Boss Holdings, Inc. and Subsidiaries

Consolidated Financial Statements
December 31, 2016

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Independent Auditor's Report

To the Board of Directors
Boss Holdings, Inc. and Subsidiaries
Kewanee, Illinois

Report on the Financial Statements
We have audited the accompanying consolidated financial statements of Boss Holdings, Inc. and Subsidiaries (the Company), which comprise the consolidated balance sheets as of December 31, 2016 and December 26, 2015, the related consolidated statements of comprehensive income, stockholders' equity and cash flows for the periods ended December 31, 2016, December 26, 2015 and December 27, 2014, and the related notes to the consolidated financial statements, (collectively, the financial statements).

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

Auditor's Responsibility
Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the 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 financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion of 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 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 financial statements referred to above present fairly, in all material respects, the financial position of Boss Holdings, Inc. and Subsidiaries as of December 31, 2016 and December 26, 2015, and the results of their operations and their cash flows for the periods ended December 31, 2016, December 26, 2015 and December 27, 2014, in accordance with accounting principles generally accepted in the United States of America.

RSM US LLP

Davenport, Iowa
May 23, 2017

Boss Holdings, Inc.
and Subsidiaries

Consolidated Balance Sheets
(Dollars in Thousands, Except Per Share Data)

		December 31, 2016		December 26, 2015
Assets				
Current assets:				
Cash and cash equivalents	**$**	**16,592**	$	10,275
Accounts receivable, net of allowance for doubtful accounts and returns 2016 $149; 2015 $175		**10,052**		9,879
Inventories		**18,749**		24,346
Prepaid expenses and other		**858**		607
Total current assets		**46,251**		45,107
Property and equipment, net		**2,647**		2,874
Intangibles, net of accumulated amortization		**227**		166
Goodwill		**2,853**		2,853
Deferred tax asset		**974**		1,106
	$	**52,952**	$	52,106
Liabilities and Stockholders' Equity				
Current liabilities:				
Current portion of long-term debt	**$**	**10**	$	6
Accounts payable		**2,639**		2,899
Accrued payroll and related expenses		**1,448**		1,617
Accrued promotional expenses		**1,061**		1,025
Other accrued liabilities		**675**		864
Total current liabilities		**5,833**		6,411
Long-term debt		**2,505**		2,514
Commitments and contingencies (Note 4)				
Stockholders' equity:				
Common stock, $.25 par value; authorized 10,000,000 shares; issued and outstanding 1,991,323 shares and 2,009,878 shares in 2016 and 2015, respectively		**498**		502
Additional paid-in capital		**64,562**		64,774
Accumulated (deficit)		**(19,899)**		(21,534)
Accumulated other comprehensive (loss)		**(547)**		(561)
Total stockholders' equity		**44,614**		43,181
	$	**52,952**	$	52,106

See notes to consolidated financial statements.

Boss Holdings, Inc.
and Subsidiaries

Consolidated Statements of Comprehensive Income
Periods Ended December 31, 2016, December 26, 2015 and December 27, 2014
(Dollars in Thousands, Except Per Share Data)

	2016	2015	2014
Net sales	**$ 62,194**	$ 67,944	$ 67,938
Cost of sales	**45,712**	50,619	50,966
Gross profit	**16,482**	17,325	16,972
Operating expenses	**13,839**	14,211	13,776
Operating income	**2,643**	3,114	3,196
Other income and (expenses):			
Interest income	**-**	1	4
Interest expense	**(62)**	(38)	(29)
Other	**21**	144	26
	(41)	107	1
Income before income tax expense	**2,602**	3,221	3,197
Income tax expense	**967**	1,245	1,254
Net income	**1,635**	1,976	1,943
Other comprehensive income (loss), net of tax, foreign currency translation adjustments	**14**	(301)	(150)
Comprehensive income	**$ 1,649**	$ 1,675	$ 1,793
Basic earnings per common share	**$ 0.82**	$ 0.98	$ 0.95
Diluted earnings per common share	**$ 0.82**	$ 0.97	$ 0.94

See notes to consolidated financial statements.

Boss Holdings, Inc.
and Subsidiaries

Consolidated Statements of Stockholders' Equity
Periods Ended December 31, 2016, December 26, 2015 and December 27, 2014
(Dollars and Shares In Thousands)

	Common Stock		Additional Paid-In	Accumulated	Accumulated Other Comprehensive	Total Stockholders'
	Shares	Dollars	Capital	(Deficit)	(Loss)	Equity
Balance, December 28, 2013	2,029	$ 507	$ 65,364	$ (25,453)	$ (110)	$ 40,308
Exercise of stock options; 15 shares	15	4	82	-	-	86
Repurchase of 22 shares of common stock	(22)	(6)	(297)	-	-	(303)
Net income	-	-	-	1,943	-	1,943
Other comprehensive (loss)	-	-	-	-	(150)	(150)
Income tax benefit related to share based compensation	-	-	15	-	-	15
Balance, December 27, 2014	2,022	505	65,164	(23,510)	(260)	41,899
Exercise of stock options; 46 shares	45	11	303	-	-	314
Repurchase of 57 shares of common stock	(57)	(14)	(720)	-	-	(734)
Net income	-	-	-	1,976	-	1,976
Other comprehensive (loss)	-	-	-	-	(301)	(301)
Income tax benefit related to share based compensation	-	-	27	-	-	27
Balance, December 26, 2015	2,010	502	64,774	(21,534)	(561)	43,181
Repurchase of 19 shares of common stock	(19)	(4)	(221)	-	-	(225)
Net income	-	-	-	1,635	-	1,635
Other comprehensive income	-	-	-	-	14	14
Share-based compensation	-	-	9	-	-	9
Balance, December 31, 2016	**1,991**	**$ 498**	**$ 64,562**	**$ (19,899)**	**$ (547)**	**$ 44,614**

See notes to consolidated financial statements.

Boss Holdings, Inc.
and Subsidiaries

Consolidated Statements of Cash Flows
Periods Ended December 31, 2016, December 26, 2015 and December 27, 2014
(Dollars in Thousands)

	2016	2015	2014
Cash flows from operating activities:			
Net income	**$ 1,635**	$ 1,976	$ 1,943
Adjustments to reconcile net income to net cash provided by (used in) operating activities:			
Depreciation and amortization	**607**	612	561
Share-based compensation and related tax benefits	**9**	27	15
Deferred tax expense	**132**	202	323
Loss on sale of property and equipment	**-**	32	-
Changes in assets and liabilities:			
(Increase) decrease in:			
Accounts receivable	**(156)**	(201)	(812)
Inventories	**5,628**	3,257	(3,804)
Prepaid expenses and other	**(251)**	204	(244)
Other assets	**(117)**	(103)	(85)
Increase (decrease) in:			
Accounts payable	**(360)**	(1,407)	1,715
Accrued liabilities	**(325)**	(222)	355
Net cash provided by (used in) operating activities	**6,802**	4,377	(33)
Cash flows used in investing activities, purchases of property and equipment	**(323)**	(430)	(425)
Cash flows from financing activities:			
Repurchase of common stock	**(225)**	(734)	(303)
Proceeds from long-term revolving line of credit	**-**	2,500	-
Proceeds from long-term debt	**-**	-	17
Repayment of long-term obligations	**(5)**	(441)	(165)
Proceeds from exercise of stock options	**-**	314	86
Net cash provided by (used in) financing activities	**(230)**	1,639	(365)
Effect of exchange rate changes on cash	**68**	(562)	(240)
Increase (decrease) in cash and cash equivalents	**6,317**	5,024	(1,063)
Cash and cash equivalents:			
Beginning	**10,275**	5,251	6,314
Ending	**$ 16,592**	$ 10,275	$ 5,251

(Continued)

Boss Holdings, Inc.
and Subsidiaries

Consolidated Statements of Cash Flows (Continued)
Periods Ended December 31, 2016, December 26, 2015 and December 27, 2014
(Dollars in Thousands)

	2016	2015	2014
Supplemental disclosures of cash flows information,			
cash payments for:			
Interest paid	**$ 62**	$ 38	$ 29
Income taxes paid	**$ 684**	$ 716	$ 199

See notes to consolidated financial statements.

Note 1. Nature of Business and Significant Accounting Policies

Nature of business: Boss Holdings, Inc. and its subsidiaries are engaged in the import, marketing and distribution of gloves, boots, rainwear, pet supplies and cell phone accessories, as well as custom imprinting of inflatable and other products for the advertising specialties industry. Customers, located throughout the world, include retailers ranging from convenience stores to mass merchandisers and various commercial users. The Company sells its products primarily through distributors and manufacturers' representatives.

Significant accounting policies:

Principles of consolidation: The accompanying financial statements include the accounts of Boss Holdings, Inc. (BHI), and its wholly-owned subsidiary, Boss Manufacturing Holdings, Inc. and subsidiaries (BMHI) (collectively, the Company). All significant intercompany balances and transactions have been eliminated in the financial statements.

Fiscal year: The Company maintains a 52/53-week year ending on the last Saturday of the calendar year. Year 2016 contained 53 weeks and years 2015 and 2014 contained 52 weeks.

Use of estimates in the preparation of financial statements: The preparation of financial statements, in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates.

Cash and cash equivalents: Cash and cash equivalents consist of cash on hand, time deposits and liquid debt instruments such as commercial paper with maturities of three months or less from the date of purchase.

Accounts receivable: Accounts receivable are carried at original invoice amount less an estimate made for doubtful receivables based on a review of all outstanding amounts on a monthly basis. Management determines the allowance for doubtful accounts by identifying troubled accounts and by using historical experience applied to an aging of accounts. Accounts receivable are written off when deemed uncollectible. Recoveries of trade receivables previously written off are recorded when received.

An account is considered to be past due if any portion of the receivable balance is past due more than 60 days. The provision for bad debts charged to expense, net of recoveries was $(39), $80 and $(39) for the periods ended 2016, 2015 and 2014, respectively.

Revenue recognition: The Company recognizes revenue from product sales at the time of shipment based on standard terms of FOB shipping point, with title passing to the customer at time of shipment. Management records estimated reductions to revenue for various customer programs and incentive offerings primarily in the consumer market of the work gloves and protective wear segment. These programs include the following:

- Rebates and other volume-based incentives – The Company records a revenue reduction and associated accrued liability each period based on the estimated rebate total. Rebates paid are then charged to the accrued liability. Each quarter, management compares the accrued liability balance to the estimated rebates payable compiled for all customers and makes adjustments as appropriate to revenues and the accrued rebate liability.

(Dollars in Thousands, Except Per Share Data)

Note 1. Nature of Business and Significant Accounting Policies (Continued)

- Terms discounts – The Company offers cash discounts to certain customers, recorded as revenue reductions in each period with an associated accounts receivable allowance. Management periodically analyzes this allowance account to ensure its adequacy, adjusting sales and the accounts receivable allowance when appropriate.

- Cooperative advertising and marketing allowances – The Company supports certain customer advertising and marketing initiatives to promote product sales at retail. In many cases, customers advertise Company products using mutually agreed specifications such as the Boss logo and trade names, with the Company then reimbursing a portion of the advertising cost incurred by the customer. The Company also supports various other advertising and marketing initiatives to promote sales. All such costs are treated as a reduction of revenues for accounting purposes

- To a lesser extent, the Company occasionally utilizes additional incentives to increase market share such as buying back a competitor's inventory from a new customer, offering conversion allowances and providing other new customer incentives. Such methods are common in certain retail industry channels. All such costs are treated as a reduction of revenues for accounting purposes.

As of December 31, 2016 and December 26, 2015, the Company's accrual for customer advertising and promotional activities totaled $1,061 and $1,025, respectively. The Company has received no material allowances or credits from any vendors in connection with the purchase or promotion of such vendor's products.

Cost of sales: The Company's cost of sales expense includes all costs incident to purchasing goods for sale, transporting them from the supplier to Company facilities, warehousing and shipping goods to the customer. Such costs include product cost, inbound freight, duty, brokerage fees and storage costs as well as shipping and handling costs associated with outbound shipments to customers.

Warranty costs and returns: The Company provides for estimated warranty costs and returns at the time of sale. Accrued costs of warranty obligations and returns are classified as accrued liabilities and are immaterial to the financial statements as a whole.

Inventories: Inventories are valued at the lower of cost or market using primarily the first-in, first-out (FIFO) method. The Company provides estimated inventory allowances for excess, slow moving and obsolete inventory whose carrying value is in excess of net realizable value. Inventories consist of finished goods for the periods presented.

Property and equipment and depreciation: Property and equipment is recorded at historical cost. The Company provides for depreciation generally using the straight-line method over the following estimated useful lives:

	Years
Machinery and equipment	10
Office furniture and equipment	3-10
Buildings and improvements	10-39

Depreciation expense was $551, $582 and $531 for 2016, 2015 and 2014, respectively.

(Dollars in Thousands, Except Per Share Data)

Note 1. Nature of Business and Significant Accounting Policies (Continued)

Goodwill and other intangibles: Goodwill represents the excess of purchase price over the fair value of the identifiable net assets acquired. In accordance with FASB ASC Topic 350, goodwill is not amortized and, instead, is evaluated for impairment at least annually. The Company performs its impairment test in December each year. Other intangible assets are recorded at cost and amortized over their estimated useful life (see Note 8).

Long-lived assets are evaluated for impairment whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. The estimated future cash flows are based upon, among other things, assumptions about expected future operating performance, and may differ from actual cash flows. If the sum of the projected undiscounted cash flows (excluding interest) is less than the carrying value of the assets, the assets will be written down to the estimated fair value in the period in which the determination is made.

The cost and accumulated amortization of other intangible assets as of December 31, 2016 and December 26, 2015, are as follows:

	Estimated Life (Years)	Cost	Accumulated Amortization	Net Book Value
		2016		
Trademarks	5	$ 320	$ 270	$ 50
Product certifications	5	238	64	174
Product certifications	4	18	15	3
		$ 576	$ 349	$ 227
		2015		
Trademarks	5	$ 297	$ 258	$ 39
Product certifications	5	145	26	119
Product certifications	4	18	10	8
		$ 460	$ 294	$ 166

Estimated future amortization of intangible assets is as follows:

Period ending:	
December 30, 2017	$ 65
December 29, 2018	61
December 28, 2019	55
December 26, 2020	36
December 25, 2021	10
	$ 227

The Company's goodwill impairment evaluation as of December 31, 2016 and December 26, 2015, indicated that the goodwill was not impaired.

Note 1. Nature of Business and Significant Accounting Policies (Continued)

Concentrations of credit risk: The Company's financial instruments that are exposed to concentrations of credit risk consist primarily of cash, cash equivalents and accounts receivable.

The Company places its cash and temporary cash investments with high credit quality financial institutions. The combined account balances at each institution periodically exceed federally insured limits. The Company has not experienced any losses in such accounts and believes it is not exposed to any significant credit risk on cash and cash equivalents.

Concentrations of credit risk with respect to accounts receivable are limited due to the diversity of the Company's customer base. The Company's management has established certain credit requirements that its customers must meet before sales credit is extended. The Company generally does not require collateral, but monitors the financial condition of its customers to help ensure collections and to minimize losses. Historically, the Company has not experienced significant losses related to accounts receivable from individual customers or from groups of customers in any geographic area.

Foreign currency translation: Financial statements of the Company's Canadian subsidiary are translated into U.S. dollars using fiscal year-end exchange rates for assets and liabilities, and average exchange rates during the year for the results of operations. Translation adjustments of the Canadian accounts are reported as a separate component of other comprehensive income (loss) within stockholders' equity. Exchange rate adjustments related to foreign currency transactions are recognized in comprehensive income (loss).

Income taxes: The Company accounts for income taxes using the asset and liability method. Under this method, deferred income tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases. Deferred income tax assets and liabilities are measured using enacted tax rates applied to taxable income. The effect on deferred income tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. The Company accounts for stock options using the tax-law-ordering approach which recognizes an excess tax benefit when a stock option deduction is used on the company's tax return, before an NOL or another tax attribute. A valuation allowance is provided for deferred income tax assets when it is more likely than not that the asset will not be realized.

Advertising costs: The Company generally expenses the production costs of advertising the first time advertising takes place. Costs of trade shows and developing advertising materials are expensed at the time of the trade shows or as the advertising materials are produced and distributed to customers. Advertising expense for 2016, 2015 and 2014 was $1,633, $1,521 and $1,535, respectively.

Note 1. Nature of Business and Significant Accounting Policies (Continued)

Stock based compensation: The Company calculates stock-based compensation by estimating the fair value of each option using the Black-Scholes option pricing model. The Company's determination of fair value of share-based payment awards is made as of their respective dates of grant using that option pricing model and is affected by the Company's stock price as well as a number of subjective assumptions. These variables include, but are not limited to, the Company's expected stock price volatility over the term of the awards and actual and projected employee stock option exercise behavior. The expected term of options granted is derived from historical data on employee exercises and post-vesting employment termination behavior. The risk-free rate selected to value any particular grant is based on the U.S. Treasury rate that corresponds to the pricing term of the grant effective as of the date of the grant. The expected volatility is based on the historical volatility of the Company's stock price. These factors, as they pertain to future grants, could change in the future, affecting the determination of stock-based compensation expense in future periods.

Earnings per share: Basic net earnings per common share are based upon the weighted average number of common shares outstanding during the period. Diluted net earnings per common share is based upon the weighted average number of common shares outstanding plus dilutive potential common shares, including options outstanding during the period.

Reclassification: Certain amounts in the prior year financial statements have been reclassified, with no effect on net income or stockholders' equity, to conform to current year presentations.

Subsequent events: The Company has evaluated subsequent events through May 23, 2017, the date on which the financial statements were issued, in preparing the financial statements and notes thereto.

New and pending accounting pronouncements: In November 2015, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) 2015-17, *Income Taxes (Topic 740): Balance Sheet Classification of Deferred Taxes*. This ASU simplifies the presentation of deferred income taxes by eliminating the requirement for entities to separate deferred tax liabilities and assets into current and noncurrent amounts in classified balance sheets. Instead, it requires deferred tax assets and liabilities be classified as noncurrent in the balance sheet. ASU 2015-17 is effective for financial statements issued for annual periods beginning after December 15, 2017. Early adoption is permitted, and this ASU may be applied either prospectively to all deferred tax liabilities and assets or retrospectively to all periods presented. The Company adopted this guidance effective December 31, 2016 and retroactively applied it to December 26, 2015, resulting in a reduction of current assets and an increase in noncurrent deferred tax asset totaling $1,047 as of December 26, 2015.

In July 2015, the FASB issued ASU 2015-11*, Inventory (Topic 330): Simplifying the Measurement of Inventory*. The amendments in the ASU require entities that measure inventory using the first-in, first-out or average cost methods to measure inventory at the lower of cost and net realizable value. Net realizable value is defined as estimated selling price in the ordinary course of business less reasonably predictable costs of completion, disposal and transportation. ASU 2015-11 is effective for financial statements issued for fiscal years, and interim periods within those fiscal years, beginning after December 15, 2016, on a prospective basis. Early adoption of ASU 2015-11 is permitted. The Company is currently evaluating the effects adoption of this guidance will have on its financial statements.

(Dollars in Thousands, Except Per Share Data)

Note 1. Nature of Business and Significant Accounting Policies (Continued)

In May 2014, the FASB issued ASU 2014-09, *Revenue from Contracts with Customers (Topic 606)*, requiring an entity to recognize the amount of revenue to which it expects to be entitled for the transfer of promised goods or services to customers. The updated standard will replace most existing revenue recognition guidance in U.S. GAAP when it becomes effective and permits the use of either a full retrospective or retrospective with cumulative effect transition method. In August 2015, the FASB issued ASU 2015-14 which defers the effective date of ASU 2014-09 one year making it effective for annual reporting periods beginning after December 15, 2017. The Company has not yet selected a transition method and is currently evaluating the effect that the standard will have on its financial statements.

In February 2016, the FASB issued ASU 2016-02, *Leases (Topic 842)*. The guidance in this ASU supersedes the leasing guidance in Topic 840, *Leases*. Under the new guidance, lessees are required to recognize lease assets and lease liabilities on the balance sheet for all leases with terms longer than 12 months. Leases will be classified as either finance or operating, with classification affecting the pattern of expense recognition in the income statement. The new standard is effective for fiscal years beginning after December 15, 2018, including interim periods within those fiscal years. A modified retrospective transition approach is required for lessees for capital and operating leases existing at, or entered into after, the beginning of the earliest comparative period presented in the financial statements, with certain practical expedients available. The Company is currently evaluating the effect that the standard will have on its financial statements.

In March 2016, the FASB issued ASU 2016-09, *Compensation—Stock Compensation (Topic 718): Improvements to Employee Share-Based Payment Accounting*. The ASU is intended to simplify various aspects of accounting for share-based compensation arrangements, including the income tax consequences, classification of awards as either equity or liabilities, and classification on the statement of cash flows. For example, the new guidance requires all excess tax benefits and tax deficiencies related to share-based payments to be recognized in income tax expense, and for those excess tax benefits to be recognized regardless of whether it reduces current taxes payable. The ASU also allows an entity-wide accounting policy election to either estimate the number of awards that are expected to vest or account for forfeitures as they occur. The new standard is effective for fiscal years beginning after December 15, 2016, including interim periods within those fiscal years. Different methods of adoption are required for the various amendments and early adoption is permitted, but all of the amendments must be adopted in the same period. The Company is currently evaluating the impact of the adoption of this guidance on its consolidated financial condition, results of operations and cash flows.

Note 2. Property and Equipment

Property and equipment as of December 31, 2016 and December 26, 2015, is as follows:

	2016	2015
Land	$ 410	$ 410
Machinery and equipment	2,682	2,470
Buildings and improvements	2,732	2,685
Office furniture and equipment	3,871	3,828
Construction in progress	28	3
	9,723	9,396
Less accumulated depreciation	7,076	6,522
	$ 2,647	$ 2,874

(Dollars in Thousands, Except Per Share Data)

Note 3. Long-Term Debt

Long-term debt as of December 31, 2016 and December 26, 2015, is as follows:

	2016	2015
BHI revolving line of credit. (A)	$ 2,500	$ 2,500
Boss Canada Inc. revolving line of credit. (B)	-	-
Capital lease obligations with various lending agencies. Requiring total monthly payments of approximately $1, including various interest rates and maturity dates. Collateralized by leased equipment.	15	20
	2,515	2,520
Less current maturities	10	6
	$ 2,505	$ 2,514

(A) Effective June 15, 2015, the Company modified its loan and security agreement (the Credit Agreement) with a commercial bank. The revised Credit Agreement expires June 30, 2017, and provides a revolving credit facility up to $7,000 based on a formula that includes eligible accounts receivable and inventories. Interest is payable monthly at the bank's prime rate less 1.50 percent (effective rate of 2.25 percent as of December 31, 2016) or, at the Company's option, the applicable LIBOR plus 1.00 percent on tranches requested. The Company incurs an unused line fee of 1/8 percent per annum on the unused portion of the credit facility.

As of both December 31, 2016 and December 26, 2015, the Company had borrowings of $2,500 on the revolving credit facility. The Company entered into a three year swap agreement on July 31, 2015, to hedge against interest rate increases on the line of credit. The swap agreement guarantees an interest rate of 1.27 percent plus the applicable LIBOR interest spread (effective rate of 2.27 percent as of December 31, 2016). While the Credit Agreement expires June 30, 2017, the borrowings of $2,500 are due July 31, 2018 in conjunction with the termination of the swap agreement. Management has determined that the fair value of the swap agreement is not material as of December 31, 2016. Availability under the Credit Agreement was $4,500 as of December 31, 2016.

The Credit Agreement includes certain restrictive covenants and requires maintenance of certain financial ratios including current ratio, minimum tangible net worth, debt service coverage and debt to tangible net worth. The Company's accounts receivable and inventories secure the credit facility.

(B) Effective October 7, 2015, the Company modified its loan and security agreement (the Credit Agreement) with a commercial bank for Boss Canada. The revised Credit Agreement expires June 30, 2017, and provides a revolving credit facility up to $100 Canadian ($74 U.S. Dollars using December 31, 2016, exchange rate of 0.7442) based on a formula that includes certain eligible accounts receivable and inventories. Interest is payable monthly at the bank's Canadian prime rate (effective rate of 2.70 percent as of December 31, 2016). As of December 31, 2016 and December 26, 2015, the Company had no borrowings on the Canadian revolving credit facility.

(Dollars in Thousands, Except Per Share Data)

Note 3. Long-Term Debt (Continued)

Scheduled principal payments of long-term debt are as follows:

Periods ending:		
December 30, 2017	$	10
December 29, 2018		2,504
December 28, 2019		1
	$	2,515

Note 4. Commitments and Contingencies

Leases: The Company leases certain office and operating facilities and certain equipment under operating lease agreements that expire on various dates through 2021 and require the Company to pay all maintenance costs. Rent expense under office and operating facilities' leases was $445, $582 and $564 for 2016, 2015 and 2014, respectively.

The following is a schedule by year of future minimum payments under the operating lease agreements:

December 30, 2017	$	453
December 29, 2018		59
December 28, 2019		22
December 26, 2020		8
December 26, 2021		1
Total minimum lease payments	$	543

Licensing: During 2002, the Company entered into a license agreement for the use of certain trademarks in its products which requires the payment of guaranteed or minimum royalties. The Company incurred royalties of $657, $570 and $547 in 2016, 2015 and 2014, respectively. The Company has extended the agreement with provisions for the payment of royalties into 2017, but there are no minimum obligations.

Litigation: The Company is a party to various legal actions incident to the normal operation of its business. These lawsuits primarily involve claims for damages arising out of commercial disputes. The Company has been named as a defendant in several lawsuits alleging past exposure to asbestos contained in gloves manufactured or sold by one of the Company's predecessors-in-interest, all of which actions are being defended by one or more of the Company's products liability insurers. Management believes the ultimate disposition of these matters should not materially impact the Company's consolidated financial position, operations or liquidity.

(Dollars in Thousands, Except Per Share Data)

Note 5. Stock Options

In 2004, an equity-based incentive program was adopted allowing the issuance of up to 150,000 shares of common stock in the form of any of the following: stock options, stock appreciation rights, performance based stock awards and restricted stock units. The 2004 plan has expired such that no new grants can be made, but 10,000 options remain outstanding and unexercised under the 2004 plan. In 2015, the Company adopted a new equity-based incentive program allowing future issuance of up to 200,000 shares of common stock utilizing the same types of equity grants as permitted under the 2004 plan, and 2,500 options remain outstanding and unexercised under the 2015 plan. Various vesting conditions apply to these options, based on either tenure or certain performance criteria. Stock option transactions are summarized as follows:

	Year Ended					
	December 31, 2016		December 26, 2015		December 27, 2014	
	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price	Shares	Weighted Average Exercise Price
Outstanding, beginning	10,000	$ 6.21	61,000	$ 7.29	81,000	$ 7.25
Granted	2,500	12.12	-	-	-	-
Exercised	-	-	(45,500)	7.50	(14,500)	7.00
Expired	-	-	(5,500)	7.50	(5,500)	7.00
Outstanding, ending	12,500	7.39	10,000	6.21	61,000	7.29
Options exercisable, end of year	12,500	$ 7.39	10,000	$ 6.21	61,000	$ 7.29

Note 6. Earnings Per Share

The following table sets forth the computation of basic and diluted earnings per share:

	Period Ended		
	December 31, 2016	December 26, 2015	December 27, 2014
Numerator, earnings attributable to common stockholders	$ 1,635	$ 1,976	$ 1,943
Denominator:			
Basic-weighted average common shares outstanding	1,997,809	2,023,016	2,039,960
Dilutive effect of employee stock options	5,160	8,533	23,905
Diluted outstanding shares	2,002,969	2,031,549	2,063,865
Basic earnings, per common share	$ 0.82	$ 0.98	$ 0.95
Diluted earnings, per common share	0.82	0.97	0.94

Note 7. Related Party Transactions

During 2016, 2015 and 2014, compensation, fees and expense reimbursements paid to directors or their affiliates totaled $490, $441 and $446, respectively.

Note 8. Goodwill and Intangible Assets

In connection with its purchase of Galaxy the Company recorded goodwill of $2,853. Goodwill represents the excess of purchase price and related costs over the value assigned to the net tangible and identifiable intangible assets of the business acquired. The Company does not amortize the goodwill associated with an acquisition since it has an indefinite life. In July 2012, the FASB issued guidance to amend and simplify the rules related to testing indefinite-lived intangible assets, including goodwill, for impairment. The revised guidance permits an entity to first assess qualitative factors to determine whether the existence of events and circumstances indicates that it is more likely than not that the indefinite-lived intangible asset is impaired. If, after assessing the totality of events and circumstances, an entity concludes that it is unlikely that the indefinite-lived intangible asset is impaired, then the entity is not required to take further action. However, if an entity concludes otherwise, then it is required to determine the fair value of the indefinite-lived intangible asset and perform the quantitative impairment test by comparing the fair value with the carrying amount. The determination of the reporting unit is based on the Company's organizational structure and the financial information that is provided to and reviewed by the chief operating decision maker.

The Company's goodwill impairment evaluation as of December 31, 2016, December 26, 2015 and December 27, 2014, indicated that its goodwill was not impaired.

The Company's evaluation used significant assumptions including: expected future revenue and expense growth rates, cost of capital, discount rate and forecasted capital expenditures. The projections for the Company's goodwill impairment evaluation as of December 31, 2016, assume continued sales growth for Galaxy and stable income from operations. Assumptions and estimates about future cash flows and discount rates are complex and may be subjective. They can be affected by a variety of external and internal factors. Management believes the assumptions and estimates made in these evaluations were reasonable and appropriate, however, different assumptions and estimates could materially impact the projected earnings.

(Dollars in Thousands, Except Per Share Data)

Note 9. Income Taxes

The Company records income taxes based on its consolidated tax return. Current and deferred federal and state tax expense (benefit) is as follows:

	Period Ended		
	December 31, 2016	December 26, 2015	December 27, 2014
Current income tax expense:			
Federal	$ 722	$ 946	$ 733
State and local	113	97	198
	835	1,043	931
Deferred income tax expense (benefit):			
Federal	116	176	327
State and local	16	26	(4)
	132	202	323
Total income tax expense	$ 967	$ 1,245	$ 1,254

Income taxes recorded by the Company differ from the amounts computed by applying the statutory U.S. federal income tax rate to net earnings before income taxes. The following schedule reconciles income tax expense at the statutory rate and the actual income tax expense as reflected in the consolidated statements of income for the respective periods:

	Period Ended		
	December 31, 2016	December 26, 2015	December 27, 2014
Income tax expense computed at the U.S. corporate tax rate of 34%	$ 885	$ 1,095	$ 1,087
Adjustments attributable to:			
State income taxes, net of the federal benefit	89	81	128
Effect of foreign operations	8	85	47
Other	(15)	(16)	(8)
Total income tax expense	$ 967	$ 1,245	$ 1,254

(Dollars in Thousands, Except Per Share Data)

Note 9. Income Taxes (Continued)

The temporary differences result in a net deferred income tax asset that is reduced by a related valuation allowance, summarized as follows:

	December 31, 2016	December 26, 2015
Deferred income tax assets:		
Accounts receivable	$ 84	$ 90
Accruals	79	82
Compensation related	173	252
Inventories	640	663
Intangibles	214	257
Tax credit carryforwards	36	36
Gross deferred tax assets	1,226	1,380
Less valuation allowance	36	36
Deferred income tax assets	1,190	1,344
Deferred income tax liabilities	216	238
Net deferred income tax assets	$ 974	$ 1,106

As of December 31, 2016, the Company had operating loss carryforwards for Canadian income tax purposes of approximately $1,572. The operating losses are available to reduce future taxable income through the following years:

Period of expiration:	
2026	$ 27
Thereafter	1,545
	$ 1,572

The Company follows FASB guidance related to *Accounting for Uncertainty in Income Taxes.* This guidance clarifies the criteria that an individual tax position must satisfy for some or all of the benefits of that position to be recognized in a company's financial statements. The guidance also prescribes a recognition threshold of more−likely−than−not, and a measurement attribute for all tax positions taken or expected to be taken on a tax return, in order for those tax positions to be recognized in the financial statements. The application of this guidance had no impact on the Company's financial statements.

During 2016, 2015 and 2014, there were no settlements with state taxing authorities. The Company is generally no longer subject to state, local and foreign income tax examinations by tax authorities for years prior to 2012, and no longer subject to U.S. federal income tax examinations for years prior to 2013. The Company recognizes interest and penalties related to income tax matters in the provision for income taxes. All unrecognized tax benefits, if recognized, would affect the effective tax rate. The liability for unrecognized tax benefits includes accrued interest for tax positions, which either do not meet the more−likely−than−not recognition threshold or where the tax benefit is measured at an amount less than the tax benefit claimed or expected to be claimed on an income tax return.

Note 10. Major Customer

The Company has a concentration of sales to one customer. Management defines a material concentration as having sales that account for 10 percent or more of the Company's net sales. Net sales for the years ended December 31, 2016 and December 26, 2015 with the Company's single major customer were $10,636 and $12,701, respectively. The trade receivable amounts due from the same customer as of December 31, 2016 and December 26, 2015 were $2,794 and $2,732, respectively.