Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6047(e), and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2010

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2010 or fiscal plan year beginning 01/01/2008 and ending 12/31/2008

A This return/report is for:
- [ ] a multiemployer plan;
- [ ] a multiple-employer plan; or
- [X] a single-employer plan;
- [ ] a DFE (specify) ____

B This return/report is:
- [ ] the first return/report;
- [ ] the final return/report;
- [X] an amended return/report;
- [ ] a short plan year return/report (less than 12 months).

C If the plan is a collectively-bargained plan, check here. . . . . ▶ [ ]

D Check box if filing under:
- [ ] Form 5558;
- [ ] automatic extension;
- [ ] the DFVC program;
- [ ] special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
JOHANSON DIELECTRICS, INC. EMPLOYEES PROFIT SHARING PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/1978

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

15191 BLEDSOE STREET
SYLMAR, CA 91342

2b Employer Identification Number (EIN)
95-2416273

2c Sponsor's telephone number
805-389-1166

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.	01/26/2011	SUSAN FARINACCI
	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

3a Plan administrator's name and address (if same as plan sponsor, enter "Same")
JOHANSON DIELECTRICS, INC.

15191 BLEDSOE STREET
SYLMAR, CA 91342

3b Administrator's EIN
95-2416273

3c Administrator's telephone number
805-389-1166

4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:
a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	929
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**	531
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	258
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	789
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	1
f	Total. Add lines **6d** and **6e**	**6f**	790
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	608
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	51
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:
2E 2F 2G 2J 2K 2T 3D 3H

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

9a Plan funding arrangement (check all that apply)

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

For calendar plan year 2010 or fiscal plan year beginning 01/01/2008 and ending 12/31/2008

A Name of plan
JOHANSON DIELECTRICS, INC. EMPLOYEES PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
95-2416273

Part I **Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs)**
(Complete as many entries as needed to report all interests in DFEs)

a Name of MTIA, CCT, PSA, or 103-12 IE: WELLS FARGO STABLE RETURN FUND N4

b Name of sponsor of entity listed in (a): WELLS FARGO BANK, N.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)
52-2251296-001	C	3999708

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)

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

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

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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)

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

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a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

a Plan name

b Name of plan sponsor	**c** EIN-PN

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection

For calendar plan year 2010 or fiscal plan year beginning 01/01/2008 and ending 12/31/2008

A Name of plan
JOHANSON DIELECTRICS, INC. EMPLOYEES PROFIT SHARING PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
95-2416273

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)		529
(2) Participant contributions	1b(2)		700
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	365078	256543
(9) Value of interest in common/collective trusts	1c(9)	3160266	3999708
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	5866412	3644193
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	9391756	7901673
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	9391756	7901673

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)	237823	
	(B) Participants	2a(1)(B)	492528	
	(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)		730351
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	31300	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		31300
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)		
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		148398
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		-1824801
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		-914752
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	572582	
(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)		572582
f Corrective distributions (see instructions)	2f		580
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	2169	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		2169
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		575331
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		-1490083
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: HOLTHOUSE, CARLIN & VAN TRIGHT LLP (2) EIN: 95-4345526

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a	X		32998
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		800000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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)

HCVT
CERTIFIED PUBLIC ACCOUNTANTS

HOLTHOUSE CARLIN & VAN TRIGT LLP

Independent Auditors' Report

To the Trustee and Participants of the
Johanson Dielectrics, Inc. Employees Profit Sharing Plan:

We were engaged to audit the financial statements and supplemental schedules of the Johanson Dielectrics, Inc. Employees Profit Sharing Plan (the "Plan") as of and for the year ended December 31, 2008, as listed in the accompanying index. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by Wells Fargo Bank, N.A., the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan Administrator that Wells Fargo Bank, N.A. holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from Wells Fargo Bank, N.A. as of December 31, 2008 and 2007 and for the year ended December 31, 2008, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

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

Holthouse Carlin & Van Trigt LLP

Westlake Village, California
April 13, 2010

Schedule H Line 4i
Schedule of Assets Held for Investment Purposes at End of Year
For plan year ending December 31, 2008

JOHANSON DIELECTRICS, INC. EIN: 95-2416273
JOHANSON DIELECTRICS EMPLOYEES PROFIT SHARING PLAN PLAN #:001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(e) Current value
*	WF COLL STABLE RETURN (N4)	Common/Collective Fund	3,999,707.64
	PIMCO TOTAL RETURN	Registered Investment Company	592,406.46
	VAN KAMPEN EQUITY INCOME A	Registered Investment Company	300,492.03
	VAN KAMPEN COMSTOCK	Registered Investment Company	130,397.66
*	WF ADVANTAGE INDEX FUND-ADM	Registered Investment Company	359,334.89
	DAVIS NY VENTURE	Registered Investment Company	70,258.25
	AMERICAN GROWTH FD OF AMERICA	Registered Investment Company	77,411.90
*	WF ADVANTAGE DISCOVERY-ADM	Registered Investment Company	555,661.76
	NEUBERGER BERMAN GENESIS	Registered Investment Company	495,381.17
	IVY SCIENCE & TECHNOLOGY	Registered Investment Company	627,210.76
	FIDELITY ADV DIVERSIFIED INTL	Registered Investment Company	435,638.21
*	LOAN FUND	Various Int Rates and Mat Dates	256,542.71
	Total assets held for investment purposes:		**7,900,443.44**

* Represents a party in interest to the plan.

JOHANSON DIELECTRICS, INC.
EMPLOYEES PROFIT SHARING PLAN

FINANCIAL STATEMENTS,
SUPPLEMENTAL SCHEDULES
AND
INDEPENDENT AUDITORS' REPORT
DECEMBER 31, 2008

JOHANSON DIELECTRICS, INC.
EMPLOYEES PROFIT SHARING PLAN

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All other schedules have been omitted as not applicable.

HCVT
CERTIFIED PUBLIC ACCOUNTANTS

HOLTHOUSE CARLIN & VAN TRIGT LLP

Independent Auditors' Report

To the Trustee and Participants of the
Johanson Dielectrics, Inc. Employees Profit Sharing Plan:

We were engaged to audit the financial statements and supplemental schedules of the Johanson Dielectrics, Inc. Employees Profit Sharing Plan (the "Plan") as of and for the year ended December 31, 2008, as listed in the accompanying index. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the Plan Administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 6, which was certified by Wells Fargo Bank, N.A., the Trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the Plan Administrator that Wells Fargo Bank, N.A. holds the Plan's investment assets and executes investment transactions. The Plan Administrator has obtained a certification from Wells Fargo Bank, N.A. as of December 31, 2008 and 2007 and for the year ended December 31, 2008, that the information provided to the Plan Administrator by the Trustee is complete and accurate.

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

Holthouse Carlin & Van Trigt LLP

Westlake Village, California
April 13, 2010

JOHANSON DIELECTRICS, INC.
EMPLOYEES PROFIT SHARING PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR PLAN BENEFITS
DECEMBER 31, 2008 AND 2007

	2008	2007
Investments:		
Participant-directed investments - at fair value	$ 7,688,385	$ 9,391,756
Receivables:		
Company contribution	529	3,316
Participants' contributions	700	5,106
Total receivables	1,229	8,422
Adjustments from fair value to contract value for fully benefit-responsive investment contracts	212,059	-
Net assets available for plan benefits	$ 7,901,673	$ 9,400,178

See notes to financial statements.

JOHANSON DIELECTRICS, INC.
EMPLOYEES PROFIT SHARING PLAN
STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR PLAN BENEFITS
FOR THE YEAR ENDED DECEMBER 31, 2008

Additions:	
Company contributions	$ 233,693
Participants' contributions	489,562
Interest and dividend income	204,242
Total additions	927,497
Deductions:	
Net depreciation in fair value of investments	1,846,470
Benefits paid to Plan participants	573,162
Administrative expenses	6,370
Total deductions	2,426,002
Net decrease	(1,498,505)
Assets available for plan benefits:	
Beginning of year	9,400,178
End of year	$ 7,901,673

See notes to financial statements.

NOTE 1. PLAN DESCRIPTION

The following description of the Johanson Dielectrics, Inc. Employees Profit Sharing Plan (the "Plan") provides only general information. Participants and other interested parties should refer to the Plan agreement for a more complete description of the Plan's provisions.

General

The Plan is a defined contribution plan covering all full-time employees who are 21 years of age and have been employed for 90 days by Johanson Dielectrics, Inc. (the "Company" or the "Plan Sponsor"). It is subject to the provisions of the Employee Retirement Income Security Act ("ERISA").

The Company is responsible for administering the Plan. Wells Fargo Bank, N.A. (the "Trustee" or "Wells Fargo") is responsible for receiving Plan contributions from the Company, investing and safeguarding the Plan's assets held for investment, as well as maintaining the individual participant account balances.

The Plan's net assets are administered by the Plan Administrator and are based on Company and participant contributions received by the Plan plus the investment income and unrealized gains and losses of the Plan's assets, reduced by benefit payments to participants, investment expenses, and any adjustments for market value fluctuations of Plan assets.

Contributions

Each year, subject to Plan and Internal Revenue Code ("IRC") provisions, participants may contribute up to 15 percent of pretax annual compensation, as defined in the Plan. Participants elect to have their accounts invested among several types of investments offered by Wells Fargo Bank, N.A.

The Plan provides that the Company may make matching contributions during the year. Effective January 1, 2003, in accordance with the safe harbor provisions of the IRC, contributions are matched at a rate of 100% of the first 3% contributed and 50% of the next 2% of salaries contributed. The Company made matching contributions of $233,693 to the Plan during the year ended December 31, 2008.

Each year, in addition to the safe harbor contributions, the Company may make a discretionary profit sharing contribution. The Company did not make a discretionary profit sharing contribution during the year ended December 31, 2008.

Participant Accounts

Each participant's account is credited with the participant's contribution and allocations of the Company's contribution and Plan earnings, and charged with any withdrawals or distributions requested by the participant, investment losses and allocation of administrative expenses, if applicable. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

NOTE 1. PLAN DESCRIPTION (Continued)

Vesting

Participants are fully vested in their contributions and the Company's safe harbor matching contributions plus actual earnings thereon. A participant is 100% vested in the Company's profit sharing contributions after six years of credited service. However, if an active participant becomes totally and permanently disabled or dies prior to attaining the normal retirement age, the participant's account becomes 100% vested.

Forfeitures

Forfeitures of discretionary Company contributions may be used to pay for Plan expenses or to reduce future Company contributions. Forfeitures of non-elective Company contributions will be aggregated and allocated in the same manner as non-elective Company contributions. During the year ended December 31, 2008 no forfeitures were used to reduce Company contributions. As of December 31, 2008, forfeitures of $72,423 were available for future use.

Payment of Benefits

On termination of service due to death, disability, retirement and for other reasons, a participant may elect to receive a lump-sum amount equal to the value of the participant's vested interest in his or her account permitted under the Plan; installment payments; a single premium; non-transferable, fully refundable, annuity policy or any alternative method of equivalent value.

Plan Termination

Although the Company expects to continue the Plan, the Board of Directors of the Company may amend or terminate the Plan at any time. If the Plan is terminated, the rights of all participants to their interests in the Plan will become fully vested and nonforfeitable.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting

The accompanying financial statements have been prepared on the accrual basis of accounting, in accordance with accounting principles generally accepted in the United States of America, primarily from data provided by Wells Fargo Bank, N.A.

Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the Plan Administrator to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Concentration of Credit Risk

The Plan has exposure to credit risk to the extent that its investments are subject to market and interest rate fluctuations that may materially affect the value of the investment balances.

Investment Valuation and Income Recognition

Investments are reported at fair value and participant loans are stated at the unpaid principal amount, which approximates fair value. The investments and changes therein of the trust funds have been reported to the Plan by the Trustee using fair value.

Investments are valued daily, dividends are recognized on the ex-dividend date, and interest is recognized on the accrual method.

Administrative Expenses

Certain administrative expenses incident to the administration of the Plan, including fees of the administrative agent and independent public accountants may be paid by the Plan. The Company, at its discretion, decided to pay for these administrative expenses on behalf of the Plan.

Most investment options have management fees, which reduce the overall return on assets. The appreciation of investments is reflected net of these fees.

Recent Accounting Pronouncement

The Financial Accounting Standards Board ("FASB") issued Statement of Financial Accounting Standard ("SFAS") 157, "Fair Value Measurements" ("SFAS 157"), which is effective for fiscal years beginning after November 15, 2007. SFAS 157 defines fair value, establishes a framework for measuring fair value, and expands disclosures about assets and liabilities measured at fair value. On January 1, 2008 the Plan adopted SFAS 157.

Among other matters, SFAS 157 establishes a three-level valuation hierarchy for disclosure of fair value measurements. The valuation hierarchy is based upon the transparency of inputs to the valuation of an asset or liability as of the measurement date.

The methods used to value investments 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.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Fully Benefit-Responsive Investment Contracts

As described in Financial Accounting Standards Board ("FASB") Staff Position, FSP AAG INV-1 and Statement of Position ("SOP") No. 94-4-1, *Reporting of Fully Benefit-Responsive Investment Contracts Held by Certain Investment Companies Subject to the AICPA Investment Company Guide and Defined-Contribution Health and Welfare and Pension Plans* (the "FSP"), investment contracts held by a defined-contribution plan are required to be reported at fair value.

However, contract value is the relevant measurement attribute for that portion of the net assets available for plan benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. As of December 31, 2008, the adjustment of the Wells Fargo Collective Stable Return Fund from fair value to contract value is material to the financial statements and therefore an adjustment has been made to the accompanying statements of net assets available for plan benefits. As of December 31, 2007, the adjustment from fair value to contract value is immaterial to the financial statements.

NOTE 3. FEDERAL INCOME TAX STATUS

The Plan is a prototype plan that is subject of a favorable opinion letter from the Internal Revenue Service, and the Plan Administrator believes the Plan has been operated in accordance with the applicable provisions of the IRC. Accordingly, the Plan Administrator believes that the Plan is exempt from federal income taxes.

NOTE 4. PARTICIPANT LOANS

Participants in the Plan may borrow against their vested account balance within specified guidelines, as defined in the Plan. As of December 31, 2008, loans outstanding were $256,543. Interest rates on loans to participants range from 6.00% to 10.25%.

Under SFAS 157, the Plan classifies participant loans as Level 3 investments. The table below sets forth a summary of changes in the fair value of the participant loans for the year ended December 31, 2008:

	Participant Loans
Balance, beginning of year	$ 365,078
Realized gains (losses)	-
Unrealized gains (losses) relating to instruments still held at the reporting date	-
Issuances, repayments and settlements, net	(108,535)
Balance, end of year	$ 256,543

NOTE 5. FINANCIAL DATA CERTIFIED BY THE TRUSTEE

The Plan Administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, as permitted under such election, the following information was certified by Wells Fargo Bank, N.A. and was not subjected to any auditing procedures performed by the independent public accountants:

a. Participant-directed investments as shown in the accompanying statements of net assets available for plan benefits of $7,685,385 as of December 31, 2008 and $9,391,756 as of December 31, 2007.

b. Net depreciation of investments of $1,846,470 and interest and dividends income of $204,242 as shown in the accompanying statement of changes in net assets available for plan benefits for the year ended December 31, 2008.

c. Investments as of December 31, 2008 as shown in the accompanying Schedule of Assets (Held at End of Year).

NOTE 6. INVESTMENTS

Investment options are selected by the Plan Sponsor and are participant-directed. The participants have several investments they may choose from. See the attached Schedule of Assets (Held at End of Year) for a detail listing of investments.

The following presents investments that represent 5 percent or more of the Plan's net assets as of December 31, 2008:

Wells Fargo Collective Stable Return	$ 3,787,649
Wells Fargo Advantage Discovery Fund	$ 555,662
Pimco Total Return Fund	$ 592,406
Neuberger Berman Genesis Fund	$ 495,381
Ivy Science & Technology Fund	$ 627,211
Fidelity Advantage Diversified International Fund	$ 435,638

For the year ended December 31, 2008, net depreciation on investments in registered investment companies (mutual funds) was $1,994,810 and net appreciation of $148,340 on the Stable Value Fund. All mutual funds are classified as Level 1 under SFAS 157 and the Wells Fargo Collective Stable Return is classified as Level 2.

Plan investment options include the Wells Fargo Collective Stable Return, a stable value fund, that is, in a Common Collective Trust.

Average yields:	2008	2007
Based on actual earnings		
Wells Fargo Collective Stable Return	5.29%	5.24%
Based on interest rate credited to participants		
Wells Fargo Collective Stable Return	4.10%	5.09%

NOTE 7. PARTY-IN-INTEREST TRANSACTIONS

Investments are managed by Wells Fargo Bank, N.A., the Trustee. Transactions with the Trustee qualify as party-in-interest transactions for which exemptions exist. The Trustee receives management and contract administration fees from the Plan. The Plan incurred and paid management and contract administration fees of $6,370 during 2008.

NOTE 8. NONEXEMPT TRANSACTIONS

Certain of the 2008 employee contributions and employee loan repayments were not remitted to the Trustee within the maximum period permitted under the Department of Labor's regulations. These late remittances are detailed in the attached supplemental schedule, Schedule of Nonexempt Transactions. All late remittances were deposited to the Plan.

JOHANSON DIELECTRICS, INC.
EMPLOYEES PROFIT SHARING PLAN

EIN #95-2416273 PLAN #001
SCHEDULE OF ASSETS (HELD AT END OF YEAR)
DECEMBER 31, 2008

	Identity of Issue, Borrower, Lesser or Similar Party	Description of Investment	Current Value
*	Wells Fargo Collective Stable Return	Common Collective Trust	$ 3,787,649
*	Wells Fargo Advantage Index Fund	Mutual Fund	359,335
*	Wells Fargo Advantage Discovery Fund	Mutual Fund	555,662
*	Pimco Total Return Fund	Mutual Fund	592,406
*	Van Kampen Equity Income A Fund	Mutual Fund	300,492
*	Van Kampen Comstock	Mutual Fund	130,398
*	American Funds Growth Fund of America	Mutual Fund	77,412
*	Davis NY Venture Fund	Mutual Fund	70,258
*	Neuberger Berman Genesis Fund	Mutual Fund	495,381
*	Ivy Science & Technology Fund	Mutual Fund	627,211
*	Fidelity Advantage Diversified International Fund	Mutual Fund	435,638
*	Participant loans	Interest from 6.00% to 10.25%	256,543
			$ 7,688,385

* Indicates a party-in-interest to the Plan.

See notes and independent auditors' report.

JOHANSON DIELECTRICS, INC.
EMPLOYEES PROFIT SHARING PLAN

EIN #95-2416273 PLAN #001
SCHEDULE OF NONEXEMPT TRANSACTIONS
DECEMBER 31, 2008

Identity of Issuer	Relationship to Plan	Transaction	Amount	Interest Incurred on Loan
Johanson Dielectrics, Inc.	Plan Sponsor	Lending of funds at various dates from the Plan to the Sponsor (contributions not timely remitted to the Plan)		
		Various dates in 2008	$ 32,998	TBD*

* Earnings restitution to be determined.

See notes and independent auditors' report.

Attachment to 2010 Form 5500
Schedule H, line 4a - Schedule of Delinquent Participant Contributions

Plan Name JOHANSON DIELECTRICS, INC. EMPLOYEES PROFIT SHARING PLAN **EIN:** 95-2416273
Plan Sponsor's Name JOHANSON DIELECTRICS, INC. **PN:** 001

	Total that Constitute Nonexempt Prohibitied Transactions			
Participant Contributions Transferred Late to Plan	Contributions Not Corrected	Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
Check here if Late Participant Loan Repayments are included: [X]	27,329	5,669	0	0