Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2009

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [ ] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [X] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
SUSQUEHANNA HEALTH SYSTEM RETIREMENT INCOME PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1996

2a Plan sponsor's name and address (employer, if for a single-employer plan)
(Address should include room or suite no.)
SUSQUEHANNA HEALTH SYSTEM

777 RURAL AVENUE
WILLIAMSPORT, PA 17701-1946

2b Employer Identification Number (EIN)
23-2751183

2c Sponsor's telephone number
570-321-2451

2d Business code (see instructions)
622000

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	10/04/2010	M CLARE KIEHART
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/03/2010	STEVEN JOHNSON
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
SUSQUEHANNA HEALTH SYSTEM

777 RURAL AVENUE
WILLIAMSPORT, PA 17701-1946

3b Administrator's EIN
23-2751183

3c Administrator's telephone number
570-321-2451

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	3260
6	Number of participants as of the end of the plan year (welfare plans complete only lines **6a, 6b, 6c,** and **6d**).		
a	Active participants	**6a**	2667
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	699
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	3366
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	6
f	Total. Add lines **6d** and **6e**	**6f**	3372
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	3372
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	203
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2K

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristic Codes in the instructions:

9a Plan funding arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

9b Plan benefit arrangement (check all that apply)

(1)		Insurance
(2)		Code section 412(e)(3) insurance contracts
(3)	X	Trust
(4)		General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

(1)	X	**R** (Retirement Plan Information)
(2)		**MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
(3)		**SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

(1)	X	**H** (Financial Information)
(2)		**I** (Financial Information – Small Plan)
(3)		**A** (Insurance Information)
(4)	X	**C** (Service Provider Information)
(5)	X	**D** (DFE/Participating Plan Information)
(6)		**G** (Financial Transaction Schedules)

SCHEDULE C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ **File as an attachment to Form 5500.**	**2009** **This Form is Open to Public Inspection.**

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan
SUSQUEHANNA HEALTH SYSTEM RETIREMENT INCOME PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SUSQUEHANNA HEALTH SYSTEM

D Employer Identification Number (EIN)
23-2751183

Part I Service Provider Information (see instructions)

You must complete this Part, in accordance with the instructions, to report the information required for **each person** who received, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of monetary value) in connection with services rendered to the plan or the person's position with the plan during the plan year. If a person received **only** eligible indirect compensation for which the plan received the required disclosures, you are required to answer line 1 but are not required to include that person when completing the remainder of this Part.

1 Information on Persons Receiving Only Eligible Indirect Compensation

a Check "Yes" or "No" to indicate whether you are excluding a person from the remainder of this Part because they received only eligible indirect compensation for which the plan received the required disclosures (see instructions for definitions and conditions).. . . . . ☐ Yes ☒ No

b If you answered line 1a "Yes," enter the name and EIN or address of each person providing the required disclosures for the service providers who received only eligible indirect compensation. Complete as many entries as needed (see instructions).

(b) Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation

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2. Information on Other Service Providers Receiving Direct or Indirect Compensation. Except for those persons for whom you answered "yes" to line 1a above, complete as many entries as needed to list each person receiving, directly or indirectly, $5,000 or more in total compensation (i.e., money or anything else of value) in connection with services rendered to the plan or their position with the plan during the plan year. (See instructions).

(a) Enter name and EIN or address (see instructions)

FIRST STATE TRUST COMPANY

DELAWARE CORP. CTR. II
2 RIGHTER PKWY, STE 250
WILMINGTON, DE 19803

13-3124172

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21	NONE	48021	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

BROWN BROTHERS HARRIMAN & COMPANY

140 BROADWAY
NEW YORK, NY 10005-1101

13-4973745

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	61131	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

ROBECO INVESTMENT MANAGEMENT

28 STATE ST 21ST FLOOR
BOSTON, MA 02109

04-3340328

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	44014	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

(a) Enter name and EIN or address (see instructions)

FRANKLIN TEMPLETON PORTFOLIO ADV

100 FOUNTAIN PARKWAY 140/7
ST. PETERSBURG, FL 33716

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	24654	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

FRONTIER CAPITAL

99 SUMMER STREET, 19TH FLOOR
BOSTON, MA 02110

04-2715137

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
28	NONE	25934	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

(a) Enter name and EIN or address (see instructions)

WESTFIELD CAPITAL MANAGEMENT

1 FINANCIAL CENTER, 24TH FLOOR
BOSTON, MA 02111

30-0027188

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
26	NONE	49300	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

Part I Service Provider Information (continued)

3 If you reported on line 2 receipt of indirect compensation, other than eligible indirect compensation, by a service provider, and the service provider is a fiduciary or provides contract administrator, consulting, custodial, investment advisory, investment management, broker, or recordkeeping services, answer the following questions for (a) each source from whom the service provider received $1,000 or more in indirect compensation and (b) each source for whom the service provider gave you a formula used to determine the indirect compensation instead of an amount or estimated amount of the indirect compensation. Complete as many entries as needed to report the required information for each source.

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
(d) Enter name and EIN (address) of source of indirect compensation	**(e)** Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.	

Part II Service Providers Who Fail or Refuse to Provide Information

4 Provide, to the extent possible, the following information for each service provider who failed or refused to provide the information necessary to complete this Schedule.

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

(a) Enter name and EIN or address of service provider (see instructions)	**(b)** Nature of Service Code(s)	**(c)** Describe the information that the service provider failed or refused to provide

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)

(complete as many entries as needed)

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN:
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN;
c Position:	
d Address:	**e** Telephone:

Explanation:

a Name:	**b** EIN;
c Position:	
d Address:	**e** Telephone:

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2009

This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan
SUSQUEHANNA HEALTH SYSTEM RETIREMENT INCOME PLAN

B Three-digit plan number (PN) ▶ 001

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
SUSQUEHANNA HEALTH SYSTEM

D Employer Identification Number (EIN)
23-2751183

Part I Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)

(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: CAPITAL PRESERVATION FUND

b Name of sponsor of entity listed in (a): FIRST STATE TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
13-3124172-004	C	355845

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

a Name of MTIA, CCT, PSA, or 103-12 IE:

b Name of sponsor of entity listed in (a):

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)

Part II Information on Participating Plans (to be completed by DFEs)

(Complete as many entries as needed to report all participating plans)

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

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b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2009

This Form is Open to Public Inspection

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan
SUSQUEHANNA HEALTH SYSTEM RETIREMENT INCOME PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SUSQUEHANNA HEALTH SYSTEM

D Employer Identification Number (EIN)
23-2751183

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	147961	0
(2) Participant contributions	1b(2)		
(3) Other	1b(3)	363576	295014
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	3156852	5281345
(2) U.S. Government securities	1c(2)	17525244	12417872
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)	13209340	21255747
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	18952333	27312710
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts	1c(9)	176098	355845
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)	324998	

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	53856402	66918533
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h	39656	53285
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		66945
k	Total liabilities (add all amounts in lines 1g through1j)	1k	39656	120230
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	53816746	66798303

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	6715108	
	(B) Participants	2a(1)(B)		
	(C) Others (including rollovers)	2a(1)(C)		
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		6715108
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	5365	
	(B) U.S. Government securities	2b(1)(B)	512312	
	(C) Corporate debt instruments	2b(1)(C)	765971	
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)		
	(F) Other	2b(1)(F)	8281	
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		1291929
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)	410200	
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		410200
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)	119312143	
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)	118866760	
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		445383

			(a) Amount	(b) Total
2b	(5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)	6279292	
	(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		6279292
	(6) Net investment gain (loss) from common/collective trusts	2b(6)		3281
	(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
	(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
	(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
	(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		
c	Other income	2c		33167
d	Total income. Add all **income** amounts in column (b) and enter total	2d		15178360
	Expenses			
e	Benefit payment and payments to provide benefits:			
	(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1943749	
	(2) To insurance carriers for the provision of benefits	2e(2)		
	(3) Other	2e(3)		
	(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		1943749
f	Corrective distributions (see instructions)	2f		
g	Certain deemed distributions of participant loans (see instructions)	2g		
h	Interest expense	2h		
i	Administrative expenses: (1) Professional fees	2i(1)		
	(2) Contract administrator fees	2i(2)		
	(3) Investment advisory and management fees	2i(3)	205033	
	(4) Other	2i(4)	48021	
	(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		253054
j	Total expenses. Add all **expense** amounts in column (b) and enter total	2j		2196803
	Net Income and Reconciliation			
k	Net income (loss). Subtract line 2j from line 2d	2k		12981557
l	Transfers of assets:			
	(1) To this plan	2l(1)		
	(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) [ ] Unqualified **(2)** [ ] Qualified **(3)** [X] Disclaimer **(4)** [ ] Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? [X] Yes [ ] No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: PARENTE BEARD LLC **(2)** EIN: 23-2932984

d The opinion of an independent qualified public accountant is **not attached** because:

(1) [ ] This form is filed for a CCT, PSA, or MTIA. **(2)** [ ] It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete 4j and 4l. MTIAs also do not complete 4l.

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		500000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j	X		
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year? If yes, enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under section 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2009

This Form is Open to Public Inspection.

For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

A Name of plan
SUSQUEHANNA HEALTH SYSTEM RETIREMENT INCOME PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SUSQUEHANNA HEALTH SYSTEM

D Employer Identification Number (EIN)
23-2751183

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 04-3340328

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year. **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box ☐ and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If item 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete items (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate item 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Susquehanna Health System
Retirement Income Plan

Financial Statements
For The Years Ended
December 31, 2009 and 2008
&
Independent Auditors' Report
&
Supplemental Schedules

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ParenteBeard

INDEPENDENT AUDITORS' REPORT

Administrative Retirement Committee of
Susquehanna Health System:

We were engaged to audit the accompanying statement of net assets available for benefits of Susquehanna Health System Retirement Income Plan (the "Plan") as of December 31, 2009 and 2008, and the related statement of changes in net assets available for benefits for the year ended December 31, 2009, and the supplemental schedules of Schedule H, Line 4i - Schedule of Assets (Held at End of Year) and Schedule H, Line 4j - Schedule of Reportable Transactions as of or for the year ended December 31, 2009. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information discussed in Note 8, which was certified by First State Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the trustee as of December 31, 2009 and 2008, and for the year ended December 31, 2009, that the information provided to the plan administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements and supplemental schedules taken as a whole. The form and content of the information included in the financial statements and supplemental schedules, other than that derived from the information certified by the trustee, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

ParenteBeard LLC

Williamsport, Pennsylvania
September 23, 2010

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN

STATEMENT OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2009 AND 2008

	2009	2008
ASSETS:		
Investments, at fair value:		
Common stock	$ 27,312,710	$ 18,952,333
Corporate bonds	21,255,747	13,209,340
U.S. government and federal agency obligations	12,417,872	17,525,244
Money market fund	5,281,345	2,986,056
Common collective trust	329,568	176,098
Municipal obligations	-	324,998
Certificate of deposit	-	170,796
Total investments	66,597,242	53,344,865
Receivables:		
Accrued interest and dividends	295,015	363,576
Contributions	-	147,961
Total receivables	295,015	511,537
TOTAL ASSETS	66,892,257	53,856,402
LIABILITIES:		
Accrual for pending transactions	53,285	39,656
Deferred contributions	66,945	-
TOTAL LIABILITIES	120,230	39,656
NET ASSETS AVAILABLE FOR BENEFITS AT FAIR VALUE	66,772,027	53,816,746
Adjustment from fair value to contract value for fully benefit-reponsive investment contracts held in a common collective trust	26,277	5,805
NET ASSETS AVAILABLE FOR BENEFITS	$ 66,798,304	$ 53,822,551

See Notes to Financial Statements

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2009

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income:	
Net appreciation in fair value of investments	$ 6,721,950
Interest and dividends	1,708,134
Total investment income	8,430,084
Employer contributions	6,715,109
Miscellaneous income	27,362
Total additions	15,172,555
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	1,943,749
Administrative expenses	253,053
Total deductions	2,196,802
Net increase	12,975,753
NET ASSETS AVAILABLE FOR BENEFITS:	
Beginning of year	53,822,551
End of year	$ 66,798,304

See Notes to Financial Statements

1. DESCRIPTION OF PLAN

The following description of the Susquehanna Health System Retirement Income Plan (the "Plan") provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions.

GENERAL

The Plan is a defined contribution plan covering substantially all employees of the Susquehanna Health System (the "System"). The Plan operates as a profit-sharing plan consistent with Section 401(a) of the Internal Revenue Code ("IRC"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

SUBSEQUENT EVENTS

The Plan evaluated subsequent events for recognition or disclosure through September 23, 2010, the date the financial statements were available to be issued.

CONTRIBUTIONS

Annually, the System will make a discretionary contribution of no less than 3% of each participant's compensation, as defined, for the plan year. The System's contributions for 2009 were based on 3% of compensation earned by participants who worked at least 1,000 hours and were employed on the last day of the plan year. Moreover, if a participant was employed as of June 22, 1994, and attained at least age 30 as of January 1, 1996, an additional contribution is made to the Plan. This additional contribution is calculated using a percentage of the participant's compensation based upon a sliding scale determined by the age of the participant as of January 1, 1996. In addition, the System will make a matching contribution provided that a participant of the Plan enters into a salary reduction agreement in the System's 401(k) Plan or the System's 403(b) Plan. For the plan year ended December 31, 2009, matching contributions of $2,145,819 were made, which equaled 100% of up to the first 3%, deferred by the participant with a maximum of $1,500. Participants may contribute amounts representing contributions from other qualified defined benefit or defined contribution plans. The Plan does not allow any other participant contributions. Contributions are non-participant directed and are subject to certain limitations.

PARTICIPANT ACCOUNTS

Each participant's account is credited with the System's contributions and allocations of Plan earnings and charged with an allocation of administrative expenses. Allocations of earnings and expenses are based on a participant's account balance at the beginning of the plan year. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

VESTING

Vesting is based on years of credited service. A participant is 100 percent vested in matching contributions and discretionary contributions after three years of credited service. A participant's account becomes 100 percent vested upon death or permanent disability.

PAYMENT OF BENEFITS

On termination of service for any reason a participant may receive a lump-sum amount equal to the value of the participant's vested interest in his or her account.

FORFEITED ACCOUNTS

When certain terminations of participation in the Plan occur, the nonvested portion of the participant's account, as defined, represents a forfeiture. Forfeitures are used to reduce System contributions in the year that the forfeiture occurs. For 2009, forfeitures of $84,643 were used to reduce System contributions. There were no unused forfeitures at December 31, 2009 and 2008.

2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

BASIS OF ACCOUNTING

The financial statements of the Plan are prepared on the accrual method of accounting.

Investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the Plan. The Plan holds its investment contracts through its investment in a common collective trust. The statement of net assets available for benefits presents the fair value of the investment contracts as well as the adjustment of the fully benefit-responsive investment contracts from fair value to contract value. The statement of changes in net assets available for benefits is prepared on a contract value basis.

USE OF ESTIMATES

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 changes therein, and disclosure of contingent assets and liabilities. Actual results could differ from those estimates.

RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

INVESTMENT VALUATION AND INCOME RECOGNITION

The Plan's investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 6 for a discussion of fair value measurements.

Purchases and sales of securities are recorded on the trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

PAYMENT OF BENEFITS

Benefits are recorded when paid.

DEFERRED CONTRIBUTIONS

Deferred contributions represent contributions made to the Plan in excess of the amount required under the plan document. Such contributions were $66,945 at December 31, 2009. There were no deferred contributions at December 31, 2008.

NEW ACCOUNTING PRONOUNCEMENTS

The Financial Accounting Standards Board ("FASB") issued an interpretation regarding Accounting for Uncertainty in Income Taxes. This interpretation clarifies the accounting for uncertainty in income taxes recognized in an enterprise's financial statements, and is effective for fiscal years beginning after December 15, 2008. The Plan has adopted the provisions of the pronouncement and the adoption did not impact the amounts reported in the Plan's financial statements.

In June 2009, the FASB established the FASB Accounting Standards Codification ("Codification") as the sole source of authoritative accounting principles generally accepted in the United States of America. As a result, all references to accounting literature will conform to the appropriate reference within the Codification. The adoption of the Codification, which became effective during September 2009, did not have any impact on the Plan's financial statements.

In June 2009, the FASB issued a new accounting standard related to subsequent events. Effective December 31, 2009, the Plan adopted the standard which provides guidance on accounting for and disclosure of events that occur after the balance sheet date but before financial statements are issued or are available to be issued. The adoption of this standard did not have any effect on the Plan's financial statements.

On September 30, 2009, the FASB issued Accounting Standards Update No. 2009-12, "Investments in Certain Entities that Calculate Net Asset Value per Share (or its Equivalent)", ("ASU 2009-12"), which permits the use of net asset value ("NAV") as a practical expedient to estimate the fair value of certain alternative investments, if NAV is calculated consistent with accounting principles generally accepted in the United States of America for investment companies and sale of the investment at an amount different than NAV is not probable. ASU 2009-12 also provides guidance regarding the classification and disclosure of the applicable investments. The adoption of ASU 2009-12 had no material impact on the Plan's financial statements but expanded disclosures about certain fair value measurements.

RECLASSIFICATION

Certain 2008 information has been reclassified for consistency with the 2009 financial statement presentation.

3. INVESTMENTS

The following investments represent five percent or more of Plan net assets at December 31, 2009 and 2008:

	2009	2008
Money market fund, Prime Obligation Fund	$5,281,345	$2,986,056

During 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value as follows:

Common stock	$6,414,058
Corporate bonds	768,837
U.S. government and federal agency obligations	(461,499)
Municipal obligations	2,688
Certificate of deposit	(2,134)
Total	$6,721,950

4. RELATED-PARTY TRANSACTIONS

First State Trust Company (the "trustee") manages and holds the Plan's assets and invests the cash received, and interest and dividend income. Aon, the recordkeeper, initiates distributions to participants. Administrative expenses for the trustee's fees are paid by the Plan. These transactions qualify as party-in-interest transactions.

Certain administrative functions are performed by officers or employees of the System. No such officer or employee receives compensation from the Plan.

5. PLAN TERMINATION

Although it has not expressed any intention to do so, the System has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of plan termination, participants will become 100% vested in their System contributions.

6. FAIR VALUE MEASUREMENTS

FASB issued guidance for "Fair Value Measurements," which provides guidance for using fair value to measure assets and liabilities. Fair value is defined as the price that would be received to sell an asset or the price that would be paid to transfer a liability in an orderly transaction between market participants at the measurement date. The framework for measuring fair value includes a hierarchy used to clarify the inputs used in determining valuations into three levels. The level in the fair value hierarchy within which the fair value measurement falls is determined based on the lowest level input that is significant to the fair value measurement. The levels of the fair value hierarchy are as follows:

Level 1 – Fair value is based on unadjusted quoted prices in active markets that are accessible to the Plan for identical assets. These generally provide the most reliable evidence and are used to measure fair value whenever available.

Level 2 – Fair value is based on significant inputs, other than Level 1 inputs, that are observable either directly or indirectly for substantially the full term of the asset through corroboration with observable market data. Level 2 inputs include quoted market prices in active markets for similar assets, quoted market prices in markets that are not active for identical or similar assets, and other observable inputs.

Level 3 – Fair value would be based on significant unobservable inputs. Examples of valuation methodologies that would result in Level 3 classification include option pricing models, discounted cash flows, and other similar techniques.

The following tables summarize plan assets measured at fair value on a recurring basis for the Plan:

	December 31, 2009 FAIR VALUE MEASUREMENT USING			
	LEVEL 1	LEVEL 2	LEVEL 3	ASSETS AT FAIR VALUE
Common stock:				
Technology	$ 7,140,143			$ 7,140,143
Financial	3,816,212			3,816,212
Energy	3,085,274			3,085,274
Health care	2,954,252			2,954,252
Consumer cyclicals	2,235,556			2,235,556
Capital equipment and service	1,925,996			1,925,996
Consumer non-cyclicals	1,708,983			1,708,983
Natural resources	1,434,645			1,434,645
Miscellaneous	1,081,119			1,081,119
Consumer services	782,149			782,149
Telecommunications	510,628			510,628
Transportation	457,187			457,187
Utilities	127,338			127,338
Fixed income	53,228			53,228
Corporate bonds	-	$21,255,747		21,255,747
U.S. government and federal agency obligations	-	12,417,872		12,417,872
Money market fund	5,281,345	-		5,281,345
Common collective trust	-	-	$329,568	329,568
Total	$32,594,055	$33,673,619	$329,568	$66,597,242

	December 31, 2008 FAIR VALUE MEASUREMENT USING			
	LEVEL 1	LEVEL 2	LEVEL 3	ASSETS AT FAIR VALUE
Common stock	$18,952,333			$18,952,333
Corporate bonds	-	$13,209,340		13,209,340
U.S. government and federal agency obligations	-	17,525,244		17,525,244
Money market fund	2,986,056	-		2,986,056
Common collective trust	-	-	$176,098	176,098
Municipal obligations	-	324,998	-	324,998
Certificate of deposit	-	170,796	-	170,796
Total	$21,938,389	$31,230,378	$176,098	$53,344,865

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2009 and 2008.

Common stock is valued at the closing price reported on the active market on which the individual securities are traded.

The money market fund is valued at the net asset value of shares held by the Plan at year end.

U.S. government and federal agency obligations, corporate bonds, and municipal obligations are valued using quoted market prices of similar securities.

The common collective trust's reported fair value is determined as the sum of the fair value of the trust's underlying investments in guaranteed insurance contracts and security-backed investment contracts that are wrapped by an insurance company, bank or other financial institution and the fair value of the trust's investment in externally managed collective investment funds, as determined by the funds' trustees.

The certificate of deposit is valued at face value which approximates fair value.

The preceding methods described may produce fair value calculations that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of the financial instruments could result in a different fair value measurement at the reporting date.

The following table sets forth a summary of changes in fair value of the Plan's level 3 assets for the year ended December 31, 2009.

	Common Collective Trust
Balance, beginning of year	$176,098
Purchases, sales, issuances, and settlements	153,470
Balance, end of year	$329,568

7. TAX STATUS

The Internal Revenue Service has determined and informed the System by a letter dated January 14, 1998 that the Plan is designed in accordance with the applicable Sections of the IRC. The Plan has been amended since receiving this determination letter. However, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC. The Plan reapplied for a determination letter from the Internal Revenue Service; however, the new application has not been approved. The Plan administrator believes the new application will be approved.

8. INFORMATION CERTIFIED BY TRUSTEE

The plan administrator has elected the method of compliance as permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA for 2009 and 2008. Accordingly, First State Trust Company, the trustee, has certified to the completeness and accuracy of all investments reported in the accompanying statement of net assets available for benefits as of December 31, 2009 and 2008 and the supplemental schedule of assets (held at end of year) as of December 31, 2009 and the related investment activity reported in the statement of changes in net assets available for benefits for the year ended December 31, 2009.

9. RECONCILIATION OF FINANCIAL STATEMENTS TO SCHEDULE H OF FORM 5500

The following is a reconciliation of net assets available for benefits reported on the financial statements to the Form 5500 at December 31, 2008:

Net assets available for benefits reported on the financial statements	$53,822,551
Less adjustments from fair value to contract value for fully benefit-responsive investment contracts held in a common collective trust	(5,805)
Net assets available for benefits reported in Form 5500	$53,816,746

The following is a reconciliation of total additions reported in the statement of changes in net assets available for benefits to the Form 5500 for year ended December 31, 2009:

Total additions reported on the statement of changes in net assets available for benefits	$15,172,555
Plus adjustment from fair value to contract value for fully benefit-responsive investment contracts held in a common collective trust for 2008	5,805
Total income reported on Form 5500	$15,178,360

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)		(c)	(d)	(e)
	IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
	COMMON STOCK:	12,100 shs	Corning Inc	$ 191,956	$ 233,651
		2,600 shs	Danaher Corp	192,879	195,520
		5,700 shs	Emerson Electric Co	218,682	242,820
		6,550 shs	Halliburton Co	219,148	197,090
		4,900 shs	Thermo Fisher Scientific	194,698	233,681
		1,340 shs	Amazon Com Inc	134,213	180,257
		6,950 shs	CVS Caremark Corp	216,322	223,860
		3,650 shs	Kohl's Corp	178,918	196,845
		4,550 shs	Target Corp	144,141	220,084
		5,350 shs	Wal Mart Stores Inc	285,714	285,958
		3,350 shs	Coca Cola	157,619	190,950
		4,200 shs	Disney Walt	122,262	135,450
		4,600 shs	Pepsico	241,645	279,680
		4,000 shs	Procter & Gamble	233,014	242,520
		5,000 shs	Covidien PLC	172,446	239,450
		18,000 shs	Elan PLC-Sponsored ADR	255,687	117,360
		3,850 shs	Gilead Sciences Inc	173,475	166,590
		3,450 shs	Teva Pharmaceutical	168,235	193,821
		6,500 shs	Warner Chilcott	168,571	185,055
		5,950 shs	National-Oilwell	220,085	262,336
		1,300 shs	Occidental Pete Corp	69,790	105,755
		4,900 shs	Suncor Energy	121,825	173,019
		11,950 shs	Weatherford Intl Ltd	215,847	214,025
		2,300 shs	Visa Inc-Class A	168,530	201,158
		3,300 shs	Goldcorp Inc	144,373	129,822
		3,750 shs	Goodrich B F	193,414	240,938
		2,350 shs	Praxair Inc	152,856	188,729
		3,700 shs	Syngenta AG ADR	134,036	208,199
		4,950 shs	Accenture PLC	180,931	205,425
		1,910 shs	Apple Computer Inc	279,738	402,498
		5,200 shs	Celgene Corp	239,726	289,536
		4,700 shs	Check Point Software	112,536	159,236
		5,950 shs	Cisco Sys Inc	131,566	142,443
		570 shs	CME Group Inc	147,949	191,497
		640 shs	Google Inc	290,937	396,787
		4,350 shs	Hewlett Packard Co	206,725	224,069
		9,800 shs	Intel Corp	194,186	199,920
		1,860 shs	International Business Machines	184,387	243,474
		3,650 shs	ITT Industries	186,492	181,551
		9,600 shs	Microsoft Corporation	242,524	292,608
		12,400 shs	Oracle Corporation	261,791	304,172
		4,500 shs	Qualcomm Inc	183,736	208,170
		7,750 shs	Bradesco-Adr	93,713	169,493
		3,700 shs	Illumina Inc	142,553	113,516
		3,500 shs	Mosaic Co	146,162	209,055
		5,250 shs	Viacom Inc	115,761	156,083
		1,920 shs	Tyco International Ltd	70,212	68,506
		4,041 shs	Direct TV	64,732	134,767
		2,050 shs	Hewitt Associates	74,155	86,633
		835 shs	Liberty Media Starz	26,310	38,535
		1,805 shs	Omnicom Group	85,627	70,666
		1,795 shs	Robert Half Intl	45,829	47,980
		2,843 shs	Time Warner Inc	69,003	82,845
		1,895 shs	Allegheny Technologies Inc	51,499	84,839
		1,980 shs	Family Dlr Stores	58,299	55,103
		4,480 shs	Gap Inc	58,701	93,856
		900 shs	Ross Stores, Inc	29,092	38,439
		2,160 shs	TJX Cos Inc	71,458	78,948
		2,590 shs	Wal Mart Stores	130,241	138,436
		1,360 shs	Anheuser-Busch Invev	70,665	70,761
		1,865 shs	Clorox Co	105,309	113,765
		5,270 shs	Comcast Corp	90,210	88,852
		4,030 shs	Dr Pepper Snapple Group Inc	99,801	114,049
		950 shs	Abbott Labs	43,767	51,291
		1,695 shs	Cardinal Health	40,894	54,647
		2,080 shs	Davita Inc	106,703	122,179

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK (CON'T):	1,335 shs	IMS Health	$ 28,142	$ 28,115
	5,310 shs	Johnson & Johnson	319,747	342,017
	1,470 shs	Lincare Hldgs Inc	50,927	54,588
	3,300 shs	McKesson Corp	179,582	206,250
	2,335 shs	Medtronic	83,051	102,693
	4,084 shs	Merck & Co	93,386	149,229
	3,265 shs	Omnicare	82,414	78,948
	2,255 shs	Ashland	80,614	89,343
	720 shs	Canadian Natural Resources	48,585	51,804
	4,585 shs	Chevron Corp	315,861	352,999
	825 shs	Devon Energy Corp	56,782	60,638
	1,270 shs	EDG Res Inc	110,540	123,571
	5,840 shs	Exxon Mobil Corp	393,261	398,230
	1,430 shs	First Energy Corp	60,456	66,424
	2,040 shs	Noble Energy	126,575	145,289
	1,825 shs	P G & E Corp	86,280	81,486
	1,425 shs	Total S.A. Spon Adr	78,415	91,257
	2,445 shs	Ultra Pete Corp	125,676	121,908
	2,000 shs	ACE Ltd	82,591	100,800
	2,005 shs	American Express	53,729	81,243
	5,115 shs	Annaly Capital Management Inc	73,463	88,745
	1,160 shs	Arch Capital Group	68,167	82,998
	2,840 shs	BB&T Corp	60,050	72,051
	16,935 shs	Bank America Corp	220,559	255,041
	77 shs	Berkshire Hathaway Inc	233,227	253,022
	3,600 shs	Brookfield Asset Manage	63,199	79,848
	6,390 shs	Discover Finl Svcs	67,214	93,997
	4,025 shs	Equifax	102,328	124,332
	400 shs	Franklin Resources Inc	34,979	42,140
	1,105 shs	Goldman Sachs	104,494	186,568
	9,050 shs	JP Morgan Chase & Co	373,120	377,114
	2,935 shs	Loews Corp	105,573	106,687
	1,975 shs	Reinsurance Group of America Inc	98,241	94,109
	2,595 shs	SEI Investments Co	37,718	45,464
	7,090 shs	SLM Corp	52,395	79,904
	1,365 shs	State Street Corp	60,704	59,432
	3,271 shs	Travelers Companies Inc	145,515	163,092
	1,810 shs	Validus Holdings Ltd	48,516	48,761
	8,535 shs	Wells Fargo & Co	219,521	230,360
	2,595 shs	Reliance Steel & Aluminum	97,395	112,156
	2,330 shs	Amdocs Ltd	64,588	66,475
	1,125 shs	Analog Devices Inc	34,643	35,528
	675 shs	Apollo Group	45,807	40,892
	6,925 shs	EMC Corp Mass	106,857	120,980
	5,030 shs	Ebay Inc	113,779	118,356
	1,890 shs	Electronics Arts	37,020	33,548
	3,795 shs	Harris Corp Del	153,807	180,452
	4,890 shs	Hewlett Packard	178,111	251,884
	2,475 shs	Honeywell Intl	95,976	97,020
	620 shs	Intl Business Machines	58,608	81,158
	1,485 shs	Manpower	74,767	81,051
	3,810 shs	Microsoft Corp	101,157	116,129
	8,460 shs	Oracle Corp	136,077	207,524
	410 shs	Precision Castparts Corp	25,543	45,244
	675 shs	Siemens A G Sponsored	75,238	61,898
	7,430 shs	Stmicroelectronics NV	68,817	68,876
	2,635 shs	Symantec Corp	47,983	47,140
	3,311 shs	Taiwan Semiconductor	29,157	37,878
	2,890 shs	Texas Instruments Inc	74,791	75,313
	1,225 shs	United Technologies Corp	80,123	85,027
	775 shs	Union Pac Corp	36,704	49,523
	3,780 shs	Western Union-Wi	49,627	71,253
	3,105 shs	Edison International	125,704	107,992
	1,670 shs	BCE Inc	33,562	46,109
	795 shs	Mosaic Co	43,461	47,485
	3,333 shs	Vodafone Group	98,469	76,959
	700 shs	Adtran Inc	16,091	15,785

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK (CON'T):	2,100 shs	Albany Intl	$ 67,646	$ 47,166
	700 shs	Clean HBRS, Inc	18,917	41,727
	1,100 shs	Cognex Corp	28,387	19,481
	1,200 shs	Cymer	46,048	46,056
	1,200 shs	Foster Wheeler Ltd	45,129	35,328
	2,770 shs	Integrated Device Technology	34,255	17,922
	540 shs	Jacobs Engr Group	7,557	20,309
	700 shs	Kadant Inc	14,229	11,172
	1,070 shs	Kaydon Corp	25,819	38,263
	300 shs	Millipore Corp	15,684	21,705
	900 shs	Pall Corp	19,112	32,580
	300 shs	Pentair Inc	9,154	9,690
	1,265 shs	Republic Services Inc	12,540	35,812
	3,500 shs	Taser International	15,221	15,330
	300 shs	Thomas & Betts Corp	13,326	10,737
	600 shs	Cheesecake Factory Inc	16,144	12,954
	780 shs	Fluor Corp New	14,381	35,131
	500 shs	Itron Inc Com	10,569	33,785
	800 shs	Quanta Services Inc	14,850	16,672
	1,400 shs	Sotheby S (Delaware)	14,783	31,472
	740 shs	Autoliv Inc	17,009	32,086
	500 shs	Carlisle COS Inc	20,939	17,130
	2,160 shs	Chicago Bridge & Iron	13,146	43,675
	5,660 shs	Chicos Fas Inc	32,535	79,523
	710 shs	Dollar Tree Stores	17,678	34,293
	900 shs	DTS Inc	18,177	30,789
	900 shs	Gentex Corp	12,489	16,065
	900 shs	Harman International Inds	16,875	31,752
	800 shs	Navistar Intl Corp	20,783	30,920
	900 shs	Smith AO Corp	33,140	39,051
	1,800 shs	Cinemark Holding Inc	29,512	25,866
	3,900 shs	Energy Solutions Inc	28,244	33,111
	700 shs	Ritchie Bros Auctioneers	3,776	15,701
	2,400 shs	Smart Balance	14,300	14,400
	1,000 shs	Smithfield Foods Inc	20,195	15,190
	1,400 shs	Tivo Inc	8,374	14,252
	1,300 shs	Biomarin Pharmaceutical	16,726	24,453
	2,500 shs	Cooper COS	95,486	95,300
	210 shs	Core Labs	2,659	24,805
	7,500 shs	Dexcom	58,162	60,525
	5,400 shs	Hansen Medical	18,534	16,362
	1,400 shs	Icon PLC	12,808	30,422
	6,400 shs	Insulet Corp	53,757	91,392
	400 shs	Mednax Inc	15,487	24,044
	3,800 shs	Nanosphere Inc	33,002	24,472
	400 shs	Nu Skin Enterprises Inc	7,361	10,748
	1,100 shs	Omnicare, Inc	35,244	26,598
	400 shs	Perrigo Co	9,331	15,932
	900 shs	Pharmaceutical Prod Dev Inc	15,306	21,096
	1,300 shs	Syneron Medical Ltd	14,128	13,585
	600 shs	Cabot Oil & Gas Corp	15,838	26,154
	900 shs	Consol Energy Inc	29,956	44,820
	800 shs	Continental Resources Inc	21,563	34,312
	356 shs	Ensco Intl	15,014	14,219
	400 shs	Interoil Corp	8,076	30,724
	300 shs	National-Oilwell Inc	3,059	13,227
	1,020 shs	Noble Corporation	23,290	41,514
	3,510 shs	Talisman Energy	12,566	65,426
	1,600 shs	World Fuel Svcs Corp	19,438	42,864
	5,000 shs	Annaly Capital Management Inc	66,687	86,750
	1,700 shs	Berkley W R Corp	36,567	41,888
	13,200 shs	Capital Source Inc	90,437	52,404
	1,000 shs	Catalyst Health	26,594	36,470
	7,900 shs	Chimera Investment Corp	21,088	30,652
	500 shs	Everest RE Group Lmtd	31,378	42,840
	2,100 shs	GFI Group Inc	15,167	9,555
	1,600 shs	Montpelier Re Holdings	25,030	27,712

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK (CON'T):	800 shs	Onebeacon Insurance Group	$ 17,552	$ 11,024
	1,400 shs	Raymond James Financial Inc	20,847	33,278
	1,640 shs	Waddell & Reed Financial Inc.	33,234	50,086
	100 shs	White Mountains Insurance Group	20,721	33,266
	1,400 shs	Willis Group Holdings	36,612	36,932
	300 shs	Airgas Inc	8,660	14,280
	1,300 shs	Albemarle Corp	49,650	47,281
	400 shs	Avery Dennison Corp	23,295	14,596
	700 shs	Brush Engineered Materials, Inc.	13,373	12,978
	1,800 shs	Cabot Corp	48,125	47,214
	600 shs	Cabot Microelectronics Corp	21,881	19,776
	5,180 shs	Crown Holdings, Inc.	41,591	132,504
	500 shs	FMC Corp	6,279	27,880
	770 shs	Goodrich BF Co.	24,583	49,473
	2,400 shs	Hecla Mng Co.	9,267	14,832
	580 shs	Massey Energy Corp	6,525	24,366
	1,200 shs	Neenah Paper, Inc.	40,350	16,740
	1,100 shs	Packaging Corp of America	22,240	25,311
	700 shs	RTI International Metals, Inc.	9,162	17,619
	2,100 shs	Actel Corp	34,558	24,948
	1,700 shs	Altera Corp	32,335	38,471
	3,300 shs	Amdocs Ltd	90,891	94,149
	3,863 shs	Arris Group, Inc.	25,611	44,154
	1,700 shs	ATMI Inc. Com	41,505	31,654
	2,091 shs	Avid Technology, Inc.	50,426	26,681
	700 shs	Ciena Corp	17,481	7,588
	2,900 shs	Cogent Communications Group	25,707	28,594
	900 shs	Commscope, Inc.	18,615	23,877
	700 shs	Comscore Inc	7,742	12,285
	1,400 shs	Cree, Inc.	31,143	78,918
	1,030 shs	Diebold, Inc.	38,877	29,304
	900 shs	Eclipsys Corp	17,004	16,668
	1,500 shs	Fairchild Semiconductor Intl, Inc.	24,258	14,985
	6,600 shs	Flextronics Intl Ltd	58,350	48,246
	300 shs	Franklin Electric Co, Inc.	15,063	8,715
	400 shs	Global Pmts, Inc.	17,072	21,544
	1,850 shs	Harmonic Lightwaves, Inc.	13,312	11,692
	500 shs	Hubbell, Inc.	23,169	23,650
	2,100 shs	International Rectifier Corp	40,461	46,452
	1,800 shs	Jabil Circuit Inc	21,448	31,266
	1,000 shs	Manhattan Assocs Inc.	19,859	24,040
	2,100 shs	Maxim Integrated Prods Inc	51,117	42,672
	1,700 shs	Microsemi Corp	16,456	30,192
	1,620 shs	National Semiconductor Corp	18,071	24,883
	2,200 shs	Ness Technologies Inc	20,672	10,802
	1,398 shs	Orbital Science Corp	16,525	21,333
	4,700 shs	PMC-Sierra Inc.	42,856	40,702
	4,100 shs	Premiere Global	40,056	33,825
	1,300 shs	Qiagen N V	26,341	29,029
	1,000 shs	Rogers Corp	33,534	30,310
	300 shs	Rovi Corp	4,968	9,561
	1,000 shs	Seagate Technology Holdings	14,960	18,190
	700 shs	Silicon Laboratories, Inc.	22,547	33,866
	6,300 shs	Skyworks Solutions, Inc.	35,221	89,397
	800 shs	Teradyne, Inc.	12,188	8,584
	900 shs	Watsco Inc	39,749	44,082
	1,900 shs	Western Digital Corp	25,456	83,885
	1,000 shs	Dril-Quip Inc.	43,085	56,480
	1,200 shs	Hub Group	27,099	32,148
	1,100 shs	Kansas City Southn Inds, Inc.	15,928	36,619
	580 shs	Kirby Corp	5,569	20,201
	800 shs	Landstar Sys Inc.	13,723	31,016
	3,600 shs	Metropcs Communications Inc	46,324	27,468
	1,300 shs	NII Holdings Inc	45,611	43,654
	900 shs	Switch and Data	13,650	18,189
	1,170 shs	Anaren Inc.	16,670	17,609
	1,800 shs	Belden Inc.	71,719	39,456

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK (CON'T):	1,700 shs	Illumina Inc.	$ 30,784	$ 52,156
	600 shs	Lazard Ltd	17,418	22,782
	983 shs	CRH Plc Adr	23,235	26,865
	1,990 shs	DBS Group Holdings	77,100	87,560
	572 shs	Gea Group AG-Spons	12,165	12,753
	1,588 shs	Icici BK Ltd	70,450	59,883
	682 shs	Intesa Sanpaolo	12,765	18,482
	2,274 shs	Mitsubishi UFJ Financial	11,911	11,188
	51,000 shs	Shanghai Electric Grp	18,701	22,950
	1,939 shs	Vale S A Adr	27,196	48,126
	3,335 shs	Vinci SA	33,103	47,857
	362 shs	Accor SA	27,234	14,516
	5,488 shs	British Sky Broadcasting Group	66,288	48,843
	4,138 shs	ING Groep NV	91,033	40,594
	1,926 shs	Reed Elsevier NV	41,948	23,767
	1,896 shs	Swire PAC Ltd	24,871	22,752
	1,357 shs	Vivendi SA	42,410	40,235
	72 shs	Bayerische Motoren Werke BMW	2,947	3,274
	673 shs	Bayerische Motoren Werke	42,241	30,655
	5,312 shs	Group 4 Securicor Plc	19,102	23,638
	6,325 shs	Kingfisher PLC	34,680	46,173
	1,004 shs	Marks & Spencer PLC	12,367	13,052
	636 shs	Michelin CGDE	69,862	48,892
	1,619 shs	Nintendo Ltd	94,176	48,279
	654 shs	Toyota Mtr Corp	62,489	55,041
	7,041 shs	Wolseley Plc	12,809	14,645
	656 shs	Adecco SA	27,825	35,951
	1,506 shs	Brambles Ltd	11,436	18,366
	394 shs	Cadbury Plc	12,267	20,248
	22,517 shs	Hays Plc	38,311	37,852
	1,848 shs	Nestle	48,469	89,351
	38,014 shs	Premier Foods	39,050	19,007
	1,799 shs	Suez Environment	15,324	20,778
	1,986 shs	Tesco Plc	30,886	40,852
	2,228 shs	Unilever	78,382	72,031
	773 shs	Celesio	42,869	19,402
	1,403 shs	Glaxo Smithkline	63,876	59,277
	1,714 shs	Merck	63,487	52,843
	1,391 shs	Novartis	66,439	75,712
	1,684 shs	Rhoen-Klinikum Ag	39,026	41,230
	1,256 shs	Roche Hldg Ltd	45,358	53,003
	2,058 shs	Sanofi-Aventis	72,791	80,818
	1,076 shs	BP Amoco	57,503	62,376
	999 shs	ENI	27,367	50,559
	618 shs	Gazprom	33,549	15,481
	1,029 shs	GDF Suez Spons	48,743	44,041
	1,480 shs	Petroleo Brasileiro	44,562	62,737
	901 shs	Repsol	30,217	24,021
	1,742 shs	SBM Offshore	51,644	33,882
	1,630 shs	Statoil Asa	34,479	40,603
	588 shs	Talisman Energy Inc	8,326	10,960
	1,394 shs	Total S.A.	58,087	89,272
	897 shs	Ace Ltd	53,289	45,209
	5,632 shs	Aviva	60,390	36,188
	2,028 shs	AXA	36,818	48,023
	3,914 shs	Banco Espirito Santo	21,564	25,663
	561 shs	Embraer Empresa Brasileira Desa	24,329	12,404
	230 shs	HSBC Hldgs	15,731	13,131
	762 shs	Hutchison Whampoa	34,627	26,213
	784 shs	KB Financial Group	54,070	39,866
	183 shs	Muenchener Rucckvericherung	35,372	28,091
	112 shs	Muenchener Ruekversicherungs	14,150	17,406
	765 shs	National Australia Bank	24,404	18,851
	2,741 shs	Nordea Bank	21,243	27,844
	2,975 shs	Pearson Plc	29,431	42,721
	1,014 shs	Rolls Royce Group	51,597	39,556
	733 shs	Swiss Reinsurance	48,953	35,323

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a) IDENTITY OF ISSUE	(b)	(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
COMMON STOCK (CON'T):	413 shs	Akzo Nobel NV Adr	$ 23,701	$ 27,382
	533 shs	Lonza	60,560	37,377
	483 shs	Rexam Plc	14,902	11,491
	333 shs	Takeda Pharmaceutical	19,299	13,703
	1,786 shs	BAE Sys	67,565	41,399
	734 shs	Capgemini SA	18,494	16,845
	2,304 shs	Check Point Software Tech	51,803	78,060
	2,996 shs	Ericsson LM Tel-Spons	30,664	27,533
	1,272 shs	FUJI Film Holdings	51,882	38,414
	149 shs	Konica Minolta Holdings	16,581	15,237
	1,714 shs	Koninklijke	69,858	50,460
	1,378 shs	Sage Grp PLC	20,592	19,898
	1,821 shs	SAP Aktiengesellschaft	87,196	85,241
	726 shs	Siemens	56,318	66,574
	3,192 shs	Singapore Telecommunications	64,830	70,064
	618 shs	Sony Corp	31,934	17,922
	6,953 shs	Taiwan Semiconductor Spons	64,975	79,542
	705 shs	British Airways Adr	17,952	21,573
	2,958 shs	Deutsche Post	95,018	57,045
	1,948 shs	E On AG	100,362	81,329
	953 shs	Vestas Wind	21,191	19,346
	352 shs	China Mobile Limited	17,428	16,343
	1,465 shs	China Telecom Corp	75,849	60,680
	2,270 shs	France Telecom	77,706	57,295
	2,957 shs	Portugal Telecom	37,482	35,898
	1,300 shs	Telefonica	116,139	108,576
	1,589 shs	Telenor ASA	103,840	66,420
	1,715 shs	Turkcell Iletisim Hizmetleris	44,353	29,995
	230 shs	National Gri-Adr	12,311	12,507
	776 shs	Royal Dutch	61,960	45,109
	1,618 shs	Telekom Austria	84,840	45,531
	3,178 shs	Vodafone Group	68,316	73,380
	4,152 shs	Cheung Kong Hldgs	72,888	53,229
		Total common stock	24,347,666	27,312,710
CORPORATE BONDS:	$ 85,000	Cred Suis Fb Usa, 4.125%, due 1/15/10	84,958	85,075
	110,000	Campbell Soup Co, 6.750%, due 3/01/11	113,540	117,038
	5,607	USAA Auto Owner ABS, 3.580%, due 3/15/11	5,470	5,614
	8,186	Hyundai Auto ABS, 5.110%, due 4/15/11	8,186	8,229
	33,279	Capital Auto ABS, 4.980%, due 5/15/11	33,276	33,640
	26,037	Nissan Auto ABS, 5.030%, due 5/16/11	26,574	26,307
	250,000	Chrysler Fin ABS, 1.850%, due 6/15/11	249,981	251,625
	160,000	FPL Group Captl, 5.625%, due 9/01/11	163,123	170,197
	170,000	American Express, 5.250%, due 9/12/11	169,536	178,262
	149,355	CNH Equipment ABS, 4.060%, due 10/17/11	149,353	150,619
	33,210	CNH Equipment ABS, 5.400, due 10/17/11	33,502	33,430
	60,000	PacificCorp, 6.900%, due 11/15/11	64,228	65,686
	47,212	Nissan Auto ABS, 5.220%, due 11/15/11	47,205	47,596
	150,000	Metlife Inc. DCP, 6.125%, due 12/01/11	151,656	161,255
	129,290	Connecticut RRB Abs, 6.210%, due 12/30/11	134,340	133,366
	325,000	Goldman Sachs, 6.600%, due 1/15/12	347,642	353,321
	240,000	Credit Suisse FB, 6.500%, due 1/15/12	262,003	261,166
	205,000	Southern Co., 5.300%, due 1/15/12	215,948	219,641
	332,970	Honda Auto REC ABS, 4.470%, due 1/18/12	337,756	339,090
	75,000	Allstate Corp, 6.125%, due 2/15/12	82,385	81,209
	31,729	USAA Auto ABS, 4.900%, due 2/15/12	31,186	32,136
	100,000	McDonalds Cop MTN, 5.750%, due 3/01/12	98,313	107,796
	90,000	Colgate-palm Co. Mtn, 5.980%, due 4/25/12	89,935	97,382
	550,000	Citigroup Inc, 2.125%, due 4/30/12	548,933	555,891
	250,000	Gen Elec Cap Crp, 2.200%, due 6/08/12	249,838	253,505
	450,000	Citigroup FNDG, 2.125%, due 7/12/12	450,918	453,474
	55,000	Midamerican Energy, 5.650%, due 7/15/12	54,976	59,375
	75,000	Monsanto Co, 7.375%, due 8/15/12	86,165	85,011
	75,000	Walt Disney Company, 4.700%, due 12/01/12	77,256	80,749
	300,000	Citigroup FNDG, 2.250%, due 12/10/12	299,160	302,355
	75,000	Alabama Power Co, 4.850%, due 12/15/2012	78,947	80,332
	650,000	GMAC LLC, 2.200%, due 12/19/2012	646,120	653,985

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
CORPORATE BONDS (CON'T):	$ 735,000	Gen Elec CAP CRP, 2.125%, due 12/21/2012	$ 731,788	$ 735,684
	500,000	Gen Elec Cap CRP MTN, 2.625%, due 12/28/2012	508,785	509,205
	90,000	Pepsico Inc., 4.650%, due 2/15/2013	89,917	96,135
	335,000	Hewlett-Packard Co, 4.500%, due 3/01/2013	340,351	355,154
	335,000	CNH Equipment ABS, 2.970%, due 3/15/2013	339,436	339,958
	150,000	WalMart Stores, 4.250%, due 4/15/2013	148,057	159,041
	75,000	General Dynamics, 4.250%, due 5/15/13	74,062	79,070
	275,000	Honda Auto REC ABS, 2.310%, due 5/15/2013	274,953	278,561
	150,000	Dupont El Nemour, 5.000%, due 7/15/2013	155,024	161,588
	325,000	3M Co. MTN, 4.375%, due 8/15/2013	339,960	349,908
	225,000	Berkshire Hathaway, 5.000%, due 8/15/2013	240,094	241,943
	285,000	Ford Credit Auto ABS, 2.790%, due 8/15/2013	284,980	290,435
	150,000	BB&T Corporation MTN, 3.375%, due 9/25/2013	149,867	151,182
	430,000	John Deere ABS, 2.590%, due 10/15/2013	429,928	437,048
	249,376	GS Auto Loan Abs, 5.380%, due 1/15/14	251,003	253,845
	350,000	Ford CRDT Auto ABS, 1.510%, due 1/15/2014	348,646	348,117
	215,000	US Bank NA, 6.300%, due 2/04/2014	225,735	238,231
	130,000	Capital One CMO, 5.300%, due 2/18/2014	129,950	136,429
	160,000	Chevron Corp, 3.950%, due 3/03/2014	163,605	167,043
	240,000	Praxair Inc., 4.375%, due 3/31/2014	248,046	253,068
	165,000	BB &T Corporation MTN, 5.700%, due 4/30/2014	164,673	178,604
	160,000	Microsoft Corp, 2.950%, due 6/01/2014	159,843	161,714
	75,000	Procter & Gamble Co, 4.950%, due 8/14/2014	79,970	81,599
	110,000	Everest RE HLDGS, 5.400%, due 10/15/2014	110,437	107,467
	265,000	Chase Issuance ABS, 5.120%, due 10/15/2014	266,084	285,469
	135,000	US Bank NA MTN, 4.950%, due 10/30/2014	133,906	143,182
	175,000	Morgan Stanley MTN, 6.000%, due 4/28/2015	159,898	186,414
	65,000	Chase Issuance ABS, 5.400%, due 7/15/2015	64,998	70,522
	650,000	GE Capital ABS, 3.690%, due 7/15/2015	665,133	663,923
	185,000	Lowes Cos Inc, 5.000%, due 10/15/2015	193,508	200,335
	75,000	Oracle Corp, 5.250%, due 1/15/2016	75,232	80,990
	85,000	Southern CA Edison, 5.000%, due 1/15/2016	84,594	88,618
	145,000	Cisco Systems Inc., 5.500%, due 2/22/2016	150,882	159,196
	75,000	Bottling Group, 5.500%, due 4/01/2016	77,084	81,138
	165,000	BACCT ABS V-M, .27313%, due 12/15/2016	139,305	157,460
	160,000	Costco Wholesale, 5.500%, due 3/15/2017	169,154	170,765
	230,000	Eli Lilly, 5.200%, due 3/15/2017	223,500	243,529
	325,000	Verizon Comm Inc., 5.500%, due 4/01/2017	328,002	342,950
	160,000	Amgen Inc., 5.850%, due 6/01/2017	166,141	174,840
	125,000	Kiimberly - Clark, 6.125%, due 8/01/2017	129,674	138,571
	75,000	Coca Cola Enter Inc., 7.125%, due 8/01/2017	85,808	86,515
	160,000	IBM Corp, 5.700%, due 9/14/2017	167,832	174,930
	75,000	Emerson Electric Co., 5.375%, due 10/15/2017	74,733	79,263
	170,000	Florida PWR & LT, 5.550%, due 11/01/2017	187,352	183,471
	120,000	Coca - Cola Co., 5.350%, due 11/15/2017	119,821	129,266
	160,000	United Tech Corp, 5.375%, due 12/15/17	165,772	170,504
	325,000	JP Morgan Chase, 6.000%, due 1/15/2018	322,753	349,372
	325,000	Duke Energy Carolina, 5.250%, due 1/15/2018	335,997	340,304
	160,000	Target Corp, 6.00%, due 1/15/2018	169,550	176,590
	160,000	Wachovia Corp, 5.750%, due 2/01/2018	164,840	166,971
	90,000	Archer Daniels, 5.450%, due 3/15/2018	89,998	95,861
	300,000	Ace INA Holdings, 5.800%, due 3/15/2018	322,596	319,218
	155,000	John Deere CAP MTN, 5.350%, due 4/03/2018	152,837	163,810
	75,000	Monsanto Co., 5.125%, due 4/15/2018	73,694	78,257
	90,000	Bristol - Myers Squibb, 5.450%, due 5/01/2018	89,797	96,260
	325,000	Glaxosmithkline, 5.650%, due 5/15/2018	332,325	350,542
	55,000	Parker - Hannifin MTN, 5.500%, due 5/15/2018	54,871	57,941
	80,000	Pitney Bowes Inc., 4.750%, due 5/15/2018	74,738	80,987
	310,000	Chubb Corp, 5.750%, due 5/15/2018	337,777	329,112
	100,000	Johnson & Johnson, 5.150%, due 7/15/2018	99,794	107,564
	75,000	Phillips Pete Co., 6.650%, due 7/15/2018	76,003	84,669
	160,000	Halliburton Co., 5.900%, due 9/15/2018	167,314	174,274
	175,000	Walgreen Co., 5.250%, due 1/15/2019	181,710	185,712
	200,000	AT & T Inc., 5.800%, due 2/15/2019	204,934	213,192
	325,000	Abbott Laboratories, 5.125%, due 4/01/2019	332,325	339,940
	325,000	Chase Issuance ABS, 5.230%, due 4/15/2019	312,355	345,384
	85,000	Becton Dickinson, 5.000%, due 5/15/2019	85,291	87,297
	75,000	Allstate Corp., 7.450%, due 5/16/2019	85,601	87,137

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b) IDENTITY OF ISSUE		(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
CORPORATE BONDS (CON'T):	$	125,000	Travelers COS Inc., 5.900%, due 6/02/2019	$ 127,896	$ 133,506
		220,000	Bank of America ABS, 5.170%, due 6/15/2019	211,398	231,238
		160,000	Merck & Co. Inc., 5.000%, due 6/30/2019	161,870	166,310
		75,000	Air Prod & Chem, 4.375%, due 8/21/2019	74,946	74,329
		170,000	CitiBank Credit ABS, 5.650%, due 9/20/2019	169,040	184,141
		575,000	CitiBank Credit ABS, 5.350%, due 2/07/2020	610,713	609,270
		26,371	Credit - Based ABS VAR, 2.879%, due 12/25/2032	26,090	19,338
			Total corporate bonds	20,658,981	21,255,747
U.S. GOVERNMENT AND FEDERAL AGENCY OBLIGATIONS:		1,635,000	U.S. Treasury Notes, 3.375%, due 6/30/13	1,741,147	1,716,112
		305,000	U.S. Treasury Bonds, 2.000%, due 11/30/13	304,857	303,380
		1,745,000	U.S. Treasury Notes, 1.875%, due 4/30/14	1,727,730	1,709,140
		215,000	U.S. Treasury Bonds, 2.625%, due 4/30/16	214,608	208,331
		75,000	U.S. Treasury Notes, 3.750%, due 11/15/18	99,243	74,994
		1,025,000	U.S. Treasury Notes, 2.750%, due 2/15/19	979,620	943,646
		900,000	U.S. Treasury Notes, 3.375%, due 11/15/19	892,923	865,692
		450,000	FFCB, 4.500%, due 10/17/12	466,997	482,202
		1,175,000	FHLMC, 1.375%, due 1/9/13	1,167,081	1,154,802
		300,000	FHLMC, 3.500%, due 5/29/13	295,652	313,875
		400,000	FHLB, 3.625%, due 10/18/13	414,774	419,000
		1,164,442	U.S. Treasury Tips, 1.250%, due 4/15/14	1,202,054	1,203,474
		200,000	FFCB, 4.875%, due 12/16/15	215,382	215,500
		350,717	FHLMC, 5.456%, due 1/1/37	357,676	369,652
		2,440,000	U.S. Treasury Bills, due 6/10/10	2,438,150	2,438,072
			Total U.S. government and federal agency obligations	12,517,894	12,417,872
MONEY MARKET FUND		5281345 shs	Prime Obligation Fund	5,281,345	5,281,345
COMMON / COLLECTIVE TRUST:		14,913.887 shs	Capital Preservation Fund	331,554	329,568
			Total investments	$ 63,137,440	$ 66,597,242

See Notes to Financial Statements

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001

SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
IDENTITY OF PARTY	DESCRIPTION OF ASSET	PURCHASE PRICE	SELLING PRICE	LEASE RENTAL	EXPENSES	COST	CURRENT VALUE	NET GAIN (LOSS)
	MONEY MARKET FUND:							
	Prime Obligation Fund	$ 50,337,901					$ 50,337,901	
	Prime Obligation Fund		$ 48,042,613			$ 48,042,613	48,042,613	$ -
	U.S. GOVERNMENT AND FEDERAL AGENCY OBLIGATIONS:							
	U.S. Treasury Notes, 4.875% due 08/15/16	1,840,603					2,230,840	
	U.S. Treasury Notes, 4.875% due 08/15/16		2,147,403			2,147,912	2,147,403	(509)

See Notes to Financial Statements

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001

SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	IDENTITY OF ISSUE	DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK:	12,100 shs	Corning Inc	$ 191,956	$ 233,651
	2,600 shs	Danaher Corp	192,879	195,520
	5,700 shs	Emerson Electric Co	218,682	242,820
	6,550 shs	Halliburton Co	219,148	197,090
	4,900 shs	Thermo Fisher Scientific	194,698	233,681
	1,340 shs	Amazon Com Inc	134,213	180,257
	6,950 shs	CVS Caremark Corp	216,322	223,860
	3,650 shs	Kohl's Corp	178,918	196,845
	4,550 shs	Target Corp	144,141	220,084
	5,350 shs	Wal Mart Stores Inc	285,714	285,958
	3,350 shs	Coca Cola	157,619	190,950
	4,200 shs	Disney Walt	122,262	135,450
	4,600 shs	Pepsico	241,645	279,680
	4,000 shs	Procter & Gamble	233,014	242,520
	5,000 shs	Covidien PLC	172,446	239,450
	18,000 shs	Elan PLC-Sponsored ADR	255,687	117,360
	3,850 shs	Gilead Sciences Inc	173,475	166,590
	3,450 shs	Teva Pharmaceutical	168,235	193,821
	6,500 shs	Warner Chilcott	168,571	185,055
	5,950 shs	National-Oilwell	220,085	262,336
	1,300 shs	Occidental Pete Corp	69,790	105,755
	4,900 shs	Suncor Energy	121,825	173,019
	11,950 shs	Weatherford Intl Ltd	215,847	214,025
	2,300 shs	Visa Inc-Class A	168,530	201,158
	3,300 shs	Goldcorp Inc	144,373	129,822
	3,750 shs	Goodrich B F	193,414	240,938
	2,350 shs	Praxair Inc	152,856	188,729
	3,700 shs	Syngenta AG ADR	134,036	208,199
	4,950 shs	Accenture PLC	180,931	205,425
	1,910 shs	Apple Computer Inc	279,738	402,498
	5,200 shs	Celgene Corp	239,726	289,536
	4,700 shs	Check Point Software	112,536	159,236
	5,950 shs	Cisco Sys Inc	131,566	142,443
	570 shs	CME Group Inc	147,949	191,497
	640 shs	Google Inc	290,937	396,787
	4,350 shs	Hewlett Packard Co	206,725	224,069
	9,800 shs	Intel Corp	194,186	199,920
	1,860 shs	International Business Machines	184,387	243,474
	3,650 shs	ITT Industries	186,492	181,551
	9,600 shs	Microsoft Corporation	242,524	292,608
	12,400 shs	Oracle Corporation	261,791	304,172
	4,500 shs	Qualcomm Inc	183,736	208,170
	7,750 shs	Bradesco-Adr	93,713	169,493
	3,700 shs	Illumina Inc	142,553	113,516
	3,500 shs	Mosaic Co	146,162	209,055
	5,250 shs	Viacom Inc	115,761	156,083
	1,920 shs	Tyco International Ltd	70,212	68,506
	4,041 shs	Direct TV	64,732	134,767
	2,050 shs	Hewitt Associates	74,155	86,633
	835 shs	Liberty Media Starz	26,310	38,535
	1,805 shs	Omnicom Group	85,627	70,666
	1,795 shs	Robert Half Intl	45,829	47,980
	2,843 shs	Time Warner Inc	69,003	82,845
	1,895 shs	Allegheny Technologies Inc	51,499	84,839
	1,980 shs	Family Dlr Stores	58,299	55,103
	4,480 shs	Gap Inc	58,701	93,856
	900 shs	Ross Stores, Inc	29,092	38,439
	2,160 shs	TJX Cos Inc	71,458	78,948
	2,590 shs	Wal Mart Stores	130,241	138,436
	1,360 shs	Anheuser-Busch Invev	70,665	70,761
	1,865 shs	Clorox Co	105,309	113,765
	5,270 shs	Comcast Corp	90,210	88,852
	4,030 shs	Dr Pepper Snapple Group Inc	99,801	114,049
	950 shs	Abbott Labs	43,767	51,291
	1,695 shs	Cardinal Health	40,894	54,647
	2,080 shs	Davita Inc	106,703	122,179

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK (CON'T):	1,335 shs	IMS Health	$ 28,142	$ 28,115
	5,310 shs	Johnson & Johnson	319,747	342,017
	1,470 shs	Lincare Hldgs Inc	50,927	54,588
	3,300 shs	McKesson Corp	179,582	206,250
	2,335 shs	Medtronic	83,051	102,693
	4,084 shs	Merck & Co	93,386	149,229
	3,265 shs	Omnicare	82,414	78,948
	2,255 shs	Ashland	80,614	89,343
	720 shs	Canadian Natural Resources	48,585	51,804
	4,585 shs	Chevron Corp	315,861	352,999
	825 shs	Devon Energy Corp	56,782	60,638
	1,270 shs	EDG Res Inc	110,540	123,571
	5,840 shs	Exxon Mobil Corp	393,261	398,230
	1,430 shs	First Energy Corp	60,456	66,424
	2,040 shs	Noble Energy	126,575	145,289
	1,825 shs	P G & E Corp	86,280	81,486
	1,425 shs	Total S.A. Spon Adr	78,415	91,257
	2,445 shs	Ultra Pete Corp	125,676	121,908
	2,000 shs	ACE Ltd	82,591	100,800
	2,005 shs	American Express	53,729	81,243
	5,115 shs	Annaly Capital Management Inc	73,463	88,745
	1,160 shs	Arch Capital Group	68,167	82,998
	2,840 shs	BB&T Corp	60,050	72,051
	16,935 shs	Bank America Corp	220,559	255,041
	77 shs	Berkshire Hathaway Inc	233,227	253,022
	3,600 shs	Brookfield Asset Manage	63,199	79,848
	6,390 shs	Discover Finl Svcs	67,214	93,997
	4,025 shs	Equifax	102,328	124,332
	400 shs	Franklin Resources Inc	34,979	42,140
	1,105 shs	Goldman Sachs	104,494	186,568
	9,050 shs	JP Morgan Chase & Co	373,120	377,114
	2,935 shs	Loews Corp	105,573	106,687
	1,975 shs	Reinsurance Group of America Inc	98,241	94,109
	2,595 shs	SEI Investments Co	37,718	45,464
	7,090 shs	SLM Corp	52,395	79,904
	1,365 shs	State Street Corp	60,704	59,432
	3,271 shs	Travelers Companies Inc	145,515	163,092
	1,810 shs	Validus Holdings Ltd	48,516	48,761
	8,535 shs	Wells Fargo & Co	219,521	230,360
	2,595 shs	Reliance Steel & Aluminum	97,395	112,156
	2,330 shs	Amdocs Ltd	64,588	66,475
	1,125 shs	Analog Devices Inc	34,643	35,528
	675 shs	Apollo Group	45,807	40,892
	6,925 shs	EMC Corp Mass	106,857	120,980
	5,030 shs	Ebay Inc	113,779	118,356
	1,890 shs	Electronics Arts	37,020	33,548
	3,795 shs	Harris Corp Del	153,807	180,452
	4,890 shs	Hewlett Packard	178,111	251,884
	2,475 shs	Honeywell Intl	95,976	97,020
	620 shs	Intl Business Machines	58,608	81,158
	1,485 shs	Manpower	74,767	81,051
	3,810 shs	Microsoft Corp	101,157	116,129
	8,460 shs	Oracle Corp	136,077	207,524
	410 shs	Precision Castparts Corp	25,543	45,244
	675 shs	Siemens A G Sponsored	75,238	61,898
	7,430 shs	Stmicroelectronics NV	68,817	68,876
	2,635 shs	Symantec Corp	47,983	47,140
	3,311 shs	Taiwan Semiconductor	29,157	37,878
	2,890 shs	Texas Instruments Inc	74,791	75,313
	1,225 shs	United Technologies Corp	80,123	85,027
	775 shs	Union Pac Corp	36,704	49,523
	3,780 shs	Western Union-Wi	49,627	71,253
	3,105 shs	Edison International	125,704	107,992
	1,670 shs	BCE Inc	33,562	46,109
	795 shs	Mosaic Co	43,461	47,485
	3,333 shs	Vodafone Group	98,469	76,959
	700 shs	Adtran Inc	16,091	15,785

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK (CON'T):	2,100 shs	Albany Intl	$ 67,646	$ 47,166
	700 shs	Clean HBRS, Inc	18,917	41,727
	1,100 shs	Cognex Corp	28,387	19,481
	1,200 shs	Cymer	46,048	46,056
	1,200 shs	Foster Wheeler Ltd	45,129	35,328
	2,770 shs	Integrated Device Technology	34,255	17,922
	540 shs	Jacobs Engr Group	7,557	20,309
	700 shs	Kadant Inc	14,229	11,172
	1,070 shs	Kaydon Corp	25,819	38,263
	300 shs	Millipore Corp	15,684	21,705
	900 shs	Pall Corp	19,112	32,580
	300 shs	Pentair Inc	9,154	9,690
	1,265 shs	Republic Services Inc	12,540	35,812
	3,500 shs	Taser International	15,221	15,330
	300 shs	Thomas & Betts Corp	13,326	10,737
	600 shs	Cheesecake Factory Inc	16,144	12,954
	780 shs	Fluor Corp New	14,381	35,131
	500 shs	Itron Inc Com	10,569	33,785
	800 shs	Quanta Services Inc	14,850	16,672
	1,400 shs	Sotheby S (Delaware)	14,783	31,472
	740 shs	Autoliv Inc	17,009	32,086
	500 shs	Carlisle COS Inc	20,939	17,130
	2,160 shs	Chicago Bridge & Iron	13,146	43,675
	5,660 shs	Chicos Fas Inc	32,535	79,523
	710 shs	Dollar Tree Stores	17,678	34,293
	900 shs	DTS Inc	18,177	30,789
	900 shs	Gentex Corp	12,489	16,065
	900 shs	Harman International Inds	16,875	31,752
	800 shs	Navistar Intl Corp	20,783	30,920
	900 shs	Smith AO Corp	33,140	39,051
	1,800 shs	Cinemark Holding Inc	29,512	25,866
	3,900 shs	Energy Solutions Inc	28,244	33,111
	700 shs	Ritchie Bros Auctioneers	3,776	15,701
	2,400 shs	Smart Balance	14,300	14,400
	1,000 shs	Smithfield Foods Inc	20,195	15,190
	1,400 shs	Tivo Inc	8,374	14,252
	1,300 shs	Biomarin Pharmaceutical	16,726	24,453
	2,500 shs	Cooper COS	95,486	95,300
	210 shs	Core Labs	2,659	24,805
	7,500 shs	Dexcom	58,162	60,525
	5,400 shs	Hansen Medical	18,534	16,362
	1,400 shs	Icon PLC	12,808	30,422
	6,400 shs	Insulet Corp	53,757	91,392
	400 shs	Mednax Inc	15,487	24,044
	3,800 shs	Nanosphere Inc	33,002	24,472
	400 shs	Nu Skin Enterprises Inc	7,361	10,748
	1,100 shs	Omnicare, Inc	35,244	26,598
	400 shs	Perrigo Co	9,331	15,932
	900 shs	Pharmaceutical Prod Dev Inc	15,306	21,096
	1,300 shs	Syneron Medical Ltd	14,128	13,585
	600 shs	Cabot Oil & Gas Corp	15,838	26,154
	900 shs	Consol Energy Inc	29,956	44,820
	800 shs	Continental Resources Inc	21,563	34,312
	356 shs	Ensco Intl	15,014	14,219
	400 shs	Interoil Corp	8,076	30,724
	300 shs	National-Oilwell Inc	3,059	13,227
	1,020 shs	Noble Corporation	23,290	41,514
	3,510 shs	Talisman Energy	12,566	65,426
	1,600 shs	World Fuel Svcs Corp	19,438	42,864
	5,000 shs	Annaly Capital Management Inc	66,687	86,750
	1,700 shs	Berkley W R Corp	36,567	41,888
	13,200 shs	Capital Source Inc	90,437	52,404
	1,000 shs	Catalyst Health	26,594	36,470
	7,900 shs	Chimera Investment Corp	21,088	30,652
	500 shs	Everest RE Group Lmtd	31,378	42,840
	2,100 shs	GFI Group Inc	15,167	9,555
	1,600 shs	Montpelier Re Holdings	25,030	27,712

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK (CON'T):	800 shs	Onebeacon Insurance Group	$ 17,552	$ 11,024
	1,400 shs	Raymond James Financial Inc	20,847	33,278
	1,640 shs	Waddell & Reed Financial Inc.	33,234	50,086
	100 shs	White Mountains Insurance Group	20,721	33,266
	1,400 shs	Willis Group Holdings	36,612	36,932
	300 shs	Airgas Inc	8,660	14,280
	1,300 shs	Albemarle Corp	49,650	47,281
	400 shs	Avery Dennison Corp	23,295	14,596
	700 shs	Brush Engineered Materials, Inc.	13,373	12,978
	1,800 shs	Cabot Corp	48,125	47,214
	600 shs	Cabot Microelectronics Corp	21,881	19,776
	5,180 shs	Crown Holdings, Inc.	41,591	132,504
	500 shs	FMC Corp	6,279	27,880
	770 shs	Goodrich BF Co.	24,583	49,473
	2,400 shs	Hecla Mng Co.	9,267	14,832
	580 shs	Massey Energy Corp	6,525	24,366
	1,200 shs	Neenah Paper, Inc.	40,350	16,740
	1,100 shs	Packaging Corp of America	22,240	25,311
	700 shs	RTI International Metals, Inc.	9,162	17,619
	2,100 shs	Actel Corp	34,558	24,948
	1,700 shs	Altera Corp	32,335	38,471
	3,300 shs	Amdocs Ltd	90,891	94,149
	3,863 shs	Arris Group, Inc.	25,611	44,154
	1,700 shs	ATMI Inc. Com	41,505	31,654
	2,091 shs	Avid Technology, Inc.	50,426	26,681
	700 shs	Ciena Corp	17,481	7,588
	2,900 shs	Cogent Communications Group	25,707	28,594
	900 shs	Commscope, Inc.	18,615	23,877
	700 shs	Comscore Inc	7,742	12,285
	1,400 shs	Cree, Inc.	31,143	78,918
	1,030 shs	Diebold, Inc.	38,877	29,304
	900 shs	Eclipsys Corp	17,004	16,668
	1,500 shs	Fairchild Semiconductor Intl, Inc.	24,258	14,985
	6,600 shs	Flextronics Intl Ltd	58,350	48,246
	300 shs	Franklin Electric Co, Inc.	15,063	8,715
	400 shs	Global Pmts, Inc.	17,072	21,544
	1,850 shs	Harmonic Lightwaves, Inc.	13,312	11,692
	500 shs	Hubbell, Inc.	23,169	23,650
	2,100 shs	International Rectifier Corp	40,461	46,452
	1,800 shs	Jabil Circuit Inc	21,448	31,266
	1,000 shs	Manhattan Assocs Inc.	19,859	24,040
	2,100 shs	Maxim Integrated Prods Inc	51,117	42,672
	1,700 shs	Microsemi Corp	16,456	30,192
	1,620 shs	National Semiconductor Corp	18,071	24,883
	2,200 shs	Ness Technologies Inc	20,672	10,802
	1,398 shs	Orbital Science Corp	16,525	21,333
	4,700 shs	PMC-Sierra Inc.	42,856	40,702
	4,100 shs	Premiere Global	40,056	33,825
	1,300 shs	Qiagen N V	26,341	29,029
	1,000 shs	Rogers Corp	33,534	30,310
	300 shs	Rovi Corp	4,968	9,561
	1,000 shs	Seagate Technology Holdings	14,960	18,190
	700 shs	Silicon Laboratories, Inc.	22,547	33,866
	6,300 shs	Skyworks Solutions, Inc.	35,221	89,397
	800 shs	Teradyne, Inc.	12,188	8,584
	900 shs	Watsco Inc	39,749	44,082
	1,900 shs	Western Digital Corp	25,456	83,885
	1,000 shs	Dril-Quip Inc.	43,085	56,480
	1,200 shs	Hub Group	27,099	32,148
	1,100 shs	Kansas City Southn Inds, Inc.	15,928	36,619
	580 shs	Kirby Corp	5,569	20,201
	800 shs	Landstar Sys Inc.	13,723	31,016
	3,600 shs	Metropcs Communications Inc	46,324	27,468
	1,300 shs	NII Holdings Inc	45,611	43,654
	900 shs	Switch and Data	13,650	18,189
	1,170 shs	Anaren Inc.	16,670	17,609
	1,800 shs	Belden Inc.	71,719	39,456

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a) IDENTITY OF ISSUE	(b)	(c) DESCRIPTION OF INVESTMENT	(d) COST	(e) CURRENT VALUE
COMMON STOCK (CON'T):	1,700 shs	Illumina Inc.	$ 30,784	$ 52,156
	600 shs	Lazard Ltd	17,418	22,782
	983 shs	CRH Plc Adr	23,235	26,865
	1,990 shs	DBS Group Holdings	77,100	87,560
	572 shs	Gea Group AG-Spons	12,165	12,753
	1,588 shs	Icici BK Ltd	70,450	59,883
	682 shs	Intesa Sanpaolo	12,765	18,482
	2,274 shs	Mitsubishi UFJ Financial	11,911	11,188
	51,000 shs	Shanghai Electric Grp	18,701	22,950
	1,939 shs	Vale S A Adr	27,196	48,126
	3,335 shs	Vinci SA	33,103	47,857
	362 shs	Accor SA	27,234	14,516
	5,488 shs	British Sky Broadcasting Group	66,288	48,843
	4,138 shs	ING Groep NV	91,033	40,594
	1,926 shs	Reed Elsevier NV	41,948	23,767
	1,896 shs	Swire PAC Ltd	24,871	22,752
	1,357 shs	Vivendi SA	42,410	40,235
	72 shs	Bayerische Motoren Werke BMW	2,947	3,274
	673 shs	Bayerische Motoren Werke	42,241	30,655
	5,312 shs	Group 4 Securicor Plc	19,102	23,638
	6,325 shs	Kingfisher PLC	34,680	46,173
	1,004 shs	Marks & Spencer PLC	12,367	13,052
	636 shs	Michelin CGDE	69,862	48,892
	1,619 shs	Nintendo Ltd	94,176	48,279
	654 shs	Toyota Mtr Corp	62,489	55,041
	7,041 shs	Wolseley Plc	12,809	14,645
	656 shs	Adecco SA	27,825	35,951
	1,506 shs	Brambles Ltd	11,436	18,366
	394 shs	Cadbury Plc	12,267	20,248
	22,517 shs	Hays Plc	38,311	37,852
	1,848 shs	Nestle	48,469	89,351
	38,014 shs	Premier Foods	39,050	19,007
	1,799 shs	Suez Environment	15,324	20,778
	1,986 shs	Tesco Plc	30,886	40,852
	2,228 shs	Unilever	78,382	72,031
	773 shs	Celesio	42,869	19,402
	1,403 shs	Glaxo Smithkline	63,876	59,277
	1,714 shs	Merck	63,487	52,843
	1,391 shs	Novartis	66,439	75,712
	1,684 shs	Rhoen-Klinikum Ag	39,026	41,230
	1,256 shs	Roche Hldg Ltd	45,358	53,003
	2,058 shs	Sanofi-Aventis	72,791	80,818
	1,076 shs	BP Amoco	57,503	62,376
	999 shs	ENI	27,367	50,559
	618 shs	Gazprom	33,549	15,481
	1,029 shs	GDF Suez Spons	48,743	44,041
	1,480 shs	Petroleo Brasileiro	44,562	62,737
	901 shs	Repsol	30,217	24,021
	1,742 shs	SBM Offshore	51,644	33,882
	1,630 shs	Statoil Asa	34,479	40,603
	588 shs	Talisman Energy Inc	8,326	10,960
	1,394 shs	Total S.A.	58,087	89,272
	897 shs	Ace Ltd	53,289	45,209
	5,632 shs	Aviva	60,390	36,188
	2,028 shs	AXA	36,818	48,023
	3,914 shs	Banco Espirito Santo	21,564	25,663
	561 shs	Embraer Empresa Brasileira Desa	24,329	12,404
	230 shs	HSBC Hldgs	15,731	13,131
	762 shs	Hutchison Whampoa	34,627	26,213
	784 shs	KB Financial Group	54,070	39,866
	183 shs	Muenchener Rueckvericherung	35,372	28,091
	112 shs	Muenchener Ruekversicherungs	14,150	17,406
	765 shs	National Australia Bank	24,404	18,851
	2,741 shs	Nordea Bank	21,243	27,844
	2,975 shs	Pearson Plc	29,431	42,721
	1,014 shs	Rolls Royce Group	51,597	39,556
	733 shs	Swiss Reinsurance	48,953	35,323

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
	IDENTITY OF ISSUE	DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
COMMON STOCK (CON'T):	413 shs	Akzo Nobel NV Adr	$ 23,701	$ 27,382
	533 shs	Lonza	60,560	37,377
	483 shs	Rexam Plc	14,902	11,491
	333 shs	Takeda Pharmaceutical	19,299	13,703
	1,786 shs	BAE Sys	67,565	41,399
	734 shs	Capgemini SA	18,494	16,845
	2,304 shs	Check Point Software Tech	51,803	78,060
	2,996 shs	Ericsson LM Tel-Spons	30,664	27,533
	1,272 shs	FUJI Film Holdings	51,882	38,414
	149 shs	Konica Minolta Holdings	16,581	15,237
	1,714 shs	Koninklijke	69,858	50,460
	1,378 shs	Sage Grp PLC	20,592	19,898
	1,821 shs	SAP Aktiengesellschaft	87,196	85,241
	726 shs	Siemens	56,318	66,574
	3,192 shs	Singapore Telecommunications	64,830	70,064
	618 shs	Sony Corp	31,934	17,922
	6,953 shs	Taiwan Semiconductor Spons	64,975	79,542
	705 shs	British Airways Adr	17,952	21,573
	2,958 shs	Deutsche Post	95,018	57,045
	1,948 shs	E On AG	100,362	81,329
	953 shs	Vestas Wind	21,191	19,346
	352 shs	China Mobile Limited	17,428	16,343
	1,465 shs	China Telecom Corp	75,849	60,680
	2,270 shs	France Telecom	77,706	57,295
	2,957 shs	Portugal Telecom	37,482	35,898
	1,300 shs	Telefonica	116,139	108,576
	1,589 shs	Telenor ASA	103,840	66,420
	1,715 shs	Turkcell Iletisim Hizmetleris	44,353	29,995
	230 shs	National Gri-Adr	12,311	12,507
	776 shs	Royal Dutch	61,960	45,109
	1,618 shs	Telekom Austria	84,840	45,531
	3,178 shs	Vodafone Group	68,316	73,380
	4,152 shs	Cheung Kong Hldgs	72,888	53,229
		Total common stock	24,347,666	27,312,710
CORPORATE BONDS:	$ 85,000	Cred Suis Fb Usa, 4.125%, due 1/15/10	84,958	85,075
	110,000	Campbell Soup Co, 6.750%, due 3/01/11	113,540	117,038
	5,607	USAA Auto Owner ABS, 3.580%, due 3/15/11	5,470	5,614
	8,186	Hyundai Auto ABS, 5.110%, due 4/15/11	8,186	8,229
	33,279	Capital Auto ABS, 4.980%, due 5/15/11	33,276	33,640
	26,037	Nissan Auto ABS, 5.030%, due 5/16/11	26,574	26,307
	250,000	Chrysler Fin ABS, 1.850%, due 6/15/11	249,981	251,625
	160,000	FPL Group Captl, 5.625%, due 9/01/11	163,123	170,197
	170,000	American Express, 5.250%, due 9/12/11	169,536	178,262
	149,355	CNH Equipment ABS, 4.060%, due 10/17/11	149,353	150,619
	33,210	CNH Equipment ABS, 5.400, due 10/17/11	33,502	33,430
	60,000	PacificCorp, 6.900%, due 11/15/11	64,228	65,686
	47,212	Nissan Auto ABS, 5.220%, due 11/15/11	47,205	47,596
	150,000	Metlife Inc. DCP, 6.125%, due 12/01/11	151,656	161,255
	129,290	Connecticut RRB Abs, 6.210%, due 12/30/11	134,340	133,366
	325,000	Goldman Sachs, 6.600%, due 1/15/12	347,642	353,321
	240,000	Credit Suisse FB, 6.500%, due 1/15/12	262,003	261,166
	205,000	Southern Co., 5.300%, due 1/15/12	215,948	219,641
	332,970	Honda Auto REC ABS, 4.470%, due 1/18/12	337,756	339,090
	75,000	Allstate Corp, 6.125%, due 2/15/12	82,385	81,209
	31,729	USAA Auto ABS, 4.900%, due 2/15/12	31,186	32,136
	100,000	McDonalds Cop MTN, 5.750%, due 3/01/12	98,313	107,796
	90,000	Colgate-palm Co. Mtn, 5.980%, due 4/25/12	89,935	97,382
	550,000	Citigroup Inc, 2.125%, due 4/30/12	548,933	555,891
	250,000	Gen Elec Cap Crp, 2.200%, due 6/08/12	249,838	253,505
	450,000	Citigroup FNDG, 2.125%, due 7/12/12	450,918	453,474
	55,000	Midamerican Energy, 5.650%, due 7/15/12	54,976	59,375
	75,000	Monsanto Co, 7.375%, due 8/15/12	86,165	85,011
	75,000	Walt Disney Company, 4.700%, due 12/01/12	77,256	80,749
	300,000	Citigroup FNDG, 2.250%, due 12/10/12	299,160	302,355
	75,000	Alabama Power Co, 4.850%, due 12/15/2012	78,947	80,332
	650,000	GMAC LLC, 2.200%, due 12/19/2012	646,120	653,985

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
CORPORATE BONDS (CON'T):	$ 735,000	Gen Elec CAP CRP, 2.125%, due 12/21/2012	$ 731,788	$ 735,684
	500,000	Gen Elec Cap CRP MTN, 2.625%, due 12/28/2012	508,785	509,205
	90,000	Pepsico Inc., 4.650%, due 2/15/2013	89,917	96,135
	335,000	Hewlett-Packard Co, 4.500%, due 3/01/2013	340,351	355,154
	335,000	CNH Equipment ABS, 2.970%, due 3/15/2013	339,436	339,958
	150,000	WalMart Stores, 4.250%, due 4/15/2013	148,057	159,041
	75,000	General Dynamics, 4.250%, due 5/15/13	74,062	79,070
	275,000	Honda Auto REC ABS, 2.310%, due 5/15/2013	274,953	278,561
	150,000	Dupont El Nemour, 5.000%, due 7/15/2013	155,024	161,588
	325,000	3M Co. MTN, 4.375%, due 8/15/2013	339,960	349,908
	225,000	Berkshire Hathaway, 5.000%, due 8/15/2013	240,094	241,943
	285,000	Ford Credit Auto ABS, 2.790%, due 8/15/2013	284,980	290,435
	150,000	BB&T Corporation MTN, 3.375%, due 9/25/2013	149,867	151,182
	430,000	John Deere ABS, 2.590%, due 10/15/2013	429,928	437,048
	249,376	GS Auto Loan Abs, 5.380%, due 1/15/14	251,003	253,845
	350,000	Ford CRDT Auto ABS, 1.510%, due 1/15/2014	348,646	348,117
	215,000	US Bank NA, 6.300%, due 2/04/2014	225,735	238,231
	130,000	Capital One CMO, 5.300%, due 2/18/2014	129,950	136,429
	160,000	Chevron Corp, 3.950%, due 3/03/2014	163,605	167,043
	240,000	Praxair Inc., 4.375%, due 3/31/2014	248,046	253,068
	165,000	BB &T Corporation MTN, 5.700%, due 4/30/2014	164,673	178,604
	160,000	Microsoft Corp, 2.950%, due 6/01/2014	159,843	161,714
	75,000	Procter & Gamble Co, 4.950%, due 8/14/2014	79,970	81,599
	110,000	Everest RE HLDGS, 5.400%, due 10/15/2014	110,437	107,467
	265,000	Chase Issuance ABS, 5.120%, due 10/15/2014	266,084	285,469
	135,000	US Bank NA MTN, 4.950%, due 10/30/2014	133,906	143,182
	175,000	Morgan Stanley MTN, 6.000%, due 4/28/2015	159,898	186,414
	65,000	Chase Issuance ABS, 5.400%, due 7/15/2015	64,998	70,522
	650,000	GE Capital ABS, 3.690%, due 7/15/2015	665,133	663,923
	185,000	Lowes Cos Inc, 5.000%, due 10/15/2015	193,508	200,335
	75,000	Oracle Corp, 5.250%, due 1/15/2016	75,232	80,990
	85,000	Southern CA Edison, 5.000%, due 1/15/2016	84,594	88,618
	145,000	Cisco Systems Inc., 5.500%, due 2/22/2016	150,882	159,196
	75,000	Bottling Group, 5.500%, due 4/01/2016	77,084	81,138
	165,000	BACCT ABS V-M, .27313%, due 12/15/2016	139,305	157,460
	160,000	Costco Wholesale, 5.500%, due 3/15/2017	169,154	170,765
	230,000	Eli Lilly, 5.200%, due 3/15/2017	223,500	243,529
	325,000	Verizon Comm Inc., 5.500%, due 4/01/2017	328,002	342,950
	160,000	Amgen Inc., 5.850%, due 6/01/2017	166,141	174,840
	125,000	Kiimberly - Clark, 6.125%, due 8/01/2017	129,674	138,571
	75,000	Coca Cola Enter Inc., 7.125%, due 8/01/2017	85,808	86,515
	160,000	IBM Corp, 5.700%, due 9/14/2017	167,832	174,930
	75,000	Emerson Electric Co., 5.375%, due 10/15/2017	74,733	79,263
	170,000	Florida PWR & LT, 5.550%, due 11/01/2017	187,352	183,471
	120,000	Coca - Cola Co., 5.350%, due 11/15/2017	119,821	129,266
	160,000	United Tech Corp, 5.375%, due 12/15/17	165,772	170,504
	325,000	JP Morgan Chase, 6.000%, due 1/15/2018	322,753	349,372
	325,000	Duke Energy Carolina, 5.250%, due 1/15/2018	335,997	340,304
	160,000	Target Corp, 6.00%, due 1/15/2018	169,550	176,590
	160,000	Wachovia Corp, 5.750%, due 2/01/2018	164,840	166,971
	90,000	Archer Daniels, 5.450%, due 3/15/2018	89,998	95,861
	300,000	Ace INA Holdings, 5.800%, due 3/15/2018	322,596	319,218
	155,000	John Deere CAP MTN, 5.350%, due 4/03/2018	152,837	163,810
	75,000	Monsanto Co., 5.125%, due 4/15/2018	73,694	78,257
	90,000	Bristol - Myers Squibb, 5.450%, due 5/01/2018	89,797	96,260
	325,000	Glaxosmithkline, 5.650%, due 5/15/2018	332,325	350,542
	55,000	Parker - Hannifin MTN, 5.500%, due 5/15/2018	54,871	57,941
	80,000	Pitney Bowes Inc., 4.750%, due 5/15/2018	74,738	80,987
	310,000	Chubb Corp, 5.750%, due 5/15/2018	337,777	329,112
	100,000	Johnson & Johnson, 5.150%, due 7/15/2018	99,794	107,564
	75,000	Phillips Pete Co., 6.650%, due 7/15/2018	76,003	84,669
	160,000	Halliburton Co., 5.900%, due 9/15/2018	167,314	174,274
	175,000	Walgreen Co., 5.250%, due 1/15/2019	181,710	185,712
	200,000	AT & T Inc., 5.800%, due 2/15/2019	204,934	213,192
	325,000	Abbott Laboratories, 5.125%, due 4/01/2019	332,325	339,940
	325,000	Chase Issuance ABS, 5.230%, due 4/15/2019	312,355	345,384
	85,000	Becton Dickinson, 5.000%, due 5/15/2019	85,291	87,297
	75,000	Allstate Corp., 7.450%, due 5/16/2019	85,601	87,137

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001
SCHEDULE H, LINE 4j - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)
IDENTITY OF ISSUE		DESCRIPTION OF INVESTMENT	COST	CURRENT VALUE
CORPORATE BONDS (CON'T):	$ 125,000	Travelers COS Inc., 5.900%, due 6/02/2019	$ 127,896	$ 133,506
	220,000	Bank of America ABS, 5.170%, due 6/15/2019	211,398	231,238
	160,000	Merck & Co. Inc., 5.000%, due 6/30/2019	161,870	166,310
	75,000	Air Prod & Chem, 4.375%, due 8/21/2019	74,946	74,329
	170,000	CitiBank Credit ABS, 5.650%, due 9/20/2019	169,040	184,141
	575,000	CitiBank Credit ABS, 5.350%, due 2/07/2020	610,713	609,270
	26,371	Credit - Based ABS VAR, 2.879%, due 12/25/2032	26,090	19,338
		Total corporate bonds	20,658,981	21,255,747
U.S. GOVERNMENT AND FEDERAL AGENCY OBLIGATIONS:	1,635,000	U.S. Treasury Notes, 3.375%, due 6/30/13	1,741,147	1,716,112
	305,000	U.S. Treasury Bonds, 2.000%, due 11/30/13	304,857	303,380
	1,745,000	U.S. Treasury Notes, 1.875%, due 4/30/14	1,727,730	1,709,140
	215,000	U.S. Treasury Bonds, 2.625%, due 4/30/16	214,608	208,331
	75,000	U.S. Treasury Notes, 3.750%, due 11/15/18	99,243	74,994
	1,025,000	U.S. Treasury Notes, 2.750%, due 2/15/19	979,620	943,646
	900,000	U.S. Treasury Notes, 3.375%, due 11/15/19	892,923	865,692
	450,000	FFCB, 4.500%, due 10/17/12	466,997	482,202
	1,175,000	FHLMC, 1.375%, due 1/9/13	1,167,081	1,154,802
	300,000	FHLMC, 3.500%, due 5/29/13	295,652	313,875
	400,000	FHLB, 3.625%, due 10/18/13	414,774	419,000
	1,164,442	U.S. Treasury Tips, 1.250%, due 4/15/14	1,202,054	1,203,474
	200,000	FFCB, 4.875%, due 12/16/15	215,382	215,500
	350,717	FHLMC, 5.456%, due 1/1/37	357,676	369,652
	2,440,000	U.S. Treasury Bills, due 6/10/10	2,438,150	2,438,072
		Total U.S. government and federal agency obligations	12,517,894	12,417,872
MONEY MARKET FUND	5281345 shs	Prime Obligation Fund	5,281,345	5,281,345
COMMON / COLLECTIVE TRUST:	14,913.887 shs	Capital Preservation Fund	331,554	329,568
		Total investments	$ 63,137,440	$ 66,597,242

See Notes to Financial Statements

SUSQUEHANNA HEALTH SYSTEM
RETIREMENT INCOME PLAN
EIN: 23-2751183 PLAN NUMBER: 001

SCHEDULE H, LINE 4j - SCHEDULE OF REPORTABLE TRANSACTIONS
FOR THE YEAR ENDED DECEMBER 31, 2009

(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)	(i)
IDENTITY OF PARTY	DESCRIPTION OF ASSET	PURCHASE PRICE	SELLING PRICE	LEASE RENTAL	EXPENSES	COST	CURRENT VALUE	NET GAIN (LOSS)
	MONEY MARKET FUND:							
	Prime Obligation Fund	$ 50,337,901					$ 50,337,901	
	Prime Obligation Fund		$ 48,042,613			$ 48,042,613	48,042,613	$ -
	U.S. GOVERNMENT AND FEDERAL AGENCY OBLIGATIONS:							
	U.S. Treasury Notes, 4.875% due 08/15/16	1,840,603					2,230,840	
	U.S. Treasury Notes, 4.875% due 08/15/16		2,147,403			2,147,912	2,147,403	(509)

See Notes to Financial Statements