LAW OFFICES OF
DOUGLAS T. TABACHNIK, P.C.
Douglas T. Tabachnik
Woodhull House
63 West Main St., Suite C
Freehold, New Jersey 07728-2141
Telephone: (732) 780-2760
Facsimile: (732) 780-2761
dtabachnik@dttlaw.com

-and-

STUTZMAN, BROMBERG
ESSERMAN & PLIFKA
A Professional Corporation
Sander L. Esserman (Texas Bar No. 06671500)
Steven A. Felsenthal (Texas Bar No. 06889900)
2323 Bryan Street, Suite 2200
Dallas, Texas 85201-2689
Telephone: (214) 969-4900
Facsimile: (214) 969-4999
esserman@sbep-law.com
felsenthal@sbep-law.com

ATTORNEYS FOR THE
CONGOLEUM PLAN TRUST

UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

IN RE: **CONGOLEUM CORPORATION, CONGOLEUM SALES, INC., and CONGOLEUM FISCAL, INC.,** **Debtors**	**Case No. 09-04371 (JAP)** **Chapter 11** **Case No. 03-51524** **Jointly Administered**

NOTICE OF FILING OF ANNUAL REPORT, FINANCIAL STATEMENTS AND RESULTS OF OPERATIONS OF THE CONGOLEUM PLAN TRUST FOR FISCAL YEAR ENDED DECEMBER 31, 2013

PLEASE TAKE NOTICE that, on April 30, 2014, the Plan Trustee of the Congoleum Plan Trust ("Trust") filed the Annual Report, Financial Statements and Results of Operations of the Trust for Fiscal Year Ended December 31, 2013 (the "Annual Report") and its audited

financial statements for the same period (the "Audited Financial Statements"). The Annual Report and the Audited Financial Statements are attached hereto as Exhibits "A" and "A-1," respectively.

Dated: April 30, 2014

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DOUGLAS T. TABACHNIK, P.C.

By: *Douglas T. Tabachnik*
Douglas T. Tabachnik

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EXHIBIT A

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UNITED STATES DISTRICT COURT
DISTRICT OF NEW JERSEY

IN RE: **CONGOLEUM CORPORATION, CONGOLEUM SALES, INC., and CONGOLEUM FISCAL, INC.,** **Debtors**	**Case No. 09-04371 (JAP)** **Chapter 11** **Case No. 03-51524** **Jointly Administered**

ANNUAL REPORT, FINANCIAL STATEMENTS AND RESULTS OF OPERATIONS OF THE CONGOLEUM PLAN TRUST FOR FISCAL YEAR ENDED DECEMBER 31, 2013

The Honorable Alfred Wolin, Ret., the Plan Trustee of the Congoleum Plan Trust (the "Plan Trust"),[1] created pursuant to the Fourth Amended Joint Plan of Reorganization Under

[1] Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Fourth Amended Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code of the Debtors, the Official Asbestos

Chapter 11 of the Bankruptcy Code of the Debtors, the Official Asbestos Claimants' Committee, the Official Committee of Bondholders for Congoleum Corporation, *et al.* and the Futures Representative dated as of March 11, 2010 (as modified) (the "Plan"), submits this Annual Report, Financial Statements and Results of Operations of the Congoleum Plan Trust for Fiscal Year Ended December 31, 2013.

I. Plan Trust Asbestos Claims

Section 2.2(c) of the Plan Trust Agreement requires the Plan Trustee to account to the District Court, regardless of whether the Reorganization Cases are closed, and file an annual report containing financial statements of the Plan Trust and a summary of the number and type of Plan Trust Asbestos Claims disposed of, and the amount paid in respect of such Plan Trust Asbestos Claims, during the period covered by the financial statements.

A. Asbestos Personal Injury Claims

The First Amended Congoleum Plan Trust Distribution Procedures (effective July 7, 2011) (as amended, the "TDP"), the Congoleum Plan Trust Claim Form for Asbestos Personal Injury Claims, the Congoleum Plan Trust Release and other claims-related forms and instructions are available at www.congoleumtrust.com.

1. Payment Percentage, Maximum Annual Payment and Claims Payment Ratio

The Payment Percentage for 2013 was 6.25%.

The Maximum Annual Payment for 2013 was $35,490,000.

Pursuant to the TDP, Claims Payment Ratios are 75% for Category A claims and 25% for Category B claims. Category A claims consist of Asbestos Personal Injury Claims involving severe asbestosis and malignancies (Disease Levels IV – VIII). Category B claims

---

Claimants' Committee, the Official Committee of Bondholders for Congoleum Corporation, *et al.* and the Futures Representative dated as of March 11, 2010 (as modified).

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consist of Asbestos Personal Injury Claims involving Other Asbestos Disease (Disease Level I), non-malignant Asbestosis (Disease Level II) or Pleural Disease (Disease Level III).

The Maximum Available Payment[2] and Claims Payment Ratios were applied as follows:

From 2012, the Plan Trust carried $32,745,961 into 2013 for payment on Category A claims and $15,320,976 for payment on Category B claims.

For 2013, 75% of the Maximum Available Payment of $35,490,000 was allocated to Category A claims and 25% was allocated to Category B claims, with payments as follows:

Category A claims 75% =	$26,617,500
Carryover from 2012 =	$32,745,961
Total for 2013 =	$59,363,461
Paid in 2013 (net of refunds) =	$ 8,614,032
Carryover into 2014 =	$50,749,429
Category B claims 25% =	$ 8,872,500
Carryover from 2012 =	$15,320,976
Total for 2013 =	$24,193,476
Paid in 2013 (net of refunds) =	$ 6,146
Carryover into 2014 =	$24,187,330

A total of 43 liquidated Category A claims and 2 liquidated Category B claims remained in the FIFO Payment Queue (as that term is defined in the TDP) as of December 31, 2013.

[2] The Maximum Available Payment is the portion of the Maximum Annual Payment remaining after the Plan Trust reimburses the Reorganized Debtors for the Claims Handling Fee (as defined in the Plan Trust Agreement). No Claims Handling Fee was paid in 2013.

2. Claims Statistics for the Fiscal Year Ending December 31, 2013

The Plan Trust received 30,136 Asbestos Personal Injury Claims in 2013. The Plan Trust liquidated and paid 1,370 claims in 2013, totaling $8,620,178 after application of the Payment Percentage. Below is further detail with respect to the Asbestos Personal Injury Claims received and paid by the Plan Trust in 2013.

Total Asbestos Personal Injury Claims received in 2013 =	30,136
Total Category A claims received in 2013 =	9,704
Total Category B claims received in 2013 =	20,432
Total Asbestos Personal Injury Claims paid in 2013 =	1,370
Total Category A claims paid in 2013 =	1,319
Total Category B claims paid in 2013 =	51

Since inception of the Plan Trust, the Plan Trust has not approved 145,242 claims, including rejected claims, claims with uncured deficiencies, and withdrawn and deferred claims. The number of claims in the FIFO Processing Queue (as that term is defined in the TDP) on December 31, 2013, totaled 106, of which 66 are Category A claims and 40 are Category B claims.

B. Allowed Asbestos Property Damage Claims

All Asbestos Property Damage Claims were resolved and paid in 2011. Thus, the Plan Trust did not pay any Asbestos Property Damage Claims in 2013.

Congoleum Asbestos Trust Annual Reports, 2013 annual report
ACL Doc 13828 · Page 7 of 24
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II. Compensation and Expenses of the Trustees, Trust Advisory Committee and Futures Representative

A. Trustees

Under Section 4.5(c) of the Plan Trust Agreement, the Plan Trust is required to report to the Court the amount of compensation and expenses paid to the Plan Trustee and the Delaware Trustee. The Plan Trustee and the Delaware Trustee have received compensation and reimbursement for out-of-pocket costs and expenses during the fiscal year ending December 31, 2013, as follows:

Plan Trustee	$ 278,069[3]
Delaware Trustee	$ 2,500

B. Trust Advisory Committee

Under Section 5.6 of the Plan Trust Agreement, the Plan Trust is required to report to the Court the amount of compensation and expenses paid to the Trust Advisory Committee. The Trust Advisory Committee received compensation and reimbursement for out-of-pocket costs and expenses during the fiscal year ending December 31, 2013, as follows:

Trust Advisory Committee	$ 5,824

C. Futures Representative

Under Section 6.5 of the Plan Trust Agreement, the Plan Trust is required to report to the Court the amount of compensation and expenses paid to the Futures Representative. The Futures Representative received compensation and reimbursement for out-of-pocket costs and expenses during the fiscal year ending December 31, 2013, as follows:

Futures Representative	$ 48,782

[3] This figure includes the Plan Trustee's compensation provided under Section 4.5 of the Plan Trust Agreement and compensation received for work regarding Congoleum, Inc., of which the Plan Trust is the majority owner.

III. Financial Statements

A copy of the Plan Trust's audited financial statements for the year ending December 31, 2013, is attached hereto as Exhibit "A-1."

Dated: April 30, 2014

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esserman@sbep-law.com
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ATTORNEYS FOR THE
CONGOLEUM PLAN TRUST

EXHIBIT A-1

CONGOLEUM PLAN TRUST

SPECIAL-PURPOSE FINANCIAL STATEMENTS

DECEMBER 31, 2013

CONGOLEUM PLAN TRUST

DECEMBER 31, 2013

CONTENTS

	Page
Independent Auditor's Report	1 - 2
Special-Purpose Financial Statements:	
Statement of Assets, Liabilities and Net Claimants' Equity	3
Statement of Changes in Net Claimants' Equity	4
Statement of Cash Flows	5
Notes to Special-Purpose Financial Statements	6 - 12

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Independent Auditor's Report

The Trustee
Congoleum Plan Trust

We have audited the accompanying special-purpose financial statements of Congoleum Plan Trust, which comprise the special-purpose statement of assets, liabilities and net claimants' equity as of December 31, 2013, and the related special-purpose statements of changes in net claimants' equity and cash flows for the year then ended, and the related notes to the special-purpose financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these special-purpose financial statements in accordance with the special-purpose basis of accounting described in Note 2, to these special-purpose financial statements. Management is responsible for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these special-purpose financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the special-purpose financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the special-purpose financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the special-purpose financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the special-purpose financial statements 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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the special-purpose financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, the special-purpose financial statements referred to above present fairly, in all material respects, the assets, liabilities, and net claimants' equity of the Congoleum Plan Trust as of December 31, 2013, and the results of its operations and its cash flows for the year then ended in accordance with the special-purpose basis of accounting described in Note 2 to the special-purpose financial statements.

Emphasis of Matter

We draw attention to Note 2 to the special-purpose financial statements, which describes that the Trust's financial statements are prepared to present the net assets available for the payment of claims and related operating expenses of the Trust to the beneficiaries of the Trust in accordance with the special-purpose accounting methods adopted by the Trustee which is a basis of accounting other than accounting principles generally accepted in the United States of America ("GAAP"). It is not intended to be a complete presentation of the Trust's assets and liabilities in accordance with GAAP. Our opinion is not modified with respect to that matter.

Restriction on Use

This report is intended solely for the information and use of the management of the Trust, the Trustee, the beneficiaries of the Trust, and the United States Bankruptcy Court for the District of New Jersey, and is not intended to be and should not be used by anyone other than these specified parties.

Cohn Reznick LLP

Roseland, New Jersey
April 28, 2014

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CONGOLEUM PLAN TRUST

SPECIAL-PURPOSE STATEMENT OF ASSETS, LIABILITIES AND NET CLAIMANTS' EQUITY
DECEMBER 31, 2013

ASSETS

Cash and Cash Equivalents:	
CitiBank	$ 5,819,406
US Trust	1,959,248
Total cash and cash equivalents	7,778,654
Insurance Settlements Receivable	22,950,000
Investments:	
CitiBank	
Investments	95,330,726
Income receivable	979,061
U.S. Trust	
Investments	100,763,979
Income receivable	690,543
	197,764,309
Equity investments - Congoleum Corporation	5,331,000
Total investments	203,095,309
Other Assets:	
Prepaid assets	31,638
TOTAL ASSETS	$ 233,855,601

LIABILITIES AND NET CLAIMANTS' EQUITY

LIABILITIES:	
Settled claims payable	$ 754,653
Accounts payable	167,951
Total liabilities	922,604
NET CLAIMANTS' EQUITY	232,932,997
TOTAL LIABILITIES AND NET CLAIMANTS' EQUITY	$ 233,855,601

See accompanying notes to special-purpose financial statements.

CONGOLEUM PLAN TRUST

SPECIAL-PURPOSE STATEMENT OF CHANGES IN NET CLAIMANTS' EQUITY
YEAR ENDED DECEMBER 31, 2013

ADDITIONS:	
Contributions:	
Insurance settlements	$ 16,125
Investment income, net:	
Interest and dividends income	4,806,774
Investment advisory fees	(610,375)
Realized gain on sale of securities, net	2,913,152
Unrealized gain on investments, net	1,212,505
Total investment income, net	8,322,056
TOTAL ADDITIONS	8,338,181
DEDUCTIONS:	
Claims settled	8,165,750
General and administrative:	
Claims consultant fees	26,260
Claims processing fees	556,029
Insurance	63,800
Accounting	69,039
Other	2,500
Professional services:	
Legal fees	4,741
Trust general counsel	348,967
Special insurance counsel	361,124
Future claims representative fees	48,782
Future claims representative attorney fees	113,576
TAC attorney fees	46,921
TAC expenses	5,824
Trustee	278,069
TOTAL DEDUCTIONS	10,091,382
NET DECREASE IN NET CLAIMANTS' EQUITY	(1,753,201)
NET CLAIMANTS' EQUITY - beginning	234,686,198
NET CLAIMANTS' EQUITY - ending	$ 232,932,997

See accompanying notes to special-purpose financial statements.

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CONGOLEUM PLAN TRUST

SPECIAL-PURPOSE STATEMENT OF CASH FLOWS
YEAR ENDED DECEMBER 31, 2013

CASH FLOWS FROM OPERATING ACTIVITIES:	
Net decrease in net claimants' equity	$ (1,753,201)
Adjustments to reconcile net decrease in net claimants' equity to net cash provided by operating activities:	
Realized gain on sale of securities, net	(2,913,152)
Unrealized gain on investments, net	(1,212,505)
Amortization of bond premiums	1,625,013
Decrease in:	
Insurance settlements receivable	7,000,000
Accounts payable	392
Increase in:	
Income receivable on investments	(148,065)
Settled claims payable	(1,648,786)
NET CASH PROVIDED BY OPERATING ACTIVITIES	949,696
CASH FLOWS FROM INVESTING ACTIVITIES:	
Proceeds from sale of investments	52,308,077
Purchases of investments	(69,523,744)
NET CASH USED IN INVESTING ACTIVITIES	(17,215,667)
NET DECREASE IN CASH AND CASH EQUIVALENTS	(16,265,971)
CASH AND CASH EQUIVALENTS - beginning	24,044,625
CASH AND CASH EQUIVALENTS - ending	$ 7,778,654

See accompanying notes to special-purpose financial statements.

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CONGOLEUM PLAN TRUST
NOTES TO SPECIAL-PURPOSE FINANCIAL STATEMENTS
DECEMBER 31, 2013

NOTE 1 - ORGANIZATION

The Congoleum Plan Trust (the "Trust") was established on June 7, 2010 and is a "qualified settlement fund" pursuant to the meaning of Section 1.468B-1 et seq. to the Treasury Regulations promulgated under section 468B of the Internal Revenue Code. The Trust will assume all Asbestos Personal Injury Claims (whether now existing or arising at any time hereafter) and to use the Trust assets to pay holders of such Asbestos Personal Injury Claims in accordance with the Congoleum Plan Trust Agreement and the Congoleum Plan Trust Distribution Procedures.

NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting
The Trust's financial statements are prepared using special-purpose accounting methods adopted by the Trustee which differ from accounting principles generally accepted in the United States of America ("GAAP"). The special-purpose accounting methods were adopted in order to communicate to the beneficiaries of the Trust the net assets available for the payment of claims and related operating expenses of the Trust. Since the accompanying financial statements and transactions are not based upon GAAP, accounting treatment by other parties for these same transactions may differ as to timing and amount.

The special-purpose accounting methods include the following:

Investment securities are recorded at fair value. All interest and dividend income, net of investment expenses, are included in investment income in the accompanying special-purpose statement of changes in net claimants' equity. Net realized and unrealized gains and (losses) on investment securities are recorded as a net addition or (deduction) in the special-purpose statement of changes in net claimants' equity.

Net claimants' equity represents funds available to pay asbestos related claims that have been submitted but not processed or not yet submitted. Trust expenses are also paid from net claimants' equity. Under GAAP, net claimants' equity would be reduced for estimates of amounts to be paid for claims that have been submitted, but not processed or not yet submitted.

Claims are expensed in the period in which the confirmed claims are settled. The Trust considers claims settled upon receipt of signed releases after the claims were approved through the Claim Review Process. Under GAAP, a liability would be recorded for an estimate of the amount to be paid for claims that have been incurred but not yet reported, and for those claims that have been submitted but not yet approved for payment by the Trust.

Payments for services to be received over an extended period in the future are expensed as paid since these amounts are no longer available for the payment of claims. Under GAAP, an asset would be recorded and amortized over the period in which the related benefits are received.

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NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Income tax expense is estimated and recorded as incurred in the period in which certain income and expense items affect current Federal income taxes payable. Income tax refunds are recorded when cash is received by the Trust and deferred income tax benefits are not recognized. Under GAAP, the provision for income taxes is recorded based upon income reported for financial statement purposes, and Federal and state income taxes both currently payable and changes in deferred taxes due to differences between financial reporting and tax bases of assets and liabilities, such as unrealized gains and losses on investment securities, and recognition of deferred tax benefits.

Cash Equivalents
The Trust considers all short-term investments with original maturity of three (3) months or less to be cash equivalents.

The Trust maintains its cash and cash equivalents, which at times may exceed Federally insured limits, with financial institutions. The Trust has not experienced any losses in such accounts, and management does not believe it is exposed to any significant credit risk on cash and cash equivalents.

Investment Securities
Investment securities are stated at fair market value with changes in unrealized gains and losses recorded in the current period. Investment income is recognized when earned. Any unpaid interest and dividend income is recorded as income receivable. Realized gains and losses on sales are determined using the specific identification method.

Fair Value Hierarchy
Investments are classified as available for sale and stated at fair value. Fair value is defined as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. In accordance with FASB ASC 820-10-50, *Fair Value Measurements* establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. The standard describes three levels of inputs that may be used to measure fair value:

Level 1: Inputs that are based upon quoted prices for identical instruments traded in active markets.

Level 2: Inputs that are based upon quoted prices for similar instruments in active markets, quoted prices for identical or similar investments in markets that are not active, or models based on valuation techniques for which all significant assumptions are observable in the market or can be corroborated by observable market data for substantially the full term of the investment.

Level 3: Inputs that are generally unobservable and typically reflect management's estimates of assumptions that market participants would use in pricing the asset or liability. The fair values are therefore determined using model-based techniques that include option pricing models, discounted cash flow models, and similar techniques.

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NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fair Value Hierarchy (Continued)
The following section describes the valuation methodologies the Trust uses to measure its financial assets at fair value.

Equities: Valued at the closing price reported on the active market on which the individual securities are traded.

Bonds: Valued using a metrics system provided by the pricing vendors.

Public real estate investment trusts ("REITs"): Valued at the closing price reported on the active market on which the REITs are traded.

Commodities: Valued at the closing price reported on the active market on which the commodities are traded.

Equity investment of common stock in Congoleum Corporation: Valued using an appraisal as of July 1, 2010, upon the transfer of the stock to the Trust.

Fair value estimates are made at a specific point in time, based on available market information and judgments about the financial asset, including estimates of timing, amount of expected future cash flows and the credit standing of the issuer. In some cases, the fair value estimates cannot be substantiated by comparison to independent markets. In addition, the disclosed fair value may not be realized in the immediate settlement of the financial asset. In addition, the disclosed fair values do not reflect any premium or discount that could result from offering for sale at one time an entire holding of a particular financial asset. Potential taxes and other expenses that would be incurred in an actual sale or settlement are not reflected in amounts disclosed.

Income Taxes
The Trust has elected to be treated as a Qualified Settlement Fund under the Internal Revenue Code and Regulations. As a result, the Trust is subject to Federal income taxes based on modified gross income. In the opinion of management, the Trust is not subject to state income taxes, and, therefore, the special-purpose financial statements do not include any provision or liability for state income taxes. There was no Federal income tax expense for the year ended December 31, 2013.

Net operating losses expiring in 2032, which approximate $1,800,000, are available to offset future taxable income generated by the Trust.

The Trust files income tax returns in the United States Federal jurisdiction. Since the Trust was formed during 2010, no U.S. Federal income tax returns are closed under statutes of limitations.

Use of Estimates
The preparation of financial statements in conformity with the special-purpose accounting methods described above requires the Trust to make estimates and assumptions that affect the reported amounts of certain assets and liabilities and the disclosure of contingent assets and liabilities at the date of the special-purpose financial statements, as well as the reported amounts of additions and deductions to net claimants' equity during the reporting period. Actual results could differ from those estimates and such differences could have a material effect on net claimants' equity. As of December 31, 2013, the Trust has made no significant estimates and assumptions.

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NOTE 2 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Subsequent Events

The Trust has evaluated subsequent events through April 28, 2014, the date the special-purpose financial statements were available to be issued.

NOTE 3 - CASH, CASH EQUIVALENTS AND INVESTMENTS

CitiBank and U.S. Trust

Cash, cash equivalents and investment securities consist of the following at December 31, 2013:

	Cost	Fair Value	Unrealized Gains (Losses)
Cash and cash equivalents	$ 7,778,654	$ 7,778,654	$ -
Equities	37,835,500	45,875,838	8,040,338
Bonds	147,459,015	147,369,784	(89,231)
Public real estate investment trusts	1,227,728	1,271,858	44,130
Commodities	1,680,557	1,577,225	(103,332)
Total	$ 195,981,454	$ 203,873,359	$ 7,891,905

The maturities of the Trust's investment in bonds are as follows as of December 31, 2013:

	Less than One Year	After One Year to Five Years	After Five Years to Ten Years	After Ten Years	Total
Bonds	$ 7,811,204	$ 58,056,631	$ 41,724,374	$ 39,777,575	$ 147,369,784

Congoleum Corporation

In accordance with the terms of the settlement agreements, the Trust acquired 2,008,017 shares (50.3%) of Congoleum Corporation common stock. This investment is recorded at the fair value of Congoleum Corporation, based on an appraisal, as of July 1, 2010, in accordance with the special-purpose basis of accounting described in Note 2. The Trust does not exercise significant influence over its operating and financial activities.

Fair value of this investment is based on unobservable inputs (Level 3).

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CONGOLEUM PLAN TRUST
NOTES TO SPECIAL-PURPOSE FINANCIAL STATEMENTS
DECEMBER 31, 2013

NOTE 4 - INSURANCE SETTLEMENTS RECEIVABLE

The receivable represents the remaining balance due from two insurance settlements negotiated in prior years. At December 31, 2013, the future scheduled payments to be received are as follows:

2014	$ 8,950,000
2015	7,000,000
2016	7,000,000
	$ 22,950,000

NOTE 5 - FAIR VALUE OF FINANCIAL INSTRUMENTS

At December 31, 2013, investments measured at fair value on a recurring basis are summarized below:

Description	Assets Measured at Fair Value	Fair Value Hierarchy Level		
		Level 1	Level 2	Level 3
Cash and cash equivalents	$ 7,778,654	$ 7,778,654	$ -	$ -
Equities:				
Common stock	33,244,087	33,244,087	-	-
Mutual funds	12,631,751	12,631,751	-	-
Total equities	45,875,838	45,875,838	-	-
Bonds:				
Corporate	14,816,422	-	14,816,422	-
Municipal	128,246,211	-	128,246,211	-
International	4,307,151	-	4,307,151	-
Total bonds	147,369,784	-	147,369,784	-
Public real estate Investment trusts	1,271,858	-	1,271,858	-
Commodities	1,577,225	1,577,225	-	-
Equity investment	5,331,000	-	-	5,331,000
Total assets of fair value	$ 209,204,359	$ 55,231,717	$ 148,641,642	$ 5,331,000

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CONGOLEUM PLAN TRUST
NOTES TO SPECIAL-PURPOSE FINANCIAL STATEMENTS
DECEMBER 31, 2013

NOTE 5 - FAIR VALUE OF FINANCIAL INSTRUMENTS (Continued)

At December 31, 2013, equities consist of the following:

Common stock:		
Consumer discretionary	$	4,711,212
Consumer staples		2,157,842
Energy		3,460,400
Financials		5,537,519
Health Care		4,568,364
Industrials		3,882,528
Information Technology		6,186,150
Materials		959,918
Telecommunications		1,030,366
Utilities		749,788
Total common stock		33,244,087
Mutual funds:		
Large cap blend		4,356,837
Foreign large cap blend		3,476,049
Large growth		1,031,400
Mid-cap blend		588,764
Small blend		1,167,691
Diversified emerging markets		2,011,010
Total mutual funds		12,631,751
Total equities	$	45,875,838

NOTE 6 - CONTINGENT LIABILITIES

The Plan Documents (as defined in the Confirmed Plan) subject the Trust to certain reimbursement and indemnification obligations that may result in future claims against the Trust.

The probability of such claims cannot be reasonably determined. Accordingly, no associated liability has been recorded in the accompanying special-purpose financial statements. Such claims, if any, are not expected to be material.

NOTE 7 - LIABILITY FOR ASBESTOS CLAIMS

The ultimate number of claims to be filed and the liability for all such claims are not determinable at this time. However, the Trustees' estimate of the liquidated value of future claims is approximately $985,000,000 (unaudited). These claims will be paid in accordance with the Payment Percentage at the time of the payment. As of December 31, 2013, the Payment Percentage was 6.25%.

The net claimants' equity at December 31, 2013 represents funding available for all claims for which no fixed liability has yet been established.

Congoleum Asbestos Trust Annual Reports, 2013 annual report
ACL Doc 13828 · Page 23 of 24
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NOTE 8 - RISKS AND UNCERTAINTIES

The Trust invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to these risks, it is possible that changes in the values of the investment securities will occur in the near term, and that such changes could have a material effect on the fair value of the investment amounts as stated on the special-purpose statement of assets, liabilities and net claimants' equity.

NOTE 9 - TRUSTEE FEE

The Trustee fee includes the Trust Trustee's compensation, provided under Section 4.5 of the Congoleum Plan Trust Agreement, and compensation for services rendered regarding Congoleum, Inc., of which the Trust is the majority owner.

Congoleum Asbestos Trust Annual Reports, 2013 annual report
ACL Doc 13828 · Page 24 of 24
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