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| <b>Form 5500</b><br><br>Department of the Treasury<br>Internal Revenue Service<br><br>Department of Labor<br>Employee Benefits Security<br>Administration<br><br>Pension Benefit Guaranty Corporation | <b>Annual Return/Report of Employee Benefit Plan</b><br><br>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).<br><br><p style="text-align: center;">▶ <b>Complete all entries in accordance with the instructions to the Form 5500.</b></p> | OMB Nos. 1210-0110<br>1210-0089<br><br><b>2010</b><br><br><b>This Form is Open to Public Inspection</b> |
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| <b>Part I</b>                                                                                            | <b>Annual Report Identification Information</b>                                                                                                                                                                                           |
| For calendar plan year 2010 or fiscal plan year beginning <u>01/01/2010</u> and ending <u>12/31/2010</u> |                                                                                                                                                                                                                                           |
| <b>A</b> This return/report is for:                                                                      | <input type="checkbox"/> a multiemployer plan; <input type="checkbox"/> a multiple-employer plan; or<br><input checked="" type="checkbox"/> a single-employer plan; <input type="checkbox"/> a DFE (specify) ____                         |
| <b>B</b> This return/report is:                                                                          | <input type="checkbox"/> the first return/report; <input type="checkbox"/> the final return/report;<br><input type="checkbox"/> an amended return/report; <input type="checkbox"/> a short plan year return/report (less than 12 months). |
| <b>C</b> If the plan is a collectively-bargained plan, check here. . . . .                               | <input type="checkbox"/>                                                                                                                                                                                                                  |
| <b>D</b> Check box if filing under:                                                                      | <input checked="" type="checkbox"/> Form 5558; <input type="checkbox"/> automatic extension; <input type="checkbox"/> the DFVC program;<br><input type="checkbox"/> special extension (enter description)                                 |

|                                                                                                                                                                                                                                             |                                                                                                                                                                                                                                                                                                                                        |                                                                     |                                                             |                                                             |  |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------|-------------------------------------------------------------|-------------------------------------------------------------|--|
| <b>Part II</b>                                                                                                                                                                                                                              | <b>Basic Plan Information</b> —enter all requested information                                                                                                                                                                                                                                                                         |                                                                     |                                                             |                                                             |  |
| <b>1a</b> Name of plan<br><u>DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN</u>                                                                                                                                                               | <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 80%;"><b>1b</b> Three-digit plan number (PN) ▶</td> <td style="width: 20%; text-align: center;"><u>001</u></td> </tr> <tr> <td colspan="2"><b>1c</b> Effective date of plan<br/><u>07/13/2008</u></td> </tr> </table>                        | <b>1b</b> Three-digit plan number (PN) ▶                            | <u>001</u>                                                  | <b>1c</b> Effective date of plan<br><u>07/13/2008</u>       |  |
| <b>1b</b> Three-digit plan number (PN) ▶                                                                                                                                                                                                    | <u>001</u>                                                                                                                                                                                                                                                                                                                             |                                                                     |                                                             |                                                             |  |
| <b>1c</b> Effective date of plan<br><u>07/13/2008</u>                                                                                                                                                                                       |                                                                                                                                                                                                                                                                                                                                        |                                                                     |                                                             |                                                             |  |
| <b>2a</b> Plan sponsor's name and address (employer, if for a single-employer plan)<br>(Address should include room or suite no.)<br><u>DAYTON PROGRESS CORPORATION</u><br><br><u>500 PROGRESS ROAD</u><br><u>WEST CARROLLTON, OH 45449</u> | <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td><b>2b</b> Employer Identification Number (EIN)<br/><u>31-0533428</u></td> </tr> <tr> <td><b>2c</b> Sponsor's telephone number<br/><u>937-859-5111</u></td> </tr> <tr> <td><b>2d</b> Business code (see instructions)<br/><u>333510</u></td> </tr> </table> | <b>2b</b> Employer Identification Number (EIN)<br><u>31-0533428</u> | <b>2c</b> Sponsor's telephone number<br><u>937-859-5111</u> | <b>2d</b> Business code (see instructions)<br><u>333510</u> |  |
| <b>2b</b> Employer Identification Number (EIN)<br><u>31-0533428</u>                                                                                                                                                                         |                                                                                                                                                                                                                                                                                                                                        |                                                                     |                                                             |                                                             |  |
| <b>2c</b> Sponsor's telephone number<br><u>937-859-5111</u>                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                        |                                                                     |                                                             |                                                             |  |
| <b>2d</b> Business code (see instructions)<br><u>333510</u>                                                                                                                                                                                 |                                                                                                                                                                                                                                                                                                                                        |                                                                     |                                                             |                                                             |  |

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

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

|                  |                                                   |            |                                                              |
|------------------|---------------------------------------------------|------------|--------------------------------------------------------------|
| <b>SIGN HERE</b> | Filed with authorized/valid electronic signature. | 09/30/2011 | CATHERINE R. GALLAGHER                                       |
|                  | Signature of plan administrator                   | Date       | Enter name of individual signing as plan administrator       |
| <b>SIGN HERE</b> |                                                   |            |                                                              |
|                  | Signature of employer/plan sponsor                | Date       | Enter name of individual signing as employer or plan sponsor |
| <b>SIGN HERE</b> |                                                   |            |                                                              |
|                  | Signature of DFE                                  | Date       | Enter name of individual signing as DFE                      |

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

Form 5500 (2010)  
v.092307.1

|                                                                                                                                                                              |                                                                                                               |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|
| <b>3a</b> Plan administrator's name and address (if same as plan sponsor, enter "Same")<br>DAYTON PROGRESS CORPORATION<br><br>500 PROGRESS ROAD<br>WEST CARROLLTON, OH 45449 | <b>3b</b> Administrator's EIN<br>31-0533428<br><br><b>3c</b> Administrator's telephone number<br>937-859-5111 |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|

|                                                                                                                                                                                                                       |                                   |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|
| <b>4</b> 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:<br><br><b>a</b> Sponsor's name | <b>4b</b> EIN<br><br><b>4c</b> PN |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|

|                                                                         |          |     |
|-------------------------------------------------------------------------|----------|-----|
| <b>5</b> Total number of participants at the beginning of the plan year | <b>5</b> | 627 |
|-------------------------------------------------------------------------|----------|-----|

|                                                                                                                                                        |           |      |
|--------------------------------------------------------------------------------------------------------------------------------------------------------|-----------|------|
| <b>6</b> Number of participants as of the end of the plan year (welfare plans complete only lines <b>6a</b> , <b>6b</b> , <b>6c</b> , and <b>6d</b> ). |           |      |
| <b>a</b> Active participants.....                                                                                                                      | <b>6a</b> | 721  |
| <b>b</b> Retired or separated participants receiving benefits.....                                                                                     | <b>6b</b> | 0    |
| <b>c</b> Other retired or separated participants entitled to future benefits.....                                                                      | <b>6c</b> | 370  |
| <b>d</b> Subtotal. Add lines <b>6a</b> , <b>6b</b> , and <b>6c</b> .....                                                                               | <b>6d</b> | 1091 |
| <b>e</b> Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.....                                              | <b>6e</b> | 0    |
| <b>f</b> Total. Add lines <b>6d</b> and <b>6e</b> .....                                                                                                | <b>6f</b> | 1091 |
| <b>g</b> Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item).....         | <b>6g</b> | 1050 |
| <b>h</b> Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested.....             | <b>6h</b> | 5    |

|                                                                                                                                      |          |  |
|--------------------------------------------------------------------------------------------------------------------------------------|----------|--|
| <b>7</b> Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item) ..... | <b>7</b> |  |
|--------------------------------------------------------------------------------------------------------------------------------------|----------|--|

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

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

|                                                                                                                                                                                                                                                                                               |                                                                                                                                                                                                                                                                                               |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>9a</b> Plan funding arrangement (check all that apply)<br>(1) <input type="checkbox"/> Insurance<br>(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts<br>(3) <input checked="" type="checkbox"/> Trust<br>(4) <input type="checkbox"/> General assets of the sponsor | <b>9b</b> Plan benefit arrangement (check all that apply)<br>(1) <input type="checkbox"/> Insurance<br>(2) <input type="checkbox"/> Code section 412(e)(3) insurance contracts<br>(3) <input checked="" type="checkbox"/> Trust<br>(4) <input type="checkbox"/> General assets of the sponsor |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|

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

**a Pension Schedules**

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

**b General Schedules**

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

|                                                                                                                                                                                                                           |                                                                                                                                                                                                                        |                                                             |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------|
| <b>SCHEDULE C</b><br><b>(Form 5500)</b><br><br>Department of the Treasury<br>Internal Revenue Service<br><br>Department of Labor<br>Employee Benefits Security Administration<br><br>Pension Benefit Guaranty Corporation | <b>Service Provider Information</b><br><br>This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA).<br><br>▶ <b>File as an attachment to Form 5500.</b> | OMB No. 1210-0110                                           |
|                                                                                                                                                                                                                           |                                                                                                                                                                                                                        | <b>2010</b>                                                 |
|                                                                                                                                                                                                                           |                                                                                                                                                                                                                        | <b>This Form is Open to Public Inspection.</b>              |
| For calendar plan year 2010 or fiscal plan year beginning 01/01/2010 and ending 12/31/2010                                                                                                                                |                                                                                                                                                                                                                        |                                                             |
| <b>A</b> Name of plan<br>DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN                                                                                                                                                     |                                                                                                                                                                                                                        | <b>B</b> Three-digit plan number (PN) ▶ 001                 |
| <b>C</b> Plan sponsor's name as shown on line 2a of Form 5500<br>DAYTON PROGRESS CORPORATION                                                                                                                              |                                                                                                                                                                                                                        | <b>D</b> Employer Identification Number (EIN)<br>31-0533428 |

|               |                                                        |
|---------------|--------------------------------------------------------|
| <b>Part I</b> | <b>Service Provider Information (see instructions)</b> |
|---------------|--------------------------------------------------------|

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>(b)</b> Enter name and EIN or address of person who provided you disclosures on eligible indirect compensation |
|-------------------------------------------------------------------------------------------------------------------|

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

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

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

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

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

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

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

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

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

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

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

THE VANGUARD GROUP, INC.

23-1945930

| <b>(b)</b><br>Service Code(s) | <b>(c)</b><br>Relationship to employer, employee organization, or person known to be a party-in-interest | <b>(d)</b><br>Enter direct compensation paid by the plan. If none, enter -0-. | <b>(e)</b><br>Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | <b>(f)</b><br>Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | <b>(g)</b><br>Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | <b>(h)</b><br>Did the service provider give you a formula instead of an amount or estimated amount? |
|-------------------------------|----------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|
| 15 16 25 37 52                | NONE                                                                                                     | 17983                                                                         | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>                                         | Yes <input checked="" type="checkbox"/> No <input type="checkbox"/>                                                                   | 0                                                                                                                                                                                      | Yes <input type="checkbox"/> No <input type="checkbox"/>                                            |

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

CBIZ TOFIAS

26-3753134

| <b>(b)</b><br>Service Code(s) | <b>(c)</b><br>Relationship to employer, employee organization, or person known to be a party-in-interest | <b>(d)</b><br>Enter direct compensation paid by the plan. If none, enter -0-. | <b>(e)</b><br>Did service provider receive indirect compensation? (sources other than plan or plan sponsor) | <b>(f)</b><br>Did indirect compensation include eligible indirect compensation, for which the plan received the required disclosures? | <b>(g)</b><br>Enter total indirect compensation received by service provider excluding eligible indirect compensation for which you answered "Yes" to element (f). If none, enter -0-. | <b>(h)</b><br>Did the service provider give you a formula instead of an amount or estimated amount? |
|-------------------------------|----------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|
| 10                            | NONE                                                                                                     | 12100                                                                         | Yes <input type="checkbox"/> No <input checked="" type="checkbox"/>                                         | Yes <input type="checkbox"/> No <input type="checkbox"/>                                                                              |                                                                                                                                                                                        | Yes <input type="checkbox"/> No <input type="checkbox"/>                                            |

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

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

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

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

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

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

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

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

**Part I Service Provider Information (continued)**

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

| <b>(a)</b> Enter service provider name as it appears on line 2 | <b>(b)</b> Service Codes<br>(see instructions) | <b>(c)</b> Enter amount of indirect compensation |
|----------------------------------------------------------------|------------------------------------------------|--------------------------------------------------|
|                                                                |                                                |                                                  |

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

| <b>(a)</b> Enter service provider name as it appears on line 2 | <b>(b)</b> Service Codes<br>(see instructions) | <b>(c)</b> Enter amount of indirect compensation |
|----------------------------------------------------------------|------------------------------------------------|--------------------------------------------------|
|                                                                |                                                |                                                  |

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

| <b>(a)</b> Enter service provider name as it appears on line 2 | <b>(b)</b> Service Codes<br>(see instructions) | <b>(c)</b> Enter amount of indirect compensation |
|----------------------------------------------------------------|------------------------------------------------|--------------------------------------------------|
|                                                                |                                                |                                                  |

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

**Part II Service Providers Who Fail or Refuse to Provide Information**

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

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

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN:       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN:       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN:       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN;       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:

|                    |                     |
|--------------------|---------------------|
| <b>a</b> Name:     | <b>b</b> EIN;       |
| <b>c</b> Position: |                     |
| <b>d</b> Address:  | <b>e</b> Telephone: |
|                    |                     |

Explanation:



**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

|                                                                                                                                                                                                                                                                          |                                                                                                                                                                                                                                                                              |                                                                                           |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------|
| <b>SCHEDULE H</b><br><b>(Form 5500)</b><br><br><small>Department of the Treasury<br/>Internal Revenue Service</small><br><br><small>Department of Labor<br/>Employee Benefits Security Administration</small><br><br><small>Pension Benefit Guaranty Corporation</small> | <b>Financial Information</b><br><br>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).<br><br><b>► File as an attachment to Form 5500.</b> | OMB No. 1210-0110<br><br><b>2010</b><br><br><b>This Form is Open to Public Inspection</b> |
| For calendar plan year 2010 or fiscal plan year beginning <b>01/01/2010</b> and ending <b>12/31/2010</b>                                                                                                                                                                 |                                                                                                                                                                                                                                                                              |                                                                                           |
| <b>A</b> Name of plan<br><b>DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN</b>                                                                                                                                                                                             |                                                                                                                                                                                                                                                                              | <b>B</b> Three-digit plan number (PN) <b>►</b> <b>001</b>                                 |
| <b>C</b> Plan sponsor's name as shown on line 2a of Form 5500<br><b>DAYTON PROGRESS CORPORATION</b>                                                                                                                                                                      |                                                                                                                                                                                                                                                                              | <b>D</b> Employer Identification Number (EIN)<br><br><b>31-0533428</b>                    |

| Part I Asset and Liability Statement                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      |                 |                       |                 |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------|-----------------------|-----------------|
| <b>1</b> 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. <b>Round off amounts to the nearest dollar.</b> 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 |
| <b>a</b> Total noninterest-bearing cash .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             | <b>1a</b>       |                       |                 |
| <b>b</b> Receivables (less allowance for doubtful accounts):                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                              |                 |                       |                 |
| <b>(1)</b> Employer contributions .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <b>1b(1)</b>    |                       |                 |
| <b>(2)</b> Participant contributions .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>1b(2)</b>    | 20327                 | 0               |
| <b>(3)</b> Other .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                    | <b>1b(3)</b>    |                       |                 |
| <b>c</b> General investments:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                 |                       |                 |
| <b>(1)</b> Interest-bearing cash (include money market accounts & certificates of deposit) .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>1c(1)</b>    |                       |                 |
| <b>(2)</b> U.S. Government securities .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>1c(2)</b>    |                       |                 |
| <b>(3)</b> Corporate debt instruments (other than employer securities):                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                 |                       |                 |
| <b>(A)</b> Preferred .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>1c(3)(A)</b> |                       |                 |
| <b>(B)</b> All other .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>1c(3)(B)</b> |                       |                 |
| <b>(4)</b> Corporate stocks (other than employer securities):                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                             |                 |                       |                 |
| <b>(A)</b> Preferred .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                | <b>1c(4)(A)</b> |                       |                 |
| <b>(B)</b> Common .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <b>1c(4)(B)</b> | 583243                | 465890          |
| <b>(5)</b> Partnership/joint venture interests .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                      | <b>1c(5)</b>    |                       |                 |
| <b>(6)</b> Real estate (other than employer real property) .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                          | <b>1c(6)</b>    |                       |                 |
| <b>(7)</b> Loans (other than to participants) .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | <b>1c(7)</b>    |                       |                 |
| <b>(8)</b> Participant loans .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <b>1c(8)</b>    | 1793553               | 1980228         |
| <b>(9)</b> Value of interest in common/collective trusts .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                            | <b>1c(9)</b>    | 15295184              | 18074214        |
| <b>(10)</b> Value of interest in pooled separate accounts .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | <b>1c(10)</b>   |                       |                 |
| <b>(11)</b> Value of interest in master trust investment accounts .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <b>1c(11)</b>   |                       |                 |
| <b>(12)</b> Value of interest in 103-12 investment entities .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | <b>1c(12)</b>   |                       |                 |
| <b>(13)</b> Value of interest in registered investment companies (e.g., mutual funds) .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               | <b>1c(13)</b>   | 29235779              | 50311607        |
| <b>(14)</b> Value of funds held in insurance company general account (unallocated contracts) .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                        | <b>1c(14)</b>   |                       |                 |
| <b>(15)</b> Other .....                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | <b>1c(15)</b>   |                       |                 |

**1d** Employer-related investments:

|                                                                      |              | (a) Beginning of Year | (b) End of Year |
|----------------------------------------------------------------------|--------------|-----------------------|-----------------|
| (1) Employer securities .....                                        | <b>1d(1)</b> |                       |                 |
| (2) Employer real property .....                                     | <b>1d(2)</b> |                       |                 |
| <b>e</b> Buildings and other property used in plan operation .....   | <b>1e</b>    |                       |                 |
| <b>f</b> Total assets (add all amounts in lines 1a through 1e) ..... | <b>1f</b>    | 46928086              | 70831939        |

**Liabilities**

|                                                                           |           |   |   |
|---------------------------------------------------------------------------|-----------|---|---|
| <b>g</b> Benefit claims payable .....                                     | <b>1g</b> |   |   |
| <b>h</b> Operating payables .....                                         | <b>1h</b> |   |   |
| <b>i</b> Acquisition indebtedness .....                                   | <b>1i</b> |   |   |
| <b>j</b> Other liabilities .....                                          | <b>1j</b> |   |   |
| <b>k</b> Total liabilities (add all amounts in lines 1g through 1j) ..... | <b>1k</b> | 0 | 0 |

**Net Assets**

|                                                           |           |          |          |
|-----------------------------------------------------------|-----------|----------|----------|
| <b>l</b> Net assets (subtract line 1k from line 1f) ..... | <b>1l</b> | 46928086 | 70831939 |
|-----------------------------------------------------------|-----------|----------|----------|

**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 |
|------------------------------------------------------------------------------------------------------------|-----------------|------------|-----------|
| <b>a Contributions:</b>                                                                                    |                 |            |           |
| (1) Received or receivable in cash from: <b>(A)</b> Employers .....                                        | <b>2a(1)(A)</b> |            |           |
| <b>(B)</b> Participants .....                                                                              | <b>2a(1)(B)</b> | 1847622    |           |
| <b>(C)</b> Others (including rollovers) .....                                                              | <b>2a(1)(C)</b> | 57592      |           |
| (2) Noncash contributions .....                                                                            | <b>2a(2)</b>    |            |           |
| (3) Total contributions. Add lines <b>2a(1)(A)</b> , <b>(B)</b> , <b>(C)</b> , and line <b>2a(2)</b> ..... | <b>2a(3)</b>    |            | 1905214   |
| <b>b Earnings on investments:</b>                                                                          |                 |            |           |
| (1) Interest:                                                                                              |                 |            |           |
| <b>(A)</b> Interest-bearing cash (including money market accounts and certificates of deposit) .....       | <b>2b(1)(A)</b> |            |           |
| <b>(B)</b> U.S. Government securities .....                                                                | <b>2b(1)(B)</b> |            |           |
| <b>(C)</b> Corporate debt instruments .....                                                                | <b>2b(1)(C)</b> |            |           |
| <b>(D)</b> Loans (other than to participants) .....                                                        | <b>2b(1)(D)</b> |            |           |
| <b>(E)</b> Participant loans .....                                                                         | <b>2b(1)(E)</b> | 108695     |           |
| <b>(F)</b> Other .....                                                                                     | <b>2b(1)(F)</b> |            |           |
| <b>(G)</b> Total interest. Add lines <b>2b(1)(A)</b> through <b>(F)</b> .....                              | <b>2b(1)(G)</b> |            | 108695    |
| (2) Dividends: <b>(A)</b> Preferred stock .....                                                            | <b>2b(2)(A)</b> |            |           |
| <b>(B)</b> Common stock .....                                                                              | <b>2b(2)(B)</b> | 21487      |           |
| <b>(C)</b> Registered investment company shares (e.g. mutual funds) .....                                  | <b>2b(2)(C)</b> | 872570     |           |
| <b>(D)</b> Total dividends. Add lines <b>2b(2)(A)</b> , <b>(B)</b> , and <b>(C)</b> .....                  | <b>2b(2)(D)</b> |            | 894057    |
| (3) Rents .....                                                                                            | <b>2b(3)</b>    |            |           |
| (4) Net gain (loss) on sale of assets: <b>(A)</b> Aggregate proceeds .....                                 | <b>2b(4)(A)</b> | 175606     |           |
| <b>(B)</b> Aggregate carrying amount (see instructions) .....                                              | <b>2b(4)(B)</b> | 170482     |           |
| <b>(C)</b> Subtract line <b>2b(4)(B)</b> from line <b>2b(4)(A)</b> and enter result .....                  | <b>2b(4)(C)</b> |            | 5124      |

|                                                                                                   |                 | (a) Amount | (b) Total |
|---------------------------------------------------------------------------------------------------|-----------------|------------|-----------|
| <b>2b</b> (5) Unrealized appreciation (depreciation) of assets: (A) Real estate.....              | <b>2b(5)(A)</b> |            |           |
| (B) Other .....                                                                                   | <b>2b(5)(B)</b> | 53128      |           |
| (C) Total unrealized appreciation of assets.<br>Add lines <b>2b(5)(A)</b> and <b>(B)</b> .....    | <b>2b(5)(C)</b> |            | 53128     |
| (6) Net investment gain (loss) from common/collective trusts .....                                | <b>2b(6)</b>    |            | 430560    |
| (7) Net investment gain (loss) from pooled separate accounts .....                                | <b>2b(7)</b>    |            |           |
| (8) Net investment gain (loss) from master trust investment accounts .....                        | <b>2b(8)</b>    |            |           |
| (9) Net investment gain (loss) from 103-12 investment entities .....                              | <b>2b(9)</b>    |            |           |
| (10) Net investment gain (loss) from registered investment<br>companies (e.g., mutual funds)..... | <b>2b(10)</b>   |            | 3611147   |
| <b>c</b> Other income.....                                                                        | <b>2c</b>       |            | 534       |
| <b>d</b> Total income. Add all <b>income</b> amounts in column (b) and enter total.....           | <b>2d</b>       |            | 7008459   |

**Expenses**

|                                                                                            |              |         |         |
|--------------------------------------------------------------------------------------------|--------------|---------|---------|
| <b>e</b> Benefit payment and payments to provide benefits:                                 |              |         |         |
| (1) Directly to participants or beneficiaries, including direct rollovers .....            | <b>2e(1)</b> | 4778297 |         |
| (2) To insurance carriers for the provision of benefits .....                              | <b>2e(2)</b> |         |         |
| (3) Other .....                                                                            | <b>2e(3)</b> |         |         |
| (4) Total benefit payments. Add lines <b>2e(1)</b> through <b>(3)</b> .....                | <b>2e(4)</b> |         | 4778297 |
| <b>f</b> Corrective distributions (see instructions) .....                                 | <b>2f</b>    |         | 5204    |
| <b>g</b> Certain deemed distributions of participant loans (see instructions).....         | <b>2g</b>    |         |         |
| <b>h</b> Interest expense.....                                                             | <b>2h</b>    |         |         |
| <b>i</b> Administrative expenses: (1) Professional fees .....                              | <b>2i(1)</b> |         |         |
| (2) Contract administrator fees .....                                                      | <b>2i(2)</b> |         |         |
| (3) Investment advisory and management fees .....                                          | <b>2i(3)</b> |         |         |
| (4) Other .....                                                                            | <b>2i(4)</b> | 29610   |         |
| (5) Total administrative expenses. Add lines <b>2i(1)</b> through <b>(4)</b> .....         | <b>2i(5)</b> |         | 29610   |
| <b>j</b> Total expenses. Add all <b>expense</b> amounts in column (b) and enter total..... | <b>2j</b>    |         | 4813111 |

**Net Income and Reconciliation**

|                                                                               |              |  |          |
|-------------------------------------------------------------------------------|--------------|--|----------|
| <b>k</b> Net income (loss). Subtract line <b>2j</b> from line <b>2d</b> ..... | <b>2k</b>    |  | 2195348  |
| <b>l</b> Transfers of assets:                                                 |              |  |          |
| (1) To this plan.....                                                         | <b>2l(1)</b> |  | 21708503 |
| (2) From this plan .....                                                      | <b>2l(2)</b> |  |          |

**Part III Accountant's Opinion**

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

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

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

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

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

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

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

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

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

**Part IV Compliance Questions**

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

During the plan year:

|                                                                                                                                                                                                                                                                                                                 | Yes | No | Amount  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----|----|---------|
| <b>a</b> Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.).....                 |     | X  |         |
| <b>b</b> Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)..... |     | X  |         |
| <b>c</b> Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.) .....                                                                                                                            |     | X  |         |
| <b>d</b> Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.).....                                                                                                                  |     | X  |         |
| <b>e</b> Was this plan covered by a fidelity bond?.....                                                                                                                                                                                                                                                         | X   |    | 5000000 |
| <b>f</b> Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty? .....                                                                                                                                                                         |     | X  |         |
| <b>g</b> Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser? .....                                                                                                                                      |     | X  |         |
| <b>h</b> Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser? .....                                                                                                                            |     | X  |         |
| <b>i</b> Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.).....                                                                                                                                                   | X   |    |         |
| <b>j</b> Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.).....                                                                                    |     | X  |         |
| <b>k</b> Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?.....                                                                                                                                              |     | X  |         |
| <b>l</b> Has the plan failed to provide any benefit when due under the plan? .....                                                                                                                                                                                                                              |     | X  |         |
| <b>m</b> If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.).....                                                                                                                                                                                     | X   |    |         |
| <b>n</b> 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. ....                                                                                                                        | X   |    |         |

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

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

**5b(1)** Name of plan(s)

**5b(2)** EIN(s)

**5b(3)** PN(s)

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

|                                                                                                                                                                                                                           |                                                                                                                                                                                                                                                                                            |                                                                                            |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|
| <b>SCHEDULE R</b><br><b>(Form 5500)</b><br><br>Department of the Treasury<br>Internal Revenue Service<br><br>Department of Labor<br>Employee Benefits Security Administration<br><br>Pension Benefit Guaranty Corporation | <b>Retirement Plan Information</b><br><br>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).<br><br>▶ <b>File as an attachment to Form 5500.</b> | OMB No. 1210-0110<br><br><b>2010</b><br><br><b>This Form is Open to Public Inspection.</b> |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------|

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

|                                                                                                     |                                                                    |
|-----------------------------------------------------------------------------------------------------|--------------------------------------------------------------------|
| <b>A</b> Name of plan<br><u>DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN</u>                        | <b>B</b> Three-digit plan number (PN) ▶<br><u>001</u>              |
| <b>C</b> Plan sponsor's name as shown on line 2a of Form 5500<br><u>DAYTON PROGRESS CORPORATION</u> | <b>D</b> Employer Identification Number (EIN)<br><u>31-0533428</u> |

|               |                      |
|---------------|----------------------|
| <b>Part I</b> | <b>Distributions</b> |
|---------------|----------------------|

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

|                                                                                                                                                                                                                                                                    |          |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------|
| <b>1</b> Total value of distributions paid in property other than in cash or the forms of property specified in the instructions.....                                                                                                                              | <b>1</b> |
| <b>2</b> 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):<br><br>EIN(s): <u>23-2186884</u> |          |
| <b>Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.</b>                                                                                                                                                                                            |          |
| <b>3</b> Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year.....                                                                                                                                    | <b>3</b> |

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

|                                                                                                                                                                                                                                                         |                              |                             |                              |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|-----------------------------|------------------------------|
| <b>4</b> Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)?.....                                                                                                                                     | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> N/A |
| <b>If the plan is a defined benefit plan, go to line 8.</b>                                                                                                                                                                                             |                              |                             |                              |
| <b>5</b> 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. <b>Date:</b> Month _____ Day _____ Year _____                 |                              |                             |                              |
| <b>If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.</b>                                                                                                                          |                              |                             |                              |
| <b>6 a</b> Enter the minimum required contribution for this plan year .....                                                                                                                                                                             | <b>6a</b>                    |                             |                              |
| <b>b</b> Enter the amount contributed by the employer to the plan for this plan year .....                                                                                                                                                              | <b>6b</b>                    |                             |                              |
| <b>c</b> 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).....                                                                                                         | <b>6c</b>                    |                             |                              |
| <b>If you completed line 6c, skip lines 8 and 9.</b>                                                                                                                                                                                                    |                              |                             |                              |
| <b>7</b> Will the minimum funding amount reported on line 6c be met by the funding deadline? .....                                                                                                                                                      | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> N/A |
| <b>8</b> If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change?..... | <input type="checkbox"/> Yes | <input type="checkbox"/> No | <input type="checkbox"/> N/A |

|                 |                   |
|-----------------|-------------------|
| <b>Part III</b> | <b>Amendments</b> |
|-----------------|-------------------|

|                                                                                                                                                                                                                                |                                   |                                   |                               |                             |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------|-------------------------------|-----------------------------|
| <b>9</b> If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box(es). If no, check the "No" box..... | <input type="checkbox"/> Increase | <input type="checkbox"/> Decrease | <input type="checkbox"/> Both | <input type="checkbox"/> No |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------|-------------------------------|-----------------------------|

|                |                                                                                                                                                   |
|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------|
| <b>Part IV</b> | <b>ESOPs</b> (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. |
|----------------|---------------------------------------------------------------------------------------------------------------------------------------------------|

|                                                                                                                                                                                              |                              |                             |
|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------|-----------------------------|
| <b>10</b> Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan?.....                                                       | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| <b>11 a</b> Does the ESOP hold any preferred stock? .....                                                                                                                                    | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| <b>b</b> If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... | <input type="checkbox"/> Yes | <input type="checkbox"/> No |
| <b>12</b> Does the ESOP hold any stock that is not readily tradable on an established securities market? .....                                                                               | <input type="checkbox"/> Yes | <input type="checkbox"/> No |

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

Schedule R (Form 5500) 2010  
v.092308.1

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

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

**a** Name of contributing employer

**b** EIN

**c** Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

**a** Name of contributing employer

**b** EIN

**c** Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

**a** Name of contributing employer

**b** EIN

**c** Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

**a** Name of contributing employer

**b** EIN

**c** Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

**a** Name of contributing employer

**b** EIN

**c** Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

**a** Name of contributing employer

**b** EIN

**c** Dollar amount contributed by employer

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

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

(1) Contribution rate (in dollars and cents)

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

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

|                                                                          |            |  |
|--------------------------------------------------------------------------|------------|--|
| <b>a</b> The current year .....                                          | <b>14a</b> |  |
| <b>b</b> The plan year immediately preceding the current plan year ..... | <b>14b</b> |  |
| <b>c</b> The second preceding plan year .....                            | <b>14c</b> |  |

- 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:

|                                                                                                       |            |  |
|-------------------------------------------------------------------------------------------------------|------------|--|
| <b>a</b> The corresponding number for the plan year immediately preceding the current plan year ..... | <b>15a</b> |  |
| <b>b</b> The corresponding number for the second preceding plan year .....                            | <b>15b</b> |  |

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

|                                                                                                                                                                        |            |  |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------|--|
| <b>a</b> Enter the number of employers who withdrew during the preceding plan year .....                                                                               | <b>16a</b> |  |
| <b>b</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 ..... | <b>16b</b> |  |

- 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):

**Financial Statements  
and Supplemental Schedule**

**Dayton Progress/PCS  
Employee Retirement Plan**

**December 31, 2010 and 2009**



**Mayer Hoffman McCann P.C.**  
**Tofias New England Division**  
An Independent CPA Firm

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## *Financial Statements and Supplemental Schedule*

### *Table of Contents*

#### ***Financial Statements:***

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| Statement of Changes in Net Assets Available for Benefits (2010 only) | 3    |
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#### ***Supplemental Schedule (2010 only):***

|                                                                |    |
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Mayer Hoffman McCann P.C.  
Tofias New England Division  
An Independent CPA Firm

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Tel: 617.761.0600 ■ Fax: 617.761.0601 ■ [www.cbiztofias.com](http://www.cbiztofias.com)

### *Independent Auditors' Report*

To the Plan Administrator  
Dayton Progress/PCS Employee Retirement Plan  
Boston, Massachusetts

We were engaged to audit the accompanying statements of net assets available for benefits of the Dayton Progress/PCS Employee Retirement Plan (the "Plan") as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the year ended December 31, 2010, and the supplemental Schedule H, Line 4i - 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 information summarized in Note 3, which was certified by Vanguard Fiduciary Trust Company, the trustee for 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 trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee 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 trustee is complete and accurate.

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

*Mayer Hoffman McCann P.C.*

Boston, Massachusetts  
September 29, 2011

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## *Statements of Net Assets Available for Benefits*

|                                                                                                   | <i>December 31,</i>         |                          |
|---------------------------------------------------------------------------------------------------|-----------------------------|--------------------------|
|                                                                                                   | <i>2010</i>                 | <i>2009</i>              |
| <b>Assets</b>                                                                                     |                             |                          |
| Investments:                                                                                      |                             |                          |
| Mutual funds                                                                                      | \$ 50,311,607               | 29,235,779               |
| Units in common/collective trust                                                                  | 18,639,706                  | 15,633,144               |
| Common stock                                                                                      | <u>465,890</u>              | <u>583,243</u>           |
| Total investments                                                                                 | <u>69,417,203</u>           | <u>45,452,166</u>        |
| Receivables:                                                                                      |                             |                          |
| Notes receivable from participants                                                                | 1,981,740                   | 1,795,066                |
| Employer contributions                                                                            | <u>-</u>                    | <u>20,327</u>            |
| Total receivables                                                                                 | <u>1,981,740</u>            | <u>1,815,393</u>         |
| <b>Net assets available for benefits at fair value</b>                                            | <b>71,398,943</b>           | <b>47,267,559</b>        |
| Adjustment from fair value to contract value for<br>fully benefit-responsive investment contracts | <u>(565,492)</u>            | <u>(337,960)</u>         |
| <b>Net assets available for benefits</b>                                                          | <b>\$ <u>70,833,451</u></b> | <b><u>46,929,599</u></b> |

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT 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 mutual funds            | \$ 3,618,520 |
| Net appreciation in fair value of common/collective trust | 430,560      |
| Net appreciation in fair value of common stock            | 51,414       |
| Interest and dividends                                    | 894,057      |

4,994,551

|                                                       |                |
|-------------------------------------------------------|----------------|
| Interest income on notes receivable from participants | <u>108,695</u> |
|-------------------------------------------------------|----------------|

#### Contributions:

|                       |           |
|-----------------------|-----------|
| Participant deferrals | 1,847,622 |
| Participant rollovers | 57,592    |

1,905,214

**Total additions to net assets** **7,008,460**

### **Deductions from net assets attributed to:**

|                               |           |
|-------------------------------|-----------|
| Benefits paid to participants | 4,783,501 |
| Administrative expenses       | 29,610    |

**Total deductions from net assets** **4,813,111**

**Net increase in net assets before transfers** **2,195,349**

|                                                      |            |
|------------------------------------------------------|------------|
| Transfer in from CLP Hourly Union Savings Plan       | 3,339,056  |
| Transfer in from CLP Profit Sharing and Savings Plan | 18,369,447 |

**Net increase in net assets available for benefits** **23,903,852**

|                                                           |                   |
|-----------------------------------------------------------|-------------------|
| Net assets available for plan benefits, beginning of year | <u>46,929,599</u> |
|-----------------------------------------------------------|-------------------|

**Net assets available for plan benefits, end of year** **\$ 70,833,451**

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan***

The following description of the Dayton Progress/PCS Employee Retirement Plan (the “Plan”) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

#### ***General***

The Plan is a defined contribution plan that was established by Dayton Progress Corporation (the “Employer”). Eligible employees can enroll in the Plan upon date of hire (“Participants”). Non-resident aliens, leased employees, full-time college students participating in internship and cooperative study programs and employees of companies with common ownership are not eligible to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). All investments are participant-directed.

Effective November 30, 2010, the trustees of the CLP Hourly Union Savings Plan, the CLP Profit Sharing and Savings Plan, and the Dayton Progress/PCS Employee Retirement Plan approved the merger of the CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan into the Dayton Progress/PCS Employee Retirement Plan. The CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan transferred the assets into the Plan on November 30, 2010. Effective upon the merger, Dayton Progress Corporation, Connell Limited Partnership and Danly IEM employees are eligible for the Plan.

#### ***Participant Contributions***

Participants may contribute from 1% up to 50% (in increments of 1%) of their annual pre-tax compensation as defined by the Plan, up to a dollar limit set by Federal law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. There is an automatic enrollment at 3% of all employees who meet the eligibility requirements unless an alternative election is made. Participants may also contribute amounts representing distributions from other qualified plans (“Participant Rollovers”).

#### ***Employer Matching Contributions***

Until August 1, 2009 when the match was suspended, the Employer made matching contributions to eligible participants equal to 100% of their salary deferrals, up to 3% of eligible compensation and 50% of their salary deferrals for the next 2% of eligible compensation. For the year ended December 31, 2010, the Employer did not make matching contributions.

#### ***Employer Profit Sharing Contributions***

Each year, the Employer may elect to make discretionary profit sharing contributions to the Plan for eligible employees. A participant must be employed by the Employer as of the last day of the Plan year to be eligible for the profit sharing contribution, unless separated due to death, disability or attainment of retirement age. For the year ended December 31, 2010, the Employer did not make a profit sharing contribution.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan (Continued)***

#### ***Participant Accounts***

Each participant's account is credited with the participant's contributions, Employer contributions and a pro-rata allocation of the administrative fees and investment earnings. 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 always fully vested in their deferral, rollover contributions and Employer matching contributions plus actual earnings thereon. Participant vesting in Employer profit sharing contributions and earnings thereon is at 20% per year beginning at the completion of year one resulting in 100% vesting after five years. Upon death, disability, or attainment of normal retirement age, a participant is fully vested in all of their accounts.

#### ***Forfeitures***

A participant who leaves the employ of the Employer forfeits any non-vested balance. Forfeited account balances are used to pay the Plan's administrative expenses with any remainder used to reduce Employer contributions. As of December 31, 2010 and 2009, and for the year ended December 31, 2010, there were no forfeitures used or available to pay administrative expenses or reduce Employer contributions.

#### ***Payment of Benefits***

In-service withdrawals from a participant's elective deferral account are permitted only due to financial hardship or upon reaching age 59½. Participants must exhaust all other assets before financial hardship withdrawals are allowed. Hardship withdrawals may be taken from a participant's vested account. Deferral contributions are suspended for a six-month period after receipt of the hardship withdrawal. Upon termination of service, a participant may elect to receive a lump-sum amount equal to the value of his or her account. Upon termination, if a participant's vested account balance exceeds \$1,000 but does not exceed \$5,000, and the participant does not elect to have the distribution paid directly to an eligible plan, the Plan administrator may make a lump-sum distribution to a direct rollover individual retirement account. If the balance is \$1,000 or less it will be automatically distributed to the Participant.

#### ***Notes Receivable from Participants***

Participants may borrow a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loan terms range from one to five years (or up to ten years for the purchase of a primary residence). No more than one loan may be outstanding at a time. The loans are secured by the balance in the Participant's account and bear interest at a rate commensurate with local prevailing rates, as determined by the Plan administrator. Principal and interest are paid ratably through payroll deductions.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan (Continued)***

#### ***Plan Administration***

The Employer is the Plan administrator and has the authority to appoint person(s) or entities to carry out the operation of the Plan. Vanguard Fiduciary Trust Company serves as the Plan's trustee.

#### ***Administrative Expenses***

Individual participant accounts are charged directly for loan recordkeeping and benefit disbursement processing fees, if applicable. All other expenses are paid by the Plan.

### ***Note 2 - Summary of Significant Accounting Policies***

#### ***Investments, Investment Valuation and Income***

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

As described in accounting standards related to reporting of fully benefit-responsive investment contracts held by certain investment companies subject to the AICPA investment company guide and defined contribution health and welfare and pension plans, investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Plan's investments in the Vanguard Retirement Savings Trust and Transition Stable Value Fund are fully benefit-responsive investment contracts. As required by these standards, the Statements of Net Assets Available for Benefits present the fair value of these investment contracts as well as the adjustment from fair value to contract value at December 31, 2010 and 2009. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

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

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 2 - Summary of Significant Accounting Policies (Continued)***

#### ***Unit Values***

Individual participant accounts for the common/collective trusts are maintained on a unit value basis. Participants do not have beneficial ownership in the specific underlying securities or other assets in the funds, but have an interest therein represented by units which are valued daily. The funds earn dividends and interest which are automatically reinvested in additional units. Generally, contributions to and withdrawals from each fund are converted to units by dividing the amounts of such transactions by the unit values as last determined, and the participants' accounts are charged or credited with the number of units properly attributable to each participant.

#### ***Benefits Paid***

Benefits are recorded when paid.

#### ***Use of Estimates***

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires Plan management to make estimates and assumptions that affect the reported amounts and disclosures. Accordingly, actual results could vary from the estimates that were used.

#### ***Reclassifications***

Certain investments in the prior year financial statements have been reclassified for comparative purposes to conform to the presentation in the current year financial statements. There has been no impact on the previously reported net assets available for benefits or the current year changes in net assets.

#### ***Subsequent Events***

The Employer has evaluated subsequent events through September 29, 2011, the date that the financial statements were available to be issued. No significant matters were identified for disclosure during this evaluation except as described in Note 11.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 2 - Summary of Significant Accounting Policies (Continued)***

#### ***New Accounting Pronouncements***

The following new accounting pronouncements were adopted during the year ended December 31, 2010:

#### ***Fair Value Disclosures***

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

#### ***Notes Receivable from Participants***

In September 2010, the FASB issued guidance clarifying the classification and measurement of participant loans by defined contribution pension plans. Participant loans are required to be classified as notes receivable from participants (rather than investments) and measured at their unpaid principal balance, plus any accrued but unpaid interest. The guidance, which must be applied retrospectively, is effective for fiscal years after December 15, 2010 with early adoption permitted. The Plan adopted this guidance in its December 31, 2010 financial statements and has reclassified participant loans at December 31, 2009 from investments to notes receivable from participants. Net assets available for the Plan were not affected by the adoption of this new guidance.

#### ***Notes Receivable from Participants***

Notes receivable from participants are measured at their unpaid principal balance plus accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

### ***Note 3 - Investments***

Plan investments are held by Vanguard Fiduciary Trust Company ("Vanguard"). Vanguard has certified to the fair value of investments at year end and investment transactions during the year. Investment transactions include interest and dividend income and net appreciation/depreciation in fair value of investments. Information included in the supplemental schedule has also been derived from information certified by Vanguard. The Plan offers investment choices to allow participants to create a diversified portfolio of assets based on the participants' risk tolerance.

## DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

### *Notes to Financial Statements*

#### **Note 3 - Investments (Continued)**

The following investments represent 5% or more of the net assets available for benefits at December 31:

|                                                    | 2010          | 2009          |
|----------------------------------------------------|---------------|---------------|
| <b>Investments at fair value:</b>                  |               |               |
| Vanguard Retirement Savings Trust                  | \$ 15,612,186 | \$ 15,633,144 |
| Vanguard Primecap Fund Investor Shares             | 9,101,159     | 7,687,599     |
| Vanguard 500 Index Fund Investor Shares            | 9,201,252     | 7,098,445     |
| Vanguard Windsor II Fund Investor Shares           | 4,822,425     | *             |
| Vanguard Wellington Fund Investor Shares           | 3,630,345     | 3,319,191     |
| Vanguard Explorer Fund Investors Shares            | 3,793,077     | *             |
| Vanguard International Growth Fund Investor Shares | *             | 2,749,419     |

\* Does not represent 5% or more of net assets at year end.

#### **Note 4 - Fair Value Measurements**

Financial accounting standards provide the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level I measurements) and the lowest priority to unobservable inputs (Level III measurements). The three levels of the fair value hierarchy are described below:

Level I – are quoted prices in active markets for identical investments that the Plan has the ability to access at the measurement or reporting date. The type of investments generally included in this category includes listed equities and mutual funds.

Level II – are inputs (other than quoted prices in active markets included within Level I), which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies. Investments which are generally included in this category include corporate bonds, less liquid and restricted equity securities, and certain over-the-counter derivatives.

Level III – are unobservable inputs for the investment and includes situations where there is little, if any, market activity for the investment. Unobservable inputs are those that reflect the Plan's own assumptions about the determination of fair value and require significant management judgment or estimation. Investments which are generally included in this category may include private equity funds, hedge funds, partnerships and limited liability companies.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The Plan's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

## **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

### ***Notes to Financial Statements***

#### ***Note 4 - Fair Value Measurement (Continued)***

Following is a description of the valuation methodologies used for assets measured at fair value.

##### ***Mutual Funds***

Valued at quoted market prices which represents the value of shares held by the Plan at year end.

##### ***Common/Collective Trust Fund***

Valued at estimated fair value as determined by the issuer of the common/collective trust fund based on fair market value of the underlying investments.

##### ***Common Stock***

Valued at quoted market prices which represents the value of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## Notes to Financial Statements

### Note 4 - Fair Value Measurement (Continued)

Based on the fair value hierarchy levels, the investments held by the Plan as of December 31, 2010 and 2009 are as follows:

| <i>Fair Value Measurements as of December 31, 2010</i> |                      |                      |                  |                      |
|--------------------------------------------------------|----------------------|----------------------|------------------|----------------------|
| <i>Description</i>                                     | <i>Level I</i>       | <i>Level II</i>      | <i>Level III</i> | <i>Total</i>         |
| Mutual funds:                                          |                      |                      |                  |                      |
| Bond                                                   | \$ 2,847,178         | \$ -                 | \$ -             | \$ 2,847,178         |
| Domestic equity                                        | 32,506,158           | -                    | -                | 32,506,158           |
| Foreign investment                                     | 3,147,059            | -                    | -                | 3,147,059            |
| Money market                                           | 17,415               | -                    | -                | 17,415               |
| Target date                                            | 11,793,797           | -                    | -                | 11,793,797           |
| Units in common/<br>collective trusts:                 |                      |                      |                  |                      |
| Stable value fund                                      | -                    | 3,027,520            | -                | 3,027,520            |
| Retirement savings trust                               | -                    | 15,612,186           | -                | 15,612,186           |
| Common stock                                           | 465,890              | -                    | -                | 465,890              |
| <b>Total</b>                                           | <b>\$ 50,777,497</b> | <b>\$ 18,639,706</b> | <b>\$ -</b>      | <b>\$ 69,417,203</b> |

| <i>Fair Value Measurements as of December 31, 2009</i> |                      |                      |                  |                      |
|--------------------------------------------------------|----------------------|----------------------|------------------|----------------------|
| <i>Description</i>                                     | <i>Level I</i>       | <i>Level II</i>      | <i>Level III</i> | <i>Total</i>         |
| Mutual funds:                                          |                      |                      |                  |                      |
| Bond                                                   | \$ 1,976,679         | \$ -                 | \$ -             | \$ 1,976,679         |
| Domestic equity                                        | 20,987,863           | -                    | -                | 20,987,863           |
| Foreign investment                                     | 2,749,419            | -                    | -                | 2,749,419            |
| Target date                                            | 3,521,818            | -                    | -                | 3,521,818            |
| Units in common/<br>collective trust:                  |                      |                      |                  |                      |
| Retirement savings trust                               | -                    | 15,633,144           | -                | 15,633,144           |
| Common stock                                           | 583,243              | -                    | -                | 583,243              |
| <b>Total</b>                                           | <b>\$ 29,819,022</b> | <b>\$ 15,633,144</b> | <b>\$ -</b>      | <b>\$ 45,452,166</b> |

## **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

### ***Notes to Financial Statements***

#### ***Note 5 - Risks and Uncertainties***

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits. Recent market conditions have resulted in an unusually high degree of market volatility and increased the risks associated with certain investments held by the Plan, which could impact the value of investments after the date of these financial statements.

#### ***Note 6 - Exempt Party-In-Interest Transactions***

Plan investments include shares of mutual funds and units in common/collective trusts managed by The Vanguard Group. Vanguard Fiduciary Trust Company is the trustee of the Plan and, therefore, these transactions qualify as party-in-interest. For the year ended December 31, 2010, administrative fees paid to the trustee amounted to \$29,076. Notes receivable from participants are also considered to be exempt party-in-interest transactions.

#### ***Note 7 - Plan Termination***

Although it has not expressed any intent to do so, the Employer 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 will become fully vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Employer may determine.

#### ***Note 8 - Tax Status***

The Employer adopted the Vanguard Fiduciary Trust Company Prototype Basic Plan Document that received its latest favorable opinion letter on March 31, 2008, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the opinion letter, however, the Plan administrator believes that the Plan is currently designed and is being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. generally accepted accounting principles require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010 and 2009, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2007.

## DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

### *Notes to Financial Statements*

#### ***Note 9 - Transfers***

Effective November 30, 2010, the trustees of the Plan, the CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan approved the merger of the CLP Hourly Union Savings Plan, and the CLP Profit Sharing and Savings Plan into the Dayton Progress/PCS Employee Retirement Plan. As a result, approximately \$21,700,000 in assets were transferred into the Plan on November 30, 2010.

#### ***Note 10 - Reconciliation of Financial Statements to Form 5500***

At December 31, the following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

|                                                                | <b>2010</b>                 | <b>2009</b>                 |
|----------------------------------------------------------------|-----------------------------|-----------------------------|
| Net assets available for benefits per the financial statements | \$ 70,833,451               | \$ 46,929,599               |
| Less: deemed distribution reported on Form 5500                | <u>1,512</u>                | <u>1,512</u>                |
| <b>Net assets available for benefits<br/>per Form 5500</b>     | <b><u>\$ 70,831,939</u></b> | <b><u>\$ 46,928,087</u></b> |

#### ***Note 11 - Subsequent Events***

On January 1, 2011, the name of the plan changed to Connell Limited Partnership Employee Retirement Savings Plan.

***Supplemental Schedule***

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

(E.I.N. 31-0533428 - Plan Number 001)

## Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

December 31, 2010

| (a) | (b)<br>Identity<br>of Issue                        | (c)<br>Description<br>of Investment | (d)<br>Cost | (e)<br>Current<br>Value |
|-----|----------------------------------------------------|-------------------------------------|-------------|-------------------------|
| *   | Vanguard 500 Index Fund Investor Shares            | Mutual Fund                         | \$          | 9,201,252               |
| *   | Vanguard Explorer Fund Investor Shares             | Mutual Fund                         |             | 3,793,077               |
| *   | Vanguard High-Yield Corporate Fund Investor Shares | Mutual Fund                         |             | 252,278                 |
| *   | Vanguard International Growth Fund Investor Shares | Mutual Fund                         |             | 3,144,345               |
| *   | Vanguard Mid-Cap Index Fund Investor Shares        | Mutual Fund                         |             | 154,534                 |
| *   | Vanguard Primecap Fund Investor Shares             | Mutual Fund                         |             | 9,101,159               |
| *   | Vanguard Prime Money Market Fund                   | Mutual Fund                         |             | 17,415                  |
| *   | Vanguard Small-Cap Value Index Fund                | Mutual Fund                         |             | 1,551,088               |
| *   | Vanguard Target Retirement 2005 Fund               | Mutual Fund                         |             | 652,655                 |
| *   | Vanguard Target Retirement 2010 Fund               | Mutual Fund                         |             | 1,898,579               |
| *   | Vanguard Target Retirement 2015 Fund               | Mutual Fund                         |             | 1,952,173               |
| *   | Vanguard Target Retirement 2020 Fund               | Mutual Fund                         |             | 2,200,485               |
| *   | Vanguard Target Retirement 2025 Fund               | Mutual Fund                         |             | 2,154,974               |
| *   | Vanguard Target Retirement 2030 Fund               | Mutual Fund                         |             | 1,020,850               |
| *   | Vanguard Target Retirement 2035 Fund               | Mutual Fund                         |             | 625,919                 |
| *   | Vanguard Target Retirement 2040 Fund               | Mutual Fund                         |             | 419,284                 |
| *   | Vanguard Target Retirement 2045 Fund               | Mutual Fund                         |             | 295,833                 |
| *   | Vanguard Target Retirement 2050 Fund               | Mutual Fund                         |             | 116,892                 |
| *   | Vanguard Target Retirement Income                  | Mutual Fund                         |             | 456,153                 |
| *   | Vanguard Total Bond Mkt Index                      | Mutual Fund                         |             | 2,847,178               |
| *   | Vanguard Total International Stock Index Fund      | Mutual Fund                         |             | 2,714                   |
| *   | Vanguard Wellington Fund Investor Shares           | Mutual Fund                         |             | 3,630,345               |
| *   | Vanguard Windsor II Fund Investor Shares           | Mutual Fund                         |             | 4,822,425               |
| *   | Vanguard Retirement Savings Trust                  | Units in Common/Collective Trust    |             | 15,612,186              |
| *   | Transition Stable Value Fund                       | Units in Common/Collective Trust    |             | 3,027,520               |
|     | Federal Signal Corporation                         | Common Stock                        |             | 465,890                 |
| *   | Participant Loans                                  | Interest Rates (4.25% - 9.25%)      | 0           | 1,981,740               |
|     |                                                    |                                     |             | <b>\$ 71,398,943</b>    |

\* Party-in-interest as defined by ERISA.

**Financial Statements  
and Supplemental Schedule**

**Dayton Progress/PCS  
Employee Retirement Plan**

**December 31, 2010 and 2009**



**Mayer Hoffman McCann P.C.**  
**Tofias New England Division**  
An Independent CPA Firm

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## *Financial Statements and Supplemental Schedule*

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### *Independent Auditors' Report*

To the Plan Administrator  
Dayton Progress/PCS Employee Retirement Plan  
Boston, Massachusetts

We were engaged to audit the accompanying statements of net assets available for benefits of the Dayton Progress/PCS Employee Retirement Plan (the "Plan") as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the year ended December 31, 2010, and the supplemental Schedule H, Line 4i - 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 information summarized in Note 3, which was certified by Vanguard Fiduciary Trust Company, the trustee for 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 trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee 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 trustee is complete and accurate.

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

*Mayer Hoffman McCann P.C.*

Boston, Massachusetts  
September 29, 2011

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## *Statements of Net Assets Available for Benefits*

|                                                                                                   | <i>December 31,</i>         |                          |
|---------------------------------------------------------------------------------------------------|-----------------------------|--------------------------|
|                                                                                                   | <i>2010</i>                 | <i>2009</i>              |
| <b>Assets</b>                                                                                     |                             |                          |
| Investments:                                                                                      |                             |                          |
| Mutual funds                                                                                      | \$ 50,311,607               | 29,235,779               |
| Units in common/collective trust                                                                  | 18,639,706                  | 15,633,144               |
| Common stock                                                                                      | <u>465,890</u>              | <u>583,243</u>           |
| Total investments                                                                                 | <u>69,417,203</u>           | <u>45,452,166</u>        |
| Receivables:                                                                                      |                             |                          |
| Notes receivable from participants                                                                | 1,981,740                   | 1,795,066                |
| Employer contributions                                                                            | <u>-</u>                    | <u>20,327</u>            |
| Total receivables                                                                                 | <u>1,981,740</u>            | <u>1,815,393</u>         |
| <b>Net assets available for benefits at fair value</b>                                            | <b>71,398,943</b>           | <b>47,267,559</b>        |
| Adjustment from fair value to contract value for<br>fully benefit-responsive investment contracts | <u>(565,492)</u>            | <u>(337,960)</u>         |
| <b>Net assets available for benefits</b>                                                          | <b>\$ <u>70,833,451</u></b> | <b><u>46,929,599</u></b> |

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT 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 mutual funds            | \$ 3,618,520 |
| Net appreciation in fair value of common/collective trust | 430,560      |
| Net appreciation in fair value of common stock            | 51,414       |
| Interest and dividends                                    | 894,057      |

---

4,994,551

|                                                       |         |
|-------------------------------------------------------|---------|
| Interest income on notes receivable from participants | 108,695 |
|-------------------------------------------------------|---------|

#### Contributions:

|                       |           |
|-----------------------|-----------|
| Participant deferrals | 1,847,622 |
| Participant rollovers | 57,592    |

---

1,905,214

---

**Total additions to net assets** **7,008,460**

### **Deductions from net assets attributed to:**

|                               |           |
|-------------------------------|-----------|
| Benefits paid to participants | 4,783,501 |
| Administrative expenses       | 29,610    |

---

**Total deductions from net assets** **4,813,111**

**Net increase in net assets before transfers** **2,195,349**

|                                                      |            |
|------------------------------------------------------|------------|
| Transfer in from CLP Hourly Union Savings Plan       | 3,339,056  |
| Transfer in from CLP Profit Sharing and Savings Plan | 18,369,447 |

**Net increase in net assets available for benefits** **23,903,852**

|                                                           |            |
|-----------------------------------------------------------|------------|
| Net assets available for plan benefits, beginning of year | 46,929,599 |
|-----------------------------------------------------------|------------|

**Net assets available for plan benefits, end of year** **\$ 70,833,451**

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan***

The following description of the Dayton Progress/PCS Employee Retirement Plan (the “Plan”) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

#### ***General***

The Plan is a defined contribution plan that was established by Dayton Progress Corporation (the “Employer”). Eligible employees can enroll in the Plan upon date of hire (“Participants”). Non-resident aliens, leased employees, full-time college students participating in internship and cooperative study programs and employees of companies with common ownership are not eligible to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). All investments are participant-directed.

Effective November 30, 2010, the trustees of the CLP Hourly Union Savings Plan, the CLP Profit Sharing and Savings Plan, and the Dayton Progress/PCS Employee Retirement Plan approved the merger of the CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan into the Dayton Progress/PCS Employee Retirement Plan. The CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan transferred the assets into the Plan on November 30, 2010. Effective upon the merger, Dayton Progress Corporation, Connell Limited Partnership and Danly IEM employees are eligible for the Plan.

#### ***Participant Contributions***

Participants may contribute from 1% up to 50% (in increments of 1%) of their annual pre-tax compensation as defined by the Plan, up to a dollar limit set by Federal law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. There is an automatic enrollment at 3% of all employees who meet the eligibility requirements unless an alternative election is made. Participants may also contribute amounts representing distributions from other qualified plans (“Participant Rollovers”).

#### ***Employer Matching Contributions***

Until August 1, 2009 when the match was suspended, the Employer made matching contributions to eligible participants equal to 100% of their salary deferrals, up to 3% of eligible compensation and 50% of their salary deferrals for the next 2% of eligible compensation. For the year ended December 31, 2010, the Employer did not make matching contributions.

#### ***Employer Profit Sharing Contributions***

Each year, the Employer may elect to make discretionary profit sharing contributions to the Plan for eligible employees. A participant must be employed by the Employer as of the last day of the Plan year to be eligible for the profit sharing contribution, unless separated due to death, disability or attainment of retirement age. For the year ended December 31, 2010, the Employer did not make a profit sharing contribution.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan (Continued)***

#### ***Participant Accounts***

Each participant's account is credited with the participant's contributions, Employer contributions and a pro-rata allocation of the administrative fees and investment earnings. 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 always fully vested in their deferral, rollover contributions and Employer matching contributions plus actual earnings thereon. Participant vesting in Employer profit sharing contributions and earnings thereon is at 20% per year beginning at the completion of year one resulting in 100% vesting after five years. Upon death, disability, or attainment of normal retirement age, a participant is fully vested in all of their accounts.

#### ***Forfeitures***

A participant who leaves the employ of the Employer forfeits any non-vested balance. Forfeited account balances are used to pay the Plan's administrative expenses with any remainder used to reduce Employer contributions. As of December 31, 2010 and 2009, and for the year ended December 31, 2010, there were no forfeitures used or available to pay administrative expenses or reduce Employer contributions.

#### ***Payment of Benefits***

In-service withdrawals from a participant's elective deferral account are permitted only due to financial hardship or upon reaching age 59½. Participants must exhaust all other assets before financial hardship withdrawals are allowed. Hardship withdrawals may be taken from a participant's vested account. Deferral contributions are suspended for a six-month period after receipt of the hardship withdrawal. Upon termination of service, a participant may elect to receive a lump-sum amount equal to the value of his or her account. Upon termination, if a participant's vested account balance exceeds \$1,000 but does not exceed \$5,000, and the participant does not elect to have the distribution paid directly to an eligible plan, the Plan administrator may make a lump-sum distribution to a direct rollover individual retirement account. If the balance is \$1,000 or less it will be automatically distributed to the Participant.

#### ***Notes Receivable from Participants***

Participants may borrow a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loan terms range from one to five years (or up to ten years for the purchase of a primary residence). No more than one loan may be outstanding at a time. The loans are secured by the balance in the Participant's account and bear interest at a rate commensurate with local prevailing rates, as determined by the Plan administrator. Principal and interest are paid ratably through payroll deductions.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan (Continued)***

#### ***Plan Administration***

The Employer is the Plan administrator and has the authority to appoint person(s) or entities to carry out the operation of the Plan. Vanguard Fiduciary Trust Company serves as the Plan's trustee.

#### ***Administrative Expenses***

Individual participant accounts are charged directly for loan recordkeeping and benefit disbursement processing fees, if applicable. All other expenses are paid by the Plan.

### ***Note 2 - Summary of Significant Accounting Policies***

#### ***Investments, Investment Valuation and Income***

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

As described in accounting standards related to reporting of fully benefit-responsive investment contracts held by certain investment companies subject to the AICPA investment company guide and defined contribution health and welfare and pension plans, investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Plan's investments in the Vanguard Retirement Savings Trust and Transition Stable Value Fund are fully benefit-responsive investment contracts. As required by these standards, the Statements of Net Assets Available for Benefits present the fair value of these investment contracts as well as the adjustment from fair value to contract value at December 31, 2010 and 2009. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

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

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 2 - Summary of Significant Accounting Policies (Continued)***

#### ***Unit Values***

Individual participant accounts for the common/collective trusts are maintained on a unit value basis. Participants do not have beneficial ownership in the specific underlying securities or other assets in the funds, but have an interest therein represented by units which are valued daily. The funds earn dividends and interest which are automatically reinvested in additional units. Generally, contributions to and withdrawals from each fund are converted to units by dividing the amounts of such transactions by the unit values as last determined, and the participants' accounts are charged or credited with the number of units properly attributable to each participant.

#### ***Benefits Paid***

Benefits are recorded when paid.

#### ***Use of Estimates***

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires Plan management to make estimates and assumptions that affect the reported amounts and disclosures. Accordingly, actual results could vary from the estimates that were used.

#### ***Reclassifications***

Certain investments in the prior year financial statements have been reclassified for comparative purposes to conform to the presentation in the current year financial statements. There has been no impact on the previously reported net assets available for benefits or the current year changes in net assets.

#### ***Subsequent Events***

The Employer has evaluated subsequent events through September 29, 2011, the date that the financial statements were available to be issued. No significant matters were identified for disclosure during this evaluation except as described in Note 11.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 2 - Summary of Significant Accounting Policies (Continued)***

#### ***New Accounting Pronouncements***

The following new accounting pronouncements were adopted during the year ended December 31, 2010:

#### ***Fair Value Disclosures***

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

#### ***Notes Receivable from Participants***

In September 2010, the FASB issued guidance clarifying the classification and measurement of participant loans by defined contribution pension plans. Participant loans are required to be classified as notes receivable from participants (rather than investments) and measured at their unpaid principal balance, plus any accrued but unpaid interest. The guidance, which must be applied retrospectively, is effective for fiscal years after December 15, 2010 with early adoption permitted. The Plan adopted this guidance in its December 31, 2010 financial statements and has reclassified participant loans at December 31, 2009 from investments to notes receivable from participants. Net assets available for the Plan were not affected by the adoption of this new guidance.

#### ***Notes Receivable from Participants***

Notes receivable from participants are measured at their unpaid principal balance plus accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

### ***Note 3 - Investments***

Plan investments are held by Vanguard Fiduciary Trust Company ("Vanguard"). Vanguard has certified to the fair value of investments at year end and investment transactions during the year. Investment transactions include interest and dividend income and net appreciation/depreciation in fair value of investments. Information included in the supplemental schedule has also been derived from information certified by Vanguard. The Plan offers investment choices to allow participants to create a diversified portfolio of assets based on the participants' risk tolerance.

## DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

### *Notes to Financial Statements*

#### **Note 3 - Investments (Continued)**

The following investments represent 5% or more of the net assets available for benefits at December 31:

|                                                    | 2010          | 2009          |
|----------------------------------------------------|---------------|---------------|
| <b>Investments at fair value:</b>                  |               |               |
| Vanguard Retirement Savings Trust                  | \$ 15,612,186 | \$ 15,633,144 |
| Vanguard Primecap Fund Investor Shares             | 9,101,159     | 7,687,599     |
| Vanguard 500 Index Fund Investor Shares            | 9,201,252     | 7,098,445     |
| Vanguard Windsor II Fund Investor Shares           | 4,822,425     | *             |
| Vanguard Wellington Fund Investor Shares           | 3,630,345     | 3,319,191     |
| Vanguard Explorer Fund Investors Shares            | 3,793,077     | *             |
| Vanguard International Growth Fund Investor Shares | *             | 2,749,419     |

\* Does not represent 5% or more of net assets at year end.

#### **Note 4 - Fair Value Measurements**

Financial accounting standards provide the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level I measurements) and the lowest priority to unobservable inputs (Level III measurements). The three levels of the fair value hierarchy are described below:

Level I – are quoted prices in active markets for identical investments that the Plan has the ability to access at the measurement or reporting date. The type of investments generally included in this category includes listed equities and mutual funds.

Level II – are inputs (other than quoted prices in active markets included within Level I), which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies. Investments which are generally included in this category include corporate bonds, less liquid and restricted equity securities, and certain over-the-counter derivatives.

Level III – are unobservable inputs for the investment and includes situations where there is little, if any, market activity for the investment. Unobservable inputs are those that reflect the Plan's own assumptions about the determination of fair value and require significant management judgment or estimation. Investments which are generally included in this category may include private equity funds, hedge funds, partnerships and limited liability companies.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The Plan's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

## **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

### ***Notes to Financial Statements***

#### ***Note 4 - Fair Value Measurement (Continued)***

Following is a description of the valuation methodologies used for assets measured at fair value.

##### ***Mutual Funds***

Valued at quoted market prices which represents the value of shares held by the Plan at year end.

##### ***Common/Collective Trust Fund***

Valued at estimated fair value as determined by the issuer of the common/collective trust fund based on fair market value of the underlying investments.

##### ***Common Stock***

Valued at quoted market prices which represents the value of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## Notes to Financial Statements

### Note 4 - Fair Value Measurement (Continued)

Based on the fair value hierarchy levels, the investments held by the Plan as of December 31, 2010 and 2009 are as follows:

| <i>Description</i>                     | <i>Fair Value Measurements as of December 31, 2010</i> |                      |                  |                      |
|----------------------------------------|--------------------------------------------------------|----------------------|------------------|----------------------|
|                                        | <i>Level I</i>                                         | <i>Level II</i>      | <i>Level III</i> | <i>Total</i>         |
| Mutual funds:                          |                                                        |                      |                  |                      |
| Bond                                   | \$ 2,847,178                                           | \$ -                 | \$ -             | \$ 2,847,178         |
| Domestic equity                        | 32,506,158                                             | -                    | -                | 32,506,158           |
| Foreign investment                     | 3,147,059                                              | -                    | -                | 3,147,059            |
| Money market                           | 17,415                                                 | -                    | -                | 17,415               |
| Target date                            | 11,793,797                                             | -                    | -                | 11,793,797           |
| Units in common/<br>collective trusts: |                                                        |                      |                  |                      |
| Stable value fund                      | -                                                      | 3,027,520            | -                | 3,027,520            |
| Retirement savings trust               | -                                                      | 15,612,186           | -                | 15,612,186           |
| Common stock                           | 465,890                                                | -                    | -                | 465,890              |
| <b>Total</b>                           | <b>\$ 50,777,497</b>                                   | <b>\$ 18,639,706</b> | <b>\$ -</b>      | <b>\$ 69,417,203</b> |

| <i>Description</i>                    | <i>Fair Value Measurements as of December 31, 2009</i> |                      |                  |                      |
|---------------------------------------|--------------------------------------------------------|----------------------|------------------|----------------------|
|                                       | <i>Level I</i>                                         | <i>Level II</i>      | <i>Level III</i> | <i>Total</i>         |
| Mutual funds:                         |                                                        |                      |                  |                      |
| Bond                                  | \$ 1,976,679                                           | \$ -                 | \$ -             | \$ 1,976,679         |
| Domestic equity                       | 20,987,863                                             | -                    | -                | 20,987,863           |
| Foreign investment                    | 2,749,419                                              | -                    | -                | 2,749,419            |
| Target date                           | 3,521,818                                              | -                    | -                | 3,521,818            |
| Units in common/<br>collective trust: |                                                        |                      |                  |                      |
| Retirement savings trust              | -                                                      | 15,633,144           | -                | 15,633,144           |
| Common stock                          | 583,243                                                | -                    | -                | 583,243              |
| <b>Total</b>                          | <b>\$ 29,819,022</b>                                   | <b>\$ 15,633,144</b> | <b>\$ -</b>      | <b>\$ 45,452,166</b> |

## **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

### ***Notes to Financial Statements***

#### ***Note 5 - Risks and Uncertainties***

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits. Recent market conditions have resulted in an unusually high degree of market volatility and increased the risks associated with certain investments held by the Plan, which could impact the value of investments after the date of these financial statements.

#### ***Note 6 - Exempt Party-In-Interest Transactions***

Plan investments include shares of mutual funds and units in common/collective trusts managed by The Vanguard Group. Vanguard Fiduciary Trust Company is the trustee of the Plan and, therefore, these transactions qualify as party-in-interest. For the year ended December 31, 2010, administrative fees paid to the trustee amounted to \$29,076. Notes receivable from participants are also considered to be exempt party-in-interest transactions.

#### ***Note 7 - Plan Termination***

Although it has not expressed any intent to do so, the Employer 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 will become fully vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Employer may determine.

#### ***Note 8 - Tax Status***

The Employer adopted the Vanguard Fiduciary Trust Company Prototype Basic Plan Document that received its latest favorable opinion letter on March 31, 2008, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the opinion letter, however, the Plan administrator believes that the Plan is currently designed and is being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. generally accepted accounting principles require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010 and 2009, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2007.

## DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

### *Notes to Financial Statements*

#### ***Note 9 - Transfers***

Effective November 30, 2010, the trustees of the Plan, the CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan approved the merger of the CLP Hourly Union Savings Plan, and the CLP Profit Sharing and Savings Plan into the Dayton Progress/PCS Employee Retirement Plan. As a result, approximately \$21,700,000 in assets were transferred into the Plan on November 30, 2010.

#### ***Note 10 - Reconciliation of Financial Statements to Form 5500***

At December 31, the following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

|                                                                | <b>2010</b>                 | <b>2009</b>                 |
|----------------------------------------------------------------|-----------------------------|-----------------------------|
| Net assets available for benefits per the financial statements | \$ 70,833,451               | \$ 46,929,599               |
| Less: deemed distribution reported on Form 5500                | <u>1,512</u>                | <u>1,512</u>                |
| <b>Net assets available for benefits<br/>per Form 5500</b>     | <b>\$ <u>70,831,939</u></b> | <b>\$ <u>46,928,087</u></b> |

#### ***Note 11 - Subsequent Events***

On January 1, 2011, the name of the plan changed to Connell Limited Partnership Employee Retirement Savings Plan.

***Supplemental Schedule***

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

(E.I.N. 31-0533428 - Plan Number 001)

## Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

December 31, 2010

| (a) | (b)<br>Identity<br>of Issue                        | (c)<br>Description<br>of Investment | (d)<br>Cost | (e)<br>Current<br>Value |
|-----|----------------------------------------------------|-------------------------------------|-------------|-------------------------|
| *   | Vanguard 500 Index Fund Investor Shares            | Mutual Fund                         | \$          | 9,201,252               |
| *   | Vanguard Explorer Fund Investor Shares             | Mutual Fund                         |             | 3,793,077               |
| *   | Vanguard High-Yield Corporate Fund Investor Shares | Mutual Fund                         |             | 252,278                 |
| *   | Vanguard International Growth Fund Investor Shares | Mutual Fund                         |             | 3,144,345               |
| *   | Vanguard Mid-Cap Index Fund Investor Shares        | Mutual Fund                         |             | 154,534                 |
| *   | Vanguard Primecap Fund Investor Shares             | Mutual Fund                         |             | 9,101,159               |
| *   | Vanguard Prime Money Market Fund                   | Mutual Fund                         |             | 17,415                  |
| *   | Vanguard Small-Cap Value Index Fund                | Mutual Fund                         |             | 1,551,088               |
| *   | Vanguard Target Retirement 2005 Fund               | Mutual Fund                         |             | 652,655                 |
| *   | Vanguard Target Retirement 2010 Fund               | Mutual Fund                         |             | 1,898,579               |
| *   | Vanguard Target Retirement 2015 Fund               | Mutual Fund                         |             | 1,952,173               |
| *   | Vanguard Target Retirement 2020 Fund               | Mutual Fund                         |             | 2,200,485               |
| *   | Vanguard Target Retirement 2025 Fund               | Mutual Fund                         |             | 2,154,974               |
| *   | Vanguard Target Retirement 2030 Fund               | Mutual Fund                         |             | 1,020,850               |
| *   | Vanguard Target Retirement 2035 Fund               | Mutual Fund                         |             | 625,919                 |
| *   | Vanguard Target Retirement 2040 Fund               | Mutual Fund                         |             | 419,284                 |
| *   | Vanguard Target Retirement 2045 Fund               | Mutual Fund                         |             | 295,833                 |
| *   | Vanguard Target Retirement 2050 Fund               | Mutual Fund                         |             | 116,892                 |
| *   | Vanguard Target Retirement Income                  | Mutual Fund                         |             | 456,153                 |
| *   | Vanguard Total Bond Mkt Index                      | Mutual Fund                         |             | 2,847,178               |
| *   | Vanguard Total International Stock Index Fund      | Mutual Fund                         |             | 2,714                   |
| *   | Vanguard Wellington Fund Investor Shares           | Mutual Fund                         |             | 3,630,345               |
| *   | Vanguard Windsor II Fund Investor Shares           | Mutual Fund                         |             | 4,822,425               |
| *   | Vanguard Retirement Savings Trust                  | Units in Common/Collective Trust    |             | 15,612,186              |
| *   | Transition Stable Value Fund                       | Units in Common/Collective Trust    |             | 3,027,520               |
|     | Federal Signal Corporation                         | Common Stock                        |             | 465,890                 |
| *   | Participant Loans                                  | Interest Rates (4.25% - 9.25%)      | 0           | 1,981,740               |
|     |                                                    |                                     |             | <b>\$ 71,398,943</b>    |

\* Party-in-interest as defined by ERISA.

**Financial Statements  
and Supplemental Schedule**

**Dayton Progress/PCS  
Employee Retirement Plan**

**December 31, 2010 and 2009**



**Mayer Hoffman McCann P.C.**  
**Tofias New England Division**  
An Independent CPA Firm

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## *Financial Statements and Supplemental Schedule*

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### *Independent Auditors' Report*

To the Plan Administrator  
Dayton Progress/PCS Employee Retirement Plan  
Boston, Massachusetts

We were engaged to audit the accompanying statements of net assets available for benefits of the Dayton Progress/PCS Employee Retirement Plan (the "Plan") as of December 31, 2010 and 2009, and the related statement of changes in net assets available for benefits for the year ended December 31, 2010, and the supplemental Schedule H, Line 4i - 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 information summarized in Note 3, which was certified by Vanguard Fiduciary Trust Company, the trustee for 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 trustee holds the Plan's investment assets and executes investment transactions. The Plan administrator has obtained a certification from the trustee 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 trustee is complete and accurate.

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

*Mayer Hoffman McCann P.C.*

Boston, Massachusetts  
September 29, 2011

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## *Statements of Net Assets Available for Benefits*

|                                                                                                   | <i>December 31,</i>         |                          |
|---------------------------------------------------------------------------------------------------|-----------------------------|--------------------------|
|                                                                                                   | <i>2010</i>                 | <i>2009</i>              |
| <b>Assets</b>                                                                                     |                             |                          |
| Investments:                                                                                      |                             |                          |
| Mutual funds                                                                                      | \$ 50,311,607               | 29,235,779               |
| Units in common/collective trust                                                                  | 18,639,706                  | 15,633,144               |
| Common stock                                                                                      | <u>465,890</u>              | <u>583,243</u>           |
| Total investments                                                                                 | <u>69,417,203</u>           | <u>45,452,166</u>        |
| Receivables:                                                                                      |                             |                          |
| Notes receivable from participants                                                                | 1,981,740                   | 1,795,066                |
| Employer contributions                                                                            | <u>-</u>                    | <u>20,327</u>            |
| Total receivables                                                                                 | <u>1,981,740</u>            | <u>1,815,393</u>         |
| <b>Net assets available for benefits at fair value</b>                                            | <b>71,398,943</b>           | <b>47,267,559</b>        |
| Adjustment from fair value to contract value for<br>fully benefit-responsive investment contracts | <u>(565,492)</u>            | <u>(337,960)</u>         |
| <b>Net assets available for benefits</b>                                                          | <b>\$ <u>70,833,451</u></b> | <b><u>46,929,599</u></b> |

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT 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 mutual funds            | \$ 3,618,520 |
| Net appreciation in fair value of common/collective trust | 430,560      |
| Net appreciation in fair value of common stock            | 51,414       |
| Interest and dividends                                    | 894,057      |

4,994,551

|                                                       |                |
|-------------------------------------------------------|----------------|
| Interest income on notes receivable from participants | <u>108,695</u> |
|-------------------------------------------------------|----------------|

#### Contributions:

|                       |           |
|-----------------------|-----------|
| Participant deferrals | 1,847,622 |
| Participant rollovers | 57,592    |

1,905,214

**Total additions to net assets** **7,008,460**

### **Deductions from net assets attributed to:**

|                               |           |
|-------------------------------|-----------|
| Benefits paid to participants | 4,783,501 |
| Administrative expenses       | 29,610    |

**Total deductions from net assets** **4,813,111**

**Net increase in net assets before transfers** **2,195,349**

|                                                      |                   |
|------------------------------------------------------|-------------------|
| Transfer in from CLP Hourly Union Savings Plan       | 3,339,056         |
| Transfer in from CLP Profit Sharing and Savings Plan | <u>18,369,447</u> |

**Net increase in net assets available for benefits** **23,903,852**

|                                                           |                   |
|-----------------------------------------------------------|-------------------|
| Net assets available for plan benefits, beginning of year | <u>46,929,599</u> |
|-----------------------------------------------------------|-------------------|

**Net assets available for plan benefits, end of year** **\$ 70,833,451**

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan***

The following description of the Dayton Progress/PCS Employee Retirement Plan (the “Plan”) provides only general information. Participants should refer to the Plan agreement for a more complete description of the Plan’s provisions.

#### ***General***

The Plan is a defined contribution plan that was established by Dayton Progress Corporation (the “Employer”). Eligible employees can enroll in the Plan upon date of hire (“Participants”). Non-resident aliens, leased employees, full-time college students participating in internship and cooperative study programs and employees of companies with common ownership are not eligible to participate in the Plan. The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 (ERISA). All investments are participant-directed.

Effective November 30, 2010, the trustees of the CLP Hourly Union Savings Plan, the CLP Profit Sharing and Savings Plan, and the Dayton Progress/PCS Employee Retirement Plan approved the merger of the CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan into the Dayton Progress/PCS Employee Retirement Plan. The CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan transferred the assets into the Plan on November 30, 2010. Effective upon the merger, Dayton Progress Corporation, Connell Limited Partnership and Danly IEM employees are eligible for the Plan.

#### ***Participant Contributions***

Participants may contribute from 1% up to 50% (in increments of 1%) of their annual pre-tax compensation as defined by the Plan, up to a dollar limit set by Federal law. Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. There is an automatic enrollment at 3% of all employees who meet the eligibility requirements unless an alternative election is made. Participants may also contribute amounts representing distributions from other qualified plans (“Participant Rollovers”).

#### ***Employer Matching Contributions***

Until August 1, 2009 when the match was suspended, the Employer made matching contributions to eligible participants equal to 100% of their salary deferrals, up to 3% of eligible compensation and 50% of their salary deferrals for the next 2% of eligible compensation. For the year ended December 31, 2010, the Employer did not make matching contributions.

#### ***Employer Profit Sharing Contributions***

Each year, the Employer may elect to make discretionary profit sharing contributions to the Plan for eligible employees. A participant must be employed by the Employer as of the last day of the Plan year to be eligible for the profit sharing contribution, unless separated due to death, disability or attainment of retirement age. For the year ended December 31, 2010, the Employer did not make a profit sharing contribution.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan (Continued)***

#### ***Participant Accounts***

Each participant's account is credited with the participant's contributions, Employer contributions and a pro-rata allocation of the administrative fees and investment earnings. 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 always fully vested in their deferral, rollover contributions and Employer matching contributions plus actual earnings thereon. Participant vesting in Employer profit sharing contributions and earnings thereon is at 20% per year beginning at the completion of year one resulting in 100% vesting after five years. Upon death, disability, or attainment of normal retirement age, a participant is fully vested in all of their accounts.

#### ***Forfeitures***

A participant who leaves the employ of the Employer forfeits any non-vested balance. Forfeited account balances are used to pay the Plan's administrative expenses with any remainder used to reduce Employer contributions. As of December 31, 2010 and 2009, and for the year ended December 31, 2010, there were no forfeitures used or available to pay administrative expenses or reduce Employer contributions.

#### ***Payment of Benefits***

In-service withdrawals from a participant's elective deferral account are permitted only due to financial hardship or upon reaching age 59½. Participants must exhaust all other assets before financial hardship withdrawals are allowed. Hardship withdrawals may be taken from a participant's vested account. Deferral contributions are suspended for a six-month period after receipt of the hardship withdrawal. Upon termination of service, a participant may elect to receive a lump-sum amount equal to the value of his or her account. Upon termination, if a participant's vested account balance exceeds \$1,000 but does not exceed \$5,000, and the participant does not elect to have the distribution paid directly to an eligible plan, the Plan administrator may make a lump-sum distribution to a direct rollover individual retirement account. If the balance is \$1,000 or less it will be automatically distributed to the Participant.

#### ***Notes Receivable from Participants***

Participants may borrow a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Loan terms range from one to five years (or up to ten years for the purchase of a primary residence). No more than one loan may be outstanding at a time. The loans are secured by the balance in the Participant's account and bear interest at a rate commensurate with local prevailing rates, as determined by the Plan administrator. Principal and interest are paid ratably through payroll deductions.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 1 - Description of Plan (Continued)***

#### ***Plan Administration***

The Employer is the Plan administrator and has the authority to appoint person(s) or entities to carry out the operation of the Plan. Vanguard Fiduciary Trust Company serves as the Plan's trustee.

#### ***Administrative Expenses***

Individual participant accounts are charged directly for loan recordkeeping and benefit disbursement processing fees, if applicable. All other expenses are paid by the Plan.

### ***Note 2 - Summary of Significant Accounting Policies***

#### ***Investments, Investment Valuation and Income***

Investments are reported at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

As described in accounting standards related to reporting of fully benefit-responsive investment contracts held by certain investment companies subject to the AICPA investment company guide and defined contribution health and welfare and pension plans, investment contracts held by a defined contribution plan are required to be reported at fair value. However, contract value is the relevant measurement attribute for that portion of the net assets available for benefits of a defined contribution plan attributable to fully benefit-responsive investment contracts because contract value is the amount participants would receive if they were to initiate permitted transactions under the terms of the plan. The Plan's investments in the Vanguard Retirement Savings Trust and Transition Stable Value Fund are fully benefit-responsive investment contracts. As required by these standards, the Statements of Net Assets Available for Benefits present the fair value of these investment contracts as well as the adjustment from fair value to contract value at December 31, 2010 and 2009. The Statement of Changes in Net Assets Available for Benefits is prepared on a contract value basis.

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

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 2 - Summary of Significant Accounting Policies (Continued)***

#### ***Unit Values***

Individual participant accounts for the common/collective trusts are maintained on a unit value basis. Participants do not have beneficial ownership in the specific underlying securities or other assets in the funds, but have an interest therein represented by units which are valued daily. The funds earn dividends and interest which are automatically reinvested in additional units. Generally, contributions to and withdrawals from each fund are converted to units by dividing the amounts of such transactions by the unit values as last determined, and the participants' accounts are charged or credited with the number of units properly attributable to each participant.

#### ***Benefits Paid***

Benefits are recorded when paid.

#### ***Use of Estimates***

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires Plan management to make estimates and assumptions that affect the reported amounts and disclosures. Accordingly, actual results could vary from the estimates that were used.

#### ***Reclassifications***

Certain investments in the prior year financial statements have been reclassified for comparative purposes to conform to the presentation in the current year financial statements. There has been no impact on the previously reported net assets available for benefits or the current year changes in net assets.

#### ***Subsequent Events***

The Employer has evaluated subsequent events through September 29, 2011, the date that the financial statements were available to be issued. No significant matters were identified for disclosure during this evaluation except as described in Note 11.

# **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

## ***Notes to Financial Statements***

### ***Note 2 - Summary of Significant Accounting Policies (Continued)***

#### ***New Accounting Pronouncements***

The following new accounting pronouncements were adopted during the year ended December 31, 2010:

#### ***Fair Value Disclosures***

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

#### ***Notes Receivable from Participants***

In September 2010, the FASB issued guidance clarifying the classification and measurement of participant loans by defined contribution pension plans. Participant loans are required to be classified as notes receivable from participants (rather than investments) and measured at their unpaid principal balance, plus any accrued but unpaid interest. The guidance, which must be applied retrospectively, is effective for fiscal years after December 15, 2010 with early adoption permitted. The Plan adopted this guidance in its December 31, 2010 financial statements and has reclassified participant loans at December 31, 2009 from investments to notes receivable from participants. Net assets available for the Plan were not affected by the adoption of this new guidance.

#### ***Notes Receivable from Participants***

Notes receivable from participants are measured at their unpaid principal balance plus accrued but unpaid interest. Delinquent participant loans are reclassified as distributions based upon the terms of the Plan document.

### ***Note 3 - Investments***

Plan investments are held by Vanguard Fiduciary Trust Company ("Vanguard"). Vanguard has certified to the fair value of investments at year end and investment transactions during the year. Investment transactions include interest and dividend income and net appreciation/depreciation in fair value of investments. Information included in the supplemental schedule has also been derived from information certified by Vanguard. The Plan offers investment choices to allow participants to create a diversified portfolio of assets based on the participants' risk tolerance.

## DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

### *Notes to Financial Statements*

#### **Note 3 - Investments (Continued)**

The following investments represent 5% or more of the net assets available for benefits at December 31:

|                                                    | 2010          | 2009          |
|----------------------------------------------------|---------------|---------------|
| <b>Investments at fair value:</b>                  |               |               |
| Vanguard Retirement Savings Trust                  | \$ 15,612,186 | \$ 15,633,144 |
| Vanguard Primecap Fund Investor Shares             | 9,101,159     | 7,687,599     |
| Vanguard 500 Index Fund Investor Shares            | 9,201,252     | 7,098,445     |
| Vanguard Windsor II Fund Investor Shares           | 4,822,425     | *             |
| Vanguard Wellington Fund Investor Shares           | 3,630,345     | 3,319,191     |
| Vanguard Explorer Fund Investors Shares            | 3,793,077     | *             |
| Vanguard International Growth Fund Investor Shares | *             | 2,749,419     |

\* Does not represent 5% or more of net assets at year end.

#### **Note 4 - Fair Value Measurements**

Financial accounting standards provide the framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level I measurements) and the lowest priority to unobservable inputs (Level III measurements). The three levels of the fair value hierarchy are described below:

Level I – are quoted prices in active markets for identical investments that the Plan has the ability to access at the measurement or reporting date. The type of investments generally included in this category includes listed equities and mutual funds.

Level II – are inputs (other than quoted prices in active markets included within Level I), which are either directly or indirectly observable as of the reporting date, and fair value is determined through the use of models or other valuation methodologies. Investments which are generally included in this category include corporate bonds, less liquid and restricted equity securities, and certain over-the-counter derivatives.

Level III – are unobservable inputs for the investment and includes situations where there is little, if any, market activity for the investment. Unobservable inputs are those that reflect the Plan's own assumptions about the determination of fair value and require significant management judgment or estimation. Investments which are generally included in this category may include private equity funds, hedge funds, partnerships and limited liability companies.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, an investment's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement. The Plan's assessment of the significance of a particular input to the fair value measurement in its entirety requires judgment and considers factors specific to the investment.

## **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

### ***Notes to Financial Statements***

#### ***Note 4 - Fair Value Measurement (Continued)***

Following is a description of the valuation methodologies used for assets measured at fair value.

##### ***Mutual Funds***

Valued at quoted market prices which represents the value of shares held by the Plan at year end.

##### ***Common/Collective Trust Fund***

Valued at estimated fair value as determined by the issuer of the common/collective trust fund based on fair market value of the underlying investments.

##### ***Common Stock***

Valued at quoted market prices which represents the value of shares held by the Plan at year end.

The methods described above may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

## Notes to Financial Statements

### Note 4 - Fair Value Measurement (Continued)

Based on the fair value hierarchy levels, the investments held by the Plan as of December 31, 2010 and 2009 are as follows:

| <i>Description</i>                     | <i>Fair Value Measurements as of December 31, 2010</i> |                      |                  |                      |
|----------------------------------------|--------------------------------------------------------|----------------------|------------------|----------------------|
|                                        | <i>Level I</i>                                         | <i>Level II</i>      | <i>Level III</i> | <i>Total</i>         |
| Mutual funds:                          |                                                        |                      |                  |                      |
| Bond                                   | \$ 2,847,178                                           | \$ -                 | \$ -             | \$ 2,847,178         |
| Domestic equity                        | 32,506,158                                             | -                    | -                | 32,506,158           |
| Foreign investment                     | 3,147,059                                              | -                    | -                | 3,147,059            |
| Money market                           | 17,415                                                 | -                    | -                | 17,415               |
| Target date                            | 11,793,797                                             | -                    | -                | 11,793,797           |
| Units in common/<br>collective trusts: |                                                        |                      |                  |                      |
| Stable value fund                      | -                                                      | 3,027,520            | -                | 3,027,520            |
| Retirement savings trust               | -                                                      | 15,612,186           | -                | 15,612,186           |
| Common stock                           | 465,890                                                | -                    | -                | 465,890              |
| <b>Total</b>                           | <b>\$ 50,777,497</b>                                   | <b>\$ 18,639,706</b> | <b>\$ -</b>      | <b>\$ 69,417,203</b> |

| <i>Description</i>                    | <i>Fair Value Measurements as of December 31, 2009</i> |                      |                  |                      |
|---------------------------------------|--------------------------------------------------------|----------------------|------------------|----------------------|
|                                       | <i>Level I</i>                                         | <i>Level II</i>      | <i>Level III</i> | <i>Total</i>         |
| Mutual funds:                         |                                                        |                      |                  |                      |
| Bond                                  | \$ 1,976,679                                           | \$ -                 | \$ -             | \$ 1,976,679         |
| Domestic equity                       | 20,987,863                                             | -                    | -                | 20,987,863           |
| Foreign investment                    | 2,749,419                                              | -                    | -                | 2,749,419            |
| Target date                           | 3,521,818                                              | -                    | -                | 3,521,818            |
| Units in common/<br>collective trust: |                                                        |                      |                  |                      |
| Retirement savings trust              | -                                                      | 15,633,144           | -                | 15,633,144           |
| Common stock                          | 583,243                                                | -                    | -                | 583,243              |
| <b>Total</b>                          | <b>\$ 29,819,022</b>                                   | <b>\$ 15,633,144</b> | <b>\$ -</b>      | <b>\$ 45,452,166</b> |

## **DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN**

### ***Notes to Financial Statements***

#### ***Note 5 - Risks and Uncertainties***

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the Statements of Net Assets Available for Benefits. Recent market conditions have resulted in an unusually high degree of market volatility and increased the risks associated with certain investments held by the Plan, which could impact the value of investments after the date of these financial statements.

#### ***Note 6 - Exempt Party-In-Interest Transactions***

Plan investments include shares of mutual funds and units in common/collective trusts managed by The Vanguard Group. Vanguard Fiduciary Trust Company is the trustee of the Plan and, therefore, these transactions qualify as party-in-interest. For the year ended December 31, 2010, administrative fees paid to the trustee amounted to \$29,076. Notes receivable from participants are also considered to be exempt party-in-interest transactions.

#### ***Note 7 - Plan Termination***

Although it has not expressed any intent to do so, the Employer 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 will become fully vested in their accounts. Any unallocated assets of the Plan shall be allocated to participant accounts and distributed in such a manner as the Employer may determine.

#### ***Note 8 - Tax Status***

The Employer adopted the Vanguard Fiduciary Trust Company Prototype Basic Plan Document that received its latest favorable opinion letter on March 31, 2008, in which the Internal Revenue Service stated that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan has been amended since receiving the opinion letter, however, the Plan administrator believes that the Plan is currently designed and is being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

U.S. generally accepted accounting principles require Plan management to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken an uncertain tax position that more likely than not would not be sustained upon examination by the Internal Revenue Service. The Plan administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2010 and 2009, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by taxing jurisdictions; however, there are currently no audits for any tax periods in progress. The Plan administrator believes it is no longer subject to income tax examinations for years prior to 2007.

## DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

### *Notes to Financial Statements*

#### ***Note 9 - Transfers***

Effective November 30, 2010, the trustees of the Plan, the CLP Hourly Union Savings Plan and the CLP Profit Sharing and Savings Plan approved the merger of the CLP Hourly Union Savings Plan, and the CLP Profit Sharing and Savings Plan into the Dayton Progress/PCS Employee Retirement Plan. As a result, approximately \$21,700,000 in assets were transferred into the Plan on November 30, 2010.

#### ***Note 10 - Reconciliation of Financial Statements to Form 5500***

At December 31, the following is a reconciliation of net assets available for benefits per the financial statements to Form 5500:

|                                                                | <b>2010</b>                 | <b>2009</b>                 |
|----------------------------------------------------------------|-----------------------------|-----------------------------|
| Net assets available for benefits per the financial statements | \$ 70,833,451               | \$ 46,929,599               |
| Less: deemed distribution reported on Form 5500                | <u>1,512</u>                | <u>1,512</u>                |
| <b>Net assets available for benefits<br/>per Form 5500</b>     | <b><u>\$ 70,831,939</u></b> | <b><u>\$ 46,928,087</u></b> |

#### ***Note 11 - Subsequent Events***

On January 1, 2011, the name of the plan changed to Connell Limited Partnership Employee Retirement Savings Plan.

***Supplemental Schedule***

# DAYTON PROGRESS/PCS EMPLOYEE RETIREMENT PLAN

(E.I.N. 31-0533428 - Plan Number 001)

## Schedule H, Line 4i - Schedule of Assets (Held at End of Year)

December 31, 2010

| (a)                                                  | (b)<br><i>Identity<br/>of Issue</i> | (c)<br><i>Description<br/>of Investment</i> | (d)<br><i>Cost</i> | (e)<br><i>Current<br/>Value</i> |
|------------------------------------------------------|-------------------------------------|---------------------------------------------|--------------------|---------------------------------|
| * Vanguard 500 Index Fund Investor Shares            |                                     | Mutual Fund                                 | \$                 | 9,201,252                       |
| * Vanguard Explorer Fund Investor Shares             |                                     | Mutual Fund                                 |                    | 3,793,077                       |
| * Vanguard High-Yield Corporate Fund Investor Shares |                                     | Mutual Fund                                 |                    | 252,278                         |
| * Vanguard International Growth Fund Investor Shares |                                     | Mutual Fund                                 |                    | 3,144,345                       |
| * Vanguard Mid-Cap Index Fund Investor Shares        |                                     | Mutual Fund                                 |                    | 154,534                         |
| * Vanguard Primecap Fund Investor Shares             |                                     | Mutual Fund                                 |                    | 9,101,159                       |
| * Vanguard Prime Money Market Fund                   |                                     | Mutual Fund                                 |                    | 17,415                          |
| * Vanguard Small-Cap Value Index Fund                |                                     | Mutual Fund                                 |                    | 1,551,088                       |
| * Vanguard Target Retirement 2005 Fund               |                                     | Mutual Fund                                 |                    | 652,655                         |
| * Vanguard Target Retirement 2010 Fund               |                                     | Mutual Fund                                 |                    | 1,898,579                       |
| * Vanguard Target Retirement 2015 Fund               |                                     | Mutual Fund                                 |                    | 1,952,173                       |
| * Vanguard Target Retirement 2020 Fund               |                                     | Mutual Fund                                 |                    | 2,200,485                       |
| * Vanguard Target Retirement 2025 Fund               |                                     | Mutual Fund                                 |                    | 2,154,974                       |
| * Vanguard Target Retirement 2030 Fund               |                                     | Mutual Fund                                 |                    | 1,020,850                       |
| * Vanguard Target Retirement 2035 Fund               |                                     | Mutual Fund                                 |                    | 625,919                         |
| * Vanguard Target Retirement 2040 Fund               |                                     | Mutual Fund                                 |                    | 419,284                         |
| * Vanguard Target Retirement 2045 Fund               |                                     | Mutual Fund                                 |                    | 295,833                         |
| * Vanguard Target Retirement 2050 Fund               |                                     | Mutual Fund                                 |                    | 116,892                         |
| * Vanguard Target Retirement Income                  |                                     | Mutual Fund                                 |                    | 456,153                         |
| * Vanguard Total Bond Mkt Index                      |                                     | Mutual Fund                                 |                    | 2,847,178                       |
| * Vanguard Total International Stock Index Fund      |                                     | Mutual Fund                                 |                    | 2,714                           |
| * Vanguard Wellington Fund Investor Shares           |                                     | Mutual Fund                                 |                    | 3,630,345                       |
| * Vanguard Windsor II Fund Investor Shares           |                                     | Mutual Fund                                 |                    | 4,822,425                       |
| * Vanguard Retirement Savings Trust                  |                                     | Units in Common/Collective Trust            |                    | 15,612,186                      |
| * Transition Stable Value Fund                       |                                     | Units in Common/Collective Trust            |                    | 3,027,520                       |
| Federal Signal Corporation                           |                                     | Common Stock                                |                    | 465,890                         |
| * Participant Loans                                  |                                     | Interest Rates (4.25% - 9.25%)              | 0                  | 1,981,740                       |
|                                                      |                                     |                                             |                    | \$ 71,398,943                   |

\* Party-in-interest as defined by ERISA.



Department of the Treasury  
Internal Revenue Service  
OGDEN, UT 84201-0073

29077-197-30455-1 TE

310533428

Date of this notice: SEP. 5, 2011

Taxpayer Identifying Number:

31-0533428

Form: 5500/8955-SSA

Tax Period: DEC. 31, 2010

Plan Number: 001

For assistance you may call us at:

1-877-829-5500

Or you may write to us at the  
address shown at the left.

074387.886429.0194.004 1 AT 0.365 375



DAYTON PROGRESS CORPORATION  
500 PROGRESS RD  
W CARROLLTON OH 45449-2351



074387

## APPLICATION FOR EXTENSION OF TIME TO FILE CERTAIN EMPLOYEE PLAN RETURNS

We received your Form 5558, Application for Extension of Time to File Certain Employee Plan Returns, for the return (form), plan number, and tax period identified above. The due date to file your return is extended to OCT. 17, 2011.

Do not attach a copy of this notice to your return. This notice should be kept with your records.

### Additional Information

- ▣ If a tax practitioner or someone else prepared your form, you may want to give them a copy of this notice. (A copy was automatically sent to representatives authorized with a Power-of-Attorney for this form.)
- ▣ For tax forms, call 1-800-TAX-FORM (1-800-829-3676).
- ▣ For general information, tax forms, and publications, visit [www.irs.gov](http://www.irs.gov). Employee Plan information is on the "Retirement Plans Community" tab.
- ▣ If you have questions about employee plans, call TEGE Customer Account Services at 1-877-829-5500.