

Form 5500 Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Annual Return/Report of Employee Benefit Plan This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code). <p style="text-align: center;">▶ Complete all entries in accordance with the instructions to the Form 5500.</p>	OMB Nos. 1210-0110 1210-0089 2009 This Form is Open to Public Inspection
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Part I	Annual Report Identification Information
For calendar plan year 2009 or fiscal plan year beginning <u>01/01/2009</u> and ending <u>12/31/2009</u>	
A This return/report is for:	<input type="checkbox"/> a multiemployer plan; <input type="checkbox"/> a multiple-employer plan; or <input checked="" type="checkbox"/> a single-employer plan; <input type="checkbox"/> a DFE (specify) ____
B This return/report is:	<input type="checkbox"/> the first return/report; <input checked="" type="checkbox"/> the final return/report; <input checked="" type="checkbox"/> an amended return/report; <input type="checkbox"/> a short plan year return/report (less than 12 months).
C If the plan is a collectively-bargained plan, check here.	<input type="checkbox"/>
D Check box if filing under:	<input checked="" type="checkbox"/> Form 5558; <input type="checkbox"/> automatic extension; <input type="checkbox"/> the DFVC program; <input type="checkbox"/> special extension (enter description)

Part II	Basic Plan Information —enter all requested information										
1a Name of plan KNOWLES ELECTRONICS LLC PENSION PLAN 2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) KNOWLES ELECTRONICS LLC CONNIE GREVE 1151 MAPLEWOOD DRIVE ITASCA, IL 60143	<table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;">1b Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;">001</td> </tr> <tr> <td colspan="2">1c Effective date of plan 07/01/1963</td> </tr> <tr> <td colspan="2">2b Employer Identification Number (EIN) 36-4316363</td> </tr> <tr> <td colspan="2">2c Sponsor's telephone number 630-250-5100</td> </tr> <tr> <td colspan="2">2d Business code (see instructions) 335900</td> </tr> </table>	1b Three-digit plan number (PN) ▶	001	1c Effective date of plan 07/01/1963		2b Employer Identification Number (EIN) 36-4316363		2c Sponsor's telephone number 630-250-5100		2d Business code (see instructions) 335900	
1b Three-digit plan number (PN) ▶	001										
1c Effective date of plan 07/01/1963											
2b Employer Identification Number (EIN) 36-4316363											
2c Sponsor's telephone number 630-250-5100											
2d Business code (see instructions) 335900											

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.	10/15/2010	CARY CHARLES
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE			
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") ADMINISTRATIVE COMMITTEE KNOWLES ELECTRONICS LLC PENSION PLAN CONNIE GREVE 1151 MAPLEWOOD DRIVE ITASCA, IL 60143	3b Administrator's EIN 36-2904902 <hr/> 3c Administrator's telephone number 630-250-5100
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN <hr/> 4c PN
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5 Total number of participants at the beginning of the plan year	5	1085
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	0
b Retired or separated participants receiving benefits.....	6b	0
c Other retired or separated participants entitled to future benefits.....	6c	0
d Subtotal. Add lines 6a , 6b , and 6c	6d	0
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	0
f Total. Add lines 6d and 6e	6f	0
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	2

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
 1A 1C 1G 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) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor	9b Plan benefit arrangement (check all that apply) (1) <input type="checkbox"/> Insurance (2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts (3) <input checked="" type="checkbox"/> Trust (4) <input type="checkbox"/> General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules (1) <input checked="" type="checkbox"/> R (Retirement Plan Information) (2) <input type="checkbox"/> MB (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary (3) <input checked="" type="checkbox"/> SB (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary	b General Schedules (1) <input checked="" type="checkbox"/> H (Financial Information) (2) <input type="checkbox"/> I (Financial Information – Small Plan) (3) <input type="checkbox"/> A (Insurance Information) (4) <input checked="" type="checkbox"/> C (Service Provider Information) (5) <input checked="" type="checkbox"/> D (DFE/Participating Plan Information) (6) <input type="checkbox"/> G (Financial Transaction Schedules)
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SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

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

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

A Name of plan KNOWLES ELECTRONICS LLC PENSION PLAN	B Three-digit plan number (PN) ▶ 001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF KNOWLES ELECTRONICS LLC	D Employer Identification Number (EIN) 36-4316363
E Type of plan: <input checked="" type="checkbox"/> Single <input type="checkbox"/> Multiple-A <input type="checkbox"/> Multiple-B	F Prior year plan size: <input type="checkbox"/> 100 or fewer <input type="checkbox"/> 101-500 <input checked="" type="checkbox"/> More than 500

Part I	Basic Information
1 Enter the valuation date: Month 01 Day 01 Year 2009	
2 Assets:	
a Market value	2a 67863761
b Actuarial value	2b 67863761
3 Funding target/participant count breakdown	
	(1) Number of participants (2) Funding Target
a For retired participants and beneficiaries receiving payment	3a 456 34529525
b For terminated vested participants	3b 444 17940861
c For active participants:	
(1) Non-vested benefits	3c(1) 458749
(2) Vested benefits	3c(2) 10708211
(3) Total active	3c(3) 185 11166960
d Total	3d 1085 63637346
4 If the plan is at-risk, check the box and complete items (a) and (b)	
a Funding target disregarding prescribed at-risk assumptions	4a
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b
5 Effective interest rate	5 6.84 %
6 Target normal cost	6 1523021

Statement by Enrolled Actuary

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

SIGN HERE		10/11/2010
Signature of actuary		Date
JAMES M. DERENGOWSKI, A.S.A., E.A.		08-06555
Type or print name of actuary		Most recent enrollment number
TOWERS WATSON PENNSYLVANIA, INC.		312-525-2500
Firm name		Telephone number (including area code)
191 N. WACKER DRIVE CHICAGO, IL 60606		
Address of the firm		

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

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

Schedule SB (Form 5500) 2009
v.092308.1

Part II Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	19743060	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	706739	0
9	Amount remaining (Item 7 minus item 8).....	19036321	0
10	Interest on item 9 using prior year's actual return of <u>14.79</u> %	-2815472	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>6.30</u> %		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance.....		0
12	Reduction in balances due to elections or deemed elections.....		
13	Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	16220849	0

Part III Funding percentages			
14	Funding target attainment percentage.....	14	81.15 %
15	Adjusted funding target attainment percentage.....	15	106.64 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	119.95 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2009	2000000				
07/01/2009	2000000				
10/15/2009	2000000				
12/21/2009	1800000				
			Totals ►	18(b)	7800000 18(c)

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	7484839
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
c If 20a is "Yes," see instructions and complete the following table as applicable:		
Liquidity shortfall as of end of Quarter of this plan year		
(1) 1st	(2) 2nd	(3) 3rd (4) 4th
0	0	0 0

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

21 Discount rate:				
a Segment rates:	1st segment: %	2nd segment: %	3rd segment: %	<input checked="" type="checkbox"/> N/A, full yield curve used
b Applicable month (enter code)				21b 1
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) <input type="checkbox"/> Prescribed - combined <input checked="" type="checkbox"/> Prescribed - separate <input type="checkbox"/> Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	1523021
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	0	0
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	1523021
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	0	0
36 Additional cash requirement (item 34 minus item 35).....	36	1523021
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	7484839
38 Interest-adjusted excess contributions for current year (see instructions).....	38	5961818
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan KNOWLES ELECTRONICS LLC PENSION PLAN	B Three-digit plan number (PN) ▶	001
C Plan sponsor's name as shown on line 2a of Form 5500 KNOWLES ELECTRONICS LLC	D Employer Identification Number (EIN) 36-4316363	

Part I	Service Provider Information (see instructions)
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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

(b) Enter name and EIN or address of person who provided you disclosure 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)

CONTRACT ADMINISTRATOR

(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?
12		0	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

WELLS FARGO

94-1347393

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
21 28		326072	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

TOWERS PERRIN

23-1159630

(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?
11 70		69075	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

DYKEMA GOSSET

38-1446628

(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?
29		21723	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

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

MILLER COOPER & CO.

36-2897372

(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?
10		12900	Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

(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 <input type="checkbox"/> No <input type="checkbox"/>	Yes <input type="checkbox"/> No <input type="checkbox"/>		Yes <input type="checkbox"/> No <input type="checkbox"/>

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

(a) Enter service provider name as it appears on line 2	(b) Service Codes (see instructions)	(c) Enter amount of indirect compensation

(d) Enter name and EIN (address) of source of indirect compensation	(e) Describe the indirect compensation, including any formula used to determine the service provider's eligibility for or the amount of the indirect compensation.

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

Part III Termination Information on Accountants and Enrolled Actuaries (see instructions)
(complete as many entries as needed)

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2009

This Form is Open to Public Inspection.

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

A Name of plan
KNOWLES ELECTRONICS LLC PENSION PLAN

B Three-digit plan number (PN)	▶	001
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C Plan or DFE sponsor's name as shown on line 2a of Form 5500
KNOWLES ELECTRONICS LLC

D	Employer Identification Number (EIN)
	36-4316363

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: **DOVER CORP MASTER RETIREMENT TRUST**

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

c EIN-PN 53-0257888-100	d Entity code M	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 0
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN**a** Plan name**b** Name of
plan sponsor**c** EIN-PN

SCHEDULE H (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small> <small>Pension Benefit Guaranty Corporation</small>	Financial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan KNOWLES ELECTRONICS LLC PENSION PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 KNOWLES ELECTRONICS LLC	D Employer Identification Number (EIN) 36-4316363	

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)	1364	0
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)	4026818	0
(2) U.S. Government securities.....	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)	63835579	0
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds).....	1c(13)		
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)		

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	67863761	0

Liabilities

g Benefit claims payable	1g	2927	0
h Operating payables	1h		
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	2927	0

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	67860834	0
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	7800000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		7800000
b Earnings on investments:			
(1) Interest:			
(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)	1137	
(B) U.S. Government securities	2b(1)(B)		
(C) Corporate debt instruments	2b(1)(C)		
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)		
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		1137
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)		
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		
(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)		3872722
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds).....	2b(10)		
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		11673859

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	3775302	
(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)		3775302
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)	121858	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	293270	
(4) Other	2i(4)	53177	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		468305
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		4243607

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		7430252
l Transfers of assets:			
(1) To this plan.....	2l(1)		
(2) From this plan	2l(2)		75291086

Part III Accountant's Opinion

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

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

(1) ☐ Unqualified (2) ☐ Qualified (3) ☒ Disclaimer (4) ☐ Adverse

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

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

(1) Name: MILLER COOPER & CO. LTD

(2) EIN: 36-2897372

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		20000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....		X	
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....	X		
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

5b(1) Name of plan(s)	5b(2) EIN(s)	5b(3) PN(s)
DOVER CORPORATION PENSION PLAN	53-0257888	004

<div>SCHEDULE R (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</div>	<div>Retirement Plan Information</div> <div>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).</div> <div>► File as an attachment to Form 5500.</div>	<div>OMB No. 1210-0110</div> <div>2009</div> <div>This Form is Open to Public Inspection.</div>
For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009		
A Name of plan KNOWLES ELECTRONICS LLC PENSION PLAN		B Three-digit plan number (PN) ► 001
C Plan sponsor's name as shown on line 2a of Form 5500 KNOWLES ELECTRONICS LLC		D Employer Identification Number (EIN) 36-4316363
Part I	Distributions	
All references to distributions relate only to payments of benefits during the plan year.		
1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....		1
2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits): EIN(s): 41-6257133		
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 5
Part II	Funding Information (If the plan is not subject to the minimum funding requirements of section 412 of the Internal Revenue Code or ERISA section 302, skip this Part)	
4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> 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? <input type="checkbox"/> Yes <input type="checkbox"/> No <input checked="" type="checkbox"/> 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. <input type="checkbox"/> Increase <input type="checkbox"/> Decrease <input type="checkbox"/> Both <input checked="" type="checkbox"/> 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? <input type="checkbox"/> Yes <input type="checkbox"/> No		
11 a Does the ESOP hold any preferred stock? <input type="checkbox"/> Yes <input type="checkbox"/> 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.) <input type="checkbox"/> Yes <input type="checkbox"/> No		
12 Does the ESOP hold any stock that is not readily tradable on an established securities market? <input type="checkbox"/> Yes <input type="checkbox"/> No		
For Paperwork Reduction Act Notice and OMB Control Numbers, see the instructions for Form 5500.		
Schedule R (Form 5500) 2009 v.092308.1		

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

e Contribution rate information (If more than one rate applies, check this box ☐ and see instructions regarding required attachment. Otherwise, complete items 13e(1) and 13e(2).)

(1) Contribution rate (in dollars and cents) _____

(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

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

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

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

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

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

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

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

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

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

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

- a** Enter the percentage of plan assets held as:

Stock: 49% Investment-Grade Debt: 41% High-Yield Debt: 0.0% Real Estate: 10% Other: 0.0%

- 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):

**Knowles Electronics, LLC
Pension Plan**

**Financial Statements and
Independent Auditors' Report**

December 31, 2009 and 2008

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FINANCIAL STATEMENTS	
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Statements of Changes in Net Assets Available for Benefits	5
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MILLER COOPER & Co., Ltd

ACCOUNTANTS AND CONSULTANTS

INDEPENDENT AUDITORS' REPORT

Administrative Committee
Knowles Electronics, LLC Pension Plan
Itasca, Illinois

We were engaged to audit the accompanying statements of net assets available for benefits of the Knowles Electronics, LLC Pension Plan as of December 31, 2009 and 2008, and the statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's Administrator.

As permitted by 29 CFR 2520.103-8 of the United States 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 investments, investment transactions, and related income, which were certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the trustee as of and for the years ended December 31, 2009 and 2008 that the information provided to the Plan Administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements taken as a whole. The form and content of the information included in the financial statements, other than that derived from the information certified or provided 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 United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

As further discussed in Note H to the financial statements, the Board of Managers of Knowles Electronics, LLC, the Plan Sponsor, voted on December 27, 2009 to merge the Plan into the Dover Corporation Pension Plan. In accordance with accounting principles generally accepted in the United States of America, the Plan has changed its basis of accounting from the ongoing plan basis used in presenting the 2008 financial statements to the liquidation basis used in presenting the 2009 financial statements.

MILLER, COOPER & CO., LTD.

Miller, Cooper & Co., Ltd.

Certified Public Accountants

Deerfield, Illinois
October 12, 2010

FINANCIAL STATEMENTS

Knowles Electronics, LLC
Pension Plan
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2009 and 2008

<u>ASSETS</u>	<u>2009</u>	<u>2008</u>
Investments, at fair value	\$ <u>-</u>	\$ <u>67,863,761</u>
<u>LIABILITIES</u>		
Benefits payable	<u>-</u>	<u>2,927</u>
NET ASSETS AVAILABLE FOR BENEFITS, AT FAIR VALUE	\$ <u><u>-</u></u>	\$ <u><u>67,860,834</u></u>

The accompanying notes are an integral part of these statements.

Knowles Electronics, LLC
Pension Plan

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years ended December 31, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Additions to net assets attributed to:		
Net appreciation in value of investments	\$ 1,821,811	\$ -
Interest and dividends	2,052,048	2,124,587
Employer contributions	<u>7,800,000</u>	<u>4,000,000</u>
Total additions	<u>11,673,859</u>	<u>6,124,587</u>
Deductions from net assets attributed to:		
Net depreciation in value of investments	-	13,029,189
Benefits paid to participants	3,775,302	3,720,925
Administrative expenses	468,305	520,690
Transfer of net assets to another qualified plan (Note H)	<u>75,291,086</u>	<u>-</u>
Total deductions	<u>79,534,693</u>	<u>17,270,804</u>
NET DECREASE	(67,860,834)	(11,146,217)
Net assets available for benefits, beginning of year	<u>67,860,834</u>	<u>79,007,051</u>
Net assets available for benefits, end of year	<u>\$ -</u>	<u>\$ 67,860,834</u>

The accompanying notes are an integral part of these statements.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Knowles Electronics, LLC Pension Plan (the Plan) provides only general information. Interested parties should refer to the plan document for a more complete description of the Plan's provisions.

1. General

The Plan was a noncontributory, defined benefit pension plan established to provide retirement benefits for eligible employees of Knowles Electronics, LLC and its subsidiaries, past and present (the Company). On August 22, 2005, the Company was acquired by Dover Corporation (Dover). After the acquisition, the Plan remained a single employer plan for eligible employees of Knowles Electronics, LLC. Employees were eligible to participate in the Plan as of the date the employee completed one year of continuous service. The Plan was subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). As discussed further in Note H, the Plan's net assets were merged into the Dover Corporation Pension Plan effective December 31, 2009.

Effective January 1, 2002, the Plan was converted to a cash balance plan for active participants who were under the age of 40 on May 1, 2002 and for all new participants after that date, regardless of age. As of December 31, 2001, credited service was frozen, and cash balance credits began to accumulate, as of January 1, 2002, for these participants. For participants who were over the age of 40 on May 1, 2002, benefits continued to accrue according to the final average pay formula.

The cash balance plan reports accrued benefits to participants in the form of record keeping accounts that track the participant's cash balance benefit and is not a separately funded or segregated account. Account balances were increased annually by a percentage of the employee's compensation plus an investment interest credit.

2. Pension Benefits

The normal retirement date of a participant was the first day of the month on or immediately after the date the participant attained age 65, as long as the participant was vested.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE A - DESCRIPTION OF THE PLAN (Continued)

2. Pension Benefits (Continued)

Upon retirement, various benefit options were available under the final average pay and cash balance formulas. Upon termination, retirement, death, or disability, participants with a vested benefit between \$1,000 and \$10,000 could elect to receive a lump-sum distribution. If the vested benefit was less than \$1,000, the Administrative Committee, at its discretion, could elect to distribute the accrued benefit to the participant in a lump sum. Vested accrued benefits under the cash balance formula could be distributed in a lump sum to the terminated participant or deferred until retirement.

A participant was eligible for an early retirement pension if the employee was terminated on or after completion of at least five years of service and had attained 55 years of age. The monthly pension was the participant's accrued benefit beginning at the normal retirement date. Pension payments commencing prior to age 65 were reduced on an actuarially equivalent basis. A participant was eligible for a deferred, vested retirement pension if his/her employment was terminated after he/she has completed at least three years of vesting service. The monthly pension was the participant's accrued benefit, but payments are deferred until the normal retirement date.

3. Vesting

As of January 1, 2008, participants with service subsequent to December 31, 2007 became 100% vested after three years of service. Prior to this date, participants terminated prior to January 1, 2008 became 100% vested after five years of service.

4. Administrative Expenses

Administrative expenses were paid by the Plan. No administrative expenses were paid by the Company during 2009 or 2008.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

Associated with the Plan's merger, as further discussed in Note H, the Plan has changed its basis of accounting from the ongoing plan basis used in presenting the 2008 financial statements, to the liquidation basis used in presenting the 2009 financial statements.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2. Fair Value Measurements

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820 (formerly known as FASB Statement No. 157), *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described below:

Level 1	Inputs to the valuation methodology are unadjusted quoted market prices for identical assets or liabilities in active markets that the Plan has the ability to access.
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Level 2	<p>Inputs to the valuation methodology include the following:</p> <ul style="list-style-type: none">* Quoted prices for similar assets or liabilities in active markets;* Quoted prices for identical or similar assets or liabilities in inactive markets;* Inputs other than quoted prices that are observable for the asset or liability;* Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
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If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3	Inputs to the valuation methodology are unobservable and significant to the fair value measurement.
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The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2. Fair Value Measurements (Continued)

The following is a description of the valuation methodologies used for the Plan's investments measured at fair value at December 31, 2009 and 2008.

Net cash equivalents, equity funds, and fixed income funds: Valued at the net asset value (NAV) of shares held by the plan at year-end.

Common stocks: Valued at the closing price reported on the active market on which the individual securities are traded.

Other financial instruments: The carrying amounts of other financial instruments, including benefits payable, approximate fair value due to the short maturity of these instruments.

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.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments in the underlying master trust assets as of December 31, 2008:

	Plan Assets at Fair Value as of December 31, 2008			
	Level 1	Level 2	Level 3	Total
Net cash equivalents	\$ 512,206	\$ -	\$ -	\$ 512,206
Equity funds	37,227,777	-	-	37,227,777
Common stock	2,544,045	-	-	2,544,045
Fixed income funds	27,579,733	-	-	27,579,733
Total assets at fair value	\$ <u>67,863,761</u>	\$ <u>-</u>	\$ <u>-</u>	\$ <u>67,863,761</u>

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

3. Use of Estimates

In preparing the Plan's financial statements, management is required to make estimates and assumptions that affect the reported amounts of net assets, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of changes in net assets during the reporting period. Actual results could differ from those estimates. The Plan used an independent actuary to determine the actuarial present value of accumulated plan benefits. A change in the actuarial assumptions used could significantly change the amount of the actuarial present value reported in the accompanying financial statements.

4. Payment of Benefits

Benefits were recorded when paid.

5. New Accounting Pronouncements

a. Generally Accepted Accounting Principles

In June 2009, the FASB issued ASC 105, *Generally Accepted Accounting Principles*, which establishes the FASB ASC as the sole source of authoritative generally accepted accounting principles ("GAAP"). Pursuant to the provisions of FASB ASC 105, the Plan has updated references to GAAP in its financial statements issued for the year ended December 31, 2009. The adoption of FASB ASC 105 did not impact the Plan's financial position or results of operations.

b. Accounting for Uncertainty in Income Taxes

The FASB issued ASC 740 (formerly known as FASB Interpretation No. 48), *Income Taxes*. The Plan adopted this new guidance for the year ended December 31, 2009. Plan management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax exempt status and had taken no uncertain tax positions that require adjustment to the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE C - FUNDING POLICY

The Company's funding policy was to make contributions to the Plan in amounts necessary to provide for employees' retirement benefits. The Company made contributions of \$7,800,000 for the year ended December 31, 2009 and contributions of \$4,000,000 for the year ended December 31, 2008. Participant deferrals were not allowed by the Plan.

NOTE D - ACCUMULATED PLAN BENEFITS

Accumulated plan benefits were those future periodic payments, including lump-sum distributions, that were attributable under the Plan's provisions to the service rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries and (2) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits was determined by an independent actuary and was that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The actuarial present value of accumulated benefits as of January 1, 2009 and 2008 was as follows:

	<u>2009</u>	<u>2008</u>
Vested benefits		
Participants and/or beneficiaries currently receiving benefits	\$ 32,726,804	\$ 30,478,711
Other participants	<u>23,443,412</u>	<u>22,363,542</u>
	56,170,216	52,842,253
Nonvested benefits	<u>1,517,017</u>	<u>1,470,699</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 57,687,233</u>	<u>\$ 54,312,952</u>

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE D - ACCUMULATED PLAN BENEFITS (Continued)

The changes in the actuarial present value of the Plan's accumulated plan benefits for 2008 were as follows:

Actuarial present value of accumulated plan benefits at January 1, 2008	\$ 54,312,952
Increase (decrease) during the year attributable to:	
Benefits accumulated and net gains	1,375,664
Interest due to decrease in the discount period	4,199,062
Assumption changes	1,520,480
Benefits paid	<u>(3,720,925)</u>
Actuarial present value of accumulated plan benefits at January 1, 2009	<u><u>\$ 57,687,233</u></u>

The significant assumptions used in the January 1, 2009 and 2008 valuations were:

- a. Mortality: RP 2000 with generational projection.
- b. Retirement Age: Average retirement age of 64.
- c. Investment return: 7.75% per annum for 2009 and 8.0% per annum for 2008.

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

NOTE E - INVESTMENT IN MASTER TRUST

In 2006, the Plan purchased an investment in the Dover Master Trust which was established for the investment of assets of the Plan and other Dover-sponsored retirement plans. Each participating retirement plan has an undivided interest in the assets of the Master Trust. The assets of the Master Trust are held by Wells Fargo Bank, N.A., the trustee. Investment income and administrative expenses relating to the Master Trust are allocated to the individual plans based upon average monthly balances invested by each plan. As discussed in Note H, the Plan merged with the Dover Corporation Pension Plan, whose sole investment was also the Dover Master Trust as of December 31, 2009. As such, the Plan did not have an allocation of the Dover Master Trust as of December 31, 2009.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE F - INVESTMENTS

All investment information, including investments held at December 31, 2009 and 2008, net appreciation (depreciation) in the fair value of investments, and interest and dividends for the years then ended, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by Wells Fargo Bank, N.A., the trustee. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the investment information certified by the trustee.

The following table presents the fair value of the investments in the Plan. Individual investments representing more than 5% of the Plan's net assets as of December 31, 2009 and/or 2008 are separately identified.

	<u>2009</u>	<u>2008</u>
Master Trust (held by Wells Fargo Bank, N.A.)		
Dover Master Trust	\$ <u>-</u>	\$ <u>67,863,761</u>
	\$ <u><u>-</u></u>	\$ <u><u>67,863,761</u></u>

NOTE G - INCOME TAX STATUS

The Plan obtained its latest determination letter on July 11, 2003, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable provisions of the Internal Revenue Code.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE H - MERGER

Effective December 31, 2009, the Plan was merged into the Dover Corporation Pension Plan, which has similar attributes and is sponsored by Dover Corporation, the Company's parent. The plan merger was performed in compliance with Section 414(1) of the Internal Revenue Code. Effective December 31, 2009, all participants became participants in the Dover Corporation Pension Plan and the Plan ceased to exist. All future eligible employees of the Company will participate in the Dover Corporation Pension Plan. As both plans' sole investment was the Dover Master Trust, the Plan's interest in the Dover Master Trust, totaling \$75,291,086 at December 31, 2009, was allocated to the Dover Corporation Pension Plan. Interested parties should refer to the related plan merger agreement and the plan document of the new plan.

NOTE I - SUBSEQUENT EVENTS

Plan management has evaluated subsequent events through October 12, 2010, the date that these financial statements were available to be issued. Plan management has determined that no events or transactions have occurred subsequent to the statement of net assets available for benefits date that require disclosure in the financial statements.

General Instructions

Purpose of Form

Use Form 5558 to apply for a one-time extension of time to file Form 5500, Annual Return/Report of Employee Benefit Plan; Form 5500-EZ, Annual Return of One-Participant (Owners and Their Spouses) Retirement Plan; or Form 5330, Return of Excise Taxes Related to Employee Benefit Plans.



An extension of time to file does not extend the time to pay the tax due. Any tax due must be paid with this application. Additionally, interest is charged on taxes not paid by the due date even if an extension of time to file is granted.

Where To File

File Form 5558 with the Internal Revenue Service Center, Ogden, UT 84201-0027.

Private Delivery Services. You can use certain private delivery services designated by the IRS to meet the "timely mailing treated as timely filing/paying" rule for tax returns and payments. If you use a private delivery service designated by the IRS (rather than the U.S. Postal Service) to send your return, the postmark date generally is the date the private delivery service records in its database or marks on the mailing label. The private delivery service can tell you how to get written proof of this date.

The following are designated private delivery services:

- **DHL Express (DHL):** DHL Same Day Service, DHL Next Day 10:30 am, DHL Next Day 12:00 pm, DHL Next Day 3:00 pm, and DHL 2nd Day Service.
- **Federal Express (FedEx):** FedEx Priority Overnight, FedEx Standard Overnight, FedEx 2 Day, FedEx International Priority, and FedEx International First.
- **United Parcel Service (UPS):** UPS Next Day Air, UPS Next Day Air Saver, UPS 2nd Day Air, UPS 2nd Day Air A.M., UPS Worldwide Express Plus, and UPS Worldwide Express.

Specific Instructions

Part I. Identification

A. Name and Address

Enter your name and address in the heading if you are a single employer requesting an extension of time to file the Form 5500, Form 5500-EZ or

the Form 5500, Form 5500-EZ or Form 5330. If you are filing for other than a single employer, enter the plan administrator's or plan sponsor's name and address on the application. The plan sponsor listed on this application should be the same as the plan sponsor listed on the annual return/report filed for the plan.

Include the suite, room, or other unit number after the street address. If the Post Office does not deliver mail to the street address and you have a P.O. box, show the box number instead of the street address.

B. Filer's Identifying Number

Employer Identification Number (EIN).

Enter the nine-digit EIN assigned to the employer for all applications filed for Form 5500 or Form 5500-EZ. Also enter the EIN for applications filed for Form 5330 (see *Social Security Number (SSN)* below for exceptions).

If the employer does not have an EIN, the employer must apply for one. An EIN can be applied for:

- Online by clicking the Online EIN Application link at www.irs.gov. The EIN is issued immediately once the application information is validated.
- By telephone at 1-800-829-4933.
- By fax using the FAX-TIN numbers for your state listed on page 2 of the Instructions for Form SS-4.
- Employers who do not have an EIN may apply for one by attaching a completed Form SS-4, Application for Employer Identification Number, to this form.

The online application process is not yet available for corporations with addresses in foreign countries or Puerto Rico.

Social Security Number (SSN). If you made excess contributions to a Code section 403(b)(7)(A) custodial account or you are a disqualified person other than an employer, enter your SSN.

C. Plan Information

Complete the entire table (plan name, plan number, and plan year ending) for all plans included on this Form 5558.

Part II. Extension of Time to File Form 5500 or Form 5500-EZ

Use Form 5558 to apply for a one-time extension of time to file Form 5500 or Form 5500-EZ.

Exception: Form 5500 and Form 5500-EZ filers are automatically granted extensions of time to file until the extended due date of the federal income tax return of the employer (and are not required to file Form 5558) if all the following conditions are met: (1) the plan year and the employer's tax year are the same; (2) the employer has been granted an extension of time to file its federal income tax return to a date later than the normal due date for filing the Form 5500 or Form 5500-EZ; and (3) a photocopy of the IRS extension of time to file the federal income tax return is attached to the Form 5500 or Form 5500-EZ. An extension granted under this exception cannot be extended further by filing a Form 5558 after the normal due date of the Form 5500 or Form 5500-EZ.

An extension of time to file a Form 5500 or Form 5500-EZ does not operate as an extension of time to file the PBGC Form 1.

How to file. In general, a separate Form 5558 is used for each return for which you are requesting an extension. However, if you are a single employer and all your plan years end on the same date, file only one Form 5558 to request an extension of time to file more than one Form 5500 or Form 5500-EZ. Attach a photocopy of the completed extension request to your Form 5500 or Form 5500-EZ.

When to file. To request an extension of time to file Form 5500 or Form 5500-EZ, file Form 5558 on or before the return's normal due date. The normal due date is the date the Form 5500 or Form 5500-EZ would otherwise be due, without extension.

Applications for extension of time to file Form 5500 and Form 5500-EZ that are filed on or before the return/report's normal due date on a properly completed Form 5558 will be automatically approved to the date that is not more than 2½ months after the return/report's normal due date.

Approved copies of Form 5558, requesting an extension to file Form 5500 or Form 5500-EZ, will not be returned to the filer from the IRS.

Line 1. Enter on line 1 the due date for which you are requesting to file Form 5500 or Form 5500-EZ. This date should not be more than 2½ months after the normal due date of the return.

When using Form 5558 to request an extension of time to file Form 5500 or Form 5500-EZ plan sponsors or plan administrators are not required to sign the form. If Form 5558 is timely filed and complete, you will be granted an additional 2½ months to file Form 5500 or Form 5500-EZ.

Part III. Extension of Time to File Form 5330

File one Form 5558 to request an extension of time to file Form 5330 for excise taxes with the same filing due date. For specific information on excise tax due dates, see the Instructions for Form 5330.

Note: Effective January 1, 2008, the IRS will no longer return stamped copies of the Form 5558 to filers who request an extension of time to file a Form 5330. Instead you will receive a computer generated notice to inform you if your extension is approved or denied. Because of this change, we ask you to attach a photocopy of this notice to your Form 5330.

When to file. To request an extension of time to file Form 5330, file Form 5558 in sufficient time for the Internal Revenue Service to consider and act on it before the return's normal due date.

The normal due date is the date the Form 5330 would otherwise be due, without extension.

Line 2. On line 2, enter the requested due date. If your application for extension of time to file Form 5330 is approved, you may be granted an extension of up to 6 months after the normal due date of Form 5330.

Line 2a. Indicate the Code section(s) for the excise tax you are requesting an extension.

Line 2b. Enter the amount of tax estimated to be due with Form 5330 and attach your payment to this form.

Make your check or money order payable to the "United States Treasury." Do not send cash. On all checks or money orders, write your name, Filer's identifying number (EIN or SSN), Plan number, Form 5330 Section number, and the tax year to which the payment applies.

If you changed your mailing address after you filed your last return, use Form 8822, *Change of Address*, to notify the IRS of the change. You can get Form 8822 by calling 1-800-829-3676 or you can access the IRS website at www.irs.gov 24 hours a day, 7 days a week.

Line 3. The IRS will grant a reasonable extension of time (not to exceed 6 months) for filing Form 5330 if you file a timely application showing that you are unable to file Form 5330 because of circumstances beyond your control. Clearly describe these circumstances. Generally, an application will be considered on the basis of your own efforts to fulfill this filing responsibility, rather than the convenience of anyone providing help in preparing the return. However, consideration will be given to any circumstances that prevent your practitioner, for reasons beyond his or her control, from filing the return by the normal due date, and to circumstances in which you are unable to get needed professional help in spite of timely efforts to do so.



If we grant you an extension of time to file Form 5330 and later find that the statements made on this form are false or misleading, the extension will be null and void. A late filing penalty associated with the form for which you filed this extension will be charged.

Signature. If you are filing Form 5558 for an extension to file Form 5330, the form must be signed. The person who signs this form may be an employer, plan sponsor, plan administrator, a disqualified person required to file Form 5330, an attorney or certified public accountant qualified to practice before the IRS, a person enrolled to practice before the IRS, or a person holding a power of attorney.

Privacy Act and Paperwork Reduction Act Notice

We ask for the information on this form to carry out the Internal Revenue laws of the United States. We need it to determine if you are entitled to an extension of time to file Form 5500,

5500-EZ, or 5330. If you want an extension, you are required to give us the information. Section 6109 requires you to provide your taxpayer identification number (SSN or EIN). If you fail to provide this information in a timely manner, you may be liable for penalties and interest.

You are not required to provide the information requested on a form that is subject to the Paperwork Reduction Act unless the form displays a valid OMB control number. Books or records relating to a form or its instructions must be retained as long as their contents may become material in the administration of any Internal Revenue law. Generally, tax returns and return information are confidential as required by Code section 6103.

However, section 6103 allows or requires the Internal Revenue Service to disclose or give the information shown on your tax return to others as described in the Code. For example, we may disclose your tax information to the Department of Justice to enforce the tax laws, both civil and criminal, and to cities, states, the District of Columbia, U.S. commonwealths or possessions, and certain foreign governments to carry out their tax laws. We may also disclose this information to other countries under a tax treaty, to federal and state agencies to enforce federal nontax criminal law, or to federal law enforcement and intelligence agencies to combat terrorism.

The time needed to complete and file this form will vary depending on individual circumstances. The estimated average time: 24 minutes.

If you have comments concerning the accuracy of this time estimate or suggestions for making this form simpler, we would be happy to hear from you. You can write to the Internal Revenue Service, Tax Products Coordinating Committee, SE:W:CAR:MP:T:T:SP, 1111 Constitution Ave., NW, IR-6526, Washington, DC 20224. Do not send the tax form to this address. Instead, see *Where To File* on page 2.

**Knowles Electronics, LLC
Pension Plan**

**Financial Statements and
Independent Auditors' Report**

December 31, 2009 and 2008

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MILLER COOPER & Co., Ltd

ACCOUNTANTS AND CONSULTANTS

INDEPENDENT AUDITORS' REPORT

Administrative Committee
Knowles Electronics, LLC Pension Plan
Itasca, Illinois

We were engaged to audit the accompanying statements of net assets available for benefits of the Knowles Electronics, LLC Pension Plan as of December 31, 2009 and 2008, and the statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's Administrator.

As permitted by 29 CFR 2520.103-8 of the United States 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 investments, investment transactions, and related income, which were certified by Wells Fargo Bank, N.A., the trustee of the Plan, except for comparing such information with the related information included in the financial statements. We have been informed by the Plan Administrator that the trustee holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained certifications from the trustee as of and for the years ended December 31, 2009 and 2008 that the information provided to the Plan Administrator by the trustee is complete and accurate.

Because of the significance of the information that we did not audit, we are unable to, and do not, express an opinion on the accompanying financial statements taken as a whole. The form and content of the information included in the financial statements, other than that derived from the information certified or provided 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 United States Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

As further discussed in Note H to the financial statements, the Board of Managers of Knowles Electronics, LLC, the Plan Sponsor, voted on December 27, 2009 to merge the Plan into the Dover Corporation Pension Plan. In accordance with accounting principles generally accepted in the United States of America, the Plan has changed its basis of accounting from the ongoing plan basis used in presenting the 2008 financial statements to the liquidation basis used in presenting the 2009 financial statements.

MILLER, COOPER & CO., LTD.

Miller, Cooper & Co., Ltd.

Certified Public Accountants

Deerfield, Illinois
October 12, 2010

FINANCIAL STATEMENTS

Knowles Electronics, LLC
Pension Plan
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
December 31, 2009 and 2008

<u>ASSETS</u>	<u>2009</u>	<u>2008</u>
Investments, at fair value	\$ <u>-</u>	\$ <u>67,863,761</u>
<u>LIABILITIES</u>		
Benefits payable	<u>-</u>	<u>2,927</u>
NET ASSETS AVAILABLE FOR BENEFITS, AT FAIR VALUE	\$ <u><u>-</u></u>	\$ <u><u>67,860,834</u></u>

The accompanying notes are an integral part of these statements.

Knowles Electronics, LLC
Pension Plan

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years ended December 31, 2009 and 2008

	<u>2009</u>	<u>2008</u>
Additions to net assets attributed to:		
Net appreciation in value of investments	\$ 1,821,811	\$ -
Interest and dividends	2,052,048	2,124,587
Employer contributions	<u>7,800,000</u>	<u>4,000,000</u>
Total additions	<u>11,673,859</u>	<u>6,124,587</u>
Deductions from net assets attributed to:		
Net depreciation in value of investments	-	13,029,189
Benefits paid to participants	3,775,302	3,720,925
Administrative expenses	468,305	520,690
Transfer of net assets to another qualified plan (Note H)	<u>75,291,086</u>	<u>-</u>
Total deductions	<u>79,534,693</u>	<u>17,270,804</u>
NET DECREASE	(67,860,834)	(11,146,217)
Net assets available for benefits, beginning of year	<u>67,860,834</u>	<u>79,007,051</u>
Net assets available for benefits, end of year	<u>\$ -</u>	<u>\$ 67,860,834</u>

The accompanying notes are an integral part of these statements.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE A - DESCRIPTION OF THE PLAN

The following description of the Knowles Electronics, LLC Pension Plan (the Plan) provides only general information. Interested parties should refer to the plan document for a more complete description of the Plan's provisions.

1. General

The Plan was a noncontributory, defined benefit pension plan established to provide retirement benefits for eligible employees of Knowles Electronics, LLC and its subsidiaries, past and present (the Company). On August 22, 2005, the Company was acquired by Dover Corporation (Dover). After the acquisition, the Plan remained a single employer plan for eligible employees of Knowles Electronics, LLC. Employees were eligible to participate in the Plan as of the date the employee completed one year of continuous service. The Plan was subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). As discussed further in Note H, the Plan's net assets were merged into the Dover Corporation Pension Plan effective December 31, 2009.

Effective January 1, 2002, the Plan was converted to a cash balance plan for active participants who were under the age of 40 on May 1, 2002 and for all new participants after that date, regardless of age. As of December 31, 2001, credited service was frozen, and cash balance credits began to accumulate, as of January 1, 2002, for these participants. For participants who were over the age of 40 on May 1, 2002, benefits continued to accrue according to the final average pay formula.

The cash balance plan reports accrued benefits to participants in the form of record keeping accounts that track the participant's cash balance benefit and is not a separately funded or segregated account. Account balances were increased annually by a percentage of the employee's compensation plus an investment interest credit.

2. Pension Benefits

The normal retirement date of a participant was the first day of the month on or immediately after the date the participant attained age 65, as long as the participant was vested.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE A - DESCRIPTION OF THE PLAN (Continued)

2. Pension Benefits (Continued)

Upon retirement, various benefit options were available under the final average pay and cash balance formulas. Upon termination, retirement, death, or disability, participants with a vested benefit between \$1,000 and \$10,000 could elect to receive a lump-sum distribution. If the vested benefit was less than \$1,000, the Administrative Committee, at its discretion, could elect to distribute the accrued benefit to the participant in a lump sum. Vested accrued benefits under the cash balance formula could be distributed in a lump sum to the terminated participant or deferred until retirement.

A participant was eligible for an early retirement pension if the employee was terminated on or after completion of at least five years of service and had attained 55 years of age. The monthly pension was the participant's accrued benefit beginning at the normal retirement date. Pension payments commencing prior to age 65 were reduced on an actuarially equivalent basis. A participant was eligible for a deferred, vested retirement pension if his/her employment was terminated after he/she has completed at least three years of vesting service. The monthly pension was the participant's accrued benefit, but payments are deferred until the normal retirement date.

3. Vesting

As of January 1, 2008, participants with service subsequent to December 31, 2007 became 100% vested after three years of service. Prior to this date, participants terminated prior to January 1, 2008 became 100% vested after five years of service.

4. Administrative Expenses

Administrative expenses were paid by the Plan. No administrative expenses were paid by the Company during 2009 or 2008.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Accounting

Associated with the Plan's merger, as further discussed in Note H, the Plan has changed its basis of accounting from the ongoing plan basis used in presenting the 2008 financial statements, to the liquidation basis used in presenting the 2009 financial statements.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2. Fair Value Measurements

Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") 820 (formerly known as FASB Statement No. 157), *Fair Value Measurements and Disclosures*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (level 1 measurements) and the lowest priority to unobservable inputs (level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described below:

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

Level 2	<p>Inputs to the valuation methodology include the following:</p> <ul style="list-style-type: none">* Quoted prices for similar assets or liabilities in active markets;* Quoted prices for identical or similar assets or liabilities in inactive markets;* Inputs other than quoted prices that are observable for the asset or liability;* Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
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If the asset or liability has a specified (contractual) term, the level 2 input must be observable for substantially the full term of the asset or liability.

Level 3	Inputs to the valuation methodology are unobservable and significant to the fair value measurement.
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The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

2. Fair Value Measurements (Continued)

The following is a description of the valuation methodologies used for the Plan's investments measured at fair value at December 31, 2009 and 2008.

Net cash equivalents, equity funds, and fixed income funds: Valued at the net asset value (NAV) of shares held by the plan at year-end.

Common stocks: Valued at the closing price reported on the active market on which the individual securities are traded.

Other financial instruments: The carrying amounts of other financial instruments, including benefits payable, approximate fair value due to the short maturity of these instruments.

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.

The following table sets forth by level, within the fair value hierarchy, the Plan's investments in the underlying master trust assets as of December 31, 2008:

Plan Assets at Fair Value as of December 31, 2008				
	Level 1	Level 2	Level 3	Total
Net cash equivalents	\$ 512,206	\$ -	\$ -	\$ 512,206
Equity funds	37,227,777	-	-	37,227,777
Common stock	2,544,045	-	-	2,544,045
Fixed income funds	27,579,733	-	-	27,579,733
Total assets at fair value	\$ <u>67,863,761</u>	\$ <u>-</u>	\$ <u>-</u>	\$ <u>67,863,761</u>

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

3. Use of Estimates

In preparing the Plan's financial statements, management is required to make estimates and assumptions that affect the reported amounts of net assets, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of changes in net assets during the reporting period. Actual results could differ from those estimates. The Plan used an independent actuary to determine the actuarial present value of accumulated plan benefits. A change in the actuarial assumptions used could significantly change the amount of the actuarial present value reported in the accompanying financial statements.

4. Payment of Benefits

Benefits were recorded when paid.

5. New Accounting Pronouncements

a. Generally Accepted Accounting Principles

In June 2009, the FASB issued ASC 105, *Generally Accepted Accounting Principles*, which establishes the FASB ASC as the sole source of authoritative generally accepted accounting principles ("GAAP"). Pursuant to the provisions of FASB ASC 105, the Plan has updated references to GAAP in its financial statements issued for the year ended December 31, 2009. The adoption of FASB ASC 105 did not impact the Plan's financial position or results of operations.

b. Accounting for Uncertainty in Income Taxes

The FASB issued ASC 740 (formerly known as FASB Interpretation No. 48), *Income Taxes*. The Plan adopted this new guidance for the year ended December 31, 2009. Plan management evaluated the Plan's tax positions and concluded that the Plan had maintained its tax exempt status and had taken no uncertain tax positions that require adjustment to the financial statements. Therefore, no provision or liability for income taxes has been included in the financial statements.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE C - FUNDING POLICY

The Company's funding policy was to make contributions to the Plan in amounts necessary to provide for employees' retirement benefits. The Company made contributions of \$7,800,000 for the year ended December 31, 2009 and contributions of \$4,000,000 for the year ended December 31, 2008. Participant deferrals were not allowed by the Plan.

NOTE D - ACCUMULATED PLAN BENEFITS

Accumulated plan benefits were those future periodic payments, including lump-sum distributions, that were attributable under the Plan's provisions to the service rendered by employees as of the valuation date. Accumulated plan benefits include benefits expected to be paid to (1) retired or terminated employees or their beneficiaries and (2) present employees or their beneficiaries. The actuarial present value of accumulated plan benefits was determined by an independent actuary and was that amount that results from applying actuarial assumptions to adjust the accumulated plan benefits to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment.

The actuarial present value of accumulated benefits as of January 1, 2009 and 2008 was as follows:

	<u>2009</u>	<u>2008</u>
Vested benefits		
Participants and/or beneficiaries currently receiving benefits	\$ 32,726,804	\$ 30,478,711
Other participants	<u>23,443,412</u>	<u>22,363,542</u>
	56,170,216	52,842,253
Nonvested benefits	<u>1,517,017</u>	<u>1,470,699</u>
Total actuarial present value of accumulated plan benefits	<u>\$ 57,687,233</u>	<u>\$ 54,312,952</u>

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE D - ACCUMULATED PLAN BENEFITS (Continued)

The changes in the actuarial present value of the Plan's accumulated plan benefits for 2008 were as follows:

Actuarial present value of accumulated plan benefits at January 1, 2008	\$ 54,312,952
Increase (decrease) during the year attributable to:	
Benefits accumulated and net gains	1,375,664
Interest due to decrease in the discount period	4,199,062
Assumption changes	1,520,480
Benefits paid	<u>(3,720,925)</u>
Actuarial present value of accumulated plan benefits at January 1, 2009	<u>\$ 57,687,233</u>

The significant assumptions used in the January 1, 2009 and 2008 valuations were:

- a. Mortality: RP 2000 with generational projection.
- b. Retirement Age: Average retirement age of 64.
- c. Investment return: 7.75% per annum for 2009 and 8.0% per annum for 2008.

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

NOTE E - INVESTMENT IN MASTER TRUST

In 2006, the Plan purchased an investment in the Dover Master Trust which was established for the investment of assets of the Plan and other Dover-sponsored retirement plans. Each participating retirement plan has an undivided interest in the assets of the Master Trust. The assets of the Master Trust are held by Wells Fargo Bank, N.A., the trustee. Investment income and administrative expenses relating to the Master Trust are allocated to the individual plans based upon average monthly balances invested by each plan. As discussed in Note H, the Plan merged with the Dover Corporation Pension Plan, whose sole investment was also the Dover Master Trust as of December 31, 2009. As such, the Plan did not have an allocation of the Dover Master Trust as of December 31, 2009.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE F - INVESTMENTS

All investment information, including investments held at December 31, 2009 and 2008, net appreciation (depreciation) in the fair value of investments, and interest and dividends for the years then ended, was obtained or derived from information supplied to the Plan Administrator and certified as complete and accurate by Wells Fargo Bank, N.A., the trustee. Accordingly, as permitted by 29 CFR 2520.103-8 of the DOL's Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrator instructed the Plan's independent auditors not to perform any auditing procedures with respect to the investment information certified by the trustee.

The following table presents the fair value of the investments in the Plan. Individual investments representing more than 5% of the Plan's net assets as of December 31, 2009 and/or 2008 are separately identified.

	<u>2009</u>	<u>2008</u>
Master Trust (held by Wells Fargo Bank, N.A.)		
Dover Master Trust	\$ <u>-</u>	\$ <u>67,863,761</u>
	\$ <u><u>-</u></u>	\$ <u><u>67,863,761</u></u>

NOTE G - INCOME TAX STATUS

The Plan obtained its latest determination letter on July 11, 2003, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the Plan Administrator believes that the Plan is currently designed and being operated in compliance with the applicable provisions of the Internal Revenue Code.

Knowles Electronics, LLC
Pension Plan
NOTES TO FINANCIAL STATEMENTS
December 31, 2009 and 2008

NOTE H - MERGER

Effective December 31, 2009, the Plan was merged into the Dover Corporation Pension Plan, which has similar attributes and is sponsored by Dover Corporation, the Company's parent. The plan merger was performed in compliance with Section 414(1) of the Internal Revenue Code. Effective December 31, 2009, all participants became participants in the Dover Corporation Pension Plan and the Plan ceased to exist. All future eligible employees of the Company will participate in the Dover Corporation Pension Plan. As both plans' sole investment was the Dover Master Trust, the Plan's interest in the Dover Master Trust, totaling \$75,291,086 at December 31, 2009, was allocated to the Dover Corporation Pension Plan. Interested parties should refer to the related plan merger agreement and the plan document of the new plan.

NOTE I - SUBSEQUENT EVENTS

Plan management has evaluated subsequent events through October 12, 2010, the date that these financial statements were available to be issued. Plan management has determined that no events or transactions have occurred subsequent to the statement of net assets available for benefits date that require disclosure in the financial statements.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

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

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

A Name of plan KNOWLES ELECTRONICS, LLC PENSION PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF KNOWLES ELECTRONICS, LLC	D Employer Identification Number (EIN) 36-4316363	
E Type of plan: <input checked="" type="checkbox"/> Single <input type="checkbox"/> Multiple-A <input type="checkbox"/> Multiple-B		
F Prior year plan size: <input type="checkbox"/> 100 or fewer <input type="checkbox"/> 101-500 <input checked="" type="checkbox"/> More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2009</u>			
2 Assets:			
a Market value	2a	67,863,761	
b Actuarial value	2b	67,863,761	
3 Funding target/participant count breakdown			
	(1) Number of participants	(2) Funding Target	
a For retired participants and beneficiaries receiving payment	3a	456	34,529,525
b For terminated vested participants	3b	444	17,940,861
c For active participants:			
(1) Non-vested benefits	3c(1)		458,749
(2) Vested benefits	3c(2)		10,708,211
(3) Total active	3c(3)	185	11,166,960
d Total	3d	1,085	63,637,346
4 If the plan is at-risk, check the box and complete items (a) and (b) <input type="checkbox"/>			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.84 %	
6 Target normal cost	6	1,523,021	

Statement by Enrolled Actuary

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

SIGN HERE		
	Signature of actuary James M. Derengowski, A.S.A., E.A.	Date 08-06555
	Type or print name of actuary Towers Watson Pennsylvania, Inc.	Most recent enrollment number (312) 525-2500
	Firm name 191 N. Wacker Drive	Telephone number (including area code)
	Address of the firm Chicago IL 60606-4637	

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

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

Schedule SB (Form 5500) 2009
v.092308.1

Part II	Beginning of year carryover and prefunding balances	(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	19,743,060	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	706,739	0
9	Amount remaining (Item 7 minus item 8)	19,036,321	0
10	Interest on item 9 using prior year's actual return of <u>(14.79)</u> %	(2,815,472)	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>6.30</u> %		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		0
12	Reduction in balances due to elections or deemed elections		
13	Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	16,220,849	0

Part III	Funding percentages		
14	Funding target attainment percentage	14	81.15 %
15	Adjusted funding target attainment percentage	15	106.64 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	119.95 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV	Contributions and liquidity shortfalls				
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2009	2,000,000				
07/01/2009	2,000,000				
10/15/2009	2,000,000				
12/21/2009	1,800,000				
Totals ▶			18(b)	7,800,000	18(c)
					0

19 Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contribution from prior years.	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	7,484,839

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

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

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

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

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

21 Discount rate:				
a Segment rates:	1st segment: %	2nd segment: %	3rd segment: %	<input checked="" type="checkbox"/> N/A, full yield curve used
b Applicable month (enter code)				21b 1
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) <input type="checkbox"/> Prescribed - combined <input checked="" type="checkbox"/> Prescribed - separate <input type="checkbox"/> Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions)	31	1,523,021
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	0	0
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33)	34	1,523,021
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	0	0
36 Additional cash requirement (item 34 minus item 35)	36	1,523,021
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c)	37	7,484,839
38 Interest-adjusted excess contributions for current year (see instructions)	38	5,961,818
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37)	39	0
40 Unpaid minimum required contribution for all years	40	0

Knowles Electronics, LLC Pension Plan

EIN: 36-4316363

Plan Number: 001

Attachments to 2009 Schedule SB (Form 5500)

Line 22 — Description of Weighted Average Retirement Age

Line 25 — Change in Method

Line 26 — Schedule of Active Participant Data

Part V — Statement of Actuarial Assumptions and Methods

Part V — Summary of Plan Provisions

Appendix — Optional Forms of Benefit Conversion Bases

Knowles Electronics, LLC
Knowles Electronics, LLC Pension Plan

EIN: 36-4316363
Plan: 001

Attachment to 2009 Schedule SB of Form 5500

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

Calculation of Weighted Average Retirement Age

AGE	(1) Retirement qx	(2) px	(3) Cumulative px	(4) (1)*(3)*AGE
55	0.010	0.990	1.0000	0.5500
56	0.010	0.990	0.9900	0.5544
57	0.010	0.990	0.9801	0.5587
58	0.010	0.990	0.9703	0.5628
59	0.010	0.990	0.9606	0.5668
60	0.010	0.990	0.9510	0.5706
61	0.010	0.990	0.9415	0.5743
62	0.150	0.850	0.9321	8.6685
63	0.050	0.950	0.7923	2.4957
64	0.050	0.950	0.7527	2.4086
65	1.000	0.000	0.7151	46.4815

Weighted Average Retirement Age:

64

SCHEDULE SB, LINE 25 – Change in Method

Knowles Electronics, LLC Pension Plan

EIN: 36-4316363

Plan Number: 001

Assumed plan-related expenses of \$155,000 were added to the target normal cost.

The valuation software used to produce the actuarial information submitted on the schedule has been refined to reflect evolving understanding of PPA requirements, and such modifications may be considered to be a method change. The percentage changes in funding target, target normal cost and plan assets due to the refinements in the software are each less than 2% (disregarding the effects of any changes that are automatically approved under final IRC 430 regulations), and the modifications to the software were designed to produce results no less accurate than the results produced by the software prior to the change. Therefore the change in funding method due to a change in valuation software receives automatic approval under IRS Announcement 2010-3.

Knowles Electronics, LLC
Knowles Electronics, LLC Pension Plan

EIN: 36-4316363
Plan: 001

Attachment to 2009 Schedule SB of Form 5500

Schedule SB, Line 26—Schedule of Active Participant Data

Age Last Birthday		-----Years of Service-----							
		0-4	5-9	10-14	15-19	20-24	25-29	30-34	Over 34
0-24	Number	2	0	0	0	0	0	0	0
	Avg PAY								
	Avg CB								
25-29	Number	7	1	0	0	0	0	0	0
	Avg PAY								
	Avg CB								
30-34	Number	9	4	1	0	0	0	0	0
	Avg PAY								
	Avg CB								
35-39	Number	16	9	6	0	0	0	0	0
	Avg PAY								
	Avg CB								
40-44	Number	9	13	6	3	3	0	0	0
	Avg PAY								
	Avg CB								
45-49	Number	6	11	4	7	6	4	0	0
	Avg PAY								
	Avg CB								
50-54	Number	7	8	4	3	4	5	1	1
	Avg PAY								
	Avg CB								
55-59	Number	2	5	2	1	1	2	2	1
	Avg PAY								
	Avg CB								
60-64	Number	1	2	0	3	0	0	0	3
	Avg PAY								
	Avg CB								
65-69	Number	0	0	0	0	0	0	0	0
	Avg PAY								
	Avg CB								
70 & up	Number	0	0	0	0	0	0	0	0
	Avg PAY								
	Avg CB								

Average Age = 45.4

Average Service = 11.0

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

Demographic Assumptions

Mortality for contributions:

► Healthy and Disabled

Single combined table of rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, with generational projection) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, with generational projection)

Termination

Rates varying by age and service

Sample rates:

<i>Age</i>	<i>Male and Female</i>
25	0.1899
40	0.0350
55	0.0015

Disability

1965-1969 Inter-Company Table

Retirement

Rates varying by age

Sample rates:

<i>Age</i>	<i>Rate</i>
55-61	.01
62	.15
63-64	.05
65	1

The weighted average retirement age is 64.

Form of payment

Final average pay benefit: Life annuity
Cash balance benefit: Lump Sum

Percent married

80% of males; 65% of females

Spouse age

Wife five years younger than husband

Methods

Valuation date

First day of plan year

Funding target and target normal cost

Present value of accrued benefits

Actuarial value of assets

Fair market value of assets on the valuation date

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

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

Benefits Not Valued

All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Knowles and, based on that review, is not aware of any significant benefits required to be valued that were not.

Change in Assumptions and Methods Since Prior Valuation

Contributions

The funded interest rate was changed from the full corporate bond yield curve as of January 2008 to the full corporate bond yield curve as of January 2009, as provided under the Pension Protection Act of 2006 (PPA).

The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements.

Data Sources

Towers Watson used asset data supplied by the Knowles. Data was reviewed for reasonableness and consistency, but no audit was performed.

Schedule SB, Part V - Summary Plan Provisions

Plan Provisions

Effective January 1, 2002, a "cash balance" benefit structure was added to the Knowles Electronics, LLC Pension Plan.

- ▶ Employees who were hired prior to May 1, 2002 and who were age forty or older on May 1, 2002 will remain covered under the prior version of the plan, which is a traditional "final average earnings" benefit structure.
- ▶ Employees who are hired after May 1, 2002 are covered under the cash balance benefit structure.
- ▶ Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002 are covered under the final average earnings benefit structure for service prior to January 1, 2002 and under the cash balance benefit structure for service after December 31, 2001.
 - The final average earnings benefit, for service prior to January 1, 2002, is indexed to reflect the individual's final average earnings at termination or retirement.
 - The cash balance account on January 1, 2002 is \$0 and will accumulate with pay credits and interest credits for service after December 31, 2001.
 - The total accrued benefit at termination or retirement cannot be less than the accrued benefit the individual would have earned under the final average earnings formula as of the cash balance amendment adoption date.

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

Actuarial Assumptions and Methods

Economic Assumptions

Discount rate* 7.75%

Funding interest rate basis:

- ▶ Applicable month December rates published in January
- ▶ Yield curve basis Full yield curve
- ▶ Transition from current liability rates No

Funding interest rates:

- ▶ 10-year rate 7.20%
- ▶ 20-year rate 6.94%
- ▶ 30-year rate 6.49%
- ▶ Effective interest rate 6.84%

Annual rates of increase

- ▶ Salaries: (rates varying by age)

	<i>Years of Service</i>
<i>Age</i>	<i>Male and Female</i>
25	6.70%
40	5.20%
55	4.20%

The annual rate of salary increased that is equivalent to the rates used is 5.20%

- ▶ Future Social Security wage bases 4.50%
- ▶ Interest credit on cash balance accounts 5.25%

Schedule B, Part V - Summary Plan Provisions**Final Average Pay Plan Provisions**

Effective date	Amended and restated effective January 1, 2002.
Covered employees	Employees who were hired prior to May 1, 2002 and who were age forty or older on May 1, 2002: for all service. Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002: for service prior to January 1, 2002
Plan participation	All employees who were participants under the prior provisions of the plan continue to be participants.
Definitions	
Continuous service	Elapsed time since last date of hire. If a break in service of less than 12 months occurs, the severance period and the prior service period will be included in the participant's continuous service. If a break in service exceeds 12 months but does not exceed the prior period of service, the prior period of service will be included.
Vesting service	Same as Continuous Service.
Credited service	Continuous Service from the participant's date of participation, including the one year required for participation eligibility. Periods of severance are not included, even if considered as Continuous Service.
Compensation	Total cash compensation, before withholding, including base pay, overtime, bonuses, commissions, elective contributions under Section 401(k) and Section 125 plans, and excluding any employer contributions to a deferred compensation plan. Compensation is limited by the pay cap provided in Code Section 401(a)(17).
Average monthly earnings	Monthly average of the participant's compensation, limited to the Social Security Wage Base, during that period of three consecutive years ending with or within the year of determination.
Final average monthly earnings	Monthly average of the participant's compensation during that period of five consecutive years during which the participant received his highest compensation within the ten-year period ending on the date of termination.
Covered compensation	The 35-year average of the Social Security Wage bases ending in the year a participant attains Social Security normal retirement age.

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule SB, Part V - Summary Plan Provisions

Social Security offset allowance	.65% multiplied by years of Credited Service (not to exceed 25 years) multiplied by the Average Monthly Earnings or 1/12th of Covered Compensation.
Monthly pension benefit	2% of Final Average Monthly Earnings multiplied by years of Credited Service (not to exceed 25 years), reduced by the participant's Social Security Offset Allowance.
Benefit eligibility	
Normal retirement	Age 65 with five years of Vesting Service.
Early retirement	Age 55 with five years of Vesting Service.
Deferred vested	Five years of Vesting Service.
Pre-retirement death benefit	Death of a married participant while eligible for retirement or deferred vested benefit.
Disability retirement	Total and permanent disability after 5 years of Vesting Service.
Benefits payable	
Normal retirement	Monthly Pension Benefit.
Early retirement	Monthly Pension Benefit reduced by 8% per year early for ages 62 to 65 and by 4% per year for ages 55 to 62.
Termination with deferred vested benefit	Monthly Pension Benefit, payable at age 65. Payments may commence as early as age 55, and are then reduced as for early retirement above.
Pre-retirement death benefit	Immediate annuity payable to the surviving spouse, determined as if the participant had retired immediately prior to death and elected the 50% surviving spouse annuity option. There is no reduction for commencement of benefits prior to age 65.
Disability retirement	Monthly Pension Benefit, commencing at Total and Permanent Disability.
Form of payment	Retirement and termination benefits are paid as a single life annuity if the participant has no eligible spouse, otherwise as an actuarially reduced 50% joint and survivor annuity. In lieu of the basic form of payment, the participant may elect an optional form of payment, which is actuarially equivalent in value.

Schedule B, Part V - Summary Plan Provisions

Cash Balance Plan Provisions

Effective date	January 1, 2002.
Covered employees	Employees who were hired after May 1, 2002: All service. Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002: Service after December 31, 2001.
Plan participation	Anniversary date following the completion of one year of Continuous Service.
Definitions	
Continuous service	Elapsed time since last date of hire. If a break in service of less than 12 months occurs, the severance period and the prior service period will be included in the participant's continuous service. If a break in service exceeds 12 months but does not exceed the prior period of service, the prior period of service will be included.
Vesting service	Same as Continuous Service.
Credited service	Continuous Service from the participant's date of participation, including the one year required for participation eligibility. Periods of severance are not included, even if considered as Continuous Service.
Compensation	Total cash compensation, before withholding, including base pay, overtime, bonuses, commissions, elective contributions under Section 401(k) and Section 125 plans, and excluding any employer contributions to a deferred compensation plan. Compensation is limited by the pay cap provided in Code Section 401(a)(17).
Opening cash balance account	The opening cash balance account has a zero balance until the first Pay Credit is allocated.
Cash balance account	A hypothetical account maintained for each participant consisting of the accumulation of Pay Credits and Interest Credits.
Pay credit	At the end of each plan year, the participant's Cash Balance Account is allocated a Pay Credit equal to the percentage from the table below, multiplied by his Compensation for that plan year.

Sum of Attained Age

Annual

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule SB, Part V - Summary Plan Provisions

	And Credited Service	Pay Credit
	Less than 40	3.0%
	40 to 49	3.5%
	50 to 59	4.5%
	60 to 69	6.0%
	70 or more	7.5%
Interest credit	At the end of each plan year that the participant has a Cash Balance Account, the Cash Balance Account is allocated an interest credit equal to the value of the Cash Balance Account as of the end of the preceding plan year, multiplied by the Interest Crediting Rate for the current plan year.	
Interest crediting rate	Annual yield on the 10-year Treasury Constant Maturity that is in effect for the September 30th of the preceding plan year, but no less than 4.50%.	
Monthly pension benefit	Single life annuity that is actuarially equivalent to the participant's Cash Balance Account, based on the participant's age at commencement.	
Benefit eligibility		
Termination or retirement	Three years of Vesting Service.	
Pre-retirement death benefit	Three years of Vesting Service.	
Disability retirement	Total and permanent disability after 5 years of Vesting Service.	
Benefits payable		
Termination or retirement	Monthly Pension Benefit.	
Pre-retirement death benefit	Lump sum payment of the Cash Balance Account. If the participant is married on the date of death, the surviving spouse may choose between an actuarially equivalent single life annuity or a lump sum payment	
Disability retirement	Monthly Pension Benefit, after a 12-month elimination period, assuming that Credited Service and Vesting Service continue to accrue during the elimination period and that Compensation continues during the elimination period at the level the participant was receiving at the time of his disability.	

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule B, Part V - Summary Plan Provisions

Form of payment	Retirement and termination benefits are paid as a single life annuity if the participant has no eligible spouse, otherwise as an actuarially reduced 50% joint and survivor annuity. In lieu of the basic form of payment, the participant may elect an optional form of payment, which is actuarially equivalent in value, including a lump sum payment of the Cash Balance Account.
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Changes from the prior year

The benefits valued for those active as of January 1, 2009 reflect the change in the IRC Section 401(a)(17) pay limit to \$245,000. The increase in the IRC Section 415(b) maximum benefit limit to \$195,000 has been reflected for participants commencing benefits on or after January 1, 2009.

Knowles Electronics, LLC. Pension Plan
Optional Forms of Benefit Conversion Bases

Plan	Conversion Basis
Final Average Pay Plan	Appendix I
Cash Balance Plan	Appendix II

Appendix I – Final Average Pay Plan

Annuity Conversion Basis: N/A (the benefit is defined as an annuity)

Alternate Form Annuity Conversion Basis:

- (A) Mortality
Participant – UP 1984 Mortality (Unisex) with 2 year setback.
Spouse – UP 1984 Mortality (Unisex) with 1 year setback.

- (B) Interest – 8.0% per annum

Sample Factors for Joint and Survivor (J&S) forms of annuity:

Participant Age/ Spouse Age	50% J&S	75% J&S	100% J&S
65/65	.9191	.8834	.8503
60/60	.9327	.9023	.8738
55/55	.9450	.9197	.8958

Sample Factors for Joint and Last Survivor (J&LS) annuity:

Participant Age/ Spouse Age	50% J&LS
65/65	1.0113
60/60	1.0090
55/55	1.0071

Sample Factors for Certain and Life (C&L) annuities:

Participant Age	5 Year C&L	10 Year C&L
65	.9781	.9266
60	.9873	.9556
55	.9925	.9731

Lump Sum Conversion Basis (available if under \$10,000):

For any lump sum option, the conversion factor is calculated using the applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3) and the segment interest rates established by the IRS under 417(e) in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made.

Appendix II – Cash Balance Plan

Annuity and Alternate Form Conversion Basis:

- (A) Mortality – Applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3).
- (B) Interest – 10 Year Constant Treasury rate in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made, but not less than 4.50% per annum.

Sample Factors for Single Life (SLA) annuity:

Participant Age	SLA
65	1/(12.5355)
60	1/(14.1713)
55	1/(15.6540)

Sample Factors for Joint and Survivor (J&S) forms of annuity:

Participant Age/ Spouse Age	50% J&S	75% J&S	100% J&S
65/65	1/(13.6371)	1/(14.1879)	1/(14.7387)
60/60	1/(15.1858)	1/(15.6931)	1/(16.2003)
55/55	1/(16.5476)	1/(16.9945)	1/(17.4413)

Sample Factors for Certain and Life (C&L) annuities:

Participant Age	5 Year C&L	10 Year C&L
65	1/(12.6501)	1/(13.0061)
60	1/(14.2313)	1/(14.4365)
55	1/(15.6837)	1/(15.7895)

Minimum Lump Sum Conversion Basis:

Minimum lump sum is the greater of

- (i) Cash Balance Account Balance
- (ii) Lump sum calculated using the applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3) and the segment interest rates established by the IRS under 417(e) in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made.

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 01/01/2009 and ending 12/31/2009

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

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

A Name of plan KNOWLES ELECTRONICS, LLC PENSION PLAN	B Three-digit plan number (PN) ►	001
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF KNOWLES ELECTRONICS, LLC	D Employer Identification Number (EIN) 36-4316363	
E Type of plan: <input checked="" type="checkbox"/> Single <input type="checkbox"/> Multiple-A <input type="checkbox"/> Multiple-B		
F Prior year plan size: <input type="checkbox"/> 100 or fewer <input type="checkbox"/> 101-500 <input checked="" type="checkbox"/> More than 500		

Part I Basic Information			
1 Enter the valuation date: Month <u>1</u> Day <u>1</u> Year <u>2009</u>			
2 Assets:			
a Market value	2a	67,863,761	
b Actuarial value	2b	67,863,761	
3 Funding target/participant count breakdown			
		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a	456	34,529,525
b For terminated vested participants	3b	444	17,940,861
c For active participants:			
(1) Non-vested benefits	3c(1)		458,749
(2) Vested benefits	3c(2)		10,708,211
(3) Total active	3c(3)	185	11,166,960
d Total	3d	1,085	63,637,346
4 If the plan is at-risk, check the box and complete items (a) and (b) <input type="checkbox"/>			
a Funding target disregarding prescribed at-risk assumptions	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b		
5 Effective interest rate	5	6.84 %	
6 Target normal cost	6	1,523,021	

Statement by Enrolled Actuary

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

SIGN HERE		<u>10/4/10</u> Date
James M. Derengowski, A.S.A., E.A. Type or print name of actuary		08-06555 Most recent enrollment number
Towers Watson Pennsylvania, Inc. Firm name		(312) 525-2500 Telephone number (including area code)
191 N. Wacker Drive Chicago IL 60606-4637 Address of the firm		

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

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

Schedule SB (Form 5500) 2009
v.092308.1

Part II		Beginning of year carryover and prefunding balances	
		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	19,743,060	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	706,739	0
9	Amount remaining (Item 7 minus item 8)	19,036,321	0
10	Interest on item 9 using prior year's actual return of <u>(14.79)</u> %	(2,815,472)	
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		0
b	Interest on (a) using prior year's effective rate of <u>6.30</u> %		0
c	Total available at beginning of current plan year to add to prefunding balance		0
d	Portion of (c) to be added to prefunding balance		0
12	Reduction in balances due to elections or deemed elections		
13	Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	16,220,849	0

Part III		Funding percentages	
14	Funding target attainment percentage	14	81.15 %
15	Adjusted funding target attainment percentage	15	106.64 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement	16	119.95 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage	17	%

Part IV		Contributions and liquidity shortfalls			
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
04/15/2009	2,000,000				
07/01/2009	2,000,000				
10/15/2009	2,000,000				
12/21/2009	1,800,000				
			Totals ▶	18(b)	7,800,000
				18(c)	0

19 Discounted employer contributions - see instructions for small plan with a valuation date after the beginning of the year:

a Contributions allocated toward unpaid minimum required contribution from prior years.	19a	
b Contributions made to avoid restrictions adjusted to valuation date	19b	
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	7,484,839

20 Quarterly contributions and liquidity shortfalls:

a Did the plan have a "funding shortfall" for the prior year? ☒ Yes ☐ No

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

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

Liquidity shortfall as of end of Quarter of this plan year			
(1) 1st	(2) 2nd	(3) 3rd	(4) 4th
0	0	0	0

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

21 Discount rate:				
a Segment rates:	1st segment: %	2nd segment: %	3rd segment: %	<input checked="" type="checkbox"/> N/A, full yield curve used
b Applicable month (enter code)				21b 1
22 Weighted average retirement age				22 64
23 Mortality table(s) (see instructions) <input type="checkbox"/> Prescribed - combined <input checked="" type="checkbox"/> Prescribed - separate <input type="checkbox"/> Substitute				

Part VI Miscellaneous items

24 Has a change been made in the non-prescribed actuarial assumptions for the current plan year? If "Yes," see instructions regarding required attachment.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
25 Has a method change been made for the current plan year? If "Yes," see instructions regarding required attachment.	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
26 Is the plan required to provide a Schedule of Active Participants? If "Yes," see instructions regarding required attachment.....	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No
27 If the plan is eligible for (and is using) alternative funding rules, enter applicable code and see instructions regarding attachment.....	27

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	1,523,021
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	0	0
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33).....	34	1,523,021
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	0	0
36 Additional cash requirement (item 34 minus item 35).....	36	1,523,021
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	7,484,839
38 Interest-adjusted excess contributions for current year (see instructions).....	38	5,961,818
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

Knowles Electronics, LLC Pension Plan

EIN: 36-4316363

Plan Number: 001

Attachments to 2009 Schedule SB (Form 5500)

Line 22 — Description of Weighted Average Retirement Age

Line 25 — Change in Method

Line 26 — Schedule of Active Participant Data

Part V — Statement of Actuarial Assumptions and Methods

Part V — Summary of Plan Provisions

Appendix — Optional Forms of Benefit Conversion Bases

Knowles Electronics, LLC
Knowles Electronics, LLC Pension Plan

EIN: 36-4316363
Plan: 001

Attachment to 2009 Schedule SB of Form 5500

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

Calculation of Weighted Average Retirement Age

AGE	(1) Retirement qx	(2) px	(3) Cumulative px	(4) (1)*(3)*AGE
55	0.010	0.990	1.0000	0.5500
56	0.010	0.990	0.9900	0.5544
57	0.010	0.990	0.9801	0.5587
58	0.010	0.990	0.9703	0.5628
59	0.010	0.990	0.9606	0.5668
60	0.010	0.990	0.9510	0.5706
61	0.010	0.990	0.9415	0.5743
62	0.150	0.850	0.9321	8.6685
63	0.050	0.950	0.7923	2.4957
64	0.050	0.950	0.7527	2.4086
65	1.000	0.000	0.7151	46.4815

Weighted Average Retirement Age:

64

SCHEDULE SB, LINE 25 – Change in Method

Knowles Electronics, LLC Pension Plan

EIN: 36-4316363

Plan Number: 001

Assumed plan-related expenses of \$155,000 were added to the target normal cost.

The valuation software used to produce the actuarial information submitted on the schedule has been refined to reflect evolving understanding of PPA requirements, and such modifications may be considered to be a method change. The percentage changes in funding target, target normal cost and plan assets due to the refinements in the software are each less than 2% (disregarding the effects of any changes that are automatically approved under final IRC 430 regulations), and the modifications to the software were designed to produce results no less accurate than the results produced by the software prior to the change. Therefore the change in funding method due to a change in valuation software receives automatic approval under IRS Announcement 2010-3.

Knowles Electronics, LLC
Knowles Electronics, LLC Pension Plan

EIN: 36-4316363
Plan: 001

Attachment to 2009 Schedule SB of Form 5500

Schedule SB, Line 26—Schedule of Active Participant Data

Age Last Birthday		-----Years of Service-----							
		0-4	5-9	10-14	15-19	20-24	25-29	30-34	Over 34
0-24	Number	2	0	0	0	0	0	0	0
	Avg PAY								
	Avg CB								
25-29	Number	7	1	0	0	0	0	0	0
	Avg PAY								
	Avg CB								
30-34	Number	9	4	1	0	0	0	0	0
	Avg PAY								
	Avg CB								
35-39	Number	16	9	6	0	0	0	0	0
	Avg PAY								
	Avg CB								
40-44	Number	9	13	6	3	3	0	0	0
	Avg PAY								
	Avg CB								
45-49	Number	6	11	4	7	6	4	0	0
	Avg PAY								
	Avg CB								
50-54	Number	7	8	4	3	4	5	1	1
	Avg PAY								
	Avg CB								
55-59	Number	2	5	2	1	1	2	2	1
	Avg PAY								
	Avg CB								
60-64	Number	1	2	0	3	0	0	0	3
	Avg PAY								
	Avg CB								
65-69	Number	0	0	0	0	0	0	0	0
	Avg PAY								
	Avg CB								
70 & up	Number	0	0	0	0	0	0	0	0
	Avg PAY								
	Avg CB								

Average Age = 45.4

Average Service = 11.0

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

Demographic Assumptions

Mortality for contributions:

► Healthy and Disabled

Single combined table of rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, with generational projection) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, with generational projection)

Termination

Rates varying by age and service

Sample rates:

<i>Age</i>	<i>Male and Female</i>
25	0.1899
40	0.0350
55	0.0015

Disability

1965-1969 Inter-Company Table

Retirement

Rates varying by age

Sample rates:

<i>Age</i>	<i>Rate</i>
55-61	.01
62	.15
63-64	.05
65	1

The weighted average retirement age is 64.

Form of payment

Final average pay benefit: Life annuity
Cash balance benefit: Lump Sum

Percent married

80% of males; 65% of females

Spouse age

Wife five years younger than husband

Methods

Valuation date

First day of plan year

Funding target and target normal cost

Present value of accrued benefits

Actuarial value of assets

Fair market value of assets on the valuation date

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

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

Benefits Not Valued

All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Knowles and, based on that review, is not aware of any significant benefits required to be valued that were not.

Change in Assumptions and Methods Since Prior Valuation

Contributions

The funded interest rate was changed from the full corporate bond yield curve as of January 2008 to the full corporate bond yield curve as of January 2009, as provided under the Pension Protection Act of 2006 (PPA).

The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements.

Data Sources

Towers Watson used asset data supplied by the Knowles. Data was reviewed for reasonableness and consistency, but no audit was performed.

Schedule SB, Part V - Summary Plan Provisions

Plan Provisions

Effective January 1, 2002, a "cash balance" benefit structure was added to the Knowles Electronics, LLC Pension Plan.

- ▶ Employees who were hired prior to May 1, 2002 and who were age forty or older on May 1, 2002 will remain covered under the prior version of the plan, which is a traditional "final average earnings" benefit structure.
- ▶ Employees who are hired after May 1, 2002 are covered under the cash balance benefit structure.
- ▶ Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002 are covered under the final average earnings benefit structure for service prior to January 1, 2002 and under the cash balance benefit structure for service after December 31, 2001.
 - The final average earnings benefit, for service prior to January 1, 2002, is indexed to reflect the individual's final average earnings at termination or retirement.
 - The cash balance account on January 1, 2002 is \$0 and will accumulate with pay credits and interest credits for service after December 31, 2001.
 - The total accrued benefit at termination or retirement cannot be less than the accrued benefit the individual would have earned under the final average earnings formula as of the cash balance amendment adoption date.

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

Actuarial Assumptions and Methods

Economic Assumptions

Discount rate* 7.75%

Funding interest rate basis:

- ▶ Applicable month December rates published in January
- ▶ Yield curve basis Full yield curve
- ▶ Transition from current liability rates No

Funding interest rates:

- ▶ 10-year rate 7.20%
- ▶ 20-year rate 6.94%
- ▶ 30-year rate 6.49%
- ▶ Effective interest rate 6.84%

Annual rates of increase

- ▶ Salaries: (rates varying by age)

	<i>Years of Service</i>	
	<i>Age</i>	
	<i>Male and Female</i>	
	25	6.70%
	40	5.20%
	55	4.20%

The annual rate of salary increased that is equivalent to the rates used is 5.20%

- ▶ Future Social Security wage bases 4.50%
- ▶ Interest credit on cash balance accounts 5.25%

Schedule B, Part V - Summary Plan Provisions**Final Average Pay Plan Provisions**

Effective date	Amended and restated effective January 1, 2002.
Covered employees	Employees who were hired prior to May 1, 2002 and who were age forty or older on May 1, 2002: for all service. Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002: for service prior to January 1, 2002
Plan participation	All employees who were participants under the prior provisions of the plan continue to be participants.
Definitions	
Continuous service	Elapsed time since last date of hire. If a break in service of less than 12 months occurs, the severance period and the prior service period will be included in the participant's continuous service. If a break in service exceeds 12 months but does not exceed the prior period of service, the prior period of service will be included.
Vesting service	Same as Continuous Service.
Credited service	Continuous Service from the participant's date of participation, including the one year required for participation eligibility. Periods of severance are not included, even if considered as Continuous Service.
Compensation	Total cash compensation, before withholding, including base pay, overtime, bonuses, commissions, elective contributions under Section 401(k) and Section 125 plans, and excluding any employer contributions to a deferred compensation plan. Compensation is limited by the pay cap provided in Code Section 401(a)(17).
Average monthly earnings	Monthly average of the participant's compensation, limited to the Social Security Wage Base, during that period of three consecutive years ending with or within the year of determination.
Final average monthly earnings	Monthly average of the participant's compensation during that period of five consecutive years during which the participant received his highest compensation within the ten-year period ending on the date of termination.
Covered compensation	The 35-year average of the Social Security Wage bases ending in the year a participant attains Social Security normal retirement age.

Knowles Electronics, LLC

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Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule SB, Part V - Summary Plan Provisions

Social Security offset allowance	.65% multiplied by years of Credited Service (not to exceed 25 years) multiplied by the Average Monthly Earnings or 1/12th of Covered Compensation.
Monthly pension benefit	2% of Final Average Monthly Earnings multiplied by years of Credited Service (not to exceed 25 years), reduced by the participant's Social Security Offset Allowance.
Benefit eligibility	
Normal retirement	Age 65 with five years of Vesting Service.
Early retirement	Age 55 with five years of Vesting Service.
Deferred vested	Five years of Vesting Service.
Pre-retirement death benefit	Death of a married participant while eligible for retirement or deferred vested benefit.
Disability retirement	Total and permanent disability after 5 years of Vesting Service.
Benefits payable	
Normal retirement	Monthly Pension Benefit.
Early retirement	Monthly Pension Benefit reduced by 8% per year early for ages 62 to 65 and by 4% per year for ages 55 to 62.
Termination with deferred vested benefit	Monthly Pension Benefit, payable at age 65. Payments may commence as early as age 55, and are then reduced as for early retirement above.
Pre-retirement death benefit	Immediate annuity payable to the surviving spouse, determined as if the participant had retired immediately prior to death and elected the 50% surviving spouse annuity option. There is no reduction for commencement of benefits prior to age 65.
Disability retirement	Monthly Pension Benefit, commencing at Total and Permanent Disability.
Form of payment	Retirement and termination benefits are paid as a single life annuity if the participant has no eligible spouse, otherwise as an actuarially reduced 50% joint and survivor annuity. In lieu of the basic form of payment, the participant may elect an optional form of payment, which is actuarially equivalent in value.

Schedule B, Part V - Summary Plan Provisions

Cash Balance Plan Provisions

Effective date	January 1, 2002.
Covered employees	<p>Employees who were hired after May 1, 2002: All service.</p> <p>Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002: Service after December 31, 2001.</p>
Plan participation	Anniversary date following the completion of one year of Continuous Service.
Definitions	
Continuous service	Elapsed time since last date of hire. If a break in service of less than 12 months occurs, the severance period and the prior service period will be included in the participant's continuous service. If a break in service exceeds 12 months but does not exceed the prior period of service, the prior period of service will be included.
Vesting service	Same as Continuous Service.
Credited service	<p>Continuous Service from the participant's date of participation, including the one year required for participation eligibility.</p> <p>Periods of severance are not included, even if considered as Continuous Service.</p>
Compensation	<p>Total cash compensation, before withholding, including base pay, overtime, bonuses, commissions, elective contributions under Section 401(k) and Section 125 plans, and excluding any employer contributions to a deferred compensation plan.</p> <p>Compensation is limited by the pay cap provided in Code Section 401(a)(17).</p>
Opening cash balance account	The opening cash balance account has a zero balance until the first Pay Credit is allocated.
Cash balance account	A hypothetical account maintained for each participant consisting of the accumulation of Pay Credits and Interest Credits.
Pay credit	At the end of each plan year, the participant's Cash Balance Account is allocated a Pay Credit equal to the percentage from the table below, multiplied by his Compensation for that plan year.

Sum of Attained Age

Annual

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule SB, Part V - Summary Plan Provisions

	And Credited Service	Pay Credit
	Less than 40	3.0%
	40 to 49	3.5%
	50 to 59	4.5%
	60 to 69	6.0%
	70 or more	7.5%
Interest credit	At the end of each plan year that the participant has a Cash Balance Account, the Cash Balance Account is allocated an interest credit equal to the value of the Cash Balance Account as of the end of the preceding plan year, multiplied by the Interest Crediting Rate for the current plan year.	
Interest crediting rate	Annual yield on the 10-year Treasury Constant Maturity that is in effect for the September 30th of the preceding plan year, but no less than 4.50%.	
Monthly pension benefit	Single life annuity that is actuarially equivalent to the participant's Cash Balance Account, based on the participant's age at commencement.	
Benefit eligibility		
Termination or retirement	Three years of Vesting Service.	
Pre-retirement death benefit	Three years of Vesting Service.	
Disability retirement	Total and permanent disability after 5 years of Vesting Service.	
Benefits payable		
Termination or retirement	Monthly Pension Benefit.	
Pre-retirement death benefit	Lump sum payment of the Cash Balance Account. If the participant is married on the date of death, the surviving spouse may choose between an actuarially equivalent single life annuity or a lump sum payment	
Disability retirement	Monthly Pension Benefit, after a 12-month elimination period, assuming that Credited Service and Vesting Service continue to accrue during the elimination period and that Compensation continues during the elimination period at the level the participant was receiving at the time of his disability.	

Knowles Electronics, LLC

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Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule B, Part V - Summary Plan Provisions

Form of payment	Retirement and termination benefits are paid as a single life annuity if the participant has no eligible spouse, otherwise as an actuarially reduced 50% joint and survivor annuity. In lieu of the basic form of payment, the participant may elect an optional form of payment, which is actuarially equivalent in value, including a lump sum payment of the Cash Balance Account.
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Changes from the prior year

The benefits valued for those active as of January 1, 2009 reflect the change in the IRC Section 401(a)(17) pay limit to \$245,000. The increase in the IRC Section 415(b) maximum benefit limit to \$195,000 has been reflected for participants commencing benefits on or after January 1, 2009.

Knowles Electronics, LLC. Pension Plan
Optional Forms of Benefit Conversion Bases

Plan	Conversion Basis
Final Average Pay Plan	Appendix I
Cash Balance Plan	Appendix II

Appendix I – Final Average Pay Plan

Annuity Conversion Basis: N/A (the benefit is defined as an annuity)

Alternate Form Annuity Conversion Basis:

- (A) Mortality
Participant – UP 1984 Mortality (Unisex) with 2 year setback.
Spouse – UP 1984 Mortality (Unisex) with 1 year setback.

- (B) Interest – 8.0% per annum

Sample Factors for Joint and Survivor (J&S) forms of annuity:

Participant Age/ Spouse Age	50% J&S	75% J&S	100% J&S
65/65	.9191	.8834	.8503
60/60	.9327	.9023	.8738
55/55	.9450	.9197	.8958

Sample Factors for Joint and Last Survivor (J&LS) annuity:

Participant Age/ Spouse Age	50% J&LS
65/65	1.0113
60/60	1.0090
55/55	1.0071

Sample Factors for Certain and Life (C&L) annuities:

Participant Age	5 Year C&L	10 Year C&L
65	.9781	.9266
60	.9873	.9556
55	.9925	.9731

Lump Sum Conversion Basis (available if under \$10,000):

For any lump sum option, the conversion factor is calculated using the applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3) and the segment interest rates established by the IRS under 417(e) in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made.

Appendix II – Cash Balance Plan

Annuity and Alternate Form Conversion Basis:

- (A) Mortality – Applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3).
- (B) Interest – 10 Year Constant Treasury rate in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made, but not less than 4.50% per annum.

Sample Factors for Single Life (SLA) annuity:

Participant Age	SLA
65	1/(12.5355)
60	1/(14.1713)
55	1/(15.6540)

Sample Factors for Joint and Survivor (J&S) forms of annuity:

Participant Age/ Spouse Age	50% J&S	75% J&S	100% J&S
65/65	1/(13.6371)	1/(14.1879)	1/(14.7387)
60/60	1/(15.1858)	1/(15.6931)	1/(16.2003)
55/55	1/(16.5476)	1/(16.9945)	1/(17.4413)

Sample Factors for Certain and Life (C&L) annuities:

Participant Age	5 Year C&L	10 Year C&L
65	1/(12.6501)	1/(13.0061)
60	1/(14.2313)	1/(14.4365)
55	1/(15.6837)	1/(15.7895)

Minimum Lump Sum Conversion Basis:

Minimum lump sum is the greater of

- (i) Cash Balance Account Balance
- (ii) Lump sum calculated using the applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3) and the segment interest rates established by the IRS under 417(e) in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made.

Knowles Electronics, LLC Pension Plan

EIN: 36-4316363

Plan Number: 001

Schedule SB, Line 24 - Change in Actuarial Assumptions

The full corporate bond yield curve used to calculate the funding target and target normal cost was updated from January 2008 to January 2009.

The interest rate used to determine lump sums was changed from the full yield curve as of January 2008 to the full yield curve as of January 2009.

The mortality table used to determine lump sums was changed from the IRS Prescribed 2008 Applicable Mortality Table under IRC Sections 417(e)(3) to the IRS Prescribed 2009 Applicable Mortality Table.

SCHEDULE SB, LINE 25 – Change in Method

Knowles Electronics, LLC Pension Plan

EIN: 36-4316363

Plan Number: 001

Assumed plan-related expenses of \$155,000 were added to the target normal cost.

The valuation software used to produce the actuarial information submitted on the schedule has been refined to reflect evolving understanding of PPA requirements, and such modifications may be considered to be a method change. The percentage changes in funding target, target normal cost and plan assets due to the refinements in the software are each less than 2% (disregarding the effects of any changes that are automatically approved under final IRC 430 regulations), and the modifications to the software were designed to produce results no less accurate than the results produced by the software prior to the change. Therefore the change in funding method due to a change in valuation software receives automatic approval under IRS Announcement 2010-3.

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

Demographic Assumptions

Mortality for contributions:

► Healthy and Disabled

Single combined table of rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, with generational projection) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, with generational projection)

Termination

Rates varying by age and service

Sample rates:

<i>Age</i>	<i>Male and Female</i>
25	0.1899
40	0.0350
55	0.0015

Disability

1965-1969 Inter-Company Table

Retirement

Rates varying by age

Sample rates:

<i>Age</i>	<i>Rate</i>
55-61	.01
62	.15
63-64	.05
65	1

The weighted average retirement age is 64.

Form of payment

Final average pay benefit: Life annuity
Cash balance benefit: Lump Sum

Percent married

80% of males; 65% of females

Spouse age

Wife five years younger than husband

Methods

Valuation date

First day of plan year

Funding target and target normal cost

Present value of accrued benefits

Actuarial value of assets

Fair market value of assets on the valuation date

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

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

Benefits Not Valued

All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Knowles and, based on that review, is not aware of any significant benefits required to be valued that were not.

Change in Assumptions and Methods Since Prior Valuation

Contributions

The funded interest rate was changed from the full corporate bond yield curve as of January 2008 to the full corporate bond yield curve as of January 2009, as provided under the Pension Protection Act of 2006 (PPA).

The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements.

Data Sources

Towers Watson used asset data supplied by the Knowles. Data was reviewed for reasonableness and consistency, but no audit was performed.

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

Actuarial Assumptions and Methods**Economic Assumptions**

Discount rate* 7.75%

Funding interest rate basis:

- ▶ Applicable month December rates published in January
- ▶ Yield curve basis Full yield curve
- ▶ Transition from current liability rates No

Funding interest rates:

- ▶ 10-year rate 7.20%
- ▶ 20-year rate 6.94%
- ▶ 30-year rate 6.49%
- ▶ Effective interest rate 6.84%

Annual rates of increase

- ▶ Salaries: (rates varying by age)

Years of Service

<i>Age</i>	<i>Male and Female</i>
25	6.70%
40	5.20%
55	4.20%

The annual rate of salary increased that is equivalent to the rates used is 5.20%

- ▶ Future Social Security wage bases 4.50%
- ▶ Interest credit on cash balance accounts 5.25%

Knowles Electronics, LLC

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Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule SB, Part V - Summary Plan Provisions

Plan Provisions

Effective January 1, 2002, a "cash balance" benefit structure was added to the Knowles Electronics, LLC Pension Plan.

- ▶ Employees who were hired prior to May 1, 2002 and who were age forty or older on May 1, 2002 will remain covered under the prior version of the plan, which is a traditional "final average earnings" benefit structure.
- ▶ Employees who are hired after May 1, 2002 are covered under the cash balance benefit structure.
- ▶ Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002 are covered under the final average earnings benefit structure for service prior to January 1, 2002 and under the cash balance benefit structure for service after December 31, 2001.
 - The final average earnings benefit, for service prior to January 1, 2002, is indexed to reflect the individual's final average earnings at termination or retirement.
 - The cash balance account on January 1, 2002 is \$0 and will accumulate with pay credits and interest credits for service after December 31, 2001.
 - The total accrued benefit at termination or retirement cannot be less than the accrued benefit the individual would have earned under the final average earnings formula as of the cash balance amendment adoption date.

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule B, Part V - Summary Plan Provisions

Final Average Pay Plan Provisions

Effective date	Amended and restated effective January 1, 2002.
Covered employees	<p>Employees who were hired prior to May 1, 2002 and who were age forty or older on May 1, 2002: for all service.</p> <p>Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002: for service prior to January 1, 2002</p>
Plan participation	All employees who were participants under the prior provisions of the plan continue to be participants.
Definitions	
Continuous service	Elapsed time since last date of hire. If a break in service of less than 12 months occurs, the severance period and the prior service period will be included in the participant's continuous service. If a break in service exceeds 12 months but does not exceed the prior period of service, the prior period of service will be included.
Vesting service	Same as Continuous Service.
Credited service	<p>Continuous Service from the participant's date of participation, including the one year required for participation eligibility.</p> <p>Periods of severance are not included, even if considered as Continuous Service.</p>
Compensation	<p>Total cash compensation, before withholding, including base pay, overtime, bonuses, commissions, elective contributions under Section 401(k) and Section 125 plans, and excluding any employer contributions to a deferred compensation plan.</p> <p>Compensation is limited by the pay cap provided in Code Section 401(a)(17).</p>
Average monthly earnings	Monthly average of the participant's compensation, limited to the Social Security Wage Base, during that period of three consecutive years ending with or within the year of determination.
Final average monthly earnings	Monthly average of the participant's compensation during that period of five consecutive years during which the participant received his highest compensation within the ten-year period ending on the date of termination.
Covered compensation	The 35-year average of the Social Security Wage bases ending in the year a participant attains Social Security normal retirement age.

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule SB, Part V - Summary Plan Provisions

Social Security offset allowance	.65% multiplied by years of Credited Service (not to exceed 25 years) multiplied by the Average Monthly Earnings or 1/12th of Covered Compensation.
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Monthly pension benefit	2% of Final Average Monthly Earnings multiplied by years of Credited Service (not to exceed 25 years), reduced by the participant's Social Security Offset Allowance.
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Benefit eligibility

Normal retirement	Age 65 with five years of Vesting Service.
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Early retirement	Age 55 with five years of Vesting Service.
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Deferred vested	Five years of Vesting Service.
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Pre-retirement death benefit	Death of a married participant while eligible for retirement or deferred vested benefit.
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Disability retirement	Total and permanent disability after 5 years of Vesting Service.
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Benefits payable

Normal retirement	Monthly Pension Benefit.
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Early retirement	Monthly Pension Benefit reduced by 8% per year early for ages 62 to 65 and by 4% per year for ages 55 to 62.
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Termination with deferred vested benefit	Monthly Pension Benefit, payable at age 65. Payments may commence as early as age 55, and are then reduced as for early retirement above.
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Pre-retirement death benefit	Immediate annuity payable to the surviving spouse, determined as if the participant had retired immediately prior to death and elected the 50% surviving spouse annuity option. There is no reduction for commencement of benefits prior to age 65.
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Disability retirement	Monthly Pension Benefit, commencing at Total and Permanent Disability.
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Form of payment

Retirement and termination benefits are paid as a single life annuity if the participant has no eligible spouse, otherwise as an actuarially reduced 50% joint and survivor annuity. In lieu of the basic form of payment, the participant may elect an optional form of payment, which is actuarially equivalent in value.

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule B, Part V - Summary Plan Provisions

Cash Balance Plan Provisions

Effective date	January 1, 2002.		
Covered employees	Employees who were hired after May 1, 2002: All service. Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002: Service after December 31, 2001.		
Plan participation	Anniversary date following the completion of one year of Continuous Service.		
Definitions			
Continuous service	Elapsed time since last date of hire. If a break in service of less than 12 months occurs, the severance period and the prior service period will be included in the participant's continuous service. If a break in service exceeds 12 months but does not exceed the prior period of service, the prior period of service will be included.		
Vesting service	Same as Continuous Service.		
Credited service	Continuous Service from the participant's date of participation, including the one year required for participation eligibility. Periods of severance are not included, even if considered as Continuous Service.		
Compensation	Total cash compensation, before withholding, including base pay, overtime, bonuses, commissions, elective contributions under Section 401(k) and Section 125 plans, and excluding any employer contributions to a deferred compensation plan. Compensation is limited by the pay cap provided in Code Section 401(a)(17).		
Opening cash balance account	The opening cash balance account has a zero balance until the first Pay Credit is allocated.		
Cash balance account	A hypothetical account maintained for each participant consisting of the accumulation of Pay Credits and Interest Credits.		
Pay credit	At the end of each plan year, the participant's Cash Balance Account is allocated a Pay Credit equal to the percentage from the table below, multiplied by his Compensation for that plan year. <table><tr><td>Sum of Attained Age</td><td>Annual</td></tr></table>	Sum of Attained Age	Annual
Sum of Attained Age	Annual		

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule SB, Part V - Summary Plan Provisions

	And Credited Service	Pay Credit
	Less than 40	3.0%
	40 to 49	3.5%
	50 to 59	4.5%
	60 to 69	6.0%
	70 or more	7.5%
Interest credit	At the end of each plan year that the participant has a Cash Balance Account, the Cash Balance Account is allocated an interest credit equal to the value of the Cash Balance Account as of the end of the preceding plan year, multiplied by the Interest Crediting Rate for the current plan year.	
Interest crediting rate	Annual yield on the 10-year Treasury Constant Maturity that is in effect for the September 30th of the preceding plan year, but no less than 4.50%.	
Monthly pension benefit	Single life annuity that is actuarially equivalent to the participant's Cash Balance Account, based on the participant's age at commencement.	

Benefit eligibility

Termination or retirement	Three years of Vesting Service.
Pre-retirement death benefit	Three years of Vesting Service.
Disability retirement	Total and permanent disability after 5 years of Vesting Service.

Benefits payable

Termination or retirement	Monthly Pension Benefit.
Pre-retirement death benefit	Lump sum payment of the Cash Balance Account. If the participant is married on the date of death, the surviving spouse may choose between an actuarially equivalent single life annuity or a lump sum payment
Disability retirement	Monthly Pension Benefit, after a 12-month elimination period, assuming that Credited Service and Vesting Service continue to accrue during the elimination period and that Compensation continues during the elimination period at the level the participant was receiving at the time of his disability.

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule B, Part V - Summary Plan Provisions

Form of payment	Retirement and termination benefits are paid as a single life annuity if the participant has no eligible spouse, otherwise as an actuarially reduced 50% joint and survivor annuity. In lieu of the basic form of payment, the participant may elect an optional form of payment, which is actuarially equivalent in value, including a lump sum payment of the Cash Balance Account.
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Changes from the prior year

The benefits valued for those active as of January 1, 2009 reflect the change in the IRC Section 401(a)(17) pay limit to \$245,000. The increase in the IRC Section 415(b) maximum benefit limit to \$195,000 has been reflected for participants commencing benefits on or after January 1, 2009.

Knowles Electronics, LLC. Pension Plan
Optional Forms of Benefit Conversion Bases

Plan	Conversion Basis
Final Average Pay Plan	Appendix I
Cash Balance Plan	Appendix II

Appendix I – Final Average Pay Plan

Annuity Conversion Basis: N/A (the benefit is defined as an annuity)

Alternate Form Annuity Conversion Basis:

- (A) Mortality
Participant – UP 1984 Mortality (Unisex) with 2 year setback.
Spouse – UP 1984 Mortality (Unisex) with 1 year setback.

- (B) Interest – 8.0% per annum

Sample Factors for Joint and Survivor (J&S) forms of annuity:

Participant Age/ Spouse Age	50% J&S	75% J&S	100% J&S
65/65	.9191	.8834	.8503
60/60	.9327	.9023	.8738
55/55	.9450	.9197	.8958

Sample Factors for Joint and Last Survivor (J&LS) annuity:

Participant Age/ Spouse Age	50% J&LS
65/65	1.0113
60/60	1.0090
55/55	1.0071

Sample Factors for Certain and Life (C&L) annuities:

Participant Age	5 Year C&L	10 Year C&L
65	.9781	.9266
60	.9873	.9556
55	.9925	.9731

Lump Sum Conversion Basis (available if under \$10,000):

For any lump sum option, the conversion factor is calculated using the applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3) and the segment interest rates established by the IRS under 417(e) in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made.

Appendix II – Cash Balance Plan

Annuity and Alternate Form Conversion Basis:

- (A) Mortality – Applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3).
- (B) Interest – 10 Year Constant Treasury rate in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made, but not less than 4.50% per annum.

Sample Factors for Single Life (SLA) annuity:

Participant Age	SLA
65	1/(12.5355)
60	1/(14.1713)
55	1/(15.6540)

Sample Factors for Joint and Survivor (J&S) forms of annuity:

Participant Age/ Spouse Age	50% J&S	75% J&S	100% J&S
65/65	1/(13.6371)	1/(14.1879)	1/(14.7387)
60/60	1/(15.1858)	1/(15.6931)	1/(16.2003)
55/55	1/(16.5476)	1/(16.9945)	1/(17.4413)

Sample Factors for Certain and Life (C&L) annuities:

Participant Age	5 Year C&L	10 Year C&L
65	1/(12.6501)	1/(13.0061)
60	1/(14.2313)	1/(14.4365)
55	1/(15.6837)	1/(15.7895)

Minimum Lump Sum Conversion Basis:

Minimum lump sum is the greater of

- (i) Cash Balance Account Balance
- (ii) Lump sum calculated using the applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3) and the segment interest rates established by the IRS under 417(e) in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made.

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

Demographic Assumptions

Mortality for contributions:

► Healthy and Disabled

Single combined table of rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, with generational projection) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, with generational projection)

Termination

Rates varying by age and service

Sample rates:

<i>Age</i>	<i>Male and Female</i>
25	0.1899
40	0.0350
55	0.0015

Disability

1965-1969 Inter-Company Table

Retirement

Rates varying by age

Sample rates:

<i>Age</i>	<i>Rate</i>
55-61	.01
62	.15
63-64	.05
65	1

The weighted average retirement age is 64.

Form of payment

Final average pay benefit: Life annuity
Cash balance benefit: Lump Sum

Percent married

80% of males; 65% of females

Spouse age

Wife five years younger than husband

Methods

Valuation date

First day of plan year

Funding target and target normal cost

Present value of accrued benefits

Actuarial value of assets

Fair market value of assets on the valuation date

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

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

Benefits Not Valued

All benefits described in the Plan Provisions section of this report were valued. Towers Watson has reviewed the plan provisions with Knowles and, based on that review, is not aware of any significant benefits required to be valued that were not.

Change in Assumptions and Methods Since Prior Valuation

Contributions

The funded interest rate was changed from the full corporate bond yield curve as of January 2008 to the full corporate bond yield curve as of January 2009, as provided under the Pension Protection Act of 2006 (PPA).

The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements.

Data Sources

Towers Watson used asset data supplied by the Knowles. Data was reviewed for reasonableness and consistency, but no audit was performed.

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

Actuarial Assumptions and Methods**Economic Assumptions**

Discount rate* 7.75%

Funding interest rate basis:

- ▶ Applicable month December rates published in January
- ▶ Yield curve basis Full yield curve
- ▶ Transition from current liability rates No

Funding interest rates:

- ▶ 10-year rate 7.20%
- ▶ 20-year rate 6.94%
- ▶ 30-year rate 6.49%
- ▶ Effective interest rate 6.84%

Annual rates of increase

- ▶ Salaries: (rates varying by age)

Years of Service

<i>Age</i>	<i>Male and Female</i>
25	6.70%
40	5.20%
55	4.20%

The annual rate of salary increased that is equivalent to the rates used is 5.20%

- ▶ Future Social Security wage bases 4.50%
- ▶ Interest credit on cash balance accounts 5.25%

Knowles Electronics, LLC

EIN: 36-4316363

Knowles Electronics, LLC Pension Plan

Plan: 001

Schedule SB, Part V - Summary Plan Provisions

Plan Provisions

Effective January 1, 2002, a "cash balance" benefit structure was added to the Knowles Electronics, LLC Pension Plan.

- ▶ Employees who were hired prior to May 1, 2002 and who were age forty or older on May 1, 2002 will remain covered under the prior version of the plan, which is a traditional "final average earnings" benefit structure.
- ▶ Employees who are hired after May 1, 2002 are covered under the cash balance benefit structure.
- ▶ Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002 are covered under the final average earnings benefit structure for service prior to January 1, 2002 and under the cash balance benefit structure for service after December 31, 2001.
 - The final average earnings benefit, for service prior to January 1, 2002, is indexed to reflect the individual's final average earnings at termination or retirement.
 - The cash balance account on January 1, 2002 is \$0 and will accumulate with pay credits and interest credits for service after December 31, 2001.
 - The total accrued benefit at termination or retirement cannot be less than the accrued benefit the individual would have earned under the final average earnings formula as of the cash balance amendment adoption date.

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Schedule B, Part V - Summary Plan Provisions

Final Average Pay Plan Provisions

Effective date	Amended and restated effective January 1, 2002.
Covered employees	<p>Employees who were hired prior to May 1, 2002 and who were age forty or older on May 1, 2002: for all service.</p> <p>Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002: for service prior to January 1, 2002</p>
Plan participation	All employees who were participants under the prior provisions of the plan continue to be participants.
Definitions	
Continuous service	Elapsed time since last date of hire. If a break in service of less than 12 months occurs, the severance period and the prior service period will be included in the participant's continuous service. If a break in service exceeds 12 months but does not exceed the prior period of service, the prior period of service will be included.
Vesting service	Same as Continuous Service.
Credited service	<p>Continuous Service from the participant's date of participation, including the one year required for participation eligibility.</p> <p>Periods of severance are not included, even if considered as Continuous Service.</p>
Compensation	<p>Total cash compensation, before withholding, including base pay, overtime, bonuses, commissions, elective contributions under Section 401(k) and Section 125 plans, and excluding any employer contributions to a deferred compensation plan.</p> <p>Compensation is limited by the pay cap provided in Code Section 401(a)(17).</p>
Average monthly earnings	Monthly average of the participant's compensation, limited to the Social Security Wage Base, during that period of three consecutive years ending with or within the year of determination.
Final average monthly earnings	Monthly average of the participant's compensation during that period of five consecutive years during which the participant received his highest compensation within the ten-year period ending on the date of termination.
Covered compensation	The 35-year average of the Social Security Wage bases ending in the year a participant attains Social Security normal retirement age.

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Schedule SB, Part V - Summary Plan Provisions

Social Security offset allowance	.65% multiplied by years of Credited Service (not to exceed 25 years) multiplied by the Average Monthly Earnings or 1/12th of Covered Compensation.
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Monthly pension benefit	2% of Final Average Monthly Earnings multiplied by years of Credited Service (not to exceed 25 years), reduced by the participant's Social Security Offset Allowance.
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Benefit eligibility

Normal retirement	Age 65 with five years of Vesting Service.
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Early retirement	Age 55 with five years of Vesting Service.
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Deferred vested	Five years of Vesting Service.
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Pre-retirement death benefit	Death of a married participant while eligible for retirement or deferred vested benefit.
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Disability retirement	Total and permanent disability after 5 years of Vesting Service.
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Benefits payable

Normal retirement	Monthly Pension Benefit.
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Early retirement	Monthly Pension Benefit reduced by 8% per year early for ages 62 to 65 and by 4% per year for ages 55 to 62.
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Termination with deferred vested benefit	Monthly Pension Benefit, payable at age 65. Payments may commence as early as age 55, and are then reduced as for early retirement above.
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Pre-retirement death benefit	Immediate annuity payable to the surviving spouse, determined as if the participant had retired immediately prior to death and elected the 50% surviving spouse annuity option. There is no reduction for commencement of benefits prior to age 65.
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Disability retirement	Monthly Pension Benefit, commencing at Total and Permanent Disability.
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Form of payment

Retirement and termination benefits are paid as a single life annuity if the participant has no eligible spouse, otherwise as an actuarially reduced 50% joint and survivor annuity. In lieu of the basic form of payment, the participant may elect an optional form of payment, which is actuarially equivalent in value.

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Schedule B, Part V - Summary Plan Provisions

Cash Balance Plan Provisions

Effective date January 1, 2002.

Covered employees Employees who were hired after May 1, 2002: All service.

Employees who were hired prior to May 1, 2002 and who were under age forty on May 1, 2002: Service after December 31, 2001.

Plan participation Anniversary date following the completion of one year of Continuous Service.

Definitions

Continuous service Elapsed time since last date of hire. If a break in service of less than 12 months occurs, the severance period and the prior service period will be included in the participant's continuous service. If a break in service exceeds 12 months but does not exceed the prior period of service, the prior period of service will be included.

Vesting service Same as Continuous Service.

Credited service Continuous Service from the participant's date of participation, including the one year required for participation eligibility.

Periods of severance are not included, even if considered as Continuous Service.

Compensation Total cash compensation, before withholding, including base pay, overtime, bonuses, commissions, elective contributions under Section 401(k) and Section 125 plans, and excluding any employer contributions to a deferred compensation plan.

Compensation is limited by the pay cap provided in Code Section 401(a)(17).

Opening cash balance account The opening cash balance account has a zero balance until the first Pay Credit is allocated.

Cash balance account A hypothetical account maintained for each participant consisting of the accumulation of Pay Credits and Interest Credits.

Pay credit At the end of each plan year, the participant's Cash Balance Account is allocated a Pay Credit equal to the percentage from the table below, multiplied by his Compensation for that plan year.

Sum of Attained Age

Annual

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Schedule SB, Part V - Summary Plan Provisions

	And Credited Service	Pay Credit
	Less than 40	3.0%
	40 to 49	3.5%
	50 to 59	4.5%
	60 to 69	6.0%
	70 or more	7.5%
Interest credit	At the end of each plan year that the participant has a Cash Balance Account, the Cash Balance Account is allocated an interest credit equal to the value of the Cash Balance Account as of the end of the preceding plan year, multiplied by the Interest Crediting Rate for the current plan year.	
Interest crediting rate	Annual yield on the 10-year Treasury Constant Maturity that is in effect for the September 30th of the preceding plan year, but no less than 4.50%.	
Monthly pension benefit	Single life annuity that is actuarially equivalent to the participant's Cash Balance Account, based on the participant's age at commencement.	

Benefit eligibility

Termination or retirement	Three years of Vesting Service.
Pre-retirement death benefit	Three years of Vesting Service.
Disability retirement	Total and permanent disability after 5 years of Vesting Service.

Benefits payable

Termination or retirement	Monthly Pension Benefit.
Pre-retirement death benefit	Lump sum payment of the Cash Balance Account. If the participant is married on the date of death, the surviving spouse may choose between an actuarially equivalent single life annuity or a lump sum payment
Disability retirement	Monthly Pension Benefit, after a 12-month elimination period, assuming that Credited Service and Vesting Service continue to accrue during the elimination period and that Compensation continues during the elimination period at the level the participant was receiving at the time of his disability.

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Plan: 001

Schedule B, Part V - Summary Plan Provisions

Form of payment	Retirement and termination benefits are paid as a single life annuity if the participant has no eligible spouse, otherwise as an actuarially reduced 50% joint and survivor annuity. In lieu of the basic form of payment, the participant may elect an optional form of payment, which is actuarially equivalent in value, including a lump sum payment of the Cash Balance Account.
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Changes from the prior year

The benefits valued for those active as of January 1, 2009 reflect the change in the IRC Section 401(a)(17) pay limit to \$245,000. The increase in the IRC Section 415(b) maximum benefit limit to \$195,000 has been reflected for participants commencing benefits on or after January 1, 2009.

Knowles Electronics, LLC. Pension Plan
Optional Forms of Benefit Conversion Bases

Plan	Conversion Basis
Final Average Pay Plan	Appendix I
Cash Balance Plan	Appendix II

Appendix I – Final Average Pay Plan

Annuity Conversion Basis: N/A (the benefit is defined as an annuity)

Alternate Form Annuity Conversion Basis:

- (A) Mortality
Participant – UP 1984 Mortality (Unisex) with 2 year setback.
Spouse – UP 1984 Mortality (Unisex) with 1 year setback.

- (B) Interest – 8.0% per annum

Sample Factors for Joint and Survivor (J&S) forms of annuity:

Participant Age/ Spouse Age	50% J&S	75% J&S	100% J&S
65/65	.9191	.8834	.8503
60/60	.9327	.9023	.8738
55/55	.9450	.9197	.8958

Sample Factors for Joint and Last Survivor (J&LS) annuity:

Participant Age/ Spouse Age	50% J&LS
65/65	1.0113
60/60	1.0090
55/55	1.0071

Sample Factors for Certain and Life (C&L) annuities:

Participant Age	5 Year C&L	10 Year C&L
65	.9781	.9266
60	.9873	.9556
55	.9925	.9731

Lump Sum Conversion Basis (available if under \$10,000):

For any lump sum option, the conversion factor is calculated using the applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3) and the segment interest rates established by the IRS under 417(e) in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made.

Appendix II – Cash Balance Plan

Annuity and Alternate Form Conversion Basis:

- (A) Mortality – Applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3).
- (B) Interest – 10 Year Constant Treasury rate in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made, but not less than 4.50% per annum.

Sample Factors for Single Life (SLA) annuity:

Participant Age	SLA
65	1/(12.5355)
60	1/(14.1713)
55	1/(15.6540)

Sample Factors for Joint and Survivor (J&S) forms of annuity:

Participant Age/ Spouse Age	50% J&S	75% J&S	100% J&S
65/65	1/(13.6371)	1/(14.1879)	1/(14.7387)
60/60	1/(15.1858)	1/(15.6931)	1/(16.2003)
55/55	1/(16.5476)	1/(16.9945)	1/(17.4413)

Sample Factors for Certain and Life (C&L) annuities:

Participant Age	5 Year C&L	10 Year C&L
65	1/(12.6501)	1/(13.0061)
60	1/(14.2313)	1/(14.4365)
55	1/(15.6837)	1/(15.7895)

Minimum Lump Sum Conversion Basis:

Minimum lump sum is the greater of

- (i) Cash Balance Account Balance
- (ii) Lump sum calculated using the applicable Mortality table established by the Internal Revenue Service under Code Section 417(e)(3) and the segment interest rates established by the IRS under 417(e) in effect for the September of the Plan Year immediately preceding the Plan Year in which payment is to be made.