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
INVENSYS PENSION PLAN

1b Three-digit plan number (PN) ▶ 003

1c Effective date of plan 05/30/1970

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

33 COMMERCIAL STREET B51-2C
FOXBORO, MA 02035-2525

2b Employer Identification Number (EIN)
04-3387605

2c Sponsor's telephone number
508-549-6909

2d Business code (see instructions)
339900

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.	10/11/2010	ALLYN JEROME
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/11/2010	ALLYN JEROME
	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")

ADMINISTRATIVE COMMITTEE
C/O INVENSYS INC.
33 COMMERCIAL STREET B51-2C
FOXBORO, MA 02035-2525

3b Administrator's EIN
04-3387605

3c Administrator's telephone number
508-549-6909

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**	38395
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**	2135
b	Retired or separated participants receiving benefits	**6b**	16755
c	Other retired or separated participants entitled to future benefits	**6c**	16670
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	35560
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	2408
f	Total. Add lines **6d** and **6e**	**6f**	37968
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	45
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:
1A 1G

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)	X	**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)		**C** (Service Provider Information)
(5)	X	**D** (DFE/Participating Plan Information)
(6)		**G** (Financial Transaction Schedules)

SCHEDULE SB (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Single-Employer Defined Benefit Plan Actuarial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500 or 5500-SF.**

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

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan
INVENSYS PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF
INVENSYS INC.

D Employer Identification Number (EIN)
04-3387605

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 01 Day 01 Year 2009

2	Assets:			
	a Market value		**2a**	1303766128
	b Actuarial value		**2b**	1303766128
3	Funding target/participant count breakdown		**(1)** Number of participants	**(2)** Funding Target
	a For retired participants and beneficiaries receiving payment	**3a**	18417	732809537
	b For terminated vested participants	**3b**	17419	308975814
	c For active participants:			
	(1) Non-vested benefits	**3c(1)**		3028665
	(2) Vested benefits	**3c(2)**		137709130
	(3) Total active	**3c(3)**	2559	140737795
	d Total	**3d**	38395	1182523146
4	If the plan is at-risk, check the box and complete items (a) and (b) [ ]			
	a Funding target disregarding prescribed at-risk assumptions		**4a**	
	b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor		**4b**	
5	Effective interest rate		**5**	8.21 %
6	Target normal cost		**6**	16679120

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE

	10/04/2010
Signature of actuary	Date
BERNARD H. FRIEDMAN	08-03237
Type or print name of actuary	Most recent enrollment number
MERCER	617-747-9639
Firm name	Telephone number (including area code)
99 HIGH STREET BOSTON, MA 02110	
Address of the firm	

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of year carryover and prefunding balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9	Amount remaining (Item 7 minus item 8)	0	0
10	Interest on item 9 using prior year's actual return of 4.72 %		
11	Prior year's excess contributions to be added to prefunding balance:		
	a Excess contributions (Item 38 from prior year)		22663794
	b Interest on (a) using prior year's effective rate of 6.26 %		1418754
	c Total available at beginning of current plan year to add to prefunding balance		24082548
	d Portion of (c) to be added to prefunding balance		0
12	Reduction in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12)	0	0

Part III Funding percentages

14	Funding target attainment percentage	14	110.25 %
15	Adjusted funding target attainment percentage	15	110.25 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	92.32 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2009	4313316				
07/15/2009	4313316				
10/15/2009	4313316				
01/15/2010	4313316				
09/15/2010	20000000				
			Totals ► 18(b)	37253264	18(c) 0

19	Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contribution from prior years.	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	33864304

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? [X] Yes [ ] No

b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? [X] Yes [ ] No

c If 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of Quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:

a Segment rates:

1st segment: %	2nd segment: %	3rd segment: %	[X] N/A, full yield curve used

b Applicable month (enter code) **21b**

22 Weighted average retirement age	**22**	64

23 Mortality table(s) (see instructions) [ ] Prescribed - combined [X] Prescribed - separate [ ] Substitute

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	[X] Yes	[ ] No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	[X] Yes	[ ] No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment	[X] Yes	[ ] No

27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment	**27**	

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years	**28**	0
29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a)	**29**	0
30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29)	**30**	0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions)	**31**	0

32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment		0
b Waiver amortization installment		0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	**33**	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33)	**34**	0

	Carryover balance	Prefunding balance	Total balance
35 Balances used to offset funding requirement			0

36 Additional cash requirement (item 34 minus item 35)	**36**	0
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c)	**37**	33864304
38 Interest-adjusted excess contributions for current year (see instructions)	**38**	33864304
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37)	**39**	0
40 Unpaid minimum required contribution for all years	**40**	0

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
INVENSYS PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan or DFE sponsor's name as shown on line 2a of Form 5500
INVENSYS INC.

D Employer Identification Number (EIN)
04-3387605

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: INVENSYS MASTER RETIREMENT TRUST

b Name of sponsor of entity listed in (a): INVENSYS INC.

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)
04-3387605-001	M	1215353156

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

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

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

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
INVENSYS PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
INVENSYS INC.

D Employer Identification Number (EIN)
04-3387605

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)	7517895	24313316
(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)		
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	1296423341	1215353156
(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)		

			(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	1303941236	1239666472
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		2908175
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	2908175
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	1303941236	1236758297

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)	37253264	
	(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)		37253264
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)		
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		0
	(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)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(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)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		-12027095
(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		
d Total income. Add all **income** amounts in column (b) and enter total	2d		25226169
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	88164597	
(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)		88164597
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)	1336336	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		1336336
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		89500933
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-64274764
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		2908175

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: BOIVIN & ASSOC., CPAS, PLLC (2) EIN: 27-1516157

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		10000000
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**			
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)
APV PENSION PLAN FOR CERTAIN HOURLY EMPLOYEES	04-3387605	005

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
INVENSYS PENSION PLAN

B Three-digit plan number (PN) ▶ 003

C Plan sponsor's name as shown on line 2a of Form 5500
INVENSYS INC.

D Employer Identification Number (EIN)
04-3387605

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**

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): _____ _____

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** 23

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: 5% Investment-Grade Debt: 18% High-Yield Debt: 0% Real Estate: 0% Other: 77%

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):

FINANCIAL STATEMENTS

Invensys Pension Plan

Years Ended December 31, 2009 and 2008

Invensys Pension Plan

Financial Statements

Years Ended December 31, 2009 and 2008

Table of Contents

Report of Independent Auditors 1

Financial Statements

Statements of Net Assets Available for Benefits 2
Statements of Changes in Net Assets Available for Benefits 3
Notes to Financial Statements 4

ROBIN L. BOIVIN, CPA, MST

BOIVIN & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

STEVEN R. BOIVIN, CPA

Report of Independent Auditors

The Administrative Committee and Participants
Invensys Pension Plan

We were engaged to audit the financial statements of the Invensys Pension Plan as of December 31, 2009 and 2008, and for the years then ended, as listed in the table of contents. These financial statements 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 investment information summarized in Note 3, which was certified by State Street Bank & Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. 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 taken as a whole. The form and content of the information included in the financial statements, other than that derived from the investment information certified by the trustee and custodians, 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.

Boivin & Associates, CPAs, PLLC

Boivin & Associates, CPAs, PLLC

Merrimack, New Hampshire

October 5, 2010

395 DANIEL WEBSTER HIGHWAY, UNIT 6 MERRIMACK, NH 03054 (603) 424-0705 WWW.BOIVINCPA.COM

Invensys Pension Plan

Statements of Net Assets Available for Benefits

	December 31	
	2009	**2008**
Assets		
Investments in Invensys Inc. Master Retirement Trust	**$ 1,215,353,156**	$ 1,296,423,341
Employer contribution receivable	**24,313,316**	7,517,895
	1,239,666,472	1,303,941,236
Liabilities		
Transfer to APV Pension Plan for Certain Hourly Employees	**2,908,175**	–
	2,908,175	–
Net assets available for benefits	**$ 1,236,758,297**	$ 1,303,941,236

See accompanying notes.

Invensys Pension Plan

Statements of Changes in Net Assets Available for Benefits

	Years Ended December 31	
	2009	**2008**
Additions		
Employer contributions	**$ 37,253,264**	$ 40,910,650
Equity in net investment income (loss) of the Invensys Inc. Master Retirement Trust	**(12,027,095)**	56,888,422
Net appreciation in fair value of insurance contracts	–	11,272
Interest	–	42,344
Total additions	**25,226,169**	97,852,688
Deductions		
Benefits paid to participants	**88,164,597**	85,569,175
Benefits paid to insurance carriers for provision of benefits	–	219,045
Administrative expenses	**1,336,336**	2,292,839
Transfer to APV Pension Plan for Certain Hourly Employees	**2,908,175**	–
Total deductions	**92,409,108**	88,081,059
Net increase (decrease)	**(67,182,939)**	9,771,629
Net assets available for benefits at beginning of year	**1,303,941,236**	1,294,169,607
Net assets available for benefits at end of year	**$ 1,236,758,297**	$ 1,303,941,236

See accompanying notes.

Invensys Pension Plan

Notes to Financial Statements

December 31, 2009

1. Plan Description

The Invensys Pension Plan (the Plan) is a noncontributory defined benefit plan which covers most nonunion employees of Invensys, Inc. (the Company), as defined in the Plan. The Company is the Plan Sponsor. All eligible employees become participants following completion of a one-year-of-service eligibility requirement.

The Plan provides that retirement benefits be paid to Plan members who have reached the age of 65. Such benefits are defined in the Plan and are based on compensation levels and years of credited service. The Plan also provides for early retirement, disability, and death benefits. Information concerning the Plan Agreement is available from the Human Resources Department.

Plan Amendments

Effective January 1, 2005, certain employers covered by the Plan do not allow new participants. In addition, certain other employers in the plan permit employees hired after January 1, 2005 to forego participation in the Plan in exchange for enhanced defined contribution plan benefits. In connection with the actuarial valuation dated January 1, 2009, there were no new participants that entered the Plan. The remaining eligible employees opted for the enhanced defined contribution plan benefits.

Effective October 31, 2009, the Plan was frozen to new participants on or after November 1, 2009, and participants no longer receive credit for benefit service or additional pay after October 31, 2009, except with respect to any employee included in a unit of employees covered by a collective bargaining agreement on October 31, 2009 if, within the meaning of Section 416(i)(4) of the Code, retirement benefits were the subject of good faith bargaining. Participants continue to earn vesting service after October 31, 2009 for as long as a participant continues to work for Invensys or an affiliated company. A participant is fully vested after five years of service or if they reach age 65 while employed.

Company Divestitures

On February 25, 2004, the Company and its parent, Invensys plc, entered into an agreement with the Pension Benefit Guaranty Corporation (PBGC) (the Agreement). The Agreement was amended and restated effective February 28, 2008. The Agreement requires a contribution of 4% of the net proceeds of future disposals of Invensys plc businesses through February 25, 2009.

1. Plan Description (continued)

Company Divestitures (continued)

In 2008, Invensys divested the following company: Burco Services. The Company contributed $1,211,800 under the disposal provision of the Agreement which expired February 25, 2009. No further contributions relative to disposals are required.

Funding Policy

The Plan is funded annually by the Company in an amount based on actuarial determinations. The contributions are at least equal to the minimum funding standards required by the Employee Retirement Income Security Act of 1974 (ERISA). The Plan has met the ERISA minimum funding requirements.

Contributions made to the Plan by the employer are invested in the Invensys Inc. Master Retirement Trust (Master Trust). The Master Trust pools the Plan's assets with those of other related Company plans, and makes investments in various types of equity and fixed income securities. The trustee holds the funds to manage, invest, and reinvest in accordance with the provisions of the Master Trust agreement.

Plan Termination

Should the Plan terminate at some future time, its net assets will generally not be available on a pro rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for hy the then-existing assets and the PBGC guarantee, while other benefits may not be provided for at all.

2. Significant Accounting Policies

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting.

2. Significant Accounting Policies (continued)

Valuation of Investments and Income Recognition

The Plan's participation in the Master Trust is stated at fair value (based primarily on the quoted market prices on the last business day of the plan year) of the securities owned by the Master Trust, as determined by the trustee, State Street Bank & Trust Company (State Street). The Plan held certain insurance contracts that were valued at contract value, which approximated fair value, and were not held in the Master Trust. In 2008, these contracts were terminated, certain retiree benefits annuitized with the insurance companies and the remaining investment balance was transferred to the Master Trust.

Marketable securities are stated at fair value. 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 at the measurement date (an exit price). Securities traded on a national securities exchange are valued at the last reported sales price on the last business day of the plan year; investments traded in the over-the-counter market and listed securities for which no sale was reported on that date are valued at the average of the last reported bid and ask prices. The shares of registered investment companies are valued at quoted market prices which represent the net asset values of shares held in the Master Trust. The fair value of the participation units owned by the Plan in common collective trust funds are based on quoted redemption values on the last business day of the plan year. Certain U.S. government and sovereign obligations, most government agency securities, investment-grade corporate bonds, certain mortgage products, and municipal obligations are valued based on quoted market prices, dealer quotations or alternative pricing sources.

Derivative investments (interest rate swaps) are market-to-market using the derivative trading desk and are priced at the level which, in the desk's judgment, the counterparty would agree to terminate the transaction or at which another party would agree to assume the rights and obligations of the plan under the transaction. The derivatives trading desk verifies prices periodically with the counterparty and/or dealers active in the relevant market.

The fair value of the various limited partnership investments is estimated using various methods. Marketable securities in the partnerships are stated at the quoted market price on the last business day of the Plan year, while nonpublicly traded securities are valued at amounts determined by the general partner.

2. Significant Accounting Policies (continued)

Valuation of Investments and Income Recognition (continued)

The Plan also invests in certain securities collateralized by residential and commercial mortgages and other assets that may be affected by, among other things, changes in: interest rates, the quality of the underlying assets or the market's assessment thereof, factors concerning interests in and structure of the issuer or the originator of the receivables, or the creditworthiness of the entities that provide credit enhancements.

Plan investments are held in the Master Trust, which was established for the investment of assets of the Plan and other Company-sponsored retirement plans. Each participating retirement plan has an undivided interest in the Master Trust. Investment income and expenses are allocated to the Plan based upon its pro rata share in the net assets of the Master Trust.

The cost of investments sold is determined on the basis of average cost. The gain or loss on securities sold is the difference between average cost and market value at the date of disposal.

The valuation methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while plan management believes the 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.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits (Note 7) are those estimated future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries and (b) present employees or their beneficiaries. Benefits for retired or terminated employees or their beneficiaries are described in the Plan Document. The accumulated plan benefits for active employees are based on their average compensation during the five years preceding the valuation date. Benefits payable under all circumstances—retirement, death, disability, and termination of employment—are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

2. Significant Accounting Policies (continued)

Administrative Expenses

Administrative expenses are paid by the Plan.

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 amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

New Accounting Pronouncements

In September 2009, the FASB issued Auditing Standards Update No. 2009-12, *Fair Value Measurements and Disclosures: Investments in Certain Entities That Calculate Net Asset per Share (or Its Equivalent)* (ASU 2009-12), which amended ASC Subtopic 820-10, *Fair Value Measurements and Disclosures — Overall*. ASU 2009-12 is effective for the first reporting period ending after December 15, 2009. ASU 2009-12 expands the required disclosures for certain investments with a reported net asset value (NAV). ASU 2009-12 permits, as a practical expedient, an entity holding investments in certain entities that calculate net asset value per share or its equivalent for which the fair value is not readily determinable, to measure the fair value of such investments on the basis of that net asset value per share or its equivalent without adjustment. The ASU requires enhanced disclosures about the nature and risks of investments within its scope. Such disclosures include the nature of any restrictions on an investor's ability to redeem its investments at the measurement date, any unfunded commitments, and the investment strategies of the investee. The Plan has adopted ASU 2009-12 on a prospective basis for the year ended December 31, 2009. Adoption did not have a material impact on the fair value determination and disclosure of applicable investments. The effect of the adoption of the ASU had no impact on the statements of net assets available for benefits and statement of changes in net assets available for benefits.

In June 2009, the FASB issued an Accounting Standards Update which amended the FASB Accounting Standards Codification (ASC) for the issuance of Statement No. 168, *The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles*. This Update established the Codification as the single source of authoritative U.S. GAAP recognized by the FASB to be applied by nongovernmental entities. The Plan has incorporated the disclosure requirements of this Update by reference to the ASC in these Notes to Financial Statements.

2. Significant Accounting Policies (continued)

New Accounting Pronouncements (continued)

In May 2009, the FASB issued ASC Topic 855, *Subsequent Events*. Topic 855 establishes general standards of accounting and disclosure requirements for subsequent events, events that occur after the balance sheet date but before the financial statements are issued. In addition, certain events subsequent to the balance sheet date may require recognition in the financial statements as of the date net assets are available for benefits based on the requirements of Topic 855. The Plan adopted the provisions of Topic 855 as of December 31, 2009.

In April 2009, the FASB issued FASB Staff Position 157-4, *Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly* (FSP 157-4). FSP 157-4 supersedes FSP 157-3 and amends SFAS 157 to provide additional guidance on estimating fair value when the volume and level of activity for an asset or liability have significantly decreased in relation to normal market activity for the asset or liability. FSP 157-4 also provides additional guidance or circumstances that may indicate that a transaction is not orderly and on defining major categories of debt and equity securities in meeting the disclosure requirements of SFAS 157. FSP 157-4 is effective for reporting periods ending after June 15, 2009. The Plan adopted the provisions of FSP 157-4 as of December 31, 2009.

Reclassifications

Certain 2008 financial statement amounts have been reclassified to conform with the 2009 financial statement presentation.

3. Investments

Certain investment information disclosed in the accompanying financial statements, including investments held at December 31, 2009 and 2008, and equity in net investment income of the Master Trust, net appreciation (depreciation) in fair value of insurance contracts, dividends, interest, and investment management fees for the years then ended, was obtained or derived from information supplied to the plan administrator and certified as complete and accurate by the trustee.

4. Invensys Inc. Master Retirement Trust

The participation of the Plan is approximately 96% of the Master Trust as of December 31, 2009 and 2008, respectively. The Master Trust is comprised of the following:

	December 31	
	2009	**2008**
Investments, at fair value:		
Money market and interest-bearing cash	**$ 226,052,208**	$ 171,724,664
Common stocks	**60,797,044**	41,455,187
Common collective trust funds	**347,804,157**	570,395,198
Registered investment companies	**277,101,245**	226,268,105
New England Life group annuity contract	**3,426,630**	3,259,207
Corporate obligations	**97,661,832**	3,703,202
Non-corporate bonds	**9,047,881**	–
Government obligations	**118,250,410**	196,882,663
Open interest rate swap contracts and other	**(50,086,773)**	108,964,222
Limited liability company – regulated foreign mutual fund	**166,986,927**	152,489,954
	1,257,041,561	1,475,142,402
Accrued investment income and pending security transactions	**15,377,732**	9,532,949
Net payables for pending security transactions and other, including broker owned collateral	**(10,297,091)**	(136,305,053)
Non-interest-bearing cash (overdraft)	**–**	(2,309,004)
	5,080,641	(129,081,108)
Net assets of the Master Trust	**$ 1,262,122,202**	$ 1,346,061,294

4. Invensys Inc. Master Retirement Trust (continued)

During the years ended December 31, 2009 and 2008, the investments of the Master Trust, including investments bought, sold, as well as held during the year, appreciated (depreciated) as follows:

	2009	2008
Government obligations	**$ (24,295,657)**	$ (127,550)
Corporate obligations	**1,252,440**	(124,715)
Non-corporate bonds	**(180,385)**	–
Common stocks	**16,053,393**	(24,384,485)
Common collective trust funds	**(36,093,170)**	63,302,345
Registered investment companies	**33,867,741**	(84,851,324)
Open interest rate swap contracts and other	**(41,324,206)**	128,760,933
Limited liability company – regulated foreign mutual fund	**14,497,006**	(39,214,299)
	(36,222,838)	43,360,905
Interest, dividends and other income	**30,926,672**	23,887,968
Net (depreciation) appreciation in fair value of investments	**$ (5,296,166)**	$ 67,248,873

Total administrative expenses for the Master Trust during the years ended December 31, 2009 and 2008 were $8,582,368 and $10,473,797, respectively.

The Master Trust participated in State Street's securities lending program in 2009 and 2008 by lending certain securities to borrowers to earn additional income, which is included in equity in net earnings of the Invensys Inc. Master Retirement Trust in the statements of changes in net assets. Loans of securities through State Street are collateralized by cash, letters of credit, or securities issued or guaranteed by the United States government or its agencies, equal to at least 102% of the current market value of the loaned securities. At December 31, 2009, the fair value of the loaned securities and collateral amounted to $8,706,877 and $8,999,043, respectively. At December 31, 2008, the fair value of the loaned securities and collateral amounted to $12,068,589 and $12,053,573, respectively.

5. Interest Rate Swaps

Derivative investments consist of fixed for floating interest rate long maturity swaps (approximately 30 years). The Plan had eighteen separate swap arrangements outstanding at December 31, 2009 with a total net gross notional amount of $523,750,000. The Plan had twenty separate swap arrangements outstanding at December 31, 2008 with a total net gross notional amount of $480,550,000. The purpose of this strategy is to economically hedge the change in net funded status for a portion of the liability that can occur due to changes in interest rates. The marked to market value of the swaps, including accrued interest, in the over the counter market at December 31, 2009 is $(46,264,060) and $110,650,350 at December 31, 2008. In addition, $118,212,882 is maintained in a money market account and other short-term investments at December 31, 2009 for collateral needs related to the swap arrangements. At December 31, 2009, approximately $46,000,000 of this amount was posted as collateral to dealers.

The following interest rate swap contracts were outstanding at December 31, 2009 and 2008.

	December 31, 2009				
Counterparty	Fixed Rate	Spot Rate	Maturity Date	Notional Amount	Unrealized Gain/(Loss)
Barclays	3.275%	4.525%	4/2/2039	$120,000,000	$ (23,802,763)
Barclays	4.730	4.521	3/31/2038	38,000,000	1,878,253
JP Morgan	4.868	4.521	3/4/2038	(39,900,000)	(2,865,272)
Royal Bank Scotland	4.469	4.523	11/4/2038	(29,500,000)	67,824
Deutsche Bank	4.526	4.529	1/5/2040	(5,300,000)	4,966
Deutsche Bank	4.003	4.526	6/2/2039	22,000,000	(1,761,560)
Barclays	3.300	4.456	4/2/2029	39,700,000	(5,621,998)
Royal Bank Scotland	4.473	4.451	11/4/2028	(28,000,000)	(262,283)
Barclays	3.331	4.456	4/2/2029	50,000,000	(7,085,873)
Barclays	3.250	3.883	4/2/2019	96,000,000	(3,732,768)
Royal Bank Scotland	4.465	3.829	11/4/2018	(31,000,000)	(1,713,566)
Barclays	3.321	3.883	4/2/2019	30,000,000	(1,112,586)
Deutsche Bank	3.655	3.903	6/2/2019	18,000,000	(312,635)
Deutsche Bank	3.610	3.934	9/2/2019	1,500,000	(22,547)
Barclays	2.506	2.688	4/2/2014	115,000,000	103,201
Royal Bank Scotland	3.867	2.508	11/4/2013	(24,000,000)	(1,338,689)
Deutsche Bank	2.860	2.656	9/2/2014	168,750,000	1,572,771
Barclays	2.905	2.826	8/4/2014	(17,500,000)	(258,535)
				$523,750,000	$ (46,264,060)

5. Interest Rate Swaps (continued)

	December 31, 2008				
Counterparty	Fixed Rate	Spot Rate	Maturity Date	Notional Amount	Unrealized Gain/(Loss)
Barclays	4.650%	2.770%	11/4/2038	$ 190,250,000	$ 72,756,616
JP Morgan	4.798	2.768	2/4/2038	(15,250,000)	(6,378,339)
JP Morgan	4.868	2.768	3/4/2038	(39,900,000)	(17,262,285)
Barclays	4.730	2.768	3/31/2038	57,500,000	22,852,875
Royal Bank Scotland	4.469	2.770	11/4/2038	(29,500,000)	(10,189,784)
Deutsche Bank	3.090	2.770	12/2/2038	(8,000,000)	(514,695)
Deutsche Bank	2.777	2.770	1/5/2039	41,750,000	53,393
Barclays	4.989	2.823	5/30/2028	91,000,000	29,822,912
Barclays	4.908	2.822	7/2/2028	7,700,000	2,579,391
Barclays	4.773	2.820	9/2/2028	(14,250,000)	(4,413,988)
Royal Bank Scotland	4.473	2.818	11/4/2028	(29,500,000)	(7,496,114)
Barclays	4.633	2.566	5/30/2018	150,000,000	27,004,062
Barclays	4.648	2.571	7/2/2018	8,000,000	1,596,518
Barclays	4.498	2.582	9/2/2018	(15,250,000)	(2,700,372)
Royal Bank Scotland	4.465	2.592	11/4/2018	(33,000,000)	(5,439,080)
Deutsche Bank	3.160	2.597	12/2/2018	(26,000,000)	(1,276,414)
Deutsche Bank	2.600	2.602	1/5/2019	49,000,000	(13,515)
Barclays	4.126	2.053	5/30/2013	150,000,000	14,325,404
Barclays	4.113	2.105	10/2/2013	(30,000,000)	(2,726,704)
Royal Bank Scotland	3.867	2.119	11/4/2013	(24,000,000)	(1,929,531)
				$ 480,550,000	$ 110,650,350

6. Fair Value Measurements

Effective January 1, 2008, the Plan adopted ASC Topic 820, "Fair Value Measurements". ASC Topic 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC Topic 820 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs when measuring fair value.

The standard describes three levels of inputs that may be used to measure fair value:

Level I Inputs are quoted prices (unadjusted) in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

6. Fair Value Measurements (continued)

Level 2 Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly;

Level 3 Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following table sets forth by level within the fair value hierarchy the Plan's investment assets and liabilities, if any, as of December 31, 2009.

	Level 1	Level 2	Level 3
Money market and interest-bearing cash	$ 24,432,465	$ 201,619,743	$
Common stocks	60,797,044		
Common collective trust funds:			
Fixed income investments		269,348,784	
Equity investments		78,455,373	
		347,804,157	
Registered investment companies:			
Fixed income investment	202,401,481		
International investment	74,699,764		
	277,101,245		
New England Life group annuity contract			3,426,630
Corporate obligations		97,661,832	
Non-corporate bonds		9,047,881	
Government obligations	118,250,410		
Open interest rate swap contracts and other		(50,086,773)	
Limited liability company – regulated foreign mutual fund		166,986,927	

6. Fair Value Measurements (continued)

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

	New England Life group annuity contract
Balance, at beginning of year	**$ 3,259,207**
Purchases, sales, issuances and settlements, net	**167,423**
Balance, at end of year	**$ 3,426,630**

The following table sets forth by level within the fair value hierarchy the Plan's investment assets and liabilities, if any, as of December 31, 2008.

	Level 1	Level 2	Level 3
Money market and interest-bearing cash	$ 22,984,054	$148,740,610	$
Common stocks	41,455,187		
Common collective trust funds		570,395,198	
Registered investment companies	226,268,105		
New England Life group annuity contract			3,259,207
Corporate obligations	981,785	2,721,417	
Government obligations	196,882,663		
Open interest rate swap contracts and other		108,964,222	
Limited liability company – regulated foreign mutual fund		152,489,954	

The table below sets forth a summary of changes in fair value of the Plan's level 3 investment assets for the year ended December 31, 2008.

	New England Life group annuity contract
Balance, at beginning of year	$ 3,099,539
Purchases, sales, issuances and settlements, net	159,668
Balance, at end of year	$ 3,259,207

7. Accumulated Plan Benefits

An actuary from Mercer Human Resources Consulting, Inc. estimates the actuarial present value of accumulated plan benefits, which is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The accumulated plan benefit information as of December 31, 2008 and 2007 is as follows:

	2008	2007
Actuarial present value of accumulated plan benefits:		
Vested benefits:		
Active participants	**$ 138,967,625**	$ 150,274,027
Retired employees and beneficiaries currently receiving payments	**772,894,566**	742,208,924
Inactive participants with deferred benefits	**333,583,303**	299,320,968
	1,245,445,494	1,191,803,919
Nonvested benefits	**4,821,502**	6,667,912
	$1,250,266,996	$1,198,471,831

The reconciliation of the actuarial present value of accumulated plan benefits from December 31, 2007 to December 31, 2008 is as follows:

Actuarial present value of accumulated plan benefits at December 31, 2007	$ 1,198,471,831
Changes during the year:	
Increase due to benefits accumulated and non-investment experience	28,360,757
Increase for interest due to decrease in the discount period	86,185,620
Actual benefits paid	(85,788,220)
Increase due to change in actuarial assumptions	23,037,008
Net increase	51,795,165
Actuarial present value of accumulated plan benefits at December 31, 2008	$ 1,250,266,996

7. Accumulated Plan Benefits (continued)

Significant assumptions underlying the actuarial computations are:

Interest	—7.5% in 2008 and 2007, compounded annually.
Retirement	—Age-related retirement rates from age 55 to age 70 for active employees, with terminated vested participants assumed to retire at age 65.
Mortality	—RP2000 Mortality Tables for Males and Females, without adjustment for collar, benefit amount, or employee/annuitant distinction, but projected by Scale AA to 2015 in 2008 and RP2000 Mortality Tables for Males and Females, with certain adjustments for 2007.

In addition to the above significant assumptions there were changes in certain disabled mortality tables since the January 1, 2008 valuation. Also, certain retirement rates were updated and withdrawal rates used for all Controls employees were changed to be the same as those used for Controls salaried employees.

These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

8. 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 the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

9. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service (IRS), dated July 6, 1999, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended and restated. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor has indicated that it will take the necessary steps, if any, to bring the Plan's operations into compliance with the Code.

10. Subsequent Events

The Plan transferred $2,781,864 and $143,922 on February 16, 2010 and August 24, 2010, respectively, to the APV Pension Plan for Certain Hourly Employees to correct administrative errors resulting in plan benefits paid from incorrect trusts.

Effective September 15, 2010, the Plan Sponsor agreed to merge the Retirement Plan for Bargaining Employees of Safetran Systems Corporation with and become a plan component of the Invensys Pension Plan, such merger to be effected in compliance with Section 414(l) of the Internal Revenue Code of 1986, as amended.

The Company has evaluated all subsequent events through October 5, 2010, the date the financial statements were available to be issued. During this period, there have been no other material events that would require recognition in the financial statements or disclosures to the financial statements.

SCHEDULE SB (Form 5500)	Single-Employer Defined Benefit Plan Actuarial 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) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	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

▶ **Round off amounts to nearest dollar.**

▶ **Caution:** A penalty of $1,000 will be assessed for late filing of this report unless reasonable cause is established.

A Name of plan	B Three-digit plan number (PN) ▶	
Invensys Pension Plan		003
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF	**D** Employer Identification Number (EIN)	
Invensys Inc.	04-3387605	

E Type of plan: [X] Single [ ] Multiple-A [ ] Multiple-B

F Prior year plan size: [ ] 100 or fewer [ ] 101-500 [X] More than 500

Part I Basic Information

1 Enter the valuation date: Month 1 Day 1 Year 2009

2	Assets:			
a	Market value	2a		1,303,766,128
b	Actuarial value	2b		1,303,766,128
3	Funding target/participant count breakdown		(1) Number of participants	(2) Funding Target
a	For retired participants and beneficiaries receiving payment	3a	18,417	732,809,537
b	For terminated vested participants	3b	17,419	308,975,814
c	For active participants:			
(1)	Non-vested benefits	3c(1)		3,028,665
(2)	Vested benefits	3c(2)		137,709,130
(3)	Total active	3c(3)	2,559	140,737,795
d	Total	3d	38,395	1,182,523,146
4	If the plan is at-risk, check the box and complete items (a) and (b) [ ]			
a	Funding target disregarding prescribed at-risk assumptions	4a		
b	Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b		
5	Effective interest rate	5		8.21 %
6	Target normal cost	6		16,679,120

Statement by Enrolled Actuary

To the best of my knowledge, the information supplied in this schedule and accompanying schedules, statements and attachments, if any, is complete and accurate. Each prescribed assumption was applied in accordance with applicable law and regulations. In my opinion, each other assumption is reasonable (taking into account the experience of the plan and reasonable expectations) and such other assumptions, in combination, offer my best estimate of anticipated experience under the plan.

SIGN HERE	Bernard H. Friedman BHF	October 4, 2010
	Signature of actuary	Date
BERNARD H. FRIEDMAN		08-03237
Type or print name of actuary		Most recent enrollment number
Mercer		(617)747-9639
Firm name		Telephone number (including area code)
99 HIGH STREET		
BOSTON	MA 02110	
Address of the firm		

If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions [ ]

Part II Beginning of year carryover and prefunding balances

		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9	Amount remaining (Item 7 minus item 8)	0	0
10	Interest on item 9 using prior year's actual return of 4.72 %		
11	Prior year's excess contributions to be added to prefunding balance:		
	a Excess contributions (Item 38 from prior year)		22,663,794
	b Interest on (a) using prior year's effective rate of 6.26 %		1,418,754
	c Total available at beginning of current plan year to add to prefunding balance		24,082,548
	d Portion of (c) to be added to prefunding balance		0
12	Reduction in balances due to elections or deemed elections	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	0	0

Part III Funding percentages

14	Funding target attainment percentage	14	110.25 %
15	Adjusted funding target attainment percentage	15	110.25 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	92.32 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV Contributions and liquidity shortfalls

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2009	4,313,316				
07/15/2009	4,313,316				
10/15/2009	4,313,316				
01/15/2010	4,313,316				
09/15/2010	20,000,000				
			Totals ► 18(b)	37,253,264	18(c) 0

19	Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:		
	a Contributions allocated toward unpaid minimum required contribution from prior years.	19a	0
	b Contributions made to avoid restrictions adjusted to valuation date	19b	0
	c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	33,864,304

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? [X] Yes [ ] No

b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner? [X] Yes [ ] No

c If 20a is "Yes," see instructions and complete the following table as applicable:

Liquidity shortfall as of end of Quarter of this plan year

(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

Part V Assumptions used to determine funding target and target normal cost

21 Discount rate:

a Segment rates:

1st segment: %	2nd segment: %	3rd segment: %	[X] N/A, full yield curve used

b Applicable month (enter code) — **21b**: 2

22 Weighted average retirement age — **22**: 64

23 Mortality table(s) (see instructions) [ ] Prescribed - combined [X] Prescribed - separate [ ] Substitute

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment. [X] Yes [ ] No

25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment. [X] Yes [ ] No

26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment. [X] Yes [ ] No

27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment — **27**:

Part VII Reconciliation of unpaid minimum required contributions for prior years

28 Unpaid minimum required contribution for all prior years — **28**: 0

29 Discounted employer contributions allocated toward unpaid minimum required contributions from prior years (item 19a) — **29**: 0

30 Remaining amount of unpaid minimum required contributions (item 28 minus item 29) — **30**: 0

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions) — **31**: 0

32 Amortization installments:

	Outstanding Balance	Installment
a Net shortfall amortization installment		0
b Waiver amortization installment		0

33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount — **33**:

34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33) — **34**: 0

	Carryover balance	Prefunding balance	Total balance
35 Balances used to offset funding requirement			0

36 Additional cash requirement (item 34 minus item 35) — **36**: 0

37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c) — **37**: 33,864,304

38 Interest-adjusted excess contributions for current year (see instructions) — **38**: 33,864,304

39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37) — **39**: 0

40 Unpaid minimum required contribution for all years — **40**: 0

Attachments to Schedule SB

Schedule SB, Line 22 — Description of Weighted Average Retirement Age

Each employee is assumed to retire in accordance with the table of retirement rates. The proportion of employees expected to retire each potential retirement age is shown below. The average retirement age is 64.

(A) Retirement Age	(B) Rate of Retirement	(C) Probability of Retirement	(D) Average Retirement Age (A)* (C)
55	0.02	0.0200	1.10
56	0.02	0.0196	1.10
57	0.02	0.0192	1.09
58	0.02	0.0188	1.09
59	0.02	0.0184	1.09
60	0.02	0.0181	1.08
61	0.02	0.0177	1.08
62	0.15	0.1302	8.07
63	0.10	0.0738	4.65
64	0.10	0.0664	4.25
65	0.50	0.2989	19.43
66	0.75	0.2241	14.79
67	0.75	0.0560	3.75
68	0.75	0.0140	0.95
69	0.75	0.0035	0.24
70	1.00	0.0012	0.08
Weighted Average Retirement			63.84
Nearest Whole Age			64

Attachments to Schedule SB

Schedule SB, Part V — Statement of Actuarial Assumptions/Methods

Discount rate elections	Full yield curve with 2 month look-back.
Mortality elections	2009 PPA separate static annuitant and nonannuitant mortality tables
Other economic assumptions	
▪ Salary increases	4.50% per year
▪ Social Security wage base	4.00% per year
Demographic assumptions	
Withdrawal	See table of sample rates.
Disability incidence	Sex-Distinct 1985 Pension Disability Table Class 2.
Retirement age	
▪ Active	See tables of retirement rates.
▪ Future vested deferred	65
▪ Current vested deferred	65
Spouse assumptions	85% of male participants and 55% of female participants are assumed to be married. A male is assumed to be 3 years older than his spouse.
Form of payment	Life Annuity

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (continued)

Table of Sample Rates

Table of Sample Disability Rates

Attained Age	Males	Females
25	.093%	.096%
30	.134%	.165%
35	.199%	.252%
40	.314%	.357%
45	.505%	.522%
50	.830%	.854%
55	1.502%	1.490%
60	2.266%	1.793%

Table of Sample Withdrawal Rates

	BTR		
Attained Age	Males	Females	Foxboro
20	14.96%	24.98%	11.94%
25	9.95%	14.97%	11.62%
30	6.94%	9.97%	11.21%
35	4.91%	6.95%	10.55%
40	2.88%	4.93%	9.40%
45	1.78%	2.90%	7.54%
50	0.61%	1.84%	4.83%
55	0.00%	0.75%	0.00%
60	0.00%	0.00%	0.00%
65	0.00%	0.00%	0.00%
70	0.00%	0.00%	0.00%

Table of Sample Withdrawal Rates all Controls Employees

Age	Males	Females
25	6.00%	6.00%
30	6.00%	6.00%
35	6.00%	6.00%
40	5.00%	5.00%
45	5.00%	5.00%
50	4.00%	4.00%
55	4.00%	4.00%
60	4.00%	4.00%

Select withdrawal rates as follows based on service:

Service	Turnover Rates
1	50%
2	25%
3	15%

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (continued)

Table of Retirement Rates

Attained Age	Rates
55	2%
56	2%
57	2%
58	2%
59	2%
60	2%
61	2%
62	15%
63	10%
64	10%
65	50%
66	75%
67	75%
68	75%
69	75%
70	100%

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (continued)

Asset methods

We used financial data submitted by the trustee as of the valuation date without further audit. Customarily, this information would not be verified by a plan's actuary. We have reviewed the information for internal consistency and we have no reason to doubt its substantial accuracy.

The asset valuation method is the fair market value.

Participant methods

We used the participant data supplied by the plan sponsor. We have reviewed the data and, except for the data estimated missing data discussed on the following page, we have no reason to doubt its substantial accuracy. Participants or former participants are included or excluded from the valuation as described below:

- **Participants included:** The plan sponsor provides us with data on all employees as of the valuation date, but only those employees who have completed the plan's eligibility requirements are included in the valuation of liabilities.
- **Participants excluded:** No actuarial liability is included for nonvested participants who terminated prior to the valuation date. For this purpose, participants with a break in service on the valuation date are treated as terminated participants.
- **Transferred participants:** The liabilities for employees who have transferred into another plan of the plan sponsor have been included with the liabilities for terminated vested participants.
- **Disabled participants:** Disabled participants are included in the active employee count since they continue to earn vesting service for early retirement eligibility. We assume they will not earn future pay credits.

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (continued)

The following estimates were incorporated in the valuation. The estimates are not expected to have a material impact on valuation results

Former Plan	Missing Item	Number	Estimation Methodology
BTR/ Foxboro/ APV/ Controls	Retired or deferred vested benefit	2,132	Where data is available, estimated based on plan provisions, otherwise based on the average actual benefit amount for other deferred vested or retired participants
BTR/Controls/Foxboro	Missing 2008 pensionable pay	149	Estimated based on prior pay
BTR/Foxboro/ Controls	Beneficiary gender	123	Assumed opposite of participant's gender
BTR/Foxboro/APV/ Controls	Missing participant birth date	115	- 112 records based on last year's date of birth - 3 records based on average birth date
BTR/Foxboro/APV/ Controls	Missing beneficiary birth date	54	- 41 records estimated birth date based on participant status, or males 3 years older than females for participant and beneficiary, if either available. - 13 records based on last year's date of birth
APV/Controls	Form of payment for an inactive participant	10	Assumed to be same as last year
Foxboro	Joint & survivor percentage continued	1	Assumed 50%
BTR	Credited service date	1	Assumed average credited service date of May 1, 2000

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (continued)

Plan sponsor elections– effective January 1, 2009

Funding interest rate:

- *Full yield curve.*
- *2 months look back.*

Valuation of lump sums based on Section 417(e) assumptions:

Not applicable

Minimum funding method

Target liability for minimum funding calculations is computed using the traditional unit credit method of funding. The objective under this method is to fund each participant's benefits under the plan as they accrue. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

A detailed description of the calculation follows:

- An individual's **accrued benefit** for valuation purposes related to a particular separation date is the accrued benefit described under the plan.
- The **benefit** deemed to accrue for an individual during a plan year is the excess of the accrued benefit for valuation purposes at the end of the plan year over the accrued benefit for valuation purposes at the beginning of the plan year. Both accrued benefits are calculated from the same projections to the various anticipated separation dates as described above.
- An individual's **accrued liability** is the present value of the accrued benefit for valuation purposes at the beginning of the plan year, and an individual's **normal cost** is the present value of the benefit deemed to accrue in the plan year. If multiple decrements are used, the accrued liability and the normal cost for an individual are the sum of the component accrued liabilities and normal costs associated with the various anticipated separation dates. Such accrued liabilities and normal costs reflect the accrued benefits as modified to obtain the benefits payable on those dates and the probability of the individual separating on those dates.
- The plan's **target normal cost** is the sum of the individual normal costs, and the plan's **funding target liability** is the sum of the accrued liabilities for all participants under the plan.

Maximum funding method

Maximum funding calculations include the excess of the accrued liability computed using the projected unit credit method over the minimum funding target liability. The objective of the projected unit credit method is to fund each participant's benefits under the plan as they accrue, taking into consideration future compensation increases. Thus, the total pension to which each participant is expected to become entitled at retirement is broken down into units, each associated with a year of past or future credited service.

Schedule SB, Part V – Statement of Actuarial Assumptions/Methods (continued)

A detailed description of the calculation follows:

- An individual's **projected accrued liability** is the present value of benefits based on credited service as of the beginning of the plan year and projected compensation that would be used in the calculation of the benefit on each expected separation date. If multiple decrements are used, the accrued liability for an individual is the sum of the component accrued liabilities associated with the various anticipated separation dates.

- The plan's **projected funding target liability** is the sum of the projected accrued liabilities for all participants under the plan.

Attachments to Schedule SB

Schedule SB, Part V – Summary of Plan Provisions

Following is a brief summary of the major plan provisions used to determine the Plan's financial position. It should not be used in determining Plan benefits.

Sponsoring Employer	Invensys, Inc. or its successor or successors
EIN/PN	04-3387605/003
General Changes in Plan Provisions	The 2009 pay cap was changed from $230,000 to $245,000 to reflect changes in the 401(a)(17) pay limits. The benefit limit under Code Section 415(b) was increased for 2008 from $185,000 to $195,000.

Benefits included or excluded

Unless noted below, all benefits provided by the plan are included in this valuation.

Plan amendments: Amendments adopted after the valuation date or effective after the current plan year are excluded from the valuation. All benefits were frozen effective November 1, 2009, but recognition of this plan change is being deferred to the January 1, 2010 valuation of the plan.

- **Scheduled benefit increases:** Scheduled benefit increases effective after the end of the current plan year are excluded from minimum funding requirements.
- **Late retirement increases:**
  - *Active participants:* The plan provides benefit suspension notices to participants who work beyond normal retirement age; therefore, late retirement actuarial increases only apply to participants who defer retirement beyond age 70 ½. This valuation includes increases for current participants over age 70.
  - *Deferred vested participants:* Current deferred vested participants over normal retirement age are valued including the late retirement actuarial increase.
- **Shutdown benefits:** We are not aware of any corporate actions that would create shutdown benefits; therefore, they are excluded.
- **IRC Section 415(b):** The limitations of Internal Revenue Code Section 415(b) have been incorporated into our calculations.
- **Benefit restrictions:** Benefit restrictions (if applicable) are ignored in this valuation.

BTR Controls Hourly Employees Hired on or After January 1, 2002

Effective Date	January 1, 2002
Most Recent Amendment	January 1, 2009

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Hourly Employees Hired on or After January 1, 2002 *(continued)*

Eligibility	An eligible employee is any non-union hourly employee of BTR Controls hired on or after January 1, 2002. **Note:** The following employees are not eligible to participate: ▪ Employees covered under a collective bargaining agreement, unless the agreement specifically provides for participation ▪ Leased employees or independent contractors ▪ Non-resident aliens with no income from U.S. sources ▪ Employees of an employer or affiliated employer that has not adopted this Plan ▪ Employees who are earning benefits under any other pension plan sponsored by the employer or affiliated employer. The plan has been closed to new entrants hired on or after January 1, 2005.
Participation Date	A new employee will become a participant in the plan on January 1 or July 1 coincident with or following the date he or she became an eligible employee if full-time and January 1 or July 1 following completion of 1,000 hours if part-time.
Credited Service	Credited Service is granted for employment with an employer as an eligible employee or, if later, after the employer became an affiliated employer. Years of Credited Service is measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th.
Vesting Service	Years of vesting service are measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th.
Normal Retirement	
Eligibility	Age 65
Benefit	$17.25 per month per year of Credited Service.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Hourly Employees Hired on or After January 1, 2002 *(continued)*

Commencement

Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.

Form of Payment

Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Late Retirement

Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.

Early Retirement

Eligibility

Age 55 with at least 10 years of Vesting Service

Benefit

Accrued normal retirement benefit reduced by 0.25% per month if retirement is in the first 60 months and 0.333% per month if retirement is between 60 and 120 months prior to Normal Retirement Date. The early retirement reductions at each age are as follows:

Age	Reduction Factor
55	0.60
56	0.64
57	0.68
58	0.72
59	0.76
60	0.85
61	0.88
62	0.91
63	0.94
64	0.97
65	1.00

Commencement

Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.

Form of Payment

Same as for normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Hourly Employees Hired on or After January 1, 2002 *(continued)*

Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee, who has at least 5 but less than 10 years of Vesting Service and is aged at least 55, can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.
Disability Benefit	
Eligibility	Totally and permanently disabled. Participant has to apply for Social Security Disability and complete 15 years of Credited Service, and receive Social Security between age 40 and age 65.
Benefit	Unreduced accrued normal retirement benefit.
Commencement	Payable on the 7th month following disability.
Form of Payment	Same as for normal retirement.
Death Benefit	
Before Retirement	If a participant dies after five years of Vesting Service and has been married at least one year, 50% of the accrued normal retirement benefit, based on Credited Service at the time of death, reduced by appropriate early retirement and qualified joint and survivor option factors. Benefit begins at the later of the participant's death or the date the participant would have attained early retirement age.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Hourly Employees Hired on or After January 1, 2002 *(continued)*

After Retirement	Death benefits payable after retirement, if any, are payable in accordance with whichever option the retiree elected. $5,000 lump sum death benefit payable if a person terminates employment, is retirement eligible and receives his/her benefits as an annuity.
Actuarial Equivalent Except as Noted Below	An amount having equal value when computed on the basis of a 5% interest rate compounded annually and a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1983 Group Annuity Mortality Table.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002).
Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65-x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age, y is the spouse's age)
Changes from Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees

Effective Date	May 31, 1970
Most Recent Amendment	January 1, 2009
Eligibility	An eligible employee is any non-union employee of BTR, Inc. (or an affiliated company that has adopted the Plan) who has completed one year of service. **Note:** The following employees are not eligible to participate: ▪ Employees covered under a collective bargaining agreement, unless the agreement specifically provides for participation ▪ Leased employees or independent contractors ▪ Non-resident aliens with no income from U.S. sources ▪ Employees of an employer or affiliated employer that has not adopted this Plan ▪ Employees who are earning benefits under any other pension plan sponsored by the employer or affiliated employer.
Participation Date	A new employee will become a participant in the plan on the first of the month coincident with or following the date he or she became an eligible employee. Employees hired on or after January 1, 2005 are eligible to forego participation in the plan in exchange for enhanced defined contribution plan benefits. As a result of the merger of a number of prior plans, the Participation Date of participants of those plans was January 1, 1996. The table following illustrates Participation Dates of employees whose employer became a participating employer after this plan merger.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Subsidiary, Operating Unit or Location	Effective Participation Date
BTR Sealing Systems – West	January 1, 1996
BTR Anti Vibration Systems	February 15, 1996
Fenwal Electronics	April 1, 1996
Taabs, Inc.	May 1, 1996
Vogt Valves, Inc.	July 12, 1996
Burco	February 28, 1997
EMC Motor Co., Inc.	January 1, 1998
Limitorque	January 1, 1998
Precision Meters, Inc.	January 1, 1998
Alliance Engines, LLC	January 1, 1998
Addax, Inc	July 1, 1998
Exide Electronics Corporation	January 1, 1999
MB Manufacturing, Inc.	January 1, 1999
PMV-USA, Inc.	January 1, 2000
Best Power	January 1, 2000
Hawker Trojan Alliance	May 1, 2000
IM Serve North America	May 1, 2000
Rexnord Coupling Deer Park	June 1, 2000
Cactus Integration Group	January 1, 2001

Credited Service

Credited Service is granted for employment with an employer as an eligible employee on or after January 1, 1996 or, if later, after the employer became an affiliated employer.

Years of Credited Service is measured on the basis that:

- 12 months of service (or 365 days of service) equals one year of service, and
- 30 days of service equals one month of service with respect to the aggregation of fractional months.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Vesting Service	One year of Vesting Service is earned for each twelve month period of employment for employment after December 31, 1995. However, in the case of a participant who on December 31, 1995 was participating in a prior plan, Vesting Service under this Plan as of January 1, 1996 shall be equal to vesting service determined as of December 31, 1995 under the provisions of the prior plan. In addition, Vesting Service shall include Vesting Service with the following acquired companies: ▪ GenCorp (acquired February 16, 1996) ▪ Henry Vogt Machine Company (acquired July 12, 1996) ▪ Burco Utility Railroad and Supply Corporation (acquired February 28, 1997) ▪ ECM Motor Company (acquired June 6, 1997) ▪ Limitorque Corporation (acquired August 1, 1997) ▪ Precision Meters, Inc. (acquired February 6, 1997) ▪ Alliance Engines, L.L.C. (acquired August 1, 1997) ▪ Addax, Inc. (acquired February 27, 1998) ▪ PMV USA, Inc. (acquired May 9, 1998) ▪ Best Power Division (acquired January 1, 2000) ▪ Hawker Trojan Alliance (acquired May 1, 2000) ▪ IM Serve North America (acquired May 1, 2000) ▪ Rexnord Coupling Deer Park (acquired June 1, 2000) ▪ Lambda EM1 (acquired October 1, 2000) ▪ Cactus Integration Group (acquired January 1, 2001)
Compensation	Compensation is total amount paid in the plan year as reported on IRS Form W-2, excluding severance, any amount attributable to any stock plan and taxable fringe benefits earned during the plan year. Annual Compensation includes deferrals made pursuant to Code Section 401(k) or 125.
Annual Average Compensation	The participant's average annual compensation for the 5 full non-consecutive calendar years in which the largest amounts of Compensation were received during the final 10 years of the participant's employment.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Index Fraction	Average Annual Compensation for the participant as of the day of determination divided by the participant's Average Annual Compensation as of December 31, 1995, where the fraction is not less than one.
Integration Level	As of specific determination date, a dollar amount equal to the Social Security Taxable Wage Base for the calendar year containing the determination date multiplied by 40%. This amount shall be rounded to the nearest multiple of $100.
Social Security Taxable Wage Base	The amount of wages from which Social Security Taxes are required to be withheld in accordance with the Federal Insurance Contributions Act, or any successor act, which in effect at the beginning of the plan year.
Normal Retirement	
Eligibility	Age 65

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Benefit

The sum of A. and B. as below:

A. The sum of a. and b. multiplied by c. below:
   a. 0.9% multiplied by participant's Average Annual Compensation up to the Integration Level
   b. 1.4% of the participant's Average Annual Compensation in excess of the Integration Level
   c. Participant's years of Credited Service, not to exceed 30 years, earned after December 31, 1995.

B. The participant's accrued benefit determined under the prior plan as of December 31, 1995.

- For the participants who were active participants under the plans as listed below, B. is multiplied by the Index Fraction:
  - BTR Inc, Pension Plan for Salaried Employees
  - Niagra Lockport Salaried Plan
  - Clarkson Salaried Plan
  - Schlegel General Plan
  - DCE Plan
  - Stewart-Warner Corporation Retirement Income Plan (Part A)
  - Lister-Petter Prior Plan
  - M&F Salaried Plan
  - Power Conversion Inc. Plan
  - Stewart-Warner Corporation Plan
  - Hawker Pacific Plan
  - GenCorp Inc. Pension Plan (accrued benefit determined February 15, 1996)
- For the participants who were participants in the Link-Belt Employees' Retirement Plan, the normal retirement benefit calculated above shall be reduced by the amount of any benefit payable to the participant under the FMC Plan.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis. Additional payment options may be available to participants subject to prior plan provisions.
Late Retirement	Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Early Retirement

Eligibility	Age 55 with at least 10 years of Vesting Service For participants in the Dranetz Technologies, Inc. Employees Retirement Plan as of December 31, 1993, the eligibility is age 55 with at least 8 years of Vesting Service. For participants in the F.H. Maloney Plan on August 14, 1993 or in the Part B of the M&FC Salaried Prior Plan on or in Part A of the SW/WCC Prior Plan or in the Lister-Petter Prior Plan as of December 31, 1995, the eligibility is age 55 with at least 5 years of Vesting Service. For participants in the Safetran Prior Plan as on December 31, 1995, the eligibility is age 55 with at least 9 years of Vesting Service, or age 56 with at least 8 years of Vesting Service, or age 57 with at least 7 years of Vesting Service, or age 58 with at least 6 years of Vesting Service, or age 59 with at least 5 years of Vesting Service, or age 60 with at least 4 years of Vesting Service. For participants in the Weavexx Non-Exempt Prior Plan as of December 31, 1995, the eligibility is the earlier of (i) age 50 with at least 20 years of Vesting Service or (ii) age 55. For participants in the Stewart-Warner Prior Plan as of December 31, 1995 who became employees under the Stewart-Warner Prior Plan prior to January 1, 1976, the eligibility is age 55 regardless of the number of years of Vesting Service.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Early Retirement (continued)

Benefit	Accrued normal retirement benefit reduced by 5/9ths of 1% for each of the first 60 months and 5/18ths of 1% for each additional month by which the participant's benefit commencement date precedes his normal retirement date. In no circumstance, will the early retirement benefit for any participant in a prior plan on December 31, 1995 be less than the early retirement benefit determined as of December 31, 1995 under the terms of the prior plan.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.

Deferred Vested Benefit

Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.

Disability Benefit

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Eligibility	If the active participant is eligible for a company-sponsored long-term disability benefit, he or she will continue to accrue Credited and Vesting Service under the plan during periods of disability, but Average Annual Compensation is determined as of the date disability commenced. If the participant is not eligible for a for a company-sponsored long-term disability benefit, the participant will be eligible to receive a temporary benefit equal to the participant's accrued benefit which will be payable until the earlier of the participant's death, cessation of disability, or attainment of age 65.
Benefit	Accrued normal retirement benefit.
Commencement	As described under eligibility.
Form of Payment	Same as for normal retirement.
Death Benefit	
Before Retirement	If a participant dies after five years of Vesting Service and has been married at least one year, 50% of the accrued normal retirement benefit, based on Average Annual Compensation and Credited Service at the time of death, reduced by appropriate early retirement and qualified joint and survivor option factors. Benefit begins at the later of the participant's death or the date the participant would have attained early retirement age.
After Retirement	Death benefits payable after retirement, if any, are payable in accordance with whichever option the retiree elected.
Actuarial Equivalent	For determination dates occurring on or after January 1, 1996, means an amount having equal value when computed on the basis of a 7% interest rate compounded annually and a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1983 Group Annuity Mortality Table.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Non-Controls Employees *(continued)*

Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Changes from Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Salaried Employees and Controls Hourly Employees Hired Prior to January 1, 2002

Effective Date

May 31, 1970

Most Recent Amendment

January 1, 2009

Eligibility

An eligible employee is any non-union salaried employee of BTR Controls, or any non-union hourly employee of BTR Controls hired before January 1, 2002.

Note: The following employees are not eligible to participate:

- Employees covered under a collective bargaining agreement, unless the agreement specifically provides for participation
- Leased employees or independent contractors
- Non-resident aliens with no income from U.S. sources
- Employees of an employer or affiliated employer that has not adopted this Plan
- Employees who are earning benefits under any other pension plan sponsored by the employer or affiliated employer.

The plan has been closed to new entrants hired on or after January 1, 2005.

Participation Date

A new employee will become a participant in the plan on January 1 or July 1 coincident with or following the date he or she became an eligible employee, if full-time on January 1 or July 1 following completion of 1,000 hours, if part-time.

As a result of the merger of a number of prior plans, the Participation Date of participants of those plans was January 1, 1996. The table following illustrates Participation Dates of employees whose employer became a participating employer after this plan merger and who are employees of BTR Controls.

Subsidiary, Operating Unit or Location	Effective Participation Date
Fenwal Electronics	April 1, 1996
Taabs, Inc.	May 1, 1996
ECM Motor Co., Inc.	January 1, 1998
Precision Meters, Inc.	January 1, 1998
IM Serve North America	May 1, 2000

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Salaried Employees and Controls Hourly Employees Hired Prior to January 1, 2002 *(continued)*

Credited Service	Credited Service is granted for employment with an employer as an eligible employee on or after January 1, 1996 or, if later, after the employer became an affiliated employer. Years of Credited Service is measured in elapsed months with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th. Service is counted in number of months, rounded to the nearest 1/10th.
Vesting Service	Years of Vesting Service is measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th. One year of Vesting Service is earned for each twelve month period of employment for employment after December 31, 1995. However, in the case of a participant who on December 31, 1995 was participating in a prior plan, Vesting Service under this Plan as of January 1, 1996 shall be equal to vesting service determined as of December 31, 1995 under the provisions of the prior plan. In addition, Vesting Service shall include Vesting Service with the following acquired companies: ▪ ECM Motor Company (acquired June 6, 1997) ▪ Precision Meters, Inc. (acquired February 6, 1997) ▪ IM Serve North America (acquired May 1, 2000)
Compensation	Compensation is total amount paid in the plan year as reported on IRS Form W-2, including severance, and excluding any amount attributable to any stock plan and taxable fringe benefits earned during the year. Compensation includes deferrals made pursuant to Code Section 401(k) or 125.
Covered Compensation	Average of the 35 years of Social Security Taxable Wage Base ending with year the participant attains Social Security Retirement Age.
Annual Average Compensation	The participant's average annual compensation for the 5 full non-consecutive calendar years in which the largest amounts of Compensation were received during the final 10 years of the participant's employment.
Index Fraction	Average Annual Compensation for the participant as of the day of determination divided by the participant's Average Annual Compensation as of December 31, 1995, where the fraction is not less than one.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Salaried Employees and Controls Hourly Employees Hired Prior to January 1, 2002 *(continued)*

Integration Level

As of a specific determination date, a dollar amount equal to the Social Security Taxable Wage Base for the calendar year containing the determination date multiplied by 40%. This amount shall be rounded to the nearest multiple of $100.

Social Security Taxable Wage Base

The amount of wages from which Social Security Taxes are required to be withheld in accordance with the Federal Insurance Contributions Act, or any successor act, which in effect at the beginning of the plan year.

Normal Retirement

Eligibility

Age 65

Benefit

The greater of A. and B. as below.

A. The sum of (i) and (ii) below.
   (i) The sum of a. and b. below:
      a. 0.95% multiplied by participant's Average Annual Compensation times years of Credited Service earned after December 31, 1995
      b. 0.65% of the participant's Average Annual Compensation in excess of Covered Compensation times years of Credited Service earned after December 31, 1995, where the number of years of Credited Service is limited to 35 years.
   (ii) The participant's accrued benefit determined under the prior plan as of December 31, 1995.

- For the participants who were active participants under the plans as listed below, A(ii). is multiplied by the Index Fraction:
  - BTR Inc, Pension Plan for Salaried Employees
  - Niagra Lockport Salaried Plan
  - Clarkson Salaried Plan
  - Schlegel General Plan
  - DCE Plan
  - Stewart-Warner Corporation Retirement Income Plan (Part A)
  - Lister-Petter Prior Plan
  - M&F Salaried Plan
  - Power Conversion Inc. Plan
  - Stewart-Warner Corporation Plan
  - Hawker Pacific Plan
  - GenCorp Inc. Pension Plan (accrued benefit determined February 15, 1996)

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Salaried Employees and Controls Hourly Employees Hired Prior to January 1, 2002 *(continued)*

B. The sum of (i) and (ii) as below:
   (i) The sum of a. and b. multiplied by c. plus d. below:
      a. 0.9% multiplied by participant's Average Annual Compensation up to the Integration Level determined at December 31, 2001.
      b. 1.4% of the participant's Average Annual Compensation in excess of the Integration Level determined at December 31, 2001.
      c. Participant's years of Credited Service, not to exceed 30 years, earned after December 31, 1995 but before December 31, 2001.
      d. The participant's accrued benefit determined under the prior plan as of December 31, 1995 indexed for increases in final average pay through December 31, 2001 as applicable.
   (ii) The benefit provided in A(i) based on Credited Service earned after December 31, 2001.

Commencement

Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.

Form of Payment

Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Additional payment options may be available to participants subject to prior plan provisions.

Late Retirement

Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Salaried Employees and Controls Hourly Employees Hired Prior to January 1, 2002 *(continued)*

Early Retirement

Eligibility

Age 55 with at least 10 years of Vesting Service

For participants in the Dranetz Technologies, Inc. Employees Retirement Plan as of December 31, 1993, the eligibility is age 55 with at least 8 years of Vesting Service.

For participants in the F.H. Maloney Plan on August 14, 1993 or in the Part B of the M&FC Salaried Prior Plan on or in Part A of the SW/WCC Prior Plan or in the Lister-Petter Prior Plan as of December 31, 1995, the eligibility is age 55 with at least 5 years of Vesting Service.

For participants in the Safetran Prior Plan as on December 31, 1995, the eligibility is age 55 with at least 9 years of Vesting Service, or age 56 with at least 8 years of Vesting Service, or age 57 with at least 7 years of Vesting Service, or age 58 with at least 6 years of Vesting Service, or age 59 with at least 5 years of Vesting Service, or age 60 with at least 4 years of Vesting Service.

For participants in the Weavexx Non-Exempt Prior Plan as of December 31, 1995, the eligibility is the earlier of (i) age 50 with at least 20 years of Vesting Service or (ii) age 55.

For participants in the Stewart-Warner Prior Plan as of December 31, 1995 who became employees under the Stewart-Warner Prior Plan prior to January 1, 1976, the eligibility is age 55 regardless of the number of years of Vesting Service.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Salaried Employees and Controls Hourly Employees Hired Prior to January 1, 2002 *(continued)*

Early Retirement (continued)

Benefit

Accrued normal retirement benefit reduced by 0.333% for each month by which the participant's benefit commencement date precedes his normal retirement date. This reduction applies to A(i)(a) and the corresponding benefit derived in B(ii).

The excess piece, i.e., A(i)(b) and the corresponding excess benefit in B(ii) is reduced based on the following table:

Age	Excess Reduction Factor
65	1.000
64	.923
63	.846
62	.769
61	.730
60	.692
59	.653
58	.615
57	.577
56	.529
55	.486

In no circumstance, will the early retirement benefit for any participant in a prior plan on December 31, 1995 be less than the early retirement benefit determined as of December 31, 1995 under the terms of the prior plan.

The BTR early retirement reduction factors will continue to apply to any pieces of the benefit due to the BTR formula, i.e., A(ii) and B(i). Refer to the BTR Non-Controls Employees provision summary for these factors.

Commencement

Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.

Form of Payment

Same as for normal retirement.

Deferred Vested Benefit

Eligibility

If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.

Benefit

Accrued normal retirement benefit payable at age 65.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Salaried Employees and Controls Hourly Employees Hired Prior to January 1, 2002 *(continued)*

Deferred Vested Benefit (continued)	
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee who has at least 5 but less than 10 years of Vesting Service and is at least age 55 can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.
Disability Benefit	
Eligibility	If the active participant is eligible for a company-sponsored long-term disability (LTD) benefit, he or she will continue to accrue Credited and Vesting Service under the plan during periods of disability, but Average Annual Compensation is determined as of the date disability commenced. Pre-2002 LTD employees stay in the terms of the plan at the time of disability. Effective January 1, 2002, no new participants are eligible for disability benefits unless they are covered under an LTD plan.
Benefit	Accrued normal retirement benefit.
Commencement	As described under eligibility.
Form of Payment	Same as for normal retirement.
Death Benefit	
Before Retirement	If a participant dies after five years of Vesting Service and has been married at least one year, 50% of the accrued normal retirement benefit, based on Average Annual Compensation and Credited Service at the time of death, reduced by appropriate early retirement and qualified joint and survivor option factors. Benefit begins at the later of the participant's death or the date the participant would have attained early retirement age.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

BTR Controls Salaried Employees and Controls Hourly Employees Hired Prior to January 1, 2002 *(continued)*

After Retirement	Death benefits payable after retirement, if any, are payable in accordance with whichever option the retiree elected. $5,000 lump sum death benefit payable if a participant terminates employment, is eligible to retire and receives his/her benefits as an annuity.
Actuarial Equivalent Except as Noted Below	An amount having equal value when computed on the basis of a 5% interest rate compounded annually and a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1983 Group Annuity Mortality Table.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65-x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age; y is the spouse's age)
Changes from Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Foxboro

Effective Date	September 1, 1976
Most Recent Amendment	January 1, 2009
Eligibility	The first of the month following age 21 and completion of one Employment Year during which he/she was credited with at least 1,000 Hours of Service. The plan has been closed to new entrants hired on or after January 1, 2005. In addition, employees hired before January 1, 2005 were eligible to forego future defined benefit accruals in return for enhanced defined contribution plan benefits.
Hours of Service	Each employee will be credited with 190 hours of service for each calendar month if he/she completed at least one hour of service during said calendar month. For employment less than full time, employee will be credited with one year of service for each year of service actually completed.
Employment Year	A consecutive 12 month period computed from the day employee first completed an Hour of Service with the employer, and any anniversaries of such day.
Credited Service	One year of Credited Service is granted for each Employment Year on or after September 1, 1985 in which an employee is a participant and has been credited with 2,280 or more Hours of Service. A participant who is credited with less than 2,280 Hours of Service in an Employment Year shall be credited with a ratable fraction of a Year of Credited Service. Prior to September 1, 1985, Credited Service is provided for periods of employment during which the participant would have been a participant had the eligibility provisions always been in effect.
Vesting Service	For employment prior to September 1, 1976, all service under the provisions of the plan in effect prior to September 1, 1976 is counted except for service preceding attainment of age 18. On or after September 1, 1976, an employee shall be credited with one year of Vesting Service for each year in which he or she is credited with 1,000 or more Hours of Service, except that Employment Years preceding the Employment Year in which he or she attains 18 are disregarded.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Foxboro *(continued)*

Actual Monthly Compensation	Monthly equivalent of the basic rate of wage or salary including shift premiums and sales incentive payments. Overtime, commissions, bonus, profit-sharing allocations and certain other forms of extra compensation are excluded from this definition. Compensation includes deferrals made pursuant to Code Section 401(k) and Code Section 125.
Base Monthly Compensation	Average of the highest 60 consecutive Actual Monthly Compensation amounts.
Primary Social Security Benefit	"Primary Insurance Amount" under the terms of Federal Social Security Act in effect as of the applicable date.
Normal Retirement	
Eligibility	A participant is eligible for a normal retirement pension as of the first day of the month coinciding with or next following his 65th birthday.
Benefit	A participant retiring on or after his Normal Retirement Date is entitled to a monthly pension determined as follows: One and one-half percent (1.5%) of his Base Monthly Compensation less the participant's Primary Social Security Benefit, multiplied by his Credited Service (up to a maximum of 40 years). Participants who met the "rule of 75" on October 31, 1998 have a frozen minimum accrued benefit equal to their accrued benefit as of October 31, 1998 based on an additional five years of Credited Service. The "rule of 75" is satisfied if the sum of age and years of employment equals or exceeds 75. Employees of Triconex Corporation ceased to accrue benefits under the plan as of May 31, 1999.
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	For married participants the normal form of payment is a reduced 66-2/3% qualified joint and survivor benefit. For unmarried participants, benefits are normally paid in a single life annuity form. Other forms of payments are available on an Actuarially Equivalent basis.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Foxboro *(continued)*

Early Retirement	
Eligibility	Early retirement is permitted after attainment of age 55 and completion of 10 years of Vesting Service.
Benefit	A participant who retires early is entitled to receive either: (a) the benefit accrued at Early Retirement Date commencing on his/her Normal Retirement Date, or (b) an immediate benefit reduced at the rate of 4/12 of one percent for each full month by which his/her retirement pension starting date precedes his/her Normal Retirement Date. For a participant age 62 or over with 25 years of service or more, 2/12 of one percent. Unreduced for a participant age 62 or over with 40 years of service or more. Participants who met the "rule of 75" on October 31, 1998 will receive a minimum benefit equal to their accrued benefit determined as of October 31, 1998 based on an additional five years of Credited Service and reduced as above, but based on an additional five years of age at October 31, 1998.
Commencement	Anytime between early retirement date and normal retirement date, at the employee's election.
Form of Payment	Same as for normal retirement
Disability Benefits (Not Covered by LTD Plan)	
Eligibility	Any participant who elected not to be covered by any Long-Term Disability Plan of the employer and who suffers a disability after he or she has completed 5 or more years of Vesting Service shall be entitled to a disability retirement pension.
Benefit	Accrued normal retirement benefit at date of disability payable at age 65
Commencement	Same as for deferred benefit
Form of Payment	Same as for normal retirement

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Foxboro *(continued)*

Disability Benefits (Covered by LTD Plan)	
Eligibility	Any participant who elected to be covered by any Long-Term Disability Plan of the employer and who suffers a disability after he or she has completed 5 or more years of Vesting Service shall be considered for all purposes of this plan as if such employee had continued to complete Hours of Service and to receive his/her Actual Monthly Compensation during such absence at the same rate as he/she was just prior to such leave and shall not be deemed to have terminated his/her employment.
Benefit	Accrued normal retirement benefit.
Commencement	Same as for normal retirement.
Form of Payment	Same as for normal retirement.
Deferred Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his normal retirement date or, at his option, in a reduced amount prior to his normal retirement date, but after eligibility for early retirement.
Form of Payment	Same as for normal retirement
Late Retirement	Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Foxboro *(continued)*

Death benefit

Before Retirement	A married participant continuing in employment after becoming vested is covered by a pre-retirement joint and survivor benefit. Such benefit provides for payment of the 66-2/3% surviving spouse's retirement benefit during the life of the deceased participant's spouse from the time the participant would have been eligible for early retirement.
After Retirement	Upon the death of a retired participant a lump sum payment of $2,000 is paid in addition to such amount as may be payable under any form of annuity elected. Death benefits payable after retirement, if any, are payable in accordance with whichever option the retiree elected.
Actuarial Equivalent Except as Noted Below	Means an amount having equal value when computed on the basis of a 5% interest rate and Pentad-90 mortality.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Changes from Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

APV

Effective Date	January 1, 1989
Most Recent Amendment	January 1, 2009
Eligibility	Each salaried employee of APV becomes a participant and is covered under the plan on the first day of the calendar month coincident with or next following the date on which the employee earns 1,000 or more Hours of Service in such 12 consecutive month period from date of employment or from the anniversary of date of employment. The plan has been closed to new entrants hired on or after January 1, 2005. In addition, employees hired before January 1, 2005 were eligible to forego future defined benefit accruals in return for enhanced defined contribution plan benefits.
Hours of Service	The determination and crediting of an Hour of Service under the Plan shall be in accordance with the provisions of the Department of Labor Regulations 2530.200b-2. In the event records do not accurately reflect the actual number of Hours of Service to be credited to a participant, such participant shall be credited with 45 hours of service per week if such participant would be credited with at least one Hour of Service during such week.
Benefit Service	Benefit Service is granted for employment with an employer as an eligible employee for every 12 months of service that the participant completes. A participant shall be credited with a month of service for each calendar month during which he or she was employed for at least 15 days. For former participants in the St. Regis Paper Company Retirement Plan, only service since January 1, 1973 is counted.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

APV *(continued)*

Vesting Service	For a participant that was covered under a prior plan as of December 31,1975, service prior to December 31, 1975 shall be credited in accordance with the prior plan provisions. After January 1, 1976, a participant shall accrue one year of Vesting Service for each plan year in which he or she has 1,000 or more Hours of Service. No Vesting Service shall be granted for a plan year in which the participant has less than 1,000 Hours of Service.
Compensation	Compensation is total amount paid in the plan year as reported on IRS Form W-2, excluding any amount attributable to taxable fringe benefits earned during the plan year. Compensation includes deferrals made pursuant to Code Section 401(k) and Code Section 125.
Final Average Salary	The participant's average monthly rate of "Compensation" paid or accrued to the participant for services with the employer for the 60 consecutive calendar months that produces the highest such average within the participant's final 120 months of Benefit Service. For disabled participants, the participant's monthly compensation in effect prior to disability is assumed to continue during disability.
Social Security Benefit	The amount estimated to be the "Primary Insurance Amount" which may be payable to the participant at the later of his or her Normal or Late Retirement Date under the terms of the Federal Social Security Act as in effect on the applicable date as of which such determination is being made.
Normal Retirement Eligibility	A participant is eligible for a normal retirement pension as of the later of the first day of the month coinciding with or next following his 65th birthday and the fifth anniversary of the date the participant first participated in the plan.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

APV *(continued)*

Benefit	A participant retiring on or after his Normal Retirement Date is entitled to an monthly pension determined as the greater of A or B: A. 1% of Final Average Salary times years of Benefit Service, or B. 1.67% of Final Average Salary times years of Benefit Service up to 30 years less 1.67% of Social Security Benefit times years of Benefit Service up to 30 years For former participants of the St. Regis Paper Company Retirement Plan for Salaried Employees prior to January 1, 1973, the benefit is calculated as above plus a monthly supplemental benefit is determined as follows: (a) .8% of final average compensation up to $650, plus 1% of final average pay over $650, times the participant's years of continuous service from January 1, 1968 to December 31, 1972 before the participant was eligible to participate in the St. Regis Paper Company Retirement Plan for Salaried Employees (limited to 2 years of continuous service), *plus* (b) 1.15% of final average pay up to $650, plus 1.5% of final average pay over $650, times the participant's years of continuous service from January 1, 1968 to December 1, 1972 while the participant was a participant in the St. Regis Paper Company Retirement Plan for Salaried Employees *minus* (c) the full amount of frozen benefit that the participant had accrued under the St. Regis Paper Company Retirement Plan for Salaried Employees from January 1, 1968 to December 31, 1972.
Commencement	Payments commence at the later of the first day of the month following retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis. Additional payment options may be available to participants subject to prior plan provisions.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

APV *(continued)*

Early Retirement	
Eligibility	A participant is eligible for early retirement on the first day of the month following attainment of age 55 and completion of 10 years of Vesting Service.
Benefit	a) the benefit accrued to his or her Early Retirement Date commencing on his Normal Retirement Date, or b) an immediate benefit reduced at the rate of 3/12 of one percent for each full month by which his retirement pension starting date precedes his or her Normal Retirement Date
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement
Late Retirement	Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.
Disability Retirement	
Eligibility	A participant is eligible for disability retirement on the first day of the month he or she has been totally and permanently disabled for six months provided that the participant has completed 14.5 years of Vesting Service at the commencement of such disability period.
Benefit	The disability benefit is determined as if the participant had remained in active service with the company until retirement and had earned the same rate of compensation he or she was receiving prior to becoming disabled.
Commencement	As described under eligibility
Form of Payment	Same as for normal retirement

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

APV *(continued)*

Deferred Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his normal retirement date or, at his option, in a reduced amount prior to his normal retirement date, but after eligibility for early retirement.
Form of Payment	Same as for normal retirement
Death Benefit	
Before Retirement	A married participant continuing in employment after becoming vested is covered by a pre-retirement joint and survivor benefit. Such benefit provides for payment of the 50% surviving spouse's retirement benefit during the life of the deceased participant's spouse from the time the participant would have been eligible for early retirement.
After Retirement	Death benefits payable after retirement, if any, are payable in accordance with whichever option the retiree elected.
Actuarial Equivalent Except as Noted Below	Means an amount having equal value when computed on the basis of the Special Unisex Mortality Table prepared by the Wyatt Company, based on 1976 PET Table, where the joint annuitant is assumed to be the opposite sex of the participant, and a 7.5% interest rate..
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Ranco Salaried

Effective Date	September 27, 1960
Most Recent Amendment	January 1, 2009
Participation Date	January 1 or July 1 following date of hire if full time or January 1 or July 1 following 1,000 hours worked if part-time. The plan has been closed to new entrants hired on or after January 1, 2005.
Credited Service	Credited Service is granted for employment with an employer as an eligible employee, or, if later, after the employer became an affiliated employer. Years of Credited Service is measured in elapsed months with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th. Service is counted in number of months, rounded to the nearest 1/10th. Exceptions: Teccor only receives service since 1981, and Maplechase and ComTrol only receive service from acquisition.
Vesting Service	Years of Vesting Service is measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th.
Compensation	Compensation is total amount paid in the plan year as reported on IRS Form W-2, including severance, and excluding any amount attributable to any stock plan and taxable fringe benefits earned during the year. Compensation includes deferrals made pursuant to Code Section 401(k) or 125.
Covered Compensation	The average of the Social Security Wage Bases over the 35 year period ending with the year of attainment of Social Security Retirement Age.
Final Average Compensation	The participant's average annual compensation for the 5 full non-consecutive calendar years in which the largest amounts of Compensation were received during the final 10 years of the participant's employment. If less than 5 years, then average over the number of whole years.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Ranco Salaried *(continued)*

Normal Retirement

Eligibility

The first day of the month following age 65.

Benefit

Greater of A or B

A. The sum of a., b., reduced by c. but not less than d. below:
   a. 0.95% of the participant's Final Average Compensation multiplied by Credited Service
   b. 0.65% of the participant's Final Average Compensation in excess of Covered Compensation multiplied by his Credited Service to a maximum of 35 years
   c. The monthly pension the participant is entitled to under any other pension plan of the employer.
   d. The accrued benefit under the terms of the Plan as it existed immediately prior to November 1, 1990 (June 30, 1989 for certain highly paid employees).

B. The accrued benefit at June 30, 1994 plus future accruals based on the formulas in A.

Commencement

Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.

Form of Payment

Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Late Retirement

Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Ranco Salaried *(continued)*

Early Retirement

Eligibility	The first day of any month following the later of the attainment of age 55 and completion of 10 years of Vesting Service.
Benefit	The monthly pension equal to the Retirement Benefit based on Credited Service at termination reduced by 1/3% for each month that the commencement date of the pension precedes the Normal Retirement Date. (Benefits from A(b), the excess portion of the benefit above, are reduced by a somewhat greater percentage.)
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.

Deferred Vested Benefit

Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee who has at least 5 but less than 10 years of Vesting Service and is at least age 55 can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Ranco Salaried *(continued)*

Disability Benefit	
Eligibility	Permanently unable to engage in any substantial employment and covered under the LTD Plan.
Benefit	Credited service continues to accrue until retirement or disability ends. Compensation is assumed at the last rate of compensation prior to disability. Pre-2002 LTD employees stay in terms of the plan at the time of disability.
Commencement	At retirement.
Form of Payment	Same as for normal retirement.
Death Benefit	
Before Retirement	Upon the death of a vested participant, the surviving spouse will become eligible for a qualified joint and 50% survivor benefit.
After Retirement	A lump sum payment of $5,000 will be made to the beneficiary of a participant who dies after retiring under the early, normal or late retirement provisions.
Actuarial Equivalent Except as Noted Below	1983 Group Annuity Mortality Table blended 50% for males and 50% for females and an interest rate of 5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Ranco Salaried *(continued)*

Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65-x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age; y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Ranco Hourly

Effective Date	September 30, 1960
Most Recent Amendment	January 1, 2009
Participation Date	An employee (any Plain City production and maintenance employee, any Plan City tool room employee or Teccor hourly employee) becomes a participant January 1 or July 1 following date of hire if full time or January 1 or July 1 following completion of 1,000 hours in an employment year if part-time. The plan has been closed to new entrants hired on or after January 1, 2005.
Credited Service	Credited Service is granted for employment with an employer as an eligible employee, or, if later, after the employer became an affiliated employer. Years of Credited Service is measured in elapsed months with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th. Service is counted in number of months, rounded to the nearest 1/10th. Exceptions: Teccor only receives service since 1981, and Maplechase and ComTrol only receive service from acquisition.
Vesting Service	Years of Vesting Service is measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th.
Normal Retirement	
Eligibility	The first day of the month following age 65.
Benefit	Accrued benefit as of December 31, 2001 plus $17.25 per month per year of service on or after January 1, 2002.
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Ranco Hourly *(continued)*

Late Retirement	Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.
Early Retirement	
Eligibility	The first day of any month following the later of the participant's 55th birthday and the completion of ten years of Vesting Service.
Benefit	The benefit is the participant's Accrued Pension as of the date his employment terminates, reduced by 3/12 of 1% for each of the first 60 months that payments commence prior to age 65, and 4/12 of 1% for each additional month.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.
Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee who has at least 5 but less than 10 years of Vesting Service and is at least age 55 can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.
Disability Benefit	
Eligibility	If a participant becomes totally and permanently disabled before age 65 and after attaining age 40 and completing 15 years of Credited Service, a Disability Retirement Pension is payable.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Ranco Hourly *(continued)*

Benefit	The monthly benefit equals the Accrued Pension.
Commencement	The benefit is payable on the 7th month following disability.
Form of Payment	Same as for normal retirement.
Death Benefit	
Before Retirement	Upon the death of a vested participant, the surviving spouse will become eligible for a qualified joint and 50% survivor benefit.
After Retirement	A lump sum payment of $5,000 will be made to the beneficiary of a participant who dies after retiring under the early, normal or late retirement provisions.
Actuarial Equivalent Except as Noted Below	1983 Group Annuity Mortality Table blended 50% for males and 50% for females and an interest rate of 5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65-x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age; y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Robertshaw Hourly

Effective Date	January 1, 1989
Most Recent Amendment	January 1, 2009
Participation Date	January 1 or July 1 following date of hire if full-time or January 1 or July 1 following completion of 1,000 hours in an employment year if part-time. The plan has been closed to new entrants hired on or after January 1, 2005.
Credited Service	Credited Service is granted for employment with an employer as an eligible employee, or, if later, after the employer became an affiliated employer. Years of Credited Service is measured in elapsed months with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th. Service is counted in number of months, rounded to the nearest 1/10th.
Vesting Service	Years of Vesting Service is measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th.
Normal Retirement	
Eligibility	The first of the month following age 65.
Benefit	$10 per month per year of Credited Service prior to December 31, 2001, plus $17.25 per month per year of Credited Service after January 1, 2002.
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.
Late Retirement	Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Robertshaw Hourly *(continued)*

Early Retirement

Eligibility	The first day of any month prior to normal retirement date after the participant has attained age 55 and completed 10 years of Vesting Service.
Benefit	The participant's accrued benefit at early retirement date, reduced .25% per month for the first 60 months and .333% per month for the next 60 months that benefit commencement precedes Normal Retirement.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.

Deferred Vested Benefit

Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee who has at least 5 but less than 10 years of Vesting Service and is at least age 55 can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.

Disability Benefit

Eligibility	If a participant becomes totally and permanently disabled before age 65 and after attaining age 40 and completing 15 years of Credited Service, a Disability Retirement Pension is payable.
Benefit	The monthly benefit equals the accrued benefit.
Commencement	At retirement.
Form of Payment	Same as for normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Robertshaw Hourly *(continued)*

Death Benefit

Before Retirement	Upon the death of a vested participant, the surviving spouse will become eligible for a qualified joint and 50% survivor benefit.
After Retirement	A lump sum payment of $5,000 will be made to the beneficiary of a participant who dies after retiring under the early, normal or late retirement provisions.
Actuarial Equivalent Except as Noted Below	1983 Group Annuity Mortality Table blended 50% for males and 50% for females and an interest rate of 5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65-x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age; y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V -- Summary of Plan Provisions *(continued)*

Robertshaw Salary

Effective Date	July 22, 1943
Most Recent Amendment	January 1, 2009
Participation Date	January 1 or July 1 following date of hire if full-time or January 1 or July 1 following completion of 1,000 hours in an employment year if part-time. The plan has been closed to new entrants hired on or after January 1, 2005.
Credited Service	Years of Credited Service is measured in elapsed months with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th. Service is counted in number of months, rounded to the nearest 1/10th.
Vesting Service	Years of Vesting Service is measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th.
Compensation	Compensation is total amount paid in the plan year as reported on IRS Form W-2, including severance, and excluding any amount attributable to any stock plan and taxable fringe benefits earned during the year. Compensation includes deferrals made pursuant to Code Section 401(k) or 125.
Covered Compensation	The average of the Social Security Wage Bases over the 35 year period ending with the year of attainment of Social Security Retirement Age.
Final Average Compensation	The participant's average annual compensation for the 5 full non-consecutive calendar years in which the largest amounts of Compensation were received during the final 10 years of the participant's employment. If less than 5 years, then average over the number of whole years.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Robertshaw Salary *(continued)*

Normal Retirement

Eligibility

The first month following age 65.

Benefit

Greater of A. and B.:

A. The sum of i) and ii) minus iii) where
   - i) .95% times Final Average Compensation times years of Credited Service
   - ii) .65% times Final Average Compensation in excess of Covered Compensation times years of Credited Service limited to 35 years.
   - iii) Benefit payable from other Invensys defined benefit plans

B. Robertshaw formula accrued as of December 31, 2001 plus the above formula using Credited Service from January 1, 2002.

Commencement

Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.

Form of Payment

Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Late Retirement

Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.

Early Retirement

Eligibility

The first day of any month prior to normal retirement date after the participant has attained age 55 and completed 10 years of Vesting Service.

Benefit

The participant's accrued benefit at early retirement date, reduced .333% for each month that benefit commencement precedes normal retirement. (Benefits from A(ii), the excess portion of the benefit, above are reduced by a somewhat greater percentage). The Robertshaw December 31, 2001 accrued benefit uses the Robertshaw early retirement factors. Refer to the January 1, 2001 actuarial valuation report for the Invensys Controls Pension Plan for these factors.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Robertshaw Salary *(continued)*

Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.
Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee who has at least 5 but less than 10 years of Vesting Service and is at least age 55 can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.
Disability Benefit	
Eligibility	Permanently unable to engage in any substantial employment and covered under the LTD Plan.
Benefit	Credited service continues to accrue until retirement or disability ends. Compensation is assumed at the last rate of compensation prior to disability. Pre-2002 LTD employees stay in terms of the plan at the time of disability.
Commencement	At retirement.
Form of Payment	Same as for normal retirement.
Death Benefit	
Before Retirement	Upon the death of a vested participant, the surviving spouse will become eligible for a qualified joint and 50% survivor benefit.
After Retirement	A lump sum payment of $5,000 will be made to the beneficiary of a participant who dies after retiring under the early, normal or late retirement provisions.
Actuarial Equivalent Except as Noted Below	1983 Group Annuity Mortality Table blended 50% for males and 50% for females and an interest rate of 5%.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Robertshaw Salary *(continued)*

Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65-x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age; y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Grayson IBEW

Effective Date	January 1, 1951
Most Recent Amendment	January 1, 2009
Participation Date	An employee enters the plan on their employment date and is represented by the Union.
Credited Service	All continuous Years of Service with the employer. For any period of service less than a full twelve (12) months, the employee shall earn one-twelfth (1/12) Year of Service for each near month of service.
Vesting Service	All continuous Years of Service with the employer. For any period of service less than a full twelve (12) months, the employee shall earn one-twelfth (1/12) Year of Service for each near month of service.
Normal Retirement	
Eligibility	The later of the first of the month coinciding with or next following 65th birthday or the first of the month coinciding with or next following the fifth anniversary of the date of participation.
Benefits	Credited Service as of date of retirement times $21.50 per month.
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 55% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.
Late Retirement	The greater of 1. or 2. below: 1. The employee's accrued benefit as of his deferred retirement date. 2. The employee's Normal Retirement Benefit is increased actuarially to reflect the additional service to the deferred age.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Grayson IBEW *(continued)*

Early Retirement	
Eligibility	For participants who attained age 60 and completed ten years of service, the first of any month after his 60th birthday.
Benefit	The employee's accrued Normal Retirement Benefit payable at age 65 without reduction or at his Early Retirement Date with a reduction of 6% for each year by which the commencement date precedes his Normal Retirement Date.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.
Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.
Disability Benefit	
Eligibility	Has completed ten years of service and has become totally and permanently disabled such that is prevented from engaging in any employment for a period of six months and in the opinion of a physician the total disability is permanent.
Benefit	Years of service as of the date of disability times $21.50 per month. If less than 65 and not entitled to Social Security, the benefit is increased by an additional $6.00 per month multiplied by years of service up to $150 per month until age 65 or eligible for Social Security benefits.
Commencement	On disability date.
Form of Payment	Same as normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Grayson IBEW *(continued)*

Death Benefit

Before Retirement	Completion of 5 years of service or eligible for Normal Retirement. The surviving spouse is eligible to receive a Pre-Retirement Survivor Annuity *(Spouse's Benefit)* if the participant dies with a vested interest (a) at any age, (b) either before or after termination of employment and (c) before benefit payments begin. If the participant dies before he is eligible for early retirement, the surviving spouse can begin to draw benefits on the date the participant would have reached early retirement age. The same amount that the spouse would have received if the participant had: a. Separated from service on the date of death b. Survived to the earliest retirement age. c. Retired with an immediate 55% Joint and Survivor Annuity.
After Retirement	Based on the form of payment chosen by the participant.
Cost	The cost of this benefit is borne by employees through a reduction to their accrued benefit.
Actuarial Equivalent Except as Noted Below	1971 Group Annuity Mortality Table set back one year and an interest rate of 4.5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Joint and Survivor (J&S) option	55% J&S = .900 + or – .5% per year that the beneficiary is 5 years older or younger than the employee
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

New Stanton

Effective Date

January 1, 1951

Most Recent Amendment

January 1, 2009

Participation Date

An employee enters the plan on their employment date and is represented by the Union.

Credited Service

One year for each calendar year of unbroken service. If less than a full year, 1/12 of a year for each 133 hours and an additional 1/12 or any remaining 67 or more hours.

Vesting Service

One year for each calendar year of unbroken service. If less than a full year, 1/12 of a year for each 133 hours and an additional 1/12 or any remaining 67 or more hours.

Normal Retirement

Eligibility

The first of the month coinciding with or next following 65th birthday.

Benefit

Special payment of up to 13 weeks of vacation pay plus a regular pension of a monthly benefit equal to years of service as of date of retirement times the following table payable after the special payment.

Retirement After	Monthly Benefit Rate
September 1, 1995	$17.00
September 1, 1996	$18.00
September 1, 1997	$19.00
September 1, 1998	$20.00
September 1, 1999	$21.00
September 1, 2000	$22.00

Commencement

Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.

Form of Payment

Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Late Retirement

The greater of A. or B. below:

A. The employee's accrued benefit as of his deferred retirement date.

B. The employee's Normal Retirement Benefit is increased actuarially to reflect the additional service to the deferred age.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

New Stanton *(continued)*

Early Retirement	
Eligibility	For participants who attained age 60 and completed ten years of service, the first of any month after his 60th birthday.
Benefit	The employee's accrued Normal Retirement Benefit payable at age 65 without reduction or at his Early Retirement Date with a reduction of 6% for each year by which the commencement date precedes his Normal Retirement Date. There is no reduction for retirement at age 62 with 30 years of service.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.
Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.
Disability Benefit	
Eligibility	Has completed ten years of service and has become totally and permanently disabled such that is prevented from engaging in any employment for a period of six months and in the opinion of a physician the total disability is permanent.
Benefit	Years of service as of the date of disability times the benefit multiplier then in effect.
Commencement	Upon disability.
Form of Payment	Same as normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

New Stanton *(continued)*

Death Benefit	
Before Retirement	The same amount that the spouse would have received if the participant had: a. Separated from service on the date of death b. Survived to the earliest retirement age. c. Retired with an immediately 50% Joint and Survivor Annuity. d. If death occurs on or after attainment of age 55, the surviving spouse will receive one-half of the benefit the employee would have been eligible for if the employee had retired with an immediate life annuity on the day before the date of death, reduced by one-half percent for each year the spouse is under age fifty (50) and further reduced by sixty-five percent (65%) of the Social Security Survivor's Benefit when the surviving spouse is age 62 or older. The minimum spouse's death benefit is seventy-five dollars ($75) a month.
After Retirement	Based on the benefit option chosen.
Cost	The cost of this benefit is borne by employees through a reduction to their accrued benefits.
Shutdown Benefit	If the total workforce of employees has dropped to less than 500 employees and thereafter a major function is closed down permanently, each employee subsequently laid off due to the close down may retire under the Rule of 70 or the Rule of 80. Rule of 70: If the employee has reached age 55 and completed ten (10) years of service and the total of the Employee's age plus service equals at least 70 or Rule of 80: The employee has completed at least ten (10) years of service and the total of the employee's age plus service equals at least 80. The benefit paid will be a special payment and a regular pension calculated as if the employee were then age sixty-five (65).
Actuarial Equivalent Except as Noted Below	1971 Group Annuity Table setback one year and an interest rate of 4.5%.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

New Stanton *(continued)*

Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age, y is the spouse's age)
Changes from Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Grayson UAW

Effective Date

May 1, 1977

Most Recent Amendment

January 1, 2009

Participation Date

An employee enters the plan on their employment date and is represented by the Union. Excludes leased employees.

Credited Service

All continuous Years of Service with the employer. For any period of service less than a full twelve (12) months, the employee shall earn one-twelfth (1/12) Year of Service for each near month of service.

Vesting Service

All continuous Years of Service with the employer. For any period of service less than a full twelve (12) months, the employee shall earn one-twelfth (1/12) Year of Service for each near month of service.

Normal Retirement

Eligibility

The later of the first of the month coinciding with or next following 65th birthday or the first of the month coinciding with or next following the fifth anniversary of the date of participation.

Benefit

Years of Service at date of retirement times the benefit rate according to the following table.

Date of Retirement	Monthly Benefit Multiplier
Prior to May 2, 2005	$21.50
May 2, 2005	22.50
May 1, 2006	23.50
May 7, 2007	24.50

The following provisions apply in the event that: (1) the company closes its facility at 100 West Victoria Street, Long Beach, California (the "Facility"), and ceases entirely to perform any operations within a 40 mile radius of the Facility; or (2) the company becomes obligated pursuant to the provisions of the Federal WARN Act to provide notice of employment loss, either of which shall be referred to as a "Severance Event." In the case of such Severance Event, leading to the loss of employment, the company will provide the full pension multiplier of $24.50 to those affected.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Grayson UAW *(continued)*

Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 55% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.
Late Retirement	The greater of A. or B. below: A. The employee's accrued benefit as of his deferred retirement date. B. The employee's Normal Retirement Benefit is increased actuarially to reflect the additional service to the deferred age.
Early Retirement	
Eligibility	For participants who attained age 60 and completed ten years of service, the first of any month after his 60th birthday.
Benefit	The employee's accrued Normal Retirement Benefit payable at age 65 without reduction or at his Early Retirement Date with a reduction of 6% for each year by which the commencement date precedes his Normal Retirement Date. There is no reduction for retirement at age 62 with 30 years of service.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.
Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Grayson UAW *(continued)*

Disability Benefit	
Eligibility	Has completed ten years of service and has become totally and permanently disabled such that is prevented from engaging in any employment for a period of six months and in the opinion of a physician the total disability is permanent.
Benefit	The benefit accrued plus six dollars ($6.00) per month up to a maximum of $150.00 per month until the participant becomes eligible for Social Security benefits or attains age 65, at which time the benefit payable becomes the accrued benefit.
Commencement	Upon disability.
Form of Payment	Same as normal retirement.
Death Benefit	
Before Retirement	Completion of 5 years of service or eligible for Normal Retirement. The surviving spouse is eligible to receive a Pre-Retirement Survivor Annuity *(Spouse's Benefit)* if the participant dies with a vested interest (a) at any age, (b) either before or after termination of employment and (c) before benefit payments begin. If the participant dies before he is eligible for early retirement, the surviving spouse can begin to draw benefits on the date the participant would have reached early retirement age.
After Retirement	Based on the benefit option chosen.
Cost	The cost of this benefit is borne by employees through a reduction to their accrued benefits.
Actuarial Equivalent Except as Noted Below	1971 Group Annuity Mortality Table set back one year and an interest rate of 4.5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Grayson UAW *(continued)*

Actuarial Equivalent for Joint and Survivor (J&S) option	55% J&S = .900 + or – .5% per year that the beneficiary is 5 years older or younger than the employee. 75% J&S = .915 + or - .007 per year that the beneficiary is 5 years older or younger than the employee
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

TN IAM

Effective Date	January 1, 1951
Most Recent Amendment	January 1, 2009
Participation Date	An employee enters the plan on their employment date and is represented by the Union.
Credited Service	All continuous Years of Service with the employer. For any period of service less than a full twelve (12) months, the employee shall earn one-twelfth (1/12) Year of Service for each 133 hours plus one-twelfth (1/12) if the remaining hours of service are 67 or more.
Vesting Service	All continuous Years of Service with the employer. For any period of service less than a full twelve (12) months, the employee shall earn one-twelfth (1/12) Year of Service for each 133 hours plus one-twelfth (1/12) if the remaining hours of service are 67 or more.
Normal Retirement	
Eligibility	The first of the month coinciding with or next following 65th birthday.
Benefit	Years of Service not more than forty as of date of retirement times the benefit rate according to the following table.

Date of Retirement	Monthly Benefit Multiplier
October 26, 1998	$20.00
October 26, 1999	$21.00
October 26, 2000	$21.50
October 26, 2003	$22.50

Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount on a 5 year Certain and Continuous basis for unmarried participants and in a reduced amount on a 55% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

TN IAM *(continued)*

Late Retirement	The greater of A. or B. below: A. The employee's accrued benefit as of his deferred retirement date. B. The employee's Normal Retirement Benefit is increased actuarially to reflect the additional service to the deferred age.
Early Retirement	
Eligibility	For participants who attained age 60 and completed 15 years of service, the first of any month after his 60th birthday.
Benefit	The employee's accrued Normal Retirement Benefit payable at age 65 without reduction or at his Early Retirement Date with a reduction of 6% for each year by which the commencement date precedes his Normal Retirement Date. If the participant has 25 or more years of service at retirement, the benefit is reduced 6% per year for each year of retirement prior to age 62.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.
Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

TN IAM *(continued)*

Disability Benefit

Eligibility	Has completed fifteen years of service and has become totally and permanently disabled such that is prevented from engaging in any employment for a period of six months and in the opinion of a physician the total disability is permanent.
Benefit	Two hundred dollars ($200) per month payable until the participant becomes eligible for Social Security benefits, at that the time benefit shall be equal to the benefit calculated as for early retirement until age 65. After age 65, the benefit will be equal to the benefit calculated as for early retirement.
Commencement	On disability date.
Form of Payment	Same as normal retirement.
Death benefit	
Before Retirement	The same amount that the spouse would have received if the participant had: a. Separated from service on the date of death b. Survived to the earliest retirement age. c. Retired with an immediate 100% Joint and Survivor Annuity.
After Retirement	Based on the form of payment elected.
Cost	The cost of this benefit is borne by employees through a reduction to their accrued benefit.
Actuarial Equivalent Except as Noted Below	1971 Group Annuity Mortality Table set back one year and an interest rate of 4.5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality table prescribed by the IRS and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

TN IAM *(continued)*

Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S
	.915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S
	.941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S
	Factors are limited to .999 (x is the employee's age, y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

TN USW

Effective Date
January 1, 1951

Most Recent Amendment
January 1, 2009

Participation Date
An employee enters the plan on their employment date and is represented by the Union.

Credited Service
One year for each calendar year of unbroken service. If less than a full year, 1/12 of a year for each 133 hours and an additional 1/12 or any remaining 67 or more hours.

Vesting Service
One year for each calendar year of unbroken service. If less than a full year, 1/12 of a year for each 133 hours and an additional 1/12 or any remaining 67 or more hours.

Normal Retirement

Eligibility
The first of the month coinciding with or next following 65th birthday.

Benefit
Years of Service not more than forty at date of retirement times the benefit rate according to the following table.

Date of Retirement	Monthly Benefit Multiplier
October 16, 1998	$18.50
October 16, 1999	$19.50
October 16, 2001	$20.00
October 16, 2003	$21.00

Commencement
Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.

Form of Payment
Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Late Retirement
The greater of A. or B. below:

A. The employee's accrued benefit as of his deferred retirement date.

B. The employee's Normal Retirement Benefit is increased actuarially to reflect the additional service to the deferred age.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

TN USW *(continued)*

Early Retirement

Eligibility	For participants who attained age 60 and completed ten years of service, the first of any month after his 60th birthday.
Benefit	The employee's accrued Normal Retirement Benefit payable at age 65 without reduction or at his Early Retirement Date with a reduction of 6% for each year by which the commencement date precedes his Normal Retirement Date. If the participant has 25 or more years of service at retirement, the benefit is reduced 6% per year for each year of retirement prior to age 62.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.

Deferred Vested Benefit

Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.

Disability Retirement

Eligibility	Has completed ten years of service and has become totally and permanently disabled such that is prevented from engaging in any employment for a period of six months and in the opinion of a physician the total disability is permanent.
Benefit	One hundred seventy-five dollars ($175) per month payable until the participant becomes eligible for Social Security benefits, at that time the benefit shall be equal to the benefit calculated as for early retirement with a maximum of $175.00 per month until age 65. Upon attainment of age 65, the maximum dollar limit shall be removed.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

TN USW *(continued)*

Commencement	On disability date.
Form of Payment	Same as normal retirement.
Death Benefit	
Before Retirement	The same amount that the spouse would have received if the participant had: a. Separated from service on the date of death b. Survived to the earliest retirement age. c. Retired with an immediate 50% Joint and Survivor Annuity.
After Retirement	Based on benefit form elected.
Cost	The cost of this benefit is borne by employees through a reduction to their accrued benefits.
Actuarial Equivalent Except as Noted Below	1971 Group Annuity Table setback one year and an interest rate of 4.5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age, y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Carthage

Effective Date

January 1, 1977

Most Recent Amendment

January 1, 2009

Participation Date

An employee enters the plan on their employment date and is represented by the Union.

Credited Service

All continuous Years of Service with the employer. For any period of service less than a full twelve (12) months, the employee shall earn one-tenth (1/10) Year of Service for each 160 hours of service.

Vesting Service

All continuous Years of Service with the employer. For any period of service less than a full twelve (12) months, the employee shall earn one-tenth (1/10) Year of Service for each 160 hours of service.

Normal Retirement

Eligibility

The first of the month coinciding with or next following 65th birthday.

Benefit

Years of Service not more than thirty as of date of retirement times the benefit rate according to the following table.

Date of Retirement	Monthly Benefit Multiplier
After October 1, 1995	$13.50
After October 1, 1996	$14.00
After October 1, 1997	$14.50
After October 1, 1998	$15.00
After October 1, 1999	$15.50

Commencement

Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.

Form of Payment

Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Late Retirement

The greater of A. or B. below:

A. The employee's accrued benefit as of his deferred retirement date.

B. The employee's Normal Retirement Benefit is increased actuarially to reflect the additional service to the deferred age.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Carthage *(continued)*

Early Retirement	
Eligibility	For participants who attained age 60 and completed ten years of service, the first of any month after his 60th birthday
Benefit	The employee's accrued Normal Retirement Benefit payable at age 65 without reduction or at his Early Retirement Date with a reduction of 7.2% for each year by which the commencement date precedes his Normal Retirement Date. If the participant has earned 30 or more years of service, the reduction of 7.2% applies to only retirement prior to age 62.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.
Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.
Death Benefit	
Before Retirement	The same amount that the spouse would have received if the participant had: a. Separated from service on the date of death b. Survived to the earliest retirement age. c. Retired with an immediate 50% Joint and Survivor Annuity.
After Retirement	Based on benefit form elected.
Cost	The cost of this benefit is borne by employees through a reduction to their accrued benefits.
Actuarial Equivalent Except as Noted Below	1971 Group Annuity Table setback one year and an interest rate of 4.5%.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Carthage *(continued)*

Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age, y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

North Manchester Hourly

Effective Date	July 1, 1998
Most Recent Amendment	January 1, 2009
Participation Date	January 1 or July 1 following completion of one year of service, if represented by the Union.
Credited Service	A fraction of Year of Service is earned for each Calendar Year the employee is credited with 1,000 hours of service. A full year is granted for 1,907 hours worked.
Vesting Service	A fraction of Year of Service is earned for each Calendar Year the employee is credited with 1,000 hours of service. A full year is granted for 1,907 hours worked.
Normal Retirement	
Eligibility	First of the month nearest 65th birthday.
Benefit	$22.00 x credited service for retirements prior to October 1, 2001 $22.50 x credited service for retirements after July 24, 2002 $23.00 x credited service for retirements after July 24, 2003 $24.00 x credited service for retirements after July 24, 2004
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity with 5 years certain for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.
Late Retirement	The greater of A. or B. below: A. The employee's accrued benefit as of his deferred retirement date. B. The employee's Normal Retirement Benefit is increased actuarially to reflect the additional service to the deferred age.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

North Manchester Hourly *(continued)*

Early Retirement

Eligibility	Age 55
Benefit	Accrued benefit payable at age 65 or a reduced benefit payable immediately. The reduction is 0.33% per month prior to age 65.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.

Deferred Vested Benefit

Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued Normal Retirement Benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.

Disability Benefit

Eligibility	Total and Permanent Disability after 15 years of credited service.
Benefit	Benefits calculation as for early retirement above. If the benefit is less than $100 amount a supplemental benefit will be paid to make the benefit equal to $100. This supplement will cease upon the earlier of death or age 62.
Commencement	On disability date
Form of Payment	Same as normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

North Manchester Hourly *(continued)*

Death Benefit

Before Retirement	The same amount that the spouse would have received if the participant had: a. Separated from service on the date of death b. Survived to the earliest retirement age. c. Retired with an immediate 50% Joint and Survivor Annuity.
After Retirement	Based on benefit form elected.
Cost	The cost of this benefit is borne by employees through a reduction to their accrued benefits.
Actuarial Equivalent Except as Noted Below	1984 – UP table and a 9% interest rate.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Kendallville Hourly

Effective Date	July 1, 1998
Most Recent Amendment	January 1, 2009
Participation Date	January 1 or July 1 following date of hire. The plan has been closed to new entrants hired on or after January 1, 2005.
Credited Service	All Continuous Years of Service with the employer in which an employee is credited 1,700 hours. For any Period of Service less than 1,700 hours, the employee will earn a prorated amount of service to the nearest 1/12.
Vesting Service	All Continuous Years of Service with the employer in which an employee is credited 1,700 hours. For any Period of Service less than 1,700 hours, the employee will earn a prorated amount of service to the nearest 1/12.
Normal Retirement	
Eligibility	First of the month following age 65.
Benefit	$15 x Credited Service
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Kendallville Hourly *(continued)*

Late Retirement	The greater of A. or B. below: A. The employee's accrued benefit as of his deferred retirement date. B. The employee's Normal Retirement Benefit is increased actuarially to reflect the additional service to the deferred age.
Early Retirement	
Eligibility	Age 55 with 10 years of Credited Service
Benefit	Accrued benefit payable at age 65 or a reduced benefit payable immediately. Reduction is 0.5% for each month prior to age 55.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.
Deferred Vested benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued Normal Retirement Benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement.
Form of Payment	Same as for normal retirement.
Disability Benefit	
Eligibility	Total and Permanent Disability after 10 years of credited service.
Benefit	Benefits as calculated for normal retirement above. A supplemental benefit of $15.00 x credited service until eligible for Federal Social Security disability benefits or unreduced old age benefits.
Commencement	On disability date.
Form of Payment	Same as normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Kendallville Hourly *(continued)*

Death benefit

Before Retirement	The same amount that the spouse would have received if the participant had: a. Separated from service on the date of death b. Survived to the earliest retirement age. c. Retired with an immediate 50% Joint and Survivor Annuity.
After Retirement	Based on the benefit form elected.
Actuarial Equivalent Except as Noted Below	97% of male rates and 3% of female rates of 1971 GAM Table projected to 1978 with scale E and an interest rate of 7.5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

West Plains Plant Hourly

Effective Date	July 1, 1998
Most Recent Amendment	January 1, 2009
Participation Date	January 1 or July 1 following date of hire. The plan has been closed to new entrants hired on or after January 1, 2005.
Credited Service	Elapsed months with service determined to the end of the month of termination.
Vesting Service	Elapsed months with service determined to the end of the month of termination.
Normal Retirement	
Eligibility	65th birthday
Benefit	$14 times Credited Service at December 31, 2001 plus $17.25 times Credited Service after January 1, 2002
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.
Late Retirement	Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.
Early Retirement	
Eligibility	Age 55 with 10 years of Vesting Service
Benefit	Accrued benefit payable at age 65 or a reduced benefit payable immediately. The reduction is 3/12 of 1% for each of the first 60 months that payment precedes age 65, and 4/12 of 1% for each additional month.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

West Plains Plant Hourly *(continued)*

Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued Normal Retirement Benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee who has at least 5 but less than 10 years of Vesting Service and is at least age 55 can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.
Disability Benefit	
Eligibility	Total and Permanent Disability after 15 years of credited service.
Benefit	Unreduced accrued benefit payable until 65 (or earlier if retire) as a life annuity, optional forms offered at retirement. If married and die prior to retirement then standard death benefits apply.
Commencement	On the 7th month following disability.
Form of Payment	Same as normal retirement.
Death Benefit	
Before Retirement	The same amount that the spouse would have received if the participant had: a. Separated from service on the date of death b. Survived to the earliest retirement age. c. Retired with an immediate 50% Joint and Survivor Annuity. A $5,000 lump sum death benefit is payable if terminated after retirement eligibility and receive benefits as an annuity.
After Retirement	Based on benefit form chosen.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

West Plains Plant Hourly *(continued)*

Actuarial Equivalent Except as Noted Below	1983 Group Annuity Mortality Table blended 50% for males and 50% for females and an interest rate of 5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65 x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age; y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Winterset, Iowa

Effective Date	July 1, 1998
Most Recent Amendment	January 1, 2009
Participation Date	January 1 or July 1 following date of hire. The plan has been closed to new entrants hired on or after January 1, 2005.
Credited Service	Credited Service is granted for employment with an employer as an eligible employee, or, if later, after the employer became an affiliated employer. Years of Credited Service is measured in elapsed months with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th. Service is counted in number of months, rounded to the nearest 1/10th.
Vesting Service	Years of Vesting Service is measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th.
Compensation	Compensation is total amount paid in the plan year as reported on IRS Form W-2, including severance, and excluding any amount attributable to any stock plan and taxable fringe benefits earned during the year. Compensation includes deferrals made pursuant to Code Section 401(k) or 125.
Covered Compensation	The average of the Social Security Wage Bases over the 35 year period ending with the year of attainment of Social Security Retirement Age.
Final Average Compensation	The participant's average annual compensation for the 5 full non-consecutive calendar years in which the largest amounts of Compensation were received during the final 10 years of the participant's employment.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Winterset, Iowa *(continued)*

Normal Retirement	
Eligibility	65th birthday
Benefit	.95% of Final Average Compensation times years of Credited Service plus .65% of Final Average Compensation in excess of Covered Compensation times years of Credited Service limited to 35. Participants get greater of above and the benefit formula accrued as of December 31, 2001 plus above formula with service from January 1, 2002 forward.
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.
Late Retirement	Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.
Early Retirement	
Eligibility	Age 55 with 10 years of Vesting Service. 5 years are required for those age 60 or vested as of January 1, 2002.
Benefit	Accrued benefit payable at age 65 or a reduced benefit payable immediately. The December 31, 2001 accrued benefit is reduced based on the provisions of the prior plan. The current formula is reduced 0.33% per month. The excess portion has a higher reduction.
Commencement	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Form of Payment	Accrued Normal Retirement Benefit payable at age 65.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Winterset, Iowa *(continued)*

Deferred Vested Benefit	
Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued normal retirement benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee who has at least 5 but less than 10 years of Vesting Service and is at least age 55 can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.
Disability Retirement	
Eligibility	Permanently unable to engage in any substantial employment and covered under the LTD Plan.
Benefit	Credited service continues to accrue until retirement or disability ends. Compensation is assumed at the last rate of compensation prior to disability. Pre-2002 LTD employees stay in terms of the plan at the time of disability.
Commencement	At retirement.
Form of Payment	Same as for normal retirement.
Death Benefit	
Before Retirement	Upon the death of a vested participant, the surviving spouse will become eligible for a qualified joint and 50% survivor benefit.
After Retirement	Based on benefit form chosen.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Winterset, Iowa *(continued)*

Actuarial Equivalent Except as Noted Below	1983 Group Annuity Mortality Table blended 50% for males and 50% for females and an interest rate of 5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65-x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age; y is the spouse's age)
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Eaton Salaried

Effective Date	July 1, 1998
Most Recent Amendment	January 1, 2009
Participation Date	January 1 or July 1 following date of hire. The plan has been closed to new entrants hired on or after January 1, 2005.
Credited Service	Credited Service is granted for employment with an employer as an eligible employee, or, if later, after the employer became an affiliated employer. Years of Credited Service is measured in elapsed months with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th. Service is counted in number of months, rounded to the nearest 1/10th.
Vesting Service	Years of Vesting Service is measured in elapsed months, with service determined to the end of the month containing the date of termination, rounded to the nearest 1/10th.
Compensation	Compensation is total amount paid in the plan year as reported on IRS Form W-2, including severance, and excluding any amount attributable to any stock plan and taxable fringe benefits earned during the year. Compensation includes deferrals made pursuant to Code Section 401(k) or 125.
Covered Compensation	The average of the Social Security Wage Bases over the 35 year period ending with the year of attainment of Social Security Retirement Age.
Final Average Compensation	The participant's average annual compensation for the 5 full non-consecutive calendar years in which the largest amounts of Compensation were received during the final 10 years of the participant's employment. If les than 5 years, then average over the number of whole years.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Eaton Salaried *(continued)*

Normal Retirement	
Eligibility	First of the month following age 65.
Benefit	.95% of Final Average Compensation times years of Credited Service plus .65% of Final Average Compensation in excess of Covered Compensation times years of Credited Service limited to 35. Participants get the greater of above and the benefit accrued as of December 31, 2001 plus above formula with service from January 1, 2002 forward.
Commencement	Payments commence on the later of the first day of the month following an employee's retirement or the date the participant applies for the benefit.
Form of Payment	Benefits are normally payable in an unreduced amount as a life annuity for unmarried participants and in a reduced amount on a 50% joint and survivor basis for married participants. Other forms of payment are available on an Actuarially Equivalent basis.
Late Retirement	Each employee who continues to be an employee after attaining his normal retirement age and retires prior to attaining age 70½ shall be entitled upon actual retirement to receive a monthly benefit determined in the same manner as for normal retirement as of his Late Retirement Date.
Early Retirement	
Eligibility	Age 50 with 10 years of service if employment is terminated by the company, age 55 with 10 years of service otherwise.
Benefit	Accrued benefit payable at age 65 or a reduced benefit payable immediately. The December 31, 2001 benefit is reduced based on the provisions of the prior plan. The current formula is reduced 0.33% per month. The excess portion has a higher reduction.
Commencement	Anytime between Early Retirement Date and Normal Retirement Date, at the employee's election.
Form of Payment	Same as for normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Eaton Salaried *(continued)*

Deferred Vested Benefit

Eligibility	If a participant terminates employment prior to normal retirement and has at least 5 years of Vesting Service, the participant is eligible to receive a benefit at normal retirement age.
Benefit	Accrued Normal Retirement Benefit payable at age 65.
Commencement	An employee's deferred vested benefit shall commence in full on his Normal Retirement Date or, at his option, in a reduced amount prior to his Normal Retirement Date, but after eligibility for early retirement. Benefits shall be reduced in the same manner as early retirement. An employee who has at least 5 but less than 10 years of Vesting Service and is at least age 55 can retire with an Actuarial Equivalent reduction to his or her accrued benefit.
Form of Payment	Same as for normal retirement.

Disability Benefit

Eligibility	Permanently unable to engage in any substantial employment and covered under the LTD Plan.
Benefit	Credited service continues to accrue until retirement or disability ends. Compensation is assumed at the last rate of compensation prior to disability. Pre-2002 LTD employees stay in terms of the plan at the time of disability.
Commencement	At retirement.
Form of Payment	Same as for normal retirement.

Schedule SB, Part V – Summary of Plan Provisions *(continued)*

Eaton Salaried *(continued)*

Death Benefit	
Before Retirement	Upon the death of a vested participant, the surviving spouse will become eligible for a qualified joint and 50% survivor benefit.
After Retirement	A lump sum payment of $5,000 will be made to the beneficiary of a participant who dies after retiring under the early, normal or late retirement provisions.
Actuarial Equivalent Except as Noted Below	1983 Group Annuity Mortality Table blended 50% for males and 50% for females and an interest rate of 5%.
Actuarial Equivalent for Lump Sums	For the purposes of lump sum calculations the mortality is as stated above and the interest rate is equal to 30-year Treasury Securities for the month of October immediately preceding the plan year in which the benefit commencement date occurs and a mortality rate equal to a blend of 50% of the male mortality rates and 50% of the female mortality rates from the 1994 Group Annuity Reserving Table (1983 Group Annuity Mortality Table prior to December 31, 2002)
Actuarial Equivalent for Certain and Continuous (C&C) option	.960 + (.0043 times (65-x)) for 10 C&C .905 + (.0080 times (65-x)) for 15 C&C Factors are limited to .999 (x is the employee's age)
Actuarial Equivalent for Joint and Survivor (J&S) option	.890 – (.0065 times (x-y)) + (.005 times (65-x)) for 100% J&S .915 – (.0052 times (x-y)) + (.004 times (65-x)) for 75% J&S .941 – (.0038 times (x-y)) + (.003 times (65-x)) for 50% J&S Factors are limited to .999 (x is the employee's age; y is the spouse's age)
Lump Sum Payments	Some participants are eligible for an unlimited lump sum of the December 31, 2001 accrued benefit.
Changes Since Prior Valuation	The maximum benefit under Code Section 415(b) increased from $185,000 for 2008 to $195,000 for 2009. The compensation limit under Code Section 401(a)(17) increased from $230,000 for 2008 to $245,000 for 2009.

Attachments to Schedule SB

Schedule SB, Line 24 – Change in Actuarial Assumptions

Disability incidence is now based on the sex-distinct Class 2 – 1985 Pension Disability Tables.

Retirement rates have been updated.

Withdrawal rates used for all Controls employees were changed to be the same as those currently used for Controls salaried employees.

These assumption changes were made to better reflect anticipated plan experience.

Attachments to Schedule SB

Schedule SB, Line 25 – Change in Method

The full yield curve look-back month was changed in accordance with IRS automatic approval. This change reflects a reasonable interpretation of the PPA and related proposed regulations

Attachments to Schedule SB

Schedule SB, Line 26 - Schedule of Active Participant Data (Total Salary-Related)

Attained Age	Years of credited service										
	Under 1	1 to 4	5 to 9	10 to 14	15 to 19	20 to 24	25 to 29	30 to 34	35 to 39	40 & up	Total
Under 25		3									3
25 to 29	4	16	18								38
30 to 34	5	30 70,876	51 65,106	11	1						98
35 to 39	10	43 66,237	72 81,845	29 79,160	9						163
40 to 44	12	50 76,305	90 100,240	42 87,997	31 73,534	26 67,497					251
45 to 49	9	61 82,182	111 106,819	50 95,153	41 83,434	43 80,221	59 64,238				374
50 to 54	5	46 88,860	93 95,134	50 93,387	38 95,581	45 81,949	102 85,413	72 74,569	2		453
55 to 59	2	27 88,654	91 99,946	42 87,735	27 80,399	35 83,432	74 84,635	99 74,974	42 85,291		439
60 to 64	1	11	75 90,344	24 95,887	15	18	57 81,480	51 71,264	47 91,616	20 80,819	319
65 to 69		2	14	12	3	5	19	12	9	8	84
70 & up			2	2			1			1	6
TOTAL	48	289	617	262	165	172	312	234	100	29	2,228 84,424

Average Age: 51.0
Average Credited Service: 16.5

The earnings shown above are 2008 pensionable earnings and are limited to $230,000.

In accordance with Form 5500 Schedule SB instructions, average pay is not shown for any cell which contains fewer than 20 participants.

Average pay based on those participants who did not opt out of the plan.

Schedule SB, Line 26 - Schedule of Active Participant Data (Non Salary-Related)

Attained Age	Years of credited service										
	Under 1	1 to 4	5 to 9	10 to 14	15 to 19	20 to 24	25 to 29	30 to 34	35 to 39	40 & up	Total
Under 25		6	3								9
25 to 29		8	13	1							22
30 to 34		4	12	9							25
35 to 39		4	11	13	2	1					31
40 to 44		5	16	19	15	3					58
45 to 49		6	14	10	10	8	4				52
50 to 54		7	11	11	7	3	3	2			44
55 to 59		5	7	15	5	6	2	3	14		57
60 to 64		3	5	11	3	2			3		27
65 to 69			1	4				1			6
70 & up											
Total		48	93	93	42	23	9	6	17		331

Average Age: 46.4
Average Credited Service: 13.1

Attachments to Schedule SB

Schedule SB, Line 21b – Explanation of Discount Rate Applicable Month Discrepancy

The full yield curve with an applicable lookback month of November 2008 was used to value funding liabilities as of January 1, 2009.

The applicable month has not been entered here due to restrictions within the EFAST2 system which did not allow for an entry in line 21b if the "N/A, full yield curve used" option was selected in line 21a. Since the applicable month was the second month preceding the month including the valuation date (November 2008), "2" would have been entered in line 21b had the system allowed an entry.

Line 21b was completed on the pdf attachment of the Schedule SB.

FINANCIAL STATEMENTS

Invensys Pension Plan

Years Ended December 31, 2009 and 2008

Invensys Pension Plan

Financial Statements

Years Ended December 31, 2009 and 2008

Table of Contents

Report of Independent Auditors 1

Financial Statements

Statements of Net Assets Available for Benefits 2
Statements of Changes in Net Assets Available for Benefits 3
Notes to Financial Statements 4

ROBIN L. BOIVIN, CPA, MST

BOIVIN & ASSOCIATES
CERTIFIED PUBLIC ACCOUNTANTS

STEVEN R. BOIVIN, CPA

Report of Independent Auditors

The Administrative Committee and Participants
Invensys Pension Plan

We were engaged to audit the financial statements of the Invensys Pension Plan as of December 31, 2009 and 2008, and for the years then ended, as listed in the table of contents. These financial statements 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 investment information summarized in Note 3, which was certified by State Street Bank & Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements. 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 taken as a whole. The form and content of the information included in the financial statements, other than that derived from the investment information certified by the trustee and custodians, 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.

Boivin & Associates, CPAs, PLLC

Boivin & Associates, CPAs, PLLC

Merrimack, New Hampshire

October 5, 2010

395 DANIEL WEBSTER HIGHWAY, UNIT 6 MERRIMACK, NH 03054 (603) 424-0705 WWW.BOIVINCPA.COM

Invensys Pension Plan

Statements of Net Assets Available for Benefits

	December 31	
	2009	**2008**
Assets		
Investments in Invensys Inc. Master Retirement Trust	**$ 1,215,353,156**	$ 1,296,423,341
Employer contribution receivable	**24,313,316**	7,517,895
	1,239,666,472	1,303,941,236
Liabilities		
Transfer to APV Pension Plan for Certain Hourly Employees	**2,908,175**	–
	2,908,175	–
Net assets available for benefits	**$ 1,236,758,297**	$ 1,303,941,236

See accompanying notes.

Invensys Pension Plan

Statements of Changes in Net Assets Available for Benefits

	Years Ended December 31	
	2009	**2008**
Additions		
Employer contributions	**$ 37,253,264**	$ 40,910,650
Equity in net investment income (loss) of the Invensys Inc. Master Retirement Trust	**(12,027,095)**	56,888,422
Net appreciation in fair value of insurance contracts	–	11,272
Interest	–	42,344
Total additions	**25,226,169**	97,852,688
Deductions		
Benefits paid to participants	**88,164,597**	85,569,175
Benefits paid to insurance carriers for provision of benefits	–	219,045
Administrative expenses	**1,336,336**	2,292,839
Transfer to APV Pension Plan for Certain Hourly Employees	**2,908,175**	–
Total deductions	**92,409,108**	88,081,059
Net increase (decrease)	**(67,182,939)**	9,771,629
Net assets available for benefits at beginning of year	**1,303,941,236**	1,294,169,607
Net assets available for benefits at end of year	**$ 1,236,758,297**	$ 1,303,941,236

See accompanying notes.

Invensys Pension Plan

Notes to Financial Statements

December 31, 2009

1. Plan Description

The Invensys Pension Plan (the Plan) is a noncontributory defined benefit plan which covers most nonunion employees of Invensys, Inc. (the Company), as defined in the Plan. The Company is the Plan Sponsor. All eligible employees become participants following completion of a one-year-of-service eligibility requirement.

The Plan provides that retirement benefits be paid to Plan members who have reached the age of 65. Such benefits are defined in the Plan and are based on compensation levels and years of credited service. The Plan also provides for early retirement, disability, and death benefits. Information concerning the Plan Agreement is available from the Human Resources Department.

Plan Amendments

Effective January 1, 2005, certain employers covered by the Plan do not allow new participants. In addition, certain other employers in the plan permit employees hired after January 1, 2005 to forego participation in the Plan in exchange for enhanced defined contribution plan benefits. In connection with the actuarial valuation dated January 1, 2009, there were no new participants that entered the Plan. The remaining eligible employees opted for the enhanced defined contribution plan benefits.

Effective October 31, 2009, the Plan was frozen to new participants on or after November 1, 2009, and participants no longer receive credit for benefit service or additional pay after October 31, 2009, except with respect to any employee included in a unit of employees covered by a collective bargaining agreement on October 31, 2009 if, within the meaning of Section 416(i)(4) of the Code, retirement benefits were the subject of good faith bargaining. Participants continue to earn vesting service after October 31, 2009 for as long as a participant continues to work for Invensys or an affiliated company. A participant is fully vested after five years of service or if they reach age 65 while employed.

Company Divestitures

On February 25, 2004, the Company and its parent, Invensys plc, entered into an agreement with the Pension Benefit Guaranty Corporation (PBGC) (the Agreement). The Agreement was amended and restated effective February 28, 2008. The Agreement requires a contribution of 4% of the net proceeds of future disposals of Invensys plc businesses through February 25, 2009.

1. Plan Description (continued)

Company Divestitures (continued)

In 2008, Invensys divested the following company: Burco Services. The Company contributed $1,211,800 under the disposal provision of the Agreement which expired February 25, 2009. No further contributions relative to disposals are required.

Funding Policy

The Plan is funded annually by the Company in an amount based on actuarial determinations. The contributions are at least equal to the minimum funding standards required by the Employee Retirement Income Security Act of 1974 (ERISA). The Plan has met the ERISA minimum funding requirements.

Contributions made to the Plan by the employer are invested in the Invensys Inc. Master Retirement Trust (Master Trust). The Master Trust pools the Plan's assets with those of other related Company plans, and makes investments in various types of equity and fixed income securities. The trustee holds the funds to manage, invest, and reinvest in accordance with the provisions of the Master Trust agreement.

Plan Termination

Should the Plan terminate at some future time, its net assets will generally not be available on a pro rata basis to provide participants' benefits. Whether a particular participant's accumulated plan benefits will be paid depends on both the priority of those benefits and the level of benefits guaranteed by the PBGC at that time. Some benefits may be fully or partially provided for hy the then-existing assets and the PBGC guarantee, while other benefits may not be provided for at all.

2. Significant Accounting Policies

Basis of Accounting

The financial statements have been prepared on the accrual basis of accounting.

2. Significant Accounting Policies (continued)

Valuation of Investments and Income Recognition

The Plan's participation in the Master Trust is stated at fair value (based primarily on the quoted market prices on the last business day of the plan year) of the securities owned by the Master Trust, as determined by the trustee, State Street Bank & Trust Company (State Street). The Plan held certain insurance contracts that were valued at contract value, which approximated fair value, and were not held in the Master Trust. In 2008, these contracts were terminated, certain retiree benefits annuitized with the insurance companies and the remaining investment balance was transferred to the Master Trust.

Marketable securities are stated at fair value. 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 at the measurement date (an exit price). Securities traded on a national securities exchange are valued at the last reported sales price on the last business day of the plan year; investments traded in the over-the-counter market and listed securities for which no sale was reported on that date are valued at the average of the last reported bid and ask prices. The shares of registered investment companies are valued at quoted market prices which represent the net asset values of shares held in the Master Trust. The fair value of the participation units owned by the Plan in common collective trust funds are based on quoted redemption values on the last business day of the plan year. Certain U.S. government and sovereign obligations, most government agency securities, investment-grade corporate bonds, certain mortgage products, and municipal obligations are valued based on quoted market prices, dealer quotations or alternative pricing sources.

Derivative investments (interest rate swaps) are market-to-market using the derivative trading desk and are priced at the level which, in the desk's judgment, the counterparty would agree to terminate the transaction or at which another party would agree to assume the rights and obligations of the plan under the transaction. The derivatives trading desk verifies prices periodically with the counterparty and/or dealers active in the relevant market.

The fair value of the various limited partnership investments is estimated using various methods. Marketable securities in the partnerships are stated at the quoted market price on the last business day of the Plan year, while nonpublicly traded securities are valued at amounts determined by the general partner.

2. Significant Accounting Policies (continued)

Valuation of Investments and Income Recognition (continued)

The Plan also invests in certain securities collateralized by residential and commercial mortgages and other assets that may be affected by, among other things, changes in: interest rates, the quality of the underlying assets or the market's assessment thereof, factors concerning interests in and structure of the issuer or the originator of the receivables, or the creditworthiness of the entities that provide credit enhancements.

Plan investments are held in the Master Trust, which was established for the investment of assets of the Plan and other Company-sponsored retirement plans. Each participating retirement plan has an undivided interest in the Master Trust. Investment income and expenses are allocated to the Plan based upon its pro rata share in the net assets of the Master Trust.

The cost of investments sold is determined on the basis of average cost. The gain or loss on securities sold is the difference between average cost and market value at the date of disposal.

The valuation methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, while plan management believes the 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.

Actuarial Present Value of Accumulated Plan Benefits

Accumulated plan benefits (Note 7) are those estimated future periodic payments, including lump-sum distributions that are attributable under the Plan's provisions to services rendered by the employees to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated employees or their beneficiaries and (b) present employees or their beneficiaries. Benefits for retired or terminated employees or their beneficiaries are described in the Plan Document. The accumulated plan benefits for active employees are based on their average compensation during the five years preceding the valuation date. Benefits payable under all circumstances—retirement, death, disability, and termination of employment—are included, to the extent they are deemed attributable to employee service rendered to the valuation date.

2. Significant Accounting Policies (continued)

Administrative Expenses

Administrative expenses are paid by the Plan.

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 amounts reported in the financial statements and accompanying notes. Actual results could differ from those estimates.

New Accounting Pronouncements

In September 2009, the FASB issued Auditing Standards Update No. 2009-12, *Fair Value Measurements and Disclosures: Investments in Certain Entities That Calculate Net Asset per Share (or Its Equivalent)* (ASU 2009-12), which amended ASC Subtopic 820-10, *Fair Value Measurements and Disclosures — Overall.* ASU 2009-12 is effective for the first reporting period ending after December 15, 2009. ASU 2009-12 expands the required disclosures for certain investments with a reported net asset value (NAV). ASU 2009-12 permits, as a practical expedient, an entity holding investments in certain entities that calculate net asset value per share or its equivalent for which the fair value is not readily determinable, to measure the fair value of such investments on the basis of that net asset value per share or its equivalent without adjustment. The ASU requires enhanced disclosures about the nature and risks of investments within its scope. Such disclosures include the nature of any restrictions on an investor's ability to redeem its investments at the measurement date, any unfunded commitments, and the investment strategies of the investee. The Plan has adopted ASU 2009-12 on a prospective basis for the year ended December 31, 2009. Adoption did not have a material impact on the fair value determination and disclosure of applicable investments. The effect of the adoption of the ASU had no impact on the statements of net assets available for benefits and statement of changes in net assets available for benefits.

In June 2009, the FASB issued an Accounting Standards Update which amended the FASB Accounting Standards Codification (ASC) for the issuance of Statement No. 168, *The FASB Accounting Standards Codification and the Hierarchy of Generally Accepted Accounting Principles.* This Update established the Codification as the single source of authoritative U.S. GAAP recognized by the FASB to be applied by nongovernmental entities. The Plan has incorporated the disclosure requirements of this Update by reference to the ASC in these Notes to Financial Statements.

2. Significant Accounting Policies (continued)

New Accounting Pronouncements (continued)

In May 2009, the FASB issued ASC Topic 855, *Subsequent Events*. Topic 855 establishes general standards of accounting and disclosure requirements for subsequent events, events that occur after the balance sheet date but before the financial statements are issued. In addition, certain events subsequent to the balance sheet date may require recognition in the financial statements as of the date net assets are available for benefits based on the requirements of Topic 855. The Plan adopted the provisions of Topic 855 as of December 31, 2009.

In April 2009, the FASB issued FASB Staff Position 157-4, *Determining Fair Value When the Volume and Level of Activity for the Asset or Liability Have Significantly Decreased and Identifying Transactions That Are Not Orderly* (FSP 157-4). FSP 157-4 supersedes FSP 157-3 and amends SFAS 157 to provide additional guidance on estimating fair value when the volume and level of activity for an asset or liability have significantly decreased in relation to normal market activity for the asset or liability. FSP 157-4 also provides additional guidance or circumstances that may indicate that a transaction is not orderly and on defining major categories of debt and equity securities in meeting the disclosure requirements of SFAS 157. FSP 157-4 is effective for reporting periods ending after June 15, 2009. The Plan adopted the provisions of FSP 157-4 as of December 31, 2009.

Reclassifications

Certain 2008 financial statement amounts have been reclassified to conform with the 2009 financial statement presentation.

3. Investments

Certain investment information disclosed in the accompanying financial statements, including investments held at December 31, 2009 and 2008, and equity in net investment income of the Master Trust, net appreciation (depreciation) in fair value of insurance contracts, dividends, interest, and investment management fees for the years then ended, was obtained or derived from information supplied to the plan administrator and certified as complete and accurate by the trustee.

4. Invensys Inc. Master Retirement Trust

The participation of the Plan is approximately 96% of the Master Trust as of December 31, 2009 and 2008, respectively. The Master Trust is comprised of the following:

	December 31	
	2009	**2008**
Investments, at fair value:		
Money market and interest-bearing cash	**$ 226,052,208**	$ 171,724,664
Common stocks	**60,797,044**	41,455,187
Common collective trust funds	**347,804,157**	570,395,198
Registered investment companies	**277,101,245**	226,268,105
New England Life group annuity contract	**3,426,630**	3,259,207
Corporate obligations	**97,661,832**	3,703,202
Non-corporate bonds	**9,047,881**	–
Government obligations	**118,250,410**	196,882,663
Open interest rate swap contracts and other	**(50,086,773)**	108,964,222
Limited liability company – regulated foreign mutual fund	**166,986,927**	152,489,954
	1,257,041,561	1,475,142,402
Accrued investment income and pending security transactions	**15,377,732**	9,532,949
Net payables for pending security transactions and other, including broker owned collateral	**(10,297,091)**	(136,305,053)
Non-interest-bearing cash (overdraft)	**–**	(2,309,004)
	5,080,641	(129,081,108)
Net assets of the Master Trust	**$ 1,262,122,202**	$ 1,346,061,294

4. Invensys Inc. Master Retirement Trust (continued)

During the years ended December 31, 2009 and 2008, the investments of the Master Trust, including investments bought, sold, as well as held during the year, appreciated (depreciated) as follows:

	2009	2008
Government obligations	**$ (24,295,657)**	$ (127,550)
Corporate obligations	**1,252,440**	(124,715)
Non-corporate bonds	**(180,385)**	–
Common stocks	**16,053,393**	(24,384,485)
Common collective trust funds	**(36,093,170)**	63,302,345
Registered investment companies	**33,867,741**	(84,851,324)
Open interest rate swap contracts and other	**(41,324,206)**	128,760,933
Limited liability company – regulated foreign mutual fund	**14,497,006**	(39,214,299)
	(36,222,838)	43,360,905
Interest, dividends and other income	**30,926,672**	23,887,968
Net (depreciation) appreciation in fair value of investments	**$ (5,296,166)**	$ 67,248,873

Total administrative expenses for the Master Trust during the years ended December 31, 2009 and 2008 were $8,582,368 and $10,473,797, respectively.

The Master Trust participated in State Street's securities lending program in 2009 and 2008 by lending certain securities to borrowers to earn additional income, which is included in equity in net earnings of the Invensys Inc. Master Retirement Trust in the statements of changes in net assets. Loans of securities through State Street are collateralized by cash, letters of credit, or securities issued or guaranteed by the United States government or its agencies, equal to at least 102% of the current market value of the loaned securities. At December 31, 2009, the fair value of the loaned securities and collateral amounted to $8,706,877 and $8,999,043, respectively. At December 31, 2008, the fair value of the loaned securities and collateral amounted to $12,068,589 and $12,053,573, respectively.

5. Interest Rate Swaps

Derivative investments consist of fixed for floating interest rate long maturity swaps (approximately 30 years). The Plan had eighteen separate swap arrangements outstanding at December 31, 2009 with a total net gross notional amount of $523,750,000. The Plan had twenty separate swap arrangements outstanding at December 31, 2008 with a total net gross notional amount of $480,550,000. The purpose of this strategy is to economically hedge the change in net funded status for a portion of the liability that can occur due to changes in interest rates. The marked to market value of the swaps, including accrued interest, in the over the counter market at December 31, 2009 is $(46,264,060) and $110,650,350 at December 31, 2008. In addition, $118,212,882 is maintained in a money market account and other short-term investments at December 31, 2009 for collateral needs related to the swap arrangements. At December 31, 2009, approximately $46,000,000 of this amount was posted as collateral to dealers.

The following interest rate swap contracts were outstanding at December 31, 2009 and 2008.

	December 31, 2009				
Counterparty	Fixed Rate	Spot Rate	Maturity Date	Notional Amount	Unrealized Gain/(Loss)
Barclays	3.275%	4.525%	4/2/2039	$120,000,000	$ (23,802,763)
Barclays	4.730	4.521	3/31/2038	38,000,000	1,878,253
JP Morgan	4.868	4.521	3/4/2038	(39,900,000)	(2,865,272)
Royal Bank Scotland	4.469	4.523	11/4/2038	(29,500,000)	67,824
Deutsche Bank	4.526	4.529	1/5/2040	(5,300,000)	4,966
Deutsche Bank	4.003	4.526	6/2/2039	22,000,000	(1,761,560)
Barclays	3.300	4.456	4/2/2029	39,700,000	(5,621,998)
Royal Bank Scotland	4.473	4.451	11/4/2028	(28,000,000)	(262,283)
Barclays	3.331	4.456	4/2/2029	50,000,000	(7,085,873)
Barclays	3.250	3.883	4/2/2019	96,000,000	(3,732,768)
Royal Bank Scotland	4.465	3.829	11/4/2018	(31,000,000)	(1,713,566)
Barclays	3.321	3.883	4/2/2019	30,000,000	(1,112,586)
Deutsche Bank	3.655	3.903	6/2/2019	18,000,000	(312,635)
Deutsche Bank	3.610	3.934	9/2/2019	1,500,000	(22,547)
Barclays	2.506	2.688	4/2/2014	115,000,000	103,201
Royal Bank Scotland	3.867	2.508	11/4/2013	(24,000,000)	(1,338,689)
Deutsche Bank	2.860	2.656	9/2/2014	168,750,000	1,572,771
Barclays	2.905	2.826	8/4/2014	(17,500,000)	(258,535)
				$523,750,000	$ (46,264,060)

5. Interest Rate Swaps (continued)

	December 31, 2008				
Counterparty	Fixed Rate	Spot Rate	Maturity Date	Notional Amount	Unrealized Gain/(Loss)
Barclays	4.650%	2.770%	11/4/2038	$ 190,250,000	$ 72,756,616
JP Morgan	4.798	2.768	2/4/2038	(15,250,000)	(6,378,339)
JP Morgan	4.868	2.768	3/4/2038	(39,900,000)	(17,262,285)
Barclays	4.730	2.768	3/31/2038	57,500,000	22,852,875
Royal Bank Scotland	4.469	2.770	11/4/2038	(29,500,000)	(10,189,784)
Deutsche Bank	3.090	2.770	12/2/2038	(8,000,000)	(514,695)
Deutsche Bank	2.777	2.770	1/5/2039	41,750,000	53,393
Barclays	4.989	2.823	5/30/2028	91,000,000	29,822,912
Barclays	4.908	2.822	7/2/2028	7,700,000	2,579,391
Barclays	4.773	2.820	9/2/2028	(14,250,000)	(4,413,988)
Royal Bank Scotland	4.473	2.818	11/4/2028	(29,500,000)	(7,496,114)
Barclays	4.633	2.566	5/30/2018	150,000,000	27,004,062
Barclays	4.648	2.571	7/2/2018	8,000,000	1,596,518
Barclays	4.498	2.582	9/2/2018	(15,250,000)	(2,700,372)
Royal Bank Scotland	4.465	2.592	11/4/2018	(33,000,000)	(5,439,080)
Deutsche Bank	3.160	2.597	12/2/2018	(26,000,000)	(1,276,414)
Deutsche Bank	2.600	2.602	1/5/2019	49,000,000	(13,515)
Barclays	4.126	2.053	5/30/2013	150,000,000	14,325,404
Barclays	4.113	2.105	10/2/2013	(30,000,000)	(2,726,704)
Royal Bank Scotland	3.867	2.119	11/4/2013	(24,000,000)	(1,929,531)
				$ 480,550,000	$ 110,650,350

6. Fair Value Measurements

Effective January 1, 2008, the Plan adopted ASC Topic 820, "Fair Value Measurements". ASC Topic 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC Topic 820 also establishes a fair value hierarchy which requires an entity to maximize the use of observable inputs when measuring fair value.

The standard describes three levels of inputs that may be used to measure fair value:

Level I Inputs are quoted prices (unadjusted) in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

6. Fair Value Measurements (continued)

Level 2 Quoted prices in markets that are not considered to be active or financial instruments for which all significant inputs are observable, either directly or indirectly;

Level 3 Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

A financial instrument's categorization within the valuation hierarchy is based upon the lowest level of input that is significant to the fair value measurement.

The following table sets forth by level within the fair value hierarchy the Plan's investment assets and liabilities, if any, as of December 31, 2009.

	Level 1	Level 2	Level 3
Money market and interest-bearing cash	$ 24,432,465	$ 201,619,743	$
Common stocks	60,797,044		
Common collective trust funds:			
Fixed income investments		269,348,784	
Equity investments		78,455,373	
		347,804,157	
Registered investment companies:			
Fixed income investment	202,401,481		
International investment	74,699,764		
	277,101,245		
New England Life group annuity contract			3,426,630
Corporate obligations		97,661,832	
Non-corporate bonds		9,047,881	
Government obligations	118,250,410		
Open interest rate swap contracts and other		(50,086,773)	
Limited liability company – regulated foreign mutual fund		166,986,927	

6. Fair Value Measurements (continued)

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

	New England Life group annuity contract
Balance, at beginning of year	**$ 3,259,207**
Purchases, sales, issuances and settlements, net	**167,423**
Balance, at end of year	**$ 3,426,630**

The following table sets forth by level within the fair value hierarchy the Plan's investment assets and liabilities, if any, as of December 31, 2008.

	Level 1	Level 2	Level 3
Money market and interest-bearing cash	$ 22,984,054	$148,740,610	$
Common stocks	41,455,187		
Common collective trust funds		570,395,198	
Registered investment companies	226,268,105		
New England Life group annuity contract			3,259,207
Corporate obligations	981,785	2,721,417	
Government obligations	196,882,663		
Open interest rate swap contracts and other		108,964,222	
Limited liability company – regulated foreign mutual fund		152,489,954	

The table below sets forth a summary of changes in fair value of the Plan's level 3 investment assets for the year ended December 31, 2008.

	New England Life group annuity contract
Balance, at beginning of year	$ 3,099,539
Purchases, sales, issuances and settlements, net	159,668
Balance, at end of year	$ 3,259,207

7. Accumulated Plan Benefits

An actuary from Mercer Human Resources Consulting, Inc. estimates the actuarial present value of accumulated plan benefits, which is the amount that results from applying actuarial assumptions to adjust the accumulated plan benefits earned by the participants to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The accumulated plan benefit information as of December 31, 2008 and 2007 is as follows:

	2008	2007
Actuarial present value of accumulated plan benefits:		
Vested benefits:		
Active participants	**$ 138,967,625**	$ 150,274,027
Retired employees and beneficiaries currently receiving payments	**772,894,566**	742,208,924
Inactive participants with deferred benefits	**333,583,303**	299,320,968
	1,245,445,494	1,191,803,919
Nonvested benefits	**4,821,502**	6,667,912
	$1,250,266,996	$1,198,471,831

The reconciliation of the actuarial present value of accumulated plan benefits from December 31, 2007 to December 31, 2008 is as follows:

Actuarial present value of accumulated plan benefits at December 31, 2007	$ 1,198,471,831
Changes during the year:	
Increase due to benefits accumulated and non-investment experience	28,360,757
Increase for interest due to decrease in the discount period	86,185,620
Actual benefits paid	(85,788,220)
Increase due to change in actuarial assumptions	23,037,008
Net increase	51,795,165
Actuarial present value of accumulated plan benefits at December 31, 2008	$ 1,250,266,996

7. Accumulated Plan Benefits (continued)

Significant assumptions underlying the actuarial computations are:

Interest	—7.5% in 2008 and 2007, compounded annually.
Retirement	—Age-related retirement rates from age 55 to age 70 for active employees, with terminated vested participants assumed to retire at age 65.
Mortality	—RP2000 Mortality Tables for Males and Females, without adjustment for collar, benefit amount, or employee/annuitant distinction, but projected by Scale AA to 2015 in 2008 and RP2000 Mortality Tables for Males and Females, with certain adjustments for 2007.

In addition to the above significant assumptions there were changes in certain disabled mortality tables since the January 1, 2008 valuation. Also, certain retirement rates were updated and withdrawal rates used for all Controls employees were changed to be the same as those used for Controls salaried employees.

These actuarial assumptions are based on the presumption that the Plan will continue. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated plan benefits.

8. 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 the amounts reported in the statements of net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates, and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption processes, it is at least reasonably possible that changes in these estimates and assumptions in the near term could materially affect the amounts reported and disclosed in the financial statements.

9. Income Tax Status

The Plan has received a determination letter from the Internal Revenue Service (IRS), dated July 6, 1999, stating that the Plan is qualified under Section 401(a) of the Internal Revenue Code (the Code) and, therefore, the related trust is exempt from taxation. Subsequent to this determination by the IRS, the Plan was amended and restated. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The Plan Sponsor has indicated that it will take the necessary steps, if any, to bring the Plan's operations into compliance with the Code.

10. Subsequent Events

The Plan transferred $2,781,864 and $143,922 on February 16, 2010 and August 24, 2010, respectively, to the APV Pension Plan for Certain Hourly Employees to correct administrative errors resulting in plan benefits paid from incorrect trusts.

Effective September 15, 2010, the Plan Sponsor agreed to merge the Retirement Plan for Bargaining Employees of Safetran Systems Corporation with and become a plan component of the Invensys Pension Plan, such merger to be effected in compliance with Section 414(l) of the Internal Revenue Code of 1986, as amended.

The Company has evaluated all subsequent events through October 5, 2010, the date the financial statements were available to be issued. During this period, there have been no other material events that would require recognition in the financial statements or disclosures to the financial statements.