coupled with a change in the deferred tax valuation allowance which was equal to the change in deferred tax assets and liabilities.

The actual income tax expense differs from the amounts computed by applying the U.S. federal income tax rate of 21% for the years ended December 31, 2023, 2022 and 2021 to income before income tax expense as a result of the following:

	2023	2022	2021
Computed “expected” tax (benefit) expense .....	(187,814)	\$ 227,705	\$ (85,329)
Change in valuation allowance .....	\$ 498,927	(116,656)	155,837
Other .....	(311,113)	(111,049)	(70,508)
	<u>\$ —</u>	<u>\$ —</u>	<u>\$ —</u>

The tax effect of temporary differences that give rise to significant portions of the deferred tax assets and liabilities at December 31 are presented below:

	2023	2022
Deferred tax assets:		
Accounts receivable, due to allowance for doubtful accounts.....	\$ 10,120	\$ 10,120
Inventories, due primarily to cost capitalization.....	72,193	66,261
Other liabilities, principally due to supplemental pension and postretirement costs .....	145,758	167,116
Nondeductible accrued expenses .....	27,304	27,304
Net operating loss carryforwards – federal and state .....	2,332,225	1,966,939
Alternative minimum tax credit.....	7,360	7,360
Total deferred tax assets.....	2,594,960	2,245,100
Less valuation allowance.....	2,165,370	1,666,443
Net deferred tax assets .....	<u>429,590</u>	<u>578,655</u>
Deferred tax liabilities:		
Fixed assets, due to accelerated depreciation.....	235,795	271,184
Other assets, due to pension costs .....	193,795	307,471
Total deferred tax liabilities .....	429,590	578,655
Net deferred tax assets .....	<u>\$ —</u>	<u>\$ —</u>

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

## Note 6 – INCOME TAXES (continued)

In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. Based upon this assessment, management believes it is more likely than not that the Company will realize the benefits of these deductible differences, net of existing valuation allowances at December 31, 2023. The amount of net deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income are reduced.

The net change in the total valuation allowance for the year ended December 31, 2023, was a decrease of \$498,927. The net change in the total valuation allowance for the year ended December 31, 2022, was a decrease of \$116,656. In addition, at December 31, 2023, the Company has net operating loss carryforwards for federal and state income tax purposes of approximately \$2,288,780 and \$43,445, respectively, which are available to reduce future income taxes, if any. The net operating loss carryforwards can be carried forward indefinitely to offset up to eighty percent of future taxable income.

## Note 7 – POST EMPLOYMENT BENEFIT PLANS

The Company has a noncontributory defined benefit retirement plan (the “Pension Plan”) covering all eligible employees. Benefits under the Pension Plan are calculated at a rate of \$23.00 per month per year of service, as defined. The Company’s funding policy for the Pension Plan is to contribute amounts sufficient to meet minimum funding requirements set forth in U.S. employee benefit and tax laws. The Company expects to contribute approximately \$549,000 to the Pension Plan in 2024. On December 17, 2009, the Board of Directors of the Company resolved that employees hired on or subsequent to April 1, 2010, are not eligible to enter the Pension Plan. On December 2, 2011, the Board of Directors of the Company resolved that the Pension Plan be amended to discontinue benefit accruals effective March 1, 2012.

A supplemental non-contributory plan (the “Supplemental Plan”) covering certain key employees of the Company provides retirement benefits based upon the employee’s compensation, as defined, during the highest five of the last ten consecutive years preceding retirement. The Company’s policy for funding the Supplemental Plan is to contribute amounts determined at the discretion of management. As of December 31, 2023 and 2022, the plan was unfunded. On May 11, 2005, the Board of Directors of the Company resolved to terminate the Supplemental Plan for all current employees not already receiving benefits. The termination was recognized as a curtailment gain in 2005. Additionally, as of June 1, 2005, the benefit payments of retired participants were reduced to 50% of their actuarially determined benefit. The payment of the balance of such benefits was deferred and included as an other liability (\$512,578 at December 31, 2023 and 2022) until such time as the Board of Directors determined that it was prudent to either reinstate the full monthly payment as it accrues and/or to begin paying the deferred portion. On September 16,

2013, the Board of Directors of the Company resolved to reinstate, as of October 1, 2013, the full monthly payment of such benefits as earned. The estimated amount of such benefits payable during the year ended December 31, 2024, \$37,000, is included in current liabilities on the balance sheet of the Company.

The Company also provides a portion of certain health care benefits for eligible retired employees and their spouses who have reached the age of 65. Partial benefits are provided to eligible early retirees who have reached the age of 62. Employees hired on or subsequent to January 1, 2005, are not eligible for retiree health benefits. The Company’s policy is to fund the cost of health care benefits for retirees in amounts determined at the discretion of management. As of December 31, 2023 and 2022, the plan was unfunded. Effective July 1, 2005, the Company reduced its contribution to the postretirement benefit plan for all current and future retirees by 50% of the portion paid by the Company prior to such date. On November 10, 2017, the Board of Directors of the Company resolved to allow eligible retirees and their spouses hired after January 1, 2005, to elect participation in the plan, but be required to contribute 100% of the cost. The estimated amount of benefits payable during the year ended December 31, 2022, \$7,000, is included in current liabilities on the balance sheet of the Company.

The Company uses a December 31 measurement date for the pension and other postretirement benefit plans. Year-end asset and obligation amounts are disclosed as of the plan measurement dates.

The following tables set forth the Company’s defined benefit, supplemental pension and postretirement benefit plans’ benefit obligations, fair value of assets, funded status and other information:

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

## Note 7 – POST EMPLOYMENT BENEFIT PLANS (continued)

	Pension Plan			Supplemental Plan		
	2023	2022	2021	2023	2022	2021
<b>Components of net periodic benefit cost:</b>						
Service cost.....	\$ 162,033	\$ 177,003	\$ 170,714	\$ —	\$ —	\$ —
Interest cost.....	439,636	319,927	313,112	10,630	6,884	8,498
Expected return on plan assets .....	(401,745)	(559,265)	(530,391)	—	—	—
Recognized actuarial loss (gain) .....	204,472	179,410	311,688	(13,585)	(14,318)	(8,477)
Net periodic benefit cost .....	<u>\$ 404,396</u>	<u>\$ 117,075</u>	<u>\$ 265,123</u>	<u>\$ (2,955)</u>	<u>\$ (7,434)</u>	<u>\$ 21</u>

	Postretirement Benefits		
	2023	2022	2021
<b>Components of net periodic benefit cost:</b>			
Service cost.....	\$ 641	\$ 1,212	\$ 1,578
Interest cost.....	4,252	3,342	3,864
Expected return on plan assets .....	—	—	—
Recognized actuarial gain .....	(30,287)	(29,846)	(26,407)
Net periodic benefit cost .....	<u>\$ (25,394)</u>	<u>\$ (25,292)</u>	<u>\$ (20,965)</u>

Service cost is recorded in Selling, general and administrative expense. All other components of Net periodic benefit costs are recorded in Other income (expense).

	Pension Benefits			Postretirement Benefits		
	2023	2022	2021	2023	2022	2021
<b>Assumptions:</b>						
<b>Weighted-Average Assumptions used to determine net periodic benefit cost for years ended December 31:</b>						
Discount rate .....	5.75%	3.11%	2.82%	5.75%	3.11%	2.82%
Expected long-term return on plan assets .....	6.25%	6.25%	6.25%	N/A	N/A	N/A

	Pension Benefits		Postretirement Benefits	
	2023	2022	2023	2022
<b>Weighted-Average Assumptions used to determine benefit obligations at December 31:</b>				
Discount rate .....	5.55%	5.75%	5.55%	5.75%

**Notes to Financial Statements (continued)**

December 31, 2023, 2022 and 2021

**Note 7 – POST EMPLOYMENT BENEFIT PLANS (continued)**

	<b>Pension Plan</b>		<b>Supplemental Plan</b>		<b>Postretirement Benefits</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
<b>Change in benefit obligation</b>						
Benefit obligation at beginning						
of year .....	\$ 8,019,539	\$ 10,866,052	\$ 203,272	\$ 239,970	\$ 78,056	\$ 112,413
Service cost .....	—	—	—	—	641	1,212
Interest cost .....	439,636	319,927	10,630	6,884	4,252	3,342
Actuarial gain .....	99,519	(2,614,413)	19,814	(3,698)	(2,188)	(30,505)
Benefits paid .....	(572,590)	(552,027)	(39,884)	(39,884)	(7,744)	(8,406)
Benefit obligation at end of year .....	<u>7,986,104</u>	<u>8,019,539</u>	<u>193,832</u>	<u>203,272</u>	<u>73,017</u>	<u>78,056</u>
<b>Accumulated benefit obligation</b>						
<b>at end of year</b> .....	<u>7,986,104</u>	<u>8,019,539</u>	<u>193,832</u>	<u>203,272</u>	<u>—</u>	<u>—</u>
<b>Change in plan assets</b>						
Fair value of plan assets at						
beginning of year .....	6,759,951	9,115,565	—	—	—	—
Actual return on plan assets .....	726,825	(1,904,980)	—	—	—	—
Employer contributions .....	—	297,273	39,884	39,884	7,744	8,406
Administrative expenses .....	(237,665)	(195,880)	—	—	—	—
Benefits paid .....	(572,590)	(552,027)	(39,884)	(39,884)	(7,744)	(8,406)
Fair value of plan assets at end						
of year .....	<u>6,676,521</u>	<u>6,759,951</u>	<u>—</u>	<u>—</u>	<u>—</u>	<u>—</u>
<b>Funded status</b>						
Benefit obligation in excess of						
plan assets .....	<u>\$ (1,309,583)</u>	<u>\$ (1,259,588)</u>	<u>\$ (193,832)</u>	<u>\$ (203,272)</u>	<u>\$ (73,017)</u>	<u>\$ (78,056)</u>
<b>Amounts recognized in balance sheets</b>						
Current benefit liability .....	\$ —	\$ —	\$ (37,000)	\$ (40,000)	\$ (7,000)	\$ (8,000)
Non-current benefit liability .....	(1,309,583)	(1,259,588)	(156,832)	(163,272)	(66,017)	(70,056)
Net liability recognized .....	<u>(1,309,583)</u>	<u>\$ (1,259,588)</u>	<u>\$ (193,832)</u>	<u>\$ (203,272)</u>	<u>\$ (73,017)</u>	<u>\$ (78,056)</u>
Unrecognized actuarial loss (gain) .....	<u>1,999,001</u>	<u>2,353,402</u>	<u>(49,899)</u>	<u>(83,298)</u>	<u>(201,780)</u>	<u>(229,879)</u>
Accumulated other comprehensive						
loss (income) .....	<u>\$ 1,999,001</u>	<u>\$ 2,353,402</u>	<u>\$ (49,899)</u>	<u>\$ (83,298)</u>	<u>\$ (201,780)</u>	<u>\$ (229,879)</u>

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

## Note 7 – POST EMPLOYMENT BENEFIT PLANS (continued)

### Assumed Health Care Cost Trend

For measurement purposes, no health care cost trend rate of increase was assumed for 2023. The Company's monthly-paid benefit for each participant is fixed at the amount as of January 1, 2003, and further adjusted as of July 1, 2005, as discussed above.

### Plan Assets

The asset allocation for the Pension Plan at the end of 2023 and 2022, and the target allocation for 2024, by asset category, are as follows:

	Target Allocation	Percentage of the Plan Assets at end of year	
	2024	2023	2022
Equity Mutual Funds .....	55%	54%	60%
Debt Mutual Funds .....	40%	42%	39%
Cash and Cash Equivalents.....	5%	4%	1%
	<u>100%</u>	<u>100%</u>	<u>100%</u>

The target asset allocations reflect the investment strategy of the outside Custodian and Asset Manager of the plan assets appointed by the Pension Plan Committee of the Board of Directors, and the current funded status, within an appropriate level of risk. On January 24, 2023, the target asset allocations were modified and rebalanced from 60% equity and 40% debt mutual funds to 55% equity, 40% debt mutual funds and 5% cash. No equity investments within plan assets include Homasote Company common stock. The expected long-term rate of return on plan assets reflects the strategic asset allocation of the funds invested or to be invested to provide for the benefits included in the projected benefit obligation.

FASB ASC 820 10, *Fair Value Measurements and Disclosures*, establishes a framework and provides guidance on measuring the fair value of assets in a pension plan and how an employer should disclose the same. The framework establishes a fair value hierarchy that prioritizes the inputs to the valuation techniques used to measure fair value. The three levels of the fair value hierarchy are described as follows:

- Level 1 Quoted prices in active markets for identical assets or liabilities.
- Level 2 Observable inputs other than Level 1 prices, such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data for substantially the full term of the assets or liabilities.
- Level 3 Unobservable inputs that are supported by little or no market activity and that are significant to the fair value of the assets or liabilities.

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

## Note 7 – POST EMPLOYMENT BENEFIT PLANS (continued)

The following table sets forth by level, within the fair value hierarchy, the Pension Plan assets at fair value as of the dates indicated.

Plan Assets	December 31, 2023			Total
	Level 1	Level 2	Level 3	
Cash and cash equivalents	\$ 251,879	—	—	\$ 251,879
Equity mutual funds	3,635,239	—	—	3,635,239
Debt mutual funds	2,789,403	—	—	2,789,403
Fair value of plan assets	<u>\$ 6,676,521</u>	<u>—</u>	<u>—</u>	<u>\$ 6,676,521</u>

Plan Assets	December 31, 2022			Total
	Level 1	Level 2	Level 3	
Cash and cash equivalents	\$ 65,235	—	—	\$ 65,235
Equity mutual funds	4,066,947	—	—	4,066,947
Debt mutual funds	2,627,769	—	—	2,627,769
Fair value of plan assets	<u>\$ 6,759,951</u>	<u>—</u>	<u>—</u>	<u>\$ 6,759,951</u>

## Benefit Payments

The following table summarizes expected benefit payments from pension and postretirement plans through 2033. Actual benefit payments may differ from expected benefit payments.

	Pension Benefit	Supplemental Plan	Postretirement Benefits
2024	677,000	37,000	7,000
2025	670,000	33,000	7,000
2026	659,000	29,000	6,000
2027	673,000	25,000	6,000
2028	668,000	21,000	6,000
2029-33	3,241,000	62,000	27,000

## Savings Plan

The Company has a voluntary savings plan (the “Savings Plan”) for which all employees are eligible. The Savings Plan had provided for the Company to contribute a minimum of \$0.25 for every dollar contributed by employees, up to 4% of their compensation, as defined. Effective October 1, 2018, the Board of Directors resolved to increase the Company contribution to a minimum of \$.50 for every dollar contributed by employees, up to 4% of their compensation, as defined. The Savings Plan qualifies and meets the requirements under Section 401(k) of the Internal Revenue Code Company contributions charged to operations under this Plan amounted to \$64,901 in 2023, \$66,796 in 2022 and \$65,648 in 2021.

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

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## Note 8 – SHARE-BASED COMPENSATION

On October 24, 2008, the Board adopted the 2008 Stock Incentive Plan (the “2008 Stock Plan”). No stock was awarded in 2010 or 2009 under the 2008 Stock Plan. On December 13, 2010, the 2008 Stock Plan was amended and restated (the “Amended 2008 Plan”). The Amended 2008 Plan authorizes the issuance of restricted stock to “key persons” including officers, employees, directors and consultants to provide an incentive to enter and remain in the service of the Company, enhance the long-term performance of the Company and acquire a proprietary interest in the success of the Company. An aggregate of 35,000 shares of the Company’s stock is available for issuance under the Amended 2008 Plan and a total of 22,080 shares, net of cancellations, remain available as of December 31, 2023, for future grants of stock.

The Amended 2008 Plan is administered by a Compensation Committee selected by the Board and consisting of not less than two non-employee directors. The Compensation Committee may amend or modify the Amended 2008 Plan and take all action necessary to administer it without prior Board approval.

Stock available for issuance under the Amended 2008 Plan may be from unissued Common Stock, issued Common Stock held in the Company’s treasury or stock acquired by the Company for the purposes of the Amended 2008 Plan. Shares issued under the Amended 2008 Plan are subject to certain restrictions including continued service to the Company, non-transferability and repurchase rights, as defined, and such other restrictions as may be determined at the time of grant. A maximum of 3,500 shares of Common Stock may be granted annually to any key person under the Amended 2008 Plan. Shares awarded to employees under the Amended 2008 Plan vest in five equal annual installments based on the date of grant. The cost of these awards is determined using the market price of the shares on the date of grant. Compensation expense is recognized over the requisite vesting period into Selling, general and administrative expense and paid-in surplus and adjusted for actual forfeitures before vesting.

On December 2, 2015, the Board of Directors, on the recommendation of the Compensation Committee, resolved to grant 300 fully paid and non-assessable shares of stock to each of six employees of the Company. The shares vest in five equal annual installments based on the date of grant. In 2017, 180 non-vested shares of said grant were forfeited when an employee did not continue in service. Additionally, on such date, 100 fully paid and

non-assessable shares were granted to each of four non-employee members of the Board of Directors. All shares granted were from authorized but unissued Common Stock.

On November 1, 2016, the Board of Directors, on the recommendation of the Compensation Committee, resolved to grant 100 fully paid and non-assessable shares of stock to each of four non-employee members of the Board of Directors. All shares granted were from authorized but unissued Common Stock.

On November 10, 2017, the Board of Directors, on the recommendation of the Compensation Committee, resolved to grant 100 fully paid and non-assessable shares of stock to each of four non-employee members of the Board of Directors. All shares granted were from authorized but unissued Common Stock.

On October 2, 2018, the Board of Directors, on the recommendation of the Compensation Committee, resolved to grant 100 fully paid and non-assessable shares of stock to each of four non-employee members of the Board of Directors. All shares granted were from authorized but unissued Common Stock.

On September 20, 2019, the Board of Directors, on the recommendation of the Compensation Committee, resolved to grant 100 fully paid and non-assessable shares of stock to each of four non-employee members of the Board of Directors. All shares granted were from authorized but unissued Common Stock.

On October 19, 2020, the Board of Directors, on the recommendation of the Compensation Committee, resolved to grant 100 fully paid and non-assessable shares of stock to each of four non-employee members of the Board of Directors. All shares granted were from authorized but unissued Common Stock.

On October 4, 2021, the Board of Directors, on the recommendation of the Compensation Committee, resolved to grant 100 fully paid and non-assessable shares of stock to each of three non-employee members of the Board of Directors. All shares granted were from authorized but unissued Common Stock.

The total fair value of shares vested and compensation incurred pursuant to the Amended 2008 Plan in 2023, 2022 and 2021 was \$0, \$0, and \$1,575, respectively. As of December 31, 2023, there was \$0 of unrecognized compensation cost related to non-vested share-based compensation under the Amended 2008 Plan.



# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

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## Note 9 – TREASURY STOCK

The Company has a policy offering directors, officers and employees the option to purchase reacquired shares of Homasote Company common stock on the date acquired

and at the purchase price paid by the Company. No shares were acquired or sold in 2023, 2022 or 2021.

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## Note 10 – COMMITMENTS AND CONTINGENCIES

On July 6, 2012, following resolution of certain operational problems with a cogeneration system ("Cogen System"), the Company successfully completed negotiations with Caterpillar to terminate an operating lease arrangement and purchase the Cogen System. Caterpillar agreed to refinance the remaining balance outstanding under the lease of \$3,467,852 for a term of seven years, payable in a series of unequal monthly payments, commencing August 1, 2012, with interest at the rate of 5.9% per annum. The balance of the seven-year loan term loan was paid off in the refinancing of the Company's debt during the year ended December 31, 2019.

The Company is a defendant in various asbestos litigation matters. The Company is being defended in these matters by its insurance carrier, who paid all prior defense and indemnity costs as of June 16, 2008. Although the Company believes that the limits of these policies are more than sufficient to cover these claims, the Company has been requested by its insurance carrier to pay a portion of the defense and indemnity costs for claims which occurred, in whole or in part, prior to 1965. The Company has worked to locate coverage for those periods but has not been able to do so. The Company continues to investigate the merits of these claims and intends to defend them vigorously.

On June 17, 2008, the insurance carrier and the Company signed an Interim Asbestos Claims Administration Agreement (the "Agreement") that defines how the parties will share past and future defense and indemnity costs from asbestos claims. The Agreement provided for a settlement of \$172,638 covering all prior costs. The Company further agreed to pay 6% of ongoing defense costs. The Company's agreed-upon share of future indemnity costs varies from 0% to 10.49%, based on the claimant's date of first exposure. The Company incurred \$45,207 of such costs for the year ended December 31, 2023.

The amount of such costs payable in the future is not determinable as of December 31, 2023. As of December 31, 2023, the Company recognized a provision of \$35,000 in its financial statements.

In November 2023, Homasote was notified by its insurer, Arrowpoint Capital (hereinafter as "Arrowpoint") that Arrowpoint has been placed into liquidation by Order of the Chancery Court of Delaware. Arrowpoint took over Royal Globe Insurance's obligation of defending Homasote Company's asbestos lawsuits in 2007. The Court has appointed a receiver, and the receiver has requested that Homasote's counsel throughout the United States seek an immediate stay of any and all cases involving Homasote products for 180 days. During this time of a "stay" of litigation, the receiver will be seeking to have the pending claims transferred to the various State Insurance Guaranty Funds which will then handle and be responsible for the claims in lieu of Arrowpoint. It is through this procedure that Homasote will continue to be protected from pending claims by the state institutions designed to handle the insolvency of insurance carriers. While there has been some resistance by some Courts to issue a stay, Homasote continues to have its experienced legal counsel defend the pending litigation with the understanding that their fees will be paid by the same mentioned Guaranty Funds. Consequently, Homasote will be able to navigate the company through the Arrowood insolvency by keeping its long-standing legal counsel and eventually will have the defense and indemnity of its claims absorbed by the various State Guaranty Funds.

During the year ended December 31, 2019, while the Company was working through its debt financing with PNC Bank, it became aware of an oil spill that previously occurred which requires remediation. Based on a professional environmental study that was conducted, the Company accrued a liability of \$356,384 in the balance sheet at



# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

## Note 10 – COMMITMENTS AND CONTINGENCIES (continued)

December 31, 2018. The Company worked with its environmental engineers and the New Jersey Department of Environmental Protection to perform the remediation. Subsequent to the remediation, the Company accrued a liability of \$58,009 in the balance sheet at December 31, 2019, to cover continued testing requirements.

During the normal course of business, the Company is from time to time involved in various claims and legal actions. In the opinion of

management, uninsured losses, if any, resulting from the ultimate resolution of these matters will not have a material adverse effect on the Company's financial position, results of operations or liquidity.

The Company has entered into various noncancelable operating and finance leases with terms expiring at various dates through 2028. The components of lease costs were as follows for the year ended December 31, 2023:

Statements of Income Classification	
Operating lease costs .....	Selling, general and administrative expenses <u>\$87,587</u>
Total operating lease costs .....	<u>\$87,587</u>
Amortization of lease assets .....	Selling, general and administrative expenses <u>\$11,684</u>
Interest on lease liabilities .....	Interest expense <u>2,793</u>
Total finance lease costs .....	<u>\$14,477</u>

The weighted average remaining lease term and weighted average discount rate were as follows as of December 31, 2023:

### Weighted average lease term and discount rate

Weighted average remaining lease term (in years)	
Operating leases .....	3.34
Finance leases .....	4.43
Weighted average discount rate	
Operating leases .....	5.90%
Finance leases .....	5.90%

Supplemental cash flow information related to leases was as follows for the year ended December 31, 2023:

### Supplemental cash flow information

Cash paid for amounts included in the measurement of lease liabilities	
Operating cash flows from operating leases .....	\$89,271
Operating cash flows from finance leases .....	1,900
Financing cash flows from finance leases .....	11,513
Total .....	<u>\$102,684</u>

As of December 31, 2023, the maturities of the Company's lease liabilities were as follows:

Year ending December 31,	Operating Leases	Finance Leases	Total
2024 .....	\$ 89,271	\$28,239	\$117,510
2025 .....	89,271	28,239	117,510
2026 .....	89,271	28,239	117,510
2027 .....	29,757	22,239	51,996
2028 .....	—	14,827	14,827
Total minimum obligation .....	297,570	121,783	419,353
Less: present value discount .....	26,707	13,820	40,527
Total lease liabilities .....	<u>\$ 270,863</u>	<u>\$107,963</u>	<u>\$378,826</u>

# Notes to Financial Statements (continued)

December 31, 2023, 2022 and 2021

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## Note 11 – SUBSEQUENT EVENTS

The Company assessed events occurring subsequent to December 31, 2023 through September 30, 2024 for potential recognition and disclosure in the financial statements. The following events require such disclosure. Other than the events described below, there were no events that have occurred that would require adjustment to or disclosure in the financial statements, which were issued on February 25, 2025.

On April 30, 2014, the Company experienced a high voltage breakdown in its 4160V switchgear. This equipment was supplying electric power to the facility and the Cogen System. A temporary bypass was put in place to supply power to the plant. On August 2, 2014, the Company experienced another breakdown of the switchgear equipment. There are still significant matters to be resolved. The cost of the project will be financed by additional debt. The Company is continuing research and planning of the project.

The Company accomplished several projects in the first half of 2024. The interior of the dust collector was rebuilt and bags were replaced. The cost of the project was \$70,000. The Company also completed the replacement of the exhaust ductwork at the end of the dryer. The final cost was \$121,350.

A number of projects are scheduled for the first and second quarters of 2025. The Company expects to rebuild the top end frame and cylinders of Cogen engine #3. The projected cost of the project is \$190,000. The Company also plans to repair the main seal on the V150 Verson Press in the Specialties Department. The estimated cost of the project is \$80,000. The Company is planning a 26KV High Voltage repair and the anticipated cost is \$190,000.

The Company is continuing the investigation of a new dry dust collection system with briquetting and the projected cost is \$600,000. The Company also plans on upgrading the controls of the Carter Day and the estimated cost of the project is \$105,000. Additionally, the Company hopes to obtain a new or used floor sweeper. The cost of the equipment is about \$40,000.

The Company is engaged in various continuing projects. Roof repairs throughout the facility is an ongoing project that began in late 2017. The Company anticipates approximately \$200,000 of additional roof repairs in 2025. Another ongoing project is the repair of the fiberglass coating of pulp head tanks, and the cost for the remaining three tanks is estimated at \$50,000. The Company is also investigating new HVAC equipment. The approximate cost is \$200,000 and the project will be ongoing through 2025.

The Company is switching to an IT managed solution system. Initial work for this project has begun and will continue through 2024. The scope of work and cost of the project is projected to be approximately \$350,000.

The Company has an ongoing project of rebuilding #150 mold and the associated conveyor car #153. The cost is estimated to be \$200,000.

On May 26, 2023, a fire broke out in the dry end of the Coe dryer. The fire was brought under control within an hour. Damage to the structure was minimal except that 60 conveyor rolls were damaged. The Company began limited production in 13 days. Following installation of replacement rolls, the Company was able to resume full production less recalibration by July 7, 2023. The amount of the claim was \$808,874 of which the Company had a \$100,000 deductible. The claim was settled in full by June 2024.

# Independent Auditors' Report

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To the Board of Directors and Shareholders of **Homasote Company**:

## **Report on the Financial Statements**

### ***Opinion***

We have audited the accompanying financial statements of Homasote Company (the "Company") which comprise the balance sheets as of December 31, 2023, and 2022, the related statements of income, comprehensive income, changes in stockholders' equity and cash flows for each of the three years ended December 31, 2023, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2023, and 2022, and the results of its operations and its cash flows for each of the three years ended December 31, 2023 in accordance with accounting principles generally accepted in the United States of America.

### ***Basis of Opinion***

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are required to be independent of the Company and to meet our ethical responsibilities in accordance with the relevant ethical requirements related to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

### ***Responsibilities of Management for the Financial Statements***

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

### ***Auditors' Responsibility for the Audit of the Financial Statements***

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements, including omissions, are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

## Independent Auditors' Report (continued)

In performing an audit in accordance with GAAS, we:

- Exercise professional judgement and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures including examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgement, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

### ***Other Information included in the Annual Report***

Management is responsible for other information included in the annual report. The other information comprises the Letter to Shareholders and Employees, Five Year Highlights, Two year Dividend and Stock Price Comparison, Management's Discussion and Analysis and Summarized Quarterly Financial Data but does not include the financial statements and our auditors' report thereon. Our opinion on the financial statements does not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

*Mercadieu, P.C.*

*Certified Public Accountants*

Hamilton, New Jersey

February 25, 2025

# Management's Discussion and Analysis of Financial Condition and Results of Operations

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## General

This Annual Report, including our Letter to Shareholders and Employees and this Management's Discussion and Analysis and accompanying materials, may include forward-looking statements about the future that are necessarily subject to various risks and uncertainties. These statements are based on the beliefs and assumptions of management and on information currently available to management. These forward-looking statements are identified by words such as "believe", "estimate", "expect", "anticipate", "plan", "potential", "continue" and other similar expressions.

Factors that could cause future results to differ materially from those expressed in or implied by the forward-looking statements or historical results include the impact or outcome of:

- events or conditions that affect the building and manufacturing industries in general and the Company in particular, such as general economic conditions, employment levels, interest rates, inflation, costs of energy, weather, strikes, international unrest, terrorist acts and other factors;
- competitive, regulatory and market conditions, such as changes in choices regarding building materials by architects and builders and packing products by industrial firms;  
the performance of new products and the continued acceptance of current products in the marketplace;  
the execution of strategic initiatives and alliances and;  
other important factors disclosed previously and from time to time in the Company's Annual Report and other material.

Although the ultimate impact of the above and other factors are uncertain, these and other factors may cause future operating results to differ materially from results or outcomes we currently seek or expect. Therefore, the reader is cautioned not to rely on these forward-looking statements. The Company disclaims any intent or obligation to update these forward-looking statements.

## Results of Operations 2023-2022

Net sales decreased \$1,675,459 to \$19,822,502 in 2023 from \$21,497,961 in 2022. The Company operates two sales divisions, Millboard and Industrial. The Company's millboard division serves several markets including the construction and renovation of multi-family dwellings, commercial office buildings, educational facilities, single-family dwellings and retail establishments. The primary channel of distribution is through a "two-step" model wherein wholesale distributors sell the Company's products to dealers that typically specialize in lumber and other forestry products. The millboard product line is led by 440 SoundBarrier, followed by Homex expansion joint and NovaCork cork board. Net sales for the millboard division in 2023 decreased by \$278,524 or 2% to \$12,049,435 from \$12,327,959 in 2022. The decrease in sales is reflective of the results across the division as follows: the largest product line, millboard products increased 3%; the Homex product line sales volume decreased 4%; the Nova prefinished panels product line saw a sales volume increase of 3% and decking saw a sale decrease of 84%.

The Company's industrial (Pak-Line) division provides sustainable packaging solutions for users in three main manufacturing and finishing sectors: glass, paper and steel. Additionally, the division provides a variety of products to end users as varied as appliance manufacturers and office furniture makers. Net sales for the industrial division in 2023 decreased by \$1,396,935 or 15% to \$7,773,067 from \$9,170,002 in 2022.

Gross profit as a percentage of sales was 22.4% in 2023 and 27.5% in 2022. There was a 6% decrease in board production from 2023 as compared to 2022. There was an 19% increase in the cost of natural gas, from an average cost of \$4.81 per dekatherm in 2022 to \$5.71 per dekatherm in 2023. The variance in the cost of natural gas between 2023 and 2022 based on 164,862 dekatherms purchased was \$148,376. There was a 21% decrease in the cost of paper from an average of \$185 per ton in 2022 to \$146 per ton in 2023, based on 16,117 tons purchased. The effect on cost of sales was a decrease of \$1,054,000 in overall paper costs.

Selling, general and administrative expenses increased \$190,326 from \$4,682,685 in 2022 to \$4,873,011 in 2023.

Interest expense on debt increased to \$382,746 in 2023 from \$258,735 in 2022.

As a result of the foregoing, net loss in 2023 was (\$894,371) as compared to net income of \$1,084,310 in 2022.

## Results of Operations 2022-2021

Net sales increased \$2,449,959 to \$21,497,961 in 2022 from \$19,048,002 in 2021. The Company operates two sales divisions, Millboard and Industrial. The Company's millboard division serves several markets including the construction and renovation of multi-family dwellings, commercial office buildings, educational facilities, single-family dwellings and retail establishments. The primary channel of distribution is through a "two-step" model wherein wholesale distributors sell the Company's products to dealers that typically specialize in lumber and other forestry products. The millboard product line is led by 440 SoundBarrier, followed by Homex expansion joint and NovaCork cork board. Net sales for the millboard division in 2022 increased by \$1,419,191 or 13% to \$12,327,959 from \$10,908,768 in 2021. The increase in sales is reflective of the results across the division as follows: the largest product line, millboard products increased 14%; the Homex product line sales volume increased 9%; the Nova prefinished panels product line saw a sales volume increase of 38%.

The Company's industrial (Pak-Line) division provides sustainable packaging solutions for users in three main manufacturing and finishing sectors: glass, paper and steel. Additionally, the division provides a variety of products to end users as varied as appliance manufacturers and office furniture makers. Net sales for the industrial division in 2022 increased by \$1,030,768 or 13% to \$9,170,002 from \$8,139,234 in 2021.

Gross profit as a percentage of sales was 27.5% in 2022 and 23.0% in 2021. There was a 2% decrease in board production from 2022 as compared to 2021. There was an 8% decrease in the cost of natural gas, from an average cost of \$5.25 per dekatherm in 2021 to \$4.81 per dekatherm in 2022. The variance in the cost of natural gas between 2022 and 2021 based on 173,152 dekatherms purchased was \$76,187. There was a 5% increase in the cost of paper from an average of \$176 per ton in 2021 to \$185 per ton in 2022, based on 15,546 tons purchased. The effect on cost of sales was an increase of \$61,661 in overall paper costs.

Selling, general and administrative expenses increased \$213,912 from \$4,468,773 in 2021 to \$4,682,685 in 2022.

Interest expense on debt increased to \$258,735 in 2022 from \$246,186 in 2021.

As a result of the foregoing, net income in 2022 was \$1,084,310 as compared to net loss of (\$406,330) in 2021.

## Liquidity and Capital Resources

Cash flows from operating activities and bank borrowings are the primary sources of liquidity. Net cash provided by operating activities amounted to \$0.9 million in 2023 and \$1.0 million in 2022.

The working capital deficit was \$(2.3) million, an increase in the deficit of \$1.2 million from the previous year.

Capital expenditures for new and improved facilities and equipment, which are financed primarily through internally generated funds and debt, were \$1.2 million in 2023 and \$1.7 million in 2022. The Company estimated capital expenditures for 2024 in the amount of \$1.5 million for continued projects.

Cash flows provided by financing activities were \$0.4 million in 2023 and 2022. Refer to Note 4 (Debt) for explanation.

Management believes that cash flows from operations, coupled with its credit facilities, are adequate for the Company to meet its future obligations.

## Disclosures About Contractual Obligations and Commercial Commitments:

### Cash Payments Due by Period

	Total	Within Year 1	2-3 Years	4-5 Years	After 5 Years
Short-term debt .....	\$ 2,506,700	\$ 2,506,700	\$ —	\$ —	\$ —
Long-term debt (includes current portion) .....	2,888,993	429,726	804,140	528,610	1,126,516
Finance leases.....	121,783	28,239	56,478	37,066	—
Operating leases .....	297,570	89,271	178,542	29,757	—
	<u>\$ 5,815,045</u>	<u>\$ 3,053,936</u>	<u>\$ 1,039,160</u>	<u>\$ 595,433</u>	<u>\$ 1,126,516</u>

In addition to the aforementioned contractual obligations and commercial commitments, the Company has certain benefit plan obligations (see Note 7 of the Company's financial statements) the timing of which is presently unknown and is contingent upon the retirement dates of the respective participants.

## Critical Accounting Policies

Management is required to make certain estimates and assumptions during the preparation of financial statements in accordance with accounting principles generally accepted in the United States of America. These estimates and assumptions impact the reported amount of assets and liabilities and disclosures of contingent assets and liabilities as of the date of the financial statements. Estimates and assumptions are reviewed periodically and the effects of revisions are reflected in the financial statements in the period they are determined to be necessary. Actual results could differ from those estimates.

The significant accounting policies are described in Note 1 of the Notes to Financial Statements included in the Company's 2023 Annual Report. Not all of these significant accounting policies require management to make difficult, subjective or complex judgments or estimates. However, management considers the following policies to have the potential for the most significant impact on the financial statements.

### Pension and Other Postretirement Benefits

The costs and obligations of the Company's pension and retiree medical plans are calculated using many assumptions to estimate the benefit that the employee earns while working, the amount of which cannot be completely determined until the benefit payments cease. The most significant assumptions, as presented in Post Employment Benefit Plans (Note 7 of the Notes to Financial Statements), include discount rate, expected return on plan assets and mortality rates. The selection of assumptions is based on historical trends and known economic and market conditions at the time of valuation. Actual results may differ substantially from these assumptions. These differences may significantly impact future pension or retiree medical expenses.

Annual pension and retiree expense is principally the sum of five components: 1) value of benefits earned by employees for working during the year; 2) increase in liability from interest; 3) administrative expenses (Pension Plan only); less 4) expected return on plan assets (Pension Plan only); and 5) other gains and



losses as described below. The expected return on plan assets is calculated by applying an assumed long-term rate of return to the fair value of plan assets. In any given year, actual returns can differ significantly from the expected return. Differences between the actual and expected return on plan assets are combined with gains or losses resulting from the revaluation of plan liabilities. Plan liabilities are revalued annually, based on updated assumptions and information about the individuals covered by the plan. The combined gain or loss, together with prior service costs or credits, are recognized in AOCI in accordance with ASC 715 (see Note 7 of the Notes to Financial Statements) and generally expensed evenly over the remaining years that employees are expected to work.

The Company's funding policy for the Pension Plan is to contribute amounts sufficient to meet minimum funding requirements set forth in U.S. employee benefit and tax laws. The Company expects to make cash contributions to the Pension Plan in 2024. The Company's policy for funding the Supplemental Plan and Postretirement Benefit Plan is to contribute benefits in amounts as determined at the discretion of management. As of December 31, 2023 and 2022, these Plans were unfunded.

#### Inventories

Inventories are valued at the lower of cost, (first-in, first-out) or net realizable value and have been reduced by an allowance for excess and obsolete inventories. The estimate is based on management's review of inventories on hand compared to estimated future usage and sales. Cost includes material, labor and manufacturing overhead.

#### Long-Lived Assets

Long-lived assets, such as property, plant and equipment, are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverability of assets to be held and used is measured by a comparison of the carrying amount of an asset to estimated undiscounted future cash flows expected to be generated by the asset. If the carrying amount of an asset exceeds its estimated future cash flows, an impairment charge is recognized by the amount by which the carrying amount of the asset exceeds the fair value of the asset.

The Company does not have any goodwill or identifiable intangible assets.

#### Deferred Income Tax

A majority of the deferred tax assets, which have been recorded by the Company, represent net operating loss carryforwards. In assessing the realizability of deferred tax assets, management considers whether it is more likely than not that some portion or all of the deferred tax assets will not be realized. The ultimate realization of deferred tax assets is dependent upon the generation of future taxable income during the periods in which those temporary differences become deductible. Management considers the scheduled reversal of deferred tax liabilities, projected future taxable income, and tax planning strategies in making this assessment. Based upon this assessment, management believes it is more likely than not that the Company will realize the benefits of these deductible differences, net of existing valuation allowances at December 31, 2023. The amount of net deferred tax assets considered realizable, however, could be reduced in the near term if estimates of future taxable income are reduced.

#### Accounts Receivable

The Company estimates an allowance for credit losses after considering the collectability of balances due, the credit worthiness of the customer and its current level of business with the customer. Actual results could differ from these estimates.

### **Inflation and Economy**

The Company will continue to maintain a policy of constantly monitoring such factors as product demand and costs, and will adjust prices as these factors and the economic conditions warrant.



**Summarized (unaudited) quarterly financial data of the Company for years 2023 and 2022 are as follows:**

**(in thousands of dollars except per share data)**

	<u>2023</u>				<u>2022</u>			
	<u>First</u>	<u>Second</u>	<u>Third</u>	<u>Fourth</u>	<u>First</u>	<u>Second</u>	<u>Third</u>	<u>Fourth</u>
Net sales	\$ 5,224	\$ 4,727	\$ 5,358	\$ 4,514	\$ 5,582	\$ 6,349	\$ 5,386	\$ 4,180
Gross profit	\$ 1,114	\$ 1,001	\$ 1,531	\$ 789	\$ 1,966	\$ 2,014	\$ 1,299	\$ 643
Net earnings (loss)	\$ (282)	\$ (305)	\$ 120	\$ (427)	\$ 730	\$ 720	\$ 64	\$ (430)
Net earnings (loss) per common share:								
Basic	\$ (0.78)	\$ (0.84)	\$ 0.33	\$ (1.18)	\$ 2.02	\$ 1.99	\$ 0.18	\$ (1.19)
Diluted	\$ (0.78)	\$ (0.84)	\$ 0.33	\$ (1.18)	\$ 2.02	\$ 1.99	\$ 0.18	\$ (1.19)

**Valuation and Qualifying Accounts for years 2023, 2022 and 2021:**

	<u>Balance at Beginning of Year</u>	<u>Additions Charged to Profit and Loss</u>	<u>Accounts Written Off</u>	<u>Balance at End of Year</u>
Year Ended December 31, 2023				
Allowance for doubtful accounts	\$ 46,000	\$ —	\$ —	\$ 46,000
Year Ended December 31, 2022				
Allowance for doubtful accounts	\$ 46,000	\$ —	\$ —	\$ 46,000
Year Ended December 31, 2021				
Allowance for doubtful accounts	\$ 46,000	\$ —	\$ —	\$ 46,000

## Board of Directors

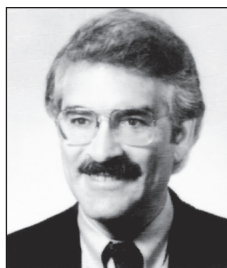
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**Jennifer D. Bartkovich**  
Corporate Secretary  
& Assistant Treasurer



**Ronald D. Fasano**  
Chief Financial Officer  
& Treasurer



**Michael R. Flicker**  
Attorney at Law



**Warren L. Flicker**  
Chairman of the Board,  
Chief Executive Officer



**John P. Outerbridge**  
President,  
CWT Harvey's Travel



**James M. Reiser**  
Retiree, Former Chief  
Financial Officer,  
Homasote Company

### Other Officer



**Peter Tindall**  
Vice President,  
Operations

#### Corporate Offices:

Homasote Company  
932 Lower Ferry Road,  
P.O. Box 7240  
West Trenton, New Jersey 08628-0240  
609-883-3300  
[www.homasote.com](http://www.homasote.com)

#### Stock Transfer Agent and Registrar

Pacific Stock Transfer  
6725 Via Austi Pkwy, Suite 300  
Las Vegas, Nevada 89119

#### Common Stock Traded

[OTCMarkets.com](http://OTCMarkets.com)

#### Independent Auditors

Mercadien, P.C.,  
Certified Public Accountants  
Mail to:  
P.O. Box 7648  
Princeton, New Jersey 08543  
Located:  
3625 Quakerbridge Road  
Hamilton, New Jersey 08619



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