

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). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning <u>01/01/2009</u> and ending <u>12/31/2009</u>	
A This return/report is for:	☐ a multiemployer plan; ☐ a multiple-employer plan; or ☒ 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:	☒ Form 5558; ☐ automatic extension; ☐ the DFVC program; ☐ special extension (enter description)

Part II	Basic Plan Information —enter all requested information				
1a Name of plan BOSCH REXROTH CORPORATION MECMAN DIVISION LEXINGTON FACILITY 401(K) PLAN FOR BARGAINING UNIT EMPLOYEES	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;">012</td> </tr> <tr> <td colspan="2">1c Effective date of plan 07/01/2000</td> </tr> </table>	1b Three-digit plan number (PN) ▶	012	1c Effective date of plan 07/01/2000	
1b Three-digit plan number (PN) ▶	012				
1c Effective date of plan 07/01/2000					
2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) BOSCH REXROTH CORPORATION 2800 S 25TH AVE BROADVIEW, IL 60155-4532	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td>2b Employer Identification Number (EIN) 23-1687400</td> </tr> <tr> <td>2c Sponsor's telephone number 708-865-5200</td> </tr> <tr> <td>2d Business code (see instructions) 333200</td> </tr> </table>	2b Employer Identification Number (EIN) 23-1687400	2c Sponsor's telephone number 708-865-5200	2d Business code (see instructions) 333200	
2b Employer Identification Number (EIN) 23-1687400					
2c Sponsor's telephone number 708-865-5200					
2d Business code (see instructions) 333200					

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.	10/06/2010	GARY D. GRABARCZYK FOR BEN COMM
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/06/2010	GARY D. GRABARCZYK FOR BEN COMM
	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

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") BOSCH REXROTH CORPORATION 2800 S 25TH AVE BROADVIEW, IL 60155-4532	3b Administrator's EIN 23-1687400 3c Administrator's telephone number 708-865-5200
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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
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5 Total number of participants at the beginning of the plan year	5	162
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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	109
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	10
d Subtotal. Add lines 6a , 6b , and 6c	6d	119
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	119
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	83
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	5

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 2E 2F 2G 2J 2K 3H 2T

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) ☒ 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) ☒ Trust (4) ☐ General assets of the sponsor
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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) ☒ 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) ☒ H (Financial Information) (2) ☐ I (Financial Information – Small Plan) (3) ☐ A (Insurance Information) (4) ☐ C (Service Provider Information) (5) ☒ D (DFE/Participating Plan Information) (6) ☐ G (Financial Transaction Schedules)
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<p style="text-align: center;">SCHEDULE D (Form 5500)</p> <p style="text-align: center; font-size: small;">Department of the Treasury Internal Revenue Service</p> <hr/> <p style="text-align: center; font-size: small;">Department of Labor Employee Benefits Security Administration</p>	<p style="text-align: center;">DFE/Participating Plan Information</p> <p style="text-align: center; font-size: small;">This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</p> <p style="text-align: center; font-weight: bold;">▶ File as an attachment to Form 5500.</p>	<p style="text-align: center; font-size: small;">OMB No. 1210-0110</p> <hr/> <p style="text-align: center; font-size: large; font-weight: bold;">2009</p> <hr/> <p style="text-align: center; font-size: small; font-weight: bold;">This Form is Open to Public Inspection.</p>
<p>For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009</p>		
<p>A Name of plan BOSCH REXROTH CORPORATION MECMAN DIVISION LEXINGTON FACILITY 401(K) PLAN FOR BARGAINING UNIT EMPLOYEES</p>		<p>B Three-digit plan number (PN) ▶ 012</p>
<p>C Plan or DFE sponsor's name as shown on line 2a of Form 5500 BOSCH REXROTH CORPORATION</p>		<p>D Employer Identification Number (EIN) 23-1687400</p>
<p>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)</p>		
<p>a Name of MTIA, CCT, PSA, or 103-12 IE: JP MORGAN STABLE VALUE FUND</p>		
<p>b Name of sponsor of entity listed in (a): SEI TRUST</p>		
<p>c EIN-PN 26-0463057-001</p>	<p>d Entity code C</p>	<p>e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 679758</p>
<p>a Name of MTIA, CCT, PSA, or 103-12 IE: JP MORGAN SMARTRETIREMENT 2010 FUND</p>		
<p>b Name of sponsor of entity listed in (a): JP MORGAN</p>		
<p>c EIN-PN 20-3063261-001</p>	<p>d Entity code C</p>	<p>e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 107962</p>
<p>a Name of MTIA, CCT, PSA, or 103-12 IE: JP MORGAN SMARTRETIREMENT 2015 FUND</p>		
<p>b Name of sponsor of entity listed in (a): JP MORGAN</p>		
<p>c EIN-PN 20-3063321-001</p>	<p>d Entity code C</p>	<p>e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 69138</p>
<p>a Name of MTIA, CCT, PSA, or 103-12 IE: JP MORGAN SMARTRETIREMENT 2020 FUND</p>		
<p>b Name of sponsor of entity listed in (a): JP MORGAN</p>		
<p>c EIN-PN 20-3063359-001</p>	<p>d Entity code C</p>	<p>e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 74150</p>
<p>a Name of MTIA, CCT, PSA, or 103-12 IE: JP MORGAN SMARTRETIREMENT 2030 FUND</p>		
<p>b Name of sponsor of entity listed in (a): JP MORGAN</p>		
<p>c EIN-PN 20-3063387-001</p>	<p>d Entity code C</p>	<p>e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 25272</p>
<p>a Name of MTIA, CCT, PSA, or 103-12 IE: JP MORGAN SMARTRETIREMENT 2040 FUND</p>		
<p>b Name of sponsor of entity listed in (a): JP MORGAN</p>		
<p>c EIN-PN 20-3063440-001</p>	<p>d Entity code C</p>	<p>e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 11393</p>
<p>a Name of MTIA, CCT, PSA, or 103-12 IE: LAZARD COLLECTIVE TRUST EMERGING</p>		
<p>b Name of sponsor of entity listed in (a): LAZARD ASSET MANAGEMENT</p>		
<p>c EIN-PN 04-3478313-001</p>	<p>d Entity code C</p>	<p>e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 44395</p>

a Name of MTIA, CCT, PSA, or 103-12 IE: NTGI-QM COLLECTIVE DAILY AGGREGATE**b** Name of sponsor of entity listed in (a): NORTHERN TRUST

c EIN-PN 14-5613589-029	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 159573
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a Name of MTIA, CCT, PSA, or 103-12 IE: SSGA INTERNATIONAL ALPHA SELECT**b** Name of sponsor of entity listed in (a): STATE STREET GLOBAL ADVISORS

c EIN-PN 04-0025081-617	d Entity code C	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 197547
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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)
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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)
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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)
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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)
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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)
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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)
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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)
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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)
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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
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plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	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.	<small>OMB No. 1210-0110</small> 2009 This Form is Open to Public Inspection
For calendar plan year 2009 or fiscal plan year beginning <u>01/01/2009</u> and ending <u>12/31/2009</u>		
A Name of plan <u>BOSCH REXROTH CORPORATION MECMAN DIVISION LEXINGTON FACILITY 401(K) PLAN FOR BARGAINING UNIT EMPLOYEES</u>		B Three-digit plan number (PN) ► <u>012</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>BOSCH REXROTH CORPORATION</u>		D Employer Identification Number (EIN) <u>23-1687400</u>

Part I	Asset and Liability Statement		(a) Beginning of Year	(b) End of Year
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	Total noninterest-bearing cash	1a		
b	Receivables (less allowance for doubtful accounts):			
	(1) Employer contributions	1b(1)	749	0
	(2) Participant contributions	1b(2)		
	(3) Other	1b(3)		
c	General investments:			
	(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
	(2) U.S. Government securities	1c(2)		
	(3) Corporate debt instruments (other than employer securities):			
	(A) Preferred	1c(3)(A)		
	(B) All other	1c(3)(B)		
	(4) Corporate stocks (other than employer securities):			
	(A) Preferred	1c(4)(A)		
	(B) Common	1c(4)(B)		
	(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)	47795	88315
	(9) Value of interest in common/collective trusts	1c(9)	1110252	1369188
	(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)	331585	476938
	(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
	(15) Other	1c(15)		

1d Employer-related investments:		(a) Beginning of Year	(b) End of Year
(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	1490381	1934441

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	0	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	1490381	1934441
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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)	67647	
(B) Participants	2a(1)(B)	191915	
(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)		259562
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)	3414	
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		3414
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	4334	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		4334
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)		
(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
(C) Subtract line 2b(4)(B) from line 2b(4)(A) and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		134698
(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)		110689
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		512697

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	68637	
(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)		68637
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)		
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		0
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		68637

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		444060
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) ☒ Disclaimer (4) ☐ Adverse

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

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

(1) Name: PRICEWATERHOUSECOOPERS LLP

(2) EIN: 13-4008324

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.).....		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.).....		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.)		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.).....		X	
e Was this plan covered by a fidelity bond?.....	X		15000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		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?		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?		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.).....	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.).....		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?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....		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.			

- 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)

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

A Name of plan <u>BOSCH REXROTH CORPORATION MECMAN DIVISION LEXINGTON FACILITY 401(K) PLAN FOR BARGAINING UNIT EMPLOYEES</u>	B Three-digit plan number (PN) ▶ <u>012</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>BOSCH REXROTH CORPORATION</u>	D Employer Identification Number (EIN) <u>23-1687400</u>

Part I	Distributions
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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	<u>0</u>
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): <u>20-2020334</u>		
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 412 of the Internal Revenue Code or ERISA section 302, skip this Part)
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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
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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
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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.
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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

For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Schedule R (Form 5500) 2009
v.092308.1

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): _____

- 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): _____

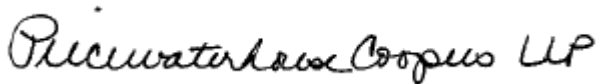
Report of Independent Auditors

To the Participants and Benefit Plans Committee of the Bosch Rexroth Corporation Mecman Division, Lexington Facility 401(k) Plan for Bargaining Unit Employees

We were engaged to audit the financial statements and supplemental schedule of the Bosch Rexroth Corporation Mecman Division, Lexington Facility 401(k) Plan for Bargaining Unit Employees (the "Plan") at December 31, 2009 and 2008 and for the years then ended, as listed in the accompanying index. These financial statements and schedule 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 summarized in Note 3, which was certified by Mercer Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. 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 and for the years ended December 31, 2009 and 2008, 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 schedule taken as a whole. The form and content of the information included in the financial statements and schedule, 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.



Chicago, Illinois
October 4, 2010

Bosch Rexroth Corporation
Mecman Division, Lexington
Facility 401(k) Plan for
Bargaining Unit Employees
Financial Statements and Supplemental Schedule
December 31, 2009 and 2008

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Index**

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Statements of Net Assets Available for Benefits December 31, 2009 and 2008	2
Statements of Changes in Net Assets Available for Benefits Years Ended December 31, 2009 and 2008.....	3
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Supplemental Schedule	
Schedule I: Schedule H, line 4i – Schedule of Assets (Held at End of Year) December 31, 2009	14
Note: Other supplemental schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have not been included herein as they are not applicable.	

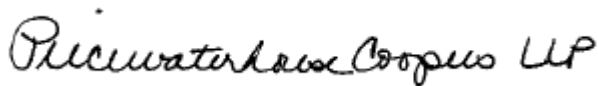
Report of Independent Auditors

To the Participants and Benefit Plans Committee of the Bosch Rexroth Corporation Mecman Division, Lexington Facility 401(k)
Plan for Bargaining Unit Employees

We were engaged to audit the financial statements and supplemental schedule of the Bosch Rexroth Corporation Mecman Division, Lexington Facility 401(k) Plan for Bargaining Unit Employees (the "Plan") at December 31, 2009 and 2008 and for the years then ended, as listed in the accompanying index. These financial statements and schedule 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 summarized in Note 3, which was certified by Mercer Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. 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 and for the years ended December 31, 2009 and 2008, 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 schedule taken as a whole. The form and content of the information included in the financial statements and schedule, 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.



Chicago, Illinois
October 4, 2010

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Statements of Net Assets Available for Benefits
December 31, 2009 and 2008**

	2009	2008
Assets		
Investments, at fair value	\$ 1,896,458	\$ 1,424,642
Employer contribution receivable	<u>-</u>	<u>749</u>
Net assets available for benefits, reflecting investment at fair value	1,896,458	1,425,391
Adjustment from fair value to contract value for fully benefit-responsive investment contracts	<u>37,983</u>	<u>64,990</u>
Net assets available for benefits	<u>\$ 1,934,441</u>	<u>\$ 1,490,381</u>

The accompanying notes are an integral part of these financial statements.

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Statements of Changes in Net Assets Available for Benefits
Years Ended December 31, 2009 and 2008**

	2009	2008
Additions to net assets attributed to		
Investment income (loss)		
Net appreciation (depreciation) in fair value of investments	\$ 230,984	\$ (391,713)
Dividend and interest income	22,151	32,896
Total investment income (loss)	<u>253,135</u>	<u>(358,817)</u>
Contributions		
Participant	191,915	297,902
Employer	67,647	96,144
Total contributions	<u>259,562</u>	<u>394,046</u>
Total additions	<u>512,697</u>	<u>35,229</u>
Deductions from net assets attributed to		
Distributions to participants	<u>68,637</u>	<u>71,241</u>
Total deductions	<u>68,637</u>	<u>71,241</u>
Net increase (decrease)	444,060	(36,012)
Net assets available for benefits		
Beginning of year	<u>1,490,381</u>	<u>1,526,393</u>
End of year	<u>\$ 1,934,441</u>	<u>\$ 1,490,381</u>

The accompanying notes are an integral part of these financial statements.

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Notes to Financial Statements
December 31, 2009 and 2008**

1. Description of the Plan

The following description of the Bosch Rexroth Corporation (the "Company") Mecman Division, Lexington Facility 401(k) Plan for Bargaining Unit Employees (the "Plan") is provided for general information purposes only. Participants should refer to the Plan agreement for a more complete description of the Plan's provisions. The Plan, established July 1, 2000, is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").

General

The Plan is a defined contribution plan covering all bargaining unit employees of the Bosch Rexroth Corporation Mecman Division, Lexington Facility. Participants must be members of Local 651 of the International Brotherhood of Teamsters, Chauffeurs, Warehousemen, and Helpers of America and have completed six months of employment.

Contributions

Participants may elect to contribute an amount from 1% to 17% of their annual eligible compensation, as defined in the Plan Document, through pretax salary deductions subject to maximum amounts established by Section 401(k) of the Internal Revenue Code (the "Code"). Participants may also contribute amounts representing catch-up contributions (if age 50 or older). Both eligible employees and employees who would be eligible except they do not meet the service requirement may make rollover contributions into the Plan.

The Company contributes 50% of the first 4% of eligible compensation contributed by the participant.

Effective April 1, 2008, as a result of a new collective bargaining agreement, the Company matching contribution was increased to 50% of the first 6% of eligible compensation contributed by the participant.

Participant Accounts

Each participant's account is credited with participant and Company contributions and an allocation of Plan earnings. Plan earnings are allocated based upon participant account balances in the respective investment options. The benefit to which a participant is entitled is the vested balance that can be provided from the participant's account.

Vesting

Participants are immediately vested in their contributions plus actual earnings thereon. After five years of service with the Company, a participant will become 100% vested in Company contributions on the date they are contributed. Forfeited balances of terminated participants' nonvested accounts are used to reduce future Company contributions. Forfeited nonvested accounts totaled \$13,812 and \$6,082 at December 31, 2009 and 2008, respectively.

Distributions

Distributions can generally be made only upon termination of service, retirement, death, disability, hardship or attainment of age 59 1/2, as defined. Distributions are made in a lump-sum or installment payments. Participants who terminate employment and whose account balances do not exceed \$5,000 shall receive an automatic transfer to a qualified IRA if the balance exceeds \$1,000, or else an immediate, lump-sum cash distribution.

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Notes to Financial Statements
December 31, 2009 and 2008**

Investment Options

A participant may direct contributions in 1% increments in any of the investment options offered by the Plan which include mutual funds and collective trusts, as well as the Bosch Stable Value Fund, which holds a liquidity fund and several synthetic guaranteed investment contracts. Participants may change their investment options daily. The Plan's investments are held by Mercer Trust Company (the "Trustee").

Effective July 1, 2008, the plan administrator made changes to the Plan's investment fund options. The American Century Value Fund was replaced by the Dodge & Cox Stock Fund, the JPMorgan Bond Fund was replaced by the NTGI-QM Collective Daily Aggregate Bond Index Fund, the SSgA International Stock Selection Fund was replaced by the SSgA Global Advisors International Alpha Select Fund, and the Lazard Emerging Markets Fund which was a mutual fund, is now offered as a collective trust option.

Participant Loans

Participants may borrow from their Plan accounts a minimum of \$1,000 up to a maximum of the lesser of \$50,000 (subject to certain limitations as defined in the Plan document) or 50% of their vested account balance. All loans are amortized over a reasonable period of time, generally not to exceed five years, and are payable immediately upon termination. The loans are secured by the vested balance in the participant's account and bear interest at a rate commensurate with local prevailing rates. Principal and interest are to be paid through payroll deductions.

Plan Termination

Although it has not expressed any intent to do so, the Company 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, participant accounts would become fully vested and would be distributed to the participants.

Administrative Expenses

Administrative expenses, consisting principally of investment management, recordkeeping, and audit fees are paid by the Company.

2. Significant Accounting Policies

Basis of Accounting

The financial statements of the Plan have been prepared on the accrual basis of accounting and in conformity with accounting principles generally accepted in the United States of America ("GAAP").

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan administrator to make estimates and assumptions that affect the reported amounts of assets, liabilities and changes therein, and disclosure of contingent assets and liabilities at the date of the financial statements. Actual results could differ from those estimates.

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Notes to Financial Statements
December 31, 2009 and 2008**

Investment Valuation and Income Recognition

The Plan's investments are stated at fair value. Shares of mutual funds are valued at the net asset value of shares held by the Plan at year end. Participant loans are valued at their outstanding balances, which approximate fair value. Units of collective trusts are valued at the net asset value of units held by the Plan at year end, based on information reported by the investment advisor using the audited financial statements of the collective trusts.

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 invests in investment contracts within the Bosch Stable Value Fund option. The Statements of Net Assets Available for Benefits present the fair value as well as the adjustment from fair value to contract value relating to the investment contracts. The Statements of Changes in Net Assets Available for Benefits are prepared on a contract value basis.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. The Plan presents in the Statements of Changes in Net Assets Available for Benefits the net appreciation (depreciation) in the fair value of its investments which consists of the gains and losses on investments bought and sold as well as held during the year.

Synthetic Guaranteed Investment Contracts

The Plan holds synthetic guaranteed investment contracts ("GICs") as part of the Bosch Stable Value Fund. The synthetic GICs provide for a fixed return on principal over a specified time through fully benefit-responsive wrapper contracts issued by AIG Financial Products, Royal Bank of Canada, and State Street Bank. The assets underlying the synthetic GICs primarily include a liquidity fund and an intermediate bond collective trust fund.

The fair value of the synthetic GICs equals the total of the fair value of the underlying assets plus the fair value of the wrapper contracts. The fair value of the wrapper contracts is computed using a replacement cost approach that incorporates a comparison of the current fee rate on similar wrapper contracts to the fee being paid by the Plan. Using this approach, the fair value of the wrapper contracts was \$0 and \$2,263 at December 31, 2009 and 2008, respectively.

Fully benefit-responsive synthetic GICs are valued at contract value, rather than fair value, for determining the net assets available for benefits. Contract value represents contributions, plus earnings, less participant withdrawals and administrative expenses. The wrapper contracts used by the Plan are fully benefit-responsive because the wrapper contract issuers are contractually obligated to make up any shortfall in the event that the underlying asset portfolio has been liquidated and is inadequate to cover participant withdrawals and transfers at contract value. There are currently no reserves against contract values for credit risk of the contract issuers or any other risk. The contract value for the synthetic GICs was \$679,758 and \$595,963 at December 31, 2009 and 2008, respectively.

The crediting interest rate, which is reset quarterly, based on a formula agreed upon with each wrapper contract issuer, can never fall below zero. The crediting rate formula smoothes the impact of interest rate changes on participant returns by amortizing any difference between market value

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Notes to Financial Statements
December 31, 2009 and 2008**

and book value over a period of years equal to the duration of the portfolio benchmark. The average yield on the synthetic GICs based on annualized earnings was approximately 4.29% and 6.56% at December 31, 2009 and 2008, respectively. The average interest rate credited to participants on the synthetic GICs was approximately 2.50% and 3.38%, respectively, for the years ended December 31, 2009 and 2008. The credit ratings for AIG Financial Products were A- at both December 31, 2009 and 2008, the credit ratings for Royal Bank of Canada were AA- at both December 31, 2009 and 2008, and the credit ratings for State Street Bank were AA- and AA at December 31, 2009 and 2008, respectively.

Certain events limit the ability of the Plan to transact at contract value with the issuer. These events include restructurings, early retirement plans, divestitures, bankruptcies or as the result of legal, tax or regulatory changes. The Plan administrator believes that the occurrence of any such event is remote.

The providers of the wrapper contracts can only terminate at a value different than contract value under an event of default (that was not remedied) such as failure to follow the terms of the contract.

Benefit Payments

Benefits are recorded when paid.

Adoption of New Accounting Pronouncements

The accounting standards described below that were adopted in 2009 affected certain note disclosures but did not impact the statements of net assets available for benefits or the statement of changes in net assets available for benefits.

Fair Value Measurements

In April 2009, the Financial Accounting Standards Boards ("FASB") issued authoritative guidance clarifying that fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants under current market conditions. This new guidance requires an evaluation of whether there has been a significant decrease in the volume and level of activity for the asset or liability in relation to normal market activity for the asset or liability. This guidance was adopted for the year ended December 31, 2009. The adoption of this guidance did not result in a significant change in the techniques used by the Plan to measure the fair value of its investments.

In August 2009, the FASB issued authoritative guidance clarifying the measurement of the fair value of a liability in circumstances when a quoted price in an active market for an identical liability is not available. The guidance emphasizes that entities should maximize the use of observable inputs in the absence of quoted prices when measuring the fair value of liabilities. This guidance became effective for the Plan as of October 31, 2009 and did not have a significant impact on the Plan.

In September 2009, the FASB issued authoritative guidance that provides further clarification for measuring the fair value of instruments in entities that meet the FASB's definition of an investment company. This guidance permits a company to estimate the fair value of an investment using the net asset value ("NAV") per share of the investment if the NAV is determined in accordance with the FASB's guidance for investment companies as of the company's measurement date. This creates a practical expedient to determining the fair value estimate and allows certain attributes of the investment (such as redemption restrictions) to not be considered in measuring fair value. This

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Notes to Financial Statements
December 31, 2009 and 2008**

guidance became effective for the Plan as of December 31, 2009 and is required to be applied prospectively. The Plan contains certain investments, including commingled funds, which are within the scope of this guidance. However, as the fair value of investments was already determined based on NAV per fund share, this guidance did not result in a significant change in the techniques used by the Plan to measure the fair value of these investments.

In January 2010, the FASB issued authoritative guidance intended to improve disclosures about fair value measurements. The guidance requires entities to disclose significant transfers in and out of fair value hierarchy levels and reasons for the transfers and to present information about purchases, sales, issuances and settlements separately in the reconciliation of fair value measurements using significant unobservable inputs (Level 3). Additionally, the guidance clarifies that a reporting entity should provide fair value measurements for each class of assets and liabilities and disclose the inputs and valuation techniques used for fair value measurements using significant other observable inputs (Level 2) and significant unobservable inputs (Level 3). This guidance is effective for annual periods beginning after December 15, 2009 except for disclosures about purchases, sales, issuances and settlements in the Level 3 reconciliation, which will be effective for annual periods beginning after December 15, 2010. As this guidance provides only disclosure requirements, the adoption of the standard will not impact the Plan's financial statements.

The Company has expanded disclosures in Note 4 to comply with the aforementioned fair value guidance.

Accounting Standards Codification

In June 2009, the FASB issued authoritative guidance which replaced the previous hierarchy of GAAP and establishes the FASB Codification as the single source of authoritative GAAP recognized by the FASB to be applied by nongovernmental entities. This guidance modifies the GAAP hierarchy to include only two levels of GAAP: authoritative and nonauthoritative. This guidance was effective for the Plan as of September 30, 2009. The adoption of this guidance did not impact the Plan's financial statements since the FASB Codification is not intended to change or alter existing GAAP.

Subsequent Events

In May 2009, the FASB issued authoritative guidance which established general standards of accounting for and disclosure of events that occur after the balance sheet date but before financial statements are issued or available to be issued. The new standard is based on the same principles as those that currently exist in auditing standards and does not change the way subsequent events are assessed. This guidance became effective for the Plan for annual periods ending after June 15, 2009. The Plan has evaluated the events and transactions that have occurred through October 4, 2010, the date the financial statements were available to be issued, and noted no items requiring adjustment to the financial statements or additional disclosures.

3. Investments

The Trustee of the Plan holds the Plan's investments and executes all investment transactions. Investment information disclosed in the accompanying financial statements and schedule, including investments held at December 31, 2009 and 2008, net appreciation (depreciation) in fair value of investments and dividend and interest income for the years ended December 31, 2009 and 2008, and the investment information presented below was obtained or derived from information supplied

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Notes to Financial Statements
December 31, 2009 and 2008**

to the Plan administrator and certified as complete and accurate by Mercer Trust Company, the Trustee.

The investments within the Bosch Stable Value Fund were certified at their contract value of \$679,758 and \$595,963 at December 31, 2009 and 2008, respectively. The fair value and adjustment from fair value to contract value at December 31, 2009 and 2008 of \$37,983 and \$64,990, respectively, were not certified.

The fair value of individual investments that represent 5% or more of the Plan's net assets is as follows at December 31:

	2009	2008
JPMorgan Intermediate Bond Fund	\$ 634,911	\$ 487,879
American Funds Growth Fund of America	266,030	181,380
NTGI-QM Collective Daily Aggregate Bond Index Fund	159,573	137,309
State Street Global Advisors International Alpha Select Fund	197,547	141,180
JPMorgan SmartRetirement 2010 Fund	107,962	75,309

The Plan's investments, including investments bought and sold as well as held during the year, appreciated (depreciated) in fair value as follows:

	2009	2008
Mutual funds	\$ 110,689	\$ (227,431)
Collective trusts	120,295	(164,282)
	<u>\$ 230,984</u>	<u>\$ (391,713)</u>

4. Fair Value Measurements

The FASB established a framework to increase consistency and comparability in fair value measurements. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy are described as follows:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Master Trust has the ability to access.

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;

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- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

For a description of the valuation methodologies used for assets measured at fair value see Investment Valuation and Income Recognition under Note 2.

The preceding methods may produce a fair value calculation 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 certain financial instruments could result in a different fair value measurement at the reporting date.

The following tables set forth by level, within the fair value hierarchy, the Plan's investment assets at fair value as of December 31, 2009 and December 31, 2008:

	Investment Assets at Fair value as of December 31, 2009			
	Level 1	Level 2	Level 3	Total
Mutual funds				
Small cap funds	\$ 94,048	\$ -	\$ -	\$ 94,048
Large cap funds	382,890	-	-	382,890
Collective trusts				
Target retirement funds	-	287,915	-	287,915
Bond funds	-	159,573	-	159,573
International funds	-	241,942	-	241,942
Synthetic guaranteed investment contracts				
Collective trusts	-	639,163	-	639,163
US Treasuries	-	2,466	-	2,466
Futures contracts	-	146	-	146
Loans	-	-	88,315	88,315
Total investments at fair value	<u>\$ 476,938</u>	<u>\$ 1,331,205</u>	<u>\$ 88,315</u>	<u>\$ 1,896,458</u>

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	Investment Assets at Fair value as of December 31, 2008			
	Level 1	Level 2	Level 3	Total
Mutual funds	\$ 331,585	\$ -	\$ -	\$ 331,585
Collective trusts	-	514,289	-	514,289
Synthetic guaranteed Investment Fund	-	528,710	2,263	530,973
Participant loans	-	-	47,795	47,795
Total investments at fair value	<u>\$ 331,585</u>	<u>\$ 1,042,999</u>	<u>\$ 50,058</u>	<u>\$ 1,424,642</u>

Common collective trusts consist of pools of investments used by institutional investors to obtain equity and fixed income market exposures by investing in funds which are intended to mirror indices such as the Standard & Poor's Index, Barclay's Capital Aggregate Index, MSCI EAFE Index and MSCI Emerging Markets Index. They are valued on the basis of the relative interest of each participating investor in the fair value of the underlying assets of each of the respective common collective trusts. The underlying assets are valued based on the NAV as provided by the investment account manager and are classified in level 2 of the fair value hierarchy. Certain of these investments can only be traded within a certain window within each monthly period. Common collective trusts included in the Plan and their relative benchmarks include:

Common Collective Trust	Description	Benchmark
JPMorgan Liquidity Fund	Short term cash investments	90 day U.S. treasury bill
JPMorgan Intermediate Bond Fund	Diversified bond fund	Barclays Capital Intermediate Aggregate Index
JPMorgan SmartRetirement 2010 Fund	Diversified target date fund	S&P Target Date 2010 Index
JPMorgan SmartRetirement 2015 Fund	Diversified target date fund	S&P Target Date 2015 Index
JPMorgan SmartRetirement 2020 Fund	Diversified target date fund	S&P Target Date 2020 Index
JPMorgan SmartRetirement 2030 Fund	Diversified target date fund	S&P Target Date 2030 Index
JPMorgan SmartRetirement 2040 Fund	Diversified target date fund	S&P Target Date 2040 Index
Lazard Emerging Markets	Emerging markets investments	MSCI Emerging Markets GD
NTGI-QM Collective Daily Aggregate Bond Index Fund	U.S. bond and debt investments	Barclays Capital Aggregate Index
State Street Global Advisors International Alpha Select Fund	International stock investment	MSCI EAFE Index

There are no unfunded commitments related to these funds as of December 31, 2009.

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Level 3 Gains and Losses

The following tables set forth a summary of changes in the fair value of the Plan's Level 3 investment assets for the years ended December 31, 2009 and December 31, 2008:

	Synthetic Guaranteed Investment Contracts	Participant Loans
Balance, beginning of year (2009)	\$ 2,263	\$ 47,795
Unrealized gains/losses	(2,263)	-
Purchases, sales, issuances and settlements, net	-	40,520
Balance, end of year (2009)	<u>\$ -</u>	<u>\$ 88,315</u>

	Synthetic Guaranteed Investment Contracts	Participant Loans
Balance, beginning of year (2008)	\$ -	\$ 41,989
Unrealized gains/losses	2,263	-
Purchases, sales, issuances and settlements, net	-	5,806
Balance, end of year (2008)	<u>\$ 2,263</u>	<u>\$ 47,795</u>

Gains and losses, realized and unrealized, included in changes in net assets for the periods above are reported in net appreciation (depreciation) in fair value of investments in the Statements of Changes in Net Assets Available for Benefits.

5. Tax Status

The Internal Revenue Service has determined and informed the Company by letter dated February 27, 2003, that the Plan and related trust are designed in accordance with applicable sections of the Code. The Plan has been amended since receiving the determination letter. However, the Plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable provisions of the Code.

6. Party-in-Interest Transactions

Participant loans qualify as exempt party-in-interest transactions.

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7. 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 the 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.

SUPPLEMENTAL SCHEDULE

**Bosch Rexroth Corporation Mecman
Division, Lexington Facility 401(k) Plan
for Bargaining Unit Employees
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
December 31, 2009**

Schedule I

(a)	(b) Identity of Issue, Borrower, Lessor or Similar Party	(c) Description of Investment	(d) Cost	(e) Current Value
	Bosch Stable Value Fund Guaranteed Investment Contracts			
	JPMorgan Liquidity Fund	Collective trust	***	\$ 4,252
	JPMorgan Intermediate Bond Fund	Collective trust	***	634,911
	US Treasury Note	2.000% Feb 28, 2010	***	198
	US Treasury Note	2.125% Apr 30, 2010	***	279
	US Treasury Note	2.625% May 31, 2010	***	200
	US Treasury Note	2.375% Aug 31, 2010	***	388
	US Treasury Note	2.000% Sep 30, 2010	***	1,241
	US Treasury Note	1.500% Oct 31, 2010	***	160
	Credit Suisse First Boston	Future sell contracts 2 yr T-Notes	***	42
	Credit Suisse First Boston	Future sell contracts 5 yr T-Notes	***	56
	Credit Suisse First Boston	Future sell contracts 10 yr T-Notes	***	48
	AIG Financial Products	Open ended maturity wrapper contract	***	-
	Royal Bank of Canada	Open ended maturity wrapper contract	***	-
	State Street Bank	Open ended maturity wrapper contract	***	-
				<u>641,775</u> **
	JPMorgan Equity Index Select Fund	Mutual fund	***	52,638
	JPMorgan SmartRetirement 2010 Fund	Collective trust	***	107,962
	JPMorgan SmartRetirement 2015 Fund	Collective trust	***	69,138
	JPMorgan SmartRetirement 2020 Fund	Collective trust	***	74,150
	JPMorgan SmartRetirement 2030 Fund	Collective trust	***	25,272
	JPMorgan Small Cap Equity Select Fund	Mutual fund	***	94,048
	American Century Equity Growth Fund	Mutual fund	***	17,287
	American Funds Growth Fund of America	Mutual fund	***	266,030
	Dodge & Cox Stock Fund	Mutual fund	***	46,935
	Lazard Emerging Markets Fund	Collective trust	***	44,395
	NTGI-QM Collective Daily Aggregate Bond Index Fund	Collective trust	***	159,573
	State Street Global Advisors International Alpha Select Fund	Collective trust	***	197,547
	JPMorgan SmartRetirement 2040 Fund	Collective trust	***	11,393
*	Loans to participants	Interest rates ranging from 4.25% to 9.25%	***	<u>88,315</u>
				<u>\$ 1,896,458</u>

* Indicates a party in interest to the Plan.

** The Bosch Stable Value Fund has a contract value of \$679,758, and a fair value (not certified) of \$641,775.

*** Cost information has been omitted as all investments are participant directed.

This schedule was derived from information certified as complete and accurate by Mercer Trust Company.

Attachment to 2009 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name BOSCH REXROTH CORPORATION MECMAN DIVISION LEXINGTON FACILITY **FIN: 401(k) 012**
Plan Sponsor's Name BOSCH REXROTH CORPORATION **PN: 012**

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	DODGE & COX STOCK FUND	MUTUAL FUND		46,935
	AMERICAN F GROWTH F OF A	MUTUAL FUND		266,030
	AMERICAN CENTURY EQ GR F	MUTUAL FUND		17,287
	JP MORGAN SMALL CAP EQ	MUTUAL FUND		94,048
	JP MORGAN EQUITY INDEX F	MUTUAL FUND		52,638
	LAZARD EMERGING MARK	COMMON/COLLECTIVE TRUST		44,395
	NTGI-QM COLLECTIVE DAILY	COMMON/COLLECTIVE TRUST		159,573

Attachment to 2009 Form 5500
Schedule H, line 4i - Schedule of Assets (Held at End of Year)

Plan Name BOSCH REXROTH CORPORATION MECMAN DIVISION LEXINGTON FACILITY **FIN:** 401(k)-1687400
Plan Sponsor's Name BOSCH REXROTH CORPORATION **PN:** 012

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value.	(d) Cost	(e) Current value
	STATE STREET GLOBAL ADV	COMMON/COLLECTIVE TRUST		197,547
	J P MORGAN SMART RET2010	COMMON/COLLECTIVE TRUST		107,962
	J P MORGAN SMART RET2015	COMMON/COLLECTIVE TRUST		69,138
	JP MORGAN SMART RET 2020	COMMON/COLLECTIVE TRUST		74,150
	J P MORGAN SMART RET2030	COMMON/COLLECTIVE TRUST		25,272
	J P MORGAN SMART RET2040	COMMON/COLLECTIVE TRUST		11,393
	J P MORGAN STABLE VALUE	COMMON/COLLECTIVE TRUST		679,758

Plan Name	BOSCH REXROTH CORPORATION MECMAN DIVISION LEXINGTON FACILITY	FIN:	403-1587400
Plan Sponsor's Name	BOSCH REXROTH CORPORATION	PN:	012

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