

Edgar Filing: MACDERMID INC - Form 11-K

MACDERMID INC  
Form 11-K  
July 13, 2005

SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 11-K

ANNUAL REPORT  
PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

(Mark One):

ANNUAL REPORT PURSUANT TO SECTION 15(D) OF THE SECURITIES EXCHANGE ACT  
OF 1934

For the fiscal year ended December 31, 2004

OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE SECURITIES EXCHANGE  
ACT OF 1934

For the transition period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number: 001-13889

A. Full title of the plan and the address of the plan, if different  
from that of the issuer named below:

MACDERMID, INCORPORATED PROFIT SHARING AND EMPLOYEE STOCK OWNERSHIP PLAN

B. Name of issuer of the securities held pursuant to the plan and the  
address of its principal executive office:

MacDermid, Incorporated  
1401 Blake Street  
Denver, CO 80202

REQUIRED INFORMATION

The following financial statements shall be furnished for the plan:

1. An audited statement of financial condition as of the end of the latest  
two fiscal years of the plan (or such lesser period as the plan has been in  
existence).

2. An audited statement of income and changes in plan equity for each of  
the latest three fiscal years of the plan (or such lesser period as the plan has  
been in existence).

3. The statements required by Items 1 and 2 shall be prepared in  
accordance with the applicable provisions of Article 6A of Regulation S-X (17  
CFR 210.6A-01--6A-05).

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4. In lieu of the requirements of Items 1-3 above, plans subject to ERISA may file plan financial statements and schedules prepared in accordance with the financial reporting requirements of ERISA. To the extent required by ERISA, the plan financial statements shall be examined by an independent accountant, except that the "limited scope exemption" contained in Section 103(a)(3)(C) of ERISA shall not be available.

Note: A written consent of the accountant is required with respect to the plan annual financial statements which have been incorporated by reference in a registration statement of Form S-8 under the Securities Act of 1933. The consent should be filed as an exhibit to this annual report. Such consent shall be currently dated and manually signed.

In accordance with the rules to Form 11-K, attached as Appendix 1 to this Form 11-K are the plan financial statements and schedules prepared in accordance with the financial reporting requirements of ERISA and examined by an independent accountant on a full scope basis.

EXHIBITS

23.1 Consent of KPMG LLP

SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the employee benefit plan) have duly caused this annual report to be signed on its behalf by the undersigned hereunto duly authorized.

MACDERMID, INCORPORATED PROFIT SHARING AND EMPLOYEE STOCK OWNERSHIP PLAN

Date: July 13, 2005

By: /s/ Frank Monteiro

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Frank Montiero  
Assistant Treasurer

MACDERMID, INCORPORATED PROFIT SHARING AND EMPLOYEE STOCK OWNERSHIP PLAN  
Financial Statements and Supplemental Schedules  
December 31, 2004 and 2003

(With Report of Independent Registered Public Accounting Firm Thereon)

MACDERMID, INCORPORATED PROFIT SHARING AND EMPLOYEE STOCK OWNERSHIP PLAN  
Financial Statements and Supplemental Schedules  
December 31, 2004 and 2003

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### SCHEDULES

Schedule H, Line 4a - Schedule of Non-Exempt Transactions for Delinquent Participant Contributions	10
Schedule H, Line 4i - Schedule of Assets (Held at End of Year)	11

Note: Schedules of reportable transactions, loans or fixed income obligations in default or classified as uncollectible, leases in default or classified as uncollectible and investment assets both acquired and disposed of within the plan year as required by the Employee Retirement Income Security Act of 1974 and Department of Labor Regulations have not been included herein as the information is not applicable.

### REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

Plan Administrator  
MacDermid, Incorporated Profit Sharing and  
Employee Stock Ownership Plan:

We have audited the accompanying statements of net assets available for plan benefits of MacDermid, Incorporated Profit Sharing and Employee Stock Ownership Plan as of December 31, 2004 and 2003 and the related statements of changes in net assets available for plan benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the Standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for plan benefits of MacDermid, Incorporated Profit Sharing and Employee Stock Ownership Plan as of December 31, 2004 and 2003 and the changes in net assets available for plan benefits for the years then ended in conformity with U.S. generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedules of non-exempt transactions for delinquent participant contributions and of assets held at end of year are presented for the purpose of additional analysis and are not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. These supplemental schedules are the responsibility of the Plan's management. The supplemental schedules have been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, are fairly stated in all material respects in relation to the basic financial statements taken as a whole.

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April 11, 2005

By: /s/ KPMG, LLP

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KPMG, LLP

MACDERMID, INCORPORATED PROFIT SHARING  
AND EMPLOYEE STOCK OWNERSHIP PLAN  
Statements of Net Assets Available for Plan Benefits  
December 31, 2004 and 2003

	2004	2003
	-----	-----
Investments, at fair value (note 5):		
MacDermid Company Stock Fund . . . . .	\$ 78,940,700	\$80,686,697
Collective trust fund. . . . .	22,653,185	24,033,547
Other investments. . . . .	32,175,795	26,205,407
Loans to participants. . . . .	2,175,953	2,068,504
	-----	-----
Total investments. . . . .	135,945,633	132,994,155
Receivables		
Employer contributions . . . . .	16,786	-
Employee contributions . . . . .	2,120	-
Other. . . . .	5,263	-
	-----	-----
Total receivables. . . . .	24,169	-
Cash . . . . .	37,531	157,091
	-----	-----
Net assets available for plan benefits	\$ 136,007,333	\$133,151,246
	=====	=====