

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
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Part I	Annual Report Identification Information		
For calendar plan year 2009 or fiscal plan year beginning <u>10/01/2009</u> and ending <u>09/30/2010</u>			
A This return/report is for:	☐ a multiemployer plan;	☐ a multiple-employer plan; or	
	☒ a single-employer plan;	☐ a DFE (specify) ____	
B This return/report is:	☐ the first return/report;	☐ the final return/report;	
	☒ an amended return/report;	☐ a short plan year return/report (less than 12 months).	
C If the plan is a collectively-bargained plan, check here.	☐		
D Check box if filing under:	☒ Form 5558;	☐ automatic extension;	☐ the DFVC program;
	☐ special extension (enter description)		

Part II	Basic Plan Information —enter all requested information		
1a Name of plan <u>ESCO TECHNOLOGIES INC. RETIREMENT PLAN</u> 2a Plan sponsor's name and address (employer, if for a single-employer plan) (Address should include room or suite no.) <u>ESCO TECHNOLOGIES INC.</u> <u>9900A CLAYTON ROAD</u> <u>ST. LOUIS, MO 63124</u>	1b Three-digit plan number (PN) ►	<u>101</u>	
	1c Effective date of plan	<u>10/01/1990</u>	
	2b Employer Identification Number (EIN)	<u>43-1554045</u>	
	2c Sponsor's telephone number	<u>314-213-7200</u>	
	2d Business code (see instructions)	<u>335900</u>	

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	<u>Filed with authorized/valid electronic signature.</u>	<u>08/11/2011</u>	<u>DEBORAH HANLON</u>
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	<u>Filed with authorized/valid electronic signature.</u>	<u>08/11/2011</u>	<u>DEBORAH HANLON</u>
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

Form 5500 (2009)
v.092307.1

3a Plan administrator's name and address (if same as plan sponsor, enter "Same") ESCO TECHNOLOGIES INC. 9900A CLAYTON ROAD ST. LOUIS, MO 63124	3b Administrator's EIN 43-1554045 3c Administrator's telephone number 314-213-7200
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4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report: a Sponsor's name	4b EIN 4c PN
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5 Total number of participants at the beginning of the plan year	5	1961
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6 Number of participants as of the end of the plan year (welfare plans complete only lines 6a , 6b , 6c , and 6d).		
a Active participants.....	6a	495
b Retired or separated participants receiving benefits.....	6b	479
c Other retired or separated participants entitled to future benefits.....	6c	917
d Subtotal. Add lines 6a , 6b , and 6c	6d	1891
e Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....	6e	54
f Total. Add lines 6d and 6e	6f	1945
g Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....	6g	0
h Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....	6h	0

7 Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	7	
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8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristic Codes in the instructions:

1A 1G 1I 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) ☒ 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) ☒ Trust (4) ☐ General assets of the sponsor
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10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

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

<div>SCHEDULE A (Form 5500) <div>Department of the Treasury Internal Revenue Service</div><div>Department of Labor Employee Benefits Security Administration</div><div>Pension Benefit Guaranty Corporation</div></div>	<div>Insurance Information</div> <div>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).</div> <div>▶ File as an attachment to Form 5500.</div> <div>▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).</div>	<div>OMB No. 1210-0110</div> <div>2009</div> <div>This Form is Open to Public Inspection</div>
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For calendar plan year 2009 or fiscal plan year beginning 10/01/2009 and ending 09/30/2010		
A Name of plan ESCO TECHNOLOGIES INC. RETIREMENT PLAN	B Three-digit plan number (PN) ▶	101
C Plan sponsor's name as shown on line 2a of Form 5500. ESCO TECHNOLOGIES INC.	D Employer Identification Number (EIN) 43-1554045	

Part I	Information Concerning Insurance Contract Coverage, Fees, and Commissions	Provide information for each contract on a separate Schedule A. Individual contracts grouped as a unit in Parts II and III can be reported on a single Schedule A.
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1 Coverage Information:

(a) Name of insurance carrier PRINCIPAL LIFE INSURANCE COMPANY

(b) EIN	(c) NAIC code	(d) Contract or identification number	(e) Approximate number of persons covered at end of policy or contract year	Policy or contract year	
				(f) From	(g) To
42-0127290	61271	610273	231	10/02/2009	09/30/2010

2 Insurance fee and commission information. Enter the total fees and total commissions paid. List in item 3 the agents, brokers, and other persons in descending order of the amount paid.
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(a) Total amount of commissions paid	(b) Total amount of fees paid
0	0

3 Persons receiving commissions and fees. (Complete as many entries as needed to report all persons).

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
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(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid
--

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

(a) Name and address of the agent, broker, or other person to whom commissions or fees were paid

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	

Part II Investment and Annuity Contract Information

Where individual contracts are provided, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

4 Current value of plan's interest under this contract in the general account at year end	4	0
5 Current value of plan's interest under this contract in separate accounts at year end	5	14326078

6 Contracts With Allocated Funds:**a** State the basis of premium rates ▶

b Premiums paid to carrier	6b	
c Premiums due but unpaid at the end of the year	6c	
d If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, enter amount. Specify nature of costs ▶	6d	

e Type of contract: (1) ☐ individual policies (2) ☐ group deferred annuity
(3) ☐ other (specify) ▶

f If contract purchased, in whole or in part, to distribute benefits from a terminating plan check here ▶ ☐**7** Contracts With Unallocated Funds (Do not include portions of these contracts maintained in separate accounts)

a Type of contract: (1) ☐ deposit administration (2) ☐ immediate participation guarantee
(3) ☐ guaranteed investment (4) ☐ other ▶

b Balance at the end of the previous year	7b	
c Additions: (1) Contributions deposited during the year	7c(1)	
(2) Dividends and credits	7c(2)	
(3) Interest credited during the year	7c(3)	
(4) Transferred from separate account	7c(4)	
(5) Other (specify below)	7c(5)	
▶		
(6) Total additions	7c(6)	
d Total of balance and additions (add b and c(6))	7d	
e Deductions:		
(1) Disbursed from fund to pay benefits or purchase annuities during year	7e(1)	
(2) Administration charge made by carrier	7e(2)	
(3) Transferred to separate account	7e(3)	
(4) Other (specify below)	7e(4)	
▶		
(5) Total deductions	7e(5)	
f Balance at the end of the current year (subtract e(5) from d)	7f	

Part III Welfare Benefit Contract Information

If more than one contract covers the same group of employees of the same employer(s) or members of the same employee organization(s), the information may be combined for reporting purposes if such contracts are experience-rated as a unit. Where contracts cover individual employees, the entire group of such individual contracts with each carrier may be treated as a unit for purposes of this report.

8 Benefit and contract type (check all applicable boxes)

- a** ☐ Health (other than dental or vision)
 b ☐ Dental
 c ☐ Vision
 d ☐ Life insurance
e ☐ Temporary disability (accident and sickness)
 f ☐ Long-term disability
 g ☐ Supplemental unemployment
 h ☐ Prescription drug
i ☐ Stop loss (large deductible)
 j ☐ HMO contract
 k ☐ PPO contract
 l ☐ Indemnity contract
m ☐ Other (specify) ▶

9 Experience-rated contracts:

a Premiums: (1) Amount received.....	9a(1)		
(2) Increase (decrease) in amount due but unpaid.....	9a(2)		
(3) Increase (decrease) in unearned premium reserve.....	9a(3)		
(4) Earned ((1) + (2) - (3)).....		9a(4)	
b Benefit charges (1) Claims paid.....	9b(1)		
(2) Increase (decrease) in claim reserves.....	9b(2)		
(3) Incurred claims (add (1) and (2)).....		9b(3)	
(4) Claims charged.....		9b(4)	
c Remainder of premium: (1) Retention charges (on an accrual basis) --			
(A) Commissions.....	9c(1)(A)		
(B) Administrative service or other fees.....	9c(1)(B)		
(C) Other specific acquisition costs.....	9c(1)(C)		
(D) Other expenses.....	9c(1)(D)		
(E) Taxes.....	9c(1)(E)		
(F) Charges for risks or other contingencies.....	9c(1)(F)		
(G) Other retention charges.....	9c(1)(G)		
(H) Total retention.....		9c(1)(H)	
(2) Dividends or retroactive rate refunds. (These amounts were ☐ paid in cash, or ☐ credited.).....		9c(2)	
d Status of policyholder reserves at end of year: (1) Amount held to provide benefits after retirement.....		9d(1)	
(2) Claim reserves.....		9d(2)	
(3) Other reserves.....		9d(3)	
e Dividends or retroactive rate refunds due. (Do not include amount entered in c(2).).....		9e	

10 Nonexperience-rated contracts:

a Total premiums or subscription charges paid to carrier.....	10a	
b If the carrier, service, or other organization incurred any specific costs in connection with the acquisition or retention of the contract or policy, other than reported in Part I, item 2 above, report amount.	10b	

Specify nature of costs ▶

Part IV Provision of Information

11 Did the insurance company fail to provide any information necessary to complete Schedule A? ☐ Yes ☒ No

12 If the answer to line 11 is "Yes," specify the information not provided. ▶

SCHEDULE SB (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ▶ File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
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For calendar plan year 2009 or fiscal plan year beginning 10/01/2009 and ending 09/30/2010

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

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

A Name of plan <u>ESCO TECHNOLOGIES INC. RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>101</u>
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF <u>ESCO TECHNOLOGIES INC.</u>	D Employer Identification Number (EIN) <u>43-1554045</u>
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B	F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500

Part I	Basic Information	
1 Enter the valuation date: Month <u>10</u> Day <u>01</u> Year <u>2009</u>		
2 Assets:		
a Market value	2a <u>46554805</u>	
b Actuarial value	2b <u>51210285</u>	
3 Funding target/participant count breakdown		
	(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment	3a <u>495</u>	<u>25413647</u>
b For terminated vested participants	3b <u>930</u>	<u>16902823</u>
c For active participants:		
(1) Non-vested benefits	3c(1)	<u>646817</u>
(2) Vested benefits	3c(2)	<u>17824452</u>
(3) Total active	3c(3) <u>536</u>	<u>18471269</u>
d Total	3d <u>1961</u>	<u>60787739</u>
4 If the plan is at-risk, check the box and complete items (a) and (b)	☐	
a Funding target disregarding prescribed at-risk assumptions	4a	
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor	4b	
5 Effective interest rate	5 <u>6.68</u> %	
6 Target normal cost	6 <u>340000</u>	

Statement by Enrolled Actuary

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

SIGN HERE	<u>06/17/2011</u>
Signature of actuary <u>RANDALL K. LYNN</u>	Date <u>11-03145</u>
Type or print name of actuary <u>TOWERS WATSON PENNSYLVANIA, INC.</u>	Most recent enrollment number <u>314-719-5900</u>
Firm name <u>101 SOUTH HANLEY ST. LOUIS, MO 63105-3411</u>	Telephone number (including area code)
Address of the firm	

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

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

Schedule SB (Form 5500) 2009
v.092308.1

Part II Beginning of year carryover and prefunding balances		
	(a) Carryover balance	(b) Prefunding balance
7 Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8 Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9 Amount remaining (Item 7 minus item 8).....	0	0
10 Interest on item 9 using prior year's actual return of <u>0.43</u> %		
11 Prior year's excess contributions to be added to prefunding balance:		
a Excess contributions (Item 38 from prior year)		47496
b Interest on (a) using prior year's effective rate of <u>7.14</u> %		3391
c Total available at beginning of current plan year to add to prefunding balance		50887
d Portion of (c) to be added to prefunding balance.....		0
12 Reduction in balances due to elections or deemed elections.....	0	0
13 Balance at beginning of current year (item 9 + item 10 + item 11d – item 12).....	0	0

Part III Funding percentages		
14 Funding target attainment percentage.....	14	84.24 %
15 Adjusted funding target attainment percentage.....	15	81.01 %
16 Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	86.78 %
17 If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV Contributions and liquidity shortfalls					
18 Contributions made to the plan for the plan year by employer(s) and employees:					
(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)	(b) Amount paid by employer(s)	(c) Amount paid by employees
01/13/2010	900000				
07/13/2010	400000				
10/13/2010	400000				
12/23/2010	3000000				
			Totals ►	18(b)	4700000
				18(c)	0

19 Discounted employer contributions – see instructions for small plan with a valuation date after the beginning of the year:		
a Contributions allocated toward unpaid minimum required contribution from prior years.....	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date.....	19c	4409205
20 Quarterly contributions and liquidity shortfalls:		
a Did the plan have a "funding shortfall" for the prior year?	☒ Yes ☐ No	
b If 20a is "Yes," were required quarterly installments for the current year made in a timely manner?	☒ Yes ☐ No	
c If 20a is "Yes," see instructions and complete the following table as applicable:		

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

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

21 Discount rate:				
a Segment rates:	1st segment: 5.21 %	2nd segment: 6.74 %	3rd segment: 6.84 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 3
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

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

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	340000
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	11541954	2096847
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b – item 33).....	34	2436847
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement		0
36 Additional cash requirement (item 34 minus item 35).....	36	2436847
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	4409205
38 Interest-adjusted excess contributions for current year (see instructions).....	38	1972358
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

SCHEDULE C (Form 5500) Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	Service Provider Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA). ▶ File as an attachment to Form 5500.	OMB No. 1210-0110
		2009
		This Form is Open to Public Inspection.
For calendar plan year 2009 or fiscal plan year beginning 10/01/2009 and ending 09/30/2010		
A Name of plan ESCO TECHNOLOGIES INC. RETIREMENT PLAN		B Three-digit plan number (PN) ▶ 101
C Plan sponsor's name as shown on line 2a of Form 5500 ESCO TECHNOLOGIES INC.		D Employer Identification Number (EIN) 43-1554045

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

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

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)

PRINCIPAL FINANCIAL ADVISORS, INC.

42-0127290

(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?
13 25 50 64	NONE	37718	Yes ☒ No ☐	Yes ☒ No ☐	0	Yes ☐ No ☒

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

TOWERS WATSON

23-1159360

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
11 15 17 50	NONE	149478	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

WATSON WYATT

53-0181291

(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 50 99	NONE	13000	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

MAYER HOFFMAN MCCANN, P.C.

43-1947695

(b) Service Code(s)	(c) Relationship to employer, employee organization, or person known to be a party-in-interest	(d) Enter direct compensation paid by the plan. If none, enter -0-.	(e) Did service provider receive indirect compensation? (sources other than plan or plan sponsor)	(f) Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures?	(g) Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-.	(h) Did the service provider give you a formula instead of an amount or estimated amount?
10 50	NONE	12131	Yes ☐ No ☒	Yes ☐ No ☐		Yes ☐ No ☐

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

THE COMMERCE TRUST COMPANY

43-1795601

(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?
25 28 50 99	NONE	64177	Yes ☒ No ☐	Yes ☐ No ☒	7713	Yes ☐ No ☒

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

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

Part I Service Provider Information (continued)

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

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

(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) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration</small>	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.
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For calendar plan year 2009 or fiscal plan year beginning 10/01/2009 and ending 09/30/2010

A Name of plan <u>ESCO TECHNOLOGIES INC. RETIREMENT PLAN</u>	B Three-digit plan number (PN) ►	<u>101</u>
C Plan or DFE sponsor's name as shown on line 2a of Form 5500 <u>ESCO TECHNOLOGIES INC.</u>	D Employer Identification Number (EIN) <u>43-1554045</u>	

Part I	Information on interests in MTIAs, CCTs, PSAs, and 103-12 IEs (to be completed by plans and DFEs) (Complete as many entries as needed to report all interests in DFEs)
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a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINCIPAL MIDCAP VALUE III SA-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-022</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>279702</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINCIPAL INTL EMERG MARKETS SA-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-013</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>224702</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINCIPAL LGCAP GROWTH SEP ACCT-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-018</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1143864</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINCIPAL U.S. PROPERTY SEP ACCT-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-027</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>655899</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINCIPAL BOND AND MORTGAGE SA-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-005</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>1141976</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINCIPAL LGCAP S&P 500 INDEX SA-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-016</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>978436</u>	
a Name of MTIA, CCT, PSA, or 103-12 IE: <u>PRINCIPAL INTL I SEPARATE ACCT-R6</u>			
b Name of sponsor of entity listed in (a): <u>PRINCIPAL LIFE INSURANCE COMPANY</u>			
c EIN-PN <u>42-0127290-048</u>	d Entity code <u>P</u>	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) <u>577140</u>	

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL MIDCAP GROWTH III SA-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-026	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 281491

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL GROWTH SEP ACCT-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-064	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 611070

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL LARGE CAP GROWTH I SA-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-066	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1172195

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL LARGE CAP VALUE III SA-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-068	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 758553

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL SMALLCAP GROWTH II SA-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-071	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 275492

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL FIN GRP, INC. STOCK SA-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-086	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 336574

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL REAL ESTATE SECS SA-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-095	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 355007

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL SMALLCAP VALUE II SA-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-096	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 270677

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL LARGE CAP VALUE I SA-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-098	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1383050

a Name of MTIA, CCT, PSA, or 103-12 IE: PRINCIPAL HIGH YIELD I SEP ACCT-R6		
b Name of sponsor of entity listed in (a): PRINCIPAL LIFE INSURANCE COMPANY		
c EIN-PN 42-0127290-101	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 713853

a Name of MTIA, CCT, PSA, or 103-12 IE: **PRINCIPAL INFLATION PROTECT SA-R6**
PRINCIPAL LIFE INSURANCE COMPANY

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

c EIN-PN 42-0127290-099	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 766530
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a Name of MTIA, CCT, PSA, or 103-12 IE: **PRINCIPAL CORE PLUS BOND I SA-R6**
PRINCIPAL LIFE INSURANCE COMPANY

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

c EIN-PN 42-0127290-115	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 1819792
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a Name of MTIA, CCT, PSA, or 103-12 IE: **PRINCIPAL INTL VALUE I SA-R6**
PRINCIPAL LIFE INSURANCE COMPANY

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

c EIN-PN 42-0127290-116	d Entity code P	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions) 580075
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a Name of MTIA, CCT, PSA, or 103-12 IE:

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

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

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

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

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

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

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

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

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

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

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

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

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

c EIN-PN	d Entity code	e Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
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Part II Information on Participating Plans (to be completed by DFEs)

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

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

SCHEDULE H (Form 5500) 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 10/01/2009 and ending 09/30/2010		
A Name of plan ESCO TECHNOLOGIES INC. RETIREMENT PLAN	B Three-digit plan number (PN) ►	101
C Plan sponsor's name as shown on line 2a of Form 5500 ESCO TECHNOLOGIES INC.	D Employer Identification Number (EIN) 43-1554045	

Part I	Asset and Liability Statement
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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)	68440	3400000
(2) Participant contributions	1b(2)		
(3) Other.....	1b(3)	105893	109462
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities.....	1c(2)	4827528	4389081
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other.....	1c(3)(B)	5749748	6391112
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)	6033110	6253800
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)		
(9) Value of interest in common/collective trusts.....	1c(9)		
(10) Value of interest in pooled separate accounts.....	1c(10)	0	14326078
(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)	14002339	15593096
(14) Value of funds held in insurance company general account (unallocated contracts).....	1c(14)		
(15) Other	1c(15)	576822	576674

1d Employer-related investments:

		(a) Beginning of Year	(b) End of Year
(1) Employer securities	1d(1)		
(2) Employer real property	1d(2)		
e Buildings and other property used in plan operation	1e		
f Total assets (add all amounts in lines 1a through 1e)	1f	31363880	51039303

Liabilities

g Benefit claims payable	1g		
h Operating payables	1h	693	7242
i Acquisition indebtedness	1i		
j Other liabilities	1j		
k Total liabilities (add all amounts in lines 1g through 1j)	1k	693	7242

Net Assets

l Net assets (subtract line 1k from line 1f)	1l	31363187	51032061
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Part II Income and Expense Statement

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

Income

		(a) Amount	(b) Total
a Contributions:			
(1) Received or receivable in cash from: (A) Employers	2a(1)(A)	4700000	
(B) Participants	2a(1)(B)		
(C) Others (including rollovers)	2a(1)(C)		
(2) Noncash contributions	2a(2)		
(3) Total contributions. Add lines 2a(1)(A) , (B) , (C) , and line 2a(2)	2a(3)		4700000
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)	214034	
(C) Corporate debt instruments	2b(1)(C)	317156	
(D) Loans (other than to participants)	2b(1)(D)		
(E) Participant loans	2b(1)(E)		
(F) Other	2b(1)(F)	96494	
(G) Total interest. Add lines 2b(1)(A) through (F)	2b(1)(G)		627684
(2) Dividends: (A) Preferred stock	2b(2)(A)		
(B) Common stock	2b(2)(B)	101868	
(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	263781	
(D) Total dividends. Add lines 2b(2)(A) , (B) , and (C)	2b(2)(D)		365649
(3) Rents	2b(3)		
(4) Net gain (loss) on sale of assets: (A) Aggregate proceeds	2b(4)(A)	59570	
(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)		59570

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....	2b(5)(A)		
(B) Other	2b(5)(B)	1050828	
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		1050828
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		1513192
(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)		1072637
c Other income.....	2c		
d Total income. Add all income amounts in column (b) and enter total.....	2d		9389560

Expenses

e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	2825559	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)	187526	
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		3013085
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)	223842	
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)	52662	
(4) Other	2i(4)		
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		276504
j Total expenses. Add all expense amounts in column (b) and enter total.....	2j		3289589

Net Income and Reconciliation

k Net income (loss). Subtract line 2j from line 2d	2k		6099971
l Transfers of assets:			
(1) To this plan.....	2l(1)		13568903
(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) ☒ Disclaimer (4) ☐ Adverse

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

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

(1) Name: **MAYER HOFFMAN MCCANN, P.C.**

(2) EIN: **43-1947695**

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

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

Part IV Compliance Questions

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

During the plan year:

	Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.).....		X	
c Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)		X	
d Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....		X	
e Was this plan covered by a fidelity bond?.....	X		10000000
f Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?		X	
g Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
h Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?		X	
i Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....	X		
j Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....	X		
k Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....		X	
l Has the plan failed to provide any benefit when due under the plan?		X	
m If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....			
n If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.			

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

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

5b(1) Name of plan(s)

5b(2) EIN(s)

5b(3) PN(s)

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 10/01/2009 and ending 09/30/2010

A Name of plan <u>ESCO TECHNOLOGIES INC. RETIREMENT PLAN</u>	B Three-digit plan number (PN) ▶ <u>101</u>
C Plan sponsor's name as shown on line 2a of Form 5500 <u>ESCO TECHNOLOGIES INC.</u>	D Employer Identification Number (EIN) <u>43-1554045</u>

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	<u>0</u>
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): <u>43-6334070</u>		
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	<u>0</u>

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

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....	☐ 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

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

Schedule R (Form 5500) 2009
v.092308.1

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

a Name of contributing employer

b EIN

c Dollar amount contributed by employer

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

Stock: 61% Investment-Grade Debt: 34% High-Yield Debt: 2% Real Estate: 0% Other: 3%

- 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):

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

**FINANCIAL STATEMENTS AND
SUPPLEMENTAL SCHEDULES**

Years Ended September 30, 2010 and 2009



Mayer Hoffman McCann P.C.

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INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of the

ESCO TECHNOLOGIES INC. RETIREMENT PLAN:

We were engaged to audit the statements of net assets available for benefits of the ESCO Technologies Inc. Retirement Plan (the "Plan") as of September 30, 2010 and 2009, and the statements of changes in net assets available for benefits for the years then ended and the statements of accumulated plan benefits as of October 1, 2009 and 2008, and the statements of changes in accumulated plan benefits for the years then ended and the supplemental schedule of assets (held at end of year) as of September 30, 2010, the supplemental schedule of reportable transactions for the year ended September 30, 2010, and the supplemental schedule of assets (acquired and disposed of within year) for the year ended September 30, 2010. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Commerce Bank, N.A. and Principal Life Insurance Company, the trustees of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustees hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained certifications from the trustees as of and for the years ended September 30, 2010 and 2009, that the information provided to the plan administrator by the trustees is complete and accurate.

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

Mayer Hoffman McCann P.C.

St. Louis, Missouri
July 6, 2011

INDEPENDENT AUDITORS' REPORT

To the Plan Administrator of the

ESCO TECHNOLOGIES INC. RETIREMENT PLAN:

We were engaged to audit the statements of net assets available for benefits of the ESCO Technologies Inc. Retirement Plan (the "Plan") as of September 30, 2010 and 2009, and the statements of changes in net assets available for benefits for the years then ended and the statements of accumulated plan benefits as of October 1, 2009 and 2008, and the statements of changes in accumulated plan benefits for the years then ended and the supplemental schedule of assets (held at end of year) as of September 30, 2010, the supplemental schedule of reportable transactions for the year ended September 30, 2010, and the supplemental schedule of assets (acquired and disposed of within year) for the year ended September 30, 2010. These financial statements and supplemental schedules are the responsibility of the Plan's management.

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Commerce Bank, N.A. and Principal Life Insurance Company, the trustees of the Plan, except for comparing the information with the related information included in the financial statements and supplemental schedules. We have been informed by the plan administrator that the trustees hold the Plan's investment assets and execute investment transactions. The plan administrator has obtained certifications from the trustees as of and for the years ended September 30, 2010 and 2009, that the information provided to the plan administrator by the trustees is complete and accurate.

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

Mayer Hoffman McCann P.C.

St. Louis, Missouri
July 6, 2011

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS

September 30, 2010 and 2009

	<u>2010</u>	<u>2009</u>
<u>ASSETS</u>		
Investments		
Mutual funds	\$ 20,980,406	\$ 19,060,615
Pooled separate accounts	14,326,078	-
Federal government obligations	4,389,081	4,827,528
Corporate and foreign bonds	6,391,112	5,749,748
Municipal bonds	576,674	576,822
Cash equivalents	866,490	974,834
	<u>47,529,841</u>	<u>31,189,547</u>
Receivables		
Employer contributions	3,400,000	68,440
Accrued interest receivable	109,462	105,893
	<u>3,509,462</u>	<u>174,333</u>
 TOTAL ASSETS	 <u>51,039,303</u>	 <u>31,363,880</u>
 <u>LIABILITIES</u>		
Accrued expenses	<u>7,242</u>	<u>693</u>
 TOTAL LIABILITIES	 <u>7,242</u>	 <u>693</u>
 NET ASSETS AVAILABLE FOR BENEFITS	 <u>\$ 51,032,061</u>	 <u>\$ 31,363,187</u>

See Notes to Financial Statements

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

STATEMENTS OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS

Years Ended September 30, 2010 and 2009

	<u>2010</u>	<u>2009</u>
ADDITIONS		
Appreciation (depreciation) in fair value of investments	\$ 3,695,520	\$ (487,366)
Interest	628,391	590,742
Dividends	<u>365,649</u>	<u>388,530</u>
	4,689,560	491,906
Employer contributions	<u>4,700,000</u>	<u>994,063</u>
TOTAL ADDITIONS	<u>9,389,560</u>	<u>1,485,969</u>
DEDUCTIONS		
Benefits paid to participants	2,825,559	1,911,674
Administrative expenses	<u>464,030</u>	<u>308,231</u>
TOTAL DEDUCTIONS	<u>3,289,589</u>	<u>2,219,905</u>
NET INCREASE (DECREASE) BEFORE PLAN TRANSFER	6,099,971	(733,936)
ASSET TRANSFER IN	13,568,903	-
NET ASSETS AVAILABLE FOR BENEFITS BEGINNING OF YEAR	<u>31,363,187</u>	<u>32,097,123</u>
END OF YEAR	<u>\$ 51,032,061</u>	<u>\$ 31,363,187</u>

See Notes to Financial Statements

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
STATEMENTS OF ACCUMULATED PLAN BENEFITS

October 1, 2009 and 2008

	<u>2009</u>	<u>2008</u>
ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS:		
Vested benefits:		
Participants currently receiving benefits	\$ 27,398,786	\$ 16,698,484
Other participants	<u>42,129,985</u>	<u>23,089,523</u>
Total vested benefits	69,528,771	39,788,007
Nonvested benefits	<u>891,525</u>	<u>540,279</u>
TOTAL ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS	<u>\$ 70,420,296</u>	<u>\$ 40,328,286</u>

See Notes to Financial Statements

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

STATEMENTS OF CHANGES IN ACCUMULATED PLAN BENEFITS

Years Ended October 1, 2009 and 2008

	<u>2009</u>	<u>2008</u>
ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS, BEGINNING OF YEAR	\$ 40,328,286	\$ 43,809,848
INCREASE (DECREASE) DURING THE YEAR ATTRIBUTABLE TO:		
Doble plan merger	18,950,041	-
Benefits accumulated	121,387	72,025
Interest due to decrease in the discount period	2,848,299	2,683,037
Benefits paid	(1,911,674)	(1,789,638)
Changes in plan assumptions	<u>10,083,957</u>	<u>(4,446,986)</u>
ACTUARIAL PRESENT VALUE OF ACCUMULATED PLAN BENEFITS, END OF YEAR	<u>\$ 70,420,296</u>	<u>\$ 40,328,286</u>

See Notes to Financial Statements

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(1) Description of plan

The following description of the ESCO Technologies Inc. Retirement Plan (the "Plan") provides only general information. Participants should refer to the Plan document or Summary Plan Description for a more complete description of the Plan's provisions, which are available from the plan administrator.

General – The Plan was adopted effective October 1, 1990 and is a defined benefit noncontributory pension plan. The Plan is sponsored by ESCO Technologies Inc. (the Company) covering certain employees at Aclara Power-Line Systems Inc.; Comtrak Technologies, L.L.C.; Doble Engineering Company (effective October 1, 2009); ETS-Lindgren L.P.; PTI Advanced Filtration Inc.; PTI Technologies Inc.; Rantec Power Systems Inc.; VACCO Industries; and employees at the corporate headquarters of the Company. It is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). Except as described below, Commerce Bank, N.A. (Commerce) serves as the trustee of the Plan.

Transfer in – The Company acquired Doble Engineering Company on November 30, 2007. As a result, effective October 1, 2009, net assets of the Doble Engineering Company Retirement Income Plan of \$13,568,903 were transferred into the Plan. Principal Life Insurance Company (Principal) served as the trustee for these assets, which are all pooled separate accounts, through June 15, 2011. Refer to Note 10 for more information.

Contributions – The Company's funding policy is to contribute an amount equal to the minimum required contribution under ERISA. The Company may increase its contribution above the minimum if appropriate based on its tax and cash position and the Plan's funded position. The required minimum contribution for the years ended September 30, 2010 and 2009 were \$2,564,764 and \$943,067, respectively. The Company made contributions of \$4,700,000 and \$994,063 for the years ended September 30, 2010 and 2009, respectively.

Vesting – The Plan provides for participants to become fully vested in their benefits after five years of vesting service.

Retirement benefits – The Plan was amended to freeze benefit accruals (for both pay and pension credited service) at December 31, 2008 for Doble Engineering Company participants and December 31, 2003 for all other subsidiaries.

Under terms of the Plan, participants are eligible for monthly benefit payments upon reaching the normal retirement age. Monthly benefit payments are determined by application of a benefit formula times the participant's years of pension credited service. The Plan contains provisions for early retirement, postponed retirement, death and automatic survivor benefits.

Terminated participants may elect, after attaining the age required by the Plan, with ten years of vesting service, to begin receiving the benefits provided under the terms of the Plan based on the participants' pension credited service.

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(1) Description of plan (continued)

Death and disability benefits – If a participant dies after becoming vested, the participant's surviving spouse shall be paid an annuity for the life of the surviving spouse equal to 50% of the participant's retirement commencing at the date the participant would have become eligible for retirement benefit had the participant lived.

Active employees who become totally disabled receive monthly disability benefits as described in the Plan document. Disability benefits are paid until normal retirement age at which time disabled participants begin receiving normal retirement benefits computed as though they had been employed to normal retirement age.

(2) Summary of significant accounting policies

Basis of accounting – The financial statements of the Plan are prepared under the accrual method of accounting.

Use of estimates – The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts of assets and liabilities and changes therein, and disclosures of contingent assets and liabilities and the actuarial present value of accumulated plan benefits at the date of the financial statements. Accordingly, actual results may differ from those estimates.

New accounting pronouncements - The following new accounting pronouncement was adopted during the year ended September 30, 2010:

Fair Value Disclosures - In January 2010, the FASB issued guidance which expanded the required disclosures about fair value measurements. In particular, this guidance requires (i) separate disclosure of the amounts of significant transfers in and out of Level 1 and Level 2 fair value measurements along with the reasons for such transfers, (ii) information about purchases, sales, issuances and settlements to be presented separately in the reconciliation for Level 3 fair value measurements, (iii) fair value measurement disclosures for each class of assets and liabilities and (iv) disclosures about the valuation techniques and inputs used to measure fair value for both recurring and nonrecurring fair value measurements for fair value measurements that fall in either Level 2 or Level 3. This guidance is effective for annual reporting periods beginning after December 15, 2009 except for (ii) above which is effective for fiscal years beginning after December 15, 2010. Net assets available for benefits and changes in net assets available for benefits of Plan will not be affected by the adoption of the new guidance.

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 5 for discussions of fair value measurements.

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

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(2) Summary of significant accounting policies (continued)

Payment of benefits – Benefits are recorded when paid.

Administrative expenses – Administrative expenses are generally paid directly from Plan assets.

Funds allocated for retirement benefits – Funds allocated and applied to purchase annuities from Principal are excluded from the Plan's assets. Principal is unconditionally obligated to pay benefits to named retirees or their beneficiaries under these annuity contracts. The actuarial present value of retirement benefits related to the funds allocated was \$1,569,214 and \$0 at September 30, 2010 and 2009 respectively.

Actuarial present value of accumulated plan benefits – Accumulated plan benefits are those future payments, including lump-sum distributions, which are attributable under the Plan's provisions to the service, which employees have rendered to the valuation date. Accumulated plan benefits include benefits expected to be paid to (a) retired or terminated participants with vested rights or their beneficiaries, (b) beneficiaries of vested participants who have died, and (c) present employees or their beneficiaries based upon service rendered to the evaluation date.

The actuarial present value of accumulated plan benefits was determined by the Plan's consulting actuaries and is that amount which results from applying actuarial assumptions to reflect the time value of money (through discounts for interest) and the probability of payment (by means of decrements such as for death, disability, withdrawal, or retirement) between the valuation date and the expected date of payment. The significant actuarial assumptions used in the valuation as of October 1, 2009 and 2008 are as follows:

	October 1,	
	2009	2008
Mortality:	IRS 2009 Mortality Table	IRS 2008 Mortality Table
Average retirement age:	63	63
Discount rate:	5.50%	7.25%
Rate of return on assets:	8.00%	8.25%
Salary increase rate:	Due to the benefit freeze, the salary increase assumption is no longer applicable	

The foregoing assumptions are based on the presumption that the Plan will continue. Actual results may differ from assumptions used. Were the Plan to terminate, different actuarial assumptions and other factors might be applicable in determining the actuarial present value of accumulated Plan benefits. The required mortality table used to calculate the funding target and target normal cost was updated to include one additional year of projected mortality improvements. The discount rate for benefit obligations was changed from 7.25% to 5.50%. The rate of return on assets was changed from 8.25% to 8.00%. A salary increase rate is no longer applicable due to the benefit freeze. The current liability interest rate was changed from the full yield curve to segment rates, which are within the permissible range. These changes have been reflected in the

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(2) Summary of significant accounting policies (continued)

statements of changes in accumulated plan benefits as "changes in plan assumptions" for the year ended October 1, 2009. There were similar assumption changes with respect to the October 1, 2008 valuation.

(3) Investments

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

	<u>September 30,</u>	
	<u>2010</u>	<u>2009</u>
SSGA S&P 500 Index Institutional Fund	\$ 14,726,606	\$ 13,027,505
iShares Russell Midcap Growth Index Fund	3,288,120	3,189,750
iShares MSCI EAFE Index Fund	2,965,680	2,843,360

During 2010 and 2009, the Plan's investments (including gains and losses on investments bought and sold, as well as held during the year) appreciated (depreciated) in value by \$3,695,520 and (\$487,366), respectively, as follows:

	<u>Years Ended September 30,</u>	
	<u>2010</u>	<u>2009</u>
Mutual funds	\$ 1,597,333	\$ (1,165,341)
Pooled separate accounts	1,513,192	-
Corporate, foreign and municipal bonds and federal government obligations	584,995	677,975
	<u>\$ 3,695,520</u>	<u>\$ (487,366)</u>

Interest earned on the Plan's investments for the years ended September 30, 2010 and 2009 were \$628,391 and \$590,742, respectively. Dividends earned on the Plan's investments for the years ended September 30, 2010 and 2009 were \$365,649 and \$388,530, respectively.

(4) Information prepared and certified by the trustees

The plan administrator has elected the method of annual reporting compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, Commerce and Principal, the trustees of the Plan for the year ended September 30, 2010, have certified the following data included in the accompanying financial statements and supplemental schedules is complete and accurate with respect to investments as of September 30, 2010 and for the year ended September 30, 2010:

- Investments at fair value
- Net appreciation in fair value of investments
- Interest and dividends
- Schedule of assets (held at end of year)
- Schedule of reportable transactions

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(4) Information prepared and certified by the trustees (continued)

Commerce, the trustee of the Plan for the year ended September 30, 2009, has certified that the following data included in the accompanying financial statements and supplemental schedules in complete and accurate with respect to investments as of September 30, 2009 and for the year ended September 30, 2009

- Investments at fair value
- Net depreciation in fair value of investments
- Interest and dividends
- Schedule of assets (held at end of year)
- Schedule of reportable transactions

The Plan's independent public accountants did not perform auditing procedures with respect to this information, except for comparing such information to the related information included in the financial statements and supplemental schedules.

(5) Fair value measurements

FASB ASC 820, *Fair Value Measurements and Disclosures* provides the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). The three levels of the fair value hierarchy under FASB ASC 820 are described below:

- | | |
|---------|---|
| Level 1 | Inputs to the valuation methodology are unadjusted quoted 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 and liabilities in active markets; quoted prices for identical or similar assets and liabilities in inactive markets; inputs other than quoted market 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. 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 or liability's fair value measurement level within 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.

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(5) Fair value measurements (continued)

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 September 30, 2010 and 2009.

Mutual funds: Valued at the net asset value (NAV) of shares held by the Plan at year end.

Pooled separate accounts: Valued at estimated fair value as determined by the issuer of the pooled separate account based on fair market value of the underlying investments.

Federal government obligations: Valued at the closing price reported in the active market in which the individual security is traded.

Corporate and foreign bonds and municipal bonds: Valued at the closing price reported in the active market in which the bond is traded. Other corporate bonds are valued based on yields currently available on comparable securities of issuers with similar credit ratings. When quoted prices are not available for identical or similar bonds, the bond is valued under a discounted cash flows approach that maximizes observable inputs, such as current yields of similar instruments, but includes adjustments for certain risks that may not be observable, such as credit and liquidity risks.

The preceding methods described may produce a fair value calculation that may not be indicative of the net realizable value or reflective of future fair values. Furthermore, although 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.

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(5) Fair value measurements (continued)

The following tables set forth by level, within the fair value hierarchy, the Plan's investments at fair value as of September 30, 2010 and 2009:

Investments at Fair Value as of September 30, 2010				
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Index funds	\$ 17,692,286	\$ -	\$ -	\$ 17,692,286
Growth funds	3,288,120	-	-	3,288,120
	<u>20,980,406</u>	<u>-</u>	<u>-</u>	<u>20,980,406</u>
Pooled separate accounts:				
Large U.S. equity	-	5,436,098	-	5,436,098
Small/Mid U.S. equity	-	1,462,368	-	1,462,368
International equity	-	1,992,988	-	1,992,988
Fixed income	-	4,442,151	-	4,442,151
Real estate	-	-	655,899	655,899
Stock	-	336,574	-	336,574
	<u>-</u>	<u>13,670,179</u>	<u>655,899</u>	<u>14,326,078</u>
Fixed income investments:				
Federal government obligations	-	4,389,081	-	4,389,081
Corporate and foreign bonds	-	6,391,112	-	6,391,112
Municipal bonds	-	576,674	-	576,674
	<u>-</u>	<u>11,356,867</u>	<u>-</u>	<u>11,356,867</u>
Cash equivalents	866,490	-	-	866,490
Total investments at fair value	<u>\$ 21,846,896</u>	<u>\$ 25,027,046</u>	<u>\$ 655,899</u>	<u>\$ 47,529,841</u>

Investments at Fair Value as of September 30, 2009				
	Level 1	Level 2	Level 3	Total
Mutual funds:				
Index funds	\$ 15,870,865	\$ -	\$ -	\$ 15,870,865
Growth funds	3,189,750	-	-	3,189,750
	<u>19,060,615</u>	<u>-</u>	<u>-</u>	<u>19,060,615</u>
Fixed income investments:				
Federal government obligations	-	4,827,528	-	4,827,528
Corporate and foreign bonds	-	5,749,748	-	5,749,748
Municipal bonds	-	576,822	-	576,822
	<u>-</u>	<u>11,154,098</u>	<u>-</u>	<u>11,154,098</u>
Cash equivalents	974,834	-	-	974,834
Total investments at fair value	<u>\$ 20,035,449</u>	<u>\$ 11,154,098</u>	<u>\$ -</u>	<u>\$ 31,189,547</u>

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(5) Fair value measurements (continued)

The table below sets forth a summary of changes in fair value of the Plan's level 3 investments for the year ended September 30, 2010:

	<u>Level 3 Investment</u>
	<u>Year Ended September 30, 2010</u>
Balance, beginning of year	\$ -
Transfer in	574,764
Unrealized gains relating to instruments held at the reporting date	38,042
Purchases, issuances, and settlements, net	<u>43,093</u>
Balance, end of year	<u>\$ 655,899</u>

(6) Related party transactions

Certain investment securities are shares of pooled separate accounts managed by Principal. Principal is one of the Plan trustees and therefore, these transactions qualify as exempt party-in-interest transactions. Fees paid by the Plan for investment management services amount to \$10,486 for the year ended September 30, 2010.

(7) Plan termination

Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of ERISA. In the event of Plan termination, participants would become 100% vested in their employer contributions.

In the event the Plan terminates, the net assets of the Plan will be allocated as prescribed by ERISA and its related regulations, generally to provide the following benefits in the order indicated:

1. Annuity benefits that former employees or their beneficiaries have been receiving for at least three years or that employees eligible to retire for that three-year period would have been receiving if they had retired with benefits in the normal form of annuity under the Plan. The priority amount is limited to the lowest benefit that was payable (or would have been payable) during those three years. The amount is further limited to the lowest benefit that would be payable under Plan provisions in effect at any time during the five years preceding Plan termination.
2. Other vested benefits insured by the Pension Benefit Guaranty Corporation (PBGC), a U.S. government agency, up to the applicable limitations discussed below.
3. All other vested benefits (that is, vested benefits not insured by the PBGC).

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(7) **Plan termination (continued)**

4. All nonvested benefits.

Certain benefits under the Plan are insured by the PBGC if the Plan terminates. Generally, the PBGC guarantees most vested normal age retirement benefits, early retirement benefits and certain disability and survivor's pensions. However, the PBGC does not guarantee all types of benefits under the Plan, and the amount of benefit protection is subject to certain limitations. Vested benefits under the Plan are guaranteed at the level in effect on the date of the Plan's termination. However, there is a statutory ceiling, which is adjusted periodically, on the amount of an individual's monthly benefit that the PBGC guarantees.

Whether all participants receive their benefits should the Plan terminate at some future time will depend on the sufficiency, at that time, of the Plan's net assets to provide for accumulated benefit obligations and may also depend on the financial condition of the Plan sponsor and the level of benefits guaranteed by the PBGC.

(8) **Risks and uncertainties**

The Plan provides for investment in various securities which, in general, are exposed to various risks, such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities and the level of uncertainty related to changes in the value of investment securities, it is reasonably possible that changes in risks in the near term would materially affect the amounts reported in the statements of net assets available for benefits and the statements of changes in net assets available for benefits.

Plan contributions are made and the actuarial present value of accumulated plan benefits are reported based on certain assumptions pertaining to interest rates, inflation rates and employee demographics, all of which are subject to change. Due to uncertainties inherent in the estimation and assumption process, it is at least reasonably possible that changes in these estimates and assumptions in the near term would be material to the financial statements.

Changes in the discount rate and investment returns can have a significant effect on the funded status of the Plan.

(9) **Tax status**

The Internal Revenue Service has determined and informed the Company by letter dated March 13, 2003 that the Plan, as designed, was in compliance with applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the determination letter. However, the plan administrator believes that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code.

Accounting principles generally accepted in the United States of America require plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

NOTES TO FINANCIAL STATEMENTS

(9) **Tax status** (continued)

asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of September 30, 2010, there are no uncertain positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The plan administrator believes it is no longer subject to income tax examinations for years prior to 2007.

(10) **Subsequent event**

The Plan has evaluated subsequent events through July 6, 2011, which is the date the financial statements were available to be issued.

Effective June 15, 2011, assets of the Plan held by Principal were transferred to Commerce. As a result of the transfer, benefits received by participants under allocated contracts through Principal were converted to annuities purchased by the Plan.

SUPPLEMENTAL SCHEDULES

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
	TOTAL DOMESTIC EQUITIES	296,784 .00	18,014,725.55 14,397,129.17		54.26	1.65			
	INTERNATIONAL EQUITIES								
	EXCHANGE TRADED FUNDS								
54,000	ISHARES MSCI EAFE INDEX FUND	73,116 .00	2,965,680.00 3,040,919.64	54.920 56.313	8.93	2.47			
	TOTAL EXCHANGE TRADED FUNDS	73,116 .00	2,965,680.00 3,040,919.64		8.93	2.47			
	TOTAL INTERNATIONAL EQUITIES		2,965,680.00 3,040,919.64		8.93	2.47			
	TOTAL EQUITY INVESTMENTS	369,900 .00	20,980,405.55 17,438,048.81		63.19	1.76			
	FIXED INCOME INVESTMENTS								
	MORTGAGE								
110,000	BCAP LLC TRUST SERIES 2006-RR1 CLASS PC 5% DUE 11/25/36 DATED 11/1/06	5,500 458.33	114,180.77 102,368.75	103.800 93.063	.34	4.82			
115,000	BCAP LLC TRUST SERIES 2006-RR1 CLASS PD 5% DUE 11/25/36 DATED 11/1/06	5,750 479.16	116,599.77 98,900.00	101.391 86.000	.35	4.93			

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
100,000	FEDERAL NATIONAL MORTGAGE ASSOC REMIC SERIES 2003-83 CLASS PG 5% DUE 6/25/23 DATED 8/1/03	5,000 416.66	109,323.02 97,625.00	109.323 97.625	.33	4.57			
50,000	FEDERAL NATIONAL MORTGAGE ASSOC REMIC SERIES 2003-117 CLASS KB 6% DUE 12/25/33 DATED 11/1/03	3,000 249.99	57,633.03 52,531.12	115.266 105.062	.17	5.21			
120,000	GMAC MORTGAGE CORPORATION LOAN TRUST SERIES 2003-J7 CLASS A6 5% DUE 11/25/33 DATED 10/1/03	6,000 499.99	120,982.20 123,300.00	100.818 102.750	.36	4.96			
41,002.289	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 603566 5.5% DUE 4/15/33 DATED 4/1/03	2,255 187.92	44,344.39 41,658.96	108.151 101.602	.13	5.09			
20,295.280	GOVERNMENT NATIONAL MORTGAGE ASSOC II POOL # 003149 6% DUE 10/20/31 DATED 10/1/01	1,217 101.47	22,267.17 20,193.81	109.716 99.500	.07	5.47			
11,706	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 354530 6.5% DUE 1/15/24 DATED 2/1/94	760 63.40	13,115.64 11,925.48	112.042 101.875	.04	5.80			
42,397.380	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 411742 7.5% DUE 4/15/27 DATED 4/1/97	3,179 264.98	48,436.89 43,483.76	114.245 102.562	.15	6.56			
4,989.110	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 544524 6.5% DUE 5/15/31 DATED 5/1/01	324 27.02	5,598.43 4,990.66	112.213 100.031	.02	5.79			
23,212.745	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 622123 5.5% DUE 10/15/33 DATED 10/1/03	1,276 106.39	25,104.82 24,050.57	108.151 103.609	.08	5.09			

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)		% OF ACCT	% YLD TO MKT
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE			
110,672.451	STRUCTURED ASSET SECURITIES CORP SERIES 2003-31A CLASS 2A7 VARIABLE RATE DUE 10/25/33 DATED 9/1/03	2,929 231.69	105,858.42 87,707.90	95.650 79.250	.32	2.77	
95,935.052	STRUCTURED ASSET SECURITIES CORP SERIES 2004-13 CLASS 1A2 5.5% DUE 7/25/34 DATED 6/1/04	5,276 439.70	95,171.31 88,260.24	99.203 92.000	.29	5.54	
65,764.842	WASHINGTON MUTUAL MORTGAGE PASS THROUGH SERIES 2005-4 CLASS 4A1 5.5% DUE 6/25/20 DATED 5/1/05	3,617 301.42	65,712.16 64,932.51	99.919 98.734	.20	5.50	
14,326.839	WELLS FARGO MORTGAGE BACKED SECURITIES TRUST SERIES 2003-6 CLASS 1A1 5% DUE 6/25/18 DATED 5/1/03	716 59.69	14,829.75 14,680.52	103.510 102.469	.04	4.83	
151,465.036	WELLS FARGO MORTGAGE BACKED SECURITIES TRUST SERIES 2006-AR6 CLASS 7A1 5.1109% DUE 3/25/36 DATED 3/1/06	7,689 641.05	145,547.60 118,142.73	96.093 78.000	.44	5.28	
	TOTAL MORTGAGE	215,980 18,317.26	4,288,481.81 3,972,743.24		12.92	5.04	
CREDIT							
60,000	AMERICAN NATIONAL RED CROSS NOTE 5.392% DUE 11/15/12 DATED 6/7/07 NON CALLABLE	3,235 1,222.18	60,906.60 60,000.00	101.511 100.000	.18	5.31	
55,000	ANHEUSER BUSCH INCORPORATED NOTE 5.6% DUE 3/1/17 DATED 2/9/07 CALLABLE	3,080 256.66	63,064.65 54,930.15	114.663 99.873	.19	4.88	

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

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(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
30,000	APACHE CORPORATION NOTE 7.375% DUE 8/15/47 DATED 8/13/97 NON CALLABLE	2,212 282.70	38,608.20 32,540.70	128.694 108.469	.12	5.73			
60,000	AT&T CORP SENIOR UNSECURED NOTE 6.7% DUE 11/15/13 DATED 11/17/08 NON CALLABLE	4,020 1,518.66	69,471.60 59,897.40	115.786 99.829	.21	5.79			
55,000	BANK OF NEW YORK MELLON NOTE 5.125% DUE 8/27/13 DATED 8/27/08 NON CALLABLE	2,818 266.21	61,219.95 54,805.85	111.309 99.647	.18	4.60			
115,000	BARCLAYS BANK PLC SENIOR NOTE 2.5% DUE 1/23/13 DATED 11/23/09 NON CALLABLE	2,875 543.05	117,497.80 114,847.05	102.172 99.867	.35	2.45			
25,000	BEAR STEARNS COMPANY UNSECURED NOTE 5.3% DUE 10/30/15 DATED 10/31/05 NON CALLABLE	1,325 555.76	27,890.00 23,817.75	111.560 95.271	.08	4.75			
15,000	CANADIAN NATIONAL RAILWAY NOTE 6.2% DUE 6/1/36 DATED 5/31/06 CALLABLE	930 309.99	18,363.30 14,949.30	122.422 99.662	.06	5.06			
105,000	CISCO SYSTEMS INC SENIOR NOTE 4.45% DUE 1/15/20 DATED 11/17/09 CALLABLE	4,672 986.41	115,370.85 104,844.60	109.877 99.852	.35	4.05			
30,000	CITIGROUP INC NOTE 6% DUE 12/13/13 DATED 6/15/10 NON CALLABLE	1,800 530.00	32,891.40 30,536.80	109.638 101.789	.10	5.47			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
60,000	COLUMBUS SOUTHERN POWER NOTE 5.85% DUE 10/1/35 DATED 10/14/05 CALLABLE	3,510 1,755.00	66,424.80 59,197.40	110.708 98.662	.20	5.28			
45,000	COMCAST CORPORATION NOTE 4.95% DUE 6/15/16 DATED 6/9/05 CALLABLE	2,227 655.87	50,166.00 42,579.00	111.480 94.620	.15	4.44			
110,000	CREDIT SUISSE NEW YORK SENIOR NOTE 3.45% DUE 7/2/12 DATED 7/1/09 NON CALLABLE	3,795 801.16	114,391.20 109,857.00	103.992 99.870	.34	3.32			
60,000	CVS CAREMARK CORP SENIOR UNSECURED NOTE 3.25% DUE 5/18/15 DATED 5/18/10 CALLABLE	1,950 720.41	62,671.20 59,912.40	104.452 99.854	.19	3.11			
85,000	DAIMLERCHRYSLER NA HOLDINGS NOTE 6.5% DUE 11/15/13 DATED 11/6/03 NON CALLABLE	5,525 2,087.22	97,225.55 93,514.45	114.383 110.017	.29	5.68			
30,000	DUKE ENERGY CORPORATION NOTE 5.3% DUE 10/1/15 DATED 9/23/03 CALLABLE	1,590 795.00	34,899.90 30,728.40	116.333 102.428	.11	4.56			
55,000	DUPONT EI NEMOUR SENIOR UNSECURED NOTE 5% DUE 1/15/13 DATED 12/3/07 CALLABLE	2,750 580.55	60,162.30 57,377.65	109.386 104.323	.18	4.57			
70,000	EMERSON ELECTRIC CO NOTE 5.375% DUE 10/15/17 DATED 5/18/07 CALLABLE	3,762 1,734.93	82,333.30 69,246.10	117.619 98.923	.25	4.57			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 41 - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
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(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
100,000	EQUITABLE LIFE ASSUR SOC SURPLUS NOTE 144A 7.7% DUE 12/1/15 DATED 12/1/95 NON CALLABLE	7,700 2,566.66	113,307.00 105,625.00	113.307 105.625	.34	6.80			
25,000	EXELON GENERATION COMPANY LLC NOTE 5.35% DUE 1/15/14 DATED 12/19/03 CALLABLE	1,337 282.36	27,721.75 24,839.30	110.887 99.357	.08	4.82			
100,000	GENERAL ELECTRIC CAPITAL CORPORATION SENIOR UNSECURED NOTE 5.25% DUE 10/19/12 DATED 10/19/07 NON CALLABLE	5,250 2,362.49	107,665.00 91,249.00	107.665 91.249	.32	4.88			
35,000	GENERAL MILLS INCORPORATED SENIOR UNSECURED NOTE 5.65% DUE 9/10/12 DATED 8/29/07 CALLABLE	1,977 115.35	38,151.40 34,944.70	109.004 99.842	.11	5.18			
55,000	GEORGIA POWER COMPANY NOTE 5.7% DUE 6/1/17 DATED 6/12/07 CALLABLE	3,135 1,044.99	64,779.00 54,881.20	117.780 99.784	.20	4.84			
55,000	GLAXOSMITHKLINE CAPITAL INC NOTE 4.85% DUE 5/15/13 DATED 5/13/08 CALLABLE	2,667 1,007.72	60,492.85 54,883.95	109.987 99.789	.18	4.41			
95,000	GTE CORP NOTE 6.84% DUE 4/15/18 DATED 4/15/98 NON CALLABLE	6,498 2,996.30	112,611.10 87,637.50	118.538 92.250	.34	5.77			
30,000	HOSPITALITY PROPERTIES TRUST SENIOR NOTE 6.3% DUE 6/15/16 DATED 6/15/06 CALLABLE	1,890 556.50	31,978.20 29,555.70	106.594 98.519	.10	5.91			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
25,000	INTUIT INCORPORATED NOTE 5.4% DUE 3/15/12 DATED 3/12/07 CALLABLE	1,350 60.00	26,384.75 24,998.75	105.539 99.995	.08	5.12			
85,000	JOHN DEERE CAPITAL CORP SENIOR UNSECURED NOTE 2.8% DUE 9/18/17 DATED 9/16/10 NON CALLABLE	2,380 98.45	85,701.25 84,844.45	100.825 99.817	.26	2.78			
110,000	JOHNSON & JOHNSON SENIOR NOTE 5.85% DUE 7/15/38 DATED 6/23/08 CALLABLE	6,435 1,358.50	133,603.80 109,947.20	121.458 99.952	.40	4.82			
20,000	LOCKHEED MARTIN CORPORATION NOTE 6.15% DUE 9/1/36 DATED 8/30/06 CALLABLE	1,230 102.50	23,645.00 21,018.40	118.225 105.092	.07	5.20			
35,000	MERRILL LYNCH & CO NOTE 5.45% DUE 2/5/13 DATED 2/5/08 NON CALLABLE	1,907 296.71	37,587.90 37,363.55	107.394 106.753	.11	5.07			
60,000	MERRILL LYNCH & CO NOTE 6.875% DUE 4/25/18 DATED 4/25/08 NON CALLABLE	4,125 1,787.49	67,302.00 63,558.60	112.170 105.931	.20	6.13			
30,000	MERRILL LYNCH & COMPANY NOTE 6.15% DUE 4/25/13 DATED 4/25/08 NON CALLABLE	1,845 799.50	32,781.90 29,960.40	109.273 99.868	.10	5.63			
100,000	METROPOLITAN LIFE INURANCES CO SURPLUS NOTE 144A 7.7% DUE 11/1/15 DATED 11/1/95 NON CALLABLE	7,700 3,208.33	118,814.00 96,062.50	118.814 96.063	.36	6.48			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
55,000	MONSANTO CO SENIOR NOTE 5.125% DUE 4/15/18 DATED 4/15/08 CALLABLE	2,818 1,299.75	62,690.65 54,685.40	113.983 99.428	.19	4.50			
15,000	MORGAN STANLEY DEAN WITTER NOTE 6.75% DUE 4/15/11 DATED 4/23/01 CALLABLE	1,012 466.87	15,449.70 16,800.15	102.998 112.001	.05	6.55			
45,000	NOBLE CORPORATION SENIOR UNSECURED NOTE 5.875% DUE 6/1/13 DATED 5/26/06 CALLABLE	2,643 881.25	49,012.65 45,622.35	108.917 101.383	.15	5.39			
35,000	PROLOGIS SENIOR NOTE 5.25% DUE 11/15/10 DATED 5/15/06 CALLABLE	1,837 694.16	35,143.50 34,873.65	100.410 99.639	.11	5.23			
25,000	PSEG POWER NOTE 5% DUE 4/1/14 DATED 3/30/04 CALLABLE	1,250 624.99	27,509.00 23,179.50	110.036 92.718	.08	4.54			
60,000	PUBLIC SERVICE NEW HAMPSHIRE NOTE 6% DUE 5/1/18 DATED 5/27/08 CALLABLE	3,600 1,500.00	69,826.80 59,857.20	116.378 99.762	.21	5.16			
25,000	REED ELSEVIER CAPITAL NOTES 6.75% DUE 8/1/11 DATED 7/31/01 CALLABLE	1,687 281.25	26,216.00 28,533.25	104.864 114.133	.08	6.44			
145,000	ROYAL BANK CANADA NOTE 5.65% DUE 7/20/11 DATED 7/20/06 NON CALLABLE	8,192 1,615.74	150,998.65 144,694.05	104.137 99.789	.45	5.43			
95,000	SALVATION ARMY NOTE 5.44% DUE 9/1/15 DATED 9/20/06 NON CALLABLE	5,168 430.66	106,369.60 95,000.00	111.968 100.000	.32	4.86			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
30,000	SAN DIEGO GAS & ELECTRIC NOTE 5.3% DUE 11/15/15 DATED 11/17/05 CALLABLE	1,590 600.66	35,013.60 29,940.30	116.712 99.801	.11	4.54			
70,000	SIMON PROPERTY GROUP LP SENIOR UNSECURED NOTE 5.65% DUE 2/1/20 DATED 1/25/10 CALLABLE	3,955 659.16	78,044.40 69,580.70	111.492 99.401	.24	5.07			
36,000	SUNTRUST CAPITAL VIII NOTE 6.1% DUE 12/15/36 DATED 12/6/06 CALLABLE	2,196 646.60	33,480.00 32,640.84	93.000 90.669	.10	6.56			
55,000	TIME WARNER CABLE INC SENIOR UNSECURED NOTE 6.2% DUE 7/1/13 DATED 6/19/08 CALLABLE	3,410 852.49	61,960.25 56,536.15	112.655 102.793	.19	5.50			
40,000	TOSCO CORPORATION NOTE 8.125% DUE 2/15/30 DATED 2/15/00 CALLABLE	3,250 415.27	54,772.80 51,951.20	136.932 129.878	.16	5.93			
110,000	UNITED TECHNOLOGIES CORP SENIOR UNSECURED NOTE 4.5% DUE 4/15/20 DATED 2/26/10 CALLABLE	4,950 2,956.25	123,346.30 109,451.10	112.133 99.501	.37	4.01			
110,000	WACHOVIA CORP SENIOR UNSECURED NOTE 5.75% DUE 2/1/18 DATED 1/31/08 NON CALLABLE	6,325 1,054.16	125,353.80 110,130.90	113.958 100.119	.38	5.05			
25,000	WAL MART STORES INC SENIOR NOTE 6.2% DUE 4/15/38 DATED 4/15/08 NON CALLABLE	1,550 714.72	30,141.00 24,925.75	120.564 99.703	.09	5.14			

EIN: 43-1554045
Plan Number: 101

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCR		ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT		
	TOTAL TREASURY		30,812 10,763.39	670,478.21 544,531.84		2.02	4.60		
AGENCIES									
190,000	FEDERAL FARM CREDIT BANK NOTE 4.7% DUE 8/10/15 DATED 8/10/05 NON CALLABLE		8,930 1,265.08	217,669.70 180,139.00	114.563 94.810	.66	4.10		
120,000	FEDERAL HOME LOAN BANK NOTE 5% DUE 11/17/17 DATED 10/19/07 NON CALLABLE		6,000 2,233.33	142,369.20 123,019.20	118.641 102.516	.43	4.21		
100,000	FEDERAL HOME LOAN BANK NOTE 3.625% DUE 5/29/13 DATED 4/18/08 NON CALLABLE		3,625 1,228.47	107,766.00 97,080.40	107.766 97.080	.32	3.36		
100,000	FEDERAL HOME LOAN MORTGAGE CORP NOTE 5.125% DUE 10/18/16 DATED 10/13/06 NON CALLABLE		5,125 2,320.48	118,219.00 102,463.80	118.219 102.464	.36	4.34		
50,000	FEDERAL HOME LOAN MORTGAGE CORP NOTE 6.75% DUE 3/15/31 DATED 10/25/00 NON CALLABLE		3,375 150.00	70,171.75 64,189.90	140.343 128.380	.21	4.81		
175,000	FEDERAL HOME LOAN MORTGAGE CORP NOTE 5% DUE 7/15/14 DATED 7/16/04 NON CALLABLE		8,750 1,847.22	199,718.75 177,678.55	114.125 101.531	.60	4.38		
120,000	FEDERAL NATIONAL MORTGAGE ASSOC NOTE 5% DUE 4/15/15 DATED 3/30/05 NON CALLABLE		6,000 2,766.66	139,162.80 132,611.28	115.969 110.509	.42	4.31		

EIN: 43-1554045
Plan Number: 101

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME/ CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
100,000	BAYVIEW FINANCIAL ACQUISITION TRUST SERIES 2007-A CLASS 1A2 VARIABLE RATE DUE 5/28/37 DATED 4/1/07	6,205 517.08	98,550.10 95,000.00	98.550 95.000	.30	6.30			
83,000	CITIBANK CREDIT CARD ISSUANCE TRUST SERIES 2003-A7 CLASS A7 4.15% DUE 7/7/17 DATED 6/30/03	3,444 803.71	91,640.36 77,190.00	110.410 93.000	.28	3.76			
65,000	CITIBANK CREDIT CARD ISSUANCE TRUST SERIES 2004-A8 CLASS A8 4.9% DUE 12/12/16 DATED 12/9/04	3,185 982.04	73,281.62 64,903.15	112.740 99.851	.22	4.35			
100,000	DISCOVER CARD MASTER TRUST SERIES 2008-A3 CLASS A3 5.1% DUE 10/15/13 DATED 4/30/08	5,100 226.66	102,516.77 99,923.80	102.516 99.924	.31	4.97			
48,366.100	GREEN TREE FINANCIAL CORPORATION SERIES 1996-4 CLASS A7 7.9% DUE 6/15/27 DATED 5/30/96	3,820 169.81	50,043.14 50,074.04	103.467 103.531	.15	7.64			
20,157.430	HUNTINGTON AUTO TRUST SERIES 2008-1A CLASS A3A 4.81% DUE 4/16/12 DATED 6/11/08	969 43.54	20,342.96 20,154.29	100.920 99.984	.06	4.77			
73,720	NORTHSTAR EDUCATION FINANCE INC SERIES 2005-1 CLASS A5 4.74% DUE 10/28/45 DATED 10/25/05	799 139.97	70,034.00 73,711.86	95.000 99.989	.21	1.14			
10,670.600	RESIDENTIAL FUNDING MORTGAGE SECURITIES I SERIES 2000-HI2 CLASS AI5 VARIABLE RATE DUE 3/25/25 DATED 3/1/00	944 78.69	10,522.08 11,757.26	98.608 110.184	.03	8.97			

EIN: 43-1554045
Plan Number: 101

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
115,000	LAWRENCE IN WATERWORKS REVENUE REFUNDING TAXABLE UTILITIES SERIES B 7.125% DUE 1/1/28 DATED 12/28/07 SINKABLE CALLABLE	8,193 2,048.43	122,891.30 113,562.50	106.862 98.750	.37	6.67			
50,000	OK STATE CAPITOL IMPROVEMENT AUTHORITY REVENUE TAXABLE OK STATE REGENTS MBIA INSURED 5.18% DUE 7/1/14 DATED 2/22/06 NON CALLABLE	2,590 647.49	55,794.50 50,000.00	111.589 100.000	.17	4.64			
15,000	PROVIDENCE RI REFUNDING TAXABLE-B GENERAL OBLIGATION UNLIMITED 4.85% DUE 7/15/13 DATED 9/16/04 NON CALLABLE	727 153.58	15,910.65 15,000.00	106.071 100.000	.05	4.57			
50,000	ST LOUIS MO PARKING REVENUE TAXABLE SERIES B MBIA INSURED 4.99% DUE 12/15/11 DATED 12/14/06 NON CALLABLE	2,495 734.63	51,430.50 50,000.00	102.861 100.000	.15	4.85			
5,000	UNIVERSITY IL CERTIFICATES OF PARTICIPATION TAXABLE UIC COLLEGE OF MEDICINE 4.61% DUE 2/15/13 DATED 2/24/05 NON CALLABLE	230 29.45	5,308.90 5,000.00	106.178 100.000	.02	4.34			
5,000	UNIVERSITY IL CERTIFICATES OF PARTICIPATION TAXABLE UIC COLLEGE OF MEDICINE 4.74% DUE 2/15/14 DATED 2/24/05 NON CALLABLE	237 30.28	5,367.15 5,000.00	107.343 100.000	.02	4.42			

EIN: 43-1554045
 Plan Number: 101

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EIN: 43-1554045
Plan Number: 101

Assets Held by Commerce Bank, N.A.

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(A)	(B) Identity of issuer, borrower, lessor or similar party.	(C) Description of investment including maturity date, rate of interest, collateral, par or maturity value.	(D) Cost	(E) Current Value
*	Principal Life Insurance Company	Pooled Separate Accounts PR INTERNAT'L VALUE I SA-R6	\$ 0.00	\$ 643,613.66
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN BOND AND MORTGAGE SA-R6	\$ 31,006.24	\$ 1,267,058.87
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN CORE PLUS BOND I SA-R6	\$ 207,328.34	\$ 2,019,131.65
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN FIN GRP, INC. STOCK SA-R6	\$ 0.00	\$ 373,435.16
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN HIGH YIELD I SEP ACCT-R6	\$ 146,709.10	\$ 792,047.70
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN INFLATION PROTECT SA-R6	\$ 99,024.14	\$ 850,499.53
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN INTL ENRG MKETS SA-R6	\$ 38,233.03	\$ 249,307.79
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN INTL GROWTH SEP ACCT-R6	\$ 746,096.16	\$ 677,997.50
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN INTL I SEPARATE ACCT-R6	\$ 0.00	\$ 640,364.19
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN LARGE CAP GROWTH I SA-R6	\$ 204,361.41	\$ 1,300,589.23
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN LARGE CAP VALUE I SA-R6	\$ 60,391.57	\$ 1,534,559.14
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN LARGE CAP VALUE III SA-R6	\$ 43,502.89	\$ 841,644.02
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN LG CAP GROWTH SEP ACCT-R6	\$ 148,216.95	\$ 1,269,151.76
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN LG CAP S&P 500 INDEX SA-R6	\$ 105,592.32	\$ 1,085,614.65
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN MIDCAP GROWTH III SA-R6	\$ 49,951.74	\$ 312,326.11

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(A)	(B) Identity of issuer, borrower, lessor or similar party.	(C) Description of investment including maturity date, rate of interest, collateral, par or maturity value.	(D) Cost	(E) Current Value
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN MUDCAP VALUE III SA-R6	\$ 44,651.47	\$ 310,333.73
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN REAL ESTATE SECS SA-R6	\$ 79,182.74	\$ 393,892.15
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN SMALLCAP GROWTH II SA-R6	\$ 42,650.13	\$ 305,668.15
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN SMALLCAP VALUE II SA-R6	\$ 33,233.62	\$ 300,319.42
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN U.S. PROPERTY SEP ACCT-R6	\$ 36,407.93	\$ 727,738.43

\$	15,895,292
(	1,569,214)
	14,326,078
	33,203,763
\$	47,529,841

Less funds allocated for retirement benefits (Note 2)
Assets Held by Principal Life Insurance Company
Assets Held by Commerce Bank, N.A.

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS

Year Ended September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c) Purchase Price	(d)	(g)/(h) Cost of Asset	(i) Net gain or (loss)
Identity of party involved	Description of asset		Selling Price		
Series of transactions in excess of 5% of Plan assets:					
Commerce	Financial Square Government Fund	\$ 5,028,968	\$ -	\$ 5,028,968	\$ -
Commerce	Financial Square Government Fund	\$ -	\$ 5,137,313	\$ 5,137,313	\$ -

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (ACQUIRED AND DISPOSED OF WITHIN YEAR)

Year Ended September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a) Identity of issue, borrower, lessor, or similar party	(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(c) Costs of acquisitions	(d) Proceeds of dispositions
Commerce	Countrywide Home Loans - Series 2003-J6 Class 1A1; 5.5%; 08/25/33	\$ 6,902	\$ 6,976

SCHEDULE SB (Form 5500) <small>Department of the Treasury Internal Revenue Service</small> <small>Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation</small>	Single-Employer Defined Benefit Plan Actuarial Information This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6059 of the Internal Revenue Code (the Code). ► File as an attachment to Form 5500 or 5500-SF.	OMB No. 1210-0110 2009 This Form is Open to Public Inspection
For calendar plan year 2009 or fiscal plan year beginning <u>10/01/2009</u> and ending <u>09/30/2010</u>		

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

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

A Name of plan ESCO TECHNOLOGIES INC. RETIREMENT PLAN	<table border="1" style="width:100%; border-collapse: collapse;"> <tr> <td style="width:60%;">B Three-digit plan number (PN) ►</td> <td style="width:40%; text-align: center;">101</td> </tr> <tr> <td colspan="2">D Employer Identification Number (EIN) 43-1554045</td> </tr> </table>	B Three-digit plan number (PN) ►	101	D Employer Identification Number (EIN) 43-1554045	
B Three-digit plan number (PN) ►	101				
D Employer Identification Number (EIN) 43-1554045					
C Plan sponsor's name as shown on line 2a of Form 5500 or 5500-SF ESCO TECHNOLOGIES INC.					
E Type of plan: ☒ Single ☐ Multiple-A ☐ Multiple-B F Prior year plan size: ☐ 100 or fewer ☐ 101-500 ☒ More than 500					

Part I Basic Information			
1 Enter the valuation date: Month <u>10</u> Day <u>1</u> Year <u>2009</u>			
2 Assets:			
a Market value.....	2a	46,554,805	
b Actuarial value.....	2b	51,210,285	
3 Funding target/participant count breakdown		(1) Number of participants	(2) Funding Target
a For retired participants and beneficiaries receiving payment.....	3a	495	25,413,647
b For terminated vested participants.....	3b	930	16,902,823
c For active participants:			
(1) Non-vested benefits.....	3c(1)		646,817
(2) Vested benefits.....	3c(2)		17,824,452
(3) Total active.....	3c(3)	536	18,471,269
d Total.....	3d	1,961	60,787,739
4 If the plan is at-risk, check the box and complete items (a) and (b) ☐			
a Funding target disregarding prescribed at-risk assumptions.....	4a		
b Funding target reflecting at-risk assumptions, but disregarding transition rule for plans that have been at-risk for fewer than five consecutive years and disregarding loading factor.....	4b		
5 Effective interest rate.....	5	6.68 %	
6 Target normal cost.....	6	340,000	

Statement by Enrolled Actuary

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

SIGN HERE	RANDALL K. LYNN <i>RKL</i> Signature of actuary RANDALL K. LYNN Type or print name of actuary TOWERS WATSON PENNSYLVANIA, INC. Firm name 101 SOUTH HANLEY ST. LOUIS Address of the firm	06/17/2011 Date 11-03145 Most recent enrollment number (314) 719-5900 Telephone number (including area code)
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If the actuary has not fully reflected any regulation or ruling promulgated under the statute in completing this schedule, check the box and see instructions ☐

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

Schedule SB (Form 5500) 2009
v.092308.1

Part II

Beginning of year carryover and prefunding balances		(a) Carryover balance	(b) Prefunding balance
7	Balance at beginning of prior year after applicable adjustments (Item 13 from prior year)	0	0
8	Portion used to offset prior year's funding requirement (Item 35 from prior year)	0	0
9	Amount remaining (Item 7 minus item 8).....	0	0
10	Interest on item 9 using prior year's actual return of <u>.43</u> %		
11	Prior year's excess contributions to be added to prefunding balance:		
a	Excess contributions (Item 38 from prior year)		47,496
b	Interest on (a) using prior year's effective rate of <u>7.14</u> %		3,391
c	Total available at beginning of current plan year to add to prefunding balance		50,887
d	Portion of (c) to be added to prefunding balance.....		0
12	Reduction in balances due to elections or deemed elections.....	0	0
13	Balance at beginning of current year (item 9 + item 10 + item 11d - item 12)	1,964,500	0

Part III

14	Funding target attainment percentage.....	14	81.01 %
15	Adjusted funding target attainment percentage.....	15	81.01 %
16	Prior year's funding percentage for purposes of determining whether carryover/prefunding balances may be used to reduce current year's funding requirement.....	16	86.78 %
17	If the current value of the assets of the plan is less than 70 percent of the funding target, enter such percentage.....	17	%

Part IV

18 Contributions made to the plan for the plan year by employer(s) and employees:

(a) Date (MM-DD-YYYY)		(b) Amount paid by employer(s)	(c) Amount paid by employees	(a) Date (MM-DD-YYYY)		(b) Amount paid by employer(s)	(c) Amount paid by employees	
01/13/2010		900,000						
07/13/2010		400,000						
10/13/2010		400,000						
12/23/2010		3,000,000						
				Totals ►	18(b)	4,700,000	18(c)	0

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

a Contributions allocated toward unpaid minimum required contribution from prior years	19a	0
b Contributions made to avoid restrictions adjusted to valuation date	19b	0
c Contributions allocated toward minimum required contribution for current year adjusted to valuation date	19c	4,409,205

20 Quarterly contributions and liquidity shortfalls:

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

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

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

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

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

21 Discount rate:				
a Segment rates:	1st segment: 5.21 %	2nd segment: 6.74 %	3rd segment: 6.84 %	☐ N/A, full yield curve used
b Applicable month (enter code)				21b 3
22 Weighted average retirement age				22 63
23 Mortality table(s) (see instructions) ☐ Prescribed - combined ☒ Prescribed - separate ☐ Substitute				

Part VI Miscellaneous items

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

Part VII Reconciliation of unpaid minimum required contributions for prior years

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

Part VIII Minimum required contribution for current year

31 Target normal cost, adjusted, if applicable (see instructions).....	31	340,000
32 Amortization installments:	Outstanding Balance	Installment
a Net shortfall amortization installment	11,541,954	2,096,847
b Waiver amortization installment	0	0
33 If a waiver has been approved for this plan year, enter the date of the ruling letter granting the approval (Month _____ Day _____ Year _____) and the waived amount	33	
34 Total funding requirement before reflecting carryover/prefunding balances (item 31 + item 32a + item 32b - item 33).....	34	2,436,847
	Carryover balance	Prefunding balance
35 Balances used to offset funding requirement	0	0
36 Additional cash requirement (item 34 minus item 35).....	36	2,436,847
37 Contributions allocated toward minimum required contribution for current year adjusted to valuation date (Item 19c).....	37	4,409,205
38 Interest-adjusted excess contributions for current year (see instructions).....	38	1,972,358
39 Unpaid minimum required contribution for current year (excess, if any, of item 36 over item 37).....	39	0
40 Unpaid minimum required contribution for all years	40	0

Attachment to Schedule SB - Line 19
 Discounted Employer Contributions
 ESCO Technologies Inc. Retirement Plan
 EIN: 43-1554045
 Plan Number: 101

Plan Year period: 10/1/2009 through 9/30/2010
 Effective Interest rate 6.68%

	Date Made	Plan Year Begin	Tax Year End	Contribution Amount	Discounting Period	Discounted Contribution Amount
Contribution allocated toward minimum required	1/13/2010	10/1/2009	9/30/2010	900,000	0.28493	883,574
Contribution allocated toward minimum required	7/13/2010	10/1/2009	9/30/2010	400,000	0.78082	380,310
Contribution allocated toward minimum required	10/13/2010	10/1/2009	9/30/2011	400,000	1.03288	374,164
Contribution allocated toward minimum required	12/23/2010	10/1/2009	9/30/2011	<u>3,000,000</u>	1.22740	<u>2,771,157</u>
Total allocated toward minimum required contribution				4,700,000		4,409,205
Total made to avoid benefit restrictions						
Total allocated to unpaid minimum contributions from prior plan years						

Attachment to Schedule SB - Line 22
Description of Weighted Average Retirement Age
ESCO Technologies Inc. Retirement Plan
EIN: 43-1554045
Plan Number: 101

Age	Retirement Rate	Assumed Number Eligible	Assumed Number Retiring	Age * Number Retiring
55	2%	536	11	590
56	2%	525	11	616
57	2%	514	10	570
58	2%	504	10	580
59	2%	494	10	590
60	2%	484	10	600
61	2%	474	9	549
62	15%	465	70	4,340
63	10%	395	40	2,520
64	10%	355	36	2,304
65	100%	319	319	20,735
			536	33,994
				/ 536
			Weighted Average Retirement Age	63

Actuarial Assumptions and Methods

Contributions

Economic Assumptions

Discount rate	N/A
Return on assets	N/A
Funding interest rate basis:	
▶ Applicable month	July 2009 (based on yields through June 2009)
▶ Yield curve basis	Segment rates
▶ Transition from current liability rates	No
Funding interest rates:	
▶ 10-year rate	5.21%
▶ 20-year rate	6.74%
▶ 30-year rate	6.84%
▶ Effective interest rate	6.68%
Annual rates of salary increase	N/A

Demographic Assumptions

Mortality	Separate rates for non-annuitants (based on RP-2000 "Employees" table without collar or amount adjustments, projected to 2024 using Scale AA) and annuitants (based on RP-2000 "Healthy Annuitants" table without collar or amount adjustments, projected to 2016 using Scale AA)
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Termination

Rates varying by age

Sample rates of annual withdrawal per 1,000 participants as follows:

<i>Age</i>	<i>Male</i>	<i>Female</i>
25	96.6	96.6
40	64.4	64.4
55	11.7	11.7

Disability

Rates varying by age

Sample rates of annual disability per 1,000 participants as follows:

<i>Age</i>	<i>Male</i>	<i>Female</i>
25	.68	.82
40	1.41	2.38
55	9.28	7.18

Retirement

Rates varying by age

<i>Age</i>	<i>Rate</i>
55-61	.02
62	.15
63-64	.10
65	1.00

Form of payment

5-year Certain and Life Annuity (Life Annuity for PTI participants)

Benefit commencement

Upon retirement, or at age 65 if employment terminates prior to eligibility for retirement.

Administrative expenses

None

Percentage married

80%

Spouse ages

Wives 3 years younger than husbands

Funding Policy

The company's funding policy is to contribute the minimum required contribution under ERISA. ESCO may increase its contribution above the minimum, if appropriate to its tax and cash position and the plan's funded status.

Methods

Contributions:

- | | |
|---|--|
| ▶ Valuation date | First day of plan year |
| ▶ Funding target and target normal cost | Present value of accrued benefits |
| ▶ Actuarial value of assets | Average of the fair market value at assets on the valuation date and the two immediately preceding valuation dates, adjusted for contributions, benefits, administrative expenses and expected earnings. The average asset value must be within 10% of fair value, including contributions receivable. |
-
- | | |
|------------------|--|
| ▶ Funding policy | The company's funding policy is to contribute the minimum required contribution under ERISA. ESCO may increase its contribution above the minimum, if appropriate to its tax and cash position and the plan's funded status. |
|------------------|--|

Benefits Not Valued

All benefits described in the summary of plan provisions were valued.

Change in Assumptions and Methods Since Prior Valuation

Contributions

The funding interest rate was changed from the full corporate bond yield curve to the segment rates with an applicable month of July 2009 (rates through June 2009).

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

Data Sources

Towers Watson used asset data supplied by the trustee. ESCO furnished participant data. ESCO furnished the dates and amounts of the 2008 contributions that will be paid in 2009. Data were reviewed for reasonableness and consistency, but no audit was performed. Assumptions or estimates were made by the Towers Watson actuaries when data were not available. We are not aware of any errors or omissions in the data that would have a significant effect on the results of our calculations.

Plan Provisions – ESCO Retirement Plan (Excluding PTI Hourly, PTI Salaried, Vacco, and Doble)

Effective Date	Most recent amendment effective September 30, 2009.
Covered Employees	Non-union employees.
Participation Date	April 1 or October 1 following one year of Vesting Service. No new participants after December 31, 2003.

Definitions

Vesting Service	One year for each 1,000-hour calendar year of employment.
Pension Service	One year for each 1,000-hour calendar year of employment. For employees of the following locations; include pension service earned on or after the specified date.

<u>Location</u>	<u>Pension Service Date</u>
ETS	January 1, 1996
PTA	January 1, 2000

Pensionable Pay	All cash pay received including severance pay. Excludes any payments deferred for more than one year, severance pay that constitutes a parachute payment, any reimbursed item, any payment under a stock option plan or performance share plan, and any payment for a stock appreciation right. Includes amounts contributed through salary reduction to a 401(k) or cafeteria plan but excludes any other employer contributions to or benefits from a qualified plan.
Average Earnings	The average of the highest five consecutive calendar years of pensionable pay.
Covered Compensation	The average of the maximum wages upon which Social Security taxes were based during the 35 calendar years ending with the calendar year in which the participant reaches his Social Security Retirement date, or, if earlier, the calendar year ending December 31, 2003.
Normal Retirement Date (NRD)	First of month coinciding with or next following age 65.

Pension Benefit	<p>The sum of (A) and (B) less (C)</p> <p>(A) For Pension Service limited to 35 years, the sum of (1), (2) and (3) where:</p> <p>(1) .85%/.00% of Average Earnings (breakpoint \$16,000) times Pension Service prior to 1/1/1975. Minimum of \$85 for each year.</p> <p>(2) 1.40%/2.00% of Average Earnings (breakpoint \$16,000) times Contributory Pension Service prior to 1/1/1975.</p> <p>(3) 1.00%/1.50% of Average Earnings (breakpoint Covered Compensation) times Pension Service after 1/1/1975. Minimum of \$85 for each year.</p> <p>(B) 1.00% of Average Earnings times Pension Service in excess of 35 years.</p> <p>(C) Emerson Benefit as of 10/1/1990</p>
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Eligibility for Benefits

Normal Retirement	Pension Benefit determined as of NRD.
Early Retirement	Retire before NRD and on or after both attaining age 55 and completing 10 years of vesting service.
Postponed Retirement	Retire after NRD
Deferred Vested	Termination for reasons other than death or retirement after completing five years of Vesting Service.
Disability	Become disabled while employed and are eligible to receive disability benefits under the Social Security Act.
Preretirement Spouse Benefits	Die while eligible for deferred vested, early, normal, or postponed retirement benefits, with a surviving spouse.
Preretirement Non-Spouse Benefits	Die on or after both attaining age 60 and completing 10 years of Vesting Service. Must be actively employed at the time of death.

Benefits Paid Upon the Following Events

Normal Retirement	Pension Benefit determined as of NRD.
Early Retirement	Pension Benefit determined as of ERD, with an early retirement reduction of 1/3 of 1% for each full month between the participant's ERD and NRD after the participant attains age 60, and a reduction of 5/12 of 1% for each full month by which the participant's ERD precedes age 60.
Postponed Retirement	Pension Benefit determined as of actual retirement date.
Termination Deferred Vested Benefit	Pension Benefit determined as of termination date, payable as of NRD.
Disability	
▶ Immediate	If eligible for Social Security and attained 15 years of Pension Credited Service, \$100 payable monthly until NRD.
▶ Deferred	If eligible for Social Security, Pension Benefit payable at NRD.
Preretirement Spouse Benefits	
▶ after ERD	50% of early retirement benefit, reduced for the 50% J&S election, payable for life of spouse.
▶ after attainment of both age 40 and 10 years of Vesting Service and before ERD	40% of Pension Benefit payable until earliest of 10 years, remarriage or death.
▶ after vested and before attainment of both age 40 and 10 years of Vesting Service.	50% of the earliest early retirement benefit, reduced for the 50% J&S election, deferred to ERD, payable for life of spouse.
Preretirement Non-Spouse Benefit	The early retirement benefit payable for one year.
Forms of Payment	The normal form of payment is for life or 60 months, whichever period is longer. Optional forms of a certain-and-life annuity (120 months), a joint-and-survivor annuity (50%, 75%, or 100%), and a Social Security level income annuity are also available. Preretirement spouse benefits are payable only as described above.

Maximum On Benefits
And Pay

All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Changes in Plan Provisions Since Prior Year

The Doble Engineering Company Retirement Income Plan merged into the ESCO Technologies, Inc. Retirement Plan on September 30, 2009.

Plan Provisions – ESCO Retirement Plan (PTI Salaried Only)

Effective Date	Most recent amendment effective September 30, 2009.
Covered Employees	Non-union employees
Participation Date	Date that employee completes one year of service. No new participants after December 31, 2003.
Definitions	
Vesting Service	Years and completed months of employment.
Pension Service	Years and completed months of employment earned on or after March 1, 1984 (on or after January 1, 1967 for employees who transferred from HR Textron after its acquisition of PTI).
Pensionable Pay	All cash pay received, excluding: Any payments deferred for more than one year, severance pay, awards and prizes, any reimbursed item, payments of vacation or holiday pay in lieu of time off, any payment under a stock option plan or performance share plan, and any payment for a stock appreciation right. Includes amounts contributed through salary reduction to a 401(k) or cafeteria plan but excludes any other employer contributions to or benefits from a qualified plan.
Average Earnings	The average of the highest five consecutive calendar years of pensionable pay.
Covered Compensation	The average of the maximum wages upon which Social Security taxes were based during the 35 calendar years for a person reaching Social Security Retirement Age in the earlier of the year the Participant terminates or 2003.
Normal Retirement Date (NRD)	First of month coinciding with or next following age 65.
Pension Benefit	For Pension Service limited to 35 years, 1.00%/1.50% of Average Earnings (breakpoint 82.5% of Covered Compensation for an individual attaining Social Security retirement age in the calendar year of 2003, if earlier) times Pension Service. The Pension Benefit is frozen as of December 31, 2003.

Eligibility for Benefits

Normal Retirement	Pension Benefit determined as of NRD.
Early Retirement (ERD)	Retire before NRD and on or after both attaining age 55 and completing 10 years of vesting service.
Postponed Retirement	Retire after NRD.
Deferred Vested	Terminate for reasons other than death or retirement after completing five years of vesting service.
Preretirement Spouse Benefits	Die while eligible for deferred vested, early, normal, or postponed retirement benefits, with a surviving spouse.
Preretirement Non-Spouse Benefits	Die while eligible for early, normal, or postponed retirement benefits with a selected annuitant.

Benefits Paid Upon the Following Events

Normal Retirement	Pension Benefit determined as of NRD.
Early Retirement	Pension Benefit determined as of ERD, with an early retirement reduction of 1/3 of 1% for each full month between the participant's ERD and NRD after the participant attains age 60, and a reduction of 5/12 of 1% for each full month by which the participant's ERD precedes age 60.
Postponed Retirement	Pension Benefit determined as of actual retirement date.
Termination With Deferred Vested Benefit	Pension Benefit determined as of termination date, payable as of NRD.
Preretirement Spouse Benefits	
▶ after ERD	50% of early retirement benefit, reduced for the 50% J&S election, payable for life of spouse.
▶ after vested	50% of the earliest early retirement benefit, reduced for the 50% J&S election, deferred to ERD, payable for life of spouse.
Preretirement Non-Spouse Benefit	50% of earliest early retirement benefit, reduced for the 50% J&S election, deferred to ERD, payable for life of annuitant.

Forms of Payment	The normal form of payment is for life. Optional forms of a joint-and-survivor annuity (50%, 75%, or 100%) are also available. Preretirement spouse benefits are payable only as described above.
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Maximum on Benefits and Pay	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.
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Changes in Plan Provisions Since Prior Year

The Doble Engineering Company Retirement Income Plan merged into the ESCO Technologies, Inc. Retirement Plan on September 30, 2009.

Plan Provisions – ESCO Retirement Plan (Vacco Only)

Effective Date	Most recent amendment effective September 30, 2009.
Covered Employees	All employees.
Participation Date	April 1 or October 1 following one year of Vesting Service. No new participants after December 31, 2003.
Definitions	
Vesting Service	One year for each 1,000-hour calendar year of employment.
Pension Service	One year for each 1,000-hour calendar year of employment after October 1, 1978.
Pensionable Pay	All cash pay received including severance pay. Excludes any payments deferred for more than one year, severance pay that constitutes a parachute payment, any reimbursed item, any payment under a stock option plan or performance share plan, and any payment for a stock appreciation right. Includes amounts contributed through salary reduction to a 401(k) or cafeteria plan but excludes any other employer contributions to or benefits from a qualified plan.
Average Earnings	The average of the highest five consecutive calendar years of pensionable pay.
Covered Compensation	The average of the maximum wages upon which Social Security taxes were based during the 35 calendar years ending with the calendar year in which the participant reaches his Social Security Retirement date, or, if earlier, the calendar year ending December 31, 2003.
Normal Retirement Date (NRD)	First of month coinciding with or next following age 65.

Pension Benefit	Sum of (A) and (B)
	(A) For Pension Service limited to 35 years: .70%/1.20% of Average Earnings (breakpoint Covered Compensation) times Pension Service after 10/1/1978).
	(B) .70% of Average Earnings times Pension Service in excess of 35 years.

Eligibility for Benefits

Normal Retirement	Pension Benefit determined as of NRD.
Early Retirement (ERD)	Retire before NRD and on or after both attaining age 55 and completing 10 years of Vesting Service.
Postponed Retirement	Retire after NRD.
Deferred Vested	Terminate for reasons other than death or retirement after completing five years of Vesting Service.
Disability	Become totally disabled while employed and are eligible to receive disability benefits under the Social Security Act.
Preretirement Spouse Benefits	Die while eligible for deferred vested, early, normal, or postponed retirement benefits, with a surviving spouse.
Preretirement Non-Spouse Benefits	Die on or after both attaining age 60 and completing 10 years of Vesting Service. Must be actively employed at the time of death.

Benefits Paid Upon the Following Events

Normal Retirement	Pension Benefit determined as of NRD.
Early Retirement	Pension Benefit determined as of ERD, with an early retirement reduction of 1/3 of 1% for each full month between the participant's ERD and NRD after the participant attains age 60, and a reduction of 5/12 of 1% for each full month by which the participant's ERD precedes age 60.
Postponed Retirement	Pension Benefit determined as of actual retirement date.
Termination With Deferred Vested Benefit	Pension Benefit determined as of termination date, payable as of NRD.

Disability

- ▶ Immediate If eligible for Social Security and attained 15 years of Pension Service, \$100 payable monthly until NRD.
- ▶ Deferred If eligible for Social Security, Pension Benefit payable at NRD.

Preretirement Spouse Benefits

- ▶ after ERD 50% of early retirement benefit, reduced for the 50% J&S election, payable for life of spouse.
- ▶ after attainment of both age 40 and 10 years of Vesting Service and before ERD 40% of Pension Benefit payable until earliest of 10 years, remarriage or death.
- ▶ after vested and before attainment of both age 40 and 10 years of Vesting Service 50% of the earliest early retirement benefit, reduced for the 50% J&S election, deferred to ERD, payable for life of spouse.

Preretirement Non-Spouse Benefit The early retirement benefit payable for one year.

Forms of Payment The normal form of payment is for life or 60 months, whichever period is longer. Optional forms of a certain-and-life annuity (120 months), a life annuity, a joint-and-survivor annuity (50%, 75%, or 100%), and a Social Security level income annuity are also available. Preretirement spouse benefits are payable only as described above.

Maximum On Benefits And Pay All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Changes in Plan Provisions Since Prior Year

The Doble Engineering Company Retirement Income Plan merged into the ESCO Technologies, Inc. Retirement Plan on September 30, 2009.

Plan Provisions – PTI Hourly

Effective Date	Most recent amendment effective September 30, 2009.
Covered Employees	Non-union hourly employees.
Participation Date	Date of employment. No new participants after December 31, 2003.
Definitions	
Vesting Service	One year for each 1,000-hour calendar year of employment.
Pension Service	For each calendar year after 12/31/1981, one-tenth of a year for each 180 Hours of Service credited during such year (up to a maximum of one year for any calendar year). Prior to 1/1/1982, Pension Service equals Vesting Service. For employees of the PTA location: Include pension service earned on or after January 1, 2000.
Pensionable Pay	Not applicable.
Normal Retirement Date (NRD)	First of month coinciding with or next following age 65.
Pension Benefit	\$240 times Pension Service, frozen as of December 31, 2003.
Eligibility for Benefits	
Normal Retirement	Pension Benefit determined as of NRD.
Early Retirement (ERD)	Retire before NRD and on or after both attaining age 55 and completing 10 years of Vesting Service.
Postponed Retirement	Retire after NRD.
Deferred Vested	Terminate for reasons other than death or retirement after completing five years of Vesting Service.
Disability	Become totally disabled while employed, after 10 years of Pension Service, and are eligible to receive disability benefits under the Social Security Act.

Preretirement Spouse Benefits	Die while eligible for deferred vested, early, normal, or postponed retirement benefits, with a surviving spouse.
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Benefits Paid Upon the Following Events

Normal Retirement	Pension Benefit determined as of NRD.
Early Retirement	Pension Benefit determined as of ERD, with an early retirement reduction of 1/3 of 1% for each full month between the participant's ERD and NRD after the participant attains age 60, and a reduction of 5/12 of 1% for each full month by which the participant's ERD precedes age 60.
Postponed Retirement	Pension Benefit determined as of actual retirement date.
Termination With Deferred Vested Benefit	Pension Benefit determined as of termination date, payable as of NRD.
Disability	Pension Benefit determined as of date of disability, payable 6 months after eligible for Social Security benefits.
Preretirement Spouse Benefits	
▶ after ERD	50% of early retirement benefit, reduced for the 50% J&S election, payable for life of spouse.
▶ after vested	50% of the earliest early retirement benefit, reduced for the 50% J&S election, deferred to ERD, payable for life of spouse.
Forms of Payment	The normal form of payment is for life. Optional forms of a certain-and-life annuity (60 months or 120 months) and a joint-and-survivor annuity (25%, 50%, 75%, or 100%) are also available. Preretirement spouse benefits are payable only as described above.
Maximum on Benefits	All benefits and pay for any calendar year may not exceed the maximum limitations for that year as defined in the Internal Revenue Code. The plan provides for increasing the dollar limits automatically as such changes become effective.

Changes in Plan Provisions Since Prior Year

The Doble Engineering Company Retirement Income Plan merged into the ESCO Technologies, Inc. Retirement Plan on September 30, 2009.

Plan Provisions – ESCO Retirement Plan (Doble Only)

Effective Date	Most recent amendment effective September 30, 2009.
Covered Employees	Any employee of Doble Engineering Company who met the participation requirements prior to December 31, 2008
Participation Requirements	Attained age 21 and one year of service of at least 1,000 hours worked. No new participants after December 31, 2008.
Definitions	
Doble Plan	Doble Engineering Company Retirement Income Plan, as in effect on merger date
Merger Date	September 30, 2009
Doble Frozen Benefit	Frozen accrued benefit under Doble Plan as of December 31, 2008.
Eligibility for Benefits	
Normal Retirement (NRD)	Later of attained age 65 or five years after the first day of the plan year in which his/her entry date occurred.
Early Retirement (ERD)	Attained age 60 and ten years of vesting service
Late Retirement	No maximum age
Deferred Vested	Terminate for reasons other than death or retirement after completing five years of vesting service
Disability	<u>If not covered under the employer's long-term disability plan</u> Attained age 60 and ten years of vesting service <u>If covered under the employer's long term disability plan</u> An active participant who becomes totally and permanently disabled

Survivor Annuity Death Benefit	Die while eligible for deferred vested, early, normal, or postponed retirement benefits, with a surviving spouse.
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Benefits Paid Upon the Following Events

Normal Retirement	Doble Frozen Benefit determined as of NRD.
Early Retirement	Doble Frozen Benefit determined as of ERD, with an early retirement reduction of 6 2/3 of 1% for each year up to 5 that ERD precedes NRD.
Late Retirement	Doble Frozen Benefit determined as of actual retirement date.
Termination With Deferred Vested Benefit	Doble Frozen Benefit determined as of termination date, payable as of NRD.
Disability	<p><u>If not covered under the employer's long-term disability plan</u></p> <p>Doble Frozen Benefit on date of disability reduced to reflect payments made prior to normal retirement date</p> <p><u>If covered under the employer's long term disability plan</u></p> <p>Expected benefit at normal retirement age with service and compensation continuing to accrue while disabled</p>
Survivor Annuity Death Benefit	If death occurs, the amount paid to the surviving spouse is equal to the amount that would have been paid had the participant terminated employment on the date of death and survived to his/her earliest retirement age, retired with a qualified joint and 50% survivor annuity in effect, then died the next day.
Forms of Payment	The normal form of payment is for life. Optional forms of a life annuity with a Social Security adjustment, joint-and-survivor annuity (50%, 66 2/3%, or 100%) or a life annuity with either 5, 10, or 15 years certain are also available.

Changes in Plan Provisions Since Prior Year

The Doble Engineering Company Retirement Income Plan merged into the ESCO Technologies, Inc. Retirement Plan on September 30, 2009.

Attachment to Schedule SB - Line 25
Change in Method
ESCO Technologies Inc. Retirement Plan
EIN: 43-1554045
Plan Number: 101

Aspect of Valuation	Old	New
Valuation Interest Rate	Based on full corporate bond yield curve as of October 2008, as provided under the Pension Protection Act of 2006 "PPA"	Segment rates with an applicable month of July 2009 (rates through June 2009)
Plan Expenses in Target Normal Cost	None	\$340,000

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

Attachment to Schedule SB - Line 26
Schedule of Active Participant Data
ESCO Technologies Inc. Retirement Plan
EIN: 43-1554045
Plan Number: 101

Average Age: 51.3

Schedule of Active Participant Data

Average Service: 11.8

Total Years of Credited Service

Attained Age		<u>0 to 1</u>	<u>1 to 4</u>	<u>5 to 9</u>	<u>10 to 14</u>	<u>15 to 19</u>	<u>20 to 24</u>	<u>25 to 29</u>	<u>30 to 34</u>	<u>35 to 39</u>	<u>40 & up</u>
0 to 24	Count	0	0	0	0	0	0	0	0	0	0
25 to 29	Count	5	1	0	0	0	0	0	0	0	0
30 to 34	Count	3	15	3	0	0	0	0	0	0	0
35 to 39	Count	6	22	8	4	0	0	0	0	0	0
40 to 44	Count	6	31	16	9	8	1	0	0	0	0
45 to 49	Count	3	29	14	15	23	17	0	0	0	0
50 to 54	Count	1	16	11	17	23	22	7	2	0	0
55 to 59	Count	8	18	19	10	17	18	13	2	0	0
60 to 64	Count	1	8	6	15	8	5	7	4	1	0
65 to 69	Count	0	6	0	4	4	5	3	0	2	2
70 & up	Count	0	2	2	4	1	1	1	0	0	1

Attachment to Schedule SB - Line 32
Schedule of Amortization Basis
ESCO Technologies Inc. Retirement Plan
EIN: 43-1554045
Plan Number: 101

	Date of Base Creation	Initial Amount	Amortization Installment	Remaining Period	PV of Future Installments
Shortfall Amortization Bases					
2008 Shortfall	10/1/2008	7,667,146	1,309,144	6	6,873,573
2009 Shortfall	10/1/2009	4,668,381	787,703	7	4,668,381
Total Shortfall Amortization Installments			2,096,847		11,541,954
Waiver Amortization Bases					
Total Waiver Amortization Installments			0		0
Total Amortization Installments			2,096,847		11,541,954
Total Amortization Installments reflecting minimum of 0 on Total Shortfall Installments			2,096,847		

Attachment to Schedule SB - Line 13**Explanation of Discrepancy of Current Year Funding Standard Carryover Balance****ESCO Technologies Inc. Retirement Plan****EIN: 43-1554045****Plan Number: 101**

The Doble Engineering Company Retirement Income Plan (Doble Plan) merged into the ESCO Technologies Inc. Retirement Plan (ESCO Plan) on September 30, 2009. The funding standard carryover balance from the Doble Plan was added to the funding standard carryover balance in the ESCO Plan as of the beginning of the October 1, 2009 plan year. The development of this funding standard carryover balance is shown below:

Development of ESCO Technologies Inc. Retirement Plan's 10/1/2009 FSCB

1) Doble Plan's FSCB at beginning of prior year (1/1/2009) after applicable adjustments (item 13 from Doble Plan's 2009 Schedule SB)	\$1,993,193
2) Portion of Doble Plan's FSCB used to offset prior year's funding requirement (item 35 from Doble Plan's 2009 Schedule SB)	304,753
3) Doble Plan's FSCB amount remaining (item 1 minus item 2)	<u>\$1,688,440</u>
4) Interest on Doble Plan's FSCB amount remaining using Doble's prior year actual return of 16.35% from 1/1/2009 through 9/30/2009	276,060
5) Doble Plan's FSCB at beginning of current year (10/1/2009)	<u>\$1,964,500</u>
6) ESCO Plan's FSCB as of 10/1/2009	<u>\$0</u>
7) Total of Merged ESCO Plan's FSCB as of 10/1/2009 (item 5 plus item 6)	\$1,964,500

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

SCHEDULE H, LINE 4i – SCHEDULE OF ASSETS (ACQUIRED AND DISPOSED OF WITHIN YEAR)

Year Ended September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a) Identity of issue, borrower, lessor, or similar party	(b) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(c) Costs of acquisitions	(d) Proceeds of dispositions
Commerce	Countrywide Home Loans - Series 2003-J6 Class 1A1; 5.5%; 08/25/33	\$ 6,902	\$ 6,976

ESCO TECHNOLOGIES INC. RETIREMENT PLAN

SCHEDULE H, LINE 4j – SCHEDULE OF REPORTABLE TRANSACTIONS

Year Ended September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(g)/(h)	(i)
Identity of party involved	Description of asset	Purchase Price	Selling Price	Cost of Asset	Net gain or (loss)
Series of transactions in excess of 5% of Plan assets:					
Commerce	Financial Square Government Fund	\$ 5,028,968	\$ -	\$ 5,028,968	\$ -
Commerce	Financial Square Government Fund	\$ -	\$ 5,137,313	\$ 5,137,313	\$ -

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4I - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d) (e)				% OF ACCT	% YLD TO MKT
FACE AMOUNT/ NO. SHARES	DESCRIPTION		ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE			
CASH AND CASH EQUIVALENTS								
866,489.920	FINANCIAL SQUARE TR GOVERNMENT INSTITUTIONAL CLASS FD #465		741 66.40	866,489.92 866,489.92	1.000 1.000		2.61	.09
	INCOME CASH		.00	.00	.000			
	PRINCIPAL CASH		.00	.00	.000			
	TOTAL CASH AND CASH EQUIVALENTS		741 66.40	866,489.92 866,489.92		2.61	0.09	
EQUITY INVESTMENTS								
DOMESTIC EQUITIES								
EXCHANGE TRADED FUNDS								
66,000	ISHARES RUSSELL MIDCAP GROWTH INDEX FUND		28,314 .00	3,288,120.00 1,957,001.50	49.820 29.652	9.90	.86	
	TOTAL EXCHANGE TRADED FUNDS		28,314 .00	3,288,120.00 1,957,001.50		9.90	0.86	
MUTUAL FUNDS								
785,000.296	SSGA S & P 500 INDEX FUND		268,470 .00	14,726,605.55 12,440,127.67	18.760 15.847	44.35	1.82	
	TOTAL MUTUAL FUNDS		268,470 .00	14,726,605.55 12,440,127.67		44.35	1.82	

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i- SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

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(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
	TOTAL DOMESTIC EQUITIES	296,784 .00	18,014,725.55 14,397,129.17		54.26	1.65			
	INTERNATIONAL EQUITIES								
	EXCHANGE TRADED FUNDS								
54,000	ISHARES MSCI EAFE INDEX FUND	73,116 .00	2,965,680.00 3,040,919.64	54.920 56.313	8.93	2.47			
	TOTAL EXCHANGE TRADED FUNDS	73,116 .00	2,965,680.00 3,040,919.64		8.93	2.47			
	TOTAL INTERNATIONAL EQUITIES		2,965,680.00 3,040,919.64		8.93	2.47			
	TOTAL EQUITY INVESTMENTS	369,900 .00	20,980,405.55 17,438,048.81		63.19	1.76			
	FIXED INCOME INVESTMENTS								
	MORTGAGE								
110,000	BCAP LLC TRUST SERIES 2006-RR1 CLASS PC 5% DUE 11/25/36 DATED 11/1/06	5,500 458.33	114,180.77 102,368.75	103.800 93.063	.34	4.82			
115,000	BCAP LLC TRUST SERIES 2006-RR1 CLASS PD 5% DUE 11/25/36 DATED 11/1/06	5,750 479.16	116,599.77 98,900.00	101.391 86.000	.35	4.93			

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(a)	(b)	(c)	(d)	(e)	
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT TO MKT
72,000.777	BEAR STEARNS ALT-A TRUST SERIES 2005-9 CLASS 25A1 VARIABLE RATE DUE 11/25/35 DATED 9/1/05	4,011 336.30	54,258.92 71,235.79	75.358 98.938	.16 7.39
22,001.760	COUNTRYWIDE ALTERNATIVE LOAN TRUST SERIES 2004-18CB CLASS 3A1 5.25% DUE 9/25/19 DATED 7/1/04	1,155 96.25	22,312.91 22,235.51	101.414 101.062	.07 5.18
80,010.406	COUNTRYWIDE ALTERNATIVE LOAN TRUST SERIES 2005-J1 CLASS 3A1 6.5% DUE 8/25/32 DATED 1/1/05	5,200 433.38	78,075.59 72,209.41	97.581 90.250	.24 6.66
27,104.106	COUNTRYWIDE ALTERNATIVE LOAN TRUST SERIES 2005-5R CLASS A2 4.75% DUE 12/25/18 DATED 1/1/05	1,287 107.28	27,758.89 27,057.51	102.415 99.828	.08 4.64
35,534.009	COUNTRYWIDE HOME LOANS SERIES 2003-49 CLASS A9 4.6224% DUE 12/19/33 DATED 8/1/03	1,623 135.31	35,523.10 30,226.13	99.969 85.063	.11 4.57
105,917.920	COUNTRYWIDE HOME LOANS SERIES 2003-J6 CLASS 1A1 5.5% DUE 8/25/33 DATED 6/01/03	5,825 485.45	108,525.09 107,043.31	102.461 101.063	.33 5.37
98,177.270	FEDERAL HOME LOAN MORTGAGE CORP POOL # 1B3915 VARIABLE RATE DUE 9/1/35 DATED 9/1/05	4,219 703.27	103,881.37 95,242.61	105.810 97.011	.31 4.06
152,419.290	FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL # G01839 5% DUE 6/1/35 DATED 6/1/05	7,620 635.08	161,264.18 142,392.99	105.803 93.422	.49 4.73
79,539.420	FEDERAL HOME LOAN MORTGAGE CORP GOLD POOL # C79570 5% DUE 5/1/33 DATED 5/1/03	3,976 331.41	84,279.17 80,794.66	105.959 101.578	.25 4.72

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
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(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
150,000	FEDERAL HOME LOAN MORTGAGE CORP MULTICLASS MORTGAGE PARTICIPATION CERTIFICATES GUARANTEED SERIES 2430 CLASS UD 6% DUE 3/15/17 DATED 3/1/02	9,000 400.00	163,735.88 148,710.94	109.157 99.141	.49	5.50			
6,432.380	FEDERAL HOME LOAN MORTGAGE CORP REMIC SERIES 2579 CLASS KJ 5.5% DUE 3/15/33 DATED 3/1/03	353 29.48	6,453.08 6,506.76	100.321 101.156	.02	5.48			
2,049.190	FEDERAL HOME LOAN MORTGAGE CORP REMIC SERIES 2633 CLASS PC 4.5% DUE 7/15/15 DATED 6/1/03	92 4.09	2,049.25 2,033.50	100.002 99.234	.01	4.50			
12,000	FEDERAL HOME LOAN MORTGAGE CORP REMIC SERIES 2677 CLASS BC 4% DUE 9/15/18 DATED 9/1/03	480 39.99	13,002.39 10,576.89	108.353 88.141	.04	3.69			
34,230.657	FEDERAL HOME LOAN MORTGAGE CORP REMIC SERIES 2756 CLASS NA 5% DUE 2/15/24 DATED 2/1/04	1,711 142.62	37,649.63 33,546.07	109.988 98.000	.11	4.55			
60,000	FEDERAL HOME LOAN MORTGAGE CORP REMIC SERIES 2760 CLASS EC 4.5% DUE 4/15/17 DATED 3/1/04	2,700 225.00	63,069.14 57,693.69	105.115 96.156	.19	4.28			
115,000	FEDERAL HOME LOAN MORTGAGE CORP REMIC SERIES 2790 CLASS TN 4% DUE 5/15/24 DATED 5/1/04	4,600 383.33	123,299.79 102,314.08	107.217 88.969	.37	3.73			
32,085.110	FEDERAL HOME LOAN MORTGAGE CORP REMIC SERIES 2907 CLASS HC 5% DUE 6/15/27 DATED 12/1/04	1,604 133.68	32,987.49 31,794.32	102.812 99.094	.10	4.86			
49,906.128	FEDERAL HOME LOAN MORTGAGE CORP REMIC SERIES 2906 CLASS EC 4.5% DUE 1/15/19 DATED 12/1/04	2,245 187.14	52,362.28 48,674.06	104.921 97.531	.16	4.29			

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN

September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)		(e)	
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT TO MKT	% YLD TO MKT
100,000	FEDERAL NATIONAL MORTGAGE ASSOC REMIC SERIES 2003-83 CLASS PG 5% DUE 6/25/23 DATED 8/1/03	5,000 416.66	109,323.02 97,625.00	109.323 97.625	.33	4.57
50,000	FEDERAL NATIONAL MORTGAGE ASSOC REMIC SERIES 2003-117 CLASS KB 6% DUE 12/25/33 DATED 11/1/03	3,000 249.99	57,633.03 52,531.12	115.266 105.062	.17	5.21
120,000	GMAC MORTGAGE CORPORATION LOAN TRUST SERIES 2003-J7 CLASS A6 5% DUE 11/25/33 DATED 10/1/03	6,000 499.99	120,982.20 123,300.00	100.818 102.750	.36	4.96
41,002.289	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 603566 5.5% DUE 4/15/33 DATED 4/1/03	2,255 187.92	44,344.39 41,658.96	108.151 101.602	.13	5.09
20,295.280	GOVERNMENT NATIONAL MORTGAGE ASSOC II POOL # 003149 6% DUE 10/20/31 DATED 10/1/01	1,217 101.47	22,267.17 20,193.81	109.716 99.500	.07	5.47
11,706	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 354530 6.5% DUE 1/15/24 DATED 2/1/94	760 63.40	13,115.64 11,925.48	112.042 101.875	.04	5.80
42,397.380	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 411742 7.5% DUE 4/15/27 DATED 4/1/97	3,179 264.98	48,436.89 43,483.76	114.245 102.562	.15	6.56
4,989.110	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 544524 6.5% DUE 5/15/31 DATED 5/1/01	324 27.02	5,598.43 4,990.66	112.213 100.031	.02	5.79
23,212.745	GOVERNMENT NATIONAL MORTGAGE ASSOC POOL # 622123 5.5% DUE 10/15/33 DATED 10/1/03	1,276 106.39	25,104.82 24,050.57	108.151 103.609	.08	5.09

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
17,606.060	GOVERNMENT NATIONAL MORTGAGE ASSOC SERIES 1998-12 CLASS EB 6.5% DUE 5/20/28 DATED 5/1/98	1,144 34.96	18,122.25 18,535.86	102.931 105.281	.05	6.31			
17,257.764	GOVERNMENT NATIONAL MORTGAGE ASSOC REMIC SERIES 2003-38 CLASS JC 7.0377% DUE 8/16/42 DATED 5/1/03	1,208 100.74	20,153.45 19,134.61	116.779 110.875	.06	6.00			
34,896.800	GOVERNMENT NATIONAL MORTGAGE ASSOC REMIC TR 2001-4 CLASS PM 6.5% DUE 3/20/31 DATED 3/1/01	2,268 189.02	39,411.57 34,896.80	112.937 100.000	.12	5.76			
2,465.190	GOVERNMENT NATIONAL MORTGAGE ASSOC REMIC SERIES 2004-9 CLASS A 3.36% DUE 8/16/22 DATED 2/1/04	82 6.90	2,464.89 2,463.65	99.987 99.938	.01	3.36			
95,000	GSR MORTGAGE LOAN TRUST SERIES 2005-5F CLASS 2A8 5.5% DUE 6/25/35 DATED 5/1/05	5,225 435.41	96,087.18 92,595.33	101.144 97.469	.29	5.44			
51,628.475	IMPAC CMB TRUST SERIES 2004-4 CLASS 2A2 VARIABLE RATE DUE 9/25/34 DATED 4/1/04	2,407 214.71	51,187.41 49,208.21	99.145 95.312	.15	4.70			
85,946.123	JP MORGAN ALTERNATIVE LOAN TRUST SERIES 2006-S1 CLASS 1A16 6% DUE 3/25/36 DATED 2/1/06	5,156 429.73	70,355.84 70,046.08	81.860 81.500	.21	7.33			
2,073.150	MASTER ASSET SECURITIZATION TRUST SERIES 2004-3 CLASS 5A1 6.25% DUE 1/25/32 DATED 2/1/04	129 10.79	2,091.52 2,120.46	100.886 102.282	.01	6.20			
86,704.857	MASTR ASSET SECURITIZATION TRUST SERIES 2003-10 CLASS 3A1 5.5% DUE 11/25/33 DATED 10/1/03	4,768 397.39	88,820.63 75,866.76	102.440 87.500	.27	5.37			

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(a)	(b)	(c)	(d)	(e)
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE
				% OF ACCT
				% YLD TO MKT
110,672.451	STRUCTURED ASSET SECURITIES CORP SERIES 2003-31A CLASS 2A7 VARIABLE RATE DUE 10/25/33 DATED 9/1/03	2,929 231.69	105,858.42 87,707.90	95.650 79.250
95,935.052	STRUCTURED ASSET SECURITIES CORP SERIES 2004-13 CLASS 1A2 5.5% DUE 7/25/34 DATED 6/1/04	5,276 439.70	95,171.31 88,260.24	99.203 92.000
65,764.842	WASHINGTON MUTUAL MORTGAGE PASS THROUGH SERIES 2005-4 CLASS 4A1 5.5% DUE 6/25/20 DATED 5/1/05	3,617 301.42	65,712.16 64,932.51	99.919 98.734
14,326.839	WELLS FARGO MORTGAGE BACKED SECURITIES TRUST SERIES 2003-6 CLASS 1A1 5% DUE 6/25/18 DATED 5/1/03	716 59.69	14,829.75 14,680.52	103.510 102.469
151,465.036	WELLS FARGO MORTGAGE BACKED SECURITIES TRUST SERIES 2006-AR6 CLASS 7A1 5.1109% DUE 3/25/36 DATED 3/1/06	7,689 641.05	145,547.60 118,142.73	96.093 78.000
	TOTAL MORTGAGE	215,980 18,317.26	4,288,481.81 3,972,743.24	12.92 5.04
	CREDIT			
60,000	AMERICAN NATIONAL RED CROSS NOTE 5.392% DUE 11/15/12 DATED 6/7/07 NON CALLABLE	3,235 1,222.18	60,906.60 60,000.00	101.511 100.000
55,000	ANHEUSER BUSCH INCORPORATED NOTE 5.6% DUE 3/1/17 DATED 2/9/07 CALLABLE	3,080 256.66	63,064.65 54,930.15	114.663 99.873

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

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Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
30,000	APACHE CORPORATION NOTE 7.375% DUE 8/15/47 DATED 8/13/97 NON CALLABLE	2,212 282.70	38,608.20 32,540.70	128.694 108.469	.12	5.73			
60,000	AT&T CORP SENIOR UNSECURED NOTE 6.7% DUE 11/15/13 DATED 11/17/08 NON CALLABLE	4,020 1,518.66	69,471.60 59,897.40	115.786 99.829	.21	5.79			
55,000	BANK OF NEW YORK MELLON NOTE 5.125% DUE 8/27/13 DATED 8/27/08 NON CALLABLE	2,818 266.21	61,219.95 54,805.85	111.309 99.647	.18	4.60			
115,000	BARCLAYS BANK PLC SENIOR NOTE 2.5% DUE 1/23/13 DATED 11/23/09 NON CALLABLE	2,875 543.05	117,497.80 114,847.05	102.172 99.867	.35	2.45			
25,000	BEAR STEARNS COMPANY UNSECURED NOTE 5.3% DUE 10/30/15 DATED 10/31/05 NON CALLABLE	1,325 555.76	27,890.00 23,817.75	111.560 95.271	.08	4.75			
15,000	CANADIAN NATIONAL RAILWAY NOTE 6.2% DUE 6/1/36 DATED 5/31/06 CALLABLE	930 309.99	18,363.30 14,949.30	122.422 99.662	.06	5.06			
105,000	CISCO SYSTEMS INC SENIOR NOTE 4.45% DUE 1/15/20 DATED 11/17/09 CALLABLE	4,672 986.41	115,370.85 104,844.60	109.877 99.852	.35	4.05			
30,000	CITIGROUP INC NOTE 6% DUE 12/13/13 DATED 6/15/10 NON CALLABLE	1,800 530.00	32,891.40 30,536.80	109.638 101.789	.10	5.47			

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SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
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(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT TO MKT	% YLD TO MKT			
60,000	COLUMBUS SOUTHERN POWER NOTE 5.85% DUE 10/1/35 DATED 10/14/05 CALLABLE	3,510 1,755.00	66,424.80 59,197.40	110.708 98.662	.20	5.28			
45,000	COMCAST CORPORATION NOTE 4.95% DUE 6/15/16 DATED 6/9/05 CALLABLE	2,227 655.87	50,166.00 42,579.00	111.480 94.620	.15	4.44			
110,000	CREDIT SUISSE NEW YORK SENIOR NOTE 3.45% DUE 7/2/12 DATED 7/1/09 NON CALLABLE	3,795 801.16	114,391.20 109,857.00	103.992 99.870	.34	3.32			
60,000	CVS CAREMARK CORP SENIOR UNSECURED NOTE 3.25% DUE 5/18/15 DATED 5/18/10 CALLABLE	1,950 720.41	62,671.20 59,912.40	104.452 99.854	.19	3.11			
85,000	DAIMLERCHRYSLER NA HOLDINGS NOTE 6.5% DUE 11/15/13 DATED 11/6/03 NON CALLABLE	5,525 2,087.22	97,225.55 93,514.45	114.383 110.017	.29	5.68			
30,000	DUKE ENERGY CORPORATION NOTE 5.3% DUE 10/1/15 DATED 9/23/03 CALLABLE	1,590 795.00	34,899.90 30,728.40	116.333 102.428	.11	4.56			
55,000	DUPONT EI NEMOUR SENIOR UNSECURED NOTE 5% DUE 1/15/13 DATED 12/3/07 CALLABLE	2,750 580.55	60,162.30 57,377.65	109.386 104.323	.18	4.57			
70,000	EMERSON ELECTRIC CO NOTE 5.375% DUE 10/15/17 DATED 5/18/07 CALLABLE	3,762 1,734.93	82,333.30 69,246.10	117.619 98.923	.25	4.57			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
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(a)	(b)	(c)	(d)	(e)	% OF ACCT	% YLD TO MKT
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE		
100,000	EQUITABLE LIFE ASSUR SOC SURPLUS NOTE 144A 7.7% DUE 12/1/15 DATED 12/1/95 NON CALLABLE	7,700 2,566.66	113,307.00 105,625.00	113.307 105.625	.34	6.80
25,000	EXELON GENERATION COMPANY LLC NOTE 5.35% DUE 1/15/14 DATED 12/19/03 CALLABLE	1,337 282.36	27,721.75 24,839.30	110.887 99.357	.08	4.82
100,000	GENERAL ELECTRIC CAPITAL CORPORATION SENIOR UNSECURED NOTE 5.25% DUE 10/19/12 DATED 10/19/07 NON CALLABLE	5,250 2,362.49	107,665.00 91,249.00	107.665 91.249	.32	4.88
35,000	GENERAL MILLS INCORPORATED SENIOR UNSECURED NOTE 5.65% DUE 9/10/12 DATED 8/29/07 CALLABLE	1,977 115.35	38,151.40 34,944.70	109.004 99.842	.11	5.18
55,000	GEORGIA POWER COMPANY NOTE 5.7% DUE 6/1/17 DATED 6/12/07 CALLABLE	3,135 1,044.99	64,779.00 54,881.20	117.780 99.784	.20	4.84
55,000	GLAXOSMITHKLINE CAPITAL INC NOTE 4.85% DUE 5/15/13 DATED 5/13/08 CALLABLE	2,667 1,007.72	60,492.85 54,883.95	109.987 99.789	.18	4.41
95,000	GTE CORP NOTE 6.84% DUE 4/15/18 DATED 4/15/98 NON CALLABLE	6,498 2,996.30	112,611.10 87,637.50	118.538 92.250	.34	5.77
30,000	HOSPITALITY PROPERTIES TRUST SENIOR NOTE 6.3% DUE 6/15/16 DATED 6/15/06 CALLABLE	1,890 556.50	31,978.20 29,555.70	106.594 98.519	.10	5.91

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(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
25,000	INTUIT INCORPORATED NOTE 5.4% DUE 3/15/12 DATED 3/12/07 CALLABLE	1,350 60.00	26,384.75 24,998.75	105.539 99.995	.08	5.12			
85,000	JOHN DEERE CAPITAL CORP SENIOR UNSECURED NOTE 2.8% DUE 9/18/17 DATED 9/16/10 NON CALLABLE	2,380 98.45	85,701.25 84,844.45	100.825 99.817	.26	2.78			
110,000	JOHNSON & JOHNSON SENIOR NOTE 5.85% DUE 7/15/38 DATED 6/23/08 CALLABLE	6,435 1,358.50	133,603.80 109,947.20	121.458 99.952	.40	4.82			
20,000	LOCKHEED MARTIN CORPORATION NOTE 6.15% DUE 9/1/36 DATED 8/30/06 CALLABLE	1,230 102.50	23,645.00 21,018.40	118.225 105.092	.07	5.20			
35,000	MERRILL LYNCH & CO NOTE 5.45% DUE 2/5/13 DATED 2/5/08 NON CALLABLE	1,907 296.71	37,587.90 37,363.55	107.394 106.753	.11	5.07			
60,000	MERRILL LYNCH & CO NOTE 6.875% DUE 4/25/18 DATED 4/25/08 NON CALLABLE	4,125 1,787.49	67,302.00 63,558.60	112.170 105.931	.20	6.13			
30,000	MERRILL LYNCH & COMPANY NOTE 6.15% DUE 4/25/13 DATED 4/25/08 NON CALLABLE	1,845 799.50	32,781.90 29,960.40	109.273 99.868	.10	5.63			
100,000	METROPOLITAN LIFE INURANCES CO SURPLUS NOTE 144A 7.7% DUE 11/1/15 DATED 11/1/95 NON CALLABLE	7,700 3,208.33	118,814.00 96,062.50	118.814 96.063	.36	6.48			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
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(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
55,000	MONSANTO CO SENIOR NOTE 5.125% DUE 4/15/18 DATED 4/15/08 CALLABLE	2,818 1,299.75	62,690.65 54,685.40	113.983 99.428	.19	4.50			
15,000	MORGAN STANLEY DEAN WITTER NOTE 6.75% DUE 4/15/11 DATED 4/23/01 CALLABLE	1,012 466.87	15,449.70 16,800.15	102.998 112.001	.05	6.55			
45,000	NOBLE CORPORATION SENIOR UNSECURED NOTE 5.875% DUE 6/1/13 DATED 5/26/06 CALLABLE	2,643 881.25	49,012.65 45,622.35	108.917 101.383	.15	5.39			
35,000	PROLOGIS SENIOR NOTE 5.25% DUE 11/15/10 DATED 5/15/06 CALLABLE	1,837 694.16	35,143.50 34,873.65	100.410 99.639	.11	5.23			
25,000	PSEG POWER NOTE 5% DUE 4/1/14 DATED 3/30/04 CALLABLE	1,250 624.99	27,509.00 23,179.50	110.036 92.718	.08	4.54			
60,000	PUBLIC SERVICE NEW HAMPSHIRE NOTE 6% DUE 5/1/18 DATED 5/27/08 CALLABLE	3,600 1,500.00	69,826.80 59,857.20	116.378 99.762	.21	5.16			
25,000	REED ELSEVIER CAPITAL NOTES 6.75% DUE 8/1/11 DATED 7/31/01 CALLABLE	1,687 281.25	26,216.00 28,533.25	104.864 114.133	.08	6.44			
145,000	ROYAL BANK CANADA NOTE 5.65% DUE 7/20/11 DATED 7/20/06 NON CALLABLE	8,192 1,615.74	150,998.65 144,694.05	104.137 99.789	.45	5.43			
95,000	SALVATION ARMY NOTE 5.44% DUE 9/1/15 DATED 9/20/06 NON CALLABLE	5,168 430.66	106,369.60 95,000.00	111.968 100.000	.32	4.86			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
30,000	SAN DIEGO GAS & ELECTRIC NOTE 5.3% DUE 11/15/15 DATED 11/17/05 CALLABLE	1,590 600.66	35,013.60 29,940.30	116.712 99.801	.11	4.54			
70,000	SIMON PROPERTY GROUP LP SENIOR UNSECURED NOTE 5.65% DUE 2/1/20 DATED 1/25/10 CALLABLE	3,955 659.16	78,044.40 69,580.70	111.492 99.401	.24	5.07			
36,000	SUNTRUST CAPITAL VIII NOTE 6.1% DUE 12/15/36 DATED 12/6/06 CALLABLE	2,196 646.60	33,480.00 32,640.84	93.000 90.669	.10	6.56			
55,000	TIME WARNER CABLE INC SENIOR UNSECURED NOTE 6.2% DUE 7/1/13 DATED 6/19/08 CALLABLE	3,410 852.49	61,960.25 56,536.15	112.655 102.793	.19	5.50			
40,000	TOSCO CORPORATION NOTE 8.125% DUE 2/15/30 DATED 2/15/00 CALLABLE	3,250 415.27	54,772.80 51,951.20	136.932 129.878	.16	5.93			
110,000	UNITED TECHNOLOGIES CORP SENIOR UNSECURED NOTE 4.5% DUE 4/15/20 DATED 2/26/10 CALLABLE	4,950 2,956.25	123,346.30 109,451.10	112.133 99.501	.37	4.01			
110,000	WACHOVIA CORP SENIOR UNSECURED NOTE 5.75% DUE 2/1/18 DATED 1/31/08 NON CALLABLE	6,325 1,054.16	125,353.80 110,130.90	113.958 100.119	.38	5.05			
25,000	WAL MART STORES INC SENIOR NOTE 6.2% DUE 4/15/38 DATED 4/15/08 NON CALLABLE	1,550 714.72	30,141.00 24,925.75	120.564 99.703	.09	5.14			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)		% OF ACCT	% YLD TO MKT
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE			
100,000	WALT DISNEY COMPANY NOTE 5.625% DUE 9/15/16 DATED 9/11/06 CALLABLE	5,625 250.00	120,242.00 99,535.00	120.242 99.535		.36	4.68
60,000	WYETH SENIOR UNSECURED NOTE 5.45% DUE 4/1/17 DATED 3/27/07 CALLABLE	3,270 1,634.99	69,894.00 61,104.60	116.490 101.841		.21	4.68
110,000	XTO ENERGY INC SENIOR UNSECURED NOTE 5.5% DUE 6/15/18 DATED 4/18/08 CALLABLE	6,050 1,781.38	131,771.20 119,894.50	119.792 108.995		.40	4.59
TOTAL CREDIT		179,880 53,605.96	3,663,321.40 3,293,888.79		11.03	4.91	
TREASURY							
40,000	UNITED STATES TREASURY BONDS 7.25% DUE 5/15/16 DATED 5/15/86	2,900 1,095.38	52,459.40 51,393.75	131.148 128.484	.16	5.53	
135,000	UNITED STATES TREASURY BONDS 8% DUE 11/15/21 DATED 11/15/91	10,800 4,079.34	203,638.73 171,212.70	150.843 126.824	.61	5.30	
20,000	UNITED STATES TREASURY BONDS 5.5% DUE 8/15/28 DATED 8/17/98	1,100 140.48	25,943.70 21,409.37	129.718 107.047	.08	4.24	
170,000	UNITED STATES TREASURY BONDS 5.25% DUE 11/15/28 DATED 11/15/98	8,925 3,371.12	214,811.15 156,240.63	126.359 91.906	.65	4.15	
75,000	UNITED STATES TREASURY BONDS 6.25% DUE 5/15/30 DATED 2/15/00	4,687 1,770.55	106,148.63 83,656.65	141.531 111.542	.32	4.42	
60,000	UNITED STATES TREASURY NOTES 4% DUE 2/15/15 DATED 2/15/05	2,400 306.52	67,476.60 60,618.74	112.461 101.031	.20	3.56	

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCR	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
	TOTAL TREASURY	30,812 10,763.39	670,478.21 544,531.84		2.02	4.60			
AGENCIES									
190,000	FEDERAL FARM CREDIT BANK NOTE 4.7% DUE 8/10/15 DATED 8/10/05 NON CALLABLE	8,930 1,265.08	217,669.70 180,139.00	114.563 94.810	.66	4.10			
120,000	FEDERAL HOME LOAN BANK NOTE 5% DUE 11/17/17 DATED 10/19/07 NON CALLABLE	6,000 2,233.33	142,369.20 123,019.20	118.641 102.516	.43	4.21			
100,000	FEDERAL HOME LOAN BANK NOTE 3.625% DUE 5/29/13 DATED 4/18/08 NON CALLABLE	3,625 1,228.47	107,766.00 97,080.40	107.766 97.080	.32	3.36			
100,000	FEDERAL HOME LOAN MORTGAGE CORP NOTE 5.125% DUE 10/18/16 DATED 10/13/06 NON CALLABLE	5,125 2,320.48	118,219.00 102,463.80	118.219 102.464	.36	4.34			
50,000	FEDERAL HOME LOAN MORTGAGE CORP NOTE 6.75% DUE 3/15/31 DATED 10/25/00 NON CALLABLE	3,375 150.00	70,171.75 64,189.90	140.343 128.380	.21	4.81			
175,000	FEDERAL HOME LOAN MORTGAGE CORP NOTE 5% DUE 7/15/14 DATED 7/16/04 NON CALLABLE	8,750 1,847.22	199,718.75 177,678.55	114.125 101.531	.60	4.38			
120,000	FEDERAL NATIONAL MORTGAGE ASSOC NOTE 5% DUE 4/15/15 DATED 3/30/05 NON CALLABLE	6,000 2,766.66	139,162.80 132,611.28	115.969 110.509	.42	4.31			

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ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
100,000	BAYVIEW FINANCIAL ACQUISITION TRUST SERIES 2007-A CLASS 1A2 VARIABLE RATE DUE 5/28/37 DATED 4/1/07	6,205 517.08	98,550.10 95,000.00	98.550 95.000	.30	6.30			
83,000	CITIBANK CREDIT CARD ISSUANCE TRUST SERIES 2003-A7 CLASS A7 4.15% DUE 7/7/17 DATED 6/30/03	3,444 803.71	91,640.36 77,190.00	110.410 93.000	.28	3.76			
65,000	CITIBANK CREDIT CARD ISSUANCE TRUST SERIES 2004-A8 CLASS A8 4.9% DUE 12/12/16 DATED 12/9/04	3,185 982.04	73,281.62 64,903.15	112.740 99.851	.22	4.35			
100,000	DISCOVER CARD MASTER TRUST SERIES 2008-A3 CLASS A3 5.1% DUE 10/15/13 DATED 4/30/08	5,100 226.66	102,516.77 99,923.80	102.516 99.924	.31	4.97			
48,366.100	GREEN TREE FINANCIAL CORPORATION SERIES 1996-4 CLASS A7 7.9% DUE 6/15/27 DATED 5/30/96	3,820 169.81	50,043.14 50,074.04	103.467 103.531	.15	7.64			
20,157.430	HUNTINGTON AUTO TRUST SERIES 2008-1A CLASS A3A 4.81% DUE 4/16/12 DATED 6/11/08	969 43.54	20,342.96 20,154.29	100.920 99.984	.06	4.77			
73,720	NORTHSTAR EDUCATION FINANCE INC SERIES 2005-1 CLASS A5 4.74% DUE 10/28/45 DATED 10/25/05	799 139.97	70,034.00 73,711.86	95.000 99.989	.21	1.14			
10,670.600	RESIDENTIAL FUNDING MORTGAGE SECURITIES I SERIES 2000-HI2 CLASS AI5 VARIABLE RATE DUE 3/25/25 DATED 3/1/00	944 78.69	10,522.08 11,757.26	98.608 110.184	.03	8.97			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)	(e)					
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT			
117,621.175	STRUCTURED ASSET SECURITIES CORP SERIES 2003-AL2 CLASS A 3.3565% DUE 1/25/31 DATED 5/1/03	3,947 328.94	106,099.59 97,717.48	90.204 83.078	.32	3.72			
	TOTAL ASSET BACKED SECURITIES	29,983 3,410.47	640,338.82 613,322.81		1.93	4.68			
	TAXABLE MUNICIPAL BONDS								
35,000	COLLEGE PARK GA REVENUE TAXABLE ATLANTA INTERNATIONAL AIRPORT-A FGIC INSURED 5.758% DUE 1/1/15 DATED 6/21/06 NON CALLABLE	2,015 503.82	37,707.60 34,984.25	107.736 99.955	.11	5.34			
40,000	CONVENTION CENTER AUTHORITY RI REVENUE TAXABLE CIVIC CENTER SERIES A 5.77% DUE 5/15/14 DATED 6/8/06 CALLABLE	2,308 871.91	45,034.00 40,000.00	112.585 100.000	.14	5.13			
50,000	IN BOND BANK REVENUE TAXABLE SCHOOL SEVERANCE FUNDING 11 5.59% DUE 1/15/12 DATED 6/15/06 NON CALLABLE	2,795 590.05	53,170.50 50,000.00	106.341 100.000	.16	5.26			
60,000	INDIANAPOLIS IN LOCAL PUBLIC IMPROVEMENT BOND BANK TAXABLE SERIES G AMBAC INSURED 5.59% DUE 1/1/13 DATED 6/20/06 NON CALLABLE	3,354 838.50	63,915.00 60,000.00	106.525 100.000	.19	5.25			
75,000	INDUSTRY CA SALES TAX REVENUE TAXABLE MBIA INSURED 5% DUE 1/1/11 DATED 4/20/05 NON CALLABLE	3,750 937.50	75,414.00 77,498.25	100.552 103.331	.23	4.97			

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 4i - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(a)	(b)	(c)	(d)		(e)	
FACE AMOUNT/ NO. SHARES	DESCRIPTION	ANNUAL INCOME CURRENT ACCRUAL	MARKET VALUE BOOK VALUE	MARKET PRICE BOOK PRICE	% OF ACCT	% YLD TO MKT
115,000	LAWRENCE IN WATERWORKS REVENUE REFUNDING TAXABLE UTILITIES SERIES B 7.125% DUE 1/1/28 DATED 12/28/07 SINKABLE CALLABLE	8,193 2,048.43	122,891.30 113,562.50	106.862 98.750	.37	6.67
50,000	OK STATE CAPITOL IMPROVEMENT AUTHORITY REVENUE TAXABLE OK STATE REGENTS MBIA INSURED 5.18% DUE 7/1/14 DATED 2/22/06 NON CALLABLE	2,590 647.49	55,794.50 50,000.00	111.589 100.000	.17	4.64
15,000	PROVIDENCE RI REFUNDING TAXABLE-B GENERAL OBLIGATION UNLIMITED 4.85% DUE 7/15/13 DATED 9/16/04 NON CALLABLE	727 153.58	15,910.65 15,000.00	106.071 100.000	.05	4.57
50,000	ST LOUIS MO PARKING REVENUE TAXABLE SERIES B MBIA INSURED 4.99% DUE 12/15/11 DATED 12/14/06 NON CALLABLE	2,495 734.63	51,430.50 50,000.00	102.861 100.000	.15	4.85
5,000	UNIVERSITY IL CERTIFICATES OF PARTICIPATION TAXABLE UIC COLLEGE OF MEDICINE 4.61% DUE 2/15/13 DATED 2/24/05 NON CALLABLE	230 29.45	5,308.90 5,000.00	106.178 100.000	.02	4.34
5,000	UNIVERSITY IL CERTIFICATES OF PARTICIPATION TAXABLE UIC COLLEGE OF MEDICINE 4.74% DUE 2/15/14 DATED 2/24/05 NON CALLABLE	237 30.28	5,367.15 5,000.00	107.343 100.000	.02	4.42

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Assets Held by Commerce Bank, N.A.

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 41 - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(A) Identity of issuer, borrower, lessor or similar party.	(B) Description of investment including maturity date, rate of interest, collateral, par or maturity value.	(C) Cost	(D) Current Value
* Principal Life Insurance Company	Pooled Separate Accounts PR INTERNAT'L VALUE I SA-R6	\$ 0.00	\$ 643,613.66
* Principal Life Insurance Company	Pooled Separate Accounts PRIN BOND AND MORTGAGE SA-R6	\$ 31,006.24	\$ 1,267,058.87
* Principal Life Insurance Company	Pooled Separate Accounts PRIN CORE PLUS BOND I SA-R6	\$ 207,328.34	\$ 2,019,131.65
* Principal Life Insurance Company	Pooled Separate Accounts PRIN FIN GRP, INC. STOCK SA-R6	\$ 0.00	\$ 373,435.16
* Principal Life Insurance Company	Pooled Separate Accounts PRIN HIGH YIELD I SEP ACCT-R6	\$ 146,709.10	\$ 792,047.70
* Principal Life Insurance Company	Pooled Separate Accounts PRIN INFLATION PROTECT SA-R6	\$ 99,024.14	\$ 850,499.53
* Principal Life Insurance Company	Pooled Separate Accounts PRIN INTL EMERG MARKETS SA-R6	\$ 38,233.03	\$ 249,307.79
* Principal Life Insurance Company	Pooled Separate Accounts PRIN INTL GROWTH SEP ACCT-R6	\$ 746,096.16	\$ 677,997.50
* Principal Life Insurance Company	Pooled Separate Accounts PRIN INTL I SEPARATE ACCT-R6	\$ 0.00	\$ 640,364.19
* Principal Life Insurance Company	Pooled Separate Accounts PRIN LARGE CAP GROWTH I SA-R6	\$ 204,361.41	\$ 1,300,589.23
* Principal Life Insurance Company	Pooled Separate Accounts PRIN LARGE CAP VALUE I SA-R6	\$ 60,391.57	\$ 1,534,559.14
* Principal Life Insurance Company	Pooled Separate Accounts PRIN LARGE CAP VALUE III SA-R6	\$ 43,502.89	\$ 841,644.02
* Principal Life Insurance Company	Pooled Separate Accounts PRIN LG CAP GROWTH SEP ACCT-R6	\$ 148,216.95	\$ 1,269,151.76
* Principal Life Insurance Company	Pooled Separate Accounts PRIN LG CAP SEP 500 INDEX SA-R6	\$ 105,592.32	\$ 1,085,614.65
* Principal Life Insurance Company	Pooled Separate Accounts PRIN MIDCAP GROWTH III SA-R6	\$ 49,951.74	\$ 312,326.11

ESCO TECHNOLOGIES INC. RETIREMENT PLAN
SCHEDULE H, LINE 41 - SCHEDULE OF ASSETS (HELD AT END OF YEAR)
September 30, 2010

EIN: 43-1554045
Plan Number: 101

(A)	(B) Identity of issuer, borrower, lessor or similar party.	(C) Description of investment including maturity date, rate of interest, collateral, par or maturity value.	(D) Cost	(E) Current Value
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN MIDCAP VALUE III SA-R6	\$ 44,651.47	\$ 310,333.73
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN REAL ESTATE SECS SA-R6	\$ 79,182.74	\$ 393,892.15
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN SMALLCAP GROWTH II SA-R6	\$ 42,650.13	\$ 305,668.15
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN SMALLCAP VALUE II SA-R6	\$ 33,233.62	\$ 300,319.42
*	Principal Life Insurance Company	Pooled Separate Accounts PRIN U.S. PROPERTY SEP ACCT-R6	\$ 36,407.93	\$ 727,738.43

\$	15,895,292
(	1,569,214)
	14,326,078
	33,203,763
\$	47,529,841

Less funds allocated for retirement benefits (Note 2)
Assets Held by Principal Life Insurance Company
Assets Held by Commerce Bank, N.A.