TELEFLEX INC
Form 424B5
November 17, 2017
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CALCULATION OF REGISTRATION FEE

Title of each class of securities to be registered	Amount to be Registered	Proposed Maximum Offering Price Per Note	Proposed Maximum Aggregate Offering Price	Amount of Registration Fee
4.625% Senior Notes due 2027	$500,000,000	100.000%	$500,000,000	$62,250.00(1)
Guarantees of 4.625% Senior Notes due 2027(2)	(3)	(3)	(3)	(3)

(1) Calculated in accordance with Rule 457(r) of the Securities Act.
(2) See prospectus supplement for guarantors of this issuance.
(3) Pursuant to Rule 457(n) under the Securities Act, no separate registration fee is payable with respect to the guarantees.

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Filed Pursuant to Rule 424(b)(5)
Registration Statement No. 333-211276

Prospectus supplement

(To prospectus dated November 16, 2017)

Teleflex Incorporated

$500,000,000

4.625% Senior Notes due 2027

Interest payable May 15 and November 15

Issue price: 100.000%

We are offering $500.0 million in aggregate principal amount of our 4.625% Senior Notes due 2027 (the notes). The notes will mature on November 15, 2027. Interest will accrue on the notes from November 20, 2017, and the first interest payment date will be May 15, 2018.

At any time prior November 15, 2022, we may, on one or more occasions, redeem all or a part of the notes at 100% of the principal amount thereof plus accrued and unpaid interest to, but not including, the redemption date plus the applicable make-whole premium described under Description of notes Optional redemption. On or after November 15, 2022, we may, on one or more occasions, redeem all or a part of the notes at the applicable redemption prices listed under Description of notes Optional redemption. In addition, at any time prior to November 15, 2020, we may, on one or more occasions, redeem up to 40% of the aggregate principal amount of the notes with the net cash proceeds from certain equity offerings at the applicable redemption price listed under Description of notes Optional redemption. If we undergo a change of control triggering event (as defined herein), we may be required to offer to repurchase the notes.

The obligations under the notes will be fully and unconditionally guaranteed, jointly and severally, by each of our existing and future wholly-owned domestic subsidiaries that is a guarantor or other obligor under our Credit Agreement (as defined herein) and by certain of our other wholly-owned subsidiaries.

The notes and the guarantees thereof will be our and the guarantors general unsecured senior obligations and will rank pari passu in right of payment with all of our and the guarantors existing and future senior obligations, and senior in right of payment to any of our and the guarantors future subordinated indebtedness. The notes and the guarantees thereof will be effectively subordinated to our and the guarantors existing and future secured indebtedness, including all outstanding term loans and revolver borrowings under our Credit Agreement, to the extent of the value of the assets securing such indebtedness. The notes and the guarantees will be structurally subordinated to all existing and future indebtedness and other claims and liabilities, including preferred stock, of our subsidiaries that do not guarantee the notes. See Description of notes Note guarantees.

You should read this prospectus supplement, together with the accompanying prospectus, carefully before you invest in the notes. Investing in the notes involves risks. See Risk factors beginning on page S-16 of this prospectus supplement and page 5 of the accompanying prospectus for a discussion of certain risks that you should consider in connection with an investment in the notes.

Neither the Securities and Exchange Commission nor any state securities commission has approved or disapproved of these notes or determined if this prospectus supplement or the accompanying prospectus is truthful or complete. Any representation to the contrary is a criminal offense.

	Price to public(1)	Underwriting discounts and commissions(2)	Proceeds, before expenses, to Teleflex Incorporated
Per note	100.000%	1.260%	98.740%
Total	$500,000,000	$6,300,000	$493,700,000

(1) Plus accrued interest, if any, from November 20, 2017.

(2) We refer you to Underwriting (conflicts of interest) beginning on page S-83 of this prospectus supplement for additional information regarding underwriter compensation.

The notes will not be listed on any securities exchange. Currently, there is no public market for the notes.

The notes will be ready for delivery in book-entry form only through the facilities of The Depository Trust Company for the accounts of its participants, including Euroclear Bank S.A./N.V., as operator of the Euroclear System, and Clearstream Banking, *société anonyme*, on or about November 20, 2017.

Joint book-running managers

J.P. Morgan **BofA Merrill Lynch** **PNC Capital Markets LLC**

Senior co-managers

Citizens Capital Markets **DNB Markets** **HSBC** **MUFG** **SMBC Nikko** **Wells Fargo Securities**

Co-managers

Capital One Securities **Citigroup** **Fifth Third Securities** **US Bancorp** **Guggenheim Securities**

The date of this prospectus supplement is November 16, 2017

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Prospectus supplement

Prospectus

You should rely only on the information contained in or incorporated by reference in this prospectus supplement, the accompanying prospectus or in any free writing prospectus filed by us with the Securities and Exchange Commission (the SEC). We have not, and the underwriters have not, authorized anyone to provide you with additional information or information different from that contained in or incorporated by reference in this prospectus supplement, the accompanying prospectus or in any free writing prospectus. We are offering to sell, and seeking offers to buy, the notes only in jurisdictions where offers and sales are permitted. The information contained in this prospectus supplement, the accompanying prospectus or in any free writing prospectus or any document incorporated by reference is accurate only as of the date of such document, regardless of the time of delivery of this prospectus supplement.

For investors outside of the United States, we have not done anything that would permit the offering, possession or distribution of this prospectus supplement in any jurisdiction where action for that purpose is required, other than in the United States. You are required to inform yourselves about and to observe any restrictions relating to the offering, possession or the distribution of this prospectus supplement outside of the United States.

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About this prospectus supplement

As used in this prospectus supplement, unless otherwise specified or unless the context indicates otherwise, the terms the Company , we , us , our and Teleflex refer to Teleflex Incorporated, a Delaware corporation, and its consolidated subsidiaries.

This document is in two parts. The first part is this prospectus supplement which contains specific information about the terms of this offering. This prospectus supplement also adds and updates information contained in the accompanying prospectus. The second part, the accompanying prospectus, provides more general information about us and securities we may offer from time to time, some of which may not apply to this offering of securities. If there is any inconsistency between the information in this prospectus supplement and the accompanying prospectus, you should rely on the information in this prospectus supplement.

Trademarks and trade names

We own or have rights to use various trademarks, trade names and service marks in conjunction with the operation of our business, including, but not limited to: Arrow, Deknatel, Hem-o-lok, Hudson RCI, LMA, Pilling, Rusch, TFX OEM and Weck. Solely for convenience, trademarks, trade names and service marks referred to in this prospectus supplement or the accompanying prospectus may appear without the ®, SM or ™ symbols, but such references are not intended to indicate, in any way, that we will not assert, to the fullest extent under applicable law, our rights or the rights of the applicable licensor to these trademarks, trade names and service marks. Use or display by us of other parties trademarks, trade names or service marks is not intended to and does not imply a relationship with, or endorsement or sponsorship by us of, the trademark, trade name or service mark owner.

Industry and market data

The industry and market data contained or incorporated by reference in this prospectus supplement and the accompanying prospectus are based either on our management s own estimates or on independent industry publications, reports by market research firms or other published independent sources. Although we believe these sources are reliable, we have not independently verified the information and cannot guarantee its accuracy and completeness, as industry and market data are subject to change and cannot always be verified with complete certainty due to limits on the availability and reliability of raw data, the voluntary nature of the data gathering process and other limitations and uncertainties inherent in any statistical survey of market shares. Accordingly, you should be aware that the industry and market data contained or incorporated by reference in this prospectus supplement and the accompanying prospectus, and estimates and beliefs based on such data, may not be reliable. Unless otherwise indicated, all information contained or incorporated by reference in this prospectus supplement and the accompanying prospectus concerning our industry in general or any segment thereof, including information regarding our general expectations and market opportunity, is based on management s estimates using internal data, data from industry related publications, consumer research and marketing studies and other externally obtained data.

Where you can find more information

We have filed with the SEC a registration statement under the Securities Act of 1933, as amended (the Securities Act), on Form S-3 with respect to the notes offered hereby. This prospectus supplement and the accompanying prospectus do not contain all the information set forth in the registration statement and its

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exhibits and schedules, parts of which are omitted in accordance with the rules and regulations of the SEC. For further information about us and the notes offered hereby, reference is made to the registration statement and to its exhibits. Statements in this prospectus supplement and the accompanying prospectus about the contents of any contract, agreement or other document are not necessarily complete and, in each instance, we refer you to the copy of such contract, agreement or document filed as an exhibit to the registration statement, with each such statement being qualified in all respects by reference to the document to which it refers. You may inspect the registration statement and its exhibits and schedules without charge at the public reference facilities the SEC maintains at 100 F Street, N.E., Washington, D.C. 20549. You may obtain copies of all or any part of these materials from the SEC upon the payment of certain fees prescribed by the SEC. You may obtain further information about the operation of the SEC s Public Reference Room by calling the SEC at 1-800-SEC-0330. You may also inspect these reports and other information without charge at a website maintained by the SEC. The address of this site is *http://www.sec.gov*.

We are currently subject to the information requirements of the Securities Exchange Act of 1934, as amended (the Exchange Act), and in accordance therewith file periodic reports, proxy statements and other information with the SEC. You may read and copy (at prescribed rates) any such reports, proxy statements and other information at the SEC s Public Reference Room as described above. Our SEC filings will also be available to you on the SEC s website at www.sec.gov. Our filings with the SEC are also available to the public through the New York Stock Exchange, 20 Broad Street, New York, New York 10005. We make our filings available on the investors section of our website (*www.teleflex.com*) as soon as reasonably practicable after such material is electronically filed or furnished with the SEC pursuant to Section 13(a) or 15(d) of the Exchange Act. Our website and the information contained on or accessible through our website are not a part of this prospectus supplement, and you should not rely on any such information in making your decision whether or not to purchase our securities.

Incorporation of certain information by reference

The SEC allows us to incorporate by reference information into this prospectus supplement and the accompanying prospectus, which means that we can disclose important information about us by referring you to another document filed separately with the SEC. The information incorporated by reference is considered to be a part of this prospectus supplement. This prospectus supplement incorporates by reference the documents and reports listed below:

- our Annual Report on Form 10-K for the year ended December 31, 2016 (including the portions of our Proxy Statement on Schedule 14A for our 2017 annual meeting of stockholders filed with the SEC on March 31, 2017 that are incorporated by reference therein);
- our Quarterly Reports on Form 10-Q for the quarters ended April 2, 2017, July 2, 2017 and October 1, 2017;
- our Current Reports on Form 8-K filed on January 5, 2017, January 20, 2017, February 21, 2017, February 23, 2017 (Item 5.02 only), May 11, 2017, September 5, 2017 (Item 1.01 only), October 2, 2017 and November 16, 2017; and
- our Current Reports on Form 8-K/A filed on May 4, 2017 and November 16, 2017.

We also incorporate by reference the information contained in all other documents we file with the SEC pursuant to Sections 13(a), 13(c), 14 or 15(d) of the Exchange Act after the date of this prospectus supplement and prior to the termination of this offering. The information contained in any such document will be considered part of this prospectus supplement from the date the document is filed with the SEC.

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Notwithstanding the foregoing, we are not incorporating by reference information furnished under Items 2.02 or 7.01 of any Current Report on Form 8-K (including any Form 8-K listed above), including the related exhibits, nor in any documents or other information that is deemed to have been furnished to and not filed with the SEC.

Any statement contained in a document incorporated or deemed to be incorporated by reference in this prospectus supplement and the accompanying prospectus will be deemed to be modified or superseded to the extent that a statement contained herein or in any other subsequently filed document which also is or is deemed to be incorporated by reference in this prospectus supplement modifies or supersedes that statement. Any statement so modified or superseded will not be deemed, except as so modified or superseded, to constitute a part of this prospectus supplement and the accompanying prospectus.

You can obtain any of the filings incorporated by reference into this prospectus supplement and the accompanying prospectus through us or from the SEC through the SEC s website at *http://www.sec.gov*. We will provide, without charge, to each person, including any beneficial owner, to whom a copy of this prospectus supplement or the accompanying prospectus is delivered, upon written or oral request of such person, a copy of any or all of the reports and documents referred to above which have been or may be incorporated by reference into this prospectus supplement or the accompanying prospectus. You should direct requests for those documents to:

Teleflex Incorporated

Attn: Jake Elguicze, Treasurer and Vice President, Investor Relations

550 E. Swedesford Road

Suite 400

Wayne, PA 19087

(610) 225-6800

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Forward-looking statements

This prospectus supplement, the accompanying prospectus and the documents incorporated by reference herein and therein may contain forward-looking statements within the meaning of Section 27A of the Securities Act and Section 21E of the Exchange Act. All statements made in this prospectus supplement and the accompanying prospectus, other than statements of historical fact, are forward-looking statements. The words anticipate, believe, estimate, expect, intend, may, plan, will, would, should, guidance, potential, continue, pr prospects, and similar expressions typically are used to identify forward-looking statements. Forward-looking statements are based on the then-current expectations, beliefs, assumptions, estimates and forecasts about our business and the industry and markets in which we operate. These statements are not guarantees of future performance and are subject to risks, uncertainties and assumptions which are difficult to predict. Therefore, actual outcomes and results may differ materially from what is expressed or implied by these forward-looking statements due to a number of factors, including:

changes in business relationships with and purchases by or from major customers or suppliers

including delays or cancellations in shipments;

demand for and market acceptance of new and existing products;

our ability to integrate acquired businesses into our operations, realize planned synergies and operate such businesses profitably in accordance with expectations;

our ability to effectively execute our restructuring programs;

our ability to realize savings resulting from restructuring plans and programs;

the impact of healthcare reform legislation and proposals to amend the legislation;

changes in Medicare, Medicaid and third-party coverage and reimbursements;

competitive market conditions and resulting effects on revenues and pricing;

increases in raw material costs that cannot be recovered in product pricing;

global economic factors, including currency exchange rates, interest rates, sovereign debt issues and the impact of the United Kingdom s vote to leave the European Union;

difficulties entering new markets; and

general economic conditions.

There may be other factors that may cause our actual results to differ materially from the forward-looking statements. Our actual results, performance or achievements could differ materially from those expressed in, or implied by, the forward-looking statements. We can give no assurances that any of the events anticipated by the forward-looking statements will occur or, if any of them does, what impact they will have on our results of operation and financial condition. You should carefully read the factors described in the Risk Factors section of this prospectus supplement and the accompanying prospectus and the documents incorporated by reference into this prospectus supplement for a description of certain risks that could, among other things, cause our actual results to differ from these forward-looking statements.

All future written and verbal forward-looking statements attributable to us or any person acting on our behalf are expressly qualified in their entirety by the cautionary statements contained or referred to in this section.

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New risks and uncertainties arise from time to time, and it is impossible for us to predict these events or how they may affect us. You should not place undue reliance on forward-looking statements. Such statements speak only as to the date on which they are made, and we undertake no obligation to update or revise any forward-looking statement, except as otherwise specifically stated by us or as required by law or regulation.

Non-GAAP financial measures

We refer to the terms Adjusted EBITDA and Free Cash Flow (as defined in Summary Summary financial data) in various places in this prospectus supplement. These are supplemental financial measures that are not prepared in accordance with accounting principles generally accepted in the United States (GAAP). Any analysis of non-GAAP financial measures should be used only in conjunction with results presented in accordance with GAAP.

The SEC has adopted rules to regulate the use in filings with the SEC and in public disclosures and press releases of non-GAAP financial measures, such as Adjusted EBITDA, Free Cash Flow and the ratios related thereto. These measures are derived on the basis of methodologies other than in accordance with GAAP. These rules govern the manner in which non-GAAP financial measures are publicly presented and require, among other things:

- a presentation with equal or greater prominence of the most comparable financial measure or measures calculated and presented in accordance with GAAP; and

- a statement disclosing the purposes for which the registrant s management uses the non-GAAP financial measure.

The rules prohibit, among other things:

- the exclusion of charges or liabilities that require, or will require, cash settlement or would have required cash settlement, absent an ability to settle in another manner, from a non-GAAP liquidity measure; and

- the adjustment of a non-GAAP performance measure to eliminate or smooth items identified as non-recurring, infrequent or unusual, when the nature of the charge or gain is such that it has occurred in the past two years or is reasonably likely to recur within the next two years.

Our measurements of Adjusted EBITDA and Free Cash Flow may not be comparable to those of other companies. Please see Summary Summary financial data for a discussion of our use of Adjusted EBITDA and Free Cash Flow in this prospectus supplement, including the reasons that we believe this information is useful to management and to investors and a reconciliation of Adjusted EBITDA and Free Cash Flow to the most closely comparable financial measures calculated in accordance with GAAP.

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Summary

This summary highlights selected information appearing or incorporated by reference in this prospectus supplement and the accompanying prospectus and may not contain all of the information that is important to you. This prospectus supplement and the accompanying prospectus includes information about the notes we are offering as well as information regarding our business and financial data. You should read this prospectus supplement, the accompanying prospectus and the information incorporated by reference into this prospectus supplement and the accompanying prospectus in their entirety, including the sections entitled Risk factors of this prospectus supplement and the accompanying prospectus and the financial statements and related notes incorporated by reference herein, before deciding to invest in the notes.

Our company

We are a global provider of medical technology products that enhance clinical benefits, improve patient and provider safety and reduce total procedural costs. We primarily design, develop, manufacture and supply single-use medical devices used by hospitals and healthcare providers for common diagnostic and therapeutic procedures in critical care and surgical applications. We market and sell our products worldwide through a combination of our direct sales force and distributors. Because our products are used in numerous markets and for a variety of procedures, we are not dependent upon any one end-market or procedure. As of October 2, 2017, we manufactured our products at 36 manufacturing sites, with major manufacturing operations located in the Czech Republic, Germany, Malaysia, Mexico and the United States.

We are focused on achieving consistent, sustainable and profitable growth and improving our financial performance by increasing our market share and improving our operating efficiencies through:

- development of new products and product line extensions;
- investment in new technologies and broadening their applications;
- expansion of the use of our products in existing markets and introduction of our products into new geographic markets;
- achievement of economies of scale as we continue to expand by leveraging our direct sales force and distribution network for new products, as well as increasing efficiencies in our sales and marketing and research and development structures and our manufacturing and distribution facilities; and
- expansion of our product portfolio through select acquisitions, licensing arrangements and business partnerships that enhance, extend or expedite our development initiatives or our ability to increase our market share. In year-to-date 2017, we completed several acquisitions of businesses that complement and expand our product portfolio, as well as expand our business into new markets. See Recent acquisitions.

Our research and development capabilities, commitment to engineering excellence and focus on low-cost manufacturing enable us to bring cost effective, innovative products to market that improve the safety, efficacy and quality of healthcare. Our research and development initiatives focus on developing these products for both existing and new therapeutic applications, as well as enhancements to, and line extensions of, existing products. We introduced 25 new products and line extensions during 2016, and 20 during year-to-date 2017. Our portfolio of existing products and products under development consists primarily of Class I and Class II devices, most of which require 510(k) clearance by the United States Food and Drug Administration (FDA) for

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sale in the United States, and some of which are exempt from the requirement to obtain 510(k) clearance. We believe that 510(k) clearance (or 510(k)-exempt status) reduces our research and development costs and risks, and typically results in a shorter timetable for new product introductions as compared to the premarket approval (PMA) process that would be required for Class III devices.

Our markets

We generally serve three end-markets: hospitals and healthcare providers, medical device manufacturers and home care. These markets are affected by a number of factors, including demographics, utilization and reimbursement patterns. The following charts depict the percentage of net revenues for the years ended December 31, 2016, 2015 and 2014 derived from each of our end markets.

Our segments

Our reportable segments, other than the Original Equipment Manufacturer and Development Services (OEM) segment, design, manufacture and distribute medical devices primarily used in critical care, surgical applications and cardiac care and generally serve two end markets: hospitals and healthcare providers, and home health. The products of these segments are most widely used in the acute care setting for a range of diagnostic and therapeutic procedures and in general and specialty surgical applications. Our OEM segment designs, manufactures and supplies devices and instruments for other medical device manufacturers.

The following charts depict our net revenues by reportable operating segment as a percentage of our net revenues for the years ended December 31, 2016, 2015 and 2014.

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Vascular North America. Our vascular access products facilitate a variety of critical care therapies, including the administration of intravenous medications and other therapies and the measurement of blood pressure and taking of blood samples through a single puncture site. We believe that our vascular product portfolio offers the opportunity to reduce injuries to the healthcare provider, expedite placement of a central venous catheter, reduce patient exposure to x-rays, expedite infusion of medication and reduce the risk of catheter related infection and thrombosis for the patient. Moreover, we believe our products can help hospitals achieve reduced costs, improved quality and patient outcomes and increased satisfaction.

For the nine months ended October 1, 2017, our Vascular North America segment represented $278.3 million, or approximately 18%, of our net revenues from external customers. For the year ended December 31, 2016, our Vascular North America segment represented $350.5 million, or approximately 19%, of our net revenues from external customers.

Anesthesia North America. Our anesthesia products include airway and pain management products. Our airway management products, marketed under the LMA and Rusch brands, are designed to help eliminate airway related complications and improve procedural efficiencies for patients in surgical, critical care and emergency settings. Our portfolio of pain management products are marketed under the Arrow brand and are designed to provide pain relief during a broad range of surgical and obstetric procedures, thereby helping clinicians better manage each patient s individual pain while reducing complications and associated costs. Our pain management products include epidural catheters and trays, spinal needles and trays and peripheral nerve block needles, catheters, trays and ambulatory pain pumps.

For the nine months ended October 1, 2017, our Anesthesia North America segment represented $148.1 million, or approximately 10%, of our net revenues from external customers. For the year ended December 31, 2016, our Anesthesia North America segment represented $198.8 million, or approximately 11%, of our net revenues from external customers.

*Surgical North America***.** Our surgical products, which consist of both single-use and reusable products, include: ligation and closure products, including appliers, clips and sutures used in a variety of surgical procedures; access ports used in minimally invasive surgical procedures, including robotic surgery; fluid management products used for chest drainage; and a microlaparoscopic product line, designed to enhance surgeons ability to perform scarless surgery while producing better patient outcomes. Our surgical products also include reusable hand-held instruments for general and specialty surgical procedures. We market our surgical products under the Percuvance, Mini-Lap, Deknatel, Pilling, Kmedic and Weck brand names.

Hem-o-lok, a significant part of the Weck portfolio, is a unique locking polymer ligation clip that combines the security of a suture with the speed of a metal clip for open and laparoscopic surgery. Hem-o-lok clips have special applications in robotic, laparoscopic and cardiovascular surgery.

For the nine months ended October 1, 2017, our Surgical North America segment represented $131.5 million, or approximately 8%, of our net revenues from external customers. For the year ended December 31, 2016, our Surgical North America segment represented $172.2 million, or approximately 9%, of our net revenues from external customers.

Europe, the Middle East and Africa (EMEA). Our EMEA segment designs, manufactures and distributes medical devices primarily used in critical care, surgical applications and cardiac care and generally serves hospitals and healthcare providers. The products offered by our EMEA segment are most widely used in the acute care setting for a range of diagnostic and therapeutic procedures and in general and specialty surgical applications, such as urology.

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For the nine months ended October 1, 2017, our EMEA segment represented $394.2 million, or approximately 25%, of our net revenues from external customers. For the year ended December 31, 2016, our EMEA segment represented $510.9 million, or approximately 27%, of our net revenues from external customers.

Asia. Our Asia segment, like our EMEA segment, designs, manufactures and distributes medical devices primarily used in critical care, surgical applications and cardiac care and generally serves hospitals and healthcare providers. The products offered by our Asia segment are most widely used in the acute care setting for a range of diagnostic and therapeutic procedures and in general and specialty surgical applications.

For the nine months ended October 1, 2017, our Asia segment represented $185.3 million, or approximately 12%, of our net revenues from external customers. For the year ended December 31, 2016, our Asia segment represented $249.4 million, or approximately 13%, of our net revenues from external customers.

OEM. Our OEM segment designs, manufactures and supplies devices and instruments for other medical device manufacturers. Our OEM division, which includes the TFX OEM and Deknatel OEM brands, provides custom-engineered extrusions, diagnostic and interventional catheters, sheath/dilator sets (introducers) and kits, sutures, performance fibers, and bioresorbable resins and fibers. We offer an extensive portfolio of integrated capabilities, including engineering, material selection, regulatory affairs, prototyping, testing and validation, manufacturing, assembly and packing.

For the nine months ended October 1, 2017, our OEM segment represented $137.1 million, or approximately 9% of our net revenues from external customers. For the year ended December 31, 2016, our OEM segment represented $161.0 million, or approximately 9% of our net revenues from external customers.

All other businesses. Our other operating segments do not meet the threshold for separate disclosure under applicable accounting guidance and are therefore included in the All other line item in tabular presentations of segment information. Products offered by these operating segments include single-use interventional cardiology and radiology, respiratory, urology and cardiac care products, as well as capital equipment, which are provided to hospitals and other alternative channels of care. Also included in the All other line item is our Latin American business and the Vascular Solutions business, beginning in the first quarter of 2017.

For the nine months ended October 1, 2017, all other businesses represented $276.7 million, or 18% of our net revenues from external customers. For the year ended December 31, 2016, all other businesses represented $225.2 million, or approximately 12% of our net revenues from external customers.

Competitive strengths

We believe the following competitive strengths differentiate us from our competitors and contribute to our continued success:

Diversified, global medical technology company. We are a global provider of medical technology products that enhance clinical benefits, improve patient and provider safety and reduce total procedural costs. We primarily design, develop, manufacture and supply single-use medical devices used by hospitals and healthcare providers for common diagnostic and therapeutic procedures in critical care and surgical applications. We market and sell our products worldwide through a combination of our direct sales force and distributors. Because our products are used in numerous markets and for a variety of procedures, we are not dependent upon any one end-market or procedure. We are focused on achieving consistent, sustainable and profitable growth by increasing our market share and improving our operating efficiencies.

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Well-positioned to take advantage of favorable industry dynamics. We believe the medical markets in which we currently participate represent an aggregate addressable market of approximately $30 billion. Growth drivers for our medical markets include favorable market demographics such as the aging population, improving standard of living in emerging markets and increasing overall demand for medical products, technology advancements, increasing awareness of infection prevention and a general demand for a better quality of life. We believe we are well positioned to take advantage of the favorable dynamics in our markets due to the breadth and quality of our portfolio, established global brands, global manufacturing and distribution network, broad customer base and focus on single-use products used in non-elective procedures.

Leading market positions with established global brands. We believe each of our end-user medical product groups has a leading market position with well established, global brands that are recognized for their consistently high quality and reliability. These brands include Arrow, Deknatel, Hudson RCI, Pilling, Rusch and Weck.

Broad portfolio of non-elective, single-use medical products. 94% of our net revenues for the year ended December 31, 2016 were derived from single-use, disposable products. The majority of our single-use medical devices are used in non-elective procedures which we believe provides us with a portfolio of recurring revenue items with minimal exposure to cyclical activity. In addition, our focus on single-use medical products reduces our overall capital expenditures, improving our cash flow generation. Our capital expenditures for the year ended December 31, 2016 were approximately $53.1 million, or approximately 2.8% of our net revenues for such period.

Diversified customer and supplier base. We have a diversified customer base and are not dependent on any single customer for a substantial amount of our revenues. For the year ended December 31, 2016, only five customers individually accounted for more than 1% of our net revenues, the largest of which accounted for approximately 8%, and our top ten customers in aggregate accounted for less than 25% of our net revenues. Similarly, materials used in the manufacture of our medical products are purchased from a large number of suppliers in diverse geographic locations. For the year ended December 31, 2016, no supplier accounted for greater than 4% of our raw materials, and our top ten suppliers in aggregate accounted for less than 21% of our raw materials.

Strong cash flow generation and proven history of deleveraging. We have demonstrated strong Free Cash Flow generation underpinned by the diversity of our revenue sources and our acute focus on cost management. We generated net cash provided by operating activities from continuing operations of $410.6 million and Free Cash Flow of $357.5 million, respectively, during the year ended December 31, 2016. Through our strong Free Cash Flow generation from continuing operations and successful integration of acquisitions, we have a proven track-record of continuing to delever. See Summary financial data for a reconciliation of net cash provided by operating activities from continuing operations to Free Cash Flow.

Experienced management team. We have a senior management team with extensive experience in the medical industry. Benson F. Smith, our current CEO, has served as our CEO since January 30, 2011 and has been a member of our board of directors since 2005. Mr. Smith has over 40 years of experience in the medical device industry. Upon Mr. Smith s retirement effective as of December 31, 2017, Liam J. Kelly will serve as our President and CEO, and Mr. Smith will continue to serve as non-executive Chairman of our board of directors. Mr. Kelly is our current President and Chief Operating Officer and has over 25 years of experience in the medical device industry, which included senior level positions with Hill-Rom Holdings, Inc., a medical device company, prior to joining Teleflex in April 2009. Our CFO, Thomas E. Powell, has over 30 years of professional experience, including, as CFO for Tomotherapy Incorporated, a medical device company, prior to joining Teleflex in August

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2011. Our senior management team has a proven track record of employing a disciplined portfolio management strategy, including several acquisitions and divestitures, that has enabled Teleflex to deliver consistent, sustainable and profitable growth.

Our strategy

We plan to continue to grow our business and improve our financial performance by implementing our business strategy, the key elements of which are:

Maintain acute focus on research and development. Our research and development initiatives are focused on developing new, innovative products for existing and new therapeutic applications as well as enhancements to, and line extensions of, existing products. We introduced 25 new products and line extensions during 2016, and 20 during year-to-date 2017. Our portfolio of existing products and products under development consists primarily of Class I and Class II devices, most of which require 510(k) clearance by the United States Food and Drug Administration (FDA) for sale in the United States, and some of which are exempt from the requirement to obtain 510(k) clearance. We believe that 510(k) clearance (or 510(k)-exempt status) reduces our research and development costs and risks, and typically results in a shorter timetable for new product introductions as compared to the PMA process that would be required for Class III devices. In addition, from time to time, we augment development efforts through the acquisition of other technologies.

Continue to enhance market leadership positions. In addition to focusing on research and development and technology, we expect to also enhance our market leadership positions by leveraging our global established brands and distribution network and selectively pursuing acquisitions, licensing and partnership agreements that may provide us with access to new markets for all of our products. We have well-established, global brands across all of our product groups, which we are able to leverage in our efforts to commercialize new products and expand the use of existing products into new geographic markets and therapeutic applications. Our existing global sales force and distribution network allow us to rapidly commercialize new products globally upon obtaining regulatory approvals. We also continually evaluate the composition of the portfolio of our products and businesses to ensure alignment with our overall objectives. We strive to maintain a portfolio of products and businesses that provide consistency of performance, improved profitability and sustainable growth. In furtherance of these objectives, we may identify opportunities to expand our margins through strategic divestitures of existing businesses and product lines that do not meet our financial criteria.

Continue to achieve consistent, sustainable and profitable growth. We intend to continue to achieve consistent, sustainable and profitable growth by increasing our market share and improving our operating efficiencies. We expect to increase our market share through the development of new products, the expansion of the use of existing products, the introduction of existing products into new geographic markets and the potential broadening of our product portfolio through selected acquisitions, distributor conversions, licensing agreements and partnerships. Our efforts to improve our operating efficiencies include leveraging our direct sales force and distribution network with new products, manufacturing and distribution facility rationalization and achieving economies of scale as we continue to expand.

Recent acquisitions

Vascular Solutions. On February 17, 2017, we completed the acquisition of Vascular Solutions, Inc. (Vascular Solutions) for $975.5 million net of cash acquired. Vascular Solutions is a medical device company that develops and markets clinical products for use in minimally invasive coronary and peripheral vascular procedures. Vascular Solutions product offering consists of over 80 devices and services that are sold to

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interventional cardiologists, interventional radiologists, electrophysiologists and vein practices worldwide. Its research and corporate development programs focus in three areas: complex interventions, radial artery catheterization and embolization procedures. The acquisition is expected to meaningfully accelerate the growth of our vascular and interventional access product portfolios by facilitating our further penetration of the coronary and peripheral vascular market, and by generating increased cross-portfolio selling opportunities to both our and Vascular Solutions customer bases. We financed the acquisition through a combination of a $750.0 million secured term loan facility and borrowings under our $1.0 billion revolving credit facility, both of which were provided under our amended and restated credit agreement, dated January 20, 2017 (the Credit Agreement).

Vascular Solutions had total revenues of $147.2 million and $166.6 million for the years ended December 31, 2015 and 2016, respectively.

Financial information of Vascular Solutions is presented within the All Other category in our presentation of segment information beginning from the date of its acquisition in the first quarter of 2017.

NeoTract. On October 2, 2017, we completed the acquisition of NeoTract, Inc. (NeoTract) for a purchase price of $725.0 million in cash, subject to customary purchase price adjustments, as well as additional milestone payments by us of up to $375.0 million in the aggregate, which milestone payments are each subject to certain net sales requirements with respect to sales of certain products. Founded in 2004, NeoTract is a medical device company that has developed and commercialized the FDA-cleared UroLift System. The Urolift System is a novel, minimally invasive technology for treating lower urinary tract symptoms due to benign prostatic hyperplasia, or BPH, which is an age-related male condition that results in a larger than usual prostate that squeezes the urethra. The Urolift permanent implants, delivered during a transurethral outpatient procedure, relieve prostate obstruction and open the urethra directly without cutting, heating or removing prostate tissue. The acquisition is expected to expand our existing product portfolio into the benign prostatic hyperplasia market and enhance NeoTract s revenue growth by utilizing our international presence and distribution network. We financed the acquisition principally through borrowings under our revolving credit facility.

NeoTract had total revenues of $18.2 million, $50.5 million and $86.6 million for the years ended December 31, 2015 and 2016 and the nine months ended September 30, 2017, respectively.

Teleflex Incorporated is a corporation organized under the laws of the State of Delaware. Our principal executive offices are located at 550 East Swedesford Road, Suite 400, Wayne, PA 19087, and our telephone number at this location is (610) 225-6800. Our website is *www.teleflex.com*. Information on our website is not part of this prospectus supplement or the accompanying prospectus.

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Offering summary

The following summary is provided solely for your convenience. The summary is not intended to be complete. You should read the full text and more specific details contained elsewhere in this prospectus supplement and the accompanying prospectus. For a more detailed description of the notes, see Description of notes.

Issuer	Teleflex Incorporated, a Delaware corporation.
Notes offered	$500.0 million aggregate principal amount of 4.625% Senior Notes due 2027.
Maturity	The notes will mature on November 15, 2027.
Interest rate	The notes will bear interest at a rate of 4.625% per annum. Interest will be computed on the basis of a 360-day year comprised of twelve 30-day months.
Interest payment dates	May 15 and November 15 of each year, commencing on May 15, 2018.
Guarantees	The obligations under the notes will be fully and unconditionally guaranteed, jointly and severally, by each of our existing and future wholly-owned subsidiaries that is a guarantor or other obligor under our Credit Agreement and by certain of our other wholly-owned subsidiaries. Not all of our subsidiaries will guarantee the notes. Our non-guarantor subsidiaries generated approximately 46% of our consolidated net revenue in the year ended December 31, 2016 and held approximately 55% of our consolidated assets as of December 31, 2016. The guarantees will be automatically and permanently released if the notes are rated investment grade by both Moody s and S&P and in certain other circumstances. See Description of notes Note guarantees.
Ranking	The notes and the guarantees thereof will be our and the guarantors general unsecured senior obligations and will: rank senior in right of payment to all of our and the guarantors future subordinated indebtedness; rank *pari passu* in right of payment with all of our and the guarantors existing and future senior indebtedness; be effectively subordinated to all of our and the guarantors existing and future secured indebtedness, including outstanding term loans and revolver borrowings under our Credit Agreement, to the extent of the value of the assets securing such indebtedness; and

be structurally subordinated to all of the existing and future indebtedness and other claims and liabilities, including preferred stock, of each of our subsidiaries that do not guarantee