# Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

**2009**

**This Form is Open to Public Inspection**

## Part I Annual Report Identification Information

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

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

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

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

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

## Part II Basic Plan Information—enter all requested information

**1a** Name of plan
KLEIN TOOLS RETIREMENT SAVINGS PLAN

**1b** Three-digit plan number (PN) ▶ 001

**1c** Effective date of plan 01/01/1960

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

450 BOND STREET
LINCOLNSHIRE, IL 60069

**2b** Employer Identification Number (EIN) 26-3795226

**2c** Sponsor's telephone number 847-821-5525

**2d** Business code (see instructions) 332210

**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. | 04/28/2011 | VERNE V. TUITE |
| | **Signature of plan administrator** | Date | Enter name of individual signing as plan administrator |
| **SIGN HERE** | Filed with authorized/valid electronic signature. | 04/28/2011 | VERNE V. TUITE |
| | **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")

KLEIN TOOLS, INC.

450 BOND STREET
LINCOLNSHIRE, IL 60069

**3b** Administrator's EIN: 26-3795226

**3c** Administrator's telephone number: 847-821-5525

**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** | 1048 |
| **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** | 738 |
| **b** | Retired or separated participants receiving benefits | **6b** | 1 |
| **c** | Other retired or separated participants entitled to future benefits | **6c** | 173 |
| **d** | Subtotal. Add lines **6a**, **6b**, and **6c** | **6d** | 912 |
| **e** | Deceased participants whose beneficiaries are receiving or are entitled to receive benefits | **6e** | 5 |
| **f** | Total. Add lines **6d** and **6e** | **6f** | 917 |
| **g** | Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item) | **6g** | 882 |
| **h** | Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested | **6h** | 105 |
| **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 2S 2T 3D 3H

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

**9a** Plan funding arrangement (check all that apply)

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

**9b** Plan benefit arrangement (check all that apply)

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

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

**a Pension Schedules**

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

**b General Schedules**

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

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

**B** Three-digit plan number (PN) ▶ 001

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

**D** Employer Identification Number (EIN)
26-3795226

## Part I Service Provider Information (see instructions)

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

### 1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

T. ROWE PRICE RPS, INC.

52-1714114

| (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? |
|---|---|---|---|---|---|---|
| 15 21 25 28 37 38 49 50 52 59 62 64 65 | NONE | 6233 | Yes [X] No [ ] | Yes [X] No [ ] | 0 | Yes [X] No [ ] |

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

AMERICANFUNDS

5300 ROBIN HOOD ROAD
NORFOLK, VA 23513-2407

| (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? |
|---|---|---|---|---|---|---|
| 52 | NONE | 0 | Yes [X] No [ ] | Yes [ ] No [X] | 0 | Yes [X] No [ ] |

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

PRUDENTIAL JENNISON SMALL COMPANY

P.O. BOX 9658,
PROVIDENCE, RI 02940

| (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? |
|---|---|---|---|---|---|---|
| 52 | NONE | 0 | Yes [X] No [ ] | Yes [ ] No [X] | 0 | Yes [X] No [ ] |

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

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

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

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

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

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

## 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 |
|---|---|---|
| T. ROWE PRICE RPS, INC. | 15 21 25 28 37 38 49 50 52 59 62 64 65 | 0 |

| **(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. |
|---|---|
| AF EUROPACIFIC GROWTH 5300 ROBIN HOOD ROAD, NORFOLK, VA 23513-2407 | FEE FOR SHAREHOLDER SERVICING BASED UPON 0.05%. |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| T. ROWE PRICE RPS, INC. | 15 21 25 28 37 38 49 50 52 59 62 64 65 | 0 |

| **(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. |
|---|---|
| PRUDENTIAL JENNISON SMALL CO A P.O. BOX 9658, PROVIDENCE, RI 02940 | FEE FOR SHAREHOLDER SERVICING BASED UPON 0.50%. |

| **(a)** Enter service provider name as it appears on line 2 | **(b)** Service Codes (see instructions) | **(c)** Enter amount of indirect compensation |
|---|---|---|
| AMERICANFUNDS | 52 | 0 |

| **(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. |
|---|---|
| AF EUROPACIFIC GROWTH 5300 ROBIN HOOD ROAD, NORFOLK, VA 23513-2407 | MANAGEMENT FEE EQUAL TO 0.54% OF ASSETS |

## 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 |
|---|---|---|
| PRUDENTIAL FUNDS | 52 | 0 |

| **(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. |
|---|---|
| PRUDENTIAL JENNISON SMALL CO A P.O. BOX 9658, PROVIDENCE, RI 02940 | MANAGEMENT FEE EQUAL TO 1.23% OF ASSETS |

| **(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:

# SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

## DFE/Participating Plan Information

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

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

OMB No. 1210-0110

**2009**

**This Form is Open to Public Inspection.**

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

**A** Name of plan
KLEIN TOOLS RETIREMENT SAVINGS PLAN

**B** Three-digit plan number (PN) ▶ 001

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

**D** Employer Identification Number (EIN)
26-3795226

**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: STABLE VALUE FUND

**b** Name of sponsor of entity listed in (a): T. ROWE PRICE TRUST COMPANY

| **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) |
|---|---|---|
| 52-1309931-001 | C | 10818243 |

**a** Name of MTIA, CCT, PSA, or 103-12 IE: EQUITY INDEX TRUST

**b** Name of sponsor of entity listed in (a): T. ROWE PRICE TRUST COMPANY

| **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) |
|---|---|---|
| 52-6559833-001 | C | 2972422 |

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

**a** Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

**a** Plan name

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

# SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Financial Information

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

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

OMB No. 1210-0110

**2009**

**This Form is Open to Public Inspection**

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

**A** Name of plan
KLEIN TOOLS RETIREMENT SAVINGS PLAN

**B** Three-digit plan number (PN) ▶ 001

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

**D** Employer Identification Number (EIN)
26-3795226

## 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) | 627733 | 0 |
| **(2)** Participant contributions | 1b(2) | 75365 | 0 |
| **(3)** Other | 1b(3) | 435 | 0 |
| **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) | 1427293 | 1363827 |
| **(9)** Value of interest in common/collective trusts | 1c(9) | 13031571 | 13790665 |
| **(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) | 22941815 | 29856577 |
| **(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 | 38104212 | 45011069 |
| | **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 | 38104212 | 45011069 |

## 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) | 537748 | |
| | **(B)** Participants | 2a(1)(B) | 2322896 | |
| | **(C)** Others (including rollovers) | 2a(1)(C) | 188662 | |
| | **(2)** Noncash contributions | 2a(2) | | |
| | **(3)** Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)** | 2a(3) | | 3049306 |
| **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) | 88164 | |
| | **(F)** Other | 2b(1)(F) | | |
| | **(G)** Total interest. Add lines **2b(1)(A)** through **(F)** | 2b(1)(G) | | 88164 |
| | **(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) | 546462 | |
| | **(D)** Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)** | 2b(2)(D) | | 546462 |
| | **(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) | | 1466367 |
| (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) | | 6677019 |
| **c** Other income | 2c | | |
| **d** Total income. Add all **income** amounts in column (b) and enter total | 2d | | 11827318 |
| **Expenses** | | | |
| **e** Benefit payment and payments to provide benefits: | | | |
| (1) Directly to participants or beneficiaries, including direct rollovers | 2e(1) | 4914228 | |
| (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) | | 4914228 |
| **f** Corrective distributions (see instructions) | 2f | | |
| **g** Certain deemed distributions of participant loans (see instructions) | 2g | | |
| **h** Interest expense | 2h | | |
| **i** Administrative expenses: (1) Professional fees | 2i(1) | | |
| (2) Contract administrator fees | 2i(2) | | |
| (3) Investment advisory and management fees | 2i(3) | | |
| (4) Other | 2i(4) | 6233 | |
| (5) Total administrative expenses. Add lines 2i(1) through (4) | 2i(5) | | 6233 |
| **j** Total expenses. Add all **expense** amounts in column (b) and enter total | 2j | | 4920461 |
| **Net Income and Reconciliation** | | | |
| **k** Net income (loss). Subtract line 2j from line 2d | 2k | | 6906857 |
| **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: MCGLADREY & PULLEN, LLP (2) EIN: 41-0714325

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

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

## Part IV Compliance Questions

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

During the plan year:

| | | Yes | No | Amount |
|---|---|---|---|---|
| **a** | Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.) | 4a | | X | |
| **b** | Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.) | 4b | | X | |
| **c** | Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) | 4c | | X | |
| **d** | Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.) | 4d | | X | |
| **e** | Was this plan covered by a fidelity bond? | 4e | X | | 7000000 |
| **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) |
|---|---|---|
| | | |
| | | |
| | | |
| | | |

# SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

# Retirement Plan Information

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

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

OMB No. 1210-0110

**2009**

**This Form is Open to Public Inspection.**

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

**A** Name of plan
KLEIN TOOLS RETIREMENT SAVINGS PLAN

**B** Three-digit plan number (PN) ▶ 001

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

**D** Employer Identification Number (EIN)
26-3795226

## Part I Distributions

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

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

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

EIN(s): 52-1481931

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

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

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

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

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

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

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

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

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

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

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

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

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

## Part III Amendments

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

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

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

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

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

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

## Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

**a** Name of contributing employer

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

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

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

---

**a** Name of contributing employer

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

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

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

---

**a** Name of contributing employer

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

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

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

---

**a** Name of contributing employer

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

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

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

---

**a** Name of contributing employer

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

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

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

---

**a** Name of contributing employer

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

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

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

---

**a** Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

# *Klein Tools*
# *Retirement Savings Plan*

*Financial Statements as of*
*December 31, 2009 and 2008 and for the*
*Year Ended December 31, 2009 and*
*Supplemental Schedule as of*
*December 31, 2009 and*
*Independent Auditor's Report*

# KLEIN TOOLS RETIREMENT SAVINGS PLAN

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All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

McGladrey

## INDEPENDENT AUDITOR'S REPORT

To the Plan Administrative Committee of
Klein Tools Retirement Savings Plan:

We were engaged to audit the accompanying statements of net assets available for benefits of the Klein Tools Retirement Savings Plan (the "Plan") as of December 31, 2009 and 2008, and the related statement of changes in net assets available for benefits for the year ended December 31, 2009, and the supplemental schedule of assets (held at end of year) as of December 31, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management.

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 Administrative Committee instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information summarized in Note 9, which was certified or provided by T. Rowe Price Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrative Committee that the trustee holds the Plan's investment assets and executes investment transactions. As disclosed in Note 9, the Plan Administrative Committee has obtained certifications from the trustee regarding the completeness and accuracy of the investment information provided to the Plan Administrative Committee by the trustee as of and for the year ended December 31, 2009, and as of December 31, 2008.

Because of the significance of the information that we did not audit, we are unable to express, and do not express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified 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.

McGladrey & Pullen, LLP

Schaumburg, Illinois
April 28, 2011



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Member of RSM International network, a network of independent accounting, tax and consulting firms.

**Klein Tools Retirement Savings Plan**

**Statements of Net Assets Available for Benefits**
**December 31, 2009 and 2008**

| | **2009** | 2008 |
|---|---|---|
| **Assets** | | |
| Investments, at fair value: | | |
| Shares of registered investment companies | **$ 29,856,577** | $ 22,941,815 |
| Shares of common/collective funds | **13,790,665** | 13,031,571 |
| Participant notes receivable | **1,363,827** | 1,427,293 |
| | **45,011,069** | 37,400,679 |
| Receivables | | |
| Company contributions | - | 627,733 |
| Participant contributions | - | 75,365 |
| Accrued Income | - | 435 |
| | - | 703,533 |
| **Total assets** | **45,011,069** | 38,104,212 |
| **Liabilities** | - | - |
| **Net Assets Available for Benefits, at Fair Value** | **45,011,069** | 38,104,212 |
| Adjustment from fair value to contract value for interest in common/ collective fund relating to fully benefit-responsive investment contracts | **(324,869)** | 96,686 |
| **Net Assets Available for Benefits** | **$ 44,686,200** | $ 38,200,898 |

See Notes to Financial Statements.

**Klein Tools Retirement Savings Plan**

**Statement of Changes in Net Assets Available for Benefits**
**Year Ended December 31, 2009**

| | |
|---|---|
| Additions to net assets attributed to: | |
| Investment income: | |
| Net appreciation in fair value of investments | **$ 7,307,849** |
| Interest and dividends | **1,048,608** |
| | **8,356,457** |
| Contributions: | |
| Participant | **2,322,896** |
| Company | **537,748** |
| Rollover | **188,662** |
| | **3,049,306** |
| Total additions | **11,405,763** |
| Deductions from net assets attributed to: | |
| Benefits paid directly to participants | **4,914,228** |
| Administrative expenses | **6,233** |
| Total deductions | **4,920,461** |
| **Net increase** | **6,485,302** |
| Net assets available for benefits: | |
| Beginning of year | **38,200,898** |
| End of year | **$ 44,686,200** |

See Notes to Financial Statements.

### 1. DESCRIPTION OF THE PLAN

The following is a description of the Klein Tools Retirement Savings Plan (the "Plan"). Participants should refer to the Plan agreement for more complete information.

***General*—**The Klein Tools Retirement Savings Plan is a defined contribution plan. Effective December 31, 2001, the Klein Tools, Inc. Profit Sharing Plan, a non-contributory plan established on January 1, 1960 and the Klein Tools Savings and Investment Plan, established effective January 1, 1994 as a contributory plan for the employees of Klein Tools, Inc. (the "Company") were merged. The resulting plan was renamed Klein Tools Retirement Savings Plan. The Plan is subject to the applicable provisions of the Employee Retirement Income Security Act of 1974 as amended ("ERISA"). Under the terms of the Plan, all employees of the Company (except those who are excluded by a collective bargaining agreement) are eligible to participate in the Plan as of their hire date with respect to elective deferrals, and Company match relating to the investment contracts. Participants become eligible for discretionary contributions after their one-year anniversary.

The Plan was formed by resolution of the Board of Directors effective December 31, 2001.

Klein Tools, Inc. is a wholly-owned subsidiary of Zah Group, Inc. Majority owned subsidiaries of Zah Group, Inc. may elect to participate in the Plan if approved by resolution of each subsidiary's Board of Directors. Employees of affiliated companies are subject to the same participation eligibility requirements as are employees of the Company.

***Participant Accounts*—**A separate account is maintained for each participant. A participant's account balance is credited with salary deferrals and the Company's matching and allocations of Company discretionary contributions (see "Contributions"), and is adjusted daily for net investment income (including appreciation or depreciation in the market value of Plan assets) and charged with an allocation of administrative expenses. 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.

***Contributions*—**Eligible participants may contribute from 1% to 50% of their compensation, as limited by the Internal Revenue Code, to the Plan during the Plan year. The Company provides matching contributions at the rate of 100% of the participants' first 1% of contributions, and contributions in excess of 1% are matched at the rate of 50% up to 6% of total compensation. Effective June 15, 2009, company matching contributions ceased. In addition, the Company may make discretionary profit sharing contributions. There was no discretionary contribution made by the Company for 2009.

***Investments*—**Participants direct the investment of their account balance and future contributions into various investment options offered by the Plan. Participants may change their investment options at any time.

## 1. DESCRIPTION OF THE PLAN (Continued)

***Vesting—***Participants vest in their Company contributions and earnings thereon at the rate of 0% after one year of service, and 100% after two years of service. Participants also become fully vested at age 65, if still employed by the Company, and upon death, permanent disability or termination of the Plan. Participants are 100% vested in their own contributions and earnings thereon at all times.

***Participant Notes Receivable—***Participants may borrow from their vested account balance a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested account balance (whichever is less). Loans must be repaid within 5 years. Loans bear interest at the prime plus 1%. Interest rates on loans currently outstanding range from 4.25% to 9.25%. Loans are secured by vested participant balances.

***Payment of Benefits—***Upon retirement or termination, a participant may generally receive distribution of his/her vested interest in the Plan in one or both of the following methods: (a) as a distribution or series of distributions within a single taxable year of the recipient or (b) as a series of monthly, quarterly or annual distributions, extending over a period that does not end later than the last year of the participant's life expectancy or the last year of the joint and last survivor life expectancy of the participant and his/her spouse, if married. Accounts with balances greater than $1,000, but less than $5,000 are, as required by law, automatically rolled over into an Individual Retirement Account (IRA) established in the name of the participant, absent an election by the participant to the contrary. Accounts with balances under $1,000 are paid in a single distribution within 90 days of retirement or termination. A partial withdrawal of an active participant's account balance may be allowed in hardship cases, as determined by the Plan Administrative Committee.

***Forfeitures—***A participant forfeits the nonvested portion of his/her account balance upon termination of employment for any reason other than retirement, permanent disability or death, unless he/she returns to the service of the Company prior to a five-year break in service. Forfeited amounts attributable to Company matching contributions are used to reduce Company contributions, as provided in the Plan. Forfeited amounts attributable to Company discretionary contributions are allocated to the other Plan participants as provided in the Plan. At December 31, 2009 and 2008, forfeited, nonvested accounts totaled $116,995 and $71,403, respectively. Forfeitures were used to reduce Company matching contributions by $21,597 during 2009.

## 2. ADMINISTRATION OF THE PLAN

The Company is responsible for administering the Plan and carrying out its provisions but may appoint individuals as its representatives in performing these functions.

As of December 31, 2008, the investment assets of the Plan are held in trust funds by T. Rowe Price Trust Company under a trust agreement dated December 22, 2006, which superseded the original T. Rowe Price trust agreement dated December 26, 2003, and T. Rowe Price Retirement Plan Services, Inc. serves as participant record keeper (together, "T. Rowe Price"). T. Rowe Price is responsible for all of the accounting for cash, investments, receipts, disbursements and other transactions which it executes in the trust funds and provides periodic reports setting forth the transactions and the financial condition of the trust funds. The Company paid all administrative expenses of the Plan, except for certain investment management charges and loan processing fees.

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

***Basis of Accounting*—**The financial statements of the Plan are prepared using the accrual basis of accounting.

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 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. The Plan invests in investment contracts through a common/collective fund. The Statement of Net Assets Available for Benefits presents the fair value of the investment in the common/collective fund as well as the adjustment of the investment in the common/collective fund from fair value to contract value relating to the investment contracts. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

***Use of Estimates*—**The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates.

***Investment Valuation and Income Recognition*—** Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 10 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

***Payments of Benefits*—**Benefits are recorded when paid. There were no amounts allocated to accounts of persons who have elected to withdraw from the Plan but have not yet been paid at December 31, 2009 and 2008.

***New Accounting Pronouncements*—** In September 2009, the Financial Accounting Standards Board (FASB) issued an amendment, *Investments in Certain Entities That Calculate Net Asset Value Per Share (or its Equivalent)* (ASU 2009-12), which provides guidance on how entities should estimate fair value of certain alternative investments. The fair value of investments within the scope of this guidance can now be determined using net asset value (NAV) per share as a practical expedient, when the fair value is not readily determinable, unless it is probable the investment will be sold at something other than NAV. It also requires disclosure of certain attributes by major category of alternative investments, regardless of whether the practical expedient was used. This amendment was effective for periods ending after December 15, 2009, with early adoption permitted. See Note 10 for the impact of the adoption.

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The FASB issued new guidance on accounting for uncertainty in income taxes. The Plan adopted this new guidance for the year ended December 31, 2009. 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. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2006.

***Pending Accounting Pronouncements—*** In January 2010, the FASB issued an amendment, *Fair Value Measurements and Disclosures – Improving Disclosures about Fair Value Measurements* (ASU 2010-06), which requires new disclosures and reasons for transfers of financial assets and liabilities between levels 1 and 2. This amendment also clarifies that fair value measurement disclosures are required for each class of financial assets and liabilities, and disclosures about inputs and valuation techniques are required for both Level 2 and Level 3 measurements. It further clarifies that the reconciliation of Level 3 measurements should separately present purchases, sales, issuances, and settlements instead of netting these changes. With respect to matters other than Level 3 measurements, the amendment was effective and not yet adopted for periods beginning on or after December 15, 2009. The guidance related to Level 3 measurements is effective for periods beginning on or after December 15, 2010, and has not yet been adopted. The Plan is currently evaluating the impact of the guidance related to Level 3 measurements on its disclosures.

In September 2010, the FASB issued an amendment, *Plan Accounting—Defined Contribution Pension Plans (Topic 962): Reporting Loans to Participants by Defined Contribution Pension Plans* (ASU 2010-25), which provides guidance on how loans to participants should be classified and measured by defined contribution pension plans. This amendment requires that participant loans be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. This amendment was effective for periods ending after December 15, 2010, with early adoption permitted. This amendment requires retrospective application to all periods presented. This amendment has not yet been adopted. The Plan is currently evaluating the impact of the guidance for potential recognition and/or disclosures.

## 4. PLAN TERMINATION

Although the Company has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions or terminate the Plan subject to the provisions of ERISA. In the event of termination, the Plan provides that the assets of the Plan shall be allocated among the participants and beneficiaries of the Plan in the order and amounts provided for in the Plan agreement, and that all participants shall become fully vested in their accounts.

## 5. FEDERAL INCOME TAX STATUS

The Klein Tools Retirement Savings Plan adopted a T. Rowe Price prototype plan effective January 1, 2006. The prototype Plan has received an opinion letter from the Internal Revenue Service as to the prototype plan's qualified status. The prototype plan opinion letter has been relied upon by this Plan. The Plan has been amended since its adoption. The Company and Plan Administrative Committee believe that the Plan is designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

## 6. INVESTMENTS

The Plan's investments that represent 5% or more of the Plan's net assets as of December 31, 2009 and 2008, are as follows:

| | 2009 | 2008 |
|---|---|---|
| T. Rowe Price U.S. Bond Index | $ 3,863,078 | $ 3,967,435 |
| T. Rowe Price Equity Index | 2,972,422 | 2,717,392 |
| T. Rowe Price Growth Stock | 3,504,324 | 2,514,594 |
| T. Rowe Price Stable Value, at fair value | 10,818,243 | 10,507,551 |
| T. Rowe Price Stable Value, at contract value | 10,493,374 | 10,410,865 |
| T. Rowe Price Balanced Fund | 2,833,559 | 2,392,642 |

During 2009, the Plan's shares of registered investment companies (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $7,307,849.

## 7. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

## 8. RELATED-PARTY TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by T. Rowe Price. T. Rowe Price is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for investment management services were included as a reduction of the return earned on each fund. Fees paid to T. Rowe Price were $6,233 for the year ended December 31, 2009.

Certain employees of the Company provide administrative services to the Plan and are not reimbursed by the Plan for such services. The Company pays certain other administrative expenses on behalf of the Plan.

## 9. INFORMATION CERTIFIED OR PROVIDED BY T. ROWE PRICE TRUST COMPANY

The following is a summary of the investment information as of December 31, 2009 and 2008, and for the year ended December 31, 2009, included throughout the Plan's financial statements and supplemental schedule that was prepared by or derived from information provided by the trustee and furnished to the Plan Administrative Committee. The Plan Administrative Committee has obtained certifications from the trustee that information provided to the Plan Administrative Committee by the trustee related to the following investments is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the United States Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrative Committee instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and supplemental schedule related to the following investments:

| | 2009 | 2008 |
|---|---|---|
| Statement of Net Assets: | | |
| Investments: | | |
| Participant-directed investments at fair value | $ 45,011,069 | $ 37,400,679 |
| Adjustment from fair value to contract value for fully benefit-responsive investment contracts | (324,869) | 96,686 |
| Statement of Changes in Net Assets: | | |
| Investment activity: | | |
| Net appreciation in fair value of investments - registered investment companies | 7,307,849 | |
| Interest and dividends | 1,048,608 | |

## 10. FAIR VALUE MEASUREMENTS

ASC 820, *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 lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

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

Level 2 — Inputs to the valuation methodology include:

- 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.

**10. FAIR VALUE MEASUREMENTS (Continued)**

| | |
|---|---|
| | 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. |

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.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2009 and 2008.

*Shares of registered investment companies*: Valued at quoted market prices which represent the NAV of shares held by the Plan at year-end.

*Shares of common/collective funds*: Valued at the total NAV of shares of investments and cash held by the fund at year-end as determined by T. Rowe Price Trust Company.

*Participant notes receivable*: Valued at amortized cost, which approximates fair value.

The methods described above may produce a fair value calculation that may not be indicative of the net realizable value or reflective of future 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.

**10. FAIR VALUE MEASUREMENTS (Continued)**

The following table sets forth by level, within the fair value hierarchy, the Plan's assets measured at fair value as of December 31, 2009 and 2008:

| | Assets Measured at Fair Value as of December 31, 2009 | | | |
|---|---|---|---|---|
| | Level 1 | Level 2 | Level 3 | Total |
| Shares of registered investment companies | | | | |
| Balanced | $ 13,558,643 | $ - | $ - | $13,558,643 |
| Small cap equity funds | 924,812 | - | - | 924,812 |
| Mid cap equity funds | 3,857,191 | - | - | 3,857,191 |
| Growth funds | 5,755,192 | - | - | 5,755,192 |
| International equity funds | 1,897,662 | - | - | 1,897,662 |
| Bond funds | 3,863,078 | - | - | 3,863,078 |
| Shares of common/collective funds | - | 13,790,665 | - | 13,790,665 |
| Participant notes receivable | - | - | 1,363,826 | 1,363,826 |
| Investments at fair value | $ 29,856,578 | $13,790,665 | $ 1,363,826 | $45,011,069 |

| | Assets Measured at Fair Value as of December 31, 2008 | | | |
|---|---|---|---|---|
| | Level 1 | Level 2 | Level 3 | Total |
| Shares of registered investment companies | $ 22,941,815 | $ - | $ - | $22,941,815 |
| Shares of common/collective funds | - | 13,031,571 | - | 13,031,571 |
| Participant notes receivables | - | - | 1,427,293 | 1,427,293 |
| Investments at fair value | $ 22,941,815 | $13,031,571 | $ 1,427,293 | $37,400,679 |

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

| | Participant Notes Receivable |
|---|---|
| Balance, beginning of year | $ 1,427,293 |
| Issuances and repayments (net) | (63,467) |
| Balance, end of year | $ 1,363,826 |

## 10. FAIR VALUE MEASUREMENTS (Continued)

The following table below sets forth additional disclosures of the Plan's investments whose fair value is estimated using net asset value per share (or its equivalent) as of December 31, 2009:

| Investment | FV | Unfunded Commitment | Redemption Frequency | Redemption Notice Period |
|---|---|---|---|---|
| Shares of common/collective funds: | | | | |
| Equity Index (a) | $ 2,972,422 | $ - | Immediate | None |
| Stable Value Fund (b) | 10,818,243 | - | Immediate | 12 months |
| | $ 13,790,665 | $ - | | |

(a) This fund invests primarily in stocks. Investments in this category can be redeemed immediately at the current net asset value per share on the fair value of the underlying assets. The fair value of investments in this category has been estimated using the net asset value per share of the investments.

(b) This investment includes guaranteed investment contracts (GICs) issued by insurance companies; investment contracts issued by banks (BICs); structured or synthetic investment contracts (SICs) issued by banks, insurance companies, and other issuers, as well as the securities supporting such SICs (underlying assets); separate account contracts (SACs); and other similar instruments that are intended to maintain a constant net asset value. Investments in this category can be redeemed immediately at the participant level, and 12 months at the Plan level at the current net asset value per share based on the fair value of the underlying assets. The fair value of investments in this category has been estimated using the net asset value per share of the investments.

## 11. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is the reconciliation of net assets available for benefits as of December 31, 2009 and 2008, per the financial statements to the Form 5500.

| | 2009 | 2008 |
|---|---|---|
| Net assets available for benefits per the financial statements | $ 44,686,200 | $ 38,200,898 |
| Adjustment from contract value to fair value for interest in common/collective fund | 324,869 | (96,686) |
| Net assets available for benefits per the Form 5500 | $ 45,011,069 | $ 38,104,212 |

The following is a reconciliation of the changes in net assets available for benefits for the year ended December 31, 2009, per the financial statements to the Form 5500.

| | 2009 |
|---|---|
| Changes in net assets available for benefits per the financial statements | $ 6,485,302 |
| Change in contract value to fair value adjustment for interest in common/collective fund | 421,555 |
| Changes in net assets available for benefits per the Form 5500 | $ 6,906,857 |

**Klein Tools Retirement Savings Plan**

**EIN: 36-2051512**
**Plan Number: 002**

**Schedule H, Line 4i -Schedule of Assets (Held at End of Year)**
**December 31, 2009**

| (a) | (b) Identity of issuer, borrower, lessor, or similar party | (c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity valu | (d) Cost | (e) Current value |
|---|---|---|---|---|
| | | Shares of registered investment companies: | | |
| * | T. Rowe Price | Retirement Income | ** | $ 455,859 |
| * | T. Rowe Price | Lifestyle - Retirement 2005 | ** | 106,723 |
| * | T. Rowe Price | Lifestyle - Retirement 2010 | ** | 991,117 |
| * | T. Rowe Price | Lifestyle - Retirement 2015 | ** | 1,555,032 |
| * | T. Rowe Price | Lifestyle - Retirement 2020 | ** | 2,072,224 |
| * | T. Rowe Price | Lifestyle - Retirement 2025 | ** | 677,547 |
| * | T. Rowe Price | Lifestyle - Retirement 2030 | ** | 2,028,638 |
| * | T. Rowe Price | Lifestyle - Retirement 2035 | ** | 576,436 |
| * | T. Rowe Price | Lifestyle - Retirement 2040 | ** | 1,580,601 |
| * | T. Rowe Price | Lifestyle - Retirement 2045 | ** | 463,567 |
| * | T. Rowe Price | Lifestyle - Retirement 2050 | ** | 202,727 |
| * | T. Rowe Price | Lifestyle - Retirement 2055 | ** | 14,612 |
| * | T. Rowe Price | Small-Cap Value | ** | 924,812 |
| * | T. Rowe Price | Mid-Cap Value | ** | 1,857,642 |
| * | T. Rowe Price | Mid-Cap Growth | ** | 1,999,549 |
| * | T. Rowe Price | Growth Stock | ** | 3,504,324 |
| * | T. Rowe Price | Equity Income | ** | 932,583 |
| * | T. Rowe Price | Balanced Fund | ** | 2,833,559 |
| | Jennison Small Company Fund A | Aggressive Growth Fund | ** | 1,318,285 |
| | EuroPacific Growth | Int'l Growth Foreign Stock | ** | 1,897,662 |
| * | T. Rowe Price | U.S. Bond Index | ** | 3,863,078 |
| | | | | 29,856,577 |
| * | Various participants | Participant notes receivable (rates of 4.25% to 9.25%) | ** | 1,363,827 |
| | | Shares of common/collective funds: | | |
| * | T. Rowe Price | Equity Index | ** | 2,972,422 |
| * | T. Rowe Price | Stable Value | ** | 10,818,243 |
| | | | | 13,790,665 |
| | | | | $ 45,011,069 |

* Represents a party-in-interest investment.
** Not required for participant directed investments.

All of the above information has been certified by Fidelity Management Trust Company (Fidelity), the trustee, as complete and accurate.

# *Klein Tools*
# *Retirement Savings Plan*

*Financial Statements as of*
*December 31, 2009 and 2008 and for the*
*Year Ended December 31, 2009 and*
*Supplemental Schedule as of*
*December 31, 2009 and*
*Independent Auditor's Report*

# KLEIN TOOLS RETIREMENT SAVINGS PLAN

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All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

McGladrey

## INDEPENDENT AUDITOR'S REPORT

To the Plan Administrative Committee of
Klein Tools Retirement Savings Plan:

We were engaged to audit the accompanying statements of net assets available for benefits of the Klein Tools Retirement Savings Plan (the "Plan") as of December 31, 2009 and 2008, and the related statement of changes in net assets available for benefits for the year ended December 31, 2009, and the supplemental schedule of assets (held at end of year) as of December 31, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management.

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 Administrative Committee instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information summarized in Note 9, which was certified or provided by T. Rowe Price Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrative Committee that the trustee holds the Plan's investment assets and executes investment transactions. As disclosed in Note 9, the Plan Administrative Committee has obtained certifications from the trustee regarding the completeness and accuracy of the investment information provided to the Plan Administrative Committee by the trustee as of and for the year ended December 31, 2009, and as of December 31, 2008.

Because of the significance of the information that we did not audit, we are unable to express, and do not express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified 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.

McGladrey & Pullen, LLP

Schaumburg, Illinois
April 28, 2011



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**Klein Tools Retirement Savings Plan**

**Statements of Net Assets Available for Benefits**
**December 31, 2009 and 2008**

| | **2009** | 2008 |
|---|---|---|
| **Assets** | | |
| Investments, at fair value: | | |
| Shares of registered investment companies | **$ 29,856,577** | $ 22,941,815 |
| Shares of common/collective funds | **13,790,665** | 13,031,571 |
| Participant notes receivable | **1,363,827** | 1,427,293 |
| | **45,011,069** | 37,400,679 |
| Receivables | | |
| Company contributions | - | 627,733 |
| Participant contributions | - | 75,365 |
| Accrued Income | - | 435 |
| | - | 703,533 |
| **Total assets** | **45,011,069** | 38,104,212 |
| **Liabilities** | - | - |
| **Net Assets Available for Benefits, at Fair Value** | **45,011,069** | 38,104,212 |
| Adjustment from fair value to contract value for interest in common/ collective fund relating to fully benefit-responsive investment contracts | **(324,869)** | 96,686 |
| **Net Assets Available for Benefits** | **$ 44,686,200** | $ 38,200,898 |

See Notes to Financial Statements.

**Klein Tools Retirement Savings Plan**

**Statement of Changes in Net Assets Available for Benefits**
**Year Ended December 31, 2009**

| | |
|---|---|
| Additions to net assets attributed to: | |
| Investment income: | |
| Net appreciation in fair value of investments | **$ 7,307,849** |
| Interest and dividends | **1,048,608** |
| | **8,356,457** |
| Contributions: | |
| Participant | **2,322,896** |
| Company | **537,748** |
| Rollover | **188,662** |
| | **3,049,306** |
| Total additions | **11,405,763** |
| Deductions from net assets attributed to: | |
| Benefits paid directly to participants | **4,914,228** |
| Administrative expenses | **6,233** |
| Total deductions | **4,920,461** |
| **Net increase** | **6,485,302** |
| Net assets available for benefits: | |
| Beginning of year | **38,200,898** |
| End of year | **$ 44,686,200** |

See Notes to Financial Statements.

### 1. DESCRIPTION OF THE PLAN

The following is a description of the Klein Tools Retirement Savings Plan (the "Plan"). Participants should refer to the Plan agreement for more complete information.

***General*—**The Klein Tools Retirement Savings Plan is a defined contribution plan. Effective December 31, 2001, the Klein Tools, Inc. Profit Sharing Plan, a non-contributory plan established on January 1, 1960 and the Klein Tools Savings and Investment Plan, established effective January 1, 1994 as a contributory plan for the employees of Klein Tools, Inc. (the "Company") were merged. The resulting plan was renamed Klein Tools Retirement Savings Plan. The Plan is subject to the applicable provisions of the Employee Retirement Income Security Act of 1974 as amended ("ERISA"). Under the terms of the Plan, all employees of the Company (except those who are excluded by a collective bargaining agreement) are eligible to participate in the Plan as of their hire date with respect to elective deferrals, and Company match relating to the investment contracts. Participants become eligible for discretionary contributions after their one-year anniversary.

The Plan was formed by resolution of the Board of Directors effective December 31, 2001.

Klein Tools, Inc. is a wholly-owned subsidiary of Zah Group, Inc. Majority owned subsidiaries of Zah Group, Inc. may elect to participate in the Plan if approved by resolution of each subsidiary's Board of Directors. Employees of affiliated companies are subject to the same participation eligibility requirements as are employees of the Company.

***Participant Accounts*—**A separate account is maintained for each participant. A participant's account balance is credited with salary deferrals and the Company's matching and allocations of Company discretionary contributions (see "Contributions"), and is adjusted daily for net investment income (including appreciation or depreciation in the market value of Plan assets) and charged with an allocation of administrative expenses. 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.

***Contributions*—**Eligible participants may contribute from 1% to 50% of their compensation, as limited by the Internal Revenue Code, to the Plan during the Plan year. The Company provides matching contributions at the rate of 100% of the participants' first 1% of contributions, and contributions in excess of 1% are matched at the rate of 50% up to 6% of total compensation. Effective June 15, 2009, company matching contributions ceased. In addition, the Company may make discretionary profit sharing contributions. There was no discretionary contribution made by the Company for 2009.

***Investments*—**Participants direct the investment of their account balance and future contributions into various investment options offered by the Plan. Participants may change their investment options at any time.

## 1. DESCRIPTION OF THE PLAN (Continued)

***Vesting—***Participants vest in their Company contributions and earnings thereon at the rate of 0% after one year of service, and 100% after two years of service. Participants also become fully vested at age 65, if still employed by the Company, and upon death, permanent disability or termination of the Plan. Participants are 100% vested in their own contributions and earnings thereon at all times.

***Participant Notes Receivable—***Participants may borrow from their vested account balance a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested account balance (whichever is less). Loans must be repaid within 5 years. Loans bear interest at the prime plus 1%. Interest rates on loans currently outstanding range from 4.25% to 9.25%. Loans are secured by vested participant balances.

***Payment of Benefits—***Upon retirement or termination, a participant may generally receive distribution of his/her vested interest in the Plan in one or both of the following methods: (a) as a distribution or series of distributions within a single taxable year of the recipient or (b) as a series of monthly, quarterly or annual distributions, extending over a period that does not end later than the last year of the participant's life expectancy or the last year of the joint and last survivor life expectancy of the participant and his/her spouse, if married. Accounts with balances greater than $1,000, but less than $5,000 are, as required by law, automatically rolled over into an Individual Retirement Account (IRA) established in the name of the participant, absent an election by the participant to the contrary. Accounts with balances under $1,000 are paid in a single distribution within 90 days of retirement or termination. A partial withdrawal of an active participant's account balance may be allowed in hardship cases, as determined by the Plan Administrative Committee.

***Forfeitures—***A participant forfeits the nonvested portion of his/her account balance upon termination of employment for any reason other than retirement, permanent disability or death, unless he/she returns to the service of the Company prior to a five-year break in service. Forfeited amounts attributable to Company matching contributions are used to reduce Company contributions, as provided in the Plan. Forfeited amounts attributable to Company discretionary contributions are allocated to the other Plan participants as provided in the Plan. At December 31, 2009 and 2008, forfeited, nonvested accounts totaled $116,995 and $71,403, respectively. Forfeitures were used to reduce Company matching contributions by $21,597 during 2009.

## 2. ADMINISTRATION OF THE PLAN

The Company is responsible for administering the Plan and carrying out its provisions but may appoint individuals as its representatives in performing these functions.

As of December 31, 2008, the investment assets of the Plan are held in trust funds by T. Rowe Price Trust Company under a trust agreement dated December 22, 2006, which superseded the original T. Rowe Price trust agreement dated December 26, 2003, and T. Rowe Price Retirement Plan Services, Inc. serves as participant record keeper (together, "T. Rowe Price"). T. Rowe Price is responsible for all of the accounting for cash, investments, receipts, disbursements and other transactions which it executes in the trust funds and provides periodic reports setting forth the transactions and the financial condition of the trust funds. The Company paid all administrative expenses of the Plan, except for certain investment management charges and loan processing fees.

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

***Basis of Accounting*—**The financial statements of the Plan are prepared using the accrual basis of accounting.

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 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. The Plan invests in investment contracts through a common/collective fund. The Statement of Net Assets Available for Benefits presents the fair value of the investment in the common/collective fund as well as the adjustment of the investment in the common/collective fund from fair value to contract value relating to the investment contracts. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

***Use of Estimates*—**The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates.

***Investment Valuation and Income Recognition*—** Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 10 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

***Payments of Benefits*—**Benefits are recorded when paid. There were no amounts allocated to accounts of persons who have elected to withdraw from the Plan but have not yet been paid at December 31, 2009 and 2008.

***New Accounting Pronouncements*—** In September 2009, the Financial Accounting Standards Board (FASB) issued an amendment, *Investments in Certain Entities That Calculate Net Asset Value Per Share (or its Equivalent)* (ASU 2009-12), which provides guidance on how entities should estimate fair value of certain alternative investments. The fair value of investments within the scope of this guidance can now be determined using net asset value (NAV) per share as a practical expedient, when the fair value is not readily determinable, unless it is probable the investment will be sold at something other than NAV. It also requires disclosure of certain attributes by major category of alternative investments, regardless of whether the practical expedient was used. This amendment was effective for periods ending after December 15, 2009, with early adoption permitted. See Note 10 for the impact of the adoption.

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The FASB issued new guidance on accounting for uncertainty in income taxes. The Plan adopted this new guidance for the year ended December 31, 2009. 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. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2006.

***Pending Accounting Pronouncements—*** In January 2010, the FASB issued an amendment, *Fair Value Measurements and Disclosures – Improving Disclosures about Fair Value Measurements* (ASU 2010-06), which requires new disclosures and reasons for transfers of financial assets and liabilities between levels 1 and 2. This amendment also clarifies that fair value measurement disclosures are required for each class of financial assets and liabilities, and disclosures about inputs and valuation techniques are required for both Level 2 and Level 3 measurements. It further clarifies that the reconciliation of Level 3 measurements should separately present purchases, sales, issuances, and settlements instead of netting these changes. With respect to matters other than Level 3 measurements, the amendment was effective and not yet adopted for periods beginning on or after December 15, 2009. The guidance related to Level 3 measurements is effective for periods beginning on or after December 15, 2010, and has not yet been adopted. The Plan is currently evaluating the impact of the guidance related to Level 3 measurements on its disclosures.

In September 2010, the FASB issued an amendment, *Plan Accounting—Defined Contribution Pension Plans (Topic 962): Reporting Loans to Participants by Defined Contribution Pension Plans* (ASU 2010-25), which provides guidance on how loans to participants should be classified and measured by defined contribution pension plans. This amendment requires that participant loans be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. This amendment was effective for periods ending after December 15, 2010, with early adoption permitted. This amendment requires retrospective application to all periods presented. This amendment has not yet been adopted. The Plan is currently evaluating the impact of the guidance for potential recognition and/or disclosures.

## 4. PLAN TERMINATION

Although the Company has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions or terminate the Plan subject to the provisions of ERISA. In the event of termination, the Plan provides that the assets of the Plan shall be allocated among the participants and beneficiaries of the Plan in the order and amounts provided for in the Plan agreement, and that all participants shall become fully vested in their accounts.

## 5. FEDERAL INCOME TAX STATUS

The Klein Tools Retirement Savings Plan adopted a T. Rowe Price prototype plan effective January 1, 2006. The prototype Plan has received an opinion letter from the Internal Revenue Service as to the prototype plan's qualified status. The prototype plan opinion letter has been relied upon by this Plan. The Plan has been amended since its adoption. The Company and Plan Administrative Committee believe that the Plan is designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

## 6. INVESTMENTS

The Plan's investments that represent 5% or more of the Plan's net assets as of December 31, 2009 and 2008, are as follows:

| | 2009 | 2008 |
|---|---|---|
| T. Rowe Price U.S. Bond Index | $ 3,863,078 | $ 3,967,435 |
| T. Rowe Price Equity Index | 2,972,422 | 2,717,392 |
| T. Rowe Price Growth Stock | 3,504,324 | 2,514,594 |
| T. Rowe Price Stable Value, at fair value | 10,818,243 | 10,507,551 |
| T. Rowe Price Stable Value, at contract value | 10,493,374 | 10,410,865 |
| T. Rowe Price Balanced Fund | 2,833,559 | 2,392,642 |

During 2009, the Plan's shares of registered investment companies (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $7,307,849.

## 7. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

## 8. RELATED-PARTY TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by T. Rowe Price. T. Rowe Price is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for investment management services were included as a reduction of the return earned on each fund. Fees paid to T. Rowe Price were $6,233 for the year ended December 31, 2009.

Certain employees of the Company provide administrative services to the Plan and are not reimbursed by the Plan for such services. The Company pays certain other administrative expenses on behalf of the Plan.

## 9. INFORMATION CERTIFIED OR PROVIDED BY T. ROWE PRICE TRUST COMPANY

The following is a summary of the investment information as of December 31, 2009 and 2008, and for the year ended December 31, 2009, included throughout the Plan's financial statements and supplemental schedule that was prepared by or derived from information provided by the trustee and furnished to the Plan Administrative Committee. The Plan Administrative Committee has obtained certifications from the trustee that information provided to the Plan Administrative Committee by the trustee related to the following investments is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the United States Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrative Committee instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and supplemental schedule related to the following investments:

| | 2009 | 2008 |
|---|---|---|
| Statement of Net Assets: | | |
| Investments: | | |
| Participant-directed investments at fair value | $ 45,011,069 | $ 37,400,679 |
| Adjustment from fair value to contract value for fully benefit-responsive investment contracts | (324,869) | 96,686 |
| Statement of Changes in Net Assets: | | |
| Investment activity: | | |
| Net appreciation in fair value of investments - registered investment companies | 7,307,849 | |
| Interest and dividends | 1,048,608 | |

## 10. FAIR VALUE MEASUREMENTS

ASC 820, *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 lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

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

Level 2 — Inputs to the valuation methodology include:

- 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.

**10. FAIR VALUE MEASUREMENTS (Continued)**

| | |
|---|---|
| | 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. |

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.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2009 and 2008.

*Shares of registered investment companies*: Valued at quoted market prices which represent the NAV of shares held by the Plan at year-end.

*Shares of common/collective funds*: Valued at the total NAV of shares of investments and cash held by the fund at year-end as determined by T. Rowe Price Trust Company.

*Participant notes receivable*: Valued at amortized cost, which approximates fair value.

The methods described above may produce a fair value calculation that may not be indicative of the net realizable value or reflective of future 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.

**10. FAIR VALUE MEASUREMENTS (Continued)**

The following table sets forth by level, within the fair value hierarchy, the Plan's assets measured at fair value as of December 31, 2009 and 2008:

| | Assets Measured at Fair Value as of December 31, 2009 | | | |
|---|---|---|---|---|
| | Level 1 | Level 2 | Level 3 | Total |
| Shares of registered investment companies | | | | |
| Balanced | $ 13,558,643 | $ - | $ - | $13,558,643 |
| Small cap equity funds | 924,812 | - | - | 924,812 |
| Mid cap equity funds | 3,857,191 | - | - | 3,857,191 |
| Growth funds | 5,755,192 | - | - | 5,755,192 |
| International equity funds | 1,897,662 | - | - | 1,897,662 |
| Bond funds | 3,863,078 | - | - | 3,863,078 |
| Shares of common/collective funds | - | 13,790,665 | - | 13,790,665 |
| Participant notes receivable | - | - | 1,363,826 | 1,363,826 |
| Investments at fair value | $ 29,856,578 | $13,790,665 | $ 1,363,826 | $45,011,069 |

| | Assets Measured at Fair Value as of December 31, 2008 | | | |
|---|---|---|---|---|
| | Level 1 | Level 2 | Level 3 | Total |
| Shares of registered investment companies | $ 22,941,815 | $ - | $ - | $22,941,815 |
| Shares of common/collective funds | - | 13,031,571 | - | 13,031,571 |
| Participant notes receivables | - | - | 1,427,293 | 1,427,293 |
| Investments at fair value | $ 22,941,815 | $13,031,571 | $ 1,427,293 | $37,400,679 |

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

| | Participant Notes Receivable |
|---|---|
| Balance, beginning of year | $ 1,427,293 |
| Issuances and repayments (net) | (63,467) |
| Balance, end of year | $ 1,363,826 |

## 10. FAIR VALUE MEASUREMENTS (Continued)

The following table below sets forth additional disclosures of the Plan's investments whose fair value is estimated using net asset value per share (or its equivalent) as of December 31, 2009:

| Investment | FV | Unfunded Commitment | Redemption Frequency | Redemption Notice Period |
|---|---|---|---|---|
| Shares of common/collective funds: | | | | |
| Equity Index (a) | $ 2,972,422 | $ - | Immediate | None |
| Stable Value Fund (b) | 10,818,243 | - | Immediate | 12 months |
| | $ 13,790,665 | $ - | | |

(a) This fund invests primarily in stocks. Investments in this category can be redeemed immediately at the current net asset value per share on the fair value of the underlying assets. The fair value of investments in this category has been estimated using the net asset value per share of the investments.

(b) This investment includes guaranteed investment contracts (GICs) issued by insurance companies; investment contracts issued by banks (BICs); structured or synthetic investment contracts (SICs) issued by banks, insurance companies, and other issuers, as well as the securities supporting such SICs (underlying assets); separate account contracts (SACs); and other similar instruments that are intended to maintain a constant net asset value. Investments in this category can be redeemed immediately at the participant level, and 12 months at the Plan level at the current net asset value per share based on the fair value of the underlying assets. The fair value of investments in this category has been estimated using the net asset value per share of the investments.

## 11. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is the reconciliation of net assets available for benefits as of December 31, 2009 and 2008, per the financial statements to the Form 5500.

| | 2009 | 2008 |
|---|---|---|
| Net assets available for benefits per the financial statements | $ 44,686,200 | $ 38,200,898 |
| Adjustment from contract value to fair value for interest in common/collective fund | 324,869 | (96,686) |
| Net assets available for benefits per the Form 5500 | $ 45,011,069 | $ 38,104,212 |

The following is a reconciliation of the changes in net assets available for benefits for the year ended December 31, 2009, per the financial statements to the Form 5500.

| | 2009 |
|---|---|
| Changes in net assets available for benefits per the financial statements | $ 6,485,302 |
| Change in contract value to fair value adjustment for interest in common/collective fund | 421,555 |
| Changes in net assets available for benefits per the Form 5500 | $ 6,906,857 |

**Klein Tools Retirement Savings Plan**

**EIN: 36-2051512**
**Plan Number: 002**

**Schedule H, Line 4i -Schedule of Assets (Held at End of Year)**
**December 31, 2009**

| (a) | (b) Identity of issuer, borrower, lessor, or similar party | (c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity valu | (d) Cost | (e) Current value |
|---|---|---|---|---|
| | | Shares of registered investment companies: | | |
| * | T. Rowe Price | Retirement Income | ** | $ 455,859 |
| * | T. Rowe Price | Lifestyle - Retirement 2005 | ** | 106,723 |
| * | T. Rowe Price | Lifestyle - Retirement 2010 | ** | 991,117 |
| * | T. Rowe Price | Lifestyle - Retirement 2015 | ** | 1,555,032 |
| * | T. Rowe Price | Lifestyle - Retirement 2020 | ** | 2,072,224 |
| * | T. Rowe Price | Lifestyle - Retirement 2025 | ** | 677,547 |
| * | T. Rowe Price | Lifestyle - Retirement 2030 | ** | 2,028,638 |
| * | T. Rowe Price | Lifestyle - Retirement 2035 | ** | 576,436 |
| * | T. Rowe Price | Lifestyle - Retirement 2040 | ** | 1,580,601 |
| * | T. Rowe Price | Lifestyle - Retirement 2045 | ** | 463,567 |
| * | T. Rowe Price | Lifestyle - Retirement 2050 | ** | 202,727 |
| * | T. Rowe Price | Lifestyle - Retirement 2055 | ** | 14,612 |
| * | T. Rowe Price | Small-Cap Value | ** | 924,812 |
| * | T. Rowe Price | Mid-Cap Value | ** | 1,857,642 |
| * | T. Rowe Price | Mid-Cap Growth | ** | 1,999,549 |
| * | T. Rowe Price | Growth Stock | ** | 3,504,324 |
| * | T. Rowe Price | Equity Income | ** | 932,583 |
| * | T. Rowe Price | Balanced Fund | ** | 2,833,559 |
| | Jennison Small Company Fund A | Aggressive Growth Fund | ** | 1,318,285 |
| | EuroPacific Growth | Int'l Growth Foreign Stock | ** | 1,897,662 |
| * | T. Rowe Price | U.S. Bond Index | ** | 3,863,078 |
| | | | | 29,856,577 |
| * | Various participants | Participant notes receivable (rates of 4.25% to 9.25%) | ** | 1,363,827 |
| | | Shares of common/collective funds: | | |
| * | T. Rowe Price | Equity Index | ** | 2,972,422 |
| * | T. Rowe Price | Stable Value | ** | 10,818,243 |
| | | | | 13,790,665 |
| | | | | $ 45,011,069 |

* Represents a party-in-interest investment.
** Not required for participant directed investments.

All of the above information has been certified by Fidelity Management Trust Company (Fidelity), the trustee, as complete and accurate.

# *Klein Tools*
# *Retirement Savings Plan*

*Financial Statements as of*
*December 31, 2009 and 2008 and for the*
*Year Ended December 31, 2009 and*
*Supplemental Schedule as of*
*December 31, 2009 and*
*Independent Auditor's Report*

# KLEIN TOOLS RETIREMENT SAVINGS PLAN

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All other schedules required by Section 2520.103-10 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 have been omitted because they are not applicable.

McGladrey

## INDEPENDENT AUDITOR'S REPORT

To the Plan Administrative Committee of
Klein Tools Retirement Savings Plan:

We were engaged to audit the accompanying statements of net assets available for benefits of the Klein Tools Retirement Savings Plan (the "Plan") as of December 31, 2009 and 2008, and the related statement of changes in net assets available for benefits for the year ended December 31, 2009, and the supplemental schedule of assets (held at end of year) as of December 31, 2009. These financial statements and supplemental schedule are the responsibility of the Plan's management.

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 Administrative Committee instructed us not to perform, and we did not perform, any auditing procedures with respect to the investment information summarized in Note 9, which was certified or provided by T. Rowe Price Trust Company, the trustee of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedule. We have been informed by the Plan Administrative Committee that the trustee holds the Plan's investment assets and executes investment transactions. As disclosed in Note 9, the Plan Administrative Committee has obtained certifications from the trustee regarding the completeness and accuracy of the investment information provided to the Plan Administrative Committee by the trustee as of and for the year ended December 31, 2009, and as of December 31, 2008.

Because of the significance of the information that we did not audit, we are unable to express, and do not express an opinion on the accompanying financial statements and supplemental schedule taken as a whole. The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified 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.

McGladrey & Pullen, LLP

Schaumburg, Illinois
April 28, 2011



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Member of RSM International network, a network of independent accounting, tax and consulting firms.

**Klein Tools Retirement Savings Plan**

**Statements of Net Assets Available for Benefits**
**December 31, 2009 and 2008**

| | **2009** | 2008 |
|---|---|---|
| **Assets** | | |
| Investments, at fair value: | | |
| Shares of registered investment companies | **$ 29,856,577** | $ 22,941,815 |
| Shares of common/collective funds | **13,790,665** | 13,031,571 |
| Participant notes receivable | **1,363,827** | 1,427,293 |
| | **45,011,069** | 37,400,679 |
| Receivables | | |
| Company contributions | - | 627,733 |
| Participant contributions | - | 75,365 |
| Accrued Income | - | 435 |
| | - | 703,533 |
| **Total assets** | **45,011,069** | 38,104,212 |
| **Liabilities** | - | - |
| **Net Assets Available for Benefits, at Fair Value** | **45,011,069** | 38,104,212 |
| Adjustment from fair value to contract value for interest in common/ collective fund relating to fully benefit-responsive investment contracts | **(324,869)** | 96,686 |
| **Net Assets Available for Benefits** | **$ 44,686,200** | $ 38,200,898 |

See Notes to Financial Statements.

**Klein Tools Retirement Savings Plan**

**Statement of Changes in Net Assets Available for Benefits**
**Year Ended December 31, 2009**

| | |
|---|---|
| Additions to net assets attributed to: | |
| Investment income: | |
| Net appreciation in fair value of investments | **$ 7,307,849** |
| Interest and dividends | **1,048,608** |
| | **8,356,457** |
| Contributions: | |
| Participant | **2,322,896** |
| Company | **537,748** |
| Rollover | **188,662** |
| | **3,049,306** |
| Total additions | **11,405,763** |
| Deductions from net assets attributed to: | |
| Benefits paid directly to participants | **4,914,228** |
| Administrative expenses | **6,233** |
| Total deductions | **4,920,461** |
| **Net increase** | **6,485,302** |
| Net assets available for benefits: | |
| Beginning of year | **38,200,898** |
| End of year | **$ 44,686,200** |

See Notes to Financial Statements.

### 1. DESCRIPTION OF THE PLAN

The following is a description of the Klein Tools Retirement Savings Plan (the "Plan"). Participants should refer to the Plan agreement for more complete information.

***General*—**The Klein Tools Retirement Savings Plan is a defined contribution plan. Effective December 31, 2001, the Klein Tools, Inc. Profit Sharing Plan, a non-contributory plan established on January 1, 1960 and the Klein Tools Savings and Investment Plan, established effective January 1, 1994 as a contributory plan for the employees of Klein Tools, Inc. (the "Company") were merged. The resulting plan was renamed Klein Tools Retirement Savings Plan. The Plan is subject to the applicable provisions of the Employee Retirement Income Security Act of 1974 as amended ("ERISA"). Under the terms of the Plan, all employees of the Company (except those who are excluded by a collective bargaining agreement) are eligible to participate in the Plan as of their hire date with respect to elective deferrals, and Company match relating to the investment contracts. Participants become eligible for discretionary contributions after their one-year anniversary.

The Plan was formed by resolution of the Board of Directors effective December 31, 2001.

Klein Tools, Inc. is a wholly-owned subsidiary of Zah Group, Inc. Majority owned subsidiaries of Zah Group, Inc. may elect to participate in the Plan if approved by resolution of each subsidiary's Board of Directors. Employees of affiliated companies are subject to the same participation eligibility requirements as are employees of the Company.

***Participant Accounts*—**A separate account is maintained for each participant. A participant's account balance is credited with salary deferrals and the Company's matching and allocations of Company discretionary contributions (see "Contributions"), and is adjusted daily for net investment income (including appreciation or depreciation in the market value of Plan assets) and charged with an allocation of administrative expenses. 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.

***Contributions*—**Eligible participants may contribute from 1% to 50% of their compensation, as limited by the Internal Revenue Code, to the Plan during the Plan year. The Company provides matching contributions at the rate of 100% of the participants' first 1% of contributions, and contributions in excess of 1% are matched at the rate of 50% up to 6% of total compensation. Effective June 15, 2009, company matching contributions ceased. In addition, the Company may make discretionary profit sharing contributions. There was no discretionary contribution made by the Company for 2009.

***Investments*—**Participants direct the investment of their account balance and future contributions into various investment options offered by the Plan. Participants may change their investment options at any time.

## 1. DESCRIPTION OF THE PLAN (Continued)

***Vesting—***Participants vest in their Company contributions and earnings thereon at the rate of 0% after one year of service, and 100% after two years of service. Participants also become fully vested at age 65, if still employed by the Company, and upon death, permanent disability or termination of the Plan. Participants are 100% vested in their own contributions and earnings thereon at all times.

***Participant Notes Receivable—***Participants may borrow from their vested account balance a minimum of $1,000 up to a maximum of $50,000 or 50% of their vested account balance (whichever is less). Loans must be repaid within 5 years. Loans bear interest at the prime plus 1%. Interest rates on loans currently outstanding range from 4.25% to 9.25%. Loans are secured by vested participant balances.

***Payment of Benefits—***Upon retirement or termination, a participant may generally receive distribution of his/her vested interest in the Plan in one or both of the following methods: (a) as a distribution or series of distributions within a single taxable year of the recipient or (b) as a series of monthly, quarterly or annual distributions, extending over a period that does not end later than the last year of the participant's life expectancy or the last year of the joint and last survivor life expectancy of the participant and his/her spouse, if married. Accounts with balances greater than $1,000, but less than $5,000 are, as required by law, automatically rolled over into an Individual Retirement Account (IRA) established in the name of the participant, absent an election by the participant to the contrary. Accounts with balances under $1,000 are paid in a single distribution within 90 days of retirement or termination. A partial withdrawal of an active participant's account balance may be allowed in hardship cases, as determined by the Plan Administrative Committee.

***Forfeitures—***A participant forfeits the nonvested portion of his/her account balance upon termination of employment for any reason other than retirement, permanent disability or death, unless he/she returns to the service of the Company prior to a five-year break in service. Forfeited amounts attributable to Company matching contributions are used to reduce Company contributions, as provided in the Plan. Forfeited amounts attributable to Company discretionary contributions are allocated to the other Plan participants as provided in the Plan. At December 31, 2009 and 2008, forfeited, nonvested accounts totaled $116,995 and $71,403, respectively. Forfeitures were used to reduce Company matching contributions by $21,597 during 2009.

## 2. ADMINISTRATION OF THE PLAN

The Company is responsible for administering the Plan and carrying out its provisions but may appoint individuals as its representatives in performing these functions.

As of December 31, 2008, the investment assets of the Plan are held in trust funds by T. Rowe Price Trust Company under a trust agreement dated December 22, 2006, which superseded the original T. Rowe Price trust agreement dated December 26, 2003, and T. Rowe Price Retirement Plan Services, Inc. serves as participant record keeper (together, "T. Rowe Price"). T. Rowe Price is responsible for all of the accounting for cash, investments, receipts, disbursements and other transactions which it executes in the trust funds and provides periodic reports setting forth the transactions and the financial condition of the trust funds. The Company paid all administrative expenses of the Plan, except for certain investment management charges and loan processing fees.

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

***Basis of Accounting*—**The financial statements of the Plan are prepared using the accrual basis of accounting.

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 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. The Plan invests in investment contracts through a common/collective fund. The Statement of Net Assets Available for Benefits presents the fair value of the investment in the common/collective fund as well as the adjustment of the investment in the common/collective fund from fair value to contract value relating to the investment contracts. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

***Use of Estimates*—**The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires Plan management to make estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein. Actual results could differ from those estimates.

***Investment Valuation and Income Recognition*—** Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. See Note 10 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on an accrual basis. Dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought and sold as well as held during the year.

***Payments of Benefits*—**Benefits are recorded when paid. There were no amounts allocated to accounts of persons who have elected to withdraw from the Plan but have not yet been paid at December 31, 2009 and 2008.

***New Accounting Pronouncements*—** In September 2009, the Financial Accounting Standards Board (FASB) issued an amendment, *Investments in Certain Entities That Calculate Net Asset Value Per Share (or its Equivalent)* (ASU 2009-12), which provides guidance on how entities should estimate fair value of certain alternative investments. The fair value of investments within the scope of this guidance can now be determined using net asset value (NAV) per share as a practical expedient, when the fair value is not readily determinable, unless it is probable the investment will be sold at something other than NAV. It also requires disclosure of certain attributes by major category of alternative investments, regardless of whether the practical expedient was used. This amendment was effective for periods ending after December 15, 2009, with early adoption permitted. See Note 10 for the impact of the adoption.

## 3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

The FASB issued new guidance on accounting for uncertainty in income taxes. The Plan adopted this new guidance for the year ended December 31, 2009. 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. With few exceptions, the Plan is no longer subject to income tax examinations by the U.S. federal, state, or local tax authorities for years before 2006.

***Pending Accounting Pronouncements—*** In January 2010, the FASB issued an amendment, *Fair Value Measurements and Disclosures – Improving Disclosures about Fair Value Measurements* (ASU 2010-06), which requires new disclosures and reasons for transfers of financial assets and liabilities between levels 1 and 2. This amendment also clarifies that fair value measurement disclosures are required for each class of financial assets and liabilities, and disclosures about inputs and valuation techniques are required for both Level 2 and Level 3 measurements. It further clarifies that the reconciliation of Level 3 measurements should separately present purchases, sales, issuances, and settlements instead of netting these changes. With respect to matters other than Level 3 measurements, the amendment was effective and not yet adopted for periods beginning on or after December 15, 2009. The guidance related to Level 3 measurements is effective for periods beginning on or after December 15, 2010, and has not yet been adopted. The Plan is currently evaluating the impact of the guidance related to Level 3 measurements on its disclosures.

In September 2010, the FASB issued an amendment, *Plan Accounting—Defined Contribution Pension Plans (Topic 962): Reporting Loans to Participants by Defined Contribution Pension Plans* (ASU 2010-25), which provides guidance on how loans to participants should be classified and measured by defined contribution pension plans. This amendment requires that participant loans be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. This amendment was effective for periods ending after December 15, 2010, with early adoption permitted. This amendment requires retrospective application to all periods presented. This amendment has not yet been adopted. The Plan is currently evaluating the impact of the guidance for potential recognition and/or disclosures.

## 4. PLAN TERMINATION

Although the Company has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions or terminate the Plan subject to the provisions of ERISA. In the event of termination, the Plan provides that the assets of the Plan shall be allocated among the participants and beneficiaries of the Plan in the order and amounts provided for in the Plan agreement, and that all participants shall become fully vested in their accounts.

## 5. FEDERAL INCOME TAX STATUS

The Klein Tools Retirement Savings Plan adopted a T. Rowe Price prototype plan effective January 1, 2006. The prototype Plan has received an opinion letter from the Internal Revenue Service as to the prototype plan's qualified status. The prototype plan opinion letter has been relied upon by this Plan. The Plan has been amended since its adoption. The Company and Plan Administrative Committee believe that the Plan is designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

## 6. INVESTMENTS

The Plan's investments that represent 5% or more of the Plan's net assets as of December 31, 2009 and 2008, are as follows:

| | 2009 | 2008 |
|---|---|---|
| T. Rowe Price U.S. Bond Index | $ 3,863,078 | $ 3,967,435 |
| T. Rowe Price Equity Index | 2,972,422 | 2,717,392 |
| T. Rowe Price Growth Stock | 3,504,324 | 2,514,594 |
| T. Rowe Price Stable Value, at fair value | 10,818,243 | 10,507,551 |
| T. Rowe Price Stable Value, at contract value | 10,493,374 | 10,410,865 |
| T. Rowe Price Balanced Fund | 2,833,559 | 2,392,642 |

During 2009, the Plan's shares of registered investment companies (including gains and losses on investments bought and sold, as well as held during the year) appreciated in value by $7,307,849.

## 7. RISKS AND UNCERTAINTIES

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statements of net assets available for benefits.

## 8. RELATED-PARTY TRANSACTIONS

Certain Plan investments are shares of mutual funds managed by T. Rowe Price. T. Rowe Price is the trustee as defined by the Plan and, therefore, these transactions qualify as party-in-interest transactions. Fees paid by the Plan for investment management services were included as a reduction of the return earned on each fund. Fees paid to T. Rowe Price were $6,233 for the year ended December 31, 2009.

Certain employees of the Company provide administrative services to the Plan and are not reimbursed by the Plan for such services. The Company pays certain other administrative expenses on behalf of the Plan.

## 9. INFORMATION CERTIFIED OR PROVIDED BY T. ROWE PRICE TRUST COMPANY

The following is a summary of the investment information as of December 31, 2009 and 2008, and for the year ended December 31, 2009, included throughout the Plan's financial statements and supplemental schedule that was prepared by or derived from information provided by the trustee and furnished to the Plan Administrative Committee. The Plan Administrative Committee has obtained certifications from the trustee that information provided to the Plan Administrative Committee by the trustee related to the following investments is complete and accurate. Accordingly, as permitted by 29 CFR 2520.103-8 of the United States Department of Labor's (DOL) Rules and Regulations for Reporting and Disclosure under ERISA, the Plan Administrative Committee instructed the Plan's independent auditors not to perform any auditing procedures with respect to information which appears throughout the financial statements and supplemental schedule related to the following investments:

| | 2009 | 2008 |
|---|---|---|
| Statement of Net Assets: | | |
| Investments: | | |
| Participant-directed investments at fair value | $ 45,011,069 | $ 37,400,679 |
| Adjustment from fair value to contract value for fully benefit-responsive investment contracts | (324,869) | 96,686 |
| Statement of Changes in Net Assets: | | |
| Investment activity: | | |
| Net appreciation in fair value of investments - registered investment companies | 7,307,849 | |
| Interest and dividends | 1,048,608 | |

## 10. FAIR VALUE MEASUREMENTS

ASC 820, *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 lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under ASC 820 are described below:

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

Level 2 — Inputs to the valuation methodology include:

- 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.

**10. FAIR VALUE MEASUREMENTS (Continued)**

| | |
|---|---|
| | 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. |

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.

The following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2009 and 2008.

*Shares of registered investment companies*: Valued at quoted market prices which represent the NAV of shares held by the Plan at year-end.

*Shares of common/collective funds*: Valued at the total NAV of shares of investments and cash held by the fund at year-end as determined by T. Rowe Price Trust Company.

*Participant notes receivable*: Valued at amortized cost, which approximates fair value.

The methods described above may produce a fair value calculation that may not be indicative of the net realizable value or reflective of future 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.

**10. FAIR VALUE MEASUREMENTS (Continued)**

The following table sets forth by level, within the fair value hierarchy, the Plan's assets measured at fair value as of December 31, 2009 and 2008:

| | Assets Measured at Fair Value as of December 31, 2009 | | | |
|---|---|---|---|---|
| | Level 1 | Level 2 | Level 3 | Total |
| Shares of registered investment companies | | | | |
| Balanced | $ 13,558,643 | $ - | $ - | $13,558,643 |
| Small cap equity funds | 924,812 | - | - | 924,812 |
| Mid cap equity funds | 3,857,191 | - | - | 3,857,191 |
| Growth funds | 5,755,192 | - | - | 5,755,192 |
| International equity funds | 1,897,662 | - | - | 1,897,662 |
| Bond funds | 3,863,078 | - | - | 3,863,078 |
| Shares of common/collective funds | - | 13,790,665 | - | 13,790,665 |
| Participant notes receivable | - | - | 1,363,826 | 1,363,826 |
| Investments at fair value | $ 29,856,578 | $13,790,665 | $ 1,363,826 | $45,011,069 |

| | Assets Measured at Fair Value as of December 31, 2008 | | | |
|---|---|---|---|---|
| | Level 1 | Level 2 | Level 3 | Total |
| Shares of registered investment companies | $ 22,941,815 | $ - | $ - | $22,941,815 |
| Shares of common/collective funds | - | 13,031,571 | - | 13,031,571 |
| Participant notes receivables | - | - | 1,427,293 | 1,427,293 |
| Investments at fair value | $ 22,941,815 | $13,031,571 | $ 1,427,293 | $37,400,679 |

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

| | Participant Notes Receivable |
|---|---|
| Balance, beginning of year | $ 1,427,293 |
| Issuances and repayments (net) | (63,467) |
| Balance, end of year | $ 1,363,826 |

## 10. FAIR VALUE MEASUREMENTS (Continued)

The following table below sets forth additional disclosures of the Plan's investments whose fair value is estimated using net asset value per share (or its equivalent) as of December 31, 2009:

| Investment | FV | Unfunded Commitment | Redemption Frequency | Redemption Notice Period |
|---|---|---|---|---|
| Shares of common/collective funds: | | | | |
| Equity Index (a) | $ 2,972,422 | $ - | Immediate | None |
| Stable Value Fund (b) | 10,818,243 | - | Immediate | 12 months |
| | $ 13,790,665 | $ - | | |

(a) This fund invests primarily in stocks. Investments in this category can be redeemed immediately at the current net asset value per share on the fair value of the underlying assets. The fair value of investments in this category has been estimated using the net asset value per share of the investments.

(b) This investment includes guaranteed investment contracts (GICs) issued by insurance companies; investment contracts issued by banks (BICs); structured or synthetic investment contracts (SICs) issued by banks, insurance companies, and other issuers, as well as the securities supporting such SICs (underlying assets); separate account contracts (SACs); and other similar instruments that are intended to maintain a constant net asset value. Investments in this category can be redeemed immediately at the participant level, and 12 months at the Plan level at the current net asset value per share based on the fair value of the underlying assets. The fair value of investments in this category has been estimated using the net asset value per share of the investments.

## 11. RECONCILIATION OF FINANCIAL STATEMENTS TO FORM 5500

The following is the reconciliation of net assets available for benefits as of December 31, 2009 and 2008, per the financial statements to the Form 5500.

| | 2009 | 2008 |
|---|---|---|
| Net assets available for benefits per the financial statements | $ 44,686,200 | $ 38,200,898 |
| Adjustment from contract value to fair value for interest in common/collective fund | 324,869 | (96,686) |
| Net assets available for benefits per the Form 5500 | $ 45,011,069 | $ 38,104,212 |

The following is a reconciliation of the changes in net assets available for benefits for the year ended December 31, 2009, per the financial statements to the Form 5500.

| | 2009 |
|---|---|
| Changes in net assets available for benefits per the financial statements | $ 6,485,302 |
| Change in contract value to fair value adjustment for interest in common/collective fund | 421,555 |
| Changes in net assets available for benefits per the Form 5500 | $ 6,906,857 |

**Klein Tools Retirement Savings Plan**

**EIN: 36-2051512**
**Plan Number: 002**

**Schedule H, Line 4i -Schedule of Assets (Held at End of Year)**
**December 31, 2009**

| (a) | (b) Identity of issuer, borrower, lessor, or similar party | (c) Description of investment, including maturity date, rate of interest, collateral, par, or maturity valu | (d) Cost | (e) Current value |
|---|---|---|---|---|
| | | Shares of registered investment companies: | | |
| * | T. Rowe Price | Retirement Income | ** | $ 455,859 |
| * | T. Rowe Price | Lifestyle - Retirement 2005 | ** | 106,723 |
| * | T. Rowe Price | Lifestyle - Retirement 2010 | ** | 991,117 |
| * | T. Rowe Price | Lifestyle - Retirement 2015 | ** | 1,555,032 |
| * | T. Rowe Price | Lifestyle - Retirement 2020 | ** | 2,072,224 |
| * | T. Rowe Price | Lifestyle - Retirement 2025 | ** | 677,547 |
| * | T. Rowe Price | Lifestyle - Retirement 2030 | ** | 2,028,638 |
| * | T. Rowe Price | Lifestyle - Retirement 2035 | ** | 576,436 |
| * | T. Rowe Price | Lifestyle - Retirement 2040 | ** | 1,580,601 |
| * | T. Rowe Price | Lifestyle - Retirement 2045 | ** | 463,567 |
| * | T. Rowe Price | Lifestyle - Retirement 2050 | ** | 202,727 |
| * | T. Rowe Price | Lifestyle - Retirement 2055 | ** | 14,612 |
| * | T. Rowe Price | Small-Cap Value | ** | 924,812 |
| * | T. Rowe Price | Mid-Cap Value | ** | 1,857,642 |
| * | T. Rowe Price | Mid-Cap Growth | ** | 1,999,549 |
| * | T. Rowe Price | Growth Stock | ** | 3,504,324 |
| * | T. Rowe Price | Equity Income | ** | 932,583 |
| * | T. Rowe Price | Balanced Fund | ** | 2,833,559 |
| | Jennison Small Company Fund A | Aggressive Growth Fund | ** | 1,318,285 |
| | EuroPacific Growth | Int'l Growth Foreign Stock | ** | 1,897,662 |
| * | T. Rowe Price | U.S. Bond Index | ** | 3,863,078 |
| | | | | 29,856,577 |
| * | Various participants | Participant notes receivable (rates of 4.25% to 9.25%) | ** | 1,363,827 |
| | | Shares of common/collective funds: | | |
| * | T. Rowe Price | Equity Index | ** | 2,972,422 |
| * | T. Rowe Price | Stable Value | ** | 10,818,243 |
| | | | | 13,790,665 |
| | | | | $ 45,011,069 |

* Represents a party-in-interest investment.
** Not required for participant directed investments.

All of the above information has been certified by Fidelity Management Trust Company (Fidelity), the trustee, as complete and accurate.