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

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Part I	Annual Report Iden	tification Information				
For cale	ndar plan year 2009 or fiscal p	plan year beginning 01/01/2009		and ending 12/31/	2009	
A This	return/report is for:	a multiemployer plan;	a multipl	e-employer plan; or		
		X a single-employer plan;	a DFE (s	specify)		
B This	return/report is:	the first return/report;	the final	return/report;		
		an amended return/report;	a short p	olan year return/report (less t	han 12 months).	
C If the	plan is a collectively-bargaine	ed plan, check here				
	k box if filing under:	X Form 5558:	_	c extension;	the DFVC program;	
D Onco	K box ii iiiiiig dildei.	special extension (enter de		,		
Dort	II Pacia Blan Inform					
Part 1a Nor	ne of plan	nation—enter all requested inform	lation		1b Three-digit plan	
	CKET, INC. 401(K) RETIREM	FNT PLAN			number (PN) ▶	001
					1c Effective date of plant	an
09/28/2007						
2a Plan sponsor's name and address (employer, if for a single-employer plan)			2b Employer Identifica	ition		
,	ress should include room or s CKET, INC.	suite no.)			Number (EIN) 20-3093954	
TIII CIKIC	JKLT, INC.				2c Sponsor's telephor	ne
					number	
11241 S	LATER AVE NE	11241 SI	ATER AVE NE		425-452-1111	
SUITE 2	01 ND, WA 98033	SUITE 20	SUITE 201 KIRKLAND, WA 98033		2d Business code (see instructions)	Э
KIKKLAI	ND, WA 96033	KIKKLAN	KIRKLAIND, WA 96033			
		complete filing of this return/repo				
		enalties set forth in the instructions, as the electronic version of this retur				
	, , , , , , , , , , , , , , , , , , , ,					
SIGN	Filed with authorized/valid ele	ectronic signature.	10/15/2010	LAURA HUMRICH		
HERE			_			
	Signature of plan adminis	trator	Date	Enter name of individual s	signing as plan administrator	
SIGN						
HERE						
	Signature of employer/pla	n sponsor	Date	Enter name of individual s	signing as employer or plan sp	onsor
OIC.						
SIGN						

Signature of DFE Date Enter name
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.

Form 5500 (2009) v.092307.1

Enter name of individual signing as DFE

	Form 5500 (2009)	Page 2		
	Plan administrator's name and address (if same as plan sponsor, enter "Sam CRICKET, INC.	e")		Iministrator's EIN 3093954
SU	41 SLATER AVE NE TE 201 KLAND, WA 98033		nu	ministrator's telephone imber 5-452-1111
4	If the name and/or EIN of the plan sponsor has changed since the last return/the plan number from the last return/report:	report filed for this plan, enter the name, I	EIN and	4b EIN
а	Sponsor's name			4c PN
5	Total number of participants at the beginning of the plan year		5	73
6	Number of participants as of the end of the plan year (welfare plans complete	only lines 6a, 6b, 6c, and 6d).		
а	Active participants		6a	45
b	Retired or separated participants receiving benefits		6b	C
С	Other retired or separated participants entitled to future benefits		6с	24
d	Subtotal. Add lines 6a, 6b, and 6c		6d	69
е	Deceased participants whose beneficiaries are receiving or are entitled to rec	eive benefits	<u>6e</u>	С
f	Total. Add lines 6d and 6e		6f	69
g	Number of participants with account balances as of the end of the plan year (complete this item)		6g	67
h	Number of participants that terminated employment during the plan year with less than 100% vested		6h	(
7	Enter the total number of employers obligated to contribute to the plan (only	multiemployer plans complete this item)	····· 7	
	If the plan provides pension benefits, enter the applicable pension feature code 2E 2F 2G 2J 2K 2T 3D the plan provides welfare benefits, enter the applicable welfare feature codes			
	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 Check all applicable boxes in 10a and 10b to indicate which schedules are at	9b Plan benefit arrangement (check all (1) Insurance (2) Code section 412(e) (3) X Trust (4) General assets of the tached, and, where indicated, enter the next contact of the contact of	(3) insuranc	ce contracts

b General Schedules

(1)

(2)

(3)

(4)

(5)

(6)

H (Financial Information)

A (Insurance Information)C (Service Provider Information)

I (Financial Information – Small Plan)

D (DFE/Participating Plan Information)

G (Financial Transaction Schedules)

a Pension Schedules

(1)

(2)

(3)

R (Retirement Plan Information)

MB (Multiemployer Defined Benefit Plan and Certain Money

Purchase Plan Actuarial Information) - signed by the plan

SB (Single-Employer Defined Benefit Plan Actuarial

Information) - signed by the plan actuary

SCHEDULE I (Form 5500)

Department of the Treasury Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Financial Information—Small Plan

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

Tension benefit dualanty corporation			ilispection	
For calendar plan year 2009 or fiscal plan year beginning 0	1/01/2009	and ending 12	/31/2009	
A Name of plan HIPCRICKET, INC. 401(K) RETIREMENT PLAN		B Three-digit plan number (PN)	001	
C Plan sponsor's name as shown on line 2a of Form 5500 HIPCRICKET, INC.		D Employer Identification 20-3093954	on Number (EIN)	

Complete Schedule I if the plan covered fewer than 100 participants as of the beginning of the plan year. You may also complete Schedule I if you are filing as a small plan under the 80-120 participant rule (see instructions). Complete Schedule H if reporting as a large plan or DFE.

Part I Small Plan Financial Information

Report below the current value of assets and liabilities, income, expenses, transfers and changes in net assets during the plan year. Combine the value of plan assets held in more than one trust. Do not enter the value of the portion of an insurance contract that guarantees during this plan year to pay a specific dollar benefit at a future date. 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.

1	Plan Assets and Liabilities:		(a) Beginning of Year	(b) End of Year
а	Total plan assets	. 1a	312374	650133
b	Total plan liabilities	. 1b		
С	Net plan assets (subtract line 1b from line 1a)	1c	312374	650133
2	Income, Expenses, and Transfers for this Plan Year:		(a) Amount	(b) Total
а	Contributions received or receivable:			
	(1) Employers	2a(1)		
	(2) Participants	2a(2)	230219	
	(3) Others (including rollovers)	2a(3)	4189	
b	Noncash contributions	2b		
С	Other income	. 2c	144693	
d	Total income (add lines 2a(1), 2a(2), 2a(3), 2b, and 2c)	. 2d		379101
е	Benefits paid (including direct rollovers)	. 2e	41187	
f	Corrective distributions (see instructions)	. 2f		
g	Certain deemed distributions of participant loans (see instructions)	. 2g		
h	Administrative service providers (salaries, fees, and commissions).	2h	155	
i	Other expenses	. 2i		
j	Total expenses (add lines 2e, 2f, 2g, 2h, and 2i)	. 2j		41342
k	Net income (loss) (subtract line 2j from line 2d)	2k		337759
	Transfers to (from) the plan (see instructions)	. 2I		

3 Specific Assets: If the plan held assets at anytime during the plan year in any of the following categories, check "Yes" and enter the current value of any assets remaining in the plan as of the end of the plan year. Allocate the value of the plan's interest in a commingled trust containing the assets of more than one plan on a line-by-line basis unless the trust meets one of the specific exceptions described in the instructions.

			Yes	No	Amount
а	Partnership/joint venture interests	3a		X	
b	Employer real property	3b		X	
	Real estate (other than employer real property)			X	
d	Employer securities	3d		X	
	Participant loans			X	

Schedule I (Form 5500) 2009	Page 2- 1

Schedule I	(Form 5500)	2000
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			Yes	No	Amou	nt
3f	Loans (other than to participants)	3f		X		
g	Tangible personal property	3g		Χ		
			ı	l.		
Pa	art II Compliance Questions					_
4	During the plan year:		Yes	No	Amou	nt
а	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 plan year or classified during the year as uncollectible? Disregard participant loans secured by the participant's account balance.	4b		X		
С	Were any leases to which the plan was a party in default or classified during the year as uncollectible?	4c		X		
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a.)	4d		X		
е	Was the plan covered by a fidelity bond?	4e	X			50000
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 at any time hold 20% or more of its assets in any single security, debt, mortgage, parcel of real estate, or partnership/joint venture interest?	4i		X		
j	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4j		X		
k	Are you claiming a waiver of the annual examination and report of an independent qualified public accountant (IQPA) under 29 CFR 2520.104-46? If "No," attach an IQPA's report or 2520.104-50 statement. (See instructions on waiver eligibility and conditions.)	4k	X			
ı	Has the plan failed to provide any benefit when due under the plan?	41		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	Ye	es 🛚 N	lo A	Amount:	
5b	If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), ide transferred. (See instructions.)	entify t	he plan	(s) to w	hich assets or liabili	ties were
	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 e	ending	12/31/2	2009		
	Name of plan	l l	ee-digit			
HIPC	CRICKET, INC. 401(K) RETIREMENT PLAN	'	an numb	er	001	
		(P	N)	<u> </u>		
_		_				
	Plan sponsor's name as shown on line 2a of Form 5500 CRICKET, INC.	D Em	ployer lo	dentificat	tion Number (E	IN)
	MICKET, INC.	2	0-30939	954		
_						
	art I Distributions					
AII	references to distributions relate only to payments of benefits during the plan year.			1		
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 dur payors who paid the greatest dollar amounts of benefits):	ing the ye	ar (if mo	re than t	wo, enter EINs	of the two
	EIN(s): 04-6568107					
	Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.					
_				1		
3	Number of participants (living or deceased) whose benefits were distributed in a single sum, during the year	•				
_			3			
P	Funding Information (If the plan is not subject to the minimum funding requirements of ERISA section 302, skip this Part)	of section	of 412 o	f the Inte	ernal Revenue	Code or
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	.1				
	plan year, see instructions and enter the date of the ruling letter granting the waiver. Date: Mon			ay		
6	If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the re			Chedule	· <u>·</u>	
6	a Enter the minimum required contribution for this plan year					
	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
				162		☐ IV/A
8	If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure pro-	viding				
	automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator	•	П	Yes	□No	□ N/A
	with the change?			103		
Pa	art III Amendments					
	7 till of the control					
9	If this is a defined benefit pension plan, were any amendments adopted during this plan					
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	250	□ Decr	20200	Roth	Пио
	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		Decr		Both	☐ No
	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				Ш	☐ No
	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	(e)(7) of th	e Intern	al Rever	nue Code,	
Pa	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	(e)(7) of that	e Interna	al Rever	nue Code,	i No
Pa 10	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	(e)(7) of that ay any execution back-to-back	e International	al Rever n?	nue Code, Yes	i No

Schedule R	(Form	5500	2009
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Pa	rt V	Additional Information for Multiemployer Defined Benefit Pension Plans					
13		er the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in lars). See instructions. Complete as many entries as needed to report all applicable employers.					
	а	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					
	е	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):					
	а	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					
	е	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):					
	а	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					
	е	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):					
	а	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					
	е	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					
	е	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):					
	а	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					
	е	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):					

Pa	ae	3
	90	_

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.				
Pa	art VI Additional Information for Single-Employer and Multiemployer Defined Benefi	it 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)?	, U , 11 1			
	☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):				