Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), 6057(b), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2012

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A This return/report is for:
- [ ] a multiemployer plan;
- [X] a multiple-employer plan; or
- [ ] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [X] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
FIBERWEB RETIREMENT SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 005

1c Effective date of plan 07/01/1997

2a Plan sponsor's name and address; include room or suite number (employer, if for a single-employer plan)

FIBERWEB, INC.

70 OLD HICKORY BLVD.
OLD HICKORY, TN 37138

2b Employer Identification Number (EIN)
57-0833773

2c Sponsor's telephone number
615-847-7222

2d Business code (see instructions)
339900

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	08/05/2013	PETER HAMILTON
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address; include room or suite number. (optional)

Preparer's telephone number (optional)

3a Plan administrator's name and address [X] Same as Plan Sponsor Name [ ] Same as Plan Sponsor Address

3b Administrator's EIN

3c Administrator's telephone number

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name
FIBERWEB INC.

4b EIN
62-1421309

4c PN
005

5	Total number of participants at the beginning of the plan year	**5**	898
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	431
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	258
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	689
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	4
f	Total. Add lines **6d** and **6e**	**6f**	693
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	693
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:
2E 2G 2J 2K 3H 2S 2T

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)	[X]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)	[ ]	Insurance
(2)	[ ]	Code section 412(e)(3) insurance contracts
(3)	[X]	Trust
(4)	[ ]	General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	[X]	**R** (Retirement Plan Information)
(2)	[ ]	**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)	[ ]	**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	[X]		**H** (Financial Information)
(2)	[ ]		**I** (Financial Information – Small Plan)
(3)	[X]	1	**A** (Insurance Information)
(4)	[X]		**C** (Service Provider Information)
(5)	[X]		**D** (DFE/Participating Plan Information)
(6)	[ ]		**G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
FIBERWEB RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
FIBERWEB, INC.

D Employer Identification Number (EIN)
57-0833773

Part I **Information Concerning Insurance Contract Coverage, Fees, and Commissions** Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.

1 Coverage Information:

(a) Name of insurance carrier

NEW YORK LIFE INSURANCE CO.

(b) EIN	**(c)** NAIC code	**(d)** Contract or identification number	**(e)** Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	**(g)** To
13-5582869	66915	31505	693	01/01/2012	12/31/2012

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in line 3 the agents, brokers, and other persons in descending order of the amount paid.

(a) Total amount of commissions paid	**(b)** Total amount of fees paid

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

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(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		**(e)** Organization code
	(c) Amount	**(d)** Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4	Current value of plan's interest under this contract in the general account at year end	4	
5	Current value of plan's interest under this contract in separate accounts at year end	5	17730992

6 Contracts With Allocated Funds:

a State the basis of premium rates ▶

b	Premiums paid to carrier	6b	
c	Premiums due but unpaid at the end of the year	6c	
d	If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount.	6d	

Specify nature of costs ▶

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity

(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐

7 Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee

(3) ☐ guaranteed investment (4) ☐ other ▶

b	Balance at the end of the previous year			7b	
c	Additions: (1) Contributions deposited during the year	7c(1)			
	(2) Dividends and credits	7c(2)			
	(3) Interest credited during the year	7c(3)			
	(4) Transferred from separate account	7c(4)			
	(5) Other (specify below)	7c(5)			
	▶				
	(6) Total additions			7c(6)	0
d	Total of balance and additions (add lines **7b** and **7c(6)**).			7d	0
e	Deductions:				
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)			
	(2) Administration charge made by carrier	7e(2)			
	(3) Transferred to separate account	7e(3)			
	(4) Other (specify below)	7e(4)			
	▶				
	(5) Total deductions			7e(5)	0
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)			7f	0

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organizations(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- **a** ☐ Health (other than dental or vision)
- **b** ☐ Dental
- **c** ☐ Vision
- **d** ☐ Life insurance
- **e** ☐ Temporary disability (accident and sickness)
- **f** ☐ Long-term disability
- **g** ☐ Supplemental unemployment
- **h** ☐ Prescription drug
- **i** ☐ Stop loss (large deductible)
- **j** ☐ HMO contract
- **k** ☐ PPO contract
- **l** ☐ Indemnity contract
- **m** ☐ Other (specify) ▶

9 Experience-rated contracts:				
a Premiums: (1) Amount received	**9a(1)**			
(2) Increase (decrease) in amount due but unpaid	**9a(2)**			
(3) Increase (decrease) in unearned premium reserve	**9a(3)**			
(4) Earned (**(1)** + **(2)** - **(3)**)			**9a(4)**	0
b Benefit charges (1) Claims paid	**9b(1)**			
(2) Increase (decrease) in claim reserves	**9b(2)**			
(3) Incurred claims (add **(1)** and **(2)**)			**9b(3)**	0
(4) Claims charged			**9b(4)**	
c Remainder of premium: (1) Retention charges (on an accrual basis) --				
(A) Commissions	**9c(1)(A)**			
(B) Administrative service or other fees	**9c(1)(B)**			
(C) Other specific acquisition costs	**9c(1)(C)**			
(D) Other expenses	**9c(1)(D)**			
(E) Taxes	**9c(1)(E)**			
(F) Charges for risks or other contingencies	**9c(1)(F)**			
(G) Other retention charges	**9c(1)(G)**			
(H) Total retention			**9c(1)(H)**	0
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.)			**9c(2)**	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement			**9d(1)**	
(2) Claim reserves			**9d(2)**	
(3) Other reserves			**9d(3)**	
e Dividends or retroactive rate refunds due. (Do not include amount entered in line **9c(2)**.)			**9e**	
10 Nonexperience-rated contracts:				
a Total premiums or subscription charges paid to carrier			**10a**	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, line 2 above, report amount.			**10b**	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2012** **This Form is Open to Public Inspection.**

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
FIBERWEB RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
FIBERWEB, INC.

D Employer Identification Number (EIN)
57-0833773

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

PRIME TRUST ADVISORS, LLC

20-5346692

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
27	RETAINED BY EMPLOYER	28333	Yes [X] No [ ]	Yes [ ] No [X]	44	Yes [ ] No [X]

(a) Enter name and EIN or address (see instructions)

NEW YORK LIFE INVESTMENT MANAGEMENT

52-2206685

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
15 37 62 64	RETAINED BY EMPLOYER	17910	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

(a) Enter name and EIN or address (see instructions)

GRANT THORNTON LLP

36-6055558

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10	RETAINED BY EMPLOYER	11000	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "Yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
			Yes ☐ No ☐	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

a	Name:	**b** EIN:
c	Position:	
d	Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
FIBERWEB RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 005

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
FIBERWEB, INC.

D Employer Identification Number (EIN)
57-0833773

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: NEW YORK LIFE ANCHOR ACCOUNT

b Name of sponsor of entity listed in (a): NEW YORK LIFE INSURANCE COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
13-5882869-125	P	17730992

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
FIBERWEB RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
FIBERWEB, INC.

D Employer Identification Number (EIN)
57-0833773

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		
(2) Participant contributions	1b(2)		
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	3694188	2636515
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	17887974	17730992
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	51471824	41801590
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	73053986	62169097
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	73053986	62169097

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	1892384	
	(B) Participants	2a(1)(B)	1936902	
	(C) Others (including rollovers)	2a(1)(C)	18024	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		3847310
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	130851	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		130851
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	571210	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		571210
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		0

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		411861
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		6303316
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		11264548
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	7645296	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		7645296
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		24273
h Interest expense	2h		
i Administrative expenses: **(1)** Professional fees	2i(1)	11000	
(2) Contract administrator fees	2i(2)	17910	
(3) Investment advisory and management fees	2i(3)	28333	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		57243
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		7726812
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		3537736
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		14422625

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: GRANT THORNTON **(2)** EIN: 36-6055558

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		5000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)
FITESA 401(K) RETIREMENT SAVINGS PLAN	27-0535327	001

Part V Trust Information (optional)

6a Name of trust	**6b** Trust's EIN

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2012

This Form is Open to Public Inspection.

For calendar plan year 2012 or fiscal plan year beginning 01/01/2012 and ending 12/31/2012

A Name of plan
FIBERWEB RETIREMENT SAVINGS PLAN

B Three-digit plan number (PN) ▶ 005

C Plan sponsor's name as shown on line 2a of Form 5500
FIBERWEB, INC.

D Employer Identification Number (EIN)
57-0833773

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 13-3808042

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a	The current year	**14a**	
b	The plan year immediately preceding the current plan year	**14b**	
c	The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a	The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b	The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a	Enter the number of employers who withdrew during the preceding plan year	**16a**	
b	If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Financial Statements and Report of Independent Certified Public Accountants

Fiberweb Retirement Savings Plan

December 31, 2012 and 2011

Table of contents

Report of Independent Certified Public Accountants 1-2

Financial statements:

- Statements of net assets available for benefits 3
- Statement of changes in net assets available for benefits 4

Notes to financial statements 5-11

Supplemental schedules:

- Schedule H, Line 4i - Schedule of assets (held at end of year) 12
- Schedule H, Line 4j - Schedule of reportable transactions 13

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Investment Committee of the
Fiberweb Retirement Savings Plan:

Report on the financial statements

We were engaged to audit the accompanying financial statements of **Fiberweb Retirement Savings Plan** (formerly the Fiberweb Simpsonville, Inc. Retirement Savings Plan) (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's responsibility 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; this includes 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.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph; however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for disclaimer of opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified information described in Note 3, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the certifying entity meets the requirements of 29 CFR 2520.103-8. The Plan administrator obtained a certification from this entity as of December 31, 2012 and 2011, and for the year ended December 31, 2012, stating that the certified information provided to the Plan administrator is complete and accurate.

Disclaimer of opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Supplementary information

The supplemental schedules of assets (held at end of year) as of December 31, 2012 and reportable transactions for the year ended December 31, 2012 are presented for purposes of additional analysis and are not a required part of the financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

Report on form and content in compliance with DOL rules and regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the certified information described in Note 3, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Grant Thornton LLP

Columbia, South Carolina
August 2, 2013

Statements of net assets available for benefits

December 31	2012	2011
	$	$
Assets:		
Investments, at fair value:		
Mutual funds	41,801,590	51,471,824
Pooled separate account	18,072,864	17,704,089
Total investments at fair value	59,874,454	69,175,913
Receivables:		
Notes receivable from participants	2,654,846	3,702,374
Employer contributions receivable	61,127	53,494
Employee contributions receivable	47,799	41,522
Total receivables	2,763,772	3,797,390
Net assets available for benefits at fair value	62,638,226	72,973,303
Adjustment from fair value to contract value for fully benefit-responsive investment contract	(341,872)	183,885
Net assets available for benefits	62,296,354	73,157,188

The accompanying notes are an integral part of these financial statements.

Statement of changes in net assets available for benefits

For the year ended December 31	2012
	$
Additions:	
Investment income:	
Interest and dividend income	983,071
Net gain from investment activity	6,303,316
Total investment income	7,286,387
Interest income on notes receivable from participants	130,851
Contributions:	
Employer	1,918,041
Employee	1,943,180
Total contributions	3,861,221
Total additions	11,278,459
Deductions:	
Benefits paid to participants	7,635,161
Deemed distributions of loans	24,273
Administrative expenses	57,234
Total deductions	7,716,668
Net increase in net assets available for benefits before transfer	3,561,791
Transfer to Fitesa 401(k) Retirement Savings Plan (see Note 1)	14,422,625
Net decrease in net assets available for benefits after transfer	(10,860,834)
Net assets available for benefits, beginning of year	73,157,188
Net assets available for benefits, end of year	62,296,354

The accompanying notes are an integral part of this financial statement.

Notes to financial statements

1 Description of the Plan

The following description of the Fiberweb Retirement Savings Plan (formerly the Fiberweb Simpsonville, Inc. Retirement Savings Plan) (the Plan) is provided for general information purposes only. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan was established on July 1, 1983, to encourage and assist employees in adopting a regular savings program and to help provide additional security for their retirement. As of November 17, 2006, the plan document was amended and restated in its entirety to define the "Employer" of the Plan to mean Fiberweb Simpsonville, Inc.

Effective July 31, 2009, the plan document was amended to include Fiberweb Newco 2, Inc. (FitesaFiberweb) as a participating employer. For the plan year ended December 31, 2009 and through March 1, 2012, Fiberweb Simpsonville, Inc. and FitesaFiberweb are defined as the "Employers" of the Plan.

Effective December 30, 2011, Fiberweb PLC's joint venture partner, Petropar SA, acquired Fiberweb PLC's 50% ownership interest in its FitesaFiberweb joint venture, along with certain assets and entities of Fiberweb PLC. Upon acquisition, a group of employees was transferred from Fiberweb, Inc., Fiberweb Simpsonville, Inc. and FitesaFiberweb Simpsonville, Inc. to Fitesa Simpsonville, Inc., and this group of employees continued to be participants in the Plan until March 1, 2012, when 157 employees with balances totaling $14,422,625, were transferred to the new Fitesa 401(k) Retirement Savings Plan.

Effective March 1, 2012, FitesaFiberweb and Fiberweb Simpsonville, Inc. ceased to be Employers of the Plan, and effective January 1, 2012, Fiberweb, Inc. became Plan Sponsor and participating Employer under the Plan.

The Plan is a defined contribution plan covering eligible employees of the Employer. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Participant Accounts

Each participant has an individual account established and maintained under the Plan that is credited with the participant's contributions and withdrawals, company matching contributions and plan earnings or losses. Plan earnings or losses are allocated among the participants' account balances in the proportion that each participant account balance bears to the aggregate of all participant account balances. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Contributions

Upon employment, employees of the Employer may begin participation on the closest January 1, April 1, July 1 or October 1 following their employment date. Each participant may contribute on a pretax basis up to 85% of his or her compensation to the Plan, as defined by the plan document and as limited by Internal Revenue Code (IRC) regulations. An automatic deferral of 4% of compensation is made unless the participant elects to change the deferral percentage or to not participate in the Plan. The Employer is required to make matching contributions as stipulated in the plan document. The required matching contribution is 100% of up to 4% of an employee's contribution for all participants of the Plan. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers 22 investment options for participants.

In accordance with the plan document, in 2012 and 2011 the Company made additional contributions to the Plan in an amount equal to 3% of each participant's eligible compensation.

Vesting

Participants are immediately 100% vested in their voluntary contributions, the employer match on pretax contributions, employer discretionary contributions and actual earnings thereon.

Payment of Benefits

Upon retirement, disability, death or termination, participants (or their beneficiaries) may elect to receive the value of their account by any one or more methods of payment authorized by the Plan, which include a lump-sum amount or a series of installment payments over a specified time defined by the Plan. Participants may also choose to have their account balances transferred directly to another qualified plan or individual retirement account. Participants who terminate employment with an account balance of less than $1,000, or who request distributions of less than $1,000, automatically receive lump-sum distributions.

Participants may request withdrawals from their accounts based upon financial hardship as defined by IRC regulations, subject to the approval of the Plan's management committee. In the event such a withdrawal is made, the distribution is subject to 10% federal withholding and a 10% excise tax if the participant has not attained age 59½.

Notes Receivable from Participants

Participants may borrow from a minimum of $1,000 up to a maximum of 50% of their account balance, not to exceed $50,000. The maximum term of repayment on loans, excluding those used to acquire a primary residence, is five years. For loans used to purchase a primary residence, the maximum repayment period is 10 years. Participant loan interest rates are based on the prime rate plus 1.00% and ranged from 4.25% to 10.00% as of December 31, 2012.

2 Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires the plan administrator to make estimates and assumptions that affect the reported amounts of net assets available for benefits at the date of the financial statements and the reported changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Fair Value Measurements

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820, "Fair Value Measurements and Disclosures" provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the standards are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability, and
- Inputs that are derived principally from, or corroborated by, observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full-term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The fair value measurement level of assets or liabilities within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The valuation methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while plan management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Valuation of Investments

The Plan's investments are stated at fair value as determined by the trustee. However, contract value is the relevant measurement attributed for that portion of the net assets available for benefits of the Plan attributable to fully benefit-responsive investment contracts, because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As such, the statements of net assets available for benefits present the fair value of these investments as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statement of changes in net assets available for plan benefits is prepared on a contract value basis. Contract value represents contributions to the pooled separate account, plus earnings, less participant withdrawals and administrative expenses.

Net gain from investment activity is comprised of realized, as well as unrealized, gains or losses resulting from investment transactions. Realized gains and losses represent the difference between sales proceeds of plan investments and the fair market value of such investments at the beginning of the year, or cost if such investments were purchased during the current year. Unrealized gains and losses represent the difference between the fair market value of investments at the beginning of the year, or cost if such investments were purchased during the year, and the fair market value at the end of the reporting period.

Income Recognition

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned on the accrual basis. Dividends are recorded on the ex-dividend date.

Administrative Expenses

Administrative expenses are paid by the Plan or the Employer.

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in the near term could materially affect the amounts reported in the accompanying statements of net assets available for benefits.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid balance plus any accrued but unpaid interest. Delinquent loans are reclassified as deemed distributions of loans based on the terms of the plan document.

Benefits Paid to Participants

Benefits are recorded when paid.

Reclassification

Upon further evaluation of the authoritative guidance contained in Fair Value Measurements and Disclosures, and the nature of the fair value inputs to the pooled separate account reported as of December 31, 2011, the Plan re-categorized its pooled separate account from a Level 2 investment to a Level 3 investment in the Fair Value Measurements footnote. The reclassification had no impact on the statement of net assets or the statement of changes in net assets for any period presented.

3 Information Certified by the Plan's Trustee

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the trustee has certified that the following data included in the accompanying financial statements is complete and accurate:

- Investments at fair value and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2012 and 2011
- Interest and dividend income, net gain from investment activity and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2012
- Schedule H, Line 4i - Schedule of assets (held at end of year) as of December 31, 2012
- Schedule H, Line 4j - Schedule of reportable transactions for year ended December 31, 2012

The Plan's independent accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements.

4 Investments

The Plan has elected to use a practical expedient to estimate the fair value of the investment in the pooled separate account. The net asset value (NAV), including units of ownership to which a proportionate share of net assets is attributed, is used as of the reporting date.

The pooled separate account is categorized as Level 3 because the Plan cannot redeem its investment at fair value. The inputs used in valuing the underlying investments in the pooled separate account include quoted prices for similar assets or liabilities in active markets, quoted prices for identical assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities and inputs that are derived principally from or corroborated by observable market data.

The objective of the pooled separate account is to provide competitive levels of yield consistent with stable fixed-income methodology and the careful and prudent assumption of investment risk providing for preservation of capital, stability and predictability of returns, liquidity to pay plan benefits and high credit quality. The pooled separate account seeks to achieve this objective by investing in government, corporate, and asset-backed securities.

In determining the reasonableness of the valuation methodology for the investment in the pooled separate account, management regularly evaluates a variety of factors to determine the reasonableness of the valuation methodology, including review of the creditworthiness of the issuer, comparison of expected performance to actual results, review of the investment strategy, and the current economic and capital market environment.

Quoted market prices are used by the trustee to value investments. Shares of mutual funds are valued at the net asset value of shares held by the Plan at year-end. The Plan's interest in the pooled separate account is valued at fair value reported by the fund manager based on the underlying investments within each fund and are expressed in units representing the net asset value of each fund by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit-worthiness of the issuer.

Interest is accrued daily and credited to the account and is guaranteed to be no less than 0% before any deduction for expenses. The average yield was 2.38% and 3.17% for the years ended December 31, 2012 and 2011, respectively. The average crediting interest rate for the contract was 1.97% and 3.17% for the years ended December 31, 2012 and 2011, respectively. There were no valuation reserves recorded that was associated with the pooled separate account in 2012 and 2011. The investment can be redeemed at any time and has no unfunded commitments. At contract termination, a participating plan may receive a book value distribution of the Plan's interest in the pooled separate account, provided the Plan Sponsor provides twelve months' advance written notice to New York Life Trust Company (NYL). Certain distributions (e.g., distributions resulting from employer-initiated events such as plan termination, merger, spin-off, lay-off, early retirement incentives, etc.) may be subject to a market value adjustment. An event that limits the Plan's ability to transact at contract value with participants in the Plan must be probable of not occurring for the contract to be considered benefit-responsive.

Changes in economic conditions or valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period. For the year ended December 31, 2012, there were no transfers in or out of Levels 1, 2 or 3.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2012:

	Investments at Fair Value			
As of December 31, 2012	**Level 1**	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Mutual funds:				
Fixed income	4,818,655	-	-	4,818,655
Large Cap Blend	13,099,060	-	-	13,099,060
Large Cap Grow th	3,288,071	-	-	3,288,071
Large Cap Value	2,153,478	-	-	2,153,478
Mid Cap Grow th	6,901,798	-	-	6,901,798
Mid Cap Value	2,379,861	-	-	2,379,861
Small Cap Blend	2,518,973	-	-	2,518,973
Small Cap Grow th	2,189,224	-	-	2,189,224
Target date	4,452,470	-	-	4,452,470
Pooled separate account	-	-	18,072,864	18,072,864
Total investments at fair value	41,801,590	-	18,072,864	59,874,454

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011:

	Investments at Fair Value			
As of December 31, 2011	**Level 1**	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Mutual funds:				
Fixed income	6,580,792	-	-	6,580,792
Large Cap Blend	19,691,317	-	-	19,691,317
Large Cap Grow th	3,732,370	-	-	3,732,370
Large Cap Value	2,837,277	-	-	2,837,277
Mid Cap Grow th	7,406,215	-	-	7,406,215
Mid Cap Value	2,998,208	-	-	2,998,208
Small Cap Blend	3,477,233	-	-	3,477,233
Small Cap Grow th	3,041,378	-	-	3,041,378
Target date	1,707,034	-	-	1,707,034
Pooled separate account	-	-	17,704,089	17,704,089
Total investments at fair value	51,471,824	-	17,704,089	69,175,913

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the pooled separate account's Level 3 investment assets for the year ended December 31, 2012.

	Level 3 Assets
For the year ended December 31, 2012	**Pooled Separate Account**
	$
Balance, beginning of year	17,704,089
Unrealized gain	525,757
Purchases	1,084,233
Sales	(1,241,215)
Balance, end of year	18,072,864

The fair market value of individual investments that represented 5% or more of the Plan's net assets available for benefits at December 31, 2012 and 2011 is as follows:

	2012	**2011**
	$	**$**
Pooled separate account – New York Life Anchor Account III	18,072,864	17,704,089
Mutual funds, at fair value:		
Vanguard Fund Index 500 Signal	7,710,410	5,832,371
Goldman Sachs Grow th Fund, Inc.	6,901,798	7,406,215
Dodge & Cox Income Fund	3,485,066	4,700,182
MainStay Large Cap Grow th I	3,288,071	3,732,370
Oakmark Equity & Income Fund I	*	4,123,044
American Funds EuroPacific Grow th Fund	*	3,725,643

* The fair market values of these investments did not represent 5% or more of the fair market value of the plan assets as of December 31, 2012.

The net gain from investment activity for the year ended December 31, 2012, was earned by mutual funds.

5 Federal Income Tax Status

The Internal Revenue Service (IRS) has issued a determination letter dated February 15, 2012, which indicated that the Plan, as designed, is in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended since receiving the determination letter. The Employer believes that the Plan is designed and operated in accordance with the applicable requirements of the IRC.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more-likely-than-not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012 and 2011, there are no uncertain positions taken, or expected to be taken, that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations prior to 2009.

6 Plan Termination

While the Employer has not expressed any intent to do so, they reserve the right to terminate the Plan at any time. If the Plan is terminated, the amounts credited to the accounts of the participants shall be distributed to the participants or their beneficiaries under the terms of the plan agreement.

7 Party-in-Interest Transactions

The pooled separate account and certain mutual fund investments held by the Plan during the year are issued and/or managed by NYL, the trustee, or its affiliates. Accordingly, the transactions in such investments qualify as party-in-interest transactions as defined by ERISA, which are exempt from the prohibited transaction rules.

During the year ended December 31, 2012, the Employers provided the Plan with certain accounting and administrative services for which no fees were charged.

8 Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011, and the changes in net assets available for benefits for the year ended December 31, 2012, to the financial information reported in the Plan's Form 5500 filing:

	Notes Receivable from Participants	Contributions Receivable	Net Gain from Investment Activity	Interest and Dividend Income	Contributions	Benefits Paid to Participants	December 31, 2012 Net Assets Available for Benefits	December 31, 2011 Net Assets Available for Benefits
	$	$	$	$	$	$	$	$
Per financial statements	2,654,846	108,926	6,303,316	983,071	3,861,221	(7,635,161)	62,296,354	73,157,188
Reversal of prior year contributions receivable	-	-	-	-	95,016	-	-	(95,016)
Reduction of current year contributions receivable	-	(108,926)	-	-	(108,926)	-	(108,926)	-
Reclassifications and other	(18,331)	-	411,861	(411,861)	(1)	(10,135)	(18,331)	(8,186)
Per Form 5500	2,636,515	-	6,715,177	571,210	3,847,310	(7,645,296)	62,169,097	73,053,986

9 Subsequent Events

The Plan has analyzed its activity subsequent to December 31, 2012, through August 2, 2013, the date the financial statements were available to be issued, and has determined that it does not have any material subsequent events that require adjustment to or disclosure in these financial statements.

Schedule H, Line 4i - Schedule of assets (held at end of year)

December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower, Lessor or Similar Party	**Description of Asset**	**Cost**	**Current Value**
			$	**$**
	Pooled separate account:			
*	New York Life Insurance Company	New York Life Anchor Account III	***	18,072,864
	Mutual funds:			
	Vanguard Fund	Index 500 Signal	**	7,710,410
	Goldman Sachs	Growth Fund Inc.	**	6,901,798
	Dodge & Cox	Income Fund	**	3,485,066
*	MainStay	Large Cap Growth I	**	3,288,071
	American Funds	EuroPacific Growth Fund	**	3,087,848
	American Beacon	Small Cap Value Fund	**	2,518,973
	Goldman Sachs	Mid Cap Value A	**	2,379,861
	Dodge & Cox	Intl Stock Fund	**	2,300,802
	T. Rowe Price	New Horizons Fund	**	2,189,224
*	MainStay	ICAP Select Equity I	**	2,153,478
	American Century	Government Bond Instrument	**	1,333,589
	Wells Fargo	Adv DJTD 2020 Adm	**	927,304
	Wells Fargo	Adv DJTD 2035 Adm	**	860,539
	Wells Fargo	Adv DJTD 2025 Adm	**	725,525
	Wells Fargo	Adv DJTD 2030 Adm	**	511,722
	Wells Fargo	Adv DJTD 2015 Adm	**	460,611
	Wells Fargo	Adv DJTD 2040 Adm	**	317,805
	Wells Fargo	Adv DJTD 2010 Adm	**	303,076
	Wells Fargo	Adv DJTD 2045 Adm	**	142,441
	Wells Fargo	Adv DJTD Today Adm	**	125,062
	Wells Fargo	Adv DJTD 2050 Adm	**	78,385
*	**Participants**	Notes receivable from participants – Interest rates ranging from 4.25% to 10.00% and maturing at various dates from 2013 through 2019	**	2,654,846
				62,529,300

* Represents party-in-interest to the Plan.

** Cost information has been omitted because all plan investments are participant directed.

*** Represents fair value as of December 31, 2012; contract value was $17,730,992.

Schedule H, Line 4j - Schedule of reportable transactions

For the year ended December 31, 2012

(a)		(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
Identity of Issuer/Party Involved		**Description of Investment**	**Purchase Price**	**Selling Price**	**Lease Rental**	**Expense Incurred with Transaction**	**Cost of Asset**	**Current Value of Asset on Transaction Date**	**Net Gain**
			$	**$**	**$**	**$**	**$**	**$**	**$**
MainStay	*	Large Cap Growth I	4,365,402	-	-	-	4,365,402	4,365,402	-
MainStay	*	Large Cap Growth I	-	3,693,030	-	-	3,484,696	3,693,030	208,334
New York Life Trust Company	*	NYL Insurance Anchor Acct III	5,076,031	-	-	-	5,076,031	5,076,031	-
New York Life Trust Company	*	NYL Insurance Anchor Acct III	-	4,403,659	-	-	4,403,659	4,403,659	-
Oakmark		Equity & Income Fund I	-	4,352,178	-	-	3,783,743	4,352,178	568,436

* Indicates a party-in-interest.

Financial Statements and Report of Independent Certified Public Accountants

Fiberweb Retirement Savings Plan

December 31, 2012 and 2011

Table of contents

Report of Independent Certified Public Accountants 1-2

Financial statements:

- Statements of net assets available for benefits 3
- Statement of changes in net assets available for benefits 4

Notes to financial statements 5-11

Supplemental schedules:

- Schedule H, Line 4i - Schedule of assets (held at end of year) 12
- Schedule H, Line 4j - Schedule of reportable transactions 13

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Investment Committee of the
Fiberweb Retirement Savings Plan:

Report on the financial statements

We were engaged to audit the accompanying financial statements of **Fiberweb Retirement Savings Plan** (formerly the Fiberweb Simpsonville, Inc. Retirement Savings Plan) (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statement of changes in net assets available for benefits for the year ended December 31, 2012, and the related notes to the financial statements.

Management's responsibility 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; this includes 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.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audit in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph; however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for disclaimer of opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the certified information described in Note 3, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan administrator that the certifying entity meets the requirements of 29 CFR 2520.103-8. The Plan administrator obtained a certification from this entity as of December 31, 2012 and 2011, and for the year ended December 31, 2012, stating that the certified information provided to the Plan administrator is complete and accurate.

Disclaimer of opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Supplementary information

The supplemental schedules of assets (held at end of year) as of December 31, 2012 and reportable transactions for the year ended December 31, 2012 are presented for purposes of additional analysis and are not a required part of the financial statements, but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we do not express an opinion on the supplemental schedules.

Report on form and content in compliance with DOL rules and regulations

The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the certified information described in Note 3, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Grant Thornton LLP

Columbia, South Carolina
August 2, 2013

Statements of net assets available for benefits

December 31	2012	2011
	$	$
Assets:		
Investments, at fair value:		
Mutual funds	41,801,590	51,471,824
Pooled separate account	18,072,864	17,704,089
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Net increase in net assets available for benefits before transfer	3,561,791
Transfer to Fitesa 401(k) Retirement Savings Plan (see Note 1)	14,422,625
Net decrease in net assets available for benefits after transfer	(10,860,834)
Net assets available for benefits, beginning of year	73,157,188
Net assets available for benefits, end of year	62,296,354

The accompanying notes are an integral part of this financial statement.

Notes to financial statements

1 Description of the Plan

The following description of the Fiberweb Retirement Savings Plan (formerly the Fiberweb Simpsonville, Inc. Retirement Savings Plan) (the Plan) is provided for general information purposes only. Participants should refer to the plan document for a more complete description of the Plan's provisions.

General

The Plan was established on July 1, 1983, to encourage and assist employees in adopting a regular savings program and to help provide additional security for their retirement. As of November 17, 2006, the plan document was amended and restated in its entirety to define the "Employer" of the Plan to mean Fiberweb Simpsonville, Inc.

Effective July 31, 2009, the plan document was amended to include Fiberweb Newco 2, Inc. (FitesaFiberweb) as a participating employer. For the plan year ended December 31, 2009 and through March 1, 2012, Fiberweb Simpsonville, Inc. and FitesaFiberweb are defined as the "Employers" of the Plan.

Effective December 30, 2011, Fiberweb PLC's joint venture partner, Petropar SA, acquired Fiberweb PLC's 50% ownership interest in its FitesaFiberweb joint venture, along with certain assets and entities of Fiberweb PLC. Upon acquisition, a group of employees was transferred from Fiberweb, Inc., Fiberweb Simpsonville, Inc. and FitesaFiberweb Simpsonville, Inc. to Fitesa Simpsonville, Inc., and this group of employees continued to be participants in the Plan until March 1, 2012, when 157 employees with balances totaling $14,422,625, were transferred to the new Fitesa 401(k) Retirement Savings Plan.

Effective March 1, 2012, FitesaFiberweb and Fiberweb Simpsonville, Inc. ceased to be Employers of the Plan, and effective January 1, 2012, Fiberweb, Inc. became Plan Sponsor and participating Employer under the Plan.

The Plan is a defined contribution plan covering eligible employees of the Employer. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Participant Accounts

Each participant has an individual account established and maintained under the Plan that is credited with the participant's contributions and withdrawals, company matching contributions and plan earnings or losses. Plan earnings or losses are allocated among the participants' account balances in the proportion that each participant account balance bears to the aggregate of all participant account balances. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Contributions

Upon employment, employees of the Employer may begin participation on the closest January 1, April 1, July 1 or October 1 following their employment date. Each participant may contribute on a pretax basis up to 85% of his or her compensation to the Plan, as defined by the plan document and as limited by Internal Revenue Code (IRC) regulations. An automatic deferral of 4% of compensation is made unless the participant elects to change the deferral percentage or to not participate in the Plan. The Employer is required to make matching contributions as stipulated in the plan document. The required matching contribution is 100% of up to 4% of an employee's contribution for all participants of the Plan. Participants direct the investment of their contributions into various investment options offered by the Plan. The Plan currently offers 22 investment options for participants.

In accordance with the plan document, in 2012 and 2011 the Company made additional contributions to the Plan in an amount equal to 3% of each participant's eligible compensation.

Vesting

Participants are immediately 100% vested in their voluntary contributions, the employer match on pretax contributions, employer discretionary contributions and actual earnings thereon.

Payment of Benefits

Upon retirement, disability, death or termination, participants (or their beneficiaries) may elect to receive the value of their account by any one or more methods of payment authorized by the Plan, which include a lump-sum amount or a series of installment payments over a specified time defined by the Plan. Participants may also choose to have their account balances transferred directly to another qualified plan or individual retirement account. Participants who terminate employment with an account balance of less than $1,000, or who request distributions of less than $1,000, automatically receive lump-sum distributions.

Participants may request withdrawals from their accounts based upon financial hardship as defined by IRC regulations, subject to the approval of the Plan's management committee. In the event such a withdrawal is made, the distribution is subject to 10% federal withholding and a 10% excise tax if the participant has not attained age 59½.

Notes Receivable from Participants

Participants may borrow from a minimum of $1,000 up to a maximum of 50% of their account balance, not to exceed $50,000. The maximum term of repayment on loans, excluding those used to acquire a primary residence, is five years. For loans used to purchase a primary residence, the maximum repayment period is 10 years. Participant loan interest rates are based on the prime rate plus 1.00% and ranged from 4.25% to 10.00% as of December 31, 2012.

2 Summary of Significant Accounting Policies

Basis of Presentation

The accompanying financial statements are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

Use of Estimates

The preparation of financial statements in conformity with U.S. GAAP requires the plan administrator to make estimates and assumptions that affect the reported amounts of net assets available for benefits at the date of the financial statements and the reported changes in net assets available for benefits during the reporting period. Actual results could differ from those estimates.

Fair Value Measurements

Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) 820, "Fair Value Measurements and Disclosures" provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under the standards are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability, and
- Inputs that are derived principally from, or corroborated by, observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full-term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The fair value measurement level of assets or liabilities within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

The valuation methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while plan management believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Valuation of Investments

The Plan's investments are stated at fair value as determined by the trustee. However, contract value is the relevant measurement attributed for that portion of the net assets available for benefits of the Plan attributable to fully benefit-responsive investment contracts, because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. As such, the statements of net assets available for benefits present the fair value of these investments as well as the adjustment of the fully benefit-responsive investment contract from fair value to contract value. The statement of changes in net assets available for plan benefits is prepared on a contract value basis. Contract value represents contributions to the pooled separate account, plus earnings, less participant withdrawals and administrative expenses.

Net gain from investment activity is comprised of realized, as well as unrealized, gains or losses resulting from investment transactions. Realized gains and losses represent the difference between sales proceeds of plan investments and the fair market value of such investments at the beginning of the year, or cost if such investments were purchased during the current year. Unrealized gains and losses represent the difference between the fair market value of investments at the beginning of the year, or cost if such investments were purchased during the year, and the fair market value at the end of the reporting period.

Income Recognition

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded as earned on the accrual basis. Dividends are recorded on the ex-dividend date.

Administrative Expenses

Administrative expenses are paid by the Plan or the Employer.

Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is at least reasonably possible that changes in the near term could materially affect the amounts reported in the accompanying statements of net assets available for benefits.

Notes Receivable from Participants

Notes receivable from participants are measured at their unpaid balance plus any accrued but unpaid interest. Delinquent loans are reclassified as deemed distributions of loans based on the terms of the plan document.

Benefits Paid to Participants

Benefits are recorded when paid.

Reclassification

Upon further evaluation of the authoritative guidance contained in Fair Value Measurements and Disclosures, and the nature of the fair value inputs to the pooled separate account reported as of December 31, 2011, the Plan re-categorized its pooled separate account from a Level 2 investment to a Level 3 investment in the Fair Value Measurements footnote. The reclassification had no impact on the statement of net assets or the statement of changes in net assets for any period presented.

3 Information Certified by the Plan's Trustee

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, the trustee has certified that the following data included in the accompanying financial statements is complete and accurate:

- Investments at fair value and notes receivable from participants, as shown in the statements of net assets available for benefits as of December 31, 2012 and 2011
- Interest and dividend income, net gain from investment activity and interest income on notes receivable from participants, as shown in the statement of changes in net assets available for benefits for the year ended December 31, 2012
- Schedule H, Line 4i - Schedule of assets (held at end of year) as of December 31, 2012
- Schedule H, Line 4j - Schedule of reportable transactions for year ended December 31, 2012

The Plan's independent accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements.

4 Investments

The Plan has elected to use a practical expedient to estimate the fair value of the investment in the pooled separate account. The net asset value (NAV), including units of ownership to which a proportionate share of net assets is attributed, is used as of the reporting date.

The pooled separate account is categorized as Level 3 because the Plan cannot redeem its investment at fair value. The inputs used in valuing the underlying investments in the pooled separate account include quoted prices for similar assets or liabilities in active markets, quoted prices for identical assets or liabilities in markets that are not active, inputs other than quoted prices that are observable for the assets or liabilities and inputs that are derived principally from or corroborated by observable market data.

The objective of the pooled separate account is to provide competitive levels of yield consistent with stable fixed-income methodology and the careful and prudent assumption of investment risk providing for preservation of capital, stability and predictability of returns, liquidity to pay plan benefits and high credit quality. The pooled separate account seeks to achieve this objective by investing in government, corporate, and asset-backed securities.

In determining the reasonableness of the valuation methodology for the investment in the pooled separate account, management regularly evaluates a variety of factors to determine the reasonableness of the valuation methodology, including review of the creditworthiness of the issuer, comparison of expected performance to actual results, review of the investment strategy, and the current economic and capital market environment.

Quoted market prices are used by the trustee to value investments. Shares of mutual funds are valued at the net asset value of shares held by the Plan at year-end. The Plan's interest in the pooled separate account is valued at fair value reported by the fund manager based on the underlying investments within each fund and are expressed in units representing the net asset value of each fund by discounting the related cash flows based on current yields of similar instruments with comparable durations considering the credit-worthiness of the issuer.

Interest is accrued daily and credited to the account and is guaranteed to be no less than 0% before any deduction for expenses. The average yield was 2.38% and 3.17% for the years ended December 31, 2012 and 2011, respectively. The average crediting interest rate for the contract was 1.97% and 3.17% for the years ended December 31, 2012 and 2011, respectively. There were no valuation reserves recorded that was associated with the pooled separate account in 2012 and 2011. The investment can be redeemed at any time and has no unfunded commitments. At contract termination, a participating plan may receive a book value distribution of the Plan's interest in the pooled separate account, provided the Plan Sponsor provides twelve months' advance written notice to New York Life Trust Company (NYL). Certain distributions (e.g., distributions resulting from employer-initiated events such as plan termination, merger, spin-off, lay-off, early retirement incentives, etc.) may be subject to a market value adjustment. An event that limits the Plan's ability to transact at contract value with participants in the Plan must be probable of not occurring for the contract to be considered benefit-responsive.

Changes in economic conditions or valuation techniques may require the transfer of financial instruments from one fair value level to another. In such instances, the transfer is reported at the beginning of the reporting period. For the year ended December 31, 2012, there were no transfers in or out of Levels 1, 2 or 3.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2012:

	Investments at Fair Value			
As of December 31, 2012	**Level 1**	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Mutual funds:				
Fixed income	4,818,655	-	-	4,818,655
Large Cap Blend	13,099,060	-	-	13,099,060
Large Cap Grow th	3,288,071	-	-	3,288,071
Large Cap Value	2,153,478	-	-	2,153,478
Mid Cap Grow th	6,901,798	-	-	6,901,798
Mid Cap Value	2,379,861	-	-	2,379,861
Small Cap Blend	2,518,973	-	-	2,518,973
Small Cap Grow th	2,189,224	-	-	2,189,224
Target date	4,452,470	-	-	4,452,470
Pooled separate account	-	-	18,072,864	18,072,864
Total investments at fair value	41,801,590	-	18,072,864	59,874,454

The following table sets forth by level, within the fair value hierarchy, the Plan's investments at fair value as of December 31, 2011:

	Investments at Fair Value			
As of December 31, 2011	**Level 1**	**Level 2**	**Level 3**	**Total**
	$	**$**	**$**	**$**
Mutual funds:				
Fixed income	6,580,792	-	-	6,580,792
Large Cap Blend	19,691,317	-	-	19,691,317
Large Cap Grow th	3,732,370	-	-	3,732,370
Large Cap Value	2,837,277	-	-	2,837,277
Mid Cap Grow th	7,406,215	-	-	7,406,215
Mid Cap Value	2,998,208	-	-	2,998,208
Small Cap Blend	3,477,233	-	-	3,477,233
Small Cap Grow th	3,041,378	-	-	3,041,378
Target date	1,707,034	-	-	1,707,034
Pooled separate account	-	-	17,704,089	17,704,089
Total investments at fair value	51,471,824	-	17,704,089	69,175,913

Level 3 Gains and Losses

The table below sets forth a summary of changes in the fair value of the pooled separate account's Level 3 investment assets for the year ended December 31, 2012.

	Level 3 Assets
For the year ended December 31, 2012	**Pooled Separate Account**
	$
Balance, beginning of year	17,704,089
Unrealized gain	525,757
Purchases	1,084,233
Sales	(1,241,215)
Balance, end of year	18,072,864

The fair market value of individual investments that represented 5% or more of the Plan's net assets available for benefits at December 31, 2012 and 2011 is as follows:

	2012	**2011**
	$	**$**
Pooled separate account – New York Life Anchor Account III	18,072,864	17,704,089
Mutual funds, at fair value:		
Vanguard Fund Index 500 Signal	7,710,410	5,832,371
Goldman Sachs Grow th Fund, Inc.	6,901,798	7,406,215
Dodge & Cox Income Fund	3,485,066	4,700,182
MainStay Large Cap Grow th I	3,288,071	3,732,370
Oakmark Equity & Income Fund I	*	4,123,044
American Funds EuroPacific Grow th Fund	*	3,725,643

* The fair market values of these investments did not represent 5% or more of the fair market value of the plan assets as of December 31, 2012.

The net gain from investment activity for the year ended December 31, 2012, was earned by mutual funds.

5 Federal Income Tax Status

The Internal Revenue Service (IRS) has issued a determination letter dated February 15, 2012, which indicated that the Plan, as designed, is in accordance with applicable sections of the Internal Revenue Code (IRC). The Plan has been amended since receiving the determination letter. The Employer believes that the Plan is designed and operated in accordance with the applicable requirements of the IRC.

U.S. GAAP requires plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain position that more-likely-than-not would not be sustained upon examination by the IRS. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2012 and 2011, there are no uncertain positions taken, or expected to be taken, that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations prior to 2009.

6 Plan Termination

While the Employer has not expressed any intent to do so, they reserve the right to terminate the Plan at any time. If the Plan is terminated, the amounts credited to the accounts of the participants shall be distributed to the participants or their beneficiaries under the terms of the plan agreement.

7 Party-in-Interest Transactions

The pooled separate account and certain mutual fund investments held by the Plan during the year are issued and/or managed by NYL, the trustee, or its affiliates. Accordingly, the transactions in such investments qualify as party-in-interest transactions as defined by ERISA, which are exempt from the prohibited transaction rules.

During the year ended December 31, 2012, the Employers provided the Plan with certain accounting and administrative services for which no fees were charged.

8 Reconciliation of Financial Statements to Form 5500

The following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2012 and 2011, and the changes in net assets available for benefits for the year ended December 31, 2012, to the financial information reported in the Plan's Form 5500 filing:

	Notes Receivable from Participants	Contributions Receivable	Net Gain from Investment Activity	Interest and Dividend Income	Contributions	Benefits Paid to Participants	December 31, 2012 Net Assets Available for Benefits	December 31, 2011 Net Assets Available for Benefits
	$	$	$	$	$	$	$	$
Per financial statements	2,654,846	108,926	6,303,316	983,071	3,861,221	(7,635,161)	62,296,354	73,157,188
Reversal of prior year contributions receivable	-	-	-	-	95,016	-	-	(95,016)
Reduction of current year contributions receivable	-	(108,926)	-	-	(108,926)	-	(108,926)	-
Reclassifications and other	(18,331)	-	411,861	(411,861)	(1)	(10,135)	(18,331)	(8,186)
Per Form 5500	2,636,515	-	6,715,177	571,210	3,847,310	(7,645,296)	62,169,097	73,053,986

9 Subsequent Events

The Plan has analyzed its activity subsequent to December 31, 2012, through August 2, 2013, the date the financial statements were available to be issued, and has determined that it does not have any material subsequent events that require adjustment to or disclosure in these financial statements.

Schedule H, Line 4i - Schedule of assets (held at end of year)

December 31, 2012

(a)	(b)	(c)	(d)	(e)
	Identity of Issuer, Borrower, Lessor or Similar Party	**Description of Asset**	**Cost**	**Current Value**
			$	**$**
	Pooled separate account:			
*	New York Life Insurance Company	New York Life Anchor Account III	***	18,072,864
	Mutual funds:			
	Vanguard Fund	Index 500 Signal	**	7,710,410
	Goldman Sachs	Growth Fund Inc.	**	6,901,798
	Dodge & Cox	Income Fund	**	3,485,066
*	MainStay	Large Cap Growth I	**	3,288,071
	American Funds	EuroPacific Growth Fund	**	3,087,848
	American Beacon	Small Cap Value Fund	**	2,518,973
	Goldman Sachs	Mid Cap Value A	**	2,379,861
	Dodge & Cox	Intl Stock Fund	**	2,300,802
	T. Rowe Price	New Horizons Fund	**	2,189,224
*	MainStay	ICAP Select Equity I	**	2,153,478
	American Century	Government Bond Instrument	**	1,333,589
	Wells Fargo	Adv DJTD 2020 Adm	**	927,304
	Wells Fargo	Adv DJTD 2035 Adm	**	860,539
	Wells Fargo	Adv DJTD 2025 Adm	**	725,525
	Wells Fargo	Adv DJTD 2030 Adm	**	511,722
	Wells Fargo	Adv DJTD 2015 Adm	**	460,611
	Wells Fargo	Adv DJTD 2040 Adm	**	317,805
	Wells Fargo	Adv DJTD 2010 Adm	**	303,076
	Wells Fargo	Adv DJTD 2045 Adm	**	142,441
	Wells Fargo	Adv DJTD Today Adm	**	125,062
	Wells Fargo	Adv DJTD 2050 Adm	**	78,385
*	**Participants**	Notes receivable from participants – Interest rates ranging from 4.25% to 10.00% and maturing at various dates from 2013 through 2019	**	2,654,846
				62,529,300

* Represents party-in-interest to the Plan.

** Cost information has been omitted because all plan investments are participant directed.

*** Represents fair value as of December 31, 2012; contract value was $17,730,992.

Schedule H, Line 4j - Schedule of reportable transactions

For the year ended December 31, 2012

(a)		(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
Identity of Issuer/Party Involved		**Description of Investment**	**Purchase Price**	**Selling Price**	**Lease Rental**	**Expense Incurred with Transaction**	**Cost of Asset**	**Current Value of Asset on Transaction Date**	**Net Gain**
			$	**$**	**$**	**$**	**$**	**$**	**$**
MainStay	*	Large Cap Growth I	4,365,402	-	-	-	4,365,402	4,365,402	-
MainStay	*	Large Cap Growth I	-	3,693,030	-	-	3,484,696	3,693,030	208,334
New York Life Trust Company	*	NYL Insurance Anchor Acct III	5,076,031	-	-	-	5,076,031	5,076,031	-
New York Life Trust Company	*	NYL Insurance Anchor Acct III	-	4,403,659	-	-	4,403,659	4,403,659	-
Oakmark		Equity & Income Fund I	-	4,352,178	-	-	3,783,743	4,352,178	568,436

* Indicates a party-in-interest.