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;
- [X] 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
DYSON, INC. 401K PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 12/01/2002

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

600 W. CHICAGO AVE
SUITE 275
CHICAGO, IL 60654

600 W. CHICAGO AVE
SUITE 275
CHICAGO, IL 60654

2b Employer Identification Number (EIN)
47-0854628

2c Sponsor's telephone number
312-469-5915

2d Business code (see instructions)
423600

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.	10/12/2010	SARAH WAHLSTROM
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	10/12/2010	JENNIFER HALE
	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")

DYSON, INC.

600 W. CHICAGO AVE
SUITE 275
CHICAGO, IL 60654

3b Administrator's EIN: 47-0854628

3c Administrator's telephone number: 312-469-5915

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**	290
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**	243
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	70
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	313
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	313
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	310
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	0
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

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

2E 2F 2G 2J 2T 3D 3H

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

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

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

A Name of plan
DYSON, INC. 401K PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
47-0854628

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

FIDELITY INVESTMENTS INSTITUTIONAL

04-2647786

(b) Service Code(s)	**(c)** Relationship to employer, employee organization, or person known to be a party-in-interest	**(d)** Enter direct compensation paid by the plan. If none, enter -0-.	**(e)** Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	**(f)** Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	**(g)** Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	**(h)** Did the service provider give you a formula instead of an amount or estimated amount?
64 37	RECORDKEEPER	33000	Yes [X] No [ ]	Yes [X] No [ ]	0	Yes [X] No [ ]

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

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

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

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

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

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

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE 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
DYSON, INC. 401K PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
47-0854628

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)		
(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)	424517	506838
(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)	93641	130584
(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)		
(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)	2188337	4500466
(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	2706495	5137888
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	2706495	5137888

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)	978436	
	(B) Participants	2a(1)(B)	853496	
	(C) Others (including rollovers)	2a(1)(C)	77489	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		1909421
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	4593	
	(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)	6410	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		11003
	(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)	64579	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		64579
	(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)		

		(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)		
(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)		
(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)		1045896
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		3030899
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	596043	
(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)		596043
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)	3463	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		3463
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		599506
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		2431393
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: CROWE HORWATCH LLP **(2)** EIN: 35-0921680

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

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

Part IV Compliance Questions

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

During the plan year:

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

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

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

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

SCHEDULE R
(Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection.

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

A Name of plan
DYSON, INC. 401K PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
47-0854628

Part I Distributions

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

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

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

EIN(s): 04-6568107

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

DYSON, INC. 401(k) Plan
Chicago, Illinois

FINANCIAL STATEMENTS
December 31, 2009 and 2008

DYSON, INC. 401(k) PLAN
Chicago, Illinois

FINANCIAL STATEMENTS
December 31, 2009 and 2008

CONTENTS

REPORT OF INDEPENDENT AUDITORS 1

FINANCIAL STATEMENTS

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS 2

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS 3

NOTES TO FINANCIAL STATEMENTS 4

SUPPLEMENTAL SCHEDULE

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) 9

Crowe Horwath LLP
Member Horwath International

REPORT OF INDEPENDENT AUDITORS

Fiduciary Committee
Dyson, Inc. 401(k) Plan
Chicago, Illinois

We were engaged to audit the financial statements and supplemental schedule of the Dyson, Inc. 401(k) Plan ("Plan") as of December 31, 2009 and 2008 and for the year ended December 31, 2009, as listed in the accompanying contents page. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. The plan administrator has informed us that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of December 31, 2009 and 2008 and for the year ended December 31, 2009 that the information provided to the plan administrator by the trustee is complete and accurate.

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

Crowe Horwath LLP

Crowe Horwath LLP

Oak Brook, Illinois
August 25, 2010

DYSON, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2009 and 2008

	2009	2008
ASSETS		
Investments, at fair value (Note 4)	$ 5,137,888	$ 2,706,495
Receivables		
Employer's contributions	436,769	486,059
Participants' contributions	23,097	22,826
Total receivables	459,866	508,885
Total assets	5,597,754	3,215,380
NET ASSETS AVAILABLE FOR BENEFITS	$ 5,597,754	$ 3,215,380

See accompanying notes to financial statements.

DYSON, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Year ended December 31, 2009

Additions to net assets attributed to:	
Investment income	
Net appreciation in fair value of investments (Note 4)	$ 1,053,527
Interest and dividends	67,951
	1,121,478
Contributions	
Employer	929,146
Participants	853,767
Rollover	77,489
	1,860,402
Total additions	2,981,880
Deductions from net assets attributed to:	
Benefits paid to participants	596,043
Administrative expenses	3,463
Total deductions	599,506
Net increase	2,382,374
Net assets available for benefits	
Beginning of year	3,215,380
End of year	$ 5,597,754

See accompanying notes to financial statements.

NOTE 1 - DESCRIPTION OF PLAN

The following description of the Dyson, Inc. 401(k) Plan ("the Plan") provides only general information. Participants should refer to the Plan agreement for more complete information.

General: The Plan is a defined contribution plan covering substantially all employees of Dyson, Inc., Dyson Technology, Inc., Dyson Technical Services, Inc., Dyson B2B Technical Services, Inc. and Dyson B2B, Inc. ("the Company"). All employees over the age of 21 are eligible for the Plan, and may enter on the first day of every month following completion of six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Participants may elect to defer to the Plan up to 50% of their eligible compensation on a pre-tax basis up to the maximum allowed under Section 402(g) of the Internal Revenue Code (IRC). Participants may contribute funds from another qualified plan as rollover contributions.

The Company makes a safe harbor nonelective contribution equal to 3% of a participants' eligible compensation. During 2009 and 2008, the Company made a discretionary qualified matching contribution up to 100% of the first 3% of a participants' eligible deferred compensation. The qualified matching contribution is calculated and allocated on an annual basis.

Participant Accounts: Each participant's account is credited with the participant's contribution and an allocation of the Company's contribution and Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Vesting: Participants are immediately 100% vested in voluntary and Company contributions plus actual earnings thereon.

Payment of Benefits: Upon termination of service or attainment of the age of 59½, a participant will receive the vested value of his or her account paid to them in the form of a lump sum or a rollover distribution. A participant may withdraw all or a portion of the value of his or her vested interest prior to termination of employment upon meeting certain requirements as set forth in the plan agreement.

Investment Options: Upon enrollment in the Plan, a participant may direct contributions into any of the investment options offered by the Plan. Participants may change their investment options daily.

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES

Loans: The Plan provides that participants can borrow from their accounts in the Plan. These loans are secured by the balance in the participant's account. These loans are limited to the lesser of $50,000 or 50% of the participant's account balance. Loan issuances are treated as a transfer between a participant's investment fund(s) and the loans receivable in a participant's account. Loan principal and interest payments are made in accordance with the note's amortization schedule, and are made via payroll withholding.

Accounting Method: The accounting practices and principles followed by the Plan and the methods of applying those principles conform to accounting principles generally accepted in the United States of America. Net assets information is accounted for on the accrual basis.

Payment of Benefits: Plan benefits are recorded when paid.

(Continued)

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition: The Plan's investments, except participant loans, are reported at fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the plan's gains and losses on investments bought and sold as well as held during the year.

Fair value is the price that would be received by the Plan for an asset or paid by the Plan to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date in the Plan's principal or most advantageous market for the asset or liability. Fair value measurements are determined by maximizing the use of observable inputs and minimizing the use of unobservable inputs. The hierarchy places the highest priority on unadjusted quoted market prices in active markets for identical assets or liabilities (level 1 measurements) and gives the lowest priority to unobservable inputs (level 3 measurements). The three levels of inputs within the fair value hierarchy are defined as follows:

Level 1: Quoted prices (unadjusted) for identical assets or liabilities in active markets that the Plan has the ability to access as of the measurement date.

Level 2: Significant other observable inputs other than level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3: Significant unobservable inputs that reflect the Plan's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

In some cases, a valuation technique used to measure fair value may include inputs from multiple levels of the fair value hierarchy. The lowest level of significant input determines the placement of the entire fair value measurement in the hierarchy.

The following descriptions of the valuation methods and assumptions used by the Plan to estimate the fair values of investments apply to investments held directly by the Plan.

Mutual funds: The fair values of mutual fund investments are determined by obtaining quoted prices on nationally recognized securities exchanges (level 1 inputs). The fair values of mutual fund investments are based upon the closing net asset value per share of the mutual fund on the day of the valuation as reflected on a national securities exchange.

Participant loans: Participant loans are reported at amortized cost, as the fair value of the loans is not practicable to estimate due to restrictions placed on the transferability of the loans.

The 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 the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

(Continued)

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES (Continued)

Investments measured at fair value on a recurring basis are summarized below:

	Fair Value Measurements at December 31, 2009 Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments (other than participant loans)			
Mutual funds			
Cash equivalents	$ 506,838	$ -	$ -
Large-cap growth	607,424	-	-
Large-cap core	547,228	-	-
Large-cap value	153,279	-	-
Mid-cap growth	507,889	-	-
Mid-cap core	463,159	-	-
Mid-cap value	278,839	-	-
Small-cap core	48,540	-	-
Small-cap value	86,747	-	-
International equity	618,979	-	-
Real estate	115,060	-	-
Fixed income	385,163	-	-
Blended	688,159	-	-

	Fair Value Measurements at December 31, 2008 Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments (other than participant loans)	$ 2,612,854	$ -	$ -

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 certain reported amounts and disclosures. Actual results could differ from those estimates.

Risks and Uncertainties: The Plan utilizes various investment instruments. Investment securities, in general, are exposed to various risks, such as interest rate, credit, liquidity, and overall market volatility. Due to the level of risk associated with certain investment securities, it is 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 financial statements and in participants' individual account balances.

(Continued)

NOTE 3 - PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its operations at any time, subject to the provisions of ERISA and its related regulations.

NOTE 4 - INVESTMENTS – UNAUDITED INFORMATION

Fidelity Management Trust Company, the trustee of the Plan, holds investment assets and executes transactions therein, and substantially all information pertaining to investments included in the financial statements has been certified by them. This information has not been audited by independent accountants.

The following presents investments that represent 5% or more of the Plan's net assets at December 31:

	2009	2008
Investments at fair value:		
Fidelity Diversified International Fund	$ 380,591	$ 208,329
Fidelity Retirement Money Market Fund	506,838	424,517
Fidelity Growth Company Fund	316,227	129,152*

*Disclosed for comparative purposes only, not above 5% of net assets.

During the year ended December 31, 2009, the Plan's investments in mutual funds (including investments bought, sold, and held during the year) appreciated in value by $1,053,527.

Dividend and interest income of $67,951 was earned for the year ended December 31, 2009.

NOTE 5 - TAX STATUS

The Plan has been restated on a prototype document that received a favorable opinion letter dated March 31, 2008. The plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable sections of the IRC.

NOTE 6 - PARTY-IN-INTEREST TRANSACTIONS

Parties-in-interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering service to the Plan, the employer, and certain others.

As of December 31, 2009 and 2008, certain Plan investments were invested in mutual funds managed by Fidelity Investments. As Fidelity Management Trust Company is the trustee of the Plan and also an affiliate of Fidelity Investments, these investments qualify as party-in-interest investments. In addition, the Plan also held loans to participants, which qualify as party-in-interest transactions.

Certain professional fees related to the administration of the Plan were paid by the Company on behalf of the Plan. Fees charged by the trustee for plan administration and participant loan processing fees totaled $3,463 for the year ended December 31, 2009.

(Continued)

NOTE 7 - CORRECTIVE ACTION TAKEN WITH RESPECT TO THE PLAN

In mid-2007, the Company discovered that from December 1, 2002 through December 31, 2006 the definition of compensation, for purposes of employee contributions and the safe harbor non-elective employer contributions, was not followed in accordance with Plan provisions. As a result, salary deferrals for some Plan participants were contributed at a higher or lower amount that what should have been contributed under the provisions of the Plan. Further, participants were not allocated full safe-harbor non-elective contributions.

Legal counsel and a third-party organization was engaged to assist in the correction process. In January 2009, $87,726 was contributed to the Plan to correct for the aforementioned operation compliance errors that occurred. The correction includes the Company's contribution to the Plan for any shortfall in affected participant's deferrals and nonelective employer contributions, including lost earnings applicable to such contribution shortfalls. The amount was recorded as an employer contribution receivable in the statement of net assets available for benefits.

Management does not believe that these operational compliance errors impact the Plan's qualification status as a tax-exempt entity.

NOTE 8 - RECONCILIATION TO FORM 5500

Following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2009 and 2008 to the Form 5500:

	2009	2008
Net assets available for benefits per the financial statements	$ 5,597,754	$ 3,215,380
Employer contributions receivable	(436,769)	(486,059)
Participants' contributions receivable	(23,097)	(22,826)
Net assets per the Form 5500	$ 5,137,888	$ 2,706,495

Following is a reconciliation of the increase net assets available for benefits per the financial statements to net income per the Form 5500 for the year ended December 31, 2009:

Increase in net assets available for benefits per the financial statements	$ 2,382,374
Change in employer contributions receivable	49,290
Change in participants' contributions receivable	(271)
Net income per the Form 5500	$ 2,431,393

NOTE 9 - SUBSEQUENT EVENTS

Plan management has evaluated subsequent events for recognition and disclosure through August 25, 2010, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

DYSON, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2009

Plan Sponsor: Dyson, Inc.
Employer Identification Number: 47-0854628
Plan Number: 001

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Par, or Maturity Value	(d) Cost	(e) Current Value
		Mutual Funds		
*	Fidelity Investments	Retirement Money Market Fund	**	$ 506,838
*	Fidelity Investments	Fidelity	**	60,373
*	Fidelity Investments	Puritan Fund	**	153,284
*	Fidelity Investments	Value Strategies Fund	**	49,231
*	Fidelity Investments	Contra Fund	**	275,627
*	Fidelity Investments	Equity Income Fund	**	116,775
*	Fidelity Investments	Growth Company Fund	**	316,227
*	Fidelity Investments	Investors Growth Bond Fund	**	133,339
*	Fidelity Investments	Intermediate Bond Fund	**	211,708
*	Fidelity Investments	Value Fund	**	229,608
*	Fidelity Investments	OTC Portfolio Fund	**	66,010
*	Fidelity Investments	Overseas Fund	**	238,388
*	Fidelity Investments	Real Estate Investment Fund	**	115,060
*	Fidelity Investments	Blue Chip Growth Fund	**	213,500
*	Fidelity Investments	Low Priced Stock Fund	**	166,582
*	Fidelity Investments	Equity Income II Fund	**	36,504
*	Fidelity Investments	Aggressive Growth Fund	**	125,652
*	Fidelity Investments	Diversified International Fund	**	380,591
*	Fidelity Investments	Dividend Growth Fund	**	166,024
*	Fidelity Investments	Export & Multinational Fund	**	118,297
*	Fidelity Investments	Mid Cap Stock Fund	**	279,456
*	Fidelity Investments	Large Cap Stock Fund	**	117,794
*	Fidelity Investments	Freedom Income Fund	**	31,908
*	Fidelity Investments	Small Cap Retirement Fund	**	48,540
*	Fidelity Investments	Spartan Total Market Index	**	111,217
*	Fidelity Investments	Spartan Extended Market Index	**	17,121
*	Fidelity Investments	Short Term Bond Fund	**	40,116
*	Fidelity Investments	Fifty Fund	**	91,820
*	Fidelity Investments	Small Cap Value Fund	**	86,747
*	Fidelity Investments	Freedom 2000 Fund	**	44,675
*	Fidelity Investments	Freedom 2005 Fund	**	10,271
*	Fidelity Investments	Freedom 2015 Fund	**	18,877
*	Fidelity Investments	Freedom 2025 Fund	**	87,321
*	Fidelity Investments	Freedom 2010 Fund	**	45,752
*	Fidelity Investments	Freedom 2020 Fund	**	18,788
*	Fidelity Investments	Freedom 2030 Fund	**	107,956
*	Fidelity Investments	Freedom 2035 fund	**	83,160
*	Fidelity Investments	Freedom 2040 fund	**	49,335
*	Fidelity Investments	Freedom 2045 Fund	**	22,293
*	Fidelity Investments	Freedom 2050 Fund	**	14,539
		Participant Loans		
*	Loans to participants	Interest rates ranging from at 5.75% to 6.0%; maturing through 2014		$ 130,584
				$ 5,137,888

* Denotes party-in-interest
** Assets are participant directed investments; therefore cost information is not required.

Form **5558**
(Rev. January 2008)
Department of the Treasury
Internal Revenue Service

Application for Extension of Time To File Certain Employee Plan Returns

► **For Privacy Act and Paperwork Reduction Act Notice, see instructions on page 3.**

OMB No. 1545-0212

File With IRS Only

Part I Identification

A Name of filer, plan administrator, or plan sponsor (see instructions)

Number, street, and room or suite no. (If a P.O. box, see instructions)

City or town, state, and ZIP code

B **Filer's identifying number (see instructions).**

☐ Employer identification number (EIN).

☐ Social security number (SSN)

C Plan name	Plan number	Plan year ending— MM	DD	YYYY
1				
2				
3				

Part II Extension of Time to File Form 5500 or Form 5500-EZ *(see instructions)*

1 I request an extension of time until ____/____/____ to file Form 5500 or Form 5500-EZ.

The application **is automatically approved** to the date shown on line 1 (above) if: **(a)** the Form 5558 is filed on or before the normal due date of Form 5500 or 5500-EZ for which this extension is requested, and **(b)** the date on line 1 is no more than 2½ months after the normal due date.

You must attach a copy of this Form 5558 to each Form 5500 and 5500-EZ filed after the due date for the plans listed in C above.

Note. A signature is not required if you are requesting an extension to file Form 5500 or Form 5500-EZ.

Part III Extension of Time to File Form 5330 *(see instructions)*

2 I request an extension of time until ____/____/____ to file Form 5330.
You may be approved for up to a six (6) month extension to file Form 5330, after the normal due date of Form 5330.

a Enter the Code section(s) imposing the tax . . . . . ► **a**

b Enter the payment amount attached . . . . . ► **b**

c For excise taxes under section 4980 or 4980F of the Code, enter the reversion/amendment date . . . ► **c**

3 **State in detail why you need the extension**

Under penalties of perjury, I declare that to the best of my knowledge and belief, the statements made on this form are true, correct, and complete, and that I am authorized to prepare this application.

Signature ► **Date** ►

DYSON, INC. 401(k) Plan
Chicago, Illinois

FINANCIAL STATEMENTS
December 31, 2009 and 2008

DYSON, INC. 401(k) PLAN
Chicago, Illinois

FINANCIAL STATEMENTS
December 31, 2009 and 2008

CONTENTS

REPORT OF INDEPENDENT AUDITORS 1

FINANCIAL STATEMENTS

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS 2

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS 3

NOTES TO FINANCIAL STATEMENTS 4

SUPPLEMENTAL SCHEDULE

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) 9

Crowe Horwath LLP
Member Horwath International

REPORT OF INDEPENDENT AUDITORS

Fiduciary Committee
Dyson, Inc. 401(k) Plan
Chicago, Illinois

We were engaged to audit the financial statements and supplemental schedule of the Dyson, Inc. 401(k) Plan ("Plan") as of December 31, 2009 and 2008 and for the year ended December 31, 2009, as listed in the accompanying contents page. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. The plan administrator has informed us that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of December 31, 2009 and 2008 and for the year ended December 31, 2009 that the information provided to the plan administrator by the trustee is complete and accurate.

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

Crowe Horwath LLP

Crowe Horwath LLP

Oak Brook, Illinois
August 25, 2010

DYSON, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2009 and 2008

	2009	2008
ASSETS		
Investments, at fair value (Note 4)	$ 5,137,888	$ 2,706,495
Receivables		
Employer's contributions	436,769	486,059
Participants' contributions	23,097	22,826
Total receivables	459,866	508,885
Total assets	5,597,754	3,215,380
NET ASSETS AVAILABLE FOR BENEFITS	$ 5,597,754	$ 3,215,380

See accompanying notes to financial statements.

DYSON, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Year ended December 31, 2009

Additions to net assets attributed to:	
Investment income	
Net appreciation in fair value of investments (Note 4)	$ 1,053,527
Interest and dividends	67,951
	1,121,478
Contributions	
Employer	929,146
Participants	853,767
Rollover	77,489
	1,860,402
Total additions	2,981,880
Deductions from net assets attributed to:	
Benefits paid to participants	596,043
Administrative expenses	3,463
Total deductions	599,506
Net increase	2,382,374
Net assets available for benefits	
Beginning of year	3,215,380
End of year	$ 5,597,754

See accompanying notes to financial statements.

NOTE 1 - DESCRIPTION OF PLAN

The following description of the Dyson, Inc. 401(k) Plan ("the Plan") provides only general information. Participants should refer to the Plan agreement for more complete information.

General: The Plan is a defined contribution plan covering substantially all employees of Dyson, Inc., Dyson Technology, Inc., Dyson Technical Services, Inc., Dyson B2B Technical Services, Inc. and Dyson B2B, Inc. ("the Company"). All employees over the age of 21 are eligible for the Plan, and may enter on the first day of every month following completion of six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Participants may elect to defer to the Plan up to 50% of their eligible compensation on a pre-tax basis up to the maximum allowed under Section 402(g) of the Internal Revenue Code (IRC). Participants may contribute funds from another qualified plan as rollover contributions.

The Company makes a safe harbor nonelective contribution equal to 3% of a participants' eligible compensation. During 2009 and 2008, the Company made a discretionary qualified matching contribution up to 100% of the first 3% of a participants' eligible deferred compensation. The qualified matching contribution is calculated and allocated on an annual basis.

Participant Accounts: Each participant's account is credited with the participant's contribution and an allocation of the Company's contribution and Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Vesting: Participants are immediately 100% vested in voluntary and Company contributions plus actual earnings thereon.

Payment of Benefits: Upon termination of service or attainment of the age of 59½, a participant will receive the vested value of his or her account paid to them in the form of a lump sum or a rollover distribution. A participant may withdraw all or a portion of the value of his or her vested interest prior to termination of employment upon meeting certain requirements as set forth in the plan agreement.

Investment Options: Upon enrollment in the Plan, a participant may direct contributions into any of the investment options offered by the Plan. Participants may change their investment options daily.

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES

Loans: The Plan provides that participants can borrow from their accounts in the Plan. These loans are secured by the balance in the participant's account. These loans are limited to the lesser of $50,000 or 50% of the participant's account balance. Loan issuances are treated as a transfer between a participant's investment fund(s) and the loans receivable in a participant's account. Loan principal and interest payments are made in accordance with the note's amortization schedule, and are made via payroll withholding.

Accounting Method: The accounting practices and principles followed by the Plan and the methods of applying those principles conform to accounting principles generally accepted in the United States of America. Net assets information is accounted for on the accrual basis.

Payment of Benefits: Plan benefits are recorded when paid.

(Continued)

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition: The Plan's investments, except participant loans, are reported at fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the plan's gains and losses on investments bought and sold as well as held during the year.

Fair value is the price that would be received by the Plan for an asset or paid by the Plan to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date in the Plan's principal or most advantageous market for the asset or liability. Fair value measurements are determined by maximizing the use of observable inputs and minimizing the use of unobservable inputs. The hierarchy places the highest priority on unadjusted quoted market prices in active markets for identical assets or liabilities (level 1 measurements) and gives the lowest priority to unobservable inputs (level 3 measurements). The three levels of inputs within the fair value hierarchy are defined as follows:

Level 1: Quoted prices (unadjusted) for identical assets or liabilities in active markets that the Plan has the ability to access as of the measurement date.

Level 2: Significant other observable inputs other than level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3: Significant unobservable inputs that reflect the Plan's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

In some cases, a valuation technique used to measure fair value may include inputs from multiple levels of the fair value hierarchy. The lowest level of significant input determines the placement of the entire fair value measurement in the hierarchy.

The following descriptions of the valuation methods and assumptions used by the Plan to estimate the fair values of investments apply to investments held directly by the Plan.

Mutual funds: The fair values of mutual fund investments are determined by obtaining quoted prices on nationally recognized securities exchanges (level 1 inputs). The fair values of mutual fund investments are based upon the closing net asset value per share of the mutual fund on the day of the valuation as reflected on a national securities exchange.

Participant loans: Participant loans are reported at amortized cost, as the fair value of the loans is not practicable to estimate due to restrictions placed on the transferability of the loans.

The 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 the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

(Continued)

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES (Continued)

Investments measured at fair value on a recurring basis are summarized below:

	Fair Value Measurements at December 31, 2009 Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments (other than participant loans)			
Mutual funds			
Cash equivalents	$ 506,838	$ -	$ -
Large-cap growth	607,424	-	-
Large-cap core	547,228	-	-
Large-cap value	153,279	-	-
Mid-cap growth	507,889	-	-
Mid-cap core	463,159	-	-
Mid-cap value	278,839	-	-
Small-cap core	48,540	-	-
Small-cap value	86,747	-	-
International equity	618,979	-	-
Real estate	115,060	-	-
Fixed income	385,163	-	-
Blended	688,159	-	-

	Fair Value Measurements at December 31, 2008 Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments (other than participant loans)	$ 2,612,854	$ -	$ -

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 certain reported amounts and disclosures. Actual results could differ from those estimates.

Risks and Uncertainties: The Plan utilizes various investment instruments. Investment securities, in general, are exposed to various risks, such as interest rate, credit, liquidity, and overall market volatility. Due to the level of risk associated with certain investment securities, it is 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 financial statements and in participants' individual account balances.

(Continued)

NOTE 3 - PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its operations at any time, subject to the provisions of ERISA and its related regulations.

NOTE 4 - INVESTMENTS – UNAUDITED INFORMATION

Fidelity Management Trust Company, the trustee of the Plan, holds investment assets and executes transactions therein, and substantially all information pertaining to investments included in the financial statements has been certified by them. This information has not been audited by independent accountants.

The following presents investments that represent 5% or more of the Plan's net assets at December 31:

	2009	2008
Investments at fair value:		
Fidelity Diversified International Fund	$ 380,591	$ 208,329
Fidelity Retirement Money Market Fund	506,838	424,517
Fidelity Growth Company Fund	316,227	129,152*

*Disclosed for comparative purposes only, not above 5% of net assets.

During the year ended December 31, 2009, the Plan's investments in mutual funds (including investments bought, sold, and held during the year) appreciated in value by $1,053,527.

Dividend and interest income of $67,951 was earned for the year ended December 31, 2009.

NOTE 5 - TAX STATUS

The Plan has been restated on a prototype document that received a favorable opinion letter dated March 31, 2008. The plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable sections of the IRC.

NOTE 6 - PARTY-IN-INTEREST TRANSACTIONS

Parties-in-interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering service to the Plan, the employer, and certain others.

As of December 31, 2009 and 2008, certain Plan investments were invested in mutual funds managed by Fidelity Investments. As Fidelity Management Trust Company is the trustee of the Plan and also an affiliate of Fidelity Investments, these investments qualify as party-in-interest investments. In addition, the Plan also held loans to participants, which qualify as party-in-interest transactions.

Certain professional fees related to the administration of the Plan were paid by the Company on behalf of the Plan. Fees charged by the trustee for plan administration and participant loan processing fees totaled $3,463 for the year ended December 31, 2009.

(Continued)

NOTE 7 - CORRECTIVE ACTION TAKEN WITH RESPECT TO THE PLAN

In mid-2007, the Company discovered that from December 1, 2002 through December 31, 2006 the definition of compensation, for purposes of employee contributions and the safe harbor non-elective employer contributions, was not followed in accordance with Plan provisions. As a result, salary deferrals for some Plan participants were contributed at a higher or lower amount that what should have been contributed under the provisions of the Plan. Further, participants were not allocated full safe-harbor non-elective contributions.

Legal counsel and a third-party organization was engaged to assist in the correction process. In January 2009, $87,726 was contributed to the Plan to correct for the aforementioned operation compliance errors that occurred. The correction includes the Company's contribution to the Plan for any shortfall in affected participant's deferrals and nonelective employer contributions, including lost earnings applicable to such contribution shortfalls. The amount was recorded as an employer contribution receivable in the statement of net assets available for benefits.

Management does not believe that these operational compliance errors impact the Plan's qualification status as a tax-exempt entity.

NOTE 8 - RECONCILIATION TO FORM 5500

Following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2009 and 2008 to the Form 5500:

	2009	2008
Net assets available for benefits per the financial statements	$ 5,597,754	$ 3,215,380
Employer contributions receivable	(436,769)	(486,059)
Participants' contributions receivable	(23,097)	(22,826)
Net assets per the Form 5500	$ 5,137,888	$ 2,706,495

Following is a reconciliation of the increase net assets available for benefits per the financial statements to net income per the Form 5500 for the year ended December 31, 2009:

Increase in net assets available for benefits per the financial statements	$ 2,382,374
Change in employer contributions receivable	49,290
Change in participants' contributions receivable	(271)
Net income per the Form 5500	$ 2,431,393

NOTE 9 - SUBSEQUENT EVENTS

Plan management has evaluated subsequent events for recognition and disclosure through August 25, 2010, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

DYSON, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2009

Plan Sponsor: Dyson, Inc.
Employer Identification Number: 47-0854628
Plan Number: 001

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Par, or Maturity Value	(d) Cost	(e) Current Value
		Mutual Funds		
*	Fidelity Investments	Retirement Money Market Fund	**	$ 506,838
*	Fidelity Investments	Fidelity	**	60,373
*	Fidelity Investments	Puritan Fund	**	153,284
*	Fidelity Investments	Value Strategies Fund	**	49,231
*	Fidelity Investments	Contra Fund	**	275,627
*	Fidelity Investments	Equity Income Fund	**	116,775
*	Fidelity Investments	Growth Company Fund	**	316,227
*	Fidelity Investments	Investors Growth Bond Fund	**	133,339
*	Fidelity Investments	Intermediate Bond Fund	**	211,708
*	Fidelity Investments	Value Fund	**	229,608
*	Fidelity Investments	OTC Portfolio Fund	**	66,010
*	Fidelity Investments	Overseas Fund	**	238,388
*	Fidelity Investments	Real Estate Investment Fund	**	115,060
*	Fidelity Investments	Blue Chip Growth Fund	**	213,500
*	Fidelity Investments	Low Priced Stock Fund	**	166,582
*	Fidelity Investments	Equity Income II Fund	**	36,504
*	Fidelity Investments	Aggressive Growth Fund	**	125,652
*	Fidelity Investments	Diversified International Fund	**	380,591
*	Fidelity Investments	Dividend Growth Fund	**	166,024
*	Fidelity Investments	Export & Multinational Fund	**	118,297
*	Fidelity Investments	Mid Cap Stock Fund	**	279,456
*	Fidelity Investments	Large Cap Stock Fund	**	117,794
*	Fidelity Investments	Freedom Income Fund	**	31,908
*	Fidelity Investments	Small Cap Retirement Fund	**	48,540
*	Fidelity Investments	Spartan Total Market Index	**	111,217
*	Fidelity Investments	Spartan Extended Market Index	**	17,121
*	Fidelity Investments	Short Term Bond Fund	**	40,116
*	Fidelity Investments	Fifty Fund	**	91,820
*	Fidelity Investments	Small Cap Value Fund	**	86,747
*	Fidelity Investments	Freedom 2000 Fund	**	44,675
*	Fidelity Investments	Freedom 2005 Fund	**	10,271
*	Fidelity Investments	Freedom 2015 Fund	**	18,877
*	Fidelity Investments	Freedom 2025 Fund	**	87,321
*	Fidelity Investments	Freedom 2010 Fund	**	45,752
*	Fidelity Investments	Freedom 2020 Fund	**	18,788
*	Fidelity Investments	Freedom 2030 Fund	**	107,956
*	Fidelity Investments	Freedom 2035 fund	**	83,160
*	Fidelity Investments	Freedom 2040 fund	**	49,335
*	Fidelity Investments	Freedom 2045 Fund	**	22,293
*	Fidelity Investments	Freedom 2050 Fund	**	14,539
		Participant Loans		
*	Loans to participants	Interest rates ranging from at 5.75% to 6.0%; maturing through 2014		$ 130,584
				$ 5,137,888

* Denotes party-in-interest
** Assets are participant directed investments; therefore cost information is not required.

DYSON, INC. 401(k) Plan
Chicago, Illinois

FINANCIAL STATEMENTS
December 31, 2009 and 2008

DYSON, INC. 401(k) PLAN
Chicago, Illinois

FINANCIAL STATEMENTS
December 31, 2009 and 2008

CONTENTS

REPORT OF INDEPENDENT AUDITORS 1

FINANCIAL STATEMENTS

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS 2

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS 3

NOTES TO FINANCIAL STATEMENTS 4

SUPPLEMENTAL SCHEDULE

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (HELD AT END OF YEAR) 9

Crowe Horwath LLP
Member Horwath International

REPORT OF INDEPENDENT AUDITORS

Fiduciary Committee
Dyson, Inc. 401(k) Plan
Chicago, Illinois

We were engaged to audit the financial statements and supplemental schedule of the Dyson, Inc. 401(k) Plan ("Plan") as of December 31, 2009 and 2008 and for the year ended December 31, 2009, as listed in the accompanying contents page. These financial statements and supplemental schedule are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Fidelity Management Trust Company, the trustee of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. The plan administrator has informed us that the trustee holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained certifications from the trustee as of December 31, 2009 and 2008 and for the year ended December 31, 2009 that the information provided to the plan administrator by the trustee is complete and accurate.

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

Crowe Horwath LLP

Crowe Horwath LLP

Oak Brook, Illinois
August 25, 2010

DYSON, INC. 401(k) PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2009 and 2008

	2009	2008
ASSETS		
Investments, at fair value (Note 4)	$ 5,137,888	$ 2,706,495
Receivables		
Employer's contributions	436,769	486,059
Participants' contributions	23,097	22,826
Total receivables	459,866	508,885
Total assets	5,597,754	3,215,380
NET ASSETS AVAILABLE FOR BENEFITS	$ 5,597,754	$ 3,215,380

See accompanying notes to financial statements.

DYSON, INC. 401(k) PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
Year ended December 31, 2009

Additions to net assets attributed to:	
Investment income	
Net appreciation in fair value of investments (Note 4)	$ 1,053,527
Interest and dividends	67,951
	1,121,478
Contributions	
Employer	929,146
Participants	853,767
Rollover	77,489
	1,860,402
Total additions	2,981,880
Deductions from net assets attributed to:	
Benefits paid to participants	596,043
Administrative expenses	3,463
Total deductions	599,506
Net increase	2,382,374
Net assets available for benefits	
Beginning of year	3,215,380
End of year	$ 5,597,754

See accompanying notes to financial statements.

NOTE 1 - DESCRIPTION OF PLAN

The following description of the Dyson, Inc. 401(k) Plan ("the Plan") provides only general information. Participants should refer to the Plan agreement for more complete information.

General: The Plan is a defined contribution plan covering substantially all employees of Dyson, Inc., Dyson Technology, Inc., Dyson Technical Services, Inc., Dyson B2B Technical Services, Inc. and Dyson B2B, Inc. ("the Company"). All employees over the age of 21 are eligible for the Plan, and may enter on the first day of every month following completion of six months of service. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA).

Contributions: Participants may elect to defer to the Plan up to 50% of their eligible compensation on a pre-tax basis up to the maximum allowed under Section 402(g) of the Internal Revenue Code (IRC). Participants may contribute funds from another qualified plan as rollover contributions.

The Company makes a safe harbor nonelective contribution equal to 3% of a participants' eligible compensation. During 2009 and 2008, the Company made a discretionary qualified matching contribution up to 100% of the first 3% of a participants' eligible deferred compensation. The qualified matching contribution is calculated and allocated on an annual basis.

Participant Accounts: Each participant's account is credited with the participant's contribution and an allocation of the Company's contribution and Plan earnings. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's account.

Vesting: Participants are immediately 100% vested in voluntary and Company contributions plus actual earnings thereon.

Payment of Benefits: Upon termination of service or attainment of the age of 59½, a participant will receive the vested value of his or her account paid to them in the form of a lump sum or a rollover distribution. A participant may withdraw all or a portion of the value of his or her vested interest prior to termination of employment upon meeting certain requirements as set forth in the plan agreement.

Investment Options: Upon enrollment in the Plan, a participant may direct contributions into any of the investment options offered by the Plan. Participants may change their investment options daily.

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES

Loans: The Plan provides that participants can borrow from their accounts in the Plan. These loans are secured by the balance in the participant's account. These loans are limited to the lesser of $50,000 or 50% of the participant's account balance. Loan issuances are treated as a transfer between a participant's investment fund(s) and the loans receivable in a participant's account. Loan principal and interest payments are made in accordance with the note's amortization schedule, and are made via payroll withholding.

Accounting Method: The accounting practices and principles followed by the Plan and the methods of applying those principles conform to accounting principles generally accepted in the United States of America. Net assets information is accounted for on the accrual basis.

Payment of Benefits: Plan benefits are recorded when paid.

(Continued)

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES (Continued)

Investment Valuation and Income Recognition: The Plan's investments, except participant loans, are reported at fair value. Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation (depreciation) includes the plan's gains and losses on investments bought and sold as well as held during the year.

Fair value is the price that would be received by the Plan for an asset or paid by the Plan to transfer a liability (an exit price) in an orderly transaction between market participants on the measurement date in the Plan's principal or most advantageous market for the asset or liability. Fair value measurements are determined by maximizing the use of observable inputs and minimizing the use of unobservable inputs. The hierarchy places the highest priority on unadjusted quoted market prices in active markets for identical assets or liabilities (level 1 measurements) and gives the lowest priority to unobservable inputs (level 3 measurements). The three levels of inputs within the fair value hierarchy are defined as follows:

Level 1: Quoted prices (unadjusted) for identical assets or liabilities in active markets that the Plan has the ability to access as of the measurement date.

Level 2: Significant other observable inputs other than level 1 prices such as quoted prices for similar assets or liabilities; quoted prices in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.

Level 3: Significant unobservable inputs that reflect the Plan's own assumptions about the assumptions that market participants would use in pricing an asset or liability.

In some cases, a valuation technique used to measure fair value may include inputs from multiple levels of the fair value hierarchy. The lowest level of significant input determines the placement of the entire fair value measurement in the hierarchy.

The following descriptions of the valuation methods and assumptions used by the Plan to estimate the fair values of investments apply to investments held directly by the Plan.

Mutual funds: The fair values of mutual fund investments are determined by obtaining quoted prices on nationally recognized securities exchanges (level 1 inputs). The fair values of mutual fund investments are based upon the closing net asset value per share of the mutual fund on the day of the valuation as reflected on a national securities exchange.

Participant loans: Participant loans are reported at amortized cost, as the fair value of the loans is not practicable to estimate due to restrictions placed on the transferability of the loans.

The 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 the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

(Continued)

NOTE 2 - SUMMARY OF ACCOUNTING POLICIES (Continued)

Investments measured at fair value on a recurring basis are summarized below:

	Fair Value Measurements at December 31, 2009 Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments (other than participant loans)			
Mutual funds			
Cash equivalents	$ 506,838	$ -	$ -
Large-cap growth	607,424	-	-
Large-cap core	547,228	-	-
Large-cap value	153,279	-	-
Mid-cap growth	507,889	-	-
Mid-cap core	463,159	-	-
Mid-cap value	278,839	-	-
Small-cap core	48,540	-	-
Small-cap value	86,747	-	-
International equity	618,979	-	-
Real estate	115,060	-	-
Fixed income	385,163	-	-
Blended	688,159	-	-

	Fair Value Measurements at December 31, 2008 Using		
	Quoted Prices in Active Markets for Identical Assets (Level 1)	Significant Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Investments (other than participant loans)	$ 2,612,854	$ -	$ -

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 certain reported amounts and disclosures. Actual results could differ from those estimates.

Risks and Uncertainties: The Plan utilizes various investment instruments. Investment securities, in general, are exposed to various risks, such as interest rate, credit, liquidity, and overall market volatility. Due to the level of risk associated with certain investment securities, it is 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 financial statements and in participants' individual account balances.

(Continued)

NOTE 3 - PLAN TERMINATION

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its operations at any time, subject to the provisions of ERISA and its related regulations.

NOTE 4 - INVESTMENTS – UNAUDITED INFORMATION

Fidelity Management Trust Company, the trustee of the Plan, holds investment assets and executes transactions therein, and substantially all information pertaining to investments included in the financial statements has been certified by them. This information has not been audited by independent accountants.

The following presents investments that represent 5% or more of the Plan's net assets at December 31:

	2009	2008
Investments at fair value:		
Fidelity Diversified International Fund	$ 380,591	$ 208,329
Fidelity Retirement Money Market Fund	506,838	424,517
Fidelity Growth Company Fund	316,227	129,152*

*Disclosed for comparative purposes only, not above 5% of net assets.

During the year ended December 31, 2009, the Plan's investments in mutual funds (including investments bought, sold, and held during the year) appreciated in value by $1,053,527.

Dividend and interest income of $67,951 was earned for the year ended December 31, 2009.

NOTE 5 - TAX STATUS

The Plan has been restated on a prototype document that received a favorable opinion letter dated March 31, 2008. The plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable sections of the IRC.

NOTE 6 - PARTY-IN-INTEREST TRANSACTIONS

Parties-in-interest are defined under Department of Labor regulations as any fiduciary of the Plan, any party rendering service to the Plan, the employer, and certain others.

As of December 31, 2009 and 2008, certain Plan investments were invested in mutual funds managed by Fidelity Investments. As Fidelity Management Trust Company is the trustee of the Plan and also an affiliate of Fidelity Investments, these investments qualify as party-in-interest investments. In addition, the Plan also held loans to participants, which qualify as party-in-interest transactions.

Certain professional fees related to the administration of the Plan were paid by the Company on behalf of the Plan. Fees charged by the trustee for plan administration and participant loan processing fees totaled $3,463 for the year ended December 31, 2009.

(Continued)

NOTE 7 - CORRECTIVE ACTION TAKEN WITH RESPECT TO THE PLAN

In mid-2007, the Company discovered that from December 1, 2002 through December 31, 2006 the definition of compensation, for purposes of employee contributions and the safe harbor non-elective employer contributions, was not followed in accordance with Plan provisions. As a result, salary deferrals for some Plan participants were contributed at a higher or lower amount that what should have been contributed under the provisions of the Plan. Further, participants were not allocated full safe-harbor non-elective contributions.

Legal counsel and a third-party organization was engaged to assist in the correction process. In January 2009, $87,726 was contributed to the Plan to correct for the aforementioned operation compliance errors that occurred. The correction includes the Company's contribution to the Plan for any shortfall in affected participant's deferrals and nonelective employer contributions, including lost earnings applicable to such contribution shortfalls. The amount was recorded as an employer contribution receivable in the statement of net assets available for benefits.

Management does not believe that these operational compliance errors impact the Plan's qualification status as a tax-exempt entity.

NOTE 8 - RECONCILIATION TO FORM 5500

Following is a reconciliation of net assets available for benefits per the financial statements at December 31, 2009 and 2008 to the Form 5500:

	2009	2008
Net assets available for benefits per the financial statements	$ 5,597,754	$ 3,215,380
Employer contributions receivable	(436,769)	(486,059)
Participants' contributions receivable	(23,097)	(22,826)
Net assets per the Form 5500	$ 5,137,888	$ 2,706,495

Following is a reconciliation of the increase net assets available for benefits per the financial statements to net income per the Form 5500 for the year ended December 31, 2009:

Increase in net assets available for benefits per the financial statements	$ 2,382,374
Change in employer contributions receivable	49,290
Change in participants' contributions receivable	(271)
Net income per the Form 5500	$ 2,431,393

NOTE 9 - SUBSEQUENT EVENTS

Plan management has evaluated subsequent events for recognition and disclosure through August 25, 2010, which is the date the financial statements were available to be issued.

SUPPLEMENTAL SCHEDULE

DYSON, INC. 401(k) PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
December 31, 2009

Plan Sponsor: Dyson, Inc.
Employer Identification Number: 47-0854628
Plan Number: 001

(a)	(b) Identity of Issuer, Borrower, Lessor, or Similar Party	(c) Description of Investment, Including Maturity Date, Rate of Interest, Par, or Maturity Value	(d) Cost	(e) Current Value
		Mutual Funds		
*	Fidelity Investments	Retirement Money Market Fund	**	$ 506,838
*	Fidelity Investments	Fidelity	**	60,373
*	Fidelity Investments	Puritan Fund	**	153,284
*	Fidelity Investments	Value Strategies Fund	**	49,231
*	Fidelity Investments	Contra Fund	**	275,627
*	Fidelity Investments	Equity Income Fund	**	116,775
*	Fidelity Investments	Growth Company Fund	**	316,227
*	Fidelity Investments	Investors Growth Bond Fund	**	133,339
*	Fidelity Investments	Intermediate Bond Fund	**	211,708
*	Fidelity Investments	Value Fund	**	229,608
*	Fidelity Investments	OTC Portfolio Fund	**	66,010
*	Fidelity Investments	Overseas Fund	**	238,388
*	Fidelity Investments	Real Estate Investment Fund	**	115,060
*	Fidelity Investments	Blue Chip Growth Fund	**	213,500
*	Fidelity Investments	Low Priced Stock Fund	**	166,582
*	Fidelity Investments	Equity Income II Fund	**	36,504
*	Fidelity Investments	Aggressive Growth Fund	**	125,652
*	Fidelity Investments	Diversified International Fund	**	380,591
*	Fidelity Investments	Dividend Growth Fund	**	166,024
*	Fidelity Investments	Export & Multinational Fund	**	118,297
*	Fidelity Investments	Mid Cap Stock Fund	**	279,456
*	Fidelity Investments	Large Cap Stock Fund	**	117,794
*	Fidelity Investments	Freedom Income Fund	**	31,908
*	Fidelity Investments	Small Cap Retirement Fund	**	48,540
*	Fidelity Investments	Spartan Total Market Index	**	111,217
*	Fidelity Investments	Spartan Extended Market Index	**	17,121
*	Fidelity Investments	Short Term Bond Fund	**	40,116
*	Fidelity Investments	Fifty Fund	**	91,820
*	Fidelity Investments	Small Cap Value Fund	**	86,747
*	Fidelity Investments	Freedom 2000 Fund	**	44,675
*	Fidelity Investments	Freedom 2005 Fund	**	10,271
*	Fidelity Investments	Freedom 2015 Fund	**	18,877
*	Fidelity Investments	Freedom 2025 Fund	**	87,321
*	Fidelity Investments	Freedom 2010 Fund	**	45,752
*	Fidelity Investments	Freedom 2020 Fund	**	18,788
*	Fidelity Investments	Freedom 2030 Fund	**	107,956
*	Fidelity Investments	Freedom 2035 fund	**	83,160
*	Fidelity Investments	Freedom 2040 fund	**	49,335
*	Fidelity Investments	Freedom 2045 Fund	**	22,293
*	Fidelity Investments	Freedom 2050 Fund	**	14,539
		Participant Loans		
*	Loans to participants	Interest rates ranging from at 5.75% to 6.0%; maturing through 2014		$ 130,584
				$ 5,137,888

* Denotes party-in-interest
** Assets are participant directed investments; therefore cost information is not required.