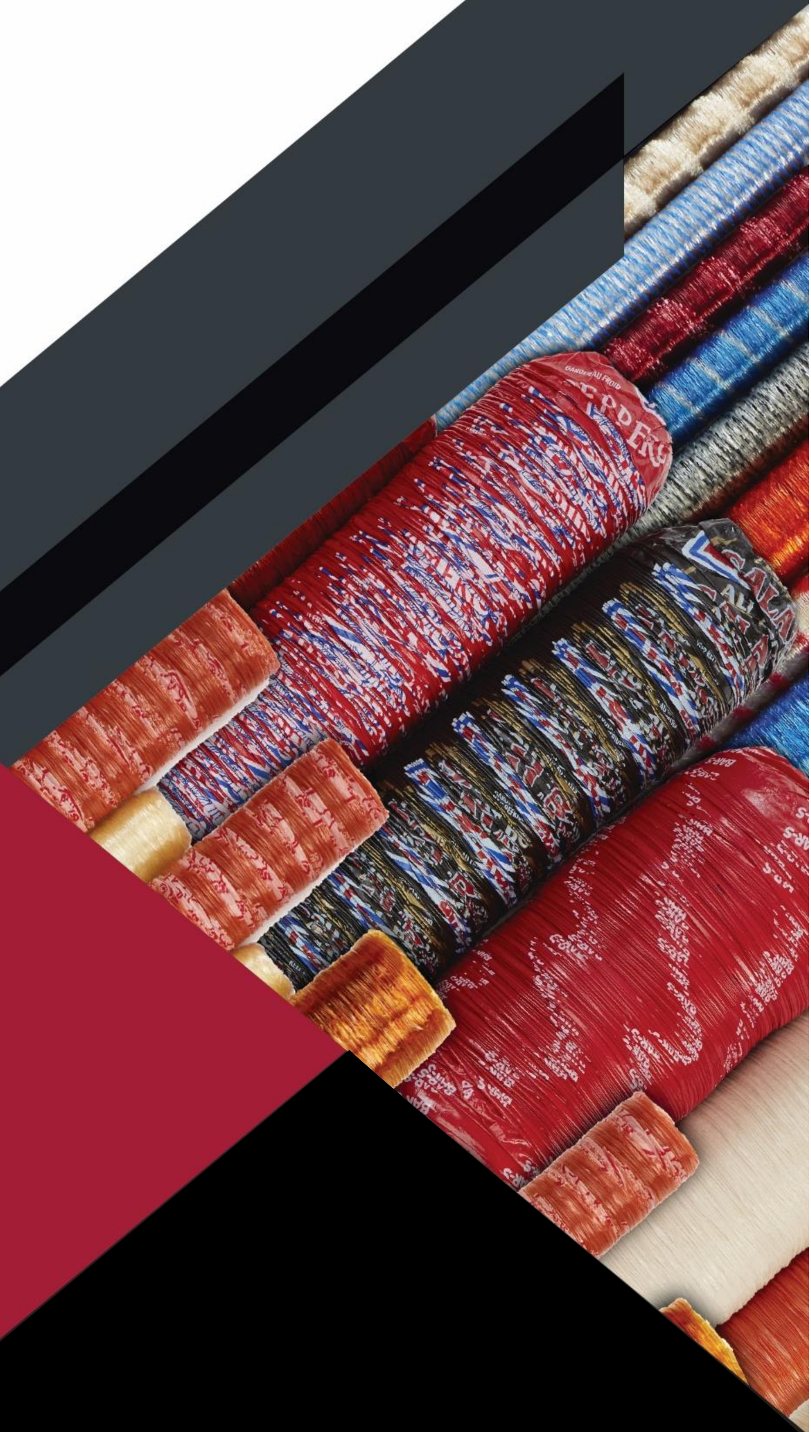

Financial Report for year end

December 31, 2021

CONSOLIDATED FINANCIAL STATEMENTS
OF VISKASE COMPANIES, INC. AND SUBSIDIARIES

1. Financial Statements:

   - Report of Independent Certified Public Accountants
   - Consolidated Balance Sheets as of December 31, 2021 and 2020
   - Consolidated Statements of Operations for the years ended December 31, 2021, 2020 and 2019
   - Consolidated Statements of Comprehensive Income (Loss) for the years ended December 31, 2021, 2020 and 2019
   - Consolidated Statements of Stockholders' Equity for the years ended December 31, 2021, 2020 and 2019
   - Consolidated Statements of Cash Flows for the years ended December 31, 2021, 2020 and 2019
   - Notes to Consolidated Financial Statements

2. Management's Discussion and Analysis of Financial Condition and Results of Operations (unaudited)

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REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Directors
Viskase Companies, Inc.

Opinion
We have audited the consolidated financial statements of Viskase Companies, Inc. (a Delaware corporation) and subsidiaries (the “Company”), which comprise the consolidated balance sheets as of December 31, 2021 and 2020, and the related consolidated statements of operations, comprehensive income (loss), changes in stockholders’ equity, and cash flows for each of the three years in the period ended December 31, 2021 and the related notes to the financial statements.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2021 and 2020, and the results of its operations and its cash flows for each of the three years in the period ended December 31, 2021 in accordance with accounting principles generally accepted in the United States of America.

Basis for opinion
We conducted our audits of the consolidated financial statements in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditor’s Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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

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

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

In performing an audit in accordance with US GAAS, we:

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

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

Grant Thornton LLP

Chicago, Illinois
March 30, 2022

VISKASE COMPANIES, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(In Thousands, Except for Number of Shares)

	December 31, 2021	December 31, 2020
ASSETS		
Current assets:		
Cash and cash equivalents	$9,876	$15,848
Receivables, net	81,645	87,946
Inventories	93,070	89,254
Other current assets	44,307	46,649
Total current assets	228,898	239,697
Property, plant and equipment	409,499	405,199
Less accumulated depreciation	(262,372)	(245,162)
Property, plant and equipment, net	147,127	160,037
Right of use assets	27,964	31,700
Other assets, net	18,973	15,899
Intangible assets	19,531	22,787
Goodwill	3,373	3,620
Deferred income taxes	25,235	29,383
Total Assets	$471,101	$503,123
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Short-term debt	$23,500	$12,134
Accounts payable	35,045	35,067
Accrued liabilities	34,067	42,176
Short-term portion lease liabilities	5,196	5,559
Total current liabilities	97,808	94,936
Long-term debt, net of current maturities	131,821	139,237
Long-term liabilities	7,380	6,906
Accrued employee benefits	54,616	78,643
Deferred income taxes	2,081	3,876
Long-term lease liabilities	25,919	29,705
Stockholders' equity:		
Common stock, $0.01 par value; 103,995,935 shares issued and 103,190,665 outstanding at December 31, 2021 and at December 31, 2020	1,040	1,040
Paid in capital	182,343	182,343
Retained earnings	42,938	46,157
Less 805,270 treasury shares, at cost	(298)	(298)
Accumulated other comprehensive loss	(73,639)	(78,651)
Total Viskase stockholders' equity	152,384	150,591
Deficit attributable to non-controlling interest	(908)	(771)
Total stockholders' equity	151,476	149,820
Total Liabilities and Stockholders' Equity	$471,101	$503,123

See notes to consolidated financial statements

VISKASE COMPANIES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF OPERATIONS
(In Thousands)

	Year Ended December 31, 2021	Year Ended December 31, 2020	Year Ended December 31, 2019
NET SALES	$415,672	$408,887	$384,872
Cost of sales	343,636	327,850	311,644
GROSS MARGIN	72,036	81,037	73,228
Selling, general and administrativ e	48,169	49,812	53,704
Amortization of intangibles	1,755	1,657	1,619
Asset impairment charge	498	372	951
Restructuring expense	507	398	9,224
OPERATING INCOME	21,107	28,798	7,730
Interest income	-	19	275
Interest expense, net	6,157	11,396	16,498
Loss on early extinguishment of debt	-	280	-
Other expense, net	13,779	6,360	8,875
INCOME (LOSS) BEFORE INCOME TAXES	1,171	10,781	(17,368)
Income tax prov ision	4,527	6,218	7,749
NET (LOSS) INCOME	($3,356)	$4,563	($25,117)
Less: net loss attributable to noncontrolling interests	(137)	(179)	(170)
Net (loss) income attributable to Viskase Companies, Inc	($3,219)	$4,742	($24,947)
WEIGHTED AVERAGE COMMON SHARES			
- BASIC AND DILUTED	103,190,665	64,697,514	53,190,665
PER SHARE AMOUNTS:			
EARNINGS PER SHARE			
- BASIC AND DILUTED	($0.03)	$0.07	($0.47)

See notes to consolidated financial statements.

VISKASE COMPANIES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)
(In Thousands)

	Ended December 31, 2021	Ended December 31, 2020	Ended December 31, 2019
Net (loss) income	($3,356)	$4,563	($25,117)
Other comprehensiv e income (loss), net of tax			
Pension liability adjustment	9,914	(4,652)	1,738
Foreign currency translation adjustment	(4,902)	3,436	(1,234)
Other comprehensiv e income (loss), net of tax	5,012	(1,216)	504
Comprehensiv e income (loss)	$1,656	$3,347	($24,613)
Less: comprehensiv e loss attributable to noncontrolling interests	(137)	(179)	(170)
Net comprehensiv e income (loss) attributable to Viskase Companies, Inc	$1,793	$3,526	($24,443)

See notes to consolidated financial statements.

VISKASE COMPANIES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(In Thousands)

	Common stock	Paid in capital	Treasury stock	Retained earnings	Accumulated other comprehensive loss	Total stockholders' equity	Non-controlling Interest	Total stockholders' equity
Balance December 31, 2018	$540	$82,843	($298)	$67,699	($79,276)	$71,508	($422)	$71,086
Net loss	-	-	-	(24,947)	-	(24,947)	(170)	(25,117)
Foreign currency translation adjustment	-	-	-	-	(1,234)	(1,234)	-	(1,234)
Pension liability adjustment, net of tax	-	-	-	-	1,738	1,738	-	1,738
Elimination of stranded tax effects within AOCI resulting from tax reform	-	-	-	(1,337)	1,337	-	-	-
Balance December 31, 2019	$540	$82,843	($298)	$41,415	($77,435)	$47,065	($592)	$46,473
Net income (loss)	-	-	-	$4,742	-	4,742	(179)	4,563
Foreign currency translation adjustment	-	-	-	-	3,436	3,436	-	3,436
Pension liability adjustment, net of tax	-	-	-	-	(4,652)	(4,652)	-	(4,652)
Issuance of common stock	500	99,500	-	-	-	100,000	-	100,000
Balance December 31, 2020	$1,040	$182,343	($298)	$46,157	($78,651)	$150,591	$ (771)	$149,820
Net (loss)	-	-	-	(3,219)	-	(3,219)	(137)	(3,356)
Foreign currency translation adjustment	-	-	-	-	(4,902)	(4,902)	-	(4,902)
Pension liability adjustment, net of tax	-	-	-	-	9,914	9,914	-	9,914
Balance December 31, 2021	$1,040	$182,343	($298)	$42,938	($73,639)	$152,384	($908)	$151,476

See notes to consolidated financial statements.

VISKASE COMPANIES, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(In Thousands)

	Year Ended December 31, 2021	Year Ended December 31, 2020	Year Ended December 31, 2019
Cash flows from operating activities:			
Net (loss) income	($3,356)	$4,563	($25,117)
Adjustments to reconcile net loss to net cash provided by operating activities:			
Depreciation and amortization	27,994	27,829	25,745
Amortization of deferred financing fees	572	653	641
Deferred income taxes	(803)	2,163	3,819
Loss on disposition/impairment of assets	505	372	477
Bad debt and accounts receivable provision	277	(121)	2,401
Non-cash interest on term loans	-	83	350
Changes in operating assets and liabilities:			
Receivables	2,926	(6,984)	(5,912)
Inventories	(7,102)	13,224	(6,462)
Other current assets	850	(1,981)	(3,133)
Accounts payable	1,264	(1,352)	2,208
Accrued current liabilities	(6,859)	(2,949)	4,626
Accrued employee benefits	(8,844)	(691)	(1,391)
Other assets	(3,070)	721	2,343
Other	(1,140)	(2,015)	(108)
Total adjustments	6,570	28,952	25,604
Net cash provided by operating activities	3,214	33,515	487
Cash flows from investing activities:			
Capital expenditures	(17,234)	(19,263)	(17,679)
Proceeds from disposition of assets	9	59	516
Net cash used in investing activities	(17,225)	(19,204)	(17,163)
Cash flows from financing activities:			
Issuance of common stock	-	100,000	-
Deferred financing costs	(605)	(2,123)	(140)
Proceeds from short-term debt	13,000	20,200	-
Proceeds from long-term debt	-	150,000	-
Repayment of long-term debt	(8,690)	(285,550)	(4,600)
Repayment of capital lease	(27)	(510)	(431)
Net cash provided by (used in) financing activities	3,678	(17,983)	(5,171)
Effect of currency exchange rate changes on cash	4,361	(3,453)	(2,370)
Net decrease in cash and equivalents	(5,972)	(7,125)	(24,217)
Cash, equivalents and restricted cash at beginning of period	15,848	22,973	47,190
Cash, equivalents and restricted cash at end of period	$9,876	$15,848	$22,973
Supplemental cash flow information:			
Interest paid less capitalized interest	$5,217	$10,366	$15,295
Income taxes paid	$3,865	$2,508	$1,874

See notes to consolidated financial statements.

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS
(In Thousands)

1. Summary of Significant Accounting Policy

Nature of Operations

Viskase Companies, Inc. together with its subsidiaries ("we" or the "Company") is a producer of non-edible cellulosic, fibrous and plastic casings used to prepare and package processed meat products, and provides value-added support services relating to these products, for some of the largest global consumer products companies. We were incorporated in Delaware in 1970. The Company operates ten manufacturing facilities in North America, Europe, South America, and Asia and, as a result, is able to sell its products in nearly one hundred countries throughout the world.

Seasonality

Historically, our domestic sales and profits have been seasonal in nature, increasing in the spring and summer months. Sales outside of the United States follow a relatively stable pattern throughout the year.

Principles of Consolidation

The consolidated financial statements include the accounts of the Company. Intercompany accounts and transactions have been eliminated in consolidation.

Use of Estimates in the Preparation of Financial Statements

The financial statements are prepared in accordance with generally accepted accounting principles ("GAAP") in the United States of America and include the use of estimates and assumptions that affect a number of amounts included in the Company's financial statements, including, among other things, pensions and other postretirement benefits and related disclosures, reserves for excess and obsolete inventory, allowance for doubtful accounts, and income taxes. Management bases its estimates on historical experience and other assumptions that we believe are reasonable. If actual amounts are ultimately different from previous estimates, the revisions are included in the Company's results for the period in which the actual amounts become known. Historically, the aggregate differences, if any, between the Company's estimates and actual amounts in any year have not had a significant effect on the Company's consolidated financial statements.

Cash and Cash Equivalents

For purposes of the statement of cash flows, the Company considers cash equivalents to consist of all highly liquid debt investments purchased with an initial maturity of approximately three months or less. Due to the short-term nature of these instruments, the carrying values approximate the fair market value. Of the cash held on deposit, essentially all of the cash balance was in excess of amounts insured by the Federal Deposit Insurance Corporation or other foreign provided bank insurance. The Company performs periodic evaluations of these institutions for relative credit standing and has not experienced any losses as a result of its cash concentration. Consequently, no significant concentrations of credit risk are considered to exist.

Receivables, net

Trade accounts receivable are classified as current assets and are reported net of allowance for doubtful accounts, which includes the evaluation of expected credit losses following the adoption of ASC Topic 326. This estimated allowance is primarily based upon our evaluation of the future expected loss for the asset. The Company estimates this using the financial condition of each customer, each customer's ability to pay and the economic conditions of the country the customer resides in. For all trade accounts receivable, the Company defines "past due" as any payment, that is at least 15 days past the contractual due date. For the year ended December 31, 2021, there have been no losses or write offs related to expected credit losses.

Inventories

Inventories are valued at the lower of cost or net realizable value. Cost is determined by using the first-in, first-out ("FIFO") basis method.

Property, Plant and Equipment

The Company carries property, plant and equipment at cost, less accumulated depreciation. Property and equipment additions include acquisition of property and equipment and costs incurred for computer software purchased for internal use including related external direct costs of materials and services and payroll costs for employees directly associated with the project. Upon retirement or other disposition, cost and related accumulated depreciation are removed from the accounts, and any gain or loss is included in results of operations. Depreciation is computed on the straight-line method using a half year convention over the estimated useful lives of the assets ranging from (i) building and improvements - 10 to 32 years, (ii) machinery and equipment - 4 to 12 years, (iii) furniture and fixtures - 3 to 12 years, (iv) auto and trucks - 2 to 5 years, (v) data processing – 3 to 7 years and (vi) leasehold improvements - shorter of lease or useful life.

In the ordinary course of business, we lease certain equipment, consisting mainly of autos, and certain real property. Real property consists of manufacturing, distribution and office facilities.

Deferred Financing Costs

Deferred financing costs are presented in the balance sheet as a direct deduction from the carrying amount of debt liability and amortized as expense using the effective interest rate method over the expected term of the related debt agreement. Amortization of deferred financing costs is classified as interest expense.

Intangible Assets and Goodwill

The Company has recognized definite lived intangible assets for patents and trademarks, customer relationships, technologies and in-place leases. The intangible assets are amortized on the straight-line method over an estimated weighted average useful life of 12 years for patents and trademarks, 20 years for customer relationships, 13 years for technologies and 14 years for in-place leases.

Our estimates of the useful lives of finite-lived intangible assets consider judgments regarding the future effects of obsolescence, demand, competition and other economic factors. We conduct impairment tests when events or changes in circumstances indicate that the carrying value of these finite-lived assets may not be recoverable. Undiscounted cash flow analyses are used to determine if an impairment exists. If an impairment is determined to exist, the loss is calculated based on the estimated fair value of the assets.

Current accounting guidance provides entities an option of performing a qualitative assessment (a "step-zero" test) before performing a quantitative analysis. If the entity determines, on the basis of certain qualitative factors, that it is more-likely than- not that the goodwill is not impaired, the entity would not need to proceed to the two step impairment testing process (quantitative analysis) as prescribed in the guidance. During fourth quarter 2021, the Company performed a “step zero” test of its goodwill and concluded that there was no impairment based on this guidance.

Long-Lived Assets

The Company continues to evaluate the recoverability of long-lived assets including property, plant and equipment, trademarks and patents. Impairments are recognized when the expected undiscounted future operating cash flows derived from long-lived assets are less than their carrying value. If impairment is identified, valuation techniques deemed appropriate under the particular circumstances will be used to determine the asset’s fair value. The loss will be measured based on the excess of carrying value over the determined fair value. The review for impairment is performed whenever events or changes in circumstances indicate that the carrying amount of assets may not be recoverable.

Shipping and Handling

The Company periodically bills customers for shipping charges. These amounts are included in net sales, with the associated costs included in cost of sales.

Repairs and Maintenance

Routine repairs and maintenance are charged to operations as incurred. Improvements and major repairs, which extend the useful life of an asset, are capitalized and depreciated.

Pensions and Other Postretirement Benefits

The Company uses appropriate actuarial methods and assumptions in accounting for its defined benefit pension plans and non-pension postretirement benefits.

Actual results that differ from assumptions used are accumulated and amortized over future periods and, accordingly, generally affect recognized expense and the recorded obligation in future periods. Therefore, assumptions used to calculate benefit obligations as of the end of a fiscal year directly impact the expense to be recognized in future periods. The primary assumptions affecting the Company’s accounting for employee benefits as of December 31, 2021 are as follows:

- Long-term rate of return on plan assets: The required use of the expected long-term rate of return on plan assets may result in recognized returns that are greater or less than the actual returns on those plan assets in any given year. Over time, however, the expected long-term rate of return on plan assets is designed to approximate actual earned long-term returns. The Company uses long-term historical actual return information, the mix of investments that comprise plan assets, and future estimates of long-term investment returns by reference to external sources to develop an assumption of the expected long-term rate of return on plan assets. The expected long-term rate of return is used to calculate net periodic pension cost. In determining its pension obligations, the Company is using a long-term rate of return on U.S. plan assets of 5.00% for December 31, 2021. The Company is using a long-term rate of return on French plan assets of 2.60% for 2021. The German pension plan has no assets.

- Discount rate: The discount rate is used to calculate future pension and postretirement obligations. The Company is using a Mercer Bond yield curve in determining its pension obligations. The Company was using a discount rate of 2.93% for December 31, 2021. The Company is using a weighted average discount rate of 1.28% on its non-U.S. pension plans for December 31, 2021.

Income Taxes

Deferred tax assets and liabilities are measured using enacted tax laws and tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities due to a change in tax rates is recognized in income in the period that includes the enactment date. In addition, the amounts of any future tax benefits are reduced by a valuation allowance to the extent such benefits are not expected to be realized on a more likely than not basis. Interest and penalties related to unrecognized tax benefits are included as a component of tax expense.

Other Comprehensive Income (Loss)

Other comprehensive income (loss) includes all other non-stockholder changes in equity. Changes in other comprehensive income (loss) in 2021 and 2020 resulted from changes in foreign currency translation and pension liability.

Revenue Recognition

The Company's revenues are comprised of product sales. All revenue is recognized when the Company satisfies its performance obligation(s) under the contract (either implicit or explicit) by transferring the promised product to its customer when its customer obtains control of the product. A performance obligation is a promise in a contract to transfer a distinct product or service to a customer. A contract's transaction price is allocated to each distinct performance obligation. Substantially all of the Company's contracts have a single performance obligation, as the promise to transfer products is not separately identifiable from other promises in the contract and, therefore, not distinct.

Revenue is measured as the amount of consideration the Company expects to receive in exchange for transferring products or providing services. The nature of the Company's contracts gives rise to several types of variable consideration. As such, revenue is recorded net of estimated discounts, rebates and allowances. These estimates are based on historical experience, anticipated performance and the Company's best judgment at the time. Because of the Company's certainty in estimating these amounts, they are included in the transaction price of its contracts.

Sales, value add, and other taxes collected from customers and remitted to governmental authorities are accounted for on a net (excluded from revenues) basis.

Substantially all of the Company's revenue is from products transferred to customers at a point in time. The Company recognizes revenue at the point in time in which the customer obtains control of the product, which is generally when product title passes to the customer upon shipment. In certain cases, title does not transfer and revenue is not recognized until the customer has received the products at its physical location or at port.

Financial Instruments

The Company routinely enters into fixed price natural gas agreements which require us to purchase a portion of our natural gas each month at fixed prices. These fixed price agreements qualify for the "normal purchases" scope exception under derivative and hedging standards, therefore the natural gas purchases under these contracts were expensed as incurred and included within cost of sales. As of December 31, 2021, future annual minimum purchases remaining under the agreement are $5,517.

The Company's financial instruments include cash and cash equivalents, accounts receivable and accounts payable. The carrying amounts of these financial assets and liabilities approximate fair value due to the short maturities of these instruments. Management believes the fair value of the Company's revolving loans approximate the carrying value due to credit risk or current market rates, which approximate the effective interest rates on those instruments. The fair value of the Company's term loans is estimated by discounting the future cash flow using the Company's current borrowing rates for similar types and maturities of debt.

Leases

On January 1, 2019, we adopted FASB ASC Topic 842, Leases, using the modified retrospective approach, which does not require the application of this Topic to periods prior to January 1, 2019. The guidance under Topic 842 significantly impacts our presentation of financial condition and disclosures, but did not have significant impact to our results of operations. We now have a material amount reported as a right of use ("ROU") asset and lease liability related to operating leases reported on our balance sheet. Financing leases under current U.S. GAAP are classified and accounted for in substantially the same manner as capital leases under prior U.S. GAAP and therefore, we do not distinguish between financing leases and capital leases unless the context requires. The determination of whether an arrangement is or contains a lease occurs at inception. We have elected the practical expedient to include both the lease component and the non-lease component as a single component when accounting for each lease and calculating the resulting lease liability and ROU asset. The following is our accounting policy for leases in which we are the lessee.

Leases are classified as either operating or financing by the lessee depending on whether the lease terms provide for control of the underlying asset to be transferred to the lessee. When control transfers to the lessee, we classify the lease as a financing lease. All other leases are recorded as operating leases. Effective January 1, 2019, for all leases with an initial lease term in excess of twelve months, we record a right-of-use asset with a corresponding liability in our balance sheet. We have elected the practical expedient for all leases less than 12 months to not record a ROU asset or corresponding lease liability. Right-of-use assets represent our right to use an underlying asset for the lease term and lease liabilities represent our obligation to make lease payments arising from the lease. Right-of-use assets and lease liabilities are recognized at commencement of the lease based on the present value of lease payments over the lease term. Right-of-use assets are adjusted for any lease payments made on or before commencement of the lease, less any lease incentives received.

The lease liability represents future lease payments for lease and non-lease components discounted for present value. Lease payments that may be included in the lease liability include fixed payments, variable lease payments that are based on an index or rate and payments for penalties for terminating the lease if the lessee is reasonably certain to utilize a termination option, among others. Certain of our leases contain rent escalation clauses that are specifically stated in the lease and these are included in the calculation of the lease liability. Variable lease payments for lease and non-lease components which are not based on an index or rate are excluded from the calculation of the lease liability and are recognized in the statement of operations during the period incurred.

We utilize discount rates to determine the net present value of our gross lease obligations when calculating the lease liability and related ROU asset. In cases in which the rate implicit in the lease is readily determinable, we utilize that discount rate for purposes of the net present value calculation. In most cases, our lease agreements do not have a discount rate that is readily determinable and therefore we utilize an estimate of our incremental borrowing rate. Our incremental borrowing rate is determined at lease commencement or lease modification and represents the rate of interest we would have to pay to borrow on a collateralized basis over a similar term an amount equal to the lease payments in a similar economic environment. For adoption of the new standard, the rate was determined at the adoption date.

The lease term is determined by taking into account the initial period as stated in the lease contract and adjusted for any renewal options that the company is reasonably certain to exercise as well as any period of time that the lessee has control of the space before the stated initial term of the lease. If we determine that we are reasonably certain to exercise a termination option, the lease term is then adjusted to account for the expected termination date.

Operating lease expense is recorded as a single expense recognized on a straight-line basis over the lease term. Financing lease expense consists of interest expense on the financing lease liability and amortization of the right-of-use financing lease asset on a straight-line basis over the lease term.

New Accounting Pronouncements

In December 2019, the FASB issued ASU 2019-12, Simplifying the Accounting for Income Taxes, which amends FASB ASC Topic 740, Income Taxes. This ASU simplifies the accounting for income taxes by removing certain exceptions to the general principles in the standard and modifies other areas of the standard to clarify the application of U.S. GAAP. This ASU is effective for fiscal years beginning after December 15, 2020, and interim periods within those fiscal years. Certain amendments in this ASU should be applied using a retrospective approach and others using the prospective approach. Adoption of this standard did not have a significant impact on our consolidated financial statements.

In March 2020, the FASB issued ASU 2020-04, Facilitation of the Effects of Reference Rate Reform on Financial Reporting, which amends FASB ASC Topic 848, Reference Rate Reform. By June 30, 2023, banks will no longer be required to report information that is used to determine London Interbank Offered Rate ("LIBOR") which is used globally by all types of entities for various types of transactions. As a result, LIBOR could be discontinued, as well as other interest rates used globally. This ASU provides companies with optional expedients for contract modifications under U.S GAAP, excluded components of certain hedging relationships, fair value hedges, and cash flow hedges, as well as certain exceptions, which are intended to help ease the potential accounting burden associated with transitioning away from these reference rates. Companies can apply this ASU immediately and will only be available for a limited time (generally through December 31, 2022). We are currently assessing the impact of this standard on our consolidated financial statements.

2. Cash and cash equivalents

	December 31, 2021	December 31, 2020
Cash and cash equivalents	$9,876	$15,848

As of December 31, 2021, and December 31, 2020, cash held in foreign banks was $8,083 and $13,409, respectively.

Letters of credit for $735 were outstanding under our New Senior Credit Facility.

3. Receivables, net

	December 31, 2021	December 31, 2020
Accounts receivable, gross	$85,049	$91,416
Less allowance for doubtful accounts	(3,404)	(3,470)
	$81,645	$87,946

	December 31, 2021	December 31, 2020	December 31, 2019
Beginning balance	$3,470	$3,614	$1,044
Provision (recoveries)	277	(121)	2,401
Write-offs	(306)	-	(11)
Other and translation	(37)	(23)	180
Ending balance	$3,404	$3,470	$3,614

4. Inventories

	December 31, 2021	December 31, 2020
Raw materials	$28,900	$13,328
Work in process	38,212	45,321
Finished products	25,958	30,605
	$93,070	$89,254

5. Property, Plant and Equipment, Net

	December 31, 2021	December 31, 2020
Land and improvements	$1,940	$1,969
Buildings and improvements	46,848	48,443
Machinery and equipment	352,928	345,014
Construction in progress	7,783	9,773
	$409,499	$405,199

Accumulated depreciation

	December 31, 2021	December 31, 2020
Land and improvements	$448	$424
Buildings and improvements	21,958	21,093
Machinery and equipment	239,966	223,645
	$262,372	$245,162

6. Other Assets

	December 31, 2021	December 31, 2020
Other taxes receivable	$11,324	$8,500
Indemnification asset	6,793	6,793
Other	856	606
	$18,973	$15,899

7. Accrued Liabilities

	December 31, 2021	December 31, 2020
Compensation and employee benefits	$7,633	$11,980
Taxes payable	22,483	19,939
Accrued volume and sales rebates	1,924	2,496
Restructuring reserve	127	2,062
Other	1,900	5,699
	$34,067	$42,176

8. Debt Obligations

	December 31, 2021	December 31, 2020
Short-term debt:		
New senior credit facility	$23,500	$ 10,500
Europe bank loans	-	1,434
Other	-	200
Total short-term debt	23,500	12,134
Long-term debt:		
New senior credit facility, net	$131,244	$ 138,777
Other	577	460
Total long-term debt	131,821	139,237
Total debt	$155,321	$151,371

<u>New Senior Credit Facility</u>

On October 09, 2020, the Company entered into a Credit Agreement with Bank of America, N.A. ("BofA") as Administrative Agent, Swingline Lender and L/C Issuer, and the other Lender parties thereto, providing for a $150,000 term loan (the "New Term Loan") and a $30,000 revolving credit facility (the "New Revolving Credit Facility" and together with the New Term Loan, the "New Senior Credit Facility").

The interest rates per annum applicable to the New Senior Credit Facility (other than in respect of Swingline Loans) will be LIBOR (or, if LIBOR is not available for an

Alternative Currency, such other interest rate customarily used by BofA for such Alternative Currency), but in any event, not less than 0.75%, plus the Applicable Rate (as defined below), or, for U.S. dollar denominated loans only, made to the Company at the option of the Company, the Base Rate, to be defined as the highest of: (a) the Federal Funds Rate plus one-half percent (0.50%); (b) the Bank of America prime rate; and (c) the one (1) month LIBOR (adjusted daily) plus one percent (1.00%), but in any event, not less than 1.75%, plus the Applicable Rate. Applicable Rate means, with respect to the New Term Loan and the New Revolving Credit Facility, (i) from October 9, 2020 until delivery of the compliance certificate for the quarter ending December 31, 2020, 3.00% per annum, in the case of LIBOR loans, and 2.00% per annum, in the case of Base Rate loans, and (ii) thereafter, a percentage per annum to be determined in accordance with the applicable pricing grid set forth in the New Senior Credit Facility based upon the Company's Consolidated Coverage Ratio as reflected in a quarterly Compliance Certificate. Each Swingline Loan shall bear interest at the Base Rate plus the Applicable Rate for Base Rate loans under the New Revolving Credit Facility. As of December 31, 2020, our interest rate was 3.75%.
The New Senior Credit Facility required the Company to repay principal of the New Term Loan at the rate of 5% of the original principal balance during each of the first two years and 7.5% of the original principal balance during the third year. The maturity date on the New Senior Credit Facility was October 09, 2023.

On August 13, 2021, the Company entered into the First Amendment to the New Senior Credit Facility (the "Amended Senior Credit Facility"). The Amended Senior Credit Facility extended the maturity for five years from the August 13, 2021 signing date and changed some of the terms of the facility as stated below.

The interest rates per annum applicable to the Amended Senior Credit Facility (other than in respect of Swingline Loans) will be LIBOR (or, if LIBOR is not available for an Alternative Currency, such other interest rate customarily used by BofA for such Alternative Currency), but in any event, not less than 0.00%, plus the Applicable Rate (as defined below), or, for U.S. dollar denominated loans only, made to the Company at the option of the Company, the Base Rate, defined as the highest of: (a) the Federal Funds Rate plus one-half percent (0.50%); (b) the Bank of America prime rate; and (c) the one (1) month LIBOR (adjusted daily) plus one percent (1.00%), but in any case not less than 1.00%. plus the Applicable Rate. Applicable Rate means, with respect to the Amended Senior Credit Facility, a percentage per annum to be determined in accordance with the applicable pricing grid set forth in the Amended Senior Credit Facility based upon the Company's Consolidated Coverage Ratio as reflected in a quarterly Compliance Certificate. Each Swingline Loan shall bear interest at the Base Rate plus the Applicable Rate for Base Rate loans under the New Revolving Credit Facility. As of December 31, 2021, our current interest rate is 3.00%.

The Amended Senior Credit Facility requires the Company to repay principal of the New Term Loan at the rate of 5% of the original principal balance during each of the first two years, 7.5% during the third and fourth years and 10% of the original principal balance during the fifth year. The maturity date on the Amended Senior Credit Facility is August 13, 2026.

The Company may prepay the Amended Senior Credit Facility, in whole or in part, at any time without premium or penalty, subject to reimbursement of the Lenders' breakage and redeployment costs in the case of prepayment of LIBOR borrowings and foreign currency borrowings bearing interest at a rate other than LIBOR. Each such prepayment of the New Term Facility shall be applied as directed by the

Company. The unutilized portion of the commitments under the Amended Senior Credit Facility may be irrevocably reduced or terminated by the Company at any time without penalty.

The Amended Senior Credit Facility is guaranteed by each existing and future direct and indirect wholly owned material domestic Restricted Subsidiary and foreign Restricted Subsidiary of the Company (other than any Brazilian subsidiary). The Amended Senior Credit Facility is secured by substantially all assets of the Company and its material domestic Restricted Subsidiaries, with the exception of real property.

The Amended Senior Credit Facility contains various covenants which restrict the Company's ability to, among other things, incur indebtedness, create liens on our assets, make investments, enter into merger, consolidation or acquisition transactions, dispose of assets (other than in the ordinary course of business), make certain restricted payments, enter into sale and leaseback transactions and transactions with affiliates, in each case subject to permitted exceptions. The Amended Senior Credit Facility also requires that we comply with certain financial covenants, including meeting a consolidated leverage ratio and consolidated fixed charge coverage ratio. The Company is in compliance with the Amended Senior Credit Facility covenants as of December 31, 2021.

Foreign Lines of Credit

In its foreign operations, the Company has unsecured lines of credit with various banks providing approximately $5,500 of availability. There were no borrowings under the lines of credit at December 31, 2021 and $200 of borrowings at December 31, 2020.

Europe Bank Loan

On July 18, 2018, the French affiliate of the Company entered into a Term Loan Agreement with Credit Industriel Et Commercial ("CIC"), providing for a €2,000 term loan ("CIC Term Loan"). The CIC Term Loan bears interest at 0.70% with a three year maturity. The CIC Term Loan has a contractual obligation to repay 8.33% of face value of the loan on a quarterly basis. The Term Loan was paid in full on November 15, 2021.

On December 2, 2018, the French affiliate of the Company entered into a second Term Loan Agreement with Credit Industriel Et Commercial ("CIC"), providing for a €2,000 term loan ("CIC Term Loan"). The CIC Term Loan bears interest at 0.75% with a two year maturity. The CIC Term Loan has a contractual obligation to repay 12.50% of face value of the loan on a quarterly basis. The Term Loan was paid in full on April 5, 2021.

Debt Maturity

The aggregate maturities of debt [(1)] for each of the next five years are:

	2022	2023	2024	2025	2026	Thereafter
Term Loan Facility	$ 23,500	$ 9,375	$ 11,250	$ 13,125	$ 99,375	$ -
Other	-	-	-	-	-	911
	$ 23,500	$ 9,375	$ 11,250	$ 13,125	$ 99,375	$ 911

(1) The aggregate maturities of debt represent amounts to be paid at maturity and not the current carrying value of the debt.

9. Leases

We have operating and finance (formerly capital) leases primarily for real estate, equipment and vehicles. Our lease agreements do not contain any material residual value guarantees or material restrictive covenants. Right-of-use assets and related liabilities are recorded on the balance sheet for leases with an initial term in excess of twelve months.

Right-of-use assets and lease liabilities are as follows:

	December 31, 2021	December 31, 2020
Operating Leases:		
Right-of-use assets	$ 27,964	$ 31,700
Lease liabilities	31,115	35,264
Financing Leases:		
Right-of-use assets (property, plant and equipment, net)	50	88
Lease liabilities	52	90

Upon adoption of the new lease standard as of January 1, 2019, the Company reclassed $1,358 of lease incentive liability, $1,286 of deferred rent liability and $1,024 of lease restructuring liability to ROU assets.

The following is an analysis of leased property under financing (formerly capital) leases by major classes as of December 31, 2021 and December 31, 2020.

	December 31, 2021	December 31, 2020
Building and improvements	$453	$453
Machinery and equipment	3,599	3,599
Less: Accumulated depreciation	(4,002)	(3,964)
	$50	$88

Additional information with respect to our operating and finance leases as of December 31, 2021 is presented below.

	Operating	Finance
Weighted average remaining lease term (years)	10.54	1.20
Weighted average discount rate	7.41%	8.19%

Lease expense consists of the following:

	December 31, 2021	December 31, 2020
Operating lease rent expense	$ 5,557	$ 5,804
Financing Leases:		
Amortization of right-of-use assets	35	484
Interest expense on lease liabilities	9	26
	$ 44	$ 510

Cash flow information related to leases is as follows:

	December 31, 2021	December 31, 2020
Cash Paid For Amounts Included in the Measurement of Lease Liabilities:		
Cash used in operating activities (operating leases)	$ 5,339	$ 5,507
Cash used in operating activities (financing leases)	35	553
Supplemental Cash Flow Information:		
Right-of-use assets obtained in exchange for lease obligations (operating leases)	$ 364	$ 43

Maturities of operating and financing lease liabilities as of December 31, 2021 are as follows:

Year	Operating Leases	Financing Leases
2022	$ 5,152	$ 44
2023	4,810	12
2024	4,557	-
2025	4,444	-
2026	4,069	-
Thereafter	22,544	-
Total lease payments	45,576	56
Less: discounted interest	(14,461)	(4)
	$ 31,115	$ 52

10. Retirement Plans

The Company has contributed $8,831 to pension benefits in the U.S. during the year ended December 31, 2021.

The Company and its subsidiaries have defined contribution and defined benefit plans varying by country and subsidiary.

The Company's operations in the United States, France, and Germany historically offered defined benefit retirement plans ("Plan") to their employees. Most of these benefits have been terminated, resulting in various reductions in liabilities and curtailment gains.

Included in accumulated other comprehensive loss, net of tax is $(36,051) as of December 31, 2021. The following amounts not yet recognized in net periodic benefit cost:

	U.S. Pension Benefits	Non U.S. Pension Benefits
Net actuarial loss	($35,329)	(597)
Prior service credit	2	(91)

Amounts included in other comprehensive income (loss) expected to be recognized as a component of net periodic benefit cost for the year ending December 31, 2021 are:

	U.S. Pension Benefits	Non U.S. Pension Benefits
Net actuarial loss	($752)	($51)

The measurement date for all defined benefit plans is December 31. The year-end status of the plans is as follows:

	U.S. Pension Benefits		Non U.S. Pension Benefits	
	2021	2020	2021	2020
Change in benefit obligation:				
Projected benefit obligation at beginning of year	$136,204	$128,845	$30,053	$25,401
Service cost	-	-	456	434
Interest cost	3,434	4,217	257	336
Actuarial loss (gain)	(3,784)	9,861	(1,654)	1,493
Benefits paid	(6,880)	(6,719)	(629)	(578)
Currency translation	-	-	(2,886)	2,967
Estimated benefit obligation at end of year	$128,974	$136,204	$25,597	$30,053
Change in plan assets:				

Fair value of plan assets at beginning of year	$92,107	$88,335	$1,498	$1,335
Actual return on plan assets	10,716	9,698	35	33
Employer contribution	8,831	793	629	471
Benefits paid	(6,880)	(6,719)	(629)	(471)
Currency translation	-	-	(115)	130
Fair value of plan assets at end of year	$104,774	$92,107	$1,418	$1,498
Unfunded status of the plan	($24,200)	($44,097)	($24,179)	($28,555)

	2021	2020	2021	2020
Amounts recognized in statement of financial position:				
Current liabilities	($73)	($74)	($587)	($622)
Noncurrent liabilities	(24,127)	(44,023)	(23,592)	(27,312)
Net amount recognized	($24,200)	($44,097)	($24,179)	($27,934)

The funded status of these pension plans as a percentage of the projected benefit obligation was 69% in 2021 compared to 57% in 2020.

	U.S. Pension Benefits		Non U.S. Pension Benefits	
	2021	2020	2021	2020
Projected benefit obligation	$128,974	$136,204	$25,597	$30,053
Fair value of plan assets	$104,774	$92,107	$1,418	$1,498

Information for defined benefit plans with accumulated benefit obligations in excess of plan assets:

	U.S. Pension Benefits		Non U.S. Pension Benefits	
	2021	2020	2021	2020
Accumulated benefit obligation	$128,974	$136,204	$25,597	$30,053
Fair value of plan assets	$104,774	$92,107	$1,418	$1,498

In connection with our adoption of FASB issued ASU No. 2017-07, Improving the Presentation of Net Periodic Pension Cost and Net Periodic Postretirement Benefit Cost, the components of net periodic benefit cost other than the service cost component are included in the line item other expense in the income statement.

Components of net periodic benefit cost for the years ended December 31:

	U.S. Pension Benefits			Non U.S. Pension Benefits		
	2021	2020	2019	2021	2020	2019
Component of net period benefit cost						
Service cost	$ -	$ -	$ -	$479	$400	$406
Interest cost	3,434	4,217	5,181	270	310	431
Expected return on plan assets	(4,928)	(5,179)	(4,310)	(37)	(34)	(39)
Amortization of prior service cost	-	-	-	12	10	12
Amortization of actuarial loss	1,240	1,025	1,284	106	48	48
	($254)	$ 63	$2,155	$830	$734	$858

Weighted average assumptions used to determine the benefit obligation and net periodic benefit cost as of December 31:

	2021	2020	2021	2020
Discount rate	2.93%	2.60%	1.28%	1.68%
Expected return on plan assets	5.00%	5.85%	2.60%	2.60%
Rate of compensation increase	N/A	N/A	2.56%	2.56%

The Company evaluates its discount rate assumption annually as of December 31 for each of its retirement-related benefit plans. The Company is using a Mercer bond model for determining its U.S. pension benefits. The Company is using a weighted average discount rate of 1.28% on its non-U.S. pension plans for 2021.

The Company's expected return on plan assets is evaluated annually based upon a study which includes a review of anticipated future long-term performance of individual asset classes, and consideration of the appropriate asset allocation strategy to provide for the timing and amount of benefits included in the projected benefit obligation. While the study gives appropriate consideration to recent fund performance and historical returns, the assumption is primarily a long-term prospective rate.

The Company's overall investment strategy is to achieve growth through a mix of approximately 75% of investments for long-term growth and 25% for near-term benefit payments with a wide diversification of asset types, fund strategies, and fund managers. The target allocations for plan assets are 65% equity securities, 2% hedge funds and 33% to fixed income investments. Equity securities primarily include investments in large-cap, mid-cap and small-cap companies primarily located in the United States and international developed markets. Fixed income securities include corporate bonds of companies from diversified industries, mortgage-backed securities, and U.S. Treasuries. Other types of investments include investments in hedge funds that follow several different strategies.

Plan management uses the following methods and significant assumptions to estimate fair value of investments.

Money market – overnight bank deposits and money market mutual funds maintaining at all times $1.00 Net Asset Value ("NAV").

US Government and agency obligations – U.S. Treasury bonds, notes and other government obligations.

Exchange traded funds – marketable securities tracking asset baskets traded on active markets.

Mutual funds - Valued at the net asset value ("NAV") of shares or units held by the Plan at year-end which is obtained from an active market or at share or unit prices provided by the fund manager with significant observable inputs.

Hedge funds - Value provided by the administrator of the fund. The pricing for these funds is provided monthly by the fund to determine the quoted price.

Common stocks - marketable corporate equity securities traded on active markets.
The fair values of the Company's pension plan asset allocation at December 31, 2021 and 2020, by asset category are as follows:

		Fair Value Measurement at December 31, 2021		
	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Money market	$5,540	$5,540	$ -	$ -
US Government and agency obligation	10,307	5,670	4,637	-
Exchange traded funds	24,332	24,332	-	-
Mutual funds	39,402	39,402	-	-
Common stocks	26,514	26,514	-	-
Total Assets in the fair value hierarchy	106,095	$101,458	$4,637	-
Investments measured at NAV (a)	97			
Investments at fair value	$106,192			

(a) Hedge funds are measured at fair value using the NAV per share practical expedient, and therefore have not been classified in the fair value hierarchy.

	Total	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
		Fair Value Measurement at December 31, 2020		
Money market	$6,754	$6,754	$ -	$ -
US Government and agency obligation	8,787	3,340	5,447	-
Exchange traded funds	20,080	20,080	-	-
Mutual funds	34,575	34,575	-	-
Common stocks	23,343	23,318	-	25
Total Assets in the fair value hierarchy	93,539	$88,067	$5,447	$25
Investments measured at NAV (a)	66			
Investments at fair value	$93,605			

(a) Hedge funds are measured at fair value using the NAV per share practical expedient, and therefore have not been classified in the fair value hierarchy.

	Common Stocks Pending Fair Value Submission	Event Driven Hedge Funds	Global Opportunities Hedge Funds	Multi-Strategy Hedge Funds	Private Equity Funds	Real Estate	Total
	Fair Value Measurements Using Significant Unobservable Inputs (Level 3)						
Beginning balance at December 31, 2020	$ 25	$ -	$ -	$ -	$ -	$ -	$ 25
Actual return on plan assets:							
Relating to assets still held at reporting date	-	-	-	-	-	-	-
Relating to assets sold during the period	-	-	-	-	-	-	-
Purchases, sales, and settlements	(25)	-	-	-	-	-	(25)
Transfers in and/or out of Level 3	-	-	-	-	-	-	-
Ending balance at December 31, 2021	$ -	$ -	$ -	$ -	$ -	$ -	$ -

The following table provides a summary of the estimated benefit payments for the postretirement plans for the next five fiscal years individually and for the following five fiscal years in the aggregate.

	U.S.	Non U.S
2022	$7,836	$692
2023	7,954	694
2024	8,080	805
2025	8,060	900
2026	8,023	1007
Thereafter	38,948	5,602

The Company's expected contribution for the 2022 fiscal year is $73 for the U.S. pension plan. There is no funding requirement for non U.S. pension plans.

Savings Plans

The Company also has defined contribution savings and similar plans for eligible employees, which vary by subsidiary. The Company's aggregate contributions to these plans are based on eligible employee contributions and certain other factors. The Company expense for these plans was $1,212, $1,120 and $1,012 in 2021, 2020 and 2019, respectively.

International Plans

The Company maintains various pension and statutory separation pay plans for its European employees. The expense, not including the French and German pension plan, in 2021, 2020, and 2019 was $379, $157 and $285, respectively. As of their most recent valuation dates, for those plans where vested benefits exceeded plan assets, the actuarially computed value of vested benefits exceeded those plans' assets by approximately $6,885.

11. Capital Stock, Treasury Stock and Paid in Capital

Authorized shares of preferred stock ($0.01 par value per share) and common stock ($0.01 par value per share) for the Company are 50,000,000 shares and 150,000,000 shares, respectively.

On October 9, 2020, the Company completed a private placement of 50,000,000 shares of common stock at $2.00 per share. The Company used the net proceeds of the private placement to complete a refinancing of its short term debt.

As a result of the private placement to complete an extinguishment of the Revolving Credit Facility and Term Loan Facility in 2020, Icahn Enterprises L.P. currently owns approximately 89.0% of our outstanding common stock.

In 2004, the Company purchased 805,270 shares of its common stock from the underwriter for a purchase price of $298. The common stock has been accounted for as treasury stock.

12. Income Taxes

Income tax provision (benefit) consisted of:

	2021	2020	2019
Current			
Domestic	$1,097	$87	$83
Foreign	4,233	3,968	3,847
Total current	5,330	4,055	3,930
Deferred			
Domestic	1,379	2,458	(303)
Foreign	(2,182)	(295)	4,122
Total deferred	(803)	2,163	3,819
Total	$4,527	$6,218	$7,749

The reconciliation of income tax provision (benefit) attributable to earnings differed from the amounts computed by applying the U.S. Federal statutory income tax rate to earnings by the following amounts:

Income (loss) before income taxes:

	2021	2020	2019
Domestic	($4,680)	$6,922	($895)
Foreign	5,851	3,860	(16,473)
Total	$1,171	$10,782	($17,368)

	2021	2020	2019
Computed income tax provision (benefit)	$246	$2,264	($3,647)
State and local taxes, net of federal tax	48	763	(225)
Foreign taxes, net	(103)	(652)	(2,281)
Valuation allowance	(1,866)	2,300	9,344
Uncertain tax positions - (benefit) expense	545	(44)	867
Foreign exchange impact	930	15	264
Permanent differences, net	3,544	1,046	2,047
Revaluation of deferreds	795	206	867
Other, net	388	320	513
Total income tax provision	$4,527	$6,218	$7,749

Computed income tax (benefit) provision	21.0%	21.0%	21.0%
State and local taxes, net of federal tax	4.1%	7.1%	1.3%
Foreign taxes, net	-8.8%	-6.0%	13.1%
Valuation allowance	-159.3%	21.3%	-53.8%
Uncertain tax positions - expense (benefit)	46.5%	-0.4%	-5.0%
Foreign exchange impact	79.4%	0.1%	-1.5%
Permanent differences, net	302.6%	9.7%	-11.8%
Revaluation of deferreds	67.9%	1.9%	-5.0%
Other, net	33.1%	3.0%	-3.0%
Effective income tax rate	386.5%	57.7%	-44.6%
Statutory federal rate	21.0%	21.0%	21.0%

Temporary differences and net operating loss carryforwards that give rise to a significant portion of deferred tax assets and liabilities for 2021 and 2020 are as follows:

	2021	2020
Deferred tax asset		
Provisions not currently deductible	$8,122	$8,944
Inventory basis differences	2,700	3,362
Stock options	39	41
Pension and healthcare	8,781	14,000
Net operating loss carryforwards	25,866	26,426
Lease liability	6,133	8,717
Valuation allowance	(8,032)	(11,233)
Total deferred tax asset	$43,609	$50,257
Deferred tax liability		
Property, plant, and equipment	($8,227)	($8,999)
Intangible asset	(5,655)	(6,656)
Right of use assets	(6,038)	(8,659)
Foreign exchange and other	(535)	(436)
Total deferred tax liability	($20,455)	($24,750)
	$23,154	$25,507

The net deferred tax asset (liability) is classified in the balance sheet as follows:

	2021	2020
Non-current deferred tax assets	$25,235	$29,383
Non-current deferred tax liability	(2,081)	(3,876)
Non-current deferred tax assets, net	$23,154	$25,507

A valuation allowance is provided when it is more likely than not that some portion or all of the net deferred tax assets will not be realized. Management believes that is more likely than not that its net deferred tax assets will be realized based on the weight of positive evidence and future income except with respect to the loss in Poland, Brazil and a portion of the state loss in the US. The Company has a valuation allowance for Brazil December 31, 2021 and December 31, 2020 of $7,472 and $9,673, respectively. The Company has a valuation allowance for Viskase Poland at December 31, 2021 and December 31, 2020 of $59 and $1,003, respectively. The Company has a valuation allowance in the U.S. at December 31, 2021 and December 31, 2020 of $500 and $557, respectively. The Company has gross U.S. federal net operating loss carryforwards at December 31, 2021 and December 31, 2020 of $62,005 and $54,824, respectively, with amounts beginning to expire in 2024. The Company has gross net operating loss carryforwards in Brazil at December 31, 2021 and December 31, 2020 of $9,025 and $15,709 respectively and has an unlimited carryforward period. The Company has gross net operating loss carryforwards in Poland at December 31, 2021 and December 31, 2020 of $343 and $1,903, respectively and has a five year carryforward period. The Company has gross net operating loss carryforwards in France at December 31, 2021 and December 31, 2020 of $10,907 and $9,509, respectively and has an unlimited carryforward period. The Company has gross net operating loss carryforwards in Viskase Germany at December 31, 2021 and December 31, 2020 of $4,557 and $2,606 for Income Tax and Trade Tax. The Company has gross net operating loss carryforwards in CT Casings at December 31, 2021 and December 31, 2020 of $12,793 and $13,393 for Income Tax and Trade Tax. Germany has an unlimited carryforward period on Trade Tax.

Following the Equity Private Placement, IELP became the beneficial owner of more than 80% of the shares of our common stock and the Company became a member of the consolidated group of a corporate subsidiary of Icahn Enterprises for U.S. federal income tax purposes (the "IEP Corporate Subsidiary"). As a result, the IEP Corporate Subsidiary and the Company entered into a tax allocation agreement for the allocation of certain income tax items. The Company and its subsidiaries consented to join the IEP Corporate Subsidiary's federal consolidated return and, if elected by the IEP Corporate Subsidiary, certain state consolidated returns.

Uncertainty in Income Taxes

The uncertain tax positions as of December 31, 2021 totaled $16,158. The following table summarizes the activity related to the unrecognized tax benefits.

(in thousands)	2021	2020
Unrecognized tax benefits as of January 1	$17,317	$17,443
Increases in positions taken in a prior period	-	23
Decreases in positions taken in a prior period	-	(18)
Decreases de to settlements	(623)	-
Increases due to currency translation	-	195
Decreases due to currency translation	(510)	-
Decreases due to lapse of statute of limitations	(26)	(326)
Unrecognized tax benefits as of December 31	$16,158	$17,317

In 2021, the Company recognized an approximate net decrease of $1,159 to the reserves for uncertain tax positions.

Approximately $16,158 of the total gross unrecognized tax benefits represents the amount that, if recognized, would affect the effective income tax rate in future periods. The Company and its subsidiaries are subject to U.S. federal income tax as well as income tax of multiple state and foreign jurisdictions. The Company has substantially concluded all U.S. federal income tax matters for years through 2016. Substantially all material state and local and foreign income tax matters have been concluded for years through 2013. Based on the expiration of the statute of limitations for certain jurisdictions, it is reasonably possible that the unrecognized tax benefits will decrease in the next twelve months by approximately $0.

The Company's continuing practice is to recognize interest and/or penalties related to income tax matters in income tax expense. During the years ended December 31, 2021 and 2020, the Company recorded adjustments for interest of $536 and $140, respectively, and for penalties of $(9) and $(17), respectively related to these unrecognized tax benefits. In total, as of December 31, 2021 and 2020, the Company has recorded a liability of interest of $2,311 and $1,775, respectively, and $147 and $156, respectively, for potential penalties.

13. Goodwill and Intangible Assets, net

The Company currently has $3,373 of goodwill with no impairment.

Goodwill consists of the following:

	December 31, 2021	December 31, 2020
Beginning balance	$3,620	$3,376
Translation	(247)	244
Gross carrying amount, December 31st	$3,373	$3,620

Intangible assets, net consists of the following:

	December 31, 2021		
	Gross Carrying Value	Accumulated Amortization	Net Carrying Value
Definite live intangible assets:			
Customer relationships	$19,866	($5,026)	$14,840
Technologies	2,373	(942)	$1,431
Patents/Trademarks	9,864	(6,736)	$3,128
In-place leases	206	(74)	$132
	$32,309	($12,778)	$19,531

	December 31, 2020		
	Gross Carrying Value	Accumulated Amortization	Net Carrying Value
Definite live intangible assets:			
Customer relationships	$21,523	($4,354)	$17,169
Technologies	2,571	(809)	1,762
Patents/Trademarks	10,100	(6,404)	3,696
In-place leases	224	(64)	160
	$34,418	($11,631)	$22,787

Amortization expense associated with definite-lived intangible assets was $1,755, $1,657 and $1,619 for the years ended December 31, 2021, 2020 and 2019, respectively. We utilize the straight-line method of amortization, recognized over the estimated useful lives of the assets.

The estimated future amortization expense for our definite-lived intangible assets is as follows:

2022	$1,650
2023	1,650
2024	1,650
2025	1,650
2026	1,650
Total thereafter	11,281
Total amortization	$19,531

14. Contingencies

The Company from time to time is involved in various other legal proceedings, none of which are expected to have a material adverse effect upon results of operations, cash flows or financial condition.

15. Stock-based compensation (Dollars in Thousands, except Per Share Amount)

Stock-based compensation cost is measured at the grant date based on fair value of the award and is recognized as an expense on a straight-line basis over the requisite service period, which is the vesting period. Included in net income is non-cash compensation expense of $0 for the years ended December 31, 2021 and 2020.

The fair values of the options granted during 2013 were estimated on the date of grant using the binomial option pricing model. The assumptions used and the estimated fair values are as follows:

	2013
Expected term	10 years
Expected stock volatility	17.33%
Risk-free interest rate	1.75%
Expected forfeiture rate	0.00%
Fair value per option	$0.51

In April 2013, the Company granted non-qualified stock options to its current Chief Administrative Officer for the purchase of 325,000 shares of its common stock under an employment agreement. Options were granted at the fair market value at date of grant and are fully vested. The options for the Chief Administrative Officer expire on April 16, 2023.

The Company's outstanding options were:

	Shares Under Option		Weighted Average Exercise Price	Weighted Average Remaining Contractual Life		Weighted Average Grant-Date Fair Value
Outstanding, December 31, 2019	325,000	$	8.00	41 months	$	0.51
Vested and exercisable at Dec. 31, 2019	*325,000*	$	8.00	41 months	$	0.51
Granted	-	$	-	-		-
Exercised	-	$	-	-		-
Forfeited	-	$	-	-		-
Outstanding, December 31, 2020	325,000	$	8.00	29 months	$	0.51
Vested and exercisable at Dec. 31, 2020	*325,000*	$	8.00	29 months	$	0.51
Granted	-	$	-	-		-
Exercised	-	$	-	-		-
Forfeited	-	$	-	-		-
Outstanding, December 31, 2021	325,000	$	8.00	17 months	$	0.51
Vested and exercisable at Dec. 31, 2021	*325,000*	$	8.00	17 months	$	0.51

Vested and exercisable options as of December 31, 2021 were 325,000 with a weighted average share price of $8.00.

16. Research and Development Costs

Research and development costs are expensed as incurred and totaled $4,531, $4,411 and $4,882 for 2021, 2020, and 2019, respectively.

17. Related-Party Transactions

As of December 31, 2021, and December 31, 2020, Icahn Enterprises L.P. owned approximately 89.0% of our outstanding common stock, respectively.

Icahn Enterprises L.P. was the lender on the Company's ABL Loan until October 9, 2020. The Company paid Icahn Enterprises L.P. service, commitment fees and interest of $283 through the period ended October 9, 2020.

Equity Private Placement of Common Stock & Change in Number of Authorized Shares

Beginning in the first quarter of 2020, the Company entered into discussions with a number of banks, including BofA, regarding the terms of a new senior credit facility which would replace both the Term Loan and the ABL Loan. Under the new senior credit facility proposed by BofA, the Company was required to raise at least $100,000 in equity capital, the proceeds of which were to be used, together with borrowings under the new senior credit facility, to repay the Term Loan and the ABL Loan. The Company met this condition through the issuance of 50,000,000 shares of common stock to an affiliate of IELP in a private placement transaction at a purchase price of $2.00 per share (the "Equity Private Placement"). In order to complete the offering of the Equity Private Placement, the Company amended its Amended and Restated Certificate of Incorporation to increase the number of authorized shares of the Company's common stock by 50,000,000 shares.

Prior to the completion of the Equity Private Placement, IELP beneficially owned approximately 78.6% of the Company's outstanding common stock. As a result of the Equity Private Placement, IELP is the beneficial owner of approximately 89.0% of the Company's outstanding common stock. The Equity Private Placement was approved by a Special Committee of disinterested directors of the Company.

Pension Liabilities

Applicable pension and tax laws make each member of a "controlled group" of entities, generally defined as entities in which there is at least an 80% common ownership interest, jointly and severally liable for certain pension plan obligations of any member of the controlled group. These pension obligations include ongoing contributions to fund the plan, as well as liability for any unfunded liabilities that may exist at the time the plan is terminated. In addition, the failure to pay these pension obligations when due may result in the creation of liens in favor of the pension plan or the Pension Benefit Guaranty Corporation ("PBGC") against the assets of each member of the controlled group.

As a result of the Equity Private Placement, IELP became the beneficial owner of more than 80% of the shares of our common stock and the Company became subject to the pension liabilities of all entities in which Mr. Icahn has a direct or indirect ownership interest of at least 80%. One such entity, ACF Industries LLC ("ACF"), is the sponsor of several pension plans. All the minimum funding requirements of the Internal Revenue Code, as amended, and the Employee Retirement Income Security Act of 1974, as amended, for the ACF plans have been met as of December 31, 2021. If the plans were voluntarily terminated, they would be underfunded by approximately $66,000 as of December 31, 2021. These results are based on the most recent information provided by the plans' actuary. These liabilities could increase or decrease, depending on a number of factors, including future changes in benefits, investment returns, and the assumptions used to calculate the liability. As members of the controlled group, we would be liable for any failure of ACF to make ongoing pension contributions or to pay the unfunded liabilities upon a termination of the ACF pension plans. In addition, other entities now or in the future within the controlled group in which we are included may have pension plan obligations that are, or may become, underfunded and we would be liable for any failure of such entities to make ongoing pension contributions or to pay the unfunded liabilities upon termination of such plans.

The current underfunded status of the ACF pension plans requires them to notify the PBGC of certain "reportable events," such as if we cease to be a member of the ACF controlled group, or if we make certain extraordinary dividends or stock redemptions. The obligation to report could cause us to seek to delay or reconsider the occurrence of such reportable events.

In connection with the Equity Private Placement, the Company entered into an agreement with Icahn Enterprises Holdings L.P. pursuant to which Icahn Enterprises Holdings L.P. has agreed to indemnify us and our subsidiaries from losses resulting from any imposition of certain pension funding or termination liabilities that may be imposed on us and our subsidiaries or our assets as a result of being a member of the Icahn controlled group.

Based on the contingent nature of potential exposure related to these affiliate pension obligations and the indemnification from Icahn Enterprises Holdings L.P., no liability has been recorded in the accompanying consolidated financial statements.

Tax Allocation

Following the Equity Private Placement, IELP became the beneficial owner of more than 80% of the shares of our common stock and the Company became a member of the consolidated group IEP Corporate Subsidiary for U.S. federal income tax purposes. As a result, the IEP Corporate Subsidiary and the Company entered into a tax allocation agreement for the allocation of certain income tax items. The Company and its subsidiaries consented to join the IEP Corporate Subsidiary's federal consolidated return and, if elected by the IEP Corporate Subsidiary, certain state consolidated returns. In those jurisdictions where the Company and its subsidiaries will file consolidated returns with the IEP Corporate Subsidiary, the Company will pay to the IEP Corporate Subsidiary any tax it would have owed had it and its subsidiaries continued to file as a separate consolidated group. To the extent that the IEP Corporate Subsidiary consolidated group is able to reduce its tax liability as a result of including the Company and its subsidiaries in its consolidated group, the IEP Corporate Subsidiary will pay the Company 20% of such reduction on a current basis and the Company will be treated as if it would carry forward for its own use under the tax allocation agreement, 80% of the items that caused the tax reduction (the "Excess Tax Benefits"). Moreover, if the Company and its subsidiaries should ever become deconsolidated from the IEP Corporate Subsidiary, the IEP Corporate Subsidiary will reimburse the Company for any tax liability in post-consolidation years that the Company and its subsidiaries would have avoided had they actually had the Excess Tax Benefits for their own consolidated group use. The cumulative payments to the Company by the IEP Corporate Subsidiary post-consolidation will not exceed the cumulative reductions in tax to the IEP Corporate Subsidiary group resulting from the use of the Excess Tax Benefits by the IEP Corporate Subsidiary group.

18. Business Segment Information and Geographic Area Information

The Company primarily manufactures and sells cellulosic food casings as its sole business segment. The Company's operations are viewed in geographic regions of North America, South America, Europe and Asia. Intercompany sales and charges (including royalties) have been reflected as appropriate in the following information. Certain items are maintained at the Company's corporate headquarters and are not allocated geographically. They include most of the Company's debt and related interest expense and income tax benefits.

Reporting Segment Information:

Identifiable assets	2021	2020
North America	$202,243	$205,185
South America	55,906	56,176
Europe	171,726	197,525
Asia	41,226	44,237
	$471,101	$503,123

	2021	2020	2019
Net sales			
North America	$203,525	$207,321	$191,548
South America	49,674	47,832	39,780
Europe	184,823	170,777	168,086
Asia	49,951	45,000	47,535
Other and eliminations	(72,301)	(62,043)	(62,077)
	$415,672	$408,887	$384,872
Operating income			
North America	($1,290)	$11,909	$9,972
South America	8,074	5,345	(2,618)
Europe	6,445	4,481	(7,232)
Asia	7,878	7,063	7,608
	$21,107	$28,798	$7,730
Net Sales by country			
United States	$121,114	$123,365	$118,749
Brazil	28,808	24,928	21,280
Italy	28,093	24,074	23,894
Germany	29,747	26,480	28,000
France	12,946	12,806	11,476
Philippines	28,741	18,994	22,191
Poland	10,154	8,982	12,086
Other international	156,069	169,258	147,196
	$415,672	$408,887	$384,872

19. Interest Expense, Net

Net interest expense consisted of:

	December 31, 2021	December 31, 2020	December 31, 2019
Interest expense	$6,319	$11,974	$16,498
Less Capitalized interest	(162)	(578)	-
Interest expense, net	$6,157	$11,396	$16,498

20. Changes in Accumulated Other Comprehensive Loss

	Accrued Employee Benefits	Translation Adjustments	Total
Balance at December 31, 2020	($45,965)	($32,686)	($78,651)
Other comprehensive income (loss) before reclassifications	8,556	(4,902)	3,654
Reclassifications from accumulated other comprehensive loss to earnings	1,358	-	1,358
Balance at December 31, 2021	($36,051)	($37,588)	($73,639)

	Amounts Reclassified from Accumulated Other Comprehensive Loss	Affected Line Items in the Consolidated Statement of Operations
Accrued Employee Benefits		
Amortization of net actuarial loss	1,358	Other Expense, net
	$1,358	

21. Restructuring Charges

During the year ended December 31, 2021, the Company recognized a change in estimate for our restructuring expense in our European segment of $507, which we believe is our final approved restructuring plans. The costs relate to a restructuring of its French and German subsidiary operations to safeguard the Company's competitive environment in the European market. The plan will involve the involuntary termination of approximately 150 employees, the closure of our European sales office and relocation of part of our finishing operation. The Company has also opened a European shared service center with the consolidation of corporate jobs in this market.

The following table provides details of our restructuring provisions.

	December 31, 2021	December 31, 2020
Beginning balance	$2,062	$10,217
Provision	507	398
Payments	(2,405)	(8,694)
Translation	(36)	141
Ending balance	$128	$2,062

22. Variable Interest Entity

The Company holds a variable interest in a joint venture for which the Company is the primary beneficiary. The joint venture, VE Netting, LLC, is a manufacturing, marketing and selling company of high-quality netting solutions for the meat and poultry industry. VE Netting, LLC is a Delaware limited liability company with its principal place of business in

Lombard, IL. The netting product is manufactured under agreement by Viskase's affiliate located in Monterrey, Mexico.

As the primary beneficiary of the variable interest entity (VIE), the VIEs' assets, liabilities, and results of operations are included in the Company's consolidated financial statements as of, and for the period ended, December 31, 2021 and December 31, 2020. The other equity holders' interests are reflected in "Net loss attributable to noncontrolling interests" in the Consolidated Statements of Operations and "Noncontrolling interests" in the Consolidated Balance Sheets.

The following table summarizes the carrying amount of the VIEs' assets and liabilities included in the Company's Consolidated Balance Sheets at December 31, 2021 and December 31, 2020:

	December 31, 2021	December 31, 2020
ASSETS		
Current assets:		
Cash and cash equivalents	$42	$121
Receivables, net	79	36
Inventories	316	366
Other current assets	41	39
Property, plant and equipment	1,285	1,237
Less: Accumulated depreciation	(506)	(383)
Property, plant and equipment,net	779	854
Other assets	27	28
Total Assets	$1,284	$1,444
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities	168	55
Total Liabilites	168	55
Paid in capital	2,931	2,931
Retained earnings	(1,815)	(1,542)
Total Stockholder Equity	1,116	1,389
Total Liabilities and Stockholders' Equity	$1,284	$1,444

All assets in the above table can only be used to settle obligations of the consolidated VIE. Liabilities are nonrecourse obligations. Amounts presented in the table above are adjusted for intercompany eliminations.

The following table summarizes the Statement of Operations of the VIE included in the Company's Consolidated Statement of Operations for the period ended December 31, 2021 and December 31, 2020.

	December 31, 2021	December 31, 2020	December 31, 2019
Net sales	$974	$627	$218
Cost of sales	981	572	315
Gross margin	(7)	55	(97)
Selling, general and administrative	206	230	142
Operating loss	(213)	(175)	(239)
Other expense	60	67	42
Loss before income taxes	(273)	(242)	(281)
Income tax expense	-	115	-
Net loss	($273)	($357)	($281)

23. Subsequent Events

Viskase evaluated its December 31, 2021 consolidated financial statements for subsequent events through March 31, 2022, the date the consolidated financial statements were available to be issued.

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS (Unaudited)

Company Overview

The Company operates in the casing product segment of the food industry. Viskase is a worldwide leader in the production and sale of cellulosic, fibrous and plastic casings for the processed meat and poultry industry. Viskase currently operates ten manufacturing facilities throughout North America, Europe, South America and Asia. Viskase provides value-added support services relating to these products for some of the world's largest global consumer products companies. Viskase is one of the two largest worldwide producers of non-edible cellulosic casings for processed meats and one of the three largest manufacturers of non-edible fibrous casings.

Our net sales are driven by consumer demand for meat products and the level of demand for casings by processed meat manufacturers, as well as the average selling prices of our casings. Specifically, demand for our casings is dependent on population growth, overall consumption of processed meats and the types of meat products purchased by consumers. Average selling prices are dependent on overall supply and demand for casings and our product mix.

Our cellulose, fibrous and plastic casing extrusion operations are capital-intensive and are characterized by high fixed costs. Our finishing operations are labor intensive. The industry's operating results have historically been sensitive to the global balance of capacity and demand. The industry's extrusion facilities produce casings under a timed chemical process and operate continuously.

Our contribution margin varies with changes in selling price, input material costs, labor costs and manufacturing efficiencies. The total contribution margin increases as demand for our casings increases. Our financial results benefit from increased volume because we do not have to increase our fixed cost structure in proportion to increases in demand. For certain products, we operate at near capacity in our existing facilities. We regularly evaluate our capacity and projected market demand. We believe the current and planned cellulosic production capacity in our industry is in balance with global demand.

Comparison of Results of Operations for Years Ended December 31, 2021, 2020 and 2019.

The following discussion compares the results of operations for the fiscal year ended December 31, 2021 to the results of operations for the fiscal year ended December 31, 2020, and compares the results of operations for the fiscal year ended December 31, 2020 to the results of operations for the fiscal year ended December 31, 2019. We have provided the table below in order to facilitate an understanding of this discussion. The table shows our results of operations (in millions) for the 2021, 2020 and 2019 fiscal years.

	Year Ended Dec 31, 2021		Year Ended Dec 31, 2020		Year Ended Dec 31, 2019
NET SALES	$415.7	1.7%	$408.9	6.2%	$384.9
Cost of sales	343.6	4.8%	327.9	5.2%	311.6
Selling, general and administrat	48.2	-3.2%	49.8	-7.3%	53.7
Amortization of intangibles	1.8	5.9%	1.7	6.2%	1.6
Asset impairment	0.5	25.0%	0.4	-60.0%	1.0
Restructing expense	0.5	25.0%	0.4	-95.7%	9.2
OPERATING INCOME	21.1	-26.7%	28.8	274.0%	7.7
Interest expense, net of income	6.2	-45.6%	11.4	-29.6%	16.2
Other expense, net	13.8	115.6%	6.4	-28.1%	8.9
Loss on early extinguishment of debt	-	NM	0.3	NM	-
Income tax provision	4.5	-27.4%	6.2	-19.5%	7.7
NET (LOSS) INCOME	($3.4)	NM	$4.6	-118.3%	($25.1)

NM= Not meaningful when comparing positive to negative numbers or to zero.

2021 Versus 2020

Net Sales. Our net sales for 2021 were $415.7 million, which represents an increase of $6.8 million or 1.7% from the prior year. Net sales increased $14 million from price and mix, $6 million due to foreign currency translation and decrease $13 million due to volume.

Cost of Sales. Cost of sales for 2021 increased 4.8% from the comparable prior year period. The increase is mainly due to inflation of raw material cost, higher distribution expense and lower absorption of manufacturing costs at our plants due to labor and raw material supply shortages.

Selling, General and Administrative Expenses. We decreased selling, general and administrative expenses from $49.8 million in 2020 to $48.2 million in 2021. The decrease is mainly due to lower costs for employee compensation plans.

Amortization of Intangibles. The Company incurred an expense of $1.8 million during 2021 on the amortization of intangibles recognized with the acquisitions compared to $1.7 million in 2020.

Asset Impairment Charge. The Company incurred an asset impairment charge of $0.5 million in 2021 related to a prepaid IP royalty compared to a charge of $0.4 million in 2020 related to the write down of capitalized software not placed in service.

Restructuring Expense. Restructuring expense of $0.5 million during 2021 and $0.4 million in 2020 resulted from the planned partial relocation of our manufacturing operation in Thaon, France and a downsizing of our facility in Bomlitz, Germany. The plan involved the involuntary termination of approximately 150 employees. The Company anticipates an annual savings of $10.0 million per year when the plan is fully implemented.

Operating Income. Operating income for 2021 was $21.1 million, representing a decrease of $7.7 million from the prior year. The decrease in operating income was primarily due to higher cost of sales discussed above.

Interest Expense. Interest expense, net of interest income, for 2021 was $6.2 million, representing an decrease of $5.2 million compared to 2020. The decrease is a result of a lower interest rate on our Term loan.

Other Expense. Other expense for 2021 was approximately $13.8 million, representing an increase of $7.4 million over 2020. The increase is primarily due to foreign currency translation loss.

Income Tax Provision. During 2021, an income tax expense of $4.5 million was recognized on the income before income taxes of $1.2 million compared to income tax expense of $6.2 million in 2020. The 2021 effective income tax rate was 386.5% compared to 57.7% for 2020.

Primarily as a result of the factors discussed above, net loss for 2021 was $3.4 million compared to net income of $4.6 million for 2020.

2020 Versus 2019

Net Sales. Our net sales for 2020 were $408.9 million, which represents an increase of $24.0 million or 6.2% from the prior year. Net sales increased $16.4 million from volume, $7.3 million due to price and mix and $0.3 due to foreign currency translation.

Cost of Sales. Cost of sales for 2020 increased 5.2% from the comparable prior year period. The increase is mainly due to higher volume claim and lower absorption of manufacturing costs at our plants.

Selling, General and Administrative Expenses. We decreased selling, general and administrative expenses from $53.7 million in 2019 to $49.8 million in 2020. The decrease is mainly due to lower costs with the restructuring plan.

Amortization of Intangibles. The Company incurred an expense of $1.7 million during 2020 on the amortization of intangibles recognized with the acquisitions compared to $1.6 in 2019.

Asset Impairment Charge. The Company incurred an asset impairment charge of $0.4 million in 2020 related to the write down of capitalized software not placed in service.

Restructuring Expense. Restructuring expense of $0.4 million during of 2020 and $9.2 million in 2019 resulted from the planned partial relocation of our manufacturing operation in Thaon, France and a downsizing of our facility in Bomlitz, Germany. The plan involved the involuntary termination of approximately 150 employees. The Company anticipates an annual savings of $10.0 million per year when the plan is fully implemented.

Operating Income. Operating income for 2020 was $28.8 million, representing an increase of $21.1 million from the prior year. The increase in operating income was primarily due to higher gross profit due to volume and lower operating expenses resulting from the restructuring plans of prior years.

Interest Expense. Interest expense, net of interest income, for 2020 was $11.4 million, representing a decrease of $4.8 million compared to 2019. The decrease is a result of a lower interest rate on our Term loan and capitalized interest.

Other Expense. Other expense for 2020 was approximately $6.4 million, representing a decrease of $2.5 million from 2019. The decrease is primarily due to lower nonservice cost expense related to pension plans.

Income Tax Provision. During 2020, an income tax expense of $6.2 million was recognized on the income before income taxes of $10.8 million compared to income tax expense of $7.7 million in 2019. The 2020 effective income tax rate was 57.7% compared to (44.6%) for 2019.

Primarily as a result of the factors discussed above, net income was $4.6 million compared to net loss of $(25.1) million for 2019.

Liquidity and Capital Resources

Cash and cash equivalents decreased by $6.0 million during 2021. Net cash provided by operating activities was $3.2 million and net cash used in investing activities was $17.2 million. Net cash provided by financing activities was $3.7 million. Cash flows provided by operating activities were principally attributable to results from operations. Our inventory increased during 2021 due to increased raw material purchasing to mitigate supply chain issues for our manufacturing plants. Cash flows used in investing activities were principally attributable to capital expenditures. Cash flows provided by financing activities principally consisted of short term borrowings offset by debt repayments under our Europe Bank Loan and Term Loan.

Our cash held in foreign banks was $8.1 million (against a total cash balance of $9.9 million) and $13.4 million (against a total cash balance of $15.8 million) as of December 31, 2021 and December 31, 2020, respectively. Any cash held by our foreign subsidiaries does not have a significant impact on our overall liquidity, but if we fail to generate sufficient cash through our domestic operations, our foreign operations could be a potential source of liquidity.

As of December 31, 2021 the Company had positive working capital of approximately $131.1 million, with additional amounts of credit available under its New Senior Credit Facility.

New Senior Credit Facility

On October 09, 2020, the Company entered into a Credit Agreement with Bank of America, N.A. ("BofA") as Administrative Agent, Swingline Lender and L/C Issuer, and the other Lender parties thereto, providing for a $150.0 million term loan (the "New Term Loan") and a $30.0 million revolving credit facility (the "New Revolving Credit Facility" and together with the New Term Loan, the "New Senior Credit Facility").

The interest rates per annum applicable to the New Senior Credit Facility (other than in respect of Swingline Loans) will be LIBOR (or, if LIBOR is not available for an Alternative Currency, such other interest rate customarily used by BofA for such Alternative Currency), but in any event, not less than 0.75%, plus the Applicable Rate (as defined below), or, for U.S. dollar denominated loans only, made to the Company at the option of the Company, the Base Rate, to be defined as the highest of: (a) the Federal Funds Rate plus one-half percent (0.50%); (b) the Bank of America prime rate; and (c) the one (1) month LIBOR (adjusted daily) plus one percent (1.00%), but in any event, not less than 1.75%, plus the Applicable Rate. Applicable Rate means, with respect to the New Term Loan and the New Revolving Credit Facility, (i) from October 9, 2020 until delivery of the compliance certificate for the quarter ending December 31, 2020, 3.00% per annum, in the case of LIBOR loans, and 2.00% per annum, in the case of Base Rate loans, and (ii) thereafter, a percentage per annum to be determined in accordance with the applicable pricing grid set forth in the New Senior Credit Facility based upon the Company's Consolidated Coverage Ratio as reflected in a quarterly Compliance Certificate. Each Swingline Loan shall bear interest at the Base Rate plus the Applicable Rate for Base Rate loans under the New Revolving Credit Facility. As of December 31, 2020, our interest rate was 3.75%.

The New Senior Credit Facility required the Company to repay principal of the New Term Loan at the rate of 5% of the original principal balance during each of the first two years and 7.5% of the original principal balance during the third year. The maturity date on the New Senior Credit Facility was October 09, 2023.

On August 13, 2021, the Company entered into the First Amendment to the New Senior Credit Facility (the "Amended Senior Credit Facility"). The Amended Senior Credit Facility extended the maturity for five years from the August 13, 2021 signing date and changed some of the terms of the facility as stated below.

The interest rates per annum applicable to the Amended Senior Credit Facility (other than in respect of Swingline Loans) will be LIBOR (or, if LIBOR is not available for an Alternative Currency, such other interest rate customarily used by BofA for such Alternative Currency), but in any event, not less than 0.00%, plus the Applicable Rate (as defined below), or, for U.S. dollar denominated loans only, made to the Company at the option of the Company, the Base Rate, defined as the highest of: (a) the Federal Funds Rate plus one-half percent (0.50%); (b) the Bank of America prime rate; and (c) the one (1) month LIBOR (adjusted daily) plus one percent (1.00%), but in any case not less than 1.00%. plus the Applicable Rate. Applicable Rate means, with respect to the Amended Senior Credit Facility, a percentage per annum to be determined in accordance with the applicable pricing grid set forth in the Amended Senior Credit Facility based upon the Company's Consolidated Coverage Ratio as reflected in a quarterly Compliance Certificate. Each Swingline Loan shall bear interest at the Base Rate plus the Applicable Rate for Base Rate loans under the New Revolving Credit Facility. As of December 31, 2021, our current interest rate is 3.00%.

The Amended Senior Credit Facility requires the Company to repay principal of the New Term Loan at the rate of 5% of the original principal balance during each of the first two years, 7.5% during the third and fourth years and 10% of the original principal balance during the fifth year. The maturity date on the Amended Senior Credit Facility is August 13, 2026.

The Company may prepay the Amended Senior Credit Facility, in whole or in part, at any time without premium or penalty, subject to reimbursement of the Lenders' breakage and redeployment costs in the case of prepayment of LIBOR borrowings and foreign currency borrowings bearing interest at a rate other than LIBOR. Each such prepayment of the New Term Facility shall be applied as directed by the Company. The unutilized portion of the commitments under the Amended Senior Credit Facility may be irrevocably reduced or terminated by the Company at any time without penalty.

The Amended Senior Credit Facility is guaranteed by each existing and future direct and indirect wholly owned material domestic Restricted Subsidiary and foreign Restricted Subsidiary of the Company (other than any Brazilian subsidiary). The Amended Senior Credit Facility is secured by substantially all assets of the Company and its material domestic Restricted Subsidiaries, with the exception of real property.

The Amended Senior Credit Facility contains various covenants which restrict the Company's ability to, among other things, incur indebtedness, create liens on our assets, make investments, enter into merger, consolidation or acquisition transactions, dispose of assets (other than in the ordinary course of business), make certain restricted payments, enter into sale and leaseback transactions and transactions with affiliates, in each case subject to permitted exceptions. The Amended Senior Credit Facility also requires that we comply with certain financial covenants, including meeting a consolidated leverage ratio and consolidated fixed charge coverage ratio. The Company is in compliance with the Amended Senior Credit Facility covenants as of December 31, 2021.

Foreign Lines of Credit

In its foreign operations, the Company has unsecured lines of credit with various banks providing approximately $5.5 million of availability. There were no borrowings under the lines of credit at December 31, 2021 and $0.2 million of borrowings at December 31, 2020.

Pension and Postretirement Benefits

Our long-term pension and postretirement benefit liabilities totaled $54.6 million at December 31, 2021.

Expected annual cash contributions for U.S. pension liabilities are expected to be (in millions):

	2022	2023	2024	2025	2026
Pension	$ 0.1	$ 5.9	$ 6.0	$ 6.0	$ 6.1

Contract Obligations

As of December 31, 2021, the aggregate maturities of debt(1), leases and purchase commitments for each of the next five years are (in millions):

	2022	2023	2024	2025	2026	Thereafter
Term Credit Facility	$ 23.5	$ 9.4	$ 11.3	$ 13.1	$ 99.4	$ -
Operating Leases	5.2	4.8	4.6	4.4	4.1	22.5
Other	-	-	-	-	-	0.9
	$ 28.7	$ 14.2	$ 15.9	$ 17.5	$ 103.5	$ 23.4

(1) The aggregate maturities of debt represent amounts to be paid at maturity and not the current carrying value.

New Accounting Pronouncements

Please reference Footnote 1 in our Notes to Consolidated Financial Statements.

FORWARD-LOOKING STATEMENTS

This report includes "forward-looking statements." Forward-looking statements are those that do not relate solely to historical fact. These statements relate to future events or our future financial performance and implicate known and unknown risks, uncertainties and other factors that may cause the actual results, performances or levels of activity of our business or our industry to be materially different from that expressed or implied by any such forward-looking statements. They include, but are not limited to, any statement that may predict, forecast, indicate or imply future results, performance, achievements or events. In some cases, you can identify forward-looking statements by use of words such as "believe," "anticipate," "expect," "estimate," "intend," "project," "plan," "will," "would," "could," "predict," "propose," "potential," "may" or words or phrases of similar meaning. Statements concerning our financial position, business strategy and measures to implement that strategy, including changes to operations, competitive strengths, goals, plans, references to future success and other similar matters are forward-looking statements. Forward-looking statements may relate to, among other things:

- our ability to meet liquidity requirements and to fund necessary capital expenditures;
- the strength of demand for our products, prices for our products and changes in overall demand;
- assessment of market and industry conditions and changes in the relative market shares of industry participants;
- consumption patterns and consumer preferences;
- the effects of competition and competitor responses to our products and services ;
- our ability to realize operating improvements and anticipated cost savings;
- pending or future legal proceedings and regulatory matters;
- general economic conditions and their effect on our business;
- changes in the cost or availability of raw materials and changes in energy prices or other costs;
- pricing pressures for our products;

- the cost of and compliance with environmental laws and other governmental regulations;
- our results of operations for future periods;
- our anticipated capital expenditures;
- our ability to pay, and our intentions with respect to the payment of, dividends on shares of our capital stock;
- our ability to protect our intellectual property;
- economic and industry conditions affecting our customers and suppliers
- our ability to identify, complete and integration acquisitions; and
- our strategy for the future, including opportunities that may be presented to and/or pursued by us.

These forward-looking statements are not guarantees of future performance. Forward-looking statements are based on management's expectations that involve risks and uncertainties.