Form 5500	Annual Return/Report of Employee Benefit Plan	OMB Nos. 1210-0110 1210-0089
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**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;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] 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
TANDUS PERSONAL SAVINGS PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 02/01/1997

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

TANDUS FLOORING, INC.

311 SMITH INDUSTRIAL BOULEVARD
DALTON, GA 30721

2b Employer Identification Number (EIN) 58-2151061

2c Sponsor's telephone number 706-259-9711

2d Business code (see instructions) 314000

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.	10/10/2013	MISSY GREEN
	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 ☐ Same as Plan Sponsor Name ☐ Same as Plan Sponsor Address

TANDUS FLOORING, INC.

311 SMITH INDUSTRIAL BOULEVARD
DALTON, GA 30721

3b Administrator's EIN
58-2151061

3c Administrator's telephone number
706-259-9711

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

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	1170
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**	1075
b	Retired or separated participants receiving benefits	**6b**	1
c	Other retired or separated participants entitled to future benefits	**6c**	143
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	1219
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	1219
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	1219
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 2F 2G 2J 2K 2T 3D

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)** ☒ Insurance
- **(2)** ☐ Code section 412(e)(3) insurance contracts
- **(3)** ☒ 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)** ☒ 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)** ☒ **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)** ☒ **H** (Financial Information)
- **(2)** ☐ **I** (Financial Information – Small Plan)
- **(3)** ☒ 1 **A** (Insurance Information)
- **(4)** ☒ **C** (Service Provider Information)
- **(5)** ☐ **D** (DFE/Participating Plan Information)
- **(6)** ☐ **G** (Financial Transaction Schedules)

SCHEDULE A (Form 5500)	Insurance 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.** ▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).	**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	**B** Three-digit plan number (PN) ▶
TANDUS PERSONAL SAVINGS PLAN	001
C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)
TANDUS FLOORING, INC.	58-2151061

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

PRUDENTIAL RETIREMENT INSURANCE AND ANNUITY COMPANY

(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
06-1050034	93629	002334	1219	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
0	0

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 **(c)** Amount	**(d)** Purpose	**(e)** Organization code

(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 **(c)** Amount	**(d)** Purpose	**(e)** Organization code

(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	

(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	12839080
5	Current value of plan's interest under this contract in separate accounts at year end	5	0

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 ▶ GUARANTEED GENERAL ACCOUNT CONTRACT

b	Balance at the end of the previous year		7b	11479434
c	Additions: (1) Contributions deposited during the year	7c(1)	1428348	
	(2) Dividends and credits	7c(2)		
	(3) Interest credited during the year	7c(3)	366411	
	(4) Transferred from separate account	7c(4)		
	(5) Other (specify below)	7c(5)	1640136	
	▶ LOAN REPAYMENTS TRANSFERS IN MISCELLANEOUS IN			
	(6)Total additions		7c(6)	3434895
d	Total of balance and additions (add lines **7b** and **7c(6)**).		7d	14914329
e	Deductions:			
	(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	555995	
	(2) Administration charge made by carrier	7e(2)	11540	
	(3) Transferred to separate account	7e(3)		
	(4) Other (specify below)	7e(4)	1507714	
	▶ LOAN INITIATIONS TRANSFERS OUT, MISCELLANEOUS OUT FORFEITURE DEBITS			
	(5) Total deductions		7e(5)	2075249
f	Balance at the end of the current year (subtract line **7e(5)** from line **7d**)		7f	12839080

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)**	
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)**	
(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)**	
(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	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).	2012
Department of Labor Employee Benefits Security Administration	▶ **File as an attachment to Form 5500.**	**This Form is Open to Public Inspection.**
Pension Benefit Guaranty Corporation		

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

A Name of plan
TANDUS PERSONAL SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
58-2151061

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).. . . . . [X] 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

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

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

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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)

THE BOSTONIAN GROUP

04-2848081

(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	NONE	48448	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

THE PRUDENTIAL INSURANCE COMPANY OF

22-1211670

(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?
37 50	NONE	28105	Yes ☒ No ☐	Yes ☒ No ☐	0	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 ☐

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
PRUDENTIAL RETIREMENT INSURANCE AND	15 64	0

(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.
PRUDENTIAL RETIREMENT INSURANCE AND 06-1050034	20.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2012 TO 12/31/2012 GUARANTEED INCOME FUND

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0

(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.
PRUDENTIAL INVESTMENTS, LLC 22-3468527	27.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2012 TO 12/31/2012 PRU JENN MD CP GRW A

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
THE PRUDENTIAL INSURANCE COMPANY OF	61 72	0

(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.
PRUDENTIAL INVESTMENTS, LLC 22-3468527	27.000 BPS AND $0.00 PER PARTICIPANT INVESTED IN THE FUND FROM 1/1/2012 TO 12/31/2012 PRU TOTAL RETURN BOND A

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

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(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 H (Form 5500)	Financial 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), and section 6058(a) of the Internal Revenue Code (the Code). ▶ **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
TANDUS PERSONAL SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
58-2151061

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)	1473414	1633081
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(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)	24074508	28775676
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)	11479434	12839080
(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	37027356	43247837
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	37027356	43247837

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)	1652086	
(B) Participants	2a(1)(B)	2745273	
(C) Others (including rollovers)	2a(1)(C)	61668	
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		4459027
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)	71614	
(F) Other	2b(1)(F)	366411	
(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		438025
(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)	384369	
(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		384369
(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)		
(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)		3468846
c Other income	2c		52364
d Total income. Add all **income** amounts in column (b) and enter total	2d		8802631

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2504037	
(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)		2504037
f Corrective distributions (see instructions)	2f		
g Certain deemed distributions of participant loans (see instructions)	2g		-193
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	78306	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		78306
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2582150

Net Income and Reconciliation

k Net income (loss). Subtract line **2j** from line **2d**	2k		6220481
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

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)** ☒ Disclaimer **(4)** ☐ Adverse

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

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

(1) Name: JOSEPH DECOSIMO & COMPANY **(2)** EIN: 62-0852719

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)

Part V Trust Information (optional)

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

SCHEDULE R (Form 5500)	Retirement Plan 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 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.**	**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
TANDUS PERSONAL SAVINGS PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
58-2151061

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): 22-1211670 _____

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):

TANDUS PERSONAL SAVINGS PLAN

FINANCIAL STATEMENTS

December 31, 2012

TANDUS PERSONAL SAVINGS PLAN

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DECOSIMO
CERTIFIED PUBLIC ACCOUNTANTS

Joseph Decosimo and Company, LLC
109 West Morris Street
Dalton, Georgia 30720
www.decosimo.com

INDEPENDENT AUDITOR'S REPORT

The Retirement Committee
Tandus Personal Savings Plan
Dalton, Georgia

Report on the Financial Statements
We were engaged to audit the accompanying financial statements of Tandus Personal Savings Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years ended December 31, 2012 and 2011, 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 (ERISA), the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by The Prudential Insurance Company of America the recordkeeper of the Plan as agent for The Prudential Insurance Company of America, the trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's assets and executes transactions. The Plan Administrator has obtained certifications from the agent on behalf of the trustee as of December 31, 2012 and 2011, and for the years ended December 31, 2012 and 2011, that the information provided to the Plan Administrator by the agent on behalf of the trustee 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.

Report on Supplemental Schedules

The supplemental schedules of assets held for investment purposes at end of year and schedule of delinquent participant contributions are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the ERISA and are presented for the purposes of additional analysis and are not a required part of the financial statements. 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 information certified or provided by the agent of the trustee, 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 ERISA.

Joseph Decosimo and Company, LLP

Dalton, Georgia
October 9, 2013

TANDUS PERSONAL SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

(see auditor's report)

	2012	2011
ASSETS		
Investments, at fair value -		
Group annuity contract	**$ 12,839,080**	$ 11,479,434
Mutual funds	**28,775,676**	24,074,508
Total investments	**41,614,756**	35,553,942
Receivables -		
Participants	**87,952**	101,685
Employer	**140,625**	146,139
Notes receivable from participants	**1,633,081**	1,473,414
Total receivables	**1,861,658**	1,721,238
NET ASSETS AVAILABLE FOR BENEFITS	**$ 43,476,414**	$ 37,275,180

TANDUS PERSONAL SAVINGS PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years Ended December 31, 2012 and 2011

(see auditor's report)

	2012	2011
ADDITIONS		
Investment income -		
Net appreciation (depreciation) in fair value of investments	**$ 3,472,760**	$ (810,603)
Interest and dividends	**822,394**	784,455
	4,295,154	(26,148)
Contributions -		
Employer	**1,646,573**	1,626,206
Participants	**2,731,540**	2,564,462
Rollover	**61,668**	114,924
	4,439,781	4,305,592
Other income	**48,448**	-
Total additions	**8,783,383**	4,279,444
DEDUCTIONS		
Benefits paid to participants	**2,503,844**	3,038,806
Administrative expenses	**78,305**	78,670
Total deductions	**2,582,149**	3,117,476
NET INCREASE	**6,201,234**	1,161,968
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	**37,275,180**	36,113,212
End of year	**$ 43,476,414**	$ 37,275,180

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

TANDUS PERSONAL SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

(see auditor's report)

NOTE 1 - PLAN DESCRIPTION

The following description of Tandus Personal Savings Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

GENERAL - The Plan is a defined contribution profit sharing plan covering substantially all employees of Tandus Flooring, Inc. (the company), who are 18 years of age or older and have completed at least thirty days of service. The Plan is subject to the provisions of ERISA.

CONTRIBUTIONS - Each year, participants may contribute up to 100% of pretax annual compensation, as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified plans. The company contributes a matching contribution in an amount equal to the sum of 100% of the portion of participant contributions which do not exceed 3% of compensation plus 50% of the portion of participant contributions between 3% and 6% of compensation. Additional amounts may be contributed at the discretion of the company’s Board of Directors. The company made no discretionary contributions for 2012 or 2011. Contributions are subject to certain limitations under the Internal Revenue Code (IRC).

PARTICIPANT ACCOUNTS - Each participant's account is credited with the participant's contributions and allocations of (a) the company's contributions and (b) Plan earnings and charged with an allocation of administrative expenses. Allocations are based upon participants' earnings or account balances, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. All amounts in participant accounts are participant-directed.

FORFEITURES - When certain terminations of participation in the Plan occur, the nonvested portion of the participant's account represents a forfeiture. Forfeitures are applied first to pay the reasonable expenses of administering the Plan, unless paid by the company, and then are applied to reduce company contributions. As of December 31, 2012 and 2011, forfeited balances totaled $1,273 and $12,968, respectively. During 2012 and 2011, forfeitures were not used to reduce administrative expenses or company contributions.

VESTING - Participants are immediately 100% vested in their contributions plus actual earnings thereon and in safe harbor company contributions made to the Plan in 2006 and after. Safe harbor company contributions may not be distributed on account of hardship. In years prior to 2006, participants were fully vested in participant contributions upon the attainment of age 65 or upon death or total and permanent disability prior to termination. Termination of employment before any of the above occurred activated the following vesting schedule for company contributions made prior to 2006 and discretionary company contributions:

Full Years of Employment	Vested Percentage
Less than 3	0%
3	100%

NOTE 1 - PLAN DESCRIPTION - continued

A special vesting provision is applicable to participants who were employees of Monterey Carpets as of October 1, 2004. Those employees who remained with Monterey Carpets until they were released from duty are 100% vested.

PAYMENT OF BENEFITS - Upon attaining normal or disability retirement, the participant may apply for retirement benefits. If the participant dies before retirement, his death benefit will be paid to his beneficiary in a lump-sum payment. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

HARDSHIP WITHDRAWALS - Participants may withdraw their vested contributions in the event of hardship as defined in the Plan agreement. Participants shall not be permitted to make contributions to the Plan for a period of 6 months following receipt of the hardship distribution.

NOTES RECEIVABLE FROM PARTICIPANTS - Participants may borrow against their investment account balances a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested balance, whichever is less. A participant may have only one outstanding loan at any one time. Loans used to acquire a principal residence cannot exceed fifteen years. Loans that are not used to acquire a principal residence cannot exceed five years. The loans are collateralized by the vested balance in the participant's account and bear interest at the prime rate plus one percent. Principal and interest are paid ratably through payroll deductions.

PLAN TERMINATION - Although it has not expressed any intent to do so, the company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies and practices followed by the Plan are as follows:

BASIS OF ACCOUNTING - The financial statements of the Plan are prepared under the accrual method of accounting.

INVESTMENT VALUATION AND INCOME RECOGNITION - The Plan's investments are stated at fair value, which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Generally accepted accounting principles establish a fair value hierarchy which classifies investments into three levels. Level 1 includes investments valued using quoted prices in active markets for identical assets or liabilities, Level 2 includes investments valued based on inputs derived from or corroborated by observable market data and Level 3 includes investments valued based on significant unobservable inputs. Inputs are broadly defined as assumptions market participants would use in pricing an asset or liability. Investments are classified based on the lowest level of any input that is significant to the fair value measurement.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

A description of the valuation methodologies used for investments measured at fair value, as reported by the trustee, is as follows:

Group annuity contract - Valued at contributions made under the contract, plus earnings at guaranteed crediting rates, less participant withdrawals and administrative expenses.

Mutual funds - Valued at the quoted net asset value of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future values. Furthermore, while the Plan 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. There have been no changes in the valuation methodologies used for any period presented.

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

Net appreciation (depreciation) of the fair value of investments consists of the unrealized appreciation or depreciation of investments held during the year, reinvestment of dividends from mutual funds and the realized gain or loss on investments sold during the year.

INVESTMENT CONTRACT WITH INSURANCE COMPANY - The Plan holds a group annuity insurance contract with fully benefit-responsive guaranteed interest accounts. The insurance company maintains the contributions in a general account, which is credited with interest income at guaranteed rates. The guaranteed interest accounts are reported in the financial statements at fair value, which approximates contract value as reported to the Plan by the insurance company. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The Retirement Committee believes that the occurrence of events that would cause the Plan to transact at less than contract value is not probable. The insurance company may not terminate the contract at any amount less than contract value.

The insurance company is contractually obligated to pay the principal and specified interest rate that is guaranteed to the Plan. The crediting interest rate is based on a formula agreed upon with the issuer, but may not be less than a percentage based on individual contracts. The average yields for investment contracts with the insurance company on the Plan level are as follows:

	2012	2011
Average yields		
Earned by the Plan	**2.95%**	3.45%
Credited to participants	**2.95%**	3.45%

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

The average earnings yield is calculated by dividing the earnings credited to the Plan on the last day of the year by the end of the year fair value, and then annualizing the result. The average credited rate is calculated by dividing the earnings credited to the participants on the last day of the year by the end of the year fair value, and then annualizing the result.

INVESTMENT RISKS - 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, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the financial statements.

ESTIMATES AND UNCERTAINTIES - The preparation of financial statements in conformity with generally accepted accounting principles requires Plan management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

PAYMENT OF BENEFITS - Benefits are recognized when paid.

EXPENSES - The Plan's administrative expenses are paid by either the Plan or the company as provided by the Plan document.

SUBSEQUENT EVENTS - The Plan has evaluated subsequent events for potential recognition and disclosure through October 9, 2013, the date the financial statements were available to be issued.

NOTE 3 - INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the Plan's independent accountants not to perform any auditing procedures with respect to information certified by Prudential Trust Company, the Plan's trustee. The trustee has certified to the completeness and accuracy of all investments reflected in the accompanying statements of net assets available for benefits as of December 31, 2012 and 2011, and the related investment income reflected in the statements of changes in net assets available for benefits for the years then ended, and the schedule of assets held for investment purposes at end of year as of December 31, 2012.

NOTE 4 - INVESTMENTS

The Plan's investments are held by the trustee. All investment information disclosed in the accompanying financial statements and supplemental schedule was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the trustee.

The fair value of individual investments that represents 5% or more of the Plan's net assets is separately identified as follows:

		2012		2011
Group annuity contract	**$**	**12,839,080**	$	11,479,434
Mutual funds				
Pru Jennison Mid Cap Growth A	**$**	**3,495,428**	$	2,988,312
American Balanced Fund		*****	$	1,864,613
Invesco Van Kamp Comstock Fd A	**$**	**3,205,604**	$	2,540,978
Pru Total Ret Bd Fd A	**$**	**3,181,136**	$	2,408,560
Mainstay Large Cap Growth R2	**$**	**3,763,491**	$	3,205,851
Vanguard 500 Index	**$**	**2,500,474**	$	2,354,067
Euro Pacific Growth Fund	**$**	**4,182,039**	$	3,313,773

* Fair value of investment did not represent 5% or more of the Plan's net assets.

During 2012 and 2011, the Plan's investments in mutual funds (including gains and losses on investments bought and sold as well as held during the year) appreciated (depreciated) in value by $3,472,760 and $(810,603), respectively.

The following tables set forth by level, within the fair value hierarchy, the Plan’s assets at fair value:

	Assets at Fair Value as of December 31, 2012			
	Level 1	**Level 2**	**Level 3**	**Total**
Group annuity contract	**$ -**	**$ 12,839,080**	**$ -**	**$ 12,839,080**
Mutual funds -				
Balanced funds	**2,098,986**	**-**	**-**	**2,098,986**
Fixed income funds	**3,777,483**	**-**	**-**	**3,777,483**
Equity funds	**8,528,695**	**-**	**-**	**8,528,695**
Growth funds	**8,073,717**	**-**	**-**	**8,073,717**
International funds	**6,296,795**	**-**	**-**	**6,296,795**
	28,775,676	**-**	**-**	**28,775,676**
	$ 28,775,676	**$ 12,839,080**	**$ -**	**$ 41,614,756**

NOTE 4 - INVESTMENTS - continued

	Assets at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Group annuity contract	$ -	$ 11,479,434	$ -	$ 11,479,434
Mutual funds -				
Balanced funds	1,864,613	-	-	1,864,613
Fixed income funds	2,658,493	-	-	2,658,493
Equity funds	7,320,160	-	-	7,320,160
Growth funds	6,983,700	-	-	6,983,700
International funds	5,247,542	-	-	5,247,542
	24,074,508	-	-	24,074,508
	$ 24,074,508	$ 11,479,434	$ -	$ 35,553,942

NOTE 5 - RELATED PARTY TRANSACTIONS

Administrative expenses paid to the trustee by the Plan qualify as party-in-interest transactions. The administrative expenses paid to the trustee totaled $28,105 for 2012 and $25,575 for 2011.

The Bostonian Group is an investment advisor for the Plan; therefore, administrative expenses paid to the Bostonian Group by the Plan qualify as party-in-interest transactions. Administrative expenses paid by the Plan to the Bostonian Group totaled $48,448 for 2012 and $51,699 for 2011.

Certain other administrative expenses of the Plan are paid by the company.

NOTE 6 - TAX STATUS

The Retirement Committee of the Plan believes that the Plan meets the requirements for tax qualification described in Section 401(a) of the IRC. Accordingly, the Plan's related trust is exempt from tax under Section 501(a) of the IRC. Effective January 1, 2006, the Plan was amended and restated by adopting the Prudential Retirement Services Non-standardized Prototype 401(k) Plan. The Plan, as amended and restated, has not received a determination letter from the Internal Revenue Service. However, the Retirement Committee believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

NOTE 6 - TAX STATUS - continued

Accounting principles generally accepted in the United States of America require 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 Internal Revenue Service. The trustee 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 trustee believes the Plan is no longer subject to income tax examinations for years prior to 2009.

NOTE 7 - RECONCILIATION TO FORM 5500

A reconciliation of net assets available for benefits per the financial statements to the Form 5500 is as follows:

	2012	2011
Net assets available for benefits per the financial statements	**$ 43,476,414**	$ 37,275,180
Less: Participant contribution receivable	**87,952**	101,685
Less: Employer contribution receivable	**140,625**	146,139
Net assets available for benefits per the Form 5500	**$ 43,247,837**	$ 37,027,356

A reconciliation of employer contributions per the financial statements to the Form 5500 is as follows:

	2012	2011
Employer contributions per the financial statements	**$ 1,646,573**	$ 1,626,206
Less: Current year employer contribution receivable	**140,625**	146,139
Plus: Prior year employer contribution receivable	**146,139**	58,609
Rounding	**(1)**	1
Employer contributions per the Form 5500	**$ 1,652,086**	$ 1,538,677

A reconciliation of participants' contributions per the financial statements to the Form 5500 is as follows:

	2012	2011
Participants' contributions per the financial statements	**$ 2,731,540**	$ 2,564,462
Less: Current year participants' contribution receivable	**87,952**	101,685
Plus: Prior year participants' contribution receivable	**101,685**	97,818
Rounding	**-**	(1)
Participants' contributions per the Form 5500	**$ 2,745,273**	$ 2,560,594

NOTE 8 - DELINQUENT PARTICIPANT CONTRIBUTIONS

During 2012, participant contributions of $1,023 were remitted untimely. These contributions were remitted to the Plan during 2013, along with lost earnings. The company will file Form 5330 and pay the applicable excise taxes in 2013.

SUPPLEMENTAL SCHEDULES

TANDUS PERSONAL SAVINGS PLAN

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

Schedule H, Part IV, Line 4(i) to Form 5500

December 31, 2012

(see auditor's report)

Employer Identification Number: 58-2151061 **Plan Number: 001**

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
Group annuity contract			
*Prudential Trust Company	Guaranteed Income Fund	**	$ 12,839,080
Mutual funds			
Oppenheimer Global Fund A	29,763 shares	**	1,919,710
Euro Pacific Growth Fund	101,457 shares	**	4,182,039
Vanguard 500 Index	23,042 shares	**	2,500,474
American Balanced Fund	102,892 shares	**	2,098,986
Invesco Van Kamp Comstock Fd A	179,989 shares	**	3,205,604
Col Sm Cap Gr 1 Cl A	13,789 shares	**	372,718
Pru Jennison Mid Cap Growth A	111,925 shares	**	3,495,428
Gold Sachs Mid Cap Val A	44,089 shares	**	1,720,775
Pru Total Ret Bd Fd A	216,699 shares	**	3,181,136
Allianz NFJ Sm Cap Val A	31,228 shares	**	887,815
Dreyfus Mid Cap Index Fd	7,398 shares	**	214,027
PIMCO Total Return A	23,810 shares	**	267,620
TRowe Internat'l EQ Index	1,979 shares	**	22,821
Amer New Perspective R3	5,603 shares	**	172,225
Mainstay Large Cap Growth R2	484,986 shares	**	3,763,491
Fid Adv Strategic Inco T	8,161 shares	**	103,481
Blckrck Inflation Protect	28,053 shares	**	338,599
Vanguard Total Bond Market Index	29,642 shares	**	328,727
			28,775,676
Participant loans			
*Participants	Interest rates ranging from 4.25% to 9.25%	**	1,633,081
TOTAL INVESTMENTS			$ 43,247,837

* A party-in-interest as defined by ERISA.
** Cost information is not required for participant-directed investments.

The above information has been certified by Prudential Trust Company, the trustee, as complete and accurate.

TANDUS PERSONAL SAVINGS PLAN

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

Schedule H, Part IV, Line 4(a) to Form 5500

December 31, 2012

(unaudited - see auditor's report)

Employer Identification Number: 58-2151061 **Plan Number: 001**

Participant Contributions Transferred Late to the Plan			Total That Constitutes Nonexempt Prohibited Transactions				
Amount Withheld	*Date Withheld*	*Date Remitted*	Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program	Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
$ 1,023	10/28/2012	9/16/2013	☐	$ -	$ 1,023	$ -	$ -

TANDUS PERSONAL SAVINGS PLAN

FINANCIAL STATEMENTS

December 31, 2012

TANDUS PERSONAL SAVINGS PLAN

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DECOSIMO
CERTIFIED PUBLIC ACCOUNTANTS

Joseph Decosimo and Company, LLC
109 West Morris Street
Dalton, Georgia 30720
www.decosimo.com

INDEPENDENT AUDITOR'S REPORT

The Retirement Committee
Tandus Personal Savings Plan
Dalton, Georgia

Report on the Financial Statements
We were engaged to audit the accompanying financial statements of Tandus Personal Savings Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years ended December 31, 2012 and 2011, 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 (ERISA), the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by The Prudential Insurance Company of America the recordkeeper of the Plan as agent for The Prudential Insurance Company of America, the trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's assets and executes transactions. The Plan Administrator has obtained certifications from the agent on behalf of the trustee as of December 31, 2012 and 2011, and for the years ended December 31, 2012 and 2011, that the information provided to the Plan Administrator by the agent on behalf of the trustee 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.

Report on Supplemental Schedules

The supplemental schedules of assets held for investment purposes at end of year and schedule of delinquent participant contributions are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the ERISA and are presented for the purposes of additional analysis and are not a required part of the financial statements. 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 information certified or provided by the agent of the trustee, 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 ERISA.

Joseph Decosimo and Company, LLP

Dalton, Georgia
October 9, 2013

TANDUS PERSONAL SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

(see auditor's report)

	2012	2011
ASSETS		
Investments, at fair value -		
Group annuity contract	**$ 12,839,080**	$ 11,479,434
Mutual funds	**28,775,676**	24,074,508
Total investments	**41,614,756**	35,553,942
Receivables -		
Participants	**87,952**	101,685
Employer	**140,625**	146,139
Notes receivable from participants	**1,633,081**	1,473,414
Total receivables	**1,861,658**	1,721,238
NET ASSETS AVAILABLE FOR BENEFITS	**$ 43,476,414**	$ 37,275,180

TANDUS PERSONAL SAVINGS PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years Ended December 31, 2012 and 2011

(see auditor's report)

	2012	2011
ADDITIONS		
Investment income -		
Net appreciation (depreciation) in fair value of investments	**$ 3,472,760**	$ (810,603)
Interest and dividends	**822,394**	784,455
	4,295,154	(26,148)
Contributions -		
Employer	**1,646,573**	1,626,206
Participants	**2,731,540**	2,564,462
Rollover	**61,668**	114,924
	4,439,781	4,305,592
Other income	**48,448**	-
Total additions	**8,783,383**	4,279,444
DEDUCTIONS		
Benefits paid to participants	**2,503,844**	3,038,806
Administrative expenses	**78,305**	78,670
Total deductions	**2,582,149**	3,117,476
NET INCREASE	**6,201,234**	1,161,968
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	**37,275,180**	36,113,212
End of year	**$ 43,476,414**	$ 37,275,180

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

TANDUS PERSONAL SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

(see auditor's report)

NOTE 1 - PLAN DESCRIPTION

The following description of Tandus Personal Savings Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

GENERAL - The Plan is a defined contribution profit sharing plan covering substantially all employees of Tandus Flooring, Inc. (the company), who are 18 years of age or older and have completed at least thirty days of service. The Plan is subject to the provisions of ERISA.

CONTRIBUTIONS - Each year, participants may contribute up to 100% of pretax annual compensation, as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified plans. The company contributes a matching contribution in an amount equal to the sum of 100% of the portion of participant contributions which do not exceed 3% of compensation plus 50% of the portion of participant contributions between 3% and 6% of compensation. Additional amounts may be contributed at the discretion of the company’s Board of Directors. The company made no discretionary contributions for 2012 or 2011. Contributions are subject to certain limitations under the Internal Revenue Code (IRC).

PARTICIPANT ACCOUNTS - Each participant's account is credited with the participant's contributions and allocations of (a) the company's contributions and (b) Plan earnings and charged with an allocation of administrative expenses. Allocations are based upon participants' earnings or account balances, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. All amounts in participant accounts are participant-directed.

FORFEITURES - When certain terminations of participation in the Plan occur, the nonvested portion of the participant's account represents a forfeiture. Forfeitures are applied first to pay the reasonable expenses of administering the Plan, unless paid by the company, and then are applied to reduce company contributions. As of December 31, 2012 and 2011, forfeited balances totaled $1,273 and $12,968, respectively. During 2012 and 2011, forfeitures were not used to reduce administrative expenses or company contributions.

VESTING - Participants are immediately 100% vested in their contributions plus actual earnings thereon and in safe harbor company contributions made to the Plan in 2006 and after. Safe harbor company contributions may not be distributed on account of hardship. In years prior to 2006, participants were fully vested in participant contributions upon the attainment of age 65 or upon death or total and permanent disability prior to termination. Termination of employment before any of the above occurred activated the following vesting schedule for company contributions made prior to 2006 and discretionary company contributions:

Full Years of Employment	Vested Percentage
Less than 3	0%
3	100%

NOTE 1 - PLAN DESCRIPTION - continued

A special vesting provision is applicable to participants who were employees of Monterey Carpets as of October 1, 2004. Those employees who remained with Monterey Carpets until they were released from duty are 100% vested.

PAYMENT OF BENEFITS - Upon attaining normal or disability retirement, the participant may apply for retirement benefits. If the participant dies before retirement, his death benefit will be paid to his beneficiary in a lump-sum payment. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

HARDSHIP WITHDRAWALS - Participants may withdraw their vested contributions in the event of hardship as defined in the Plan agreement. Participants shall not be permitted to make contributions to the Plan for a period of 6 months following receipt of the hardship distribution.

NOTES RECEIVABLE FROM PARTICIPANTS - Participants may borrow against their investment account balances a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested balance, whichever is less. A participant may have only one outstanding loan at any one time. Loans used to acquire a principal residence cannot exceed fifteen years. Loans that are not used to acquire a principal residence cannot exceed five years. The loans are collateralized by the vested balance in the participant's account and bear interest at the prime rate plus one percent. Principal and interest are paid ratably through payroll deductions.

PLAN TERMINATION - Although it has not expressed any intent to do so, the company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies and practices followed by the Plan are as follows:

BASIS OF ACCOUNTING - The financial statements of the Plan are prepared under the accrual method of accounting.

INVESTMENT VALUATION AND INCOME RECOGNITION - The Plan's investments are stated at fair value, which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Generally accepted accounting principles establish a fair value hierarchy which classifies investments into three levels. Level 1 includes investments valued using quoted prices in active markets for identical assets or liabilities, Level 2 includes investments valued based on inputs derived from or corroborated by observable market data and Level 3 includes investments valued based on significant unobservable inputs. Inputs are broadly defined as assumptions market participants would use in pricing an asset or liability. Investments are classified based on the lowest level of any input that is significant to the fair value measurement.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

A description of the valuation methodologies used for investments measured at fair value, as reported by the trustee, is as follows:

Group annuity contract - Valued at contributions made under the contract, plus earnings at guaranteed crediting rates, less participant withdrawals and administrative expenses.

Mutual funds - Valued at the quoted net asset value of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future values. Furthermore, while the Plan 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. There have been no changes in the valuation methodologies used for any period presented.

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

Net appreciation (depreciation) of the fair value of investments consists of the unrealized appreciation or depreciation of investments held during the year, reinvestment of dividends from mutual funds and the realized gain or loss on investments sold during the year.

INVESTMENT CONTRACT WITH INSURANCE COMPANY - The Plan holds a group annuity insurance contract with fully benefit-responsive guaranteed interest accounts. The insurance company maintains the contributions in a general account, which is credited with interest income at guaranteed rates. The guaranteed interest accounts are reported in the financial statements at fair value, which approximates contract value as reported to the Plan by the insurance company. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The Retirement Committee believes that the occurrence of events that would cause the Plan to transact at less than contract value is not probable. The insurance company may not terminate the contract at any amount less than contract value.

The insurance company is contractually obligated to pay the principal and specified interest rate that is guaranteed to the Plan. The crediting interest rate is based on a formula agreed upon with the issuer, but may not be less than a percentage based on individual contracts. The average yields for investment contracts with the insurance company on the Plan level are as follows:

	2012	2011
Average yields		
Earned by the Plan	**2.95%**	3.45%
Credited to participants	**2.95%**	3.45%

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

The average earnings yield is calculated by dividing the earnings credited to the Plan on the last day of the year by the end of the year fair value, and then annualizing the result. The average credited rate is calculated by dividing the earnings credited to the participants on the last day of the year by the end of the year fair value, and then annualizing the result.

INVESTMENT RISKS - 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, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the financial statements.

ESTIMATES AND UNCERTAINTIES - The preparation of financial statements in conformity with generally accepted accounting principles requires Plan management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

PAYMENT OF BENEFITS - Benefits are recognized when paid.

EXPENSES - The Plan's administrative expenses are paid by either the Plan or the company as provided by the Plan document.

SUBSEQUENT EVENTS - The Plan has evaluated subsequent events for potential recognition and disclosure through October 9, 2013, the date the financial statements were available to be issued.

NOTE 3 - INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the Plan's independent accountants not to perform any auditing procedures with respect to information certified by Prudential Trust Company, the Plan's trustee. The trustee has certified to the completeness and accuracy of all investments reflected in the accompanying statements of net assets available for benefits as of December 31, 2012 and 2011, and the related investment income reflected in the statements of changes in net assets available for benefits for the years then ended, and the schedule of assets held for investment purposes at end of year as of December 31, 2012.

NOTE 4 - INVESTMENTS

The Plan's investments are held by the trustee. All investment information disclosed in the accompanying financial statements and supplemental schedule was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the trustee.

The fair value of individual investments that represents 5% or more of the Plan's net assets is separately identified as follows:

		2012		2011
Group annuity contract	**$**	**12,839,080**	$	11,479,434
Mutual funds				
Pru Jennison Mid Cap Growth A	**$**	**3,495,428**	$	2,988,312
American Balanced Fund		*****	$	1,864,613
Invesco Van Kamp Comstock Fd A	**$**	**3,205,604**	$	2,540,978
Pru Total Ret Bd Fd A	**$**	**3,181,136**	$	2,408,560
Mainstay Large Cap Growth R2	**$**	**3,763,491**	$	3,205,851
Vanguard 500 Index	**$**	**2,500,474**	$	2,354,067
Euro Pacific Growth Fund	**$**	**4,182,039**	$	3,313,773

* Fair value of investment did not represent 5% or more of the Plan's net assets.

During 2012 and 2011, the Plan's investments in mutual funds (including gains and losses on investments bought and sold as well as held during the year) appreciated (depreciated) in value by $3,472,760 and $(810,603), respectively.

The following tables set forth by level, within the fair value hierarchy, the Plan’s assets at fair value:

	Assets at Fair Value as of December 31, 2012			
	Level 1	**Level 2**	**Level 3**	**Total**
Group annuity contract	**$ -**	**$ 12,839,080**	**$ -**	**$ 12,839,080**
Mutual funds -				
Balanced funds	**2,098,986**	**-**	**-**	**2,098,986**
Fixed income funds	**3,777,483**	**-**	**-**	**3,777,483**
Equity funds	**8,528,695**	**-**	**-**	**8,528,695**
Growth funds	**8,073,717**	**-**	**-**	**8,073,717**
International funds	**6,296,795**	**-**	**-**	**6,296,795**
	28,775,676	**-**	**-**	**28,775,676**
	$ 28,775,676	**$ 12,839,080**	**$ -**	**$ 41,614,756**

NOTE 4 - INVESTMENTS - continued

	Assets at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Group annuity contract	$ -	$ 11,479,434	$ -	$ 11,479,434
Mutual funds -				
Balanced funds	1,864,613	-	-	1,864,613
Fixed income funds	2,658,493	-	-	2,658,493
Equity funds	7,320,160	-	-	7,320,160
Growth funds	6,983,700	-	-	6,983,700
International funds	5,247,542	-	-	5,247,542
	24,074,508	-	-	24,074,508
	$ 24,074,508	$ 11,479,434	$ -	$ 35,553,942

NOTE 5 - RELATED PARTY TRANSACTIONS

Administrative expenses paid to the trustee by the Plan qualify as party-in-interest transactions. The administrative expenses paid to the trustee totaled $28,105 for 2012 and $25,575 for 2011.

The Bostonian Group is an investment advisor for the Plan; therefore, administrative expenses paid to the Bostonian Group by the Plan qualify as party-in-interest transactions. Administrative expenses paid by the Plan to the Bostonian Group totaled $48,448 for 2012 and $51,699 for 2011.

Certain other administrative expenses of the Plan are paid by the company.

NOTE 6 - TAX STATUS

The Retirement Committee of the Plan believes that the Plan meets the requirements for tax qualification described in Section 401(a) of the IRC. Accordingly, the Plan's related trust is exempt from tax under Section 501(a) of the IRC. Effective January 1, 2006, the Plan was amended and restated by adopting the Prudential Retirement Services Non-standardized Prototype 401(k) Plan. The Plan, as amended and restated, has not received a determination letter from the Internal Revenue Service. However, the Retirement Committee believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

NOTE 6 - TAX STATUS - continued

Accounting principles generally accepted in the United States of America require 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 Internal Revenue Service. The trustee 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 trustee believes the Plan is no longer subject to income tax examinations for years prior to 2009.

NOTE 7 - RECONCILIATION TO FORM 5500

A reconciliation of net assets available for benefits per the financial statements to the Form 5500 is as follows:

	2012	2011
Net assets available for benefits per the financial statements	**$ 43,476,414**	$ 37,275,180
Less: Participant contribution receivable	**87,952**	101,685
Less: Employer contribution receivable	**140,625**	146,139
Net assets available for benefits per the Form 5500	**$ 43,247,837**	$ 37,027,356

A reconciliation of employer contributions per the financial statements to the Form 5500 is as follows:

	2012	2011
Employer contributions per the financial statements	**$ 1,646,573**	$ 1,626,206
Less: Current year employer contribution receivable	**140,625**	146,139
Plus: Prior year employer contribution receivable	**146,139**	58,609
Rounding	**(1)**	1
Employer contributions per the Form 5500	**$ 1,652,086**	$ 1,538,677

A reconciliation of participants' contributions per the financial statements to the Form 5500 is as follows:

	2012	2011
Participants' contributions per the financial statements	**$ 2,731,540**	$ 2,564,462
Less: Current year participants' contribution receivable	**87,952**	101,685
Plus: Prior year participants' contribution receivable	**101,685**	97,818
Rounding	**-**	(1)
Participants' contributions per the Form 5500	**$ 2,745,273**	$ 2,560,594

NOTE 8 - DELINQUENT PARTICIPANT CONTRIBUTIONS

During 2012, participant contributions of $1,023 were remitted untimely. These contributions were remitted to the Plan during 2013, along with lost earnings. The company will file Form 5330 and pay the applicable excise taxes in 2013.

SUPPLEMENTAL SCHEDULES

TANDUS PERSONAL SAVINGS PLAN

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

Schedule H, Part IV, Line 4(i) to Form 5500

December 31, 2012

(see auditor's report)

Employer Identification Number: 58-2151061 **Plan Number: 001**

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
Group annuity contract			
*Prudential Trust Company	Guaranteed Income Fund	**	$ 12,839,080
Mutual funds			
Oppenheimer Global Fund A	29,763 shares	**	1,919,710
Euro Pacific Growth Fund	101,457 shares	**	4,182,039
Vanguard 500 Index	23,042 shares	**	2,500,474
American Balanced Fund	102,892 shares	**	2,098,986
Invesco Van Kamp Comstock Fd A	179,989 shares	**	3,205,604
Col Sm Cap Gr 1 Cl A	13,789 shares	**	372,718
Pru Jennison Mid Cap Growth A	111,925 shares	**	3,495,428
Gold Sachs Mid Cap Val A	44,089 shares	**	1,720,775
Pru Total Ret Bd Fd A	216,699 shares	**	3,181,136
Allianz NFJ Sm Cap Val A	31,228 shares	**	887,815
Dreyfus Mid Cap Index Fd	7,398 shares	**	214,027
PIMCO Total Return A	23,810 shares	**	267,620
TRowe Internat'l EQ Index	1,979 shares	**	22,821
Amer New Perspective R3	5,603 shares	**	172,225
Mainstay Large Cap Growth R2	484,986 shares	**	3,763,491
Fid Adv Strategic Inco T	8,161 shares	**	103,481
Blckrck Inflation Protect	28,053 shares	**	338,599
Vanguard Total Bond Market Index	29,642 shares	**	328,727
			28,775,676
Participant loans			
*Participants	Interest rates ranging from 4.25% to 9.25%	**	1,633,081
TOTAL INVESTMENTS			$ 43,247,837

* A party-in-interest as defined by ERISA.
** Cost information is not required for participant-directed investments.

The above information has been certified by Prudential Trust Company, the trustee, as complete and accurate.

TANDUS PERSONAL SAVINGS PLAN

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

Schedule H, Part IV, Line 4(a) to Form 5500

December 31, 2012

(unaudited - see auditor's report)

Employer Identification Number: 58-2151061 **Plan Number: 001**

Participant Contributions Transferred Late to the Plan			Total That Constitutes Nonexempt Prohibited Transactions				
Amount Withheld	*Date Withheld*	*Date Remitted*	Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program	Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
$ 1,023	10/28/2012	9/16/2013	☐	$ -	$ 1,023	$ -	$ -

TANDUS PERSONAL SAVINGS PLAN

FINANCIAL STATEMENTS

December 31, 2012

TANDUS PERSONAL SAVINGS PLAN

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SUPPLEMENTAL SCHEDULES

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DECOSIMO
CERTIFIED PUBLIC ACCOUNTANTS

Joseph Decosimo and Company, LLC
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Dalton, Georgia 30720
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INDEPENDENT AUDITOR'S REPORT

The Retirement Committee
Tandus Personal Savings Plan
Dalton, Georgia

Report on the Financial Statements
We were engaged to audit the accompanying financial statements of Tandus Personal Savings Plan (the Plan), which comprise the statements of net assets available for benefits as of December 31, 2012 and 2011, and the related statements of changes in net assets available for benefits for the years ended December 31, 2012 and 2011, 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 (ERISA), the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 3, which was certified or provided by The Prudential Insurance Company of America the recordkeeper of the Plan as agent for The Prudential Insurance Company of America, the trustee of the Plan, except for comparing this information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's assets and executes transactions. The Plan Administrator has obtained certifications from the agent on behalf of the trustee as of December 31, 2012 and 2011, and for the years ended December 31, 2012 and 2011, that the information provided to the Plan Administrator by the agent on behalf of the trustee 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.

Report on Supplemental Schedules

The supplemental schedules of assets held for investment purposes at end of year and schedule of delinquent participant contributions are required by the Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under the ERISA and are presented for the purposes of additional analysis and are not a required part of the financial statements. 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 information certified or provided by the agent of the trustee, 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 ERISA.

Joseph Decosimo and Company, LLP

Dalton, Georgia
October 9, 2013

TANDUS PERSONAL SAVINGS PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

December 31, 2012 and 2011

(see auditor's report)

	2012	2011
ASSETS		
Investments, at fair value -		
Group annuity contract	**$ 12,839,080**	$ 11,479,434
Mutual funds	**28,775,676**	24,074,508
Total investments	**41,614,756**	35,553,942
Receivables -		
Participants	**87,952**	101,685
Employer	**140,625**	146,139
Notes receivable from participants	**1,633,081**	1,473,414
Total receivables	**1,861,658**	1,721,238
NET ASSETS AVAILABLE FOR BENEFITS	**$ 43,476,414**	$ 37,275,180

TANDUS PERSONAL SAVINGS PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years Ended December 31, 2012 and 2011

(see auditor's report)

	2012	2011
ADDITIONS		
Investment income -		
Net appreciation (depreciation) in fair value of investments	**$ 3,472,760**	$ (810,603)
Interest and dividends	**822,394**	784,455
	4,295,154	(26,148)
Contributions -		
Employer	**1,646,573**	1,626,206
Participants	**2,731,540**	2,564,462
Rollover	**61,668**	114,924
	4,439,781	4,305,592
Other income	**48,448**	-
Total additions	**8,783,383**	4,279,444
DEDUCTIONS		
Benefits paid to participants	**2,503,844**	3,038,806
Administrative expenses	**78,305**	78,670
Total deductions	**2,582,149**	3,117,476
NET INCREASE	**6,201,234**	1,161,968
NET ASSETS AVAILABLE FOR BENEFITS		
Beginning of year	**37,275,180**	36,113,212
End of year	**$ 43,476,414**	$ 37,275,180

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

TANDUS PERSONAL SAVINGS PLAN

NOTES TO FINANCIAL STATEMENTS

(see auditor's report)

NOTE 1 - PLAN DESCRIPTION

The following description of Tandus Personal Savings Plan provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

GENERAL - The Plan is a defined contribution profit sharing plan covering substantially all employees of Tandus Flooring, Inc. (the company), who are 18 years of age or older and have completed at least thirty days of service. The Plan is subject to the provisions of ERISA.

CONTRIBUTIONS - Each year, participants may contribute up to 100% of pretax annual compensation, as defined by the Plan. Participants may also contribute amounts representing distributions from other qualified plans. The company contributes a matching contribution in an amount equal to the sum of 100% of the portion of participant contributions which do not exceed 3% of compensation plus 50% of the portion of participant contributions between 3% and 6% of compensation. Additional amounts may be contributed at the discretion of the company’s Board of Directors. The company made no discretionary contributions for 2012 or 2011. Contributions are subject to certain limitations under the Internal Revenue Code (IRC).

PARTICIPANT ACCOUNTS - Each participant's account is credited with the participant's contributions and allocations of (a) the company's contributions and (b) Plan earnings and charged with an allocation of administrative expenses. Allocations are based upon participants' earnings or account balances, as defined by the Plan. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account. All amounts in participant accounts are participant-directed.

FORFEITURES - When certain terminations of participation in the Plan occur, the nonvested portion of the participant's account represents a forfeiture. Forfeitures are applied first to pay the reasonable expenses of administering the Plan, unless paid by the company, and then are applied to reduce company contributions. As of December 31, 2012 and 2011, forfeited balances totaled $1,273 and $12,968, respectively. During 2012 and 2011, forfeitures were not used to reduce administrative expenses or company contributions.

VESTING - Participants are immediately 100% vested in their contributions plus actual earnings thereon and in safe harbor company contributions made to the Plan in 2006 and after. Safe harbor company contributions may not be distributed on account of hardship. In years prior to 2006, participants were fully vested in participant contributions upon the attainment of age 65 or upon death or total and permanent disability prior to termination. Termination of employment before any of the above occurred activated the following vesting schedule for company contributions made prior to 2006 and discretionary company contributions:

Full Years of Employment	Vested Percentage
Less than 3	0%
3	100%

NOTE 1 - PLAN DESCRIPTION - continued

A special vesting provision is applicable to participants who were employees of Monterey Carpets as of October 1, 2004. Those employees who remained with Monterey Carpets until they were released from duty are 100% vested.

PAYMENT OF BENEFITS - Upon attaining normal or disability retirement, the participant may apply for retirement benefits. If the participant dies before retirement, his death benefit will be paid to his beneficiary in a lump-sum payment. For termination of service due to other reasons, a participant may receive the value of the vested interest in his or her account as a lump-sum distribution.

HARDSHIP WITHDRAWALS - Participants may withdraw their vested contributions in the event of hardship as defined in the Plan agreement. Participants shall not be permitted to make contributions to the Plan for a period of 6 months following receipt of the hardship distribution.

NOTES RECEIVABLE FROM PARTICIPANTS - Participants may borrow against their investment account balances a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested balance, whichever is less. A participant may have only one outstanding loan at any one time. Loans used to acquire a principal residence cannot exceed fifteen years. Loans that are not used to acquire a principal residence cannot exceed five years. The loans are collateralized by the vested balance in the participant's account and bear interest at the prime rate plus one percent. Principal and interest are paid ratably through payroll deductions.

PLAN TERMINATION - Although it has not expressed any intent to do so, the company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants will become 100% vested in their accounts.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies and practices followed by the Plan are as follows:

BASIS OF ACCOUNTING - The financial statements of the Plan are prepared under the accrual method of accounting.

INVESTMENT VALUATION AND INCOME RECOGNITION - The Plan's investments are stated at fair value, which is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Generally accepted accounting principles establish a fair value hierarchy which classifies investments into three levels. Level 1 includes investments valued using quoted prices in active markets for identical assets or liabilities, Level 2 includes investments valued based on inputs derived from or corroborated by observable market data and Level 3 includes investments valued based on significant unobservable inputs. Inputs are broadly defined as assumptions market participants would use in pricing an asset or liability. Investments are classified based on the lowest level of any input that is significant to the fair value measurement.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

A description of the valuation methodologies used for investments measured at fair value, as reported by the trustee, is as follows:

Group annuity contract - Valued at contributions made under the contract, plus earnings at guaranteed crediting rates, less participant withdrawals and administrative expenses.

Mutual funds - Valued at the quoted net asset value of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future values. Furthermore, while the Plan 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. There have been no changes in the valuation methodologies used for any period presented.

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

Net appreciation (depreciation) of the fair value of investments consists of the unrealized appreciation or depreciation of investments held during the year, reinvestment of dividends from mutual funds and the realized gain or loss on investments sold during the year.

INVESTMENT CONTRACT WITH INSURANCE COMPANY - The Plan holds a group annuity insurance contract with fully benefit-responsive guaranteed interest accounts. The insurance company maintains the contributions in a general account, which is credited with interest income at guaranteed rates. The guaranteed interest accounts are reported in the financial statements at fair value, which approximates contract value as reported to the Plan by the insurance company. Contract value represents contributions made under the contract, plus earnings, less participant withdrawals and administrative expenses. Participants may ordinarily direct the withdrawal or transfer of all or a portion of their investment at contract value. The Retirement Committee believes that the occurrence of events that would cause the Plan to transact at less than contract value is not probable. The insurance company may not terminate the contract at any amount less than contract value.

The insurance company is contractually obligated to pay the principal and specified interest rate that is guaranteed to the Plan. The crediting interest rate is based on a formula agreed upon with the issuer, but may not be less than a percentage based on individual contracts. The average yields for investment contracts with the insurance company on the Plan level are as follows:

	2012	2011
Average yields		
Earned by the Plan	**2.95%**	3.45%
Credited to participants	**2.95%**	3.45%

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES - continued

The average earnings yield is calculated by dividing the earnings credited to the Plan on the last day of the year by the end of the year fair value, and then annualizing the result. The average credited rate is calculated by dividing the earnings credited to the participants on the last day of the year by the end of the year fair value, and then annualizing the result.

INVESTMENT RISKS - 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, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the financial statements.

ESTIMATES AND UNCERTAINTIES - The preparation of financial statements in conformity with generally accepted accounting principles requires Plan management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of additions and deductions during the reporting period. Actual results could differ from those estimates.

PAYMENT OF BENEFITS - Benefits are recognized when paid.

EXPENSES - The Plan's administrative expenses are paid by either the Plan or the company as provided by the Plan document.

SUBSEQUENT EVENTS - The Plan has evaluated subsequent events for potential recognition and disclosure through October 9, 2013, the date the financial statements were available to be issued.

NOTE 3 - INFORMATION CERTIFIED BY THE PLAN'S TRUSTEE

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the Plan Administrator instructed the Plan's independent accountants not to perform any auditing procedures with respect to information certified by Prudential Trust Company, the Plan's trustee. The trustee has certified to the completeness and accuracy of all investments reflected in the accompanying statements of net assets available for benefits as of December 31, 2012 and 2011, and the related investment income reflected in the statements of changes in net assets available for benefits for the years then ended, and the schedule of assets held for investment purposes at end of year as of December 31, 2012.

NOTE 4 - INVESTMENTS

The Plan's investments are held by the trustee. All investment information disclosed in the accompanying financial statements and supplemental schedule was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by the trustee.

The fair value of individual investments that represents 5% or more of the Plan's net assets is separately identified as follows:

		2012		2011
Group annuity contract	**$**	**12,839,080**	$	11,479,434
Mutual funds				
Pru Jennison Mid Cap Growth A	**$**	**3,495,428**	$	2,988,312
American Balanced Fund		*****	$	1,864,613
Invesco Van Kamp Comstock Fd A	**$**	**3,205,604**	$	2,540,978
Pru Total Ret Bd Fd A	**$**	**3,181,136**	$	2,408,560
Mainstay Large Cap Growth R2	**$**	**3,763,491**	$	3,205,851
Vanguard 500 Index	**$**	**2,500,474**	$	2,354,067
Euro Pacific Growth Fund	**$**	**4,182,039**	$	3,313,773

* Fair value of investment did not represent 5% or more of the Plan's net assets.

During 2012 and 2011, the Plan's investments in mutual funds (including gains and losses on investments bought and sold as well as held during the year) appreciated (depreciated) in value by $3,472,760 and $(810,603), respectively.

The following tables set forth by level, within the fair value hierarchy, the Plan’s assets at fair value:

	Assets at Fair Value as of December 31, 2012			
	Level 1	**Level 2**	**Level 3**	**Total**
Group annuity contract	**$ -**	**$ 12,839,080**	**$ -**	**$ 12,839,080**
Mutual funds -				
Balanced funds	**2,098,986**	**-**	**-**	**2,098,986**
Fixed income funds	**3,777,483**	**-**	**-**	**3,777,483**
Equity funds	**8,528,695**	**-**	**-**	**8,528,695**
Growth funds	**8,073,717**	**-**	**-**	**8,073,717**
International funds	**6,296,795**	**-**	**-**	**6,296,795**
	28,775,676	**-**	**-**	**28,775,676**
	$ 28,775,676	**$ 12,839,080**	**$ -**	**$ 41,614,756**

NOTE 4 - INVESTMENTS - continued

	Assets at Fair Value as of December 31, 2011			
	Level 1	Level 2	Level 3	Total
Group annuity contract	$ -	$ 11,479,434	$ -	$ 11,479,434
Mutual funds -				
Balanced funds	1,864,613	-	-	1,864,613
Fixed income funds	2,658,493	-	-	2,658,493
Equity funds	7,320,160	-	-	7,320,160
Growth funds	6,983,700	-	-	6,983,700
International funds	5,247,542	-	-	5,247,542
	24,074,508	-	-	24,074,508
	$ 24,074,508	$ 11,479,434	$ -	$ 35,553,942

NOTE 5 - RELATED PARTY TRANSACTIONS

Administrative expenses paid to the trustee by the Plan qualify as party-in-interest transactions. The administrative expenses paid to the trustee totaled $28,105 for 2012 and $25,575 for 2011.

The Bostonian Group is an investment advisor for the Plan; therefore, administrative expenses paid to the Bostonian Group by the Plan qualify as party-in-interest transactions. Administrative expenses paid by the Plan to the Bostonian Group totaled $48,448 for 2012 and $51,699 for 2011.

Certain other administrative expenses of the Plan are paid by the company.

NOTE 6 - TAX STATUS

The Retirement Committee of the Plan believes that the Plan meets the requirements for tax qualification described in Section 401(a) of the IRC. Accordingly, the Plan's related trust is exempt from tax under Section 501(a) of the IRC. Effective January 1, 2006, the Plan was amended and restated by adopting the Prudential Retirement Services Non-standardized Prototype 401(k) Plan. The Plan, as amended and restated, has not received a determination letter from the Internal Revenue Service. However, the Retirement Committee believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

NOTE 6 - TAX STATUS - continued

Accounting principles generally accepted in the United States of America require 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 Internal Revenue Service. The trustee 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 trustee believes the Plan is no longer subject to income tax examinations for years prior to 2009.

NOTE 7 - RECONCILIATION TO FORM 5500

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	2012	2011
Net assets available for benefits per the financial statements	**$ 43,476,414**	$ 37,275,180
Less: Participant contribution receivable	**87,952**	101,685
Less: Employer contribution receivable	**140,625**	146,139
Net assets available for benefits per the Form 5500	**$ 43,247,837**	$ 37,027,356

A reconciliation of employer contributions per the financial statements to the Form 5500 is as follows:

	2012	2011
Employer contributions per the financial statements	**$ 1,646,573**	$ 1,626,206
Less: Current year employer contribution receivable	**140,625**	146,139
Plus: Prior year employer contribution receivable	**146,139**	58,609
Rounding	**(1)**	1
Employer contributions per the Form 5500	**$ 1,652,086**	$ 1,538,677

A reconciliation of participants' contributions per the financial statements to the Form 5500 is as follows:

	2012	2011
Participants' contributions per the financial statements	**$ 2,731,540**	$ 2,564,462
Less: Current year participants' contribution receivable	**87,952**	101,685
Plus: Prior year participants' contribution receivable	**101,685**	97,818
Rounding	**-**	(1)
Participants' contributions per the Form 5500	**$ 2,745,273**	$ 2,560,594

NOTE 8 - DELINQUENT PARTICIPANT CONTRIBUTIONS

During 2012, participant contributions of $1,023 were remitted untimely. These contributions were remitted to the Plan during 2013, along with lost earnings. The company will file Form 5330 and pay the applicable excise taxes in 2013.

SUPPLEMENTAL SCHEDULES

TANDUS PERSONAL SAVINGS PLAN

SCHEDULE OF ASSETS HELD FOR INVESTMENT PURPOSES AT END OF YEAR

Schedule H, Part IV, Line 4(i) to Form 5500

December 31, 2012

(see auditor's report)

Employer Identification Number: 58-2151061 **Plan Number: 001**

Identity of Issue, Borrower, Lessor or Similar Party	Description of Investment Including Maturity Date, Rate of Interest, Collateral, Par or Maturity Value	Cost	Current Value
Group annuity contract			
*Prudential Trust Company	Guaranteed Income Fund	**	$ 12,839,080
Mutual funds			
Oppenheimer Global Fund A	29,763 shares	**	1,919,710
Euro Pacific Growth Fund	101,457 shares	**	4,182,039
Vanguard 500 Index	23,042 shares	**	2,500,474
American Balanced Fund	102,892 shares	**	2,098,986
Invesco Van Kamp Comstock Fd A	179,989 shares	**	3,205,604
Col Sm Cap Gr 1 Cl A	13,789 shares	**	372,718
Pru Jennison Mid Cap Growth A	111,925 shares	**	3,495,428
Gold Sachs Mid Cap Val A	44,089 shares	**	1,720,775
Pru Total Ret Bd Fd A	216,699 shares	**	3,181,136
Allianz NFJ Sm Cap Val A	31,228 shares	**	887,815
Dreyfus Mid Cap Index Fd	7,398 shares	**	214,027
PIMCO Total Return A	23,810 shares	**	267,620
TRowe Internat'l EQ Index	1,979 shares	**	22,821
Amer New Perspective R3	5,603 shares	**	172,225
Mainstay Large Cap Growth R2	484,986 shares	**	3,763,491
Fid Adv Strategic Inco T	8,161 shares	**	103,481
Blckrck Inflation Protect	28,053 shares	**	338,599
Vanguard Total Bond Market Index	29,642 shares	**	328,727
			28,775,676
Participant loans			
*Participants	Interest rates ranging from 4.25% to 9.25%	**	1,633,081
TOTAL INVESTMENTS			$ 43,247,837

* A party-in-interest as defined by ERISA.
** Cost information is not required for participant-directed investments.

The above information has been certified by Prudential Trust Company, the trustee, as complete and accurate.

TANDUS PERSONAL SAVINGS PLAN

SCHEDULE OF DELINQUENT PARTICIPANT CONTRIBUTIONS

Schedule H, Part IV, Line 4(a) to Form 5500

December 31, 2012

(unaudited - see auditor's report)

Employer Identification Number: 58-2151061 **Plan Number: 001**

Participant Contributions Transferred Late to the Plan			Total That Constitutes Nonexempt Prohibited Transactions				
Amount Withheld	*Date Withheld*	*Date Remitted*	Check here if Late Participant Loan Repayments are included:	Contributions Not Corrected	Contributions Corrected Outside Voluntary Fiduciary Correction Program	Contributions Pending Correction in Voluntary Fiduciary Correction Program	Total Fully Corrected Under Voluntary Fiduciary Correction Program and PTE 2002-51
$ 1,023	10/28/2012	9/16/2013	☐	$ -	$ 1,023	$ -	$ -