Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

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

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

OMB Nos. 1210-0110
1210-0089

2010

This Form is Open to Public Inspection

Part I Annual Report Identification Information

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

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

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

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

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

Part II Basic Plan Information—enter all requested information

1a Name of plan
INDUS TECHNOLOGY, INC. 401K PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 01/01/2000

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

2243 SAN DIEGO AVE
SAN DIEGO, CA 92110-2924

2b Employer Identification Number (EIN)
33-0480641

2c Sponsor's telephone number
619-299-2555

2d Business code (see instructions)
541700

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	08/15/2011	JANICE PEREZ
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	08/19/2011	JAMES LASSWELL
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

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

2243 SAN DIEGO AVE
SAN DIEGO, CA 92110-2924

3b Administrator's EIN
33-0480641

3c Administrator's telephone number
619-299-2555

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

a Sponsor's name

4b EIN

4c PN

5	Total number of participants at the beginning of the plan year	**5**	350
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**	282
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	75
d	Subtotal. Add lines **6a**, **6b**, and **6c**	**6d**	357
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits	**6e**	0
f	Total. Add lines **6d** and **6e**	**6f**	357
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	277
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**	

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

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

9b Plan benefit arrangement (check all that apply)

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

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

a Pension Schedules

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

b General Schedules

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

SCHEDULE A (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Insurance 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.**

▶ Insurance companies are required to provide the information pursuant to ERISA section 103(a)(2).

OMB No. 1210-0110

2010

This Form is Open to Public Inspection

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

A Name of plan
INDUS TECHNOLOGY, INC. 401K PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0480641

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.

1 Coverage Information:

(a) Name of insurance carrier
GUARDIAN INSURANCE & ANNUITY COMPANY, INC.

(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
13-2656036	78778	604905	333	01/01/2010	12/31/2010

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.

(a) Total amount of commissions paid	(b) Total amount of fees paid
30680	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

JOHN CARTMILL
2349 MONARCH RIDGE CIRCLE
EL CAJON, CA 92019

(b) Amount of sales and base commissions paid	Fees and other commissions paid		(e) Organization code
	(c) Amount	(d) Purpose	
30680			3

(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**	
5	Current value of plan's interest under this contract in separate accounts at year end	**5**	7823053

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.	**6d**	

Specify nature of costs ▶

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**	0
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)**	0
d	Total of balance and additions (add **b** and **c(6)**)			**7d**	0
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)**	0
f	Balance at the end of the current year (subtract **e(5)** from **d**)			**7f**	0

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)**	0
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)**	0
(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)**	0
(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 C (Form 5500)	Service Provider Information	OMB No. 1210-0110
Department of the Treasury Internal Revenue Service Department of Labor Employee Benefits Security Administration Pension Benefit Guaranty Corporation	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.**	**2010** **This Form is Open to Public Inspection.**

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

A Name of plan	**B** Three-digit plan number (PN) ▶	
INDUS TECHNOLOGY, INC. 401K PLAN		001

C Plan sponsor's name as shown on line 2a of Form 5500	**D** Employer Identification Number (EIN)
INDUS TECHNOLOGY, INC.	33-0480641

Part I Service Provider Information (see instructions)

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

1 Information on Persons Receiving Only Eligible Indirect Compensation

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

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

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

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

(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 disclosures on eligible indirect compensation

(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 disclosures on eligible indirect compensation

(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 disclosures on eligible indirect compensation

(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 disclosures on eligible indirect compensation

(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 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)

GUARDIAN INSURANCE & ANNUITY CO
3900 BURGESS PLACE, 3 SOUTH
BETHLEHEM, PA 18017

13-2656306

(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 37 38 49 60 62 63 64	RECORDKEEPER	738	Yes [X] No [ ]	Yes [ ] No [X]	39439	Yes [X] No [ ]

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

STADION MONEY MANAGEMENT INC

58-2099805

(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?
26 51	INVESTMENT ADVISORY SERV	37002	Yes [ ] No [X]	Yes [ ] No [ ]		Yes [ ] No [ ]

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

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

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

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

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

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

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

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

Part I Service Provider Information (continued)

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

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
GUARDIAN INSURANCE & ANNUITY CO	15 49 60 63	4441

(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.
AMERICAN CENTURY INVESTMENT SERVICE 4500 MAIN STREET KANSAS CITY, MO 64111 43-6402078	FEE FOR FUND MARKETING AND DISTRIBUTION SERVICE; AVERAGE FUND BALANCE MULTIPLIED BY BASIS POINT PERCENTAGE PROVIDED BY GUARDIAN

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
GUARDIAN INSURANCE & ANNUITY CO	15 49 60 63	6429

(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.
BENEFIT TRUST COMPANY 5901 COLLEGE BOULEVARD OVERLAND PARK, KS 66211	FEE FOR FUND MARKETING AND DISTRIBUTION SERVICE; AVERAGE FUND BALANCE MULTIPLIED BY BASIS POINT PERCENTAGE PROVIDED BY GUARDIAN

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
GUARDIAN INSURANCE & ANNUITY CO	15 19 60 63	2847

(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.
BLACKROCK INVESTMENTS LLC 40 EAST 52ND STREE NEW YORK, NY 10022	FEE FOR FUND MARKETING AND DISTRIBUTION SERVICE; AVERAGE FUND BALANCE MULTIPLIED BY BASIS POINT PERCENTAGE PROVIDED BY GUARDIAN

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
GUARDIAN INSURANCE & ANNUITY CO	15 49 60 63	1010

(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.
JANUS SERVICES LLC 151 DETROIT STREET DENVER, CO 80206	FEE FOR FUND MARKETING AND DISTRIBUTION SERVICE; AVERAGE FUND BALANCE MULTIPLIED BY BASIS POINT PERCENTAGE PROVIDED BY GUARDIAN

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
GUARDIAN INSURANCE & ANNUITY CO	15 49 60 63	1767

(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.
RS INVESTMENTS 388 MARKET STREET SAN FRANCISCO, CA 94111	FEE FOR FUND MARKETING AND DISTRIBUTION SERVICE; AVERAGE FUND BALANCE MULTIPLIED BY BASIS POINT PERCENTAGE PROVIDED BY GUARDIAN

(a) Enter service provider name as it appears on line 2	**(b)** Service Codes (see instructions)	**(c)** Enter amount of indirect compensation
GUARDIAN INSURANCE & ANNUITY CO	15 49 60 63	16618

(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.
STATE STREET BANK AND TRUST CO ONE LINCOLN STREET BOSTON, MA 02111	FEE FOR FUND MARKETING AND DISTRIBUTION SERVICE; AVERAGE FUND BALANCE MULTIPLIED BY BASIS POINT PERCENTAGE PROVIDED BY GUARDIAN

Part II Service Providers Who Fail or Refuse to Provide Information

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

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

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

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

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

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

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

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

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

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

Explanation:

SCHEDULE D (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

DFE/Participating Plan Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

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

A Name of plan
INDUS TECHNOLOGY, INC. 401K PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0480641

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

a Name of MTIA, CCT, PSA, or 103-12 IE: GUARDIAN ADVANT. POOLED SEP ACCT L

b Name of sponsor of entity listed in (a): GUARIDAN INS. & ANNUITY CO.

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)
13-2656036-000	P	4328566

a Name of MTIA, CCT, PSA, or 103-12 IE: INTNTL INDEX SEC LENDING FUND

b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0337987-104	C	546451

a Name of MTIA, CCT, PSA, or 103-12 IE: US BOND INDEX SEC LENDING FUND

b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0337987-105	C	741174

a Name of MTIA, CCT, PSA, or 103-12 IE: RUSSELL SMALL CAP INDEX SEC LENDING

b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0337987-106	C	435035

a Name of MTIA, CCT, PSA, or 103-12 IE: S&P 500 INDEX SEC LENDING FUND

b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0337987-107	C	1598043

a Name of MTIA, CCT, PSA, or 103-12 IE: S&P MIDCAP INDEX SEC LENDING FUND

b Name of sponsor of entity listed in (a): STATE STREET BANK & TRUST COMPANY

c EIN-PN	**d** Entity code	**e** Dollar value of interest in MTIA, CCT, PSA, or 103-12 IE at end of year (see instructions)
90-0337987-108	C	9505

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

a Plan name

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

SCHEDULE H (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection

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

A Name of plan
INDUS TECHNOLOGY, INC. 401K PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0480641

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)		3417
(2) Participant contributions	1b(2)		1787
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	161046	167396
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)	6309046	7823052
(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)		
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	6470092	7995652
	Liabilities			
g	Benefit claims payable	1g		
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	0
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	6470092	7995652

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)	518727	
	(B) Participants	2a(1)(B)	1262516	
	(C) Others (including rollovers)	2a(1)(C)	253107	
	(2) Noncash contributions	2a(2)	0	
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		2034350
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	7284	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		7284
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	0	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		0
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		0

		(a) Amount	(b) Total
2b (5) Unrealized appreciation (depreciation) of assets: (A) Real estate	2b(5)(A)		
(B) Other	2b(5)(B)		
(C) Total unrealized appreciation of assets. Add lines 2b(5)(A) and (B)	2b(5)(C)		0
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		623406
(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)		
c Other income	2c		54
d Total income. Add all **income** amounts in column (b) and enter total	2d		2665094
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	1097102	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines 2e(1) through (3)	2e(4)		1097102
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)	4680	
(2) Contract administrator fees	2i(2)	738	
(3) Investment advisory and management fees	2i(3)	37002	
(4) Other	2i(4)	12	
(5) Total administrative expenses. Add lines 2i(1) through (4)	2i(5)		42432
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		1139534
Net Income and Reconciliation			
k Net income (loss). Subtract line 2j from line 2d	2k		1525560
l Transfers of assets:			
(1) To this plan	2l(1)		0
(2) From this plan	2l(2)		0

Part III Accountant's Opinion

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

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

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

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

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

(1) Name: MOSS ADAMS LLP (2) EIN: 91-0189318

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

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

Part IV Compliance Questions

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

During the plan year:

		Yes	No	Amount
a	Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b	Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		1000000
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3.	4n			

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

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

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

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

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

OMB No. 1210-0110

2010

This Form is Open to Public Inspection.

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

A Name of plan
INDUS TECHNOLOGY, INC. 401K PLAN

B Three-digit plan number (PN) ▶ 001

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

D Employer Identification Number (EIN)
33-0480641

Part I Distributions

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

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

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

EIN(s): 13-2656036

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

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

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

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

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

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

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

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

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

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

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

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

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

Part III Amendments

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

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

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

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

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

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

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

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

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

---

a Name of contributing employer

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

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

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

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

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

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

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

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

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

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

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

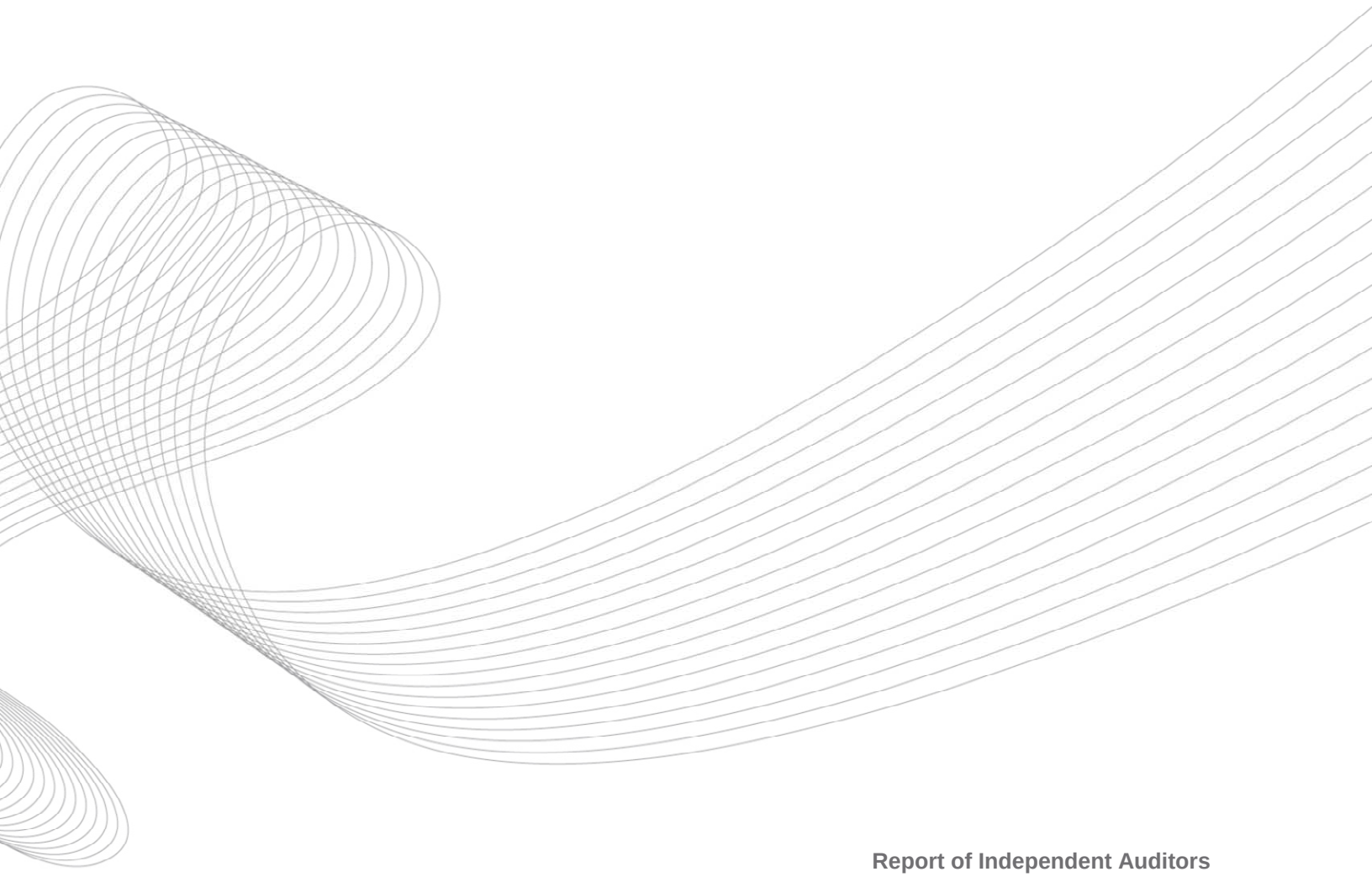
18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding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

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

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

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

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



Report of Independent Auditors
and Financial Statements
with Supplemental Information for

Indus Technology, Inc. 401(k) Plan

December 31, 2010 and 2009

MOSS-ADAMS LLP

Certified Public Accountants | Business Consultants

Acumen. Agility. Answers.

C O N T E N T S

	Page
REPORT OF INDEPENDENT AUDITORS	1
FINANCIAL STATEMENTS	
Statements of Net Assets Available for Benefits	2
Statement of Changes in Net Assets Available for Benefits	3
Notes to Financial Statements	4 – 10
SUPPLEMENTAL SCHEDULE REQUIRED BY THE DEPARTMENT OF LABOR	
Schedule H, Line 4(i) – Schedule of Assets Held (at End of Year)	11 and 12

MOSS-ADAMS LLP
Certified Public Accountants | Business Consultants

WWW.MOSSADAMS.COM
9665 Granite Ridge Drive, Suite 600
San Diego, CA 92123
T (858) 627-1400 F (858) 627-1401

Acumen. Agility. Answers.

REPORT OF INDEPENDENT AUDITORS

To the Trustees of
Indus Technology, Inc. 401(k) Plan

We were engaged to audit the accompanying statements of net assets available for benefits of Indus Technology, Inc. 401(k) Plan (the "Plan") as of December 31, 2010 and 2009, the related statement of changes in net assets available for benefits for the year ended December 31, 2010, and the supplemental Schedule H, line 4(i) – schedule of assets held (at end of year) as of December 31, 2010. These financial statements and supplemental schedule 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 investment information summarized in Note 7, which was certified by The Guardian Insurance & Annuity Company, Inc., the custodian of the Plan, except for comparing such information with the related information included in the financial statements and supplemental schedule. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of December 31, 2010 and 2009, and for the year ended December 31, 2010, that the information provided to the plan administrator by the custodian is complete and accurate.

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

Moss Adams LLP

San Diego, California
August 5, 2011

Praxity MEMBER
GLOBAL ALLIANCE OF INDEPENDENT FIRMS

INDUS TECHNOLOGY, INC. 401(k) PLAN

STATEMENTS OF NET ASSETS AVAILABLE FOR BENEFITS
DECEMBER 31, 2010 AND 2009

	2010	2009
ASSETS		
Investments, at fair value	$ 7,823,053	$ 6,309,046
Receivables:		
Notes receivable from participants	167,396	161,046
Participant	59,368	43,693
Employer	22,123	19,987
	248,887	224,726
NET ASSETS AVAILABLE FOR BENEFITS	$ 8,071,940	$ 6,533,772

INDUS TECHNOLOGY, INC. 401(k) PLAN

STATEMENT OF CHANGES IN NET ASSETS AVAILABLE FOR BENEFITS
YEAR ENDED DECEMBER 31, 2010

ADDITIONS TO NET ASSETS ATTRIBUTED TO:	
Investment income:	
Net appreciation in fair value of investments	$ 623,267
Interest	7,284
	630,551
Contributions	
Participant	1,276,458
Employer	517,447
Rollovers	253,107
	2,047,012
	2,677,563
DEDUCTIONS FROM NET ASSETS ATTRIBUTED TO:	
Benefits paid to participants	1,097,102
Administrative expenses	42,293
	1,139,395
CHANGE IN NET ASSETS AVAILABLE FOR BENEFITS	1,538,168
NET ASSETS AVAILABLE FOR BENEFITS	
Beginning of year	6,533,772
End of year	$ 8,071,940

Note 1 – Description of the Plan

The following description of the Indus Technology, Inc. 401(k) Plan (the "Plan") provides only general information. Participants should refer to the Plan Agreement, as amended, for a more complete description of Plan provisions.

General: The Plan is a 401(k) salary deferral plan covering substantially all employees of Indus Technology, Inc. (the "Company") and is subject to provisions of the Employee Retirement Income Security Act of 1974, as amended ("ERISA"). The Company is the Plan's sponsor and serves as plan administrator.

Eligibility: Employees of the Company are eligible to participate in the Plan upon reaching age 18 and after completing one hour of service in each 12-month eligibility period, as defined by the Plan.

Contributions: Participants may elect to contribute between 1 percent and 100 percent of eligible compensation to the Plan each year. Participants may also contribute amounts representing distributions from other qualified defined benefit or defined contribution plans. During the year ended December 31, 2010, for employer safe harbor contributions, the Company matched 100 percent of employees' contributions up to 3 percent of their compensation, and matched 50 percent of employees' contributions exceeding 3 percent of their compensation, up to 5 percent of compensation.

The Company can also elect to make discretionary contributions to the Plan. Participants must complete 500 hours of service during the Plan year and be employed as of the last day of the Plan year to be eligible to receive any employer discretionary contributions. The Company did not elect to make discretionary contributions for the year ended December 31, 2010.

Contributions are subject to regulatory limitations.

Participant Accounts: Each participant's account is credited with the participant's contribution and allocations of (a) the Company's contribution, and (b) Plan earnings, and charged with an allocation of administrative expenses. Allocations are based on participant earnings or account balances, as defined. The benefit to which a participant is entitled is the benefit that can be provided from the participant's vested account.

Vesting: Participants are fully vested in their salary deferrals, plus actual earnings thereon. All employees are immediately fully vested in all safe harbor contributions made by the employer. Discretionary contributions vest over a six-year period as follows:

Years of Service	Percent Vested
After 2 years	20%
After 3 years	40%
After 4 years	60%
After 5 years	80%
After 6 years	100%

Note 1 – Description of the Plan (Continued)

Notes Receivable from Participants: Participants may borrow from their accounts a minimum of $1,000, up to a maximum equal to the lesser of $50,000 or 50 percent of their vested account balance. Loans are secured by the balance of the participant's account and bear fixed, reasonable rates of interest, as determined by the plan administrator. The maximum loan term is five years unless the loan term qualifies as a home loan, in which case the term of the loan may be issued for a period exceeding five years. Principal and interest are repaid ratably through payroll deductions. A participant may not have more than one loan outstanding at any one time. As of December 31, 2010, the rates of interest on outstanding loans ranged from 4.25 to 9.25 percent, with various maturities through July 2015.

Payment of Benefits: Upon termination of service due to death, disability, retirement, or other reasons, a participant or the participant's beneficiary may elect to receive a lump-sum amount equal to the value of the participant's account balance.

Forfeitures: Forfeitures are the non-vested portion of a participant's account that are lost upon termination of employment. Forfeitures are retained in the Plan and will first be used to reduce future Company contributions, with any remaining amount used to pay Plan administrative expenses. At December 31, 2010 and 2009, there were no forfeited non-vested amounts.

Note 2 – Summary of Significant Accounting Policies

Basis of Accounting: The financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America using the accrual method of accounting.

Use of Estimates: The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires the use of estimates and assumptions that affect the reported amounts of net assets available for benefits and changes therein, and disclosure of contingent assets and liabilities. Accordingly, actual results could differ from those estimates.

Recent Accounting Pronouncements: In January 2010, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2010-06, *Fair Value Measurements and Disclosures (Topic 820) – Improving Disclosures about Fair Value Measurements*. The new guidance requires additional disclosures about transfers between levels within the fair value hierarchy and clarifies existing disclosure requirements regarding classes of assets and liabilities measured at fair value. The new guidance requires the Plan to: (a) disclose separately the amounts of significant transfers into and out of each level of the fair value hierarchy and describe the reasons for those transfers; (b) disclose and consistently follow the Plan's policy for determining when transfers between levels of the fair value hierarchy are recognized; and (c) present information about purchases, sales, issuances, and settlements on a gross basis in the reconciliation of the beginning and ending balance of Level 3 fair value measurements. The new guidance is effective for reporting periods beginning after December 15, 2009, except for the Level 3 reconciliation disclosures which are effective for reporting periods beginning after December 15, 2010. The Plan adopted this guidance on January 1, 2010. See Note 4.

Note 2 – Summary of Significant Accounting Policies (Continued)

In September 2010, the FASB issued ASU 2010-25, *Plan Accounting - Defined Contribution Pension Plans*, which amends existing guidance by requiring participant loans to be classified as notes receivable from participants, which are segregated from plan investments and measured at their unpaid principal balance plus any accrued but unpaid interest. The amendments to the Accounting Standards Codification included in ASU 2010-25 are effective for fiscal years ending after December 15, 2010. The Plan has adopted this guidance effective December 31, 2010 and has reclassified participant loans of $167,396 and $161,046 for the years ended December 31, 2010 and 2009, respectively, from investments to notes receivable from participants.

Investment Valuation: Investments are stated at fair value as certified by the Plan's custodian, The Guardian Insurance & Annuity Company, Inc.

Fair value is the price that would be received to sell an asset or paid to transfer a liability (i.e., the "exit price") in an orderly transaction between market participants at the measurement date. See Note 4 for discussion of fair value measurement.

Income Recognition: Purchases and sales of securities are recorded on a trade date basis. Dividends are recorded on the ex-dividend date. Interest income is recorded on the accrual basis. The net appreciation (depreciation) in fair value of investments consists of both the realized gains or losses and unrealized appreciation and depreciation of those investments.

Notes Receivable from Participants: Notes receivable from participants are measured at amortized cost, which represents unpaid principal balance plus accrued but unpaid interest, and are classified as notes receivable.

Payment of Benefits: Benefits are recorded when paid.

Expenses: Administrative expenses and certain transaction fees are paid out of the assets of the Plan.

Subsequent Events: Subsequent events are events or transactions that occur after the statement of net assets available for benefits date, but before the financial statements are issued. The Plan recognizes in the financial statements the effects of all subsequent events that provide additional evidence about conditions that existed at the date of the statements of net assets available for benefits, including the estimates inherent in the process of preparing the financial statements. The Plan's financial statements do not recognize subsequent events that provide evidence about conditions that did not exist at the date of the statements of net assets available for benefits, but arose after the statements of net assets available for benefits date and before the financial statements are issued.

The Plan has evaluated subsequent events through August 5, 2011, which is the date the financial statements were issued.

Note 3 – Investments

Investments representing 5 percent or more of net assets available for benefits consist of the following as of December 31:

		2010
Pooled Separate Accounts		
SSgA S&P 500 Index SL Fund	$	1,598,045
Benefit Stadion Growth ETF		1,198,809
Benefit Stadion Moderate ETF		1,155,267
SSgA U.S. Bond Market Index SL Fund		741,174
SSgA Int'l Index SL Fund		546,451
SSgA Russell SC Index SL Fund		435,035

		2009
Pooled Separate Accounts		
SSgA S&P 500 Index SL Fund	$	1,186,401
American Century Equity Income Fund		1,140,662
BlackRock Equity Dividend Fund		1,137,437
SSgA U.S. Bond Market Index SL Fund		787,364
SSgA Int'l Index SL Fund		371,806

The Plan's investments in pooled separate accounts (including investments purchased, sold, as well as held during the year) appreciated in value in the amount of $623,267 during the year ended December 31, 2010.

Note 4 – Fair Value Measurement

In accordance with authoritative guidance, the Plan classifies its investments based upon an established 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 measurement) and the lowest priority to unobservable inputs (Level 3 measurement). The three levels of the fair value hierarchy are described below:

Level 1: Unadjusted quoted prices in active markets that are accessible at the measurement date for identical, unrestricted assets or liabilities;

Level 2: Quoted prices in markets that are not considered to be active or financial instruments without quoted market prices, but for which all significant inputs are observable, either directly or indirectly; and

Level 3: Prices or valuations that require inputs that are both significant to the fair value measurement and unobservable.

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

Following is a description of the valuation methodologies used for assets measured at fair value. There have been no changes in the methodologies used at December 31, 2010 and 2009.

Note 4 –Fair Value Measurement (Continued)

Units held in pooled separate accounts ("PSAs") are valued using the net asset value ("NAV") of the fund. The NAV is based on the fair value of the underlying assets owned by the fund, minus its liabilities, and then divided by the number of units outstanding. The net asset value of a pooled separate account is calculated based on a compilation of primarily observable market information. The number of units of the fund that are outstanding on the calculation date is derived from observable purchase and redemption activity in the fund. Accordingly, the unit value for a pooled separate account is classified within Level 2 of the valuation hierarchy. The Plan invests in the following pooled investment funds:

- SSgA S&P 500 Index SL Fund – the fund seeks to replicate the total return of the S&P 500 Index.
- Benefit Stadion Growth ETF – the fund seeks long-term capital appreciation while maintaining a degree of emphasis on capital preservation.
- Benefit Stadion Moderate ETF – the fund seeks long-term capital appreciation, while maintaining a secondary emphasis on capital preservation.
- SSgA U.S. Bond Market Index SL Fund – the fund seeks to maximize total return by investing in fixed income securities, including, but not limited to, those represented by the Barclays Capital U.S. Aggregate Bond Index.
- SSgA Int'l Index SL Fund – the fund seeks to provide long-term capital growth by investing primarily in securities of foreign issuers.
- SSgA Russell SC Index SL Fund – the fund seeks to maximize total return through investments in equity securities; at least 80 percent of the total assets will be invested in small capitalization equity securities.

There are no redemption restrictions on any of the PSAs.

The following tables disclose by level the fair value hierarchy of the Plan's assets at fair value as of December 31, 2010 and 2009:

	Investment Assets at Fair Value as of December 31, 2010			
	Level 1	Level 2	Level 3	Total
Participant-Directed Investments				
Pooled separate accounts:				
International/global	$ -	$ 923,120	$ -	$ 923,120
Large-Cap	-	1,947,940	-	1,947,940
Mid-Cap	-	101,700	-	101,700
Small-Cap	-	516,321	-	516,321
Sector	-	62,584	-	62,584
Balanced/lifestyle	-	2,878,884	-	2,878,884
Fixed income	-	1,087,404	-	1,087,404
Cash/stable value	-	305,100	-	305,100
	$ -	$ 7,823,053	$ -	$ 7,823,053

	Investment Assets at Fair Value as of December 31, 2009			
	Level 1	Level 2	Level 3	Total
Participant-Directed Investments				
Pooled separate accounts:				
International/global	$ -	$ 675,068	$ -	$ 675,068
Large-Cap	-	3,690,792	-	3,690,792
Mid-Cap	-	113,563	-	113,563
Small-Cap	-	346,998	-	346,998
Sector	-	63,090	-	63,090
Balanced/lifestyle	-	100,945	-	100,945
Fixed income	-	1,091,465	-	1,091,465
Cash/stable value	-	227,125	-	227,125
	$ -	$ 6,309,046	$ -	$ 6,309,046

Note 5 – Tax Status

The Plan document is a prototype defined contribution plan that received a favorable opinion letter from the Internal Revenue Service on March 31, 2008, which stated that the Plan, as then designed, was in accordance with applicable sections of the Internal Revenue Code ("IRC"). Although the Plan has been amended since receiving the opinion letter, the plan administrator believes that the Plan is designed and is currently being operated in compliance with the applicable requirements of the IRC.

Note 6 – Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks, such as interest rate, market volatility, and credit risks. It is reasonably possible, given the level of risk associated with investment securities, that changes in the near-term could materially affect a participant's account balance and the amounts reported in the financial statements.

Note 7 – Information Certified by the Custodian

The plan administrator has elected the method of compliance permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under ERISA. Accordingly, The Guardian Insurance & Annuity Company, Inc., the custodian of the Plan, has certified to the completeness and accuracy of:

- Investments reflected on the accompanying statements of net assets available for benefits as of December 31, 2010 and 2009;
- Net appreciation in fair value of investments reflected on the accompanying statement of changes in net assets available for benefits for the year ended December 31, 2010;
- Investment information in Note 3 and fair value information in Note 4; and
- Investments, excluding participant loans, reflected on the supplemental schedule of assets held (at end of year).

Note 8 – Party-in-Interest Transactions

Plan investments include shares of pooled separate accounts' funds managed by The Guardian Insurance & Annuity Company, Inc. The Guardian Insurance & Annuity Company, Inc. is the custodian of the Plan and, therefore, transactions with this entity qualify as exempt party-in-interest transactions. Fees paid by the Plan for investment management services were $37,002 for the year ended December 31, 2010.

Trombino Pension Administrators, Inc. is the recordkeeper of the Plan, and, therefore, transactions with this entity qualify as exempt party-in-interest transactions. Fees paid by the Plan to Trombino Pension Administrators, Inc. for recordkeeping services were $4,680 for the year ended December 31, 2010.

Note 9 – Plan Termination

Although it has not expressed any intention 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 percent vested in their employer contributions.

Note 10 – Reconciliation to Form 5500

The following are reconciliations of net assets available for benefits between the financial statements and the Form 5500 as of December 31:

	2010	2009
Net assets available for benefits per financial statements	$ 8,071,940	$ 6,533,772
Less receivables not included on Form 5500 until received	(81,488)	(63,680)
Net assets available for benefits per Form 5500	$ 7,990,452	$ 6,470,092

The following is a reconciliation of contributions for the year ended December 31, 2010:

Participant contributions per financial statements	$ 1,276,458
Less participant contributions receivable, 2010	(59,368)
Add participant contributions receivable, 2009	43,693
Participant contributions per Form 5500	$ 1,260,783
Employer contributions per financial statements	$ 517,447
Less employer contributions receivable, 2010	(18,705)
Add employer contributions receivable, 2009	19,987
Employer contributions per Form 5500	$ 518,729

SUPPLEMENTAL SCHEDULE
REQUIRED BY THE DEPARTMENT OF LABOR

INDUS TECHNOLOGY, INC. 401(k) PLAN

EIN#: 33-0480641
PLAN #: 001
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS HELD (AT END OF YEAR)
DECEMBER 31, 2010

(a)	(b) Identity of Issuer, Borrower, Lessor or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par Value, or Maturity Value	(d) Cost	(e) Current Value
Pooled Separate Accounts:				
*	The Guardian Insurance & Annuity Company, Inc.	SSgA S&P 500 Index SL Fund	**	$ 1,598,045
*	The Guardian Insurance & Annuity Company, Inc.	Benefit Stadion Growth ETF	**	1,198,809
*	The Guardian Insurance & Annuity Company, Inc.	Benefit Stadion Moderate ETF	**	1,155,267
*	The Guardian Insurance & Annuity Company, Inc.	SSgA U.S. Bond Market Index SL Fund	**	741,174
*	The Guardian Insurance & Annuity Company, Inc.	SSgA Int'l Index SL Fund	**	546,451
*	The Guardian Insurance & Annuity Company, Inc.	SSgA Russell SC Index SL Fund	**	435,035
*	The Guardian Insurance & Annuity Company, Inc.	RS Emerging Markets Fund	**	248,404
*	The Guardian Insurance & Annuity Company, Inc.	Benefit Stadion Conserv ETF	**	217,457
*	The Guardian Insurance & Annuity Company, Inc.	American Century Strategic Allocation: Mod Invstr	**	187,945
*	The Guardian Insurance & Annuity Company, Inc.	SSgA Short Term Investment Fund	**	164,279
*	The Guardian Insurance & Annuity Company, Inc.	RS Money Market Fund	**	140,560
*	The Guardian Insurance & Annuity Company, Inc.	PIMCO Short-Term Fund	**	128,465
*	The Guardian Insurance & Annuity Company, Inc.	Janus Adviser Forty Fund	**	84,122
*	The Guardian Insurance & Annuity Company, Inc.	T. Rowe Price Growth Stock Fund	**	52,667
*	The Guardian Insurance & Annuity Company, Inc.	American Century Equity Income Fund	**	50,479
*	The Guardian Insurance & Annuity Company, Inc.	Delaware VIP Emerging Markets Fund	**	48,275
*	The Guardian Insurance & Annuity Company, Inc.	JP Morgan Small Cap Equity Fund	**	47,810
*	The Guardian Insurance & Annuity Company, Inc.	American Century Real Estate Fund	**	46,150
*	The Guardian Insurance & Annuity Company, Inc.	American Century Strategic Allocation: Agg Invstr	**	45,923
*	The Guardian Insurance & Annuity Company, Inc.	American Century Inflation Adj Bond	**	35,931
*	The Guardian Insurance & Annuity Company, Inc.	Delaware VIP Diversified Income Fund	**	35,419
*	The Guardian Insurance & Annuity Company, Inc.	T. Rowe Price Retirement 2030	**	32,252
*	The Guardian Insurance & Annuity Company, Inc.	Janus Balanced Fund	**	27,978
*	The Guardian Insurance & Annuity Company, Inc.	MFS Government Securities Fund	**	27,815
*	The Guardian Insurance & Annuity Company, Inc.	Goldman Sachs Short-Dur Gov't	**	27,230
*	The Guardian Insurance & Annuity Company, Inc.	RS International Growth Fund	**	26,888
*	The Guardian Insurance & Annuity Company, Inc.	RS High Yield Bond Fund	**	26,484
*	The Guardian Insurance & Annuity Company, Inc.	American Century Value Fund	**	26,445
*	The Guardian Insurance & Annuity Company, Inc.	Fidelity Advisor Mid Cap Fund	**	25,801
*	The Guardian Insurance & Annuity Company, Inc.	Fidelity Advisor Small Cap Fund	**	23,385
*	The Guardian Insurance & Annuity Company, Inc.	Janus Enterprise Fund	**	22,160
*	The Guardian Insurance & Annuity Company, Inc.	Goldman Sachs Mid Cap Value Fund	**	21,962
*	The Guardian Insurance & Annuity Company, Inc.	MFS Mid Cap Growth Fund	**	21,753
*	The Guardian Insurance & Annuity Company, Inc.	Fidelity Advisor Equity Growth Fund	**	21,669
*	The Guardian Insurance & Annuity Company, Inc.	RS Large Cap Alpha Fund	**	21,008
*	The Guardian Insurance & Annuity Company, Inc.	Dreyfus S&P 500 Index Fund	**	19,370
*	The Guardian Insurance & Annuity Company, Inc.	Templeton Global Fund	**	18,947
*	The Guardian Insurance & Annuity Company, Inc.	Janus Overseas Fund	**	16,948
*	The Guardian Insurance & Annuity Company, Inc.	Dreyfus Interm Term Income	**	16,391

INDUS TECHNOLOGY, INC. 401(k) PLAN

EIN#: 33-0480641
PLAN #: 001
SCHEDULE H, LINE 4(i) – SCHEDULE OF ASSETS HELD (AT END OF YEAR) (CONTINUED)
DECEMBER 31, 2010

(a)	(b) Identity of Issuer, Borrower, Lessor or Similar Party	(c) Description of Investment, including Maturity Date, Rate of Interest, Collateral, Par Value, or Maturity Value	(d) Cost	(e) Current Value
Pooled Separate Accounts:				
*	The Guardian Insurance & Annuity Company, Inc.	Fidelity Advisor High Income Advantage	**	$ 15,996
*	The Guardian Insurance & Annuity Company, Inc.	PIMCO Total Return Fund	**	14,743
*	The Guardian Insurance & Annuity Company, Inc.	Janus Worldwide Fund	**	14,651
*	The Guardian Insurance & Annuity Company, Inc.	Davis New York Venture Fund	**	14,200
*	The Guardian Insurance & Annuity Company, Inc.	MFS Utilities Fund	**	12,909
*	The Guardian Insurance & Annuity Company, Inc.	Invesco Basic Value Fund	**	12,538
*	The Guardian Insurance & Annuity Company, Inc.	Dreyfus International Fund	**	12,247
*	The Guardian Insurance & Annuity Company, Inc.	T. Rowe Price Equity Income Fund	**	10,773
*	The Guardian Insurance & Annuity Company, Inc.	Columbia Marsico Growth Fund	**	10,253
*	The Guardian Insurance & Annuity Company, Inc.	SSgA S&P Mid Cap Index SL Fund	**	9,505
*	The Guardian Insurance & Annuity Company, Inc.	MFS Mass Investors Growth	**	9,224
*	The Guardian Insurance & Annuity Company, Inc.	American Century Strategic Allocation: Con Invstr	**	9,040
*	The Guardian Insurance & Annuity Company, Inc.	Fidelity Advisor Overseas Fund	**	6,057
*	The Guardian Insurance & Annuity Company, Inc.	RS Small Cap Equity Fund	**	5,943
*	The Guardian Insurance & Annuity Company, Inc.	Franklin Growth Fund	**	4,691
*	The Guardian Insurance & Annuity Company, Inc.	Invesco Basic Value Fund	**	4,664
*	The Guardian Insurance & Annuity Company, Inc.	Janus Fund	**	4,616
*	The Guardian Insurance & Annuity Company, Inc.	Goldman Sachs Small Cap Value Fund	**	4,410
*	The Guardian Insurance & Annuity Company, Inc.	JP Morgan Mid Cap Growth Fund	**	3,311
*	The Guardian Insurance & Annuity Company, Inc.	Templeton Foreign Fund	**	3,184
*	The Guardian Insurance & Annuity Company, Inc.	T. Rowe Price Retirement 2020	**	1,610
*	The Guardian Insurance & Annuity Company, Inc.	BlackRock Global Allocation	**	1,265
*	The Guardian Insurance & Annuity Company, Inc.	Fidelity Growth Opportunities	**	1,060
*	The Guardian Insurance & Annuity Company, Inc.	Fidelity Value Strategies Fund	**	826
*	The Guardian Insurance & Annuity Company, Inc.	American Century Income & Growth Fund	**	798
*	The Guardian Insurance & Annuity Company, Inc.	Fidelity Advisor Equity Income Fund	**	760
*	The Guardian Insurance & Annuity Company, Inc.	RS Investment Quality Bond Fund	**	377
*	The Guardian Insurance & Annuity Company, Inc.	American Century Ultra Investor Fund	**	132
*	The Guardian Insurance & Annuity Company, Inc.	American Century Vista	**	109
*	The Guardian Insurance & Annuity Company, Inc.	Lord Abbett Short Duration Inc.	**	8
				7,823,053
*	Loans to participants	Interest rates range from 4.25 percent to 9.25 percent, maturing through July 2015	-	167,396
				$ 7,990,449

* *Indicates party-in-interest.*
** *Information is not required, as investments are participant-directed.*

Schedule H, Line 4i
Schedule of Assets (Held At End of Year)

Name of Plan:

► **INDUS Technologies, Inc.**

ification Number:►

For plan year (beginning/ending):► 1/1/2010 ending 12/31/2010 Plan number:► 001

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value	(d) Cost	(e) Current value
*	Am Cen Strat Alloc: Con Invstr	Value of Interest in Pooled Sep Accts	8,408.64	9,040.02
*	Am Cen Strat Alloc: Mod Invstr	Value of Interest in Pooled Sep Accts	162,215.06	187,945.86
*	Am Cen Strat Alloc: Agg Invstr	Value of Interest in Pooled Sep Accts	38,013.83	45,923.27
*	Am Cent Inflation Adj Bond	Value of Interest in Pooled Sep Accts	35,097.45	35,931.05
*	Amer Century Income & Growth	Value of Interest in Pooled Sep Accts	728.00	798.18
*	American Century: Ultra Inv	Value of Interest in Pooled Sep Accts	124.72	132.20
*	American Century: Value Fund	Value of Interest in Pooled Sep Accts	22,538.50	26,445.13
*	American Century Equity Income	Value of Interest in Pooled Sep Accts	45,823.94	50,479.41
*	American Century Real Estate	Value of Interest in Pooled Sep Accts	42,752.44	46,150.21
*	American Century Vista	Value of Interest in Pooled Sep Accts	99.82	108.62
*	Benefit Stadion Conserv ETF	Value of Interest in Pooled Sep Accts	209,882.75	217,456.53
*	Benefit Stadion Moderate ETF	Value of Interest in Pooled Sep Accts	1,099,520.63	1,155,266.80
*	Benefit Stadion Growth ETF	Value of Interest in Pooled Sep Accts	1,134,662.44	1,198,809.05
*	BlackRock Global Allocation	Value of Interest in Pooled Sep Accts	1,248.80	1,264.83
*	Columbia Marsico Growth Fund	Value of Interest in Pooled Sep Accts	8,896.45	10,252.80
*	Davis NY Venture Fund	Value of Interest in Pooled Sep Accts	12,069.33	14,200.47
*	Delaware VIP Diversified Inc	Value of Interest in Pooled Sep Accts	30,348.16	35,419.13
*	Delaware VIP Emerging Markets	Value of Interest in Pooled Sep Accts	43,689.67	48,274.53
*	Dreyfus Interm Term Income	Value of Interest in Pooled Sep Accts	16,416.14	16,390.91
*	Dreyfus International Value	Value of Interest in Pooled Sep Accts	13,364.63	12,247.38
*	Dreyfus S&P 500 Index Fund	Value of Interest in Pooled Sep Accts	16,199.85	19,370.19
*	Fidelity Equity Income Fund	Value of Interest in Pooled Sep Accts	617.48	759.78
*	Fidelity Equity Growth Fund	Value of Interest in Pooled Sep Accts	21,670.82	21,669.17
*	Fidelity Growth Opportunities	Value of Interest in Pooled Sep Accts	921.48	1,059.83
*	Fidelity High Income Advantage	Value of Interest in Pooled Sep Accts	13,386.96	15,995.69
*	Fidelity Mid Cap Fund	Value of Interest in Pooled Sep Accts	21,569.57	25,800.96
*	Fidelity Overseas Fund	Value of Interest in Pooled Sep Accts	5,422.48	6,056.50
*	Fidelity Small Cap Fund	Value of Interest in Pooled Sep Accts	19,425.76	23,384.96
*	Fidelity Value Strategies Fund	Value of Interest in Pooled Sep Accts	728.00	825.84
*	Franklin Growth Fund	Value of Interest in Pooled Sep Accts	4,196.15	4,690.61
*	Goldman Sachs Mid Cap Value	Value of Interest in Pooled Sep Accts	20,043.50	21,962.19
*	Goldman Sachs Short-Dur Gov't	Value of Interest in Pooled Sep Accts	26,658.60	27,230.10
*	Goldman Sachs Small Cap Value	Value of Interest in Pooled Sep Accts	3,644.63	4,410.49
*	Invesco Basic Value Fund	Value of Interest in Pooled Sep Accts	3,781.97	4,664.19
*	Invesco Constellation Fund	Value of Interest in Pooled Sep Accts	10,863.95	12,537.57
*	JPMorgan Mid Cap Growth Fund	Value of Interest in Pooled Sep Accts	2,946.27	3,310.78
*	JPMorgan Small Cap Equity Fund	Value of Interest in Pooled Sep Accts	40,099.56	47,810.30

*	Janus Balanced Fund	Value of Interest in Pooled Sep Accts	23,847.19	27,977.63
*	Janus Enterprise Fund	Value of Interest in Pooled Sep Accts	18,694.73	22,159.75
*	Janus Forty Fund	Value of Interest in Pooled Sep Accts	79,710.19	84,122.03
*	Janus Fund	Value of Interest in Pooled Sep Accts	4,323.35	4,616.24
*	Janus Overseas Fund	Value of Interest in Pooled Sep Accts	15,785.71	16,948.35
*	Janus Worldwide Fund	Value of Interest in Pooled Sep Accts	12,918.56	14,651.10
*	Lord Abbett Short Duration Inc	Value of Interest in Pooled Sep Accts	8.30	8.33
*	MFS Government Securities Fund	Value of Interest in Pooled Sep Accts	27,104.37	27,814.91
*	MFS Mass Investors Growth	Value of Interest in Pooled Sep Accts	7,986.15	9,224.08
*	MFS Mid Cap Growth Fund	Value of Interest in Pooled Sep Accts	18,872.62	21,753.31
*	MFS Utilities Fund	Value of Interest in Pooled Sep Accts	10,976.51	12,909.09
*	PIMCO Short-Term Fund	Value of Interest in Pooled Sep Accts	127,277.37	128,465.22
*	PIMCO Total Return Fund	Value of Interest in Pooled Sep Accts	14,762.29	14,743.20
*	RS Emerging Markets Fund	Value of Interest in Pooled Sep Accts	203,294.62	248,404.17
*	RS High Yield Bond Fund	Value of Interest in Pooled Sep Accts	25,129.69	26,483.73
*	RS International Growth Fund	Value of Interest in Pooled Sep Accts	21,010.20	26,887.75
*	RS Investment Quality Bond	Value of Interest in Pooled Sep Accts	360.52	377.37
*	RS Large Cap Alpha Fund	Value of Interest in Pooled Sep Accts	16,433.32	21,007.72
*	RS Money Market Fund	Value of Interest in Pooled Sep Accts	141,449.56	140,559.91
*	RS Small Cap Equity Fund	Value of Interest in Pooled Sep Accts	5,334.44	5,942.57
*	SSgA Int'l Index SL Fund	Value of Interest in Pooled Sep Accts	472,231.83	546,450.79
*	SSgA Russell SC Index SL Fund	Value of Interest in Pooled Sep Accts	328,519.06	435,035.00
*	SSgA S&P 500 Index SL Fund	Value of Interest in Pooled Sep Accts	1,318,868.28	1,598,043.42
*	SSgA S&P MC Index SL Fund	Value of Interest in Pooled Sep Accts	7,372.35	9,504.60
*	SSgA Short Term Investment Fund	Value of Interest in Pooled Sep Accts	166,342.22	164,278.82
*	SSgA U.S. Bond Index SL Fund	Value of Interest in Pooled Sep Accts	693,193.33	741,174.41
*	T. Rowe Price Equity Income	Value of Interest in Pooled Sep Accts	9,034.37	10,773.09
*	T. Rowe Price Growth Stock	Value of Interest in Pooled Sep Accts	45,569.25	52,667.04
*	T. Rowe Price Retirement 2020	Value of Interest in Pooled Sep Accts	1,515.25	1,610.07
*	T. Rowe Price Retirement 2030	Value of Interest in Pooled Sep Accts	28,994.60	32,252.14
*	Templeton Foreign Fund	Value of Interest in Pooled Sep Accts	2,521.61	3,184.03
*	Templeton Global Fund	Value of Interest in Pooled Sep Accts	1,835.99	18,947.27
	Sub-Total		6,989,356.26	7,823,052.67
*	Loan Fund	Interest Rate - 4.25% to 9.25%	167,395.90	167,395.90
	Totals		7,156,752.16	7,990,448.57
*	Indicates Party-in-Interest			